



**Time for shareholder reception and registration:** 07:30 June 14<sup>th</sup>, 2025

**Location:** 8th Floor, 132 Mai Hac De, Le Dai Hanh Ward, Hai Ba Trung District, Hanoi.

<b>Time</b>	<b>Program content</b>
<b>I</b>	<b>CONGRESS OPENING PROCEDURES</b>
07:30 - 08:00	Reception and registration of delegates and shareholders Check shareholder qualifications, make a list of shareholders attending the meeting
08:00 – 08:30	Opening, announcement of reasons and introduction of participants
	Report on the results of the verification of qualifications and number of shareholders attending the General Meeting
	Introduce and approve the working regulations of the Congress
	Introduction and approval of the Congress program
	Introduction and approval of the Presidium, Secretariat and Counting Committee
	Vote to approve the personnel of the Presidium, Secretariat, and Counting Committee
<b>II</b>	<b>PRESENTATION AND DISCUSSION</b>
08:30 - 09:45	Presentation of presentations: 1. Report on the Board of Directors' activities in 2024 and the direction of activities in 2025 ; 2. Audit Committee's performance report for 2024; 3. Report on production and business results in 2024 and plan for 2025 4. Report: <ul style="list-style-type: none"><li>• Approval of the audited 2024 financial statements; selection of an auditor/reviewer of the 2025 financial statements; remuneration of the Board of Directors and profit distribution;</li><li>• Dismissal and election of additional members of the Board of Directors;</li><li>• Add business lines and amend the Charter;</li><li>• Approving the plan to offer individual shares to professional securities investors;</li><li>• Through the policy of signing contracts and transactions with related parties of the Company;</li><li>• Approval of investment plan to buy shares in the energy industry;</li><li>• Approval of the policy of dissolving the company branch;</li><li>• Other issues under the authority of the General Meeting of Shareholders.</li></ul>
<b>IV</b>	<b>FAQ</b>
09:45 – 10:15	Q&A
<b>III</b>	<b>VOTING ON CONGRESS PROPOSALS</b>
10:15 - 10:30	- Voting instructions. - Vote to pass the Congress issues
<b>V</b>	<b>BREAK</b>
10:30 - 11:00	Break
<b>VI</b>	<b>END OF CONGRESS</b>
11:00 - 11:30	Approval of Resolution and Minutes of the Congress.
	Closing statement of the Congress.



**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**AN TRUONG AN JOINT STOCK COMPANY**

**VOTING BALLOT**

**SHAREHOLDER  
CODE**

**NUMBER OF VOTING SHARES**

**Full name of shareholder/Representative:** .....

**Number of shares owned:** .....shares

**Number of authorized/represented shares:**.....shares

**Total number of voting shares:**.....shares

Content	Approve d	Disappro ve	No commen ts
<b>Internal content 01:</b> Information via Newspaper fox belong to Festival copper management treat 2024 and 2025 business plan			
<b>Content 02:</b> Audit Committee's performance report in 2024			
<b>Content 03:</b> Report on production and business results in 2024 and plan for 2025			
<b>Content 04:</b> Approval of the 2024 Financial Statements Okay check calculation and unit selection audit/review Financial Statements year 2025 , remuneration and profit distribution plan			
<b>Internal content 05:</b> Dismissal and election of additional members of the Board of Directors			
<b>Content 06:</b> Adding business lines and amending the Charter			
<b>Content 0 7 :</b> Through the private offering plan for professional stock investors			
<b>Content 0 8 :</b> Approving the policy of signing contracts and transactions with related parties of the Company			
<b>Internal content 09 :</b> Approval of investment plan to buy shares in the energy industry			
<b>Content 10:</b> Approval of the branch dissolution policy			

....., date ..... June 2025

**Shareholders**

*(Sign and print full name)*

**(\*) Note:**

- *The issue of voting and counting votes on the contents presented to Shareholders at the General Meeting is specified in detail in the Working and Voting Regulations at the 2025 Annual General Meeting of Shareholders approved by the General Meeting.*
- *Shareholders should carefully read the Working and Voting Regulations at the 2025 Annual General Meeting of Shareholders to exercise their voting rights at the Meeting;*
- *Shareholders choose to vote (Agree or Disagree or No opinion) for each content asking for voting opinions;*
- *The completed ballot must be signed by the Shareholder, clearly stating the full name and placed in the Ballot Box according to the instructions of the Vote Counting Committee.*

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*This voting form is only applicable and used to vote on issues at the 2025 Annual General Meeting of Shareholders of An Truong An Joint Stock Company.*



**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**AN TRUONG AN JOINT STOCK COMPANY**

----- 388 -----

Day :

# **CARD TABLE RESOLVE**

**NUMBER NECK PART HAVE RIGHTS TABLE  
RESOLVED:**

**share**

**NECK WINTER:**

**CODE NUMBER NECK WINTER:**

*Card expression decide This only Have price value in session meeting Grand festival copper neck usually year year 2025*



**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**AN TRUONG AN JOINT STOCK COMPANY**



**VOUCHER VOTE**

***Wall Member of the Association copper management treat duty period 2022 – 2027***

**Surname name neck Crowd/People represent :**

**Number share office ancient..... part**

**Number neck part receive commission power/authority Area:      neck part**

**BODY TAX VOTE VOTE:**

*Neck winter real presently vote elect according to direction awake vote accumulate vote According to there:*

- *Price treat vote vote wall pill Festival copper management treat (“Board of Directors”) equal number quantity neck part Okay expression decide belong to vote core with number quantity application elect pill Okay vote enter Board of Directors.*
- *Shareholders have the right to concentrate all or part of their votes to vote for one or several candidates. member of the Board of Directors.*
- *School fit vote even, neck winter fight sign ( ☐ or ☐ ) enter Umbrella to vote even give the application pill Board of Directors.*
- *School fit Are not vote even, neck winter fill detail number vote vote give each application elect pill*
- *Voucher vote This only valid When total number vote vote give the application elect pill Board of Directors small than or equal price value of votes for the Board of Directors.*

**NAME BOOK VOTE VOTE**

<b>CANDIDATE (*)</b>	<b>NUMBER OF VOTES VOTE</b> <i>(Neck winter fill number vote specific votes for candidates)</i>	<b>VOTE EVEN</b> <i>(Shareholders check the box to vote) even for the application candidate )</i>
<b>I. Festival copper Administration</b>		
<i>Price treat vote vote Board of Directors: ..... (**) x 1 (***) = . vote</i>		
<b>Dao Thi Nga</b>		<input type="checkbox"/>
<b>TOTAL NUMBER VOUCHER VOTE Board of Directors DARK MULTI</b>	.....	

*(\*) Surname and name application elect pill be recognized dad and information via at the Congress.*

*(\*\*) Number quantity neck part Have right expression decision of neck winter office have pin in day 05/05/2025.*

*(\*\*\*) The number of members of the Board of Directors elected is decided by the General Meeting of Shareholders at the General Meeting.*

*(Vote) vote This only Have price treat effect force in Grand festival neck usually year year 2025)*

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

**Draft ORGANIZATION REGULATIONS**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**AN TRUONG AN JOINT STOCK COMPANY**

**PART I. GENERAL PROVISIONS**

**Article 1.** Scope of application

These regulations apply to the organization of the 2025 Annual General Meeting of Shareholders of An Truong An Joint Stock Company (hereinafter referred to as the "Company").

**Article 2.** This Charter specifically stipulates the rights and obligations of shareholders / shareholder representatives attending the General Meeting , conditions and procedures for conducting the General Meeting.

**Article 3.** Shareholders / shareholder representatives attending the General Meeting are responsible for complying with the provisions of this Regulation, the Company Charter and current legal regulations .

**Article 4.** Conditions of participation

Shareholders whose names are on the list of shareholders on the record date for attending the General Meeting have the right to directly attend the General Meeting or to legally authorize another person to attend the General Meeting.

**PART II. RIGHTS AND OBLIGATIONS WHEN ATTENDING THE CONGRESS**

**Article 5.** Rights and obligations of shareholders and authorized shareholders ' representatives when attending the General Meeting

1. shareholders have the right to attend, discuss and vote on all matters within the competence of the Annual General Meeting of Shareholders (“AGM”); each ordinary share corresponds to one vote.
2. In case a shareholder , for personal reasons, cannot attend the annual General Meeting of Shareholders , if he/she wants to authorize, he/she can authorize by a Power of Attorney established in accordance with the provisions of civil law or according to the Company's proposed form for another person to attend and vote at the General Meeting on his/her behalf.
3. When attending, shareholders are requested to bring the original legal documents of the individual (one of the following documents: Citizen Identification Card, Identity Card, Passport, Other legal personal identification documents), Power of Attorney (if the individual or organization is authorized), a copy of the legal documents of the Authorized Person and/or the Meeting Invitation

Letter officially issued by the Company and all documents attached to the Meeting Invitation Letter .

4. Shareholders are only allowed to officially attend and vote at the meeting after completing registration procedures and proving their valid shareholder status and /or authorized representative status .
5. In case a shareholder has authorized another person without written notice of cancellation of authorization, that shareholder will not receive a Voting Card when attending the General Meeting . and Ballots at the Meeting if their authorized persons have completed the procedures for receiving the Voting Card and Ballot.
6. The person authorized to attend the General Meeting may not re -authorize to a third party.
7. The Organizing Committee of the General Meeting will publicly announce the General Meeting agenda . The opinions of shareholders or through authorized representatives at the General Meeting will be discussed publicly and voted by Voting Cards and/or Voting Ballots depending on each issue .
8. Shareholders who arrive at the General Meeting after the meeting has opened must complete the procedures to register to attend the General Meeting with the Organizing Committee of the General Meeting and then have the right to participate and vote immediately after registration , but the Chairman is not responsible for stopping the General Meeting to allow shareholders to register and the validity of the votes that have already been conducted will not be affected .
9. Shareholders and their authorized representatives when attending the General Meeting of Shareholders shall be given 01 ballot for voting for members of the Board of Directors (hereinafter referred to as "Voting ballot"), 01 ballot for voting on Reports and Proposals (hereinafter referred to as "Voting ballot") and 01 voting card, on which is written the shareholder code and the number of voting shares held by that shareholder . The voting card is also used when shareholders want to express their opinions and when the Chairman proposes to vote on issues at the meeting;
10. Strictly comply with the regulations at the Congress meeting , respect the working results of the Congress and the direction of the Congress Chairman .
11. Shareholders are responsible for attending the General Meeting of Shareholders until the Chairman declares the end of the General Meeting. In case a shareholder leaves the General Meeting of Shareholders before the end for any reason, that shareholder is responsible for contacting the Vote Counting Committee to notify the shareholder's opinion on the issues to be voted at the General Meeting. In case a shareholder leaves the meeting before the end without notice, the shareholder's votes will not be counted in the voting results of the General Meeting.

**Article 6.** Rights and obligations of the Congress Organizing Committee , the Sub-Committee for verifying the qualifications of shareholders attending the Congress , and the Vote Counting Committee

1. The Organizing Committee of the General Meeting is decided to be established by the Chairman of the Board of Directors of the Company . The Organizing Committee of the General Meeting may establish sub-committees to assist in the process of organizing the General Meeting.
2. The Subcommittee for checking the qualifications of shareholders attending the General Meeting is appointed by the Organizing Committee of the General Meeting . The Subcommittee for checking the qualifications of shareholders attending the General Meeting or their authorized representatives based on the documents they present, summarizes the results of the checks and reports to the General Meeting on the results of checking the qualifications of shareholders attending the General Meeting . In case a person attending the meeting does not fully meet the qualifications to attend the General Meeting, the Subcommittee for checking the qualifications of shareholders attending the General Meeting has the right to propose to deny that person the right to attend the meeting , propose to refuse to issue Voting Cards, Election Ballots, Voting Forms and to distribute documents of the General Meeting.
3. The ballot counting committee is approved by the annual General Meeting of Shareholders at the meeting. The ballot counting committee has three (03) members who are not candidates for the Board of Directors , proposed by the Chairman and approved by the annual General Meeting of Shareholders.

The Vote Counting Committee is responsible for counting the Voting Cards during the process of collecting shareholders ' votes , counting votes to elect members of the Board of Directors and providing general supervision throughout the annual General Meeting of Shareholders .

For voting on contents at the Congress:

- Instruct shareholders and shareholders' authorized representatives on how to use Voting Cards and Voting Ballots ;
- Collect voting cards after the end of the Congress.
- Count the number of Voting Cards and Ballots by type: Approve, Disapprove, No opinion and report the voting results for the Chairman to announce before the Congress .

**Article 7. Chairman and Secretary of the Congress**

1. The Chairman of the Board of Directors presides over the meeting. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting by majority rule.
2. The Chairman has the right to appoint someone to assist in running the congress. The rights and obligations of the assistant will be decided in writing by the Chairman and made public at the Congress.
3. Chairman 's decision on matters of order, procedure or events arising outside the agenda of the General Meeting shall be final.
4. The Chairman shall conduct the necessary work to conduct the General Meeting in a valid and orderly manner and ensure that the General Meeting reflects the wishes of the majority of attending shareholders .



5. The Chairman has the right to adjourn the meeting to another time and place if he finds that:
  - The conduct of those present prevents or is likely to prevent the orderly conduct of the meeting.
  - The delay is necessary so that the work of the Congress can be properly conducted.
6. The Secretary of the Congress is appointed by the Chairman. The Secretary performs the supporting tasks assigned by the Chairman, truthfully and accurately reflecting the content of the Congress in the Minutes and Resolution of the Congress .

### **PART III. CONGRESS PROCEDURES**

**Article 8.** The annual General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of shares with voting rights.

**Article 9.** Method of conducting the Congress

1. The congress will discuss and vote to approve the agenda and content of the meeting immediately after completing the procedures for the meeting to take place validly.
2. The Congress will be conducted in turn according to the Congress 's agenda and discuss before voting to approve the issues in the above content.

The approval of each content in the Congress is carried out according to the provisions of Article 11 of these Regulations.

**Article 10.** Principles of speaking at the Congress

1. Shareholders wishing to propose a request at the 2024 Annual General Meeting of Shareholders must follow the following principles:
  - Only allowed to participate in contributing opinions in the discussion section of the Congress.
  - Must raise the voting card to ask for the Chairman's opinion and can only speak after being allowed by the Chairman. At the same time , only one shareholder is allowed to speak.
  - In case many shareholders have opinions at the same time, the chairman will invite each shareholder to present their opinions in turn.
  - The chairman has the right to interrupt the presentation of shareholders' opinions if deemed necessary.
  - Comments and questions will be collected at the same time and answered sequentially .
2. Shareholder proposals must meet the following conditions :
  - Do not re-present issues that have already been raised . mentioned before .
  - Be concise, clear and focus on the key content to be discussed , in accordance with the approved Congress program .

proposed content must not violate the law, relate to personal issues or exceed the authority of the business.

**Article 11.** Approval of the Decision of the annual General Meeting of Shareholders

1. Voting form:

- a. Shareholders and Shareholders' Representatives exercise their voting rights at the 2025 Annual General Meeting of Shareholders of An Truong An Joint Stock Company by using Voting Cards and Voting Ballots .

Voting cards and ballots have been pre-printed according to the form of the Organizing Committee, stamped by An Truong An Joint Stock Company and distributed to Shareholders when attending the General Meeting. Voting cards and ballots contain information about the shareholder code, number of shares of the Shareholder or Shareholder Representative attending the General Meeting.

Shareholders use the Voting Card to vote on issues for voting by raising the Voting Card at the meeting.

In addition to issues asking for direct voting opinions by raising the Voting Card at the General Meeting, for the contents of the Report and Proposal, Shareholders vote by selecting the voting contents (Agree, Disagree, No opinion) on the Voting Card, signing to confirm and submitting it to the Vote Counting Committee.

- b. The Congress shall vote on each issue in the agenda. For each issue to be voted on at the General Meeting of Shareholders, the Chairman of the Congress shall propose to vote 3 times in the following order:

- First time : Vote for approval.
- Second time : Vote Disapproval.
- Third time : Vote No opinion.

Each Shareholder or Shareholder Representative (01 person) is only allowed to vote 01 time (approve or disapprove or have no opinion) on the same issue to be voted on at the General Meeting of Shareholders.

✓ *For direct voting by raising the Voting Card:* Shareholders who do not raise the Voting Card all 3 times the Chairman asks for their opinion on that content (Agree, Disagree, No opinion) are considered to agree with that content.

✓ *For voting on the content of Reports and Proposals by selecting voting content on the Voting Form:* Shareholders choose to mark “v” or “x” in the appropriate box on the Voting Form.

- A ballot is considered valid in the following cases:
  - + Is a voting ballot issued by the General Meeting's Vote Counting Committee, stamped by An Truong An Joint Stock Company;
  - + Voting ballots are not torn;
  - + Voting content is not erased, scraped or edited;

- + Valid voting content is the content that the Shareholder specifically selects 1 of 3 boxes: Agree or Disagree or No opinion.
  - + In case a Shareholder does not check any of the 3 boxes in a voting content, it is considered to agree and be valid with that voting content.
  - Voting ballots and voting content are considered invalid in one of the following cases:
    - + Voting ballots are not issued by the Congress Organizing Committee and do not have the seal of An Truong An Joint Stock Company;
    - + The voting ballot is torn, erased, or has information on the ballot altered;
    - + Voting ballots do not have the signature of shareholders or authorized representatives of shareholders;
    - + Shareholders who mark 2 or more boxes for the same voting content or erase ballots that make the selected content unclear will be considered invalid for that voting content.
    - + The voting ballot must be submitted to the Organizing Committee after the voting ends and the Ballot Box has been sealed.
2. The following issues shall be approved by the General Meeting when approved by at least 65% of the total number of voting shares of shareholders attending the meeting:
- a) Type of shares and total number of shares of each type;
  - b) Change of industry, profession and business field;
  - c) Change the company's management structure ;
- Investment projects or sale of assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's accounting books;
- e) Reorganization and dissolution of the company;
  - f) Other issues as prescribed by current laws.
- \* Resolutions on other contents shall be passed by the General Meeting of Shareholders when approved by shareholders representing at least 50 % of the total votes of all shareholders attending the meeting, except for the case specified in Clause 2 of this Article .

**Article 12. Resolutions and Minutes of the 2025 Annual General Meeting of Shareholders**

All contents at the annual General Meeting of Shareholders must be recorded by the Secretary of the General Meeting in the Minutes of the General Meeting. The Minutes and Draft Resolutions of the General Meeting are read at the General Meeting and the General Meeting votes to approve them before closing the meeting.

Minutes and Resolutions of the General Meeting are kept at the Company's Head Office according to regulations .

**PART IV. IMPLEMENTATION PROVISIONS**

1. This Charter consists of 4 parts and 12 provisions , approved by the 2025 Annual General Meeting of Shareholders of An Truong An Joint Stock Company on June 14, 2025 and

takes effect immediately upon approval to organize the 2025 Annual General Meeting of Shareholders of An Truong An Joint Stock Company.

2. Shareholders and attendees of the General Meeting are responsible for implementing the provisions of this Charter.

**On behalf of the General Meeting of  
Shareholders  
PRESIDE**

**Nguyen Huu Phu**

Number: .....

Hanoi, June 14<sup>th</sup>, 2025

## **REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND THE 2025 OPERATING PLAN**

### **Presentation: General Meeting of Shareholders of An Truong An Joint Stock Company**

Perform the duties and powers of the Board of Directors (“HĐQT”) specified in the Company Charter and Enterprise Law, The Board of Directors of An Truong An Joint Stock Company would like to report to the General Meeting of Shareholders (“ĐDD”) on the Board of Directors' activities in 2024 and the Company's goal orientation plan for 2025 as follows:

#### **I. RESULTS OF THE IMPLEMENTATION OF TASKS IN THE WORK AREAS**

Pursuant to the 2024 production and business plan approved by the Annual General Meeting of Shareholders, the Board of Directors has assigned tasks to the Board of General Directors and specialized departments, and actively directed the organization to implement and achieved the following results:

*Unit of calculation: copper*

<b>Stt</b>	<b>Targets</b>	<b>Plan 2024</b>	<b>Implementation 2024</b>	<b>Rate (%) increase/decrease</b>
1	Net revenue from sales and provision of services	80,000,000,000	13,497,869,672	16.87
2	Profit before tax	500,000,000	649,732,391	129.95

*(Source: 2024 Audit Consolidated Financial Statements)*

Although the revenue and profit after tax targets have not reached the target set by the General Meeting of Shareholders, data on business results has been more positive than in 2023, especially in the context of the economy. The general economy in 2024 faces many difficulties and challenges. Specifically, total revenue in 2024 (13,497,869,672 VND) compared to 2023 (13,497,869,672 VND) 59,577,137,503 VND) reached 22.66%. Pre-tax profit on the 2024 General Financial Report - audited is profit of 649,732,391 VND, large profit fluctuation compared to 2023 is negative, loss (173,080,788 VND).

#### **II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

##### **1. Staff structure**

Pursuant to Resolution of the 2024 Annual General Meeting of Shareholders No. 2505/2024/NQ-ĐHĐCD/ATG dated May 25, 2024 and Notice of personnel changes No. 2705/2024/TB-ATG dated May 27/2024 of An Truong An Joint Stock Company has agreed to approve the dismissal and election of new members of the Board of Directors for the 2022 term – 2027 as follows:

ST T	Member Board	Position	Start date/no longer is member of the Board of Directors	
			Day appointing	Day dismissal
1	Nguyen Huu Phu	Chairman of the Board	Won the TV election. Board of Directors October 31, 2022; Appointment of CT. Board of Directors June 3, 2023	
2	Dao Quang Trung	Tv. Board /General Director	MAY 25, 2024	
3	Nguyen Anh Tuan	Tv. independent Board of Directors/Chairman of the audit committee	MAY 25, 2024	
4	Nguyen Anh Thong	Tv. Board of Directors (non-executive board member)	OCTOBER 31, 2022	
5	Do Minh Duc	Tv. Board	06/03/2023	
6	Nguyen Dong Giang	Tv. Independent Board of Directors	06/03/2023	MAY 25, 2024

## 2. Supervisory Management of the Board of Directors in 2024:

In 2024, the Board of Directors issued Minutes and Resolutions as a basis for the Board of General Directors to implement production and business activities, specifically as follows:

Stt	Resolution/decision No	Day	Content	Rate through
01	2103/2024/NQ/HĐQT-ATG	21/03/2024	Through dismissal from the position of General Director	100%
02	2103.01/2024/NQ/HĐQT-ATG	21/03/2024	Approving the extension of the time to hold the 2024 Annual General Meeting of Shareholders	100%
03	0504/2024/NQ/HĐQT-ATG	04/05/2024	Approving the plan to	100%

Stt	Resolution/decision No	Day	Content	Rate through
			organize the 2024 Annual General Meeting of Shareholders	
04	1605/2024/NQ-HĐQT/ATG	16/05/2024	Through the termination of operations of the Hanoi Branch of An Truong An Joint Stock Company	100%
05	1605.01/2024/NQ-HĐQT/ATG	16/05/2024	Through the appointment of the position of General Director - Legal Representative of An Truong An Joint Stock Company	100%
06	2505.01/2024/NQ-HĐQT/ATG	25/05/2024	Adoption of the personnel structure of the Economic Committee and promulgation of the Regulations on the operation of the Economic Committee	100%
07	2606/2024/NQ-HĐQT/ATG	26/06/2024	Adoption of the establishment of a Debt Disposal Board	100%
08	0611/2024/NQ-HĐQT/ATG	11/06/2024	Approval of appointment of chief accountant	100%

### 3. Board's performance

#### 3.1 Activities of the Board of Directors

The Board of Directors operates in accordance with the spirit of the Charter, Enterprise Law, Securities Law and current legal documents. The meetings of the Board are maintained at regular intervals, in accordance with the Charter. the Board of Directors has closely followed the orientation of the General Meeting of Shareholders Resolution and the actual situation of the Company and has set out and directed, managed and supervised the Company's activities according to the content of the Resolution decided to agree.

The Board of Directors' sessions are carefully prepared on the content, discussed publicly, democratically, ensuring order and seriousness according to the provisions of the Company's Charter and current Law. Facilitating the implementation of tasks by the executive apparatus.

Adjust the company's activities into order, in accordance with the resolution of the General Meeting of Shareholders, specifically as follows:

- Tien hanh successfully organized the 202 annual General Meeting of Shareholders<sup>4</sup> to report on the company's operating situation and ask for shareholders' opinions through the contents under the authority of the General Meeting of Shareholders.
- Develop and submit to shareholders for approval the Charter, Internal Regulations on Company Governance, and Operating Regulations of the Board of Directors in accordance with current law.
- Organization of elections Supplement member of the Board of Directors term 2022 – 2027. New term members of the Board of Directors continue monitor, complete, and handle outstanding issues related to refusal to express audit opinions, receivables, liabilities and unfinished projects of the Company.
- Focus on the core industry and research and develop new production and business areas suitable for the company's capacity in the direction of ensuring capital security and bringing high efficiency to the Company.
- Search for partners in the field of commercial investment in construction materials, civil construction and industrial clusters... Have strong financial resources, have a lot of experience, have capacity and modern machinery and equipment to joint ventures and links to take advantage of partners' capital, technology and capacity in work.
- Orientation to new potential and stable markets.

### **3.2 Remuneration of the Board of Directors**

In 2024, the Company's Board of Directors does not receive any compensation due to reducing the financial burden on the Company.

**3.3 Report on transactions between companies, subsidiaries, and companies controlled by ATG with more than 50% or more of Charter capital and members of the Board of Directors and related persons of that member; transactions between the Company and the Company in which the Board of Directors member is the founding member or manager of the business for the most recent 3 years before the transaction:**  
None

### **3.4 Evaluation of the implementation of the plan and tasks approved at the 2024 Annual General Meeting of Shareholders**

Due to the cumulative loss of business results for many consecutive years under the term of the Board of Directors, the old Board of Directors (term from 2022 onwards), along with the loss of records, documents related to undue debts receivable that the old Board of Directors did not fully hand over to the new Board of Directors (term 2022 – 2027), leading to difficulties in



recovering overdue debts, and it has not been possible to overcome the audit unit's continued rejection of the annual financial statements.

The remaining tasks approved in the 2024 Annual General Meeting of Shareholders Resolution have been implemented by the Company's Board of Directors in compliance with the current Charter and Laws.

### **3.5 Evaluation of the Board of Directors' operating activities**

With its roles, responsibilities and powers, the Board of Directors has carried out supervision, direction and administration of the Company, in particular as follows:

- Business promotion activities of the Board of General Directors;
- Preparation of Financial Statements;
- Carry out the organization of the Annual General Meeting of Shareholders;
- Perform other tasks;
- Supervise the implementation of Resolutions of the Board of Directors and the General Meeting of Shareholders;
- Monitor the Company's operating situation;

## **II. MISSION GOALS FOR 2025**

### **1. Goal-oriented**

With the experience and relationships of the current Board of Directors, commercial and construction activities will be the central business activities next year. The Board of General Directors will focus on developing this business segment to generate revenue as well as cash flow to maintain the Company's operations and offset accumulated losses. Inheriting and promoting the achievements achieved, as well as overcoming outstanding difficulties in 2024, the Board of Directors is determined to build the Company's stable and sustainable development in accordance with the orientation of the General Meeting of Shareholders by the following main measures:

- Strengthen improvements in Governance; Regularly check and monitor the implementation of signed contracts and use capital effectively, ensuring completion of the 2025 task plan.

- Maintain weekly exchanges of situations between the Chairman of the Board of Directors and members of the Board of Directors who do not directly operate to create unity and promote the initiatives and ideas of members for the activities of the Board of Directors and the Company.

- Maintain regular meetings of the Board of Directors as well as discussions with the Board of General Directors to continuously update the Company's situation, thereby setting

policies and policies promptly and flexibly, solving problems arising in the process of running the business.

- The Board of Directors continues to direct and supervise the company's Executive Board to complete and exceed the targets set for 2025 as follows:

Unit of calculation:  
copper

STT	Targets	Implemented 2024*	Plan 2025
1	Net revenue from sales and provision of services	13,497,869,672	100,000,000,000
2	Profit before tax	649,732,391	2,000,000,000

(\*Figures: 2024 Audit Consolidated Financial Statements)

## 2. Focus plan

### 2.1 About organization and activities

- Strengthen the Company's organizational and management model in the direction of compactness, efficiency, improving competitiveness and minimizing operating costs;
- Increased search for new leads and investment opportunities;
- Strengthen coordination between the Board of Directors and the Board of General Directors to ensure that policies and decisions from the Board of Directors are implemented promptly and effectively;
- Prioritize networking with potential partners to cooperate effectively in implementing commercial activities of construction materials, civil construction, and industrial cluster construction;
- Search for suitable locations to rent and/or buy land to build construction materials warehouses and directly aim to produce items related to this industry.

### 2.2 About capital sources

Currently, the Company has negative equity capital, so borrowing capital from credit institutions is very difficult. Therefore, the Board of Directors will proactively seek loan sources from partners of the Board of Directors, Board of General Directors, and shareholders to have operating cash flow for the company. Develop an individual stock offering plan and choose an appropriate implementation time.

Above is the report of the Board of Directors of An Joint Stock Company Chang'an regarding performance in 2024 and direction of activities in 2025. We hope that shareholders will contribute practical opinions to help the Company's Board of Directors operate better and have the best strategy for the Company's stable and sustainable development.

On behalf of the Board of Directors, I sincerely thank you support and trust of all internal shareholders recently.

***Glass*** report to the General Meeting of Shareholders./.

**Receiving place:**

- *AGM;*
- *Board of Directors, BTGD;*
- *Save VT.*

**T/M. BOARD OF DIRECTORS  
CHAIRPERSON  
(Signed)**

**Nguyen Huu Phu**

*Number: .....*

*Hanoi, June 14<sup>th</sup>, 2025*

**REPORT ON PRODUCTION AND BUSINESS ACTIVITIES  
OF THE BOARD OF GENERAL DIRECTORS IN 2024 AND THE 2025  
PLAN**

**Presentation: General Meeting of Shareholders of An Truong An Joint Stock  
Company**

The Board of General Directors of An Truong An Joint Stock Company would like to report to shareholders the results of production and business activities in 2024 and plans for 2025 as follows:

**I. RESULTS OF IMPLEMENTING PRODUCTION AND BUSINESS TASKS IN 2024**

2024 was a year of general difficulty for the world economy, with declines in GDP growth, global trade and investment, associated with rising bad debt and still high inflation, as well as Tense developments of political and military conflicts in many regions. Not outside the impact of the world's overall difficult situation, Vietnam's economy is also affected by many influences. The economy's driving forces have not been as effective as in previous years, especially in the first half of 2024. However, a more positive trend in the last months of the year helped Vietnam's economic growth in 2024 reach 7.09% and is one of the high-growth economies in the region and the world.

Faced with the common difficulties and challenges of the economy, in order to maintain and improve the Company's production and business situation, the Board of General Directors has made great efforts in implementing and implementing activities, following closely following the Company's proposed policy under the close direction of the Board of Directors in accordance with the orientation of the Resolution of the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders in 2024.

**1. Personnel, remuneration and operating expenses of the Directorate-General**

Staff structure of the Company's Board of General Directors in 2024 as follows:

STT	Member	Position	Date of appointment/dismissal of
-----	--------	----------	-------------------------------------

	Executive Board		members of the Executive Board (*)
1	Mr. Dao Quang Trung	Director-General	Appointment 16/05/2024

The total income of the Board of General Directors in 2024 is 451,282,000 VND. The operating costs, transactions, and per diem... of the Board of General Directors during the year are carried out in accordance with the Company's regulations and regulations.

## 2. Evaluate production and business performance results

Continuing to implement the Company's restructuring, the Board of General Directors has quickly promoted the restoration of production and business activities through commercial activities of construction materials and civil construction .... Implementation results for 2024 compared to the plan set out during the year as follows:

STT	Targets	Plan 2024	Implementation 2024	Rate (%) increase/decrease
1	Total revenue	80,000,000,000	13,497,869,672	16.87
2	Profit before tax	500,000,000	649,732,391	129.95

(Source: 2024 Audit Consolidated Financial Statements)

The new Board of Directors has implemented a plan to restore the Company's business operations and personnel structure, in an effort to develop commercial business in construction materials, civil construction, and industrial clusters.... cost savings. The results achieved are as follows:

*Unit of calculation:  
copper*

TT	Targets	2024 year	2023	Rate (%) increase/decrease
1	Sales revenue and provision of services	13,497,869,672	59,577,137,503	22.66
2	Capital price	9,469,250,357	57,390,769,182	16.49
3	QLDN costs	3,707,159,792	1,820,102,996	203.68
4	Other income	1,627,832,075	14,108	11,538,361.75
5	Other costs	983,174,702	331,111,112	296.93
6	Profit after tax	321,977,763	(221,649,920)	245.26

(Source: 2024 Audit Consolidated Financial Statements)

Profit after tax on the General Financial Report - audited in 2024 with profit of 321,977,763 VND, large profit fluctuation compared to 2023 is loss (221,649,920 VND). The main reason is because the company implements a plan to restore effective business operations, find potential customers and provide services, restructure the company, and save money. In 2024, the Company has written off the Company's receivables, prepayments to sellers, deposits, bets, corresponding bad receivables provisions and offsetting debt owed to sellers, other liabilities, loans and financial leases leading to a reduction in the bad receivables provision.

Besides, the business activities of the Company's Branches in Hanoi and City. Ho Chi Minh City, with its main activities in the field of construction, has contributed a large proportion of revenue to the total revenue of the entire Company.

## **2 About the Company's Financial Statements**

The Board of General Directors is responsible for preparing financial statements that honestly and reasonably show the Company's financial situation as of December 31, 2024, operating results and cash flows of the financial year. ended on the same day. In preparing this financial report, the Board of Directors has considered and complied with the following issues:

- Select appropriate accounting policies and apply them consistently;
- Make judgments and estimates reasonably and cautiously;
- Financial statements are prepared on a going concern basis, except where it cannot be assumed that the Company will continue to operate continuously.

The 2024 financial statements are audited by International Auditing and Valuation Company Limited, including: Balance sheet; Business performance report; Cash flow statement; Notes on financial statements according to accounting and auditing laws. The audit opinion for the 2024 BCTC was a refusal to issue an audit opinion, due to Note 4.14 – Off-Balance Sheet Items (Hard Debt Processed), for 2022, the The company shall write off all receivables assessed as uncollectible at a total cost of 130,221,870,909 VND, corresponding to the amount of provisions for doubtful receivables set at 50,312,633,659 VND and handle liabilities but assessed as uncollectible is 11,757,026,500 VND. Liabilities receivable are processed without a Resolution of the General Meeting of Shareholders approved for economic operations under the jurisdiction of the General Meeting of Shareholders; The debt handling plan was approved in Resolution No. 2505/2024/NQ-ĐHĐCD/ATG dated May 25, 2024 of the Company's General Meeting of Shareholders. We have not been able to collect enough reliable audit evidence to provide an audit opinion on this issue, nor have we assessed the impact of this issue on the year-end number on the Balance Sheet. aggregate.

According to the audited 2024 financial statements, the Company incurred profits in 2024 and accumulated losses until December 31, 2024 of 321,977,763 VND and 157,705,902,119 VND, respectively. The main reason is due to the accumulated loss of business activities for many consecutive years under the term of the Board of Directors and the old Board of Directors (term from 2022 onwards), along with the loss of records, documents related to undue debts receivable that the old Board of Directors did not fully hand over to the new Board of Directors (term 2022 – 2027), leading to difficulties in recovering overdue debts, and it has not been possible to overcome the audit unit's continued rejection of the annual financial statements. The Board of Directors term 2022 – 2027 has actively implemented and implemented a restructuring plan to operate the company in parallel with repeatedly recovering overdue debt, sending letters confirming debt and contacting subjects who are overdue debt to the Company, but cannot contact and no reply to the letter of indebtedness received. As of 2024, when the Company sent a letter confirming debt 03 times, most of the subjects had changed their contact information for individuals, and in a state where the company was no longer operating, is in liquidation procedures... for legal entities that have not yet fulfilled their debt payment obligations to the Company.

## II. PRODUCTION AND BUSINESS PLAN FOR 2025

### 1. Main economic indicators

Based on the actual situation of the macro economy and the current situation of the Company, the General Director sets out the production and business plan for 2025 as follows:

Unit of calculation:  
copper

II. STT	Targets	Implemented 2024*	Plan 2025
1	Net revenue from sales and provision of services	13,497,869,672	100,000,000,000
2	Profit before tax	649,732,391	2,000,000,000

(\*Figures: 2024 Audit Consolidated Financial Statements)

### 1. Focus tasks

With the goal of becoming a leading unit in the field of trade and construction, the Company promotes commercial business activities of construction materials, civil construction and industrial clusters... in the following years, specifically:

- Increased search for new customers and investment opportunities;
- Seek loan sources from partners of the Board of Directors, Board of General Directors, and Shareholders to have operating cash flow for the Company;

- Develop a plan to issue individual shares and choose the appropriate time;
- The company has the resources to pay its current liabilities.

To ensure that production and business activities take place smoothly, closely following the instructions of the General Meeting of Shareholders in general and the Board of Directors in particular, the Board of General Directors proposes to develop and implement measures to ensure ensure and improve the business efficiency of the Enterprise, specifically:

- Strengthen inspection and supervision of financial management, accounting and capital use throughout the company. Strengthen cash flow control, ensuring proper use.
- Focus on balance and arrange capital sources to ensure enough capital to serve production and business activities, especially key activities.
- Regularly review debts, especially undue receivables.

### **3. Solutions to implement production and business plans in 2025**

With the experience and relationships of the current Board of Directors, construction materials trade activities, civil engineering, industrial cluster construction will be the central business activity. The Board of General Directors will focus on developing this business segment to generate revenue as well as cash flow to maintain the Company's operations and offset accumulated losses.

The Board of General Directors sets out the following activity plan for 2025:

- The company promotes commercial business activities of construction materials, civil construction, industrial cluster construction... in the following years;
- Increased search for new customers and investment opportunities;
- Seek loan sources from partners of the Board of Directors, General Directors, and Shareholders to have operating cash flow for the Company;
- The company continues to restructure and change its effective business strategy, find partners, and raise capital through individual stock offerings;
- Continue to strengthen the entire organizational and management apparatus of the Company in the direction of streamlining, efficiency and minimizing operating costs; Transparency in management and administration;
- Increased search for new investment opportunities;
- Strengthen interaction and coordination between the Company's Board of Directors and the Board of General Directors to ensure that policies and policy decisions from the Board of Directors are implemented promptly and most effectively;
- Strengthen training for senior and middle management teams through sending management and leadership classes. Adding new high-quality human resources to serve the Company's business activities;
- Develop appropriate regimes for each department in the Company to ensure effective promotion of workers' capabilities;

Above is the report on production and business performance in 2024 and the production and business task plan for 2025.

*Glass* report to the General Meeting of Shareholders./.



**Receiving place:**

- *Board of Directors, BTGD;*
- *Save VT.*

**T/M. GENERAL BOARD OF  
DIRECTORS  
DIRECTOR-GENERAL  
(Signed)**

**QUANG TRUNG DAO**

*Hanoi, June 14, 2025*

## ACTIVITY REPORT OF THE AUDIT COMMITTEE IN 2024

### ORIENTATION OF ACTIVITIES IN 2025

**Respectfully submit to : General Meeting of Shareholders of An Truong An  
Joint Stock Company**

#### I. ACTIVITY REPORT OF THE AUDIT COMMITTEE IN 2024

##### 1. Organizational structure

Pursuant to Resolution of the General Meeting of Shareholders No. 2505/2024/NQ-ĐHĐCĐ/ATG dated May 25, 2025 on dismissal and election of additional members of the Company's Board of Directors; Pursuant to the Company's Governance Regulations, the Audit Committee in 2024 includes the following members:

STT	Full name	Position
1	Nguyen Anh Tuan	Chairman of the Audit Committee/ Independent Member of the Board of Directors
2	Do Minh Duc	Member of Board of Directors / Member of Inspection Committee

##### 2. Operating principles of the Inspection Committee:

The members of the Audit Committee all operate independently and do not work in the Company's accounting department or are not independent auditors auditing the Company's financial statements.

Based on the powers and duties stipulated in the Company's charter, the Audit Committee has proactively carried out the following tasks:

- Implement the regulations on organization and operation of the Inspection Committee, assigning specific tasks to each member;
- Check compliance with current legal regulations, the Company Charter, and the Company Governance Regulations; Including but not limited to checking compliance with legal regulations on tax obligations, mandatory insurance and other financial obligations;
- Check compliance with the Company's policies, regulations and procedures; Evaluate the suitability and effectiveness of the Company's internal control system in preventing, detecting and promptly handling risks;
- Check and evaluate the Company's quarterly, semi-annual and annual financial reports;

- Discuss with the independent auditing organization to clarify arising issues and risks detected during the periodic and irregular independent auditing process to recommend solutions to handle and prevent risks;
- Periodically inspect and control the implementation of the Resolution of the General Meeting of Shareholders;
- Closely monitor the Company's business activities and financial situation at each point in time;
- Propose measures to organize, manage and implement the Resolution of the Board of Directors (BOD);
- Attend some meetings of the Board of Directors when invited.

## **II. ACTIVITIES OF THE INSPECTION COMMITTEE**

### **1. Meeting of the Inspection Committee**

During the year, the Inspection Committee held 02 meetings with full participation of both members. The members attending the meetings discussed and agreed with the voting results of 100% approval of the issues in the meetings, specifically as follows:

- (i) Through the election of the Chairman of the Inspection Committee;
- (ii) Approve the work plan of the Inspection Committee;
- (iii) Note some contents related to the Company's restructuring activities and the plan to handle overdue receivables;
- (iv) Through the working process and mechanism of the Inspection Committee;
- (v) Through financial statements

### **2. Board of Directors Support**

- (i) Fully participate in all meetings of the Board of Directors since appointment, promptly report on the activities of the Audit Committee, discovered issues and related recommendations of the Audit Committee.
- (ii) Proposing advice to the Board of Directors on establishing the Company's strategic orientation, business goals and risk management policies, and solutions to handle risks arising in the Company's operations.
- (iii) Contribute to organizing and implementing training for all levels of management, employees and subsidiaries on risk management, internal control system, internal audit according to international good practices, legal regulations and Company regulations.
- (iv) Coordinate the development of Internal Audit Regulations and search for personnel to perform Internal Audit work at the enterprise.

### **3. Audit and compliance activities**

- (i) Regularly update legal regulations related to the Company's operations and organize the implementation of monitoring the Company's compliance.
- (ii) Review transactions and contracts between the Company and related parties under the approval authority of the Board of Directors or General Meeting of Shareholders.
- (iii) Monitor and evaluate the independence and objectivity of the auditing firm and the effectiveness of the auditing process; discuss with the Company's independent auditing

organization to clarify issues arising in the 2024 Audit Committee's Operation Report and/or risks detected during the independent auditing process and recommend solutions to handle or prevent risks.

- (iv) Recommend the Board of Directors to select an independent auditing company for fiscal year 2024.
- (v) Review the 2024 financial statements. Check the information in the 2024 Annual Report (ANRS) before submitting it to the Board of Directors for consideration and approval.

### **III. INSPECTION RESULTS OF THE INSPECTION COMMITTEE**

#### **1. Check compliance with legal regulations; effectiveness, suitability and efficiency**

The Company's management document system has been built in accordance with the Company's legal regulations, requirements and management principles; and has been communicated to all employees for understanding and implementation.

All activities taking place throughout the Company are controlled at all levels according to regulations, policies/requirements of the leadership. The Company has also implemented risk management measures and paid special attention to implementing risk management solutions in information technology.

#### **2. Financial Statement Audit Results**

The Audit Committee has reviewed the quarterly, semi-annual and full-year 2024 financial reports and agrees with the assessments of the Independent Auditor, as follows:

- The recording, storage of documents, accounting information systems and preparation of accounting books of the Company are carried out in accordance with current laws and in accordance with accounting standards and accounting regimes.
- Transactions with related parties were closely monitored and no irregularities were detected in these transactions.
- Closely coordinate with the Board of Directors in resolving and removing problems to overcome the situation of the auditor's refusal to give opinions. Financial statements

#### **3. Results of supervision of the board of directors, CEO and other executives of the enterprise.**

- In 2024, the Board of Directors and the General Director fully performed their responsibilities in reporting, explaining, and disclosing information to shareholders.
- Meetings between the Board of Directors and the General Director take place regularly, continuously and always achieve high consensus.
- The mechanism of decentralization between the Board of Directors and the General Director is very clear, the General Director always seriously implements the Board of Directors' Resolutions.

#### **4. Evaluate the effectiveness of coordination between the Board of Directors, CEO and Audit Committee**

- The Audit Committee always coordinates well with the members of the Board of Directors, members of the Executive Board and related management staff within the framework of performing its supervisory function. - The Executive Board always creates favorable conditions and promptly responds to information requests to serve the supervisory requirements of the Audit Subcommittee.
- The Audit Committee periodically reports the results of its monitoring to the Board of Directors.

## **5. Results of checking information in BCTN 2024**

The 2024 Annual Report has been presented by the Company fully, accurately and in accordance with current regulations.

## **6. Results of supervision by independent members of the Board of Directors over the Board of Directors, General Director and other executives of the Company**

- The Board of Directors has decided on the Company's strategies; regularly supervised and directed the General Director and other business executives; approved issues within its authority and reported to the General Meeting of Shareholders in accordance with the duties and powers of the Board of Directors as stipulated in the Company's Charter.
- The General Director has seriously implemented the resolutions, business plans and decisions approved by the General Meeting of Shareholders or the Board of Directors and properly performed the duties and powers of the General Director as stipulated in the Company Charter.
- No cases were found in which the Board of Directors, General Director and other business executives were dishonest or had conflicts of interest with the Company.

## **IV. AUDIT COMMITTEE RECOMMENDATIONS**

### **1. The Inspection Committee recommends to the Board of Directors:**

The Board of Directors orients, establishes mechanisms, allocates resources and budgets, directs and supervises:

- a. Strengthen and improve the effectiveness of internal control system;
- b. The capital structure is focused and key, in line with the Company's development plan;
- c. Raise awareness among staff in building corporate culture and risk management.
- d. Directing the strengthening of digital transformation, digitization of documents, and application of information technology in production, business and management activities.

### **2. The Audit Committee recommends to the Board of Directors:**

- a. Improve and perfect the existing management document system (organizational structure, regulations, processes, ...) to suit: Changes in organizational structure, management and operation decentralization of the Company stemming from changes in strategic goals and organizational size.
- b. Organize regular and continuous communication about business objectives, company culture, risk management and management document system to the management team and all employees of the Company.

## **V. ORIENTATION OF ACTIVITIES OF THE INSPECTION COMMITTEE IN 2025**

1. Continue to fully perform the responsibilities and powers of the Inspection Committee in accordance with the provisions of law, charter and operating regulations of the Inspection Committee.
2. Continue to monitor the Board of Directors' implementation of the recommendations and suggestions of the Audit Committee.
3. In 2025, the Inspection Committee proposed the following key tasks:
  - Promote the sense of responsibility to complete the objectives of the Audit Committee in accordance with the Audit Committee's Operating Regulations, complete other tasks assigned by the Board of Directors in accordance with the provisions of law, the Charter, and the Company's internal governance regulations.
  - Strengthen supervision of the Board of Directors' implementation in accordance with the provisions of law, the Company's Charter, the Resolutions of the Shareholders' Meeting, the Resolutions of the Board of Directors and the Company's internal regulations, rules and management procedures. Check and supervise the implementation results of the goals, plans and tasks set out in the meetings of the Board of Directors.
  - Conduct periodic audits according to the audit plan approved by the Board of Directors and conduct ad hoc audits as requested by the Board of Directors.
  - Regularly inspect and monitor the activities of units within the Company and make recommendations to improve the Company's governance and risk management processes.
  - Monitor the service quality of the Independent Auditor during the audits in 2025 .
  - Perform other tasks as prescribed in the Company's Audit Committee's Operating Regulations.

## **VI. REMUNERATION, OPERATING EXPENSES AND OTHER BENEFITS OF THE INSPECTION COMMITTEE AND EACH ITS MEMBER**

Because the Company still has many difficulties that need to be resolved in 2024, the members of the Audit Committee propose not to receive any remuneration from the Company.

**Respectfully submit!**

**Recipient :**

- As presented;
- Save HC.

**TM. AUDIT COMMITTEE  
CHAIRMAN OF THE AUDIT  
COMMITTEE**

*(Signed)*

**NGUYEN ANH TUAN**

No.: .... /2025/TTr-ĐHĐCĐ/ATG

Hanoi, June 14, 2025

## SUBMISSION

### ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

**Respectfully submit to : General Meeting of Shareholders of An Truong An Joint Stock Company**

- Pursuant to the Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam Vietnam approved on June 17, 2020;
- Pursuant to the Charter of An Truong An Joint Stock Company;
- Based on the tasks and actual activities in 2024 and the Company's operational plan in 2025.

The Board of Directors of An Truong An Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the following issues:

- 1. The Company's consolidated and company financial statements for 2024 (Financial statements for the period from January 1, 2024 to December 31, 2024) have been audited by International Auditing and Valuation Company Limited and have been disclosed as prescribed, including:**

- Report of the Board of Directors;
- Independent Audit Report;
- Balance Sheet as of December 31, 2024;
- Report on Business Performance Results for 2024 (from January 1, 2024 to December 31, 2024);
- Cash Flow Statement;
- Financial statement notes.

**Auditor's opinion** : Disclaimer of opinion

2024 Company and Consolidated Financial Statements is published on the Company's Website at the link: <https://atajsc.vn/>

- 2. Approving the selection of an auditing unit to audit/review the Financial Statements for the period from January 1, 2025 to December 31, 2025 .**

The Board of Directors submits to the General Meeting of Shareholders for consideration and authorization for the Board of Directors to select and sign a contract with an auditing unit to audit/review the Company's Financial Statements for the period from January 1, 2025 to December 31, 2025.

The selected auditing company is an auditing company legally operating in Vietnam, whose name is on the list of auditing companies authorized to conduct audits of public

companies in 2025 announced by the State Securities Commission (*The list of auditing companies is attached to the Appendix of this Proposal*).

3. **Approving that the Company will not pay remuneration to the Board of Directors in 2024 to reduce the financial burden on the Company.**
4. **Remuneration plan for Board members in 2025 :** Expected remuneration for Board members is 30,000,000 VND (thirty million VND/year).
5. **Profit distribution:** Since the Company still has accumulated losses, the Company will not distribute profits.

Respectfully submit to the 2025 Annual General Meeting of Shareholders for approval of the above contents./.

Recipient:

- *As presented;*
- *Save HC;*

**On behalf of the Board of Directors  
CHAIRMAN**

*(Signed)*

**Nguyen Huu Phu**



## **APPENDIX**

### **LIST OF AUDITING COMPANIES AND AUDITORS ACCEPTED TO AUDIT PUBLIC INTEREST ENTITIES IN THE SECURITIES SECTOR IN 2024**

*(Attached to Submission No. 01/2025/TTr-DHĐCĐ/ATG dated .../06/2025)*

1. KPMG LIMITED (KPMG)
2. ERNST & YOUNG VIETNAM COMPANY LIMITED (E&Y)
3. DELOITTE VIETNAM COMPANY LIMITED (DELOITTE)
4. A&C AUDITING AND CONSULTING COMPANY LIMITED (A&C)
5. AASC AUDITING COMPANY LIMITED (AASC)
6. PwC (VIETNAM) LIMITED (PWC)
7. GRANT THORNTON (VIETNAM) COMPANY LIMITED (GT)
8. AAC AUDITING AND ACCOUNTING COMPANY LIMITED (AAC)
9. AFC VIETNAM AUDITING COMPANY LIMITED (AFC)
10. MOORE AISC AUDIT AND INFORMATION TECHNOLOGY SERVICES  
COMPANY LIMITED (MOORE AISC)
11. UHY AUDIT AND CONSULTING COMPANY LIMITED (UHY)
12. RSM VIETNAM AUDITING AND CONSULTING COMPANY LIMITED (RSM)
13. VACO AUDIT COMPANY LIMITED (VACO)
14. AN VIET AUDITING COMPANY LIMITED (AN VIET)
15. BDO AUDIT COMPANY LIMITED (BDO)
16. FAC AUDIT COMPANY LIMITED (FAC)
17. VIETNAM AUDIT AND VALUATION COMPANY LIMITED (VAE)
18. ECOVIS AFA VIETNAM AUDITING - VALUATION AND CONSULTING  
COMPANY LIMITED (ECOVIS AFA VIETNAM)
19. INTERNATIONAL AUDITING COMPANY LIMITED (ICPA)
20. DFK VIETNAM AUDITING COMPANY LIMITED (DFK)
21. CPA VIETNAM AUDITING COMPANY LIMITED (CPA VIETNAM)
22. CHUAN VIET AUDITING AND CONSULTING COMPANY LIMITED (CHUAN  
VIET)
23. ASCO AUDIT AND VALUATION COMPANY LIMITED (ASCO)
24. SOUTHERN ACCOUNTING AND AUDITING FINANCIAL CONSULTING  
SERVICES COMPANY LIMITED (AASCS)
25. NHAN TAM VIET AUDIT COMPANY LIMITED (NVT)
26. S&S AUDITING - CONSULTING COMPANY LIMITED (S&S)

27. VIETNAM AUDIT AND VALUATION COMPANY LIMITED (AVA)

28. INTERNATIONAL AUDIT AND VALUATION COMPANY LIMITED (IAV)

No.: ...../2025/TTr-ĐHĐCĐ/ATG

Binh Dinh, June 14, 2025

## SUBMISSION

***Re: Approval of dismissal of Board of Directors members, Regulations on election of additional Board of Directors members  
Term 2022 – 2027 and Candidate List***

**Respectfully submit to : Annual General Meeting of Shareholders 2025**

- Pursuant to the Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam passed on June 17, 2020;
- Pursuant to the Charter of organization and operation of An Truong An Joint Stock Company.
- Based on the resignation letter from the position of member of the Board of Directors of Mr. Do Minh Duc

According to the provisions of current law and the Charter of An Truong An Joint Stock Company , respectfully submit to the General Meeting of Shareholders for consideration and approval. The dismissal of a member of the Board of Directors (“BOD”) who has submitted a resignation, the Regulations on the election of additional members of the Board of Directors for the 2022-2027 term of the Company and the List of candidates, details are as follows:

### **I. Through the dismissal of members of the Board of Directors:**

On June 9, 2025, the Company's Board of Directors received the resignation of the Board member as follows:

STT	Full name	Reason for resignation
1	Do Minh Duc	Personal reasons
2	Nguyen Anh Tuan	Personal reasons
3	Dao Quang Trung	Personal reasons

Pursuant to the provisions of Point a, Clause 4, Article 26 of the Company Charter and Clause 1, Article 160 of the Law on Enterprises 2020, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the dismissal of Mr. Do Minh Duc and Mr. Nguyen Anh Tuan from the positions of members of the Board of Directors from June 9, 2025; and the dismissal of Mr. Dao Quang Trung from the position of member of the Board of Directors from June 11, 2025.

## **II. Approval of the Regulations on the election of additional members to the Company's Board of Directors and the List of candidates**

1. Pursuant to the provisions of current Law and the Company's Charter, the total number of members of the Company's Board of Directors is three (03 ) members.
2. Approving the content of the Regulations on the election of additional members of the Board of Directors of An Truong An Joint Stock Company for the term 2022 - 2027  
(The detailed content of the Regulations is attached to this submission).
3. Through the list of candidates elected to the Board of Directors:

Based on the application and nomination of the Company's shareholders, the list of qualified candidates to be elected as additional members of the Board of Directors of An Truong An Joint Stock Company for the 2022 - 2027 term includes:

<b>STT</b>	<b>Full Name</b>	<b>Current position at the Company</b>
List of candidates for the Board of Directors (in Vietnamese alphabetical order)		
1	Dao Thi Nga	Are not

Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

Recipient:

- *As Respectfully Submitted;*
- *Save HC.*

**On behalf of the Board of Directors  
CHAIRMAN**

*(Signed)*

**Nguyen Huu Phu**

## SUBMISSION

*Re: Supplementing the Company's business lines and amending the Charter*

**Glasses send: Grand festival copper neck winter Labour company Neck part An Truong An**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Company's Charter of Organization and Operation;
- Base keep love image active dynamic terrible business and demand of the Company company

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following content:

### I. Add business line

Through reviewing the business lines, to suit the actual operating situation of the Company, the Board of Directors found it necessary to add business lines related to the wholesale and retail of rice and other foods to take advantage of market potential, diversify business activities and promote sustainable growth in the coming time.

The Board of Directors of An Truong An Joint Stock Company (hereinafter referred to as "the Company") would like to submit to the General Meeting of Shareholders for consideration and approval of the addition of business lines, with the following specific contents:

#### 1. Additional content of the Company's business lines

STT	Additional business name	Industry code
1	Wholesale of rice, wheat, other cereals, flour	4631
2	Retailing of food, beverages, tobacco and pipe tobacco accounts for a large proportion in general stores.	4711
3	Other retail in general merchandise stores	4719
4	Annual planting	011
5	Perennial planting	012
6	Multiplication and care of agricultural seedlings	013
7	Animal husbandry	014
8	Mixed farming and livestock farming	015
9	Agricultural service activities	016
10	Manufacture of basic chemicals, fertilizers and nitrogen compounds; manufacture of plastics and synthetic rubber in primary forms	2012-20120
11	Electricity generation. Exclusions: Electricity generation through waste incineration, classified in	3511

	group 38210 (Treatment and disposal of non-hazardous waste ).	
--	---	--

## **2. Implementation plan**

### **a. Time to complete:**

- Expected to complete the procedure for registering additional business lines in the third quarter of 2025 (July-September 2025).

### **b. Assignment of implementation:**

- The Board of Directors directs the Board of Management to coordinate with relevant departments to carry out necessary legal procedures.
- Establish a specialized project team to implement rice and food business activities, including: market survey, business plan development and relationship establishment with partners (farmers, cooperatives, distributors).

### **c. Resources:**

- Mobilize capital from the Company's development investment fund and other legal sources of capital.
- Recruiting experienced personnel in the field of rice and food business.

### **d. Expected results:**

- Revenue growth from the rice and food business is expected to reach 10-15% of the Company's total revenue in 2026.
- Contribute to creating jobs for local workers and enhancing brand value.

## **II. Amendment of Charter**

To accommodate new business lines, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of adding new business lines to the Company Charter .

Place receive:

- *As Respectfully Submitted;*
- *Save HC*

**On behalf of the Board of Directors**  
**CHAIRMAN**

*(Signed)*

**Nguyen Huu Phu**

Number: ...../2025/TTr-ATG

Binh Dinh, June 14<sup>th</sup>, 2025

**SUBMISSION**

*Etc: Adoption of the individual share offer scheme  
for organizations, individuals, and professional stock investors at home and abroad*

**Dear: General Meeting of Shareholders Company An Truong An Joint Stock Company**

- Pursuant to Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree 155/2020/ND-CP dated December 31, 2020- of the Government detailing the implementation of a number of articles of the Securities Law;
- Pursuant to the Company's Charter of organization and operation;
- Apartment just love Fig active dynamic sutra joint and demand for sources capital Cong's ty.

The Company's Board of Directors respectfully submits to the General Meeting of Shareholders to approve the plan of offering individual shares to domestic and foreign organizations, individuals, and professional securities investors in particular:

**I. Phuong sentence offer for sale**

1.	Name Neck voucher	:	An Truong An Joint Stock Company
2.	Stock code	:	ATG
3.	Destiny price Stocks	:	10,000 VND ( <i>Ten thousand dong</i> )/neck voucher
4.	Type Neck voucher	:	Neck voucher spectra pine
5.	Number of shares outstanding before offering	:	15,220,000 Stocks
6.	Charter capital before offering	:	152,200,000,000 VND ( <i>In words: One hundred fifty-two billion two hundred million VND</i> )
7.	Numbers amount Neck voucher danant evening offer da	:	15,220,000 Stocks
8.	Price expected stock value offer for sale max at face value	:	152,200,000,000 VND ( <i>In words: One hundred fifty-two billion two hundred million dong</i> )
9.	Expected increase in charter capital	:	152,200,000,000 VND ( <i>In words: One hundred fifty-two billion two hundred million dong</i> )
10.	Expected number of outstanding shares after completion of the individual	:	30,440,000. stocks

	offer		
11.	Expected charter capital after completion of individual offering	:	304,400,000,000 copper (In words: Three hundred spirits, four billion, four hundred million dong )
12.	Offer form	:	Offering of individual shares
13.	Price offer for sale	:	Expected to be 10,000 VND/share. General Meeting of Shareholders rights for Board decided dinh price offer for sale but nope low more 10,000 copper/antique voucher.
14.	For statue offer for sale	:	Individuals and/or organizations/the specialized stock investors karma at home and abroad.
15.	Criteria for selecting the objects of offer	:	Investors professional securities must meet the criteria of being a professional securities investor according to Article 11 of the Securities Law. Individual and institutional investors at home and abroad.  The General Meeting of Shareholders authorized the Board of Directors to decide on details and adjustments criteria for suitability fit with love real image te.
16.	Number of investors expected to offer	:	Expected offering for less than 100 Investors including professional stock investors.
17.	The number of shares expected to be offered for sale to each Investor	:	Depending on the financial capacity and commitment of investors based on the agreement and the parties' cooperation contents.  The General Meeting of Shareholders assigns and authorizes the Board of Directors proactively search, select and approve the list and number of investors participating in buying shares offered individually; Decide on the number of shares offered for each investor.
18.	Phuong sentence adjudicating ly Stocks nope distributing all over (if applicable)	:	the General Meeting of Shareholders authorizes the Board of Directors to make a decision to offer a quantity of shares that is not fully distributed to other subjects under conditions of offer that are not more favorable than the conditions of offer to investors in this plan. after being approved by the General Meeting of Shareholders and complying with the provisions of law.
19.	Article sue transfer ceding	:	The number of shares offered for sale is limited concession 01 (one) year for professional stock investors from the date complete the offering, except in case of transfer mid the head tu proof securitisation specialized karma or france law yes rules dinh other.
20.	Time gian dan ant offer for sale	:	Expected in 2025.  The General Meeting of Shareholders authorizes the Board of Directors to decide on a specific time to suit the situation actual pictures. The company will announce a specific offering periodafter when Commission board



			Evidence securitisation House water yes van version approving lake nun offering shares private odd Cong's ty.
21.	The plan ensures that the stock offering meets foreign ownership regulations	:	The AGM authorizes the Board of Directors to approve a plan to ensure that the stock offering meets foreign ownership regulations.
22.	The plan to raise capital in case the proceeds from the offering are not enough as expected	:	In case of the end of the offering period and extension period (if any) where the Company does not offer all shares as registered, the proceeds from the offering are not enough as expected, the General Meeting of Shareholders authorize Authorize the Board of Directors to choose to use other capital sources such as bank loans, individuals, and/or other solutions to ensure compliance with the provisions of law and internal regulations of the Company to implement the set plans.

Stock dilution rating:

Individual stock offerings may pose dilution risks such as: (i) diluting stock prices; (ii) dilute net income per share; (iii) dilute book value per share; (iv) dilute holding and voting rights, specifically as follows:

(i) *Dilute stock prices*

The sale of individual shares by porridge will not technically affect the price of shares traded on the market. At the same time, the individual offering of shares is limited to transfer for at least 1 year from the time the offering is completed, so the pressure from supply to the market is low, thus having little impact on the outstanding stock price.

(ii) *Net income per share dilution risk (EPS)*

Net profit per share is calculated using the formula:

$$\text{Adjusted EPS} = \frac{\text{Lợi nhuận sau thuế}}{\text{Số lượng cổ phiếu đang lưu hành bình quân trong kỳ}}$$

After completing the offering, net income per share will be changed downward as the number of outstanding shares increases while profit growth will have a certain lag.

(iii) *Risk of dilution of book value*

The Company's stock book value is calculated according to the following formula:

$$\text{Stock book value after dilution} = \frac{\text{Vốn chủ sở hữu - Tài sản vô hình}}{\text{Tổng số cổ phiếu sau khi chào bán}}$$

Upon completion of the offer, the book value of each share will be able to decrease in the event that the offer price is lower than the book value of each share at the time of the offer.

However, the EPS and book value per downwardly adjusted share are transient. Because with the capital obtained from the offering, the Company's business activities in the coming time are expected to achieve certain results, creating significant growth momentum in the following years.

(iv) *Risk of dilution of holding and voting rights*

The offering of additional shares to objects other than existing shareholders also reduces the holding and voting rights of existing shareholders by a proportion corresponding to the further offering rate.

## II. *Purpose and plan for using capital obtained from the offering*

In case the Company successfully conducts an individual stock offering of 10,000,000 shares, the asking price is 10,000 VND/share, the expected amount to be earned from the offering is 152,200,000,000 VND.

STT	Plan to use capital	Estimated amount (VND)
1	Supplementing working capital includes but is not limited to activities: trade in construction materials, civil construction, industrial cluster construction, debt payments to suppliers, production activities business of the Company in accordance with the business registration license for the profession...	102,200,000,000
2	Supplement working capital for production and business activities rice	50,000,000,000
	<b>Total</b>	<b>152,200,000,000</b>

The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed capital utilization plan, adjust/modify the capital utilization plan and allocate the proceeds from the offering in accordance with the actual business situation of the Company; Decide and/or flexibly adjust the details of the capital use plan, detailed usage items and disbursement time, change the capital use plan, and the amount of money collected from the offering with a variable value of less than 50% of the total amount raised or a larger rate of change if authorized by the General Meeting of Shareholders.

The General Meeting of Shareholders authorizes the Board of Directors to proactively allocate the increased amount (in case the total amount of proceeds from the offering exceeds the total amount of temporary mobilization mentioned above) to supplement working capital and Report to the General Meeting of Shareholders at the most recent meeting.

### ***III. Additional listing and additional custody***

All additional shares offered for sale will be deposited and listed by the Company fig according to rules determination of the law.

### ***IV. Authorisation***

In addition to the separately authorized contents mentioned above, the General Meeting of Shareholders authorizes the Board of Directors to decide all related issues come individual stock offerings, sack includes but nope limit:

a) Carry out development work kha Phuong sentence antique Offering voucher private odd for house head tu individuals/organizations of investors proof securitisation specialized domestic and foreign karma:

- Proactively prepare and explain individual securities offering registration documents to the State Securities Commission;
- Select select time point like fit trien declares job offering for sale after approval from the State Securities Commission, ensuring compliance with legal regulations;
- Develop and adjust detailed capital use plans to suit the situation real te ever time ky of joint karma.
- Develop a plan to ensure that the stock offering meets foreign ownership regulations;
- Implement necessary procedures to deposit additional shares and register to list additional shares offered for sale at Vietnam Securities Depository and Offsetting Corporation and Hanoi Stock Exchange in accordance with the provisions of law.
- Supplement, amend, complete the Offering Plan or change this plan at the request of the state management agency so that the Company's capital mobilization is carried out legally and in accordance

with regulations, ensuring ensure the rights of shareholders and the Company.

b) Implement amendments to provisions related to charter capital, shares, and shares in Organizational and operating charter of the Company after completing the share offering according to the results real te of offering.

c) Carry out procedures for changing the Company's license related to changing cashew capital lac according to conclusion fruit real te of offering with muscle quan house water does tham rights.

d) Decided dinh history use part capital surpluses residual thu ok from batch offer for sale in school fit Neck voucher offer for sale high more parlance price.

e) Toan rights perform the cong job other yes lien quan.

To submit to the General Meeting of Shareholders for consideration and approval.

Sincerely./.

**Receiving place:**

- AGM;
- Board of Directors, Board of Directors;
- Save VT.

**TM. BOARD OF DIRECTORS  
CHAIRPERSON**

*(Signed)*

**Nguyen Huu Phu**

**CONG TY NECK PART ANH SCHOOL ANH**

Numbers 81 Mai Hac De, Ghenh Rang ward, Quy Nhon city, Binh Dinh province

**PHUONG SENTENCE**

**HI SELLING NECK VOTES PRIVATE ODD**

**Ping Dinh , month 5 year 2025**

## APARTMENT JUST FRANCE LY FOR BATCH PHAT ONION

This plan to issue shares is presented at the General Meeting of Shareholders annual year 2025.

This plan is built based on:

- Pursuant to Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law;
- Pursuant to Circular 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of contents on offering, issuing securities, publicly offering, buying back shares, and posting sign public companies and cancellation of public company status;
- Apartment just Article lac nests position and active cave of Cong ty;
- Apartment just love Fig activities business and demand capital of Cong ty.

Now masonry erecting Embodiment release Neck voucher to increase cashew capital lac Cong ty like after:

### I. PLAN TO OFFER INDIVIDUAL SHARES TO CERTIFIED INVESTORS PROFESSIONAL SECURITIES

#### 1. Phuong sentence phat onion

- Name Neck voucher : Neck public Vote ty Neck part An School An
- 
- Destiny price : 10,000 (*Ten thousand*) copper/antique voucher
- 
- Type Neck voucher phat onion : Neck popular vote pine
- 
- Numbers amount Neck : 10,000,000 Stocks (*Ten million neck voucher*)
- voucher dan maximum release  
ants
- Total value of projected shares: 100,000,000,000 VND (*A hundred billion copper*)
- maximum issued ants at face  
value
- Price phat onion : Authorize the Board of Directors to decide on the issue price  
but not less than 10,000 VND/share.
- 
- For statue phat onion : The fish multiply/ nests position is house head tu proof  
securitisation specialized karma according to Article 11 of the  
2019 Securities Law

- Numbers amount house : Under 100 House head tu Securities specialized karma
- head private offering for sale
  
- Pepper chi choose select : Investors must meet the criteria of being investors Securities professional according to Article 11 of the Securities Law.
- opposite statue phat onion AGM commissary rights for Assembly copper govern tran decided dinh, Adjust pepper chi, danh books, Numbers amount house head tu dude body for phew fit with love real image te.
  
- Numbers amount Neck : Depending on the financial capacity and commitment of the investors on the basis of agreements and cooperation contents of the parties. The General Meeting of Shareholders assigned and authorized the Board of Directors to proactively find earn, select and through lists, the number of investors greedy gia buy Neck voucher hi sell private odd; decided dinh Numbers amount Neck greeting part sell for every house head tu
- voucher dan ants offered for sale for each House head tu
  
- Phuong sentence : The General Meeting of Shareholders authorized the Board of Directors to make a decision to offer for sale the number of shares is not fully distributed to the partners other statues according to the offering conditions are not more favorable than the conditions hi sell for the House head tu at phuong sentence hey after when was AGM pine through and obedient thu according to the rules dinh of france law.
- adjudicating ly
- ancientvoucher no stool coordinate all over
  
- Article sue transfer ceding : The number of shares issued is subject to a 1-year transfer restriction for professional securities investors from the date of completion of the issuance, except in the case of transfer mid the house head tu proof securitisation specialized k a r m a
- orfrance law yes rules dinh other.

- Time gian dan release : In 2025. Specific time will be Authorized let the Board of
- ants Directors decide in accordance with the actual situation, the Company will announce the specific release time after when The State Securities Commission has written approval of the Company's individual stock offering documents.
  
- Plan to ensure that the stock : The General Meeting of Shareholders authorized the Board of
- offering meets rules dinh Directors to approve the assurance plan bao job antique
- about billion lac Offering voucher responsive rules dinh about proportionality
- department department foreign ownership.
- existent water outside



## 2. Phuong sentence history use capital thu ok from batch phat onion

**Phuong sentence history use capital in school fit phat onion private odd thanh cong with price 10,000 VND/share**

STT	Phuong sentence history use capital	Numbers money dan ant (VND)
1	Supplementing working capital includes but is not limited to activities: trade in construction materials, civil construction, industrial cluster construction, debt payments to suppliers, production and business activities of the Company in accordance with the business registration license of the industry...	102,200,000,000
2	Supplementing working capital for rice production and business activities	50.000.000.000
<b>Total</b>		<b>152.200,000,000</b>

The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed capital utilization plan, adjust/modify the capital utilization plan and allocate the proceeds from the issuance in accordance with the actual situation of the Company's business activities.

## 3. Moulding list tonic fig and save sign tonic fig

All additional shares issued will be subject to additional custody and additional listing by the Company according to regulations.

## 4. Commission rights

The General Meeting of Shareholders authorizes the Board of Directors to decide all issues related to individual stock offerings to increase charter capital, including but not limited to:

The General Meeting of Shareholders authorizes the Board of Directors to decide all issues related to individual stock offerings to increase charter capital, including but not limited to:

- a) Trien declares Phuong sentence hi sell Neck voucher private odd for house head tu proof securitisation pro to increase charter capital.
  - Master dynamic masonry erecting and prize submit lake nun please permissions Commission board proof house Securities water real the current offering of individual shares;
  - Select select time point like fit trien declares job hi sell Neck voucher private odd;
  - Build erect, thing adjust phuong sentence history use capital chi secretion for phew fit with love Fig real te each period of the business.
  - Develop a plan to ensure that the foreign investor's stock ownership ratio does not exceed the prescribed ratio.
- b) Implement amendments to provisions related to charter capital, shares, and shares in Organizational charter and the Company's operations after completing the individual stock offering according to the actual results of the offering.
- c) Carry out procedures for changing the Company's license related to changing charter capital

according to the actual results of the individual stock offering with competent state agencies.

- d) Decided dinh history use part capital surpluses residual thu ok from batch hi sell Neck voucher private odd in school

fit Neck voucher phat onion high more parlance price (if yes)

e) Toan rights real show the cong job other related quan.

***Recipient:***

- Board of Directors, BTGD;
- Save HC.

*Ping Dinh, day ... May... year 2025*

**TM. ASSOCIATION COPPER  
MANAGE PRESIDENT TRI**

*(Was sign)*

**Nguyen Huu Phu**

No: ...../2025/TTr-DHĐCĐ/ATG

Binh Dinh, June 14, 2025

## SUBMISSION

*Re : approval of the policy of signing contracts and transactions translation with the Company's stakeholders*

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### **To: General Meeting of Shareholders of An Truong An Joint Stock Company**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities contract;
- Pursuant to the Company's Charter of Organization and Operation.

The Board of Directors of An Truong An Joint Stock Company ("BOD") respectfully presents to the General Meeting of Shareholders for consideration and approval of the following contents: after:

#### **1. Through authorizing the Board of Directors to sign contracts pandemic :**

1.1 The General Meeting of Shareholders authorizes the Board of Directors to decide on investments and sign transactions equal to or greater than 35% of the total value of the Company's assets recorded in the most recent financial statements, and to report the results at the most recent General Meeting of Shareholders after completing the transactions authorized by the General Meeting of Shareholders .

1.2 Through contracts, loan transactions, lending, and asset sales with a value greater than 10% of the total asset value of the Company recorded in the most recent financial report between the Company and the shareholder/group of shareholders

owning 51% or more of the total voting shares or a related person of that shareholder/group of shareholders.

Specific value of each transaction: according to the price at each time and each specific contract, on the basis of

to ensure the interests of the Company.

#### **2. Approve transactions between the Company and its related parties. company**

2.1. Approve transactions between the Company and its related parties as prescribed by law ("Related Transactions"), including but not limited to the transactions listed below between the Company and its related parties company:

- Sales transactions chemical;
- Construction contract;
- Rent, lease assets; purchase and sale of products, supplies/materials, production and construction equipment;
- Securities trading;

- The deliver pandemic get a loan, give get a loan, tell lead, hold try and position accept talent product above muscle office dark advantage cash flows and financial activities of the parties;
- Service and/or service provision contracts; other civil and commercial contracts;
- Other transactions as decided by the Board of Directors/General Director of the Company from time to time .

## 2.2. Related persons mandarin:

Pursuant to Clause 46, Article 4 of the Securities Law No. 54/2019/QH14 dated November 26, 2019 and Clause 23, Article 4 of the Enterprise Law No. 59/2020/QH14 dated June 17, 2020.

2.3. Authorize the Chairman of the Board of Directors or General Director of the Company and/or the person authorized by the Chairman of the Board of Directors/General Director of the Company again:

- Decide on the specific terms and conditions of the Related Transactions and the contracts, agreements, documents related to the Related Transactions, including agreements to amend, supplement, terminate, replace the Related Transactions (if any). Have);
- Sign and execute Related Transactions and contracts, agreements, documents related to Related Transactions, including agreements to amend, supplement, terminate, replace Related Transactions (if any).

## **3. Through authorizing the Board of Directors to review and approve financial transactions between the Company and related individuals and organizations. mandarin.**

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the authorization for the Board of Directors to consider and approve the implementation of financial transactions (granting loans or guarantees) of the Company to related individuals and organizations in accordance with the provisions of Article 293 of Decree No. 155/2020/ND-CP issued on December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities or amended, supplemented and replaced legal documents.

## **4. Authorize the Board of Directors to decide on certain matters within its authority. General Meeting of Shareholders**

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and authorization for the Board of Directors to carry out the tasks approved by the General Meeting of Shareholders (including the implementation of procedures and working with competent state agencies to achieve the goals and plans set out in 2025 in accordance with the provisions of law). In case any issues arise related to the Resolution approved by the General Meeting of Shareholders, including issues under the authority of the General Meeting of Shareholders, the Board of Directors has full authority to decide and handle without having to convene a General Meeting of Shareholders and report the results at the nearest General Meeting of Shareholders. best.

Respectfully submit to the General Meeting of Shareholders Respectfully submit to the General Meeting of Shareholders for consideration and approval./.

### Recipient:

- *As presented;*
- *Save HC;*

**On behalf of the Board of Directors  
CHAIRMAN**

*(Signed)*

**Nguyen Huu Phu**

**SUBMISSION**

*Re: Approval of investment plan to buy shares in the energy industry*

**Glasses send: Grand festival copper neck winter Labour company Neck part An Truong An**

- *Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Pursuant to Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Company's Charter of Organization and Operation;*
- *Base keep love image active dynamic terrible business and demand capital of the Company company*

The Board of Directors of An Truong An Joint Stock Company (hereinafter referred to as "the Company") would like to submit to the General Meeting of Shareholders for consideration and approval of investment in the energy sector through the repurchase of transferred shares of specific individuals as follows:

**I. Information on stock transactions**

- Seller: Mr. Nguyen Thai Son.
- Issuer: APG Energy Nghe An Joint Stock Company
- Number of shares purchased: 1,140,000 shares
- Purchase price: 10,000 VND/share.
- Total transaction value: 11,400,000,000 VND (Eleven billion four hundred million VND)
- Payment method: According to agreement between the two parties, ensuring compliance with current legal regulations.

**II. Purpose of buying shares**

The purchase of shares of Energy Nghe An Company aims to:

- Strengthen the presence and influence of An Truong An Joint Stock Company in the energy sector in Nghe An region.
- Increase asset value and optimize profits for shareholders through owning shares in a business with growth potential.
- In line with the Company's long-term development strategy.

**III. Capital for implementation**

Funds to carry out the transaction will be drawn from:

- The Company's development investment fund.
- Other legal sources of capital as prescribed by law and the Company's Charter.

**IV. Assignment of implementation:**

- The Board of Directors directs the Board of Management to coordinate with relevant departments to carry out necessary legal procedures.

Place receive:

- *As presented;*
- *Save HC;*

**On behalf of the Board of Directors**

**CHAIRMAN**

*(signed)*

**Nguyen Huu Phu**

**AN TRUONG AN  
JOINT STOCK COMPANY**  
-----o0o-----  
No : 07 /2025/TTr -DHCD/ATG

**SOCIALIST REPUBLIC OF VIETNAM**  
*Independence – Freedom - Happiness*  
-----o0o-----  
Hanoi, June 14 2025

**SUBMISSION**

***Re: Dissolution of An Truong An Joint Stock Company Branch***

**Glasses send: Grand festival copper neck winter Labour company Neck part An Truong An**

- *Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Pursuant to the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Pursuant to Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Company's Charter of Organization and Operation;*
- *Base keep love image active dynamic terrible business and demand capital of the Company company*

The Board of Directors of An Truong An Joint Stock Company (hereinafter referred to as "the Company") would like to submit to the General Meeting of Shareholders for consideration and approval of the dissolution of the Branch of An Truong An Joint Stock Company. Specifically as follows:

**1. Branch information:**

- Branch of An Truong An Joint Stock Company.
- Branch code: 4100577172-004
- Address: No. 132, Mai Hac De, Le Dai Hanh Ward, Hai Ba Trung District, Hanoi

**2. Reason for dissolution:** The company changed its business plan and stopped conducting activities and transactions at An Truong An Joint Stock Company Branch.

Respectfully submit to the General Meeting of Shareholders for consideration and approval!  
Best regards!

Place receive:

- *As above;*
- *Save HC;*

**On behalf of the Board of Directors**

**CHAIRMAN**

*(Signed)*

**Nguyen Huu Phu**



**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

**Draft CHARTER**  
**ORGANIZATION AND ACTIVITIES**  
**ATG TRADING AND CONSTRUCTION JOINT STOCK COMPANY**

English Name: ATG TRADING AND CONSTRUCTION JOINT STOCK COMPANY

Abbreviation: ATG CONSTRUCTION

**Hanoi , May 2025**

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## INTRODUCTION

This Charter is approved in accordance with Resolution of the General Meeting of Shareholders No. ....dated ... month ... year 2025.

### I. DEFINITION OF TERMS IN THE CHARTER

#### **Điều 1. Terminology explained**

1. In this Charter, the following terms are construed as follows:

a) *Charter capital* is the total par value of all types of shares sold or registered for purchase upon establishment of the Joint Stock Company and as prescribed in Article 6 of this Charter;

b) *Voting capital* is shares, whereby the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

c) *Enterprise Law* is Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

d) *Securities Law* is Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

d) *Vietnam* is the Socialist Republic of Vietnam;

e) *The date of establishment* is the date on which the Company is first granted the Certificate of Business Registration (Certificate of Business Registration and equivalent documents);

g) *The enterprise's executives* are the General Director, Deputy Director (Deputy General Director), Chief Accountant and other executives as prescribed in the Company's Charter;

h) *Enterprise managers* are the managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, General Director and individuals holding other management positions as prescribed in the Company Charter;

i) *Related persons* are individuals and organizations specified in Clause 23, Article 4 of the Law on Enterprises and Article 4 of the Law on Securities ;

k) *A shareholder* is an individual or organization that owns at least one share of a joint stock company;

l) *A founding shareholder* is a shareholder who owns at least one common share and signs the list of founding shareholders of the Joint Stock Company;

m) *Major shareholder* is a shareholder specified in Clause 18, Article 4 of the Law on Securities ;

n) *Term of operation* is the term of operation of the Company as stipulated in Article 2 of this Charter and the extension period (if any) approved by the Company's General Meeting of Shareholders;

o) *The Stock Exchange* is the Vietnam Stock Exchange and its Subsidiaries.

2. In this Charter, references to one or more other provisions or documents include amendments, supplements or replacement documents.

3. The titles (Sections, Articles of this Charter) are used for convenience of understanding the content and do not affect the content of this Charter.

## **II. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATIONS AND LEGAL REPRESENTATIVE OF THE COMPANY**

### **Điều 2. Name, form, headquarters, branches, representative offices, business locations and term of operation of the Company**

#### **1. Company Name**

- Company name written in Vietnamese: ATG TRADING AND CONSTRUCTION JOINT STOCK COMPANY
- Company name written in English : ATG TRADING AND CONSTRUCTION JOINT STOCK COMPANY
- Abbreviated Company Name: ATG CONSTRUCTION

2. The Company is a Joint Stock Company with the status of a legal entity in accordance with current laws of Vietnam.

#### **3. Registered office of the Company**

- Head office address: No. 81 Mai Hac De, Ghenh Rang Ward, Quy Nhon City, Binh Dinh Province.
- Website: <https://atajsc.vn/>
- Phone:

4. The Company may establish branches and representative offices in the business area to carry out the Company's operational objectives in accordance with the decision of the Board of Directors and within the scope permitted by law.

5. Unless terminated before the deadline specified in Clause 2, Article 55 of this Charter, the Company's term of operation is indefinite .

### **Điều 3. Legal representative of the Company**

The Company has 02 (two) legal representatives , the Chairman of the Board of Directors and the General Director . Of which:

1. The Chairman of the Board of Directors and the General Director have full rights and obligations of the Legal Representative according to the provisions of current law.
2. The legal representative exercises the rights and obligations arising from the Company's transactions, represents the Company as a person requesting settlement of civil matters, plaintiff, defendant, person with related rights and obligations before the Arbitration, Court and other rights and obligations as prescribed by law. Specifically as follows:
  - a) Authority of the Chairman of the Board of Directors: approve, decide on the contents and sign to confirm transactions and related documents for:
    - Contents and tasks under the authority of the Board of Directors (including but not limited to investment decisions, projects, real estate business, tasks arising at joint

ventures/associated companies/companies with capital contributions of the Company);

- Contents and tasks under the authority of the Chairman of the Board of Directors;
- Other contents as decided by the Board of Directors.

b) Authority of the General Director:

- Direct the implementation of business activities according to the decisions of the Board of Directors/Chairman of the Board of Directors.
- Approve, decide on the contents and sign to confirm transactions and documents for:
  - + Daily business activities are under the authority of the General Director, as assigned/authorized by the Board of Directors/Chairman of the Board of Directors.
  - + Other contents as decided by the Board of Directors/Chairman of the Board of Directors.

- c) The General Director is the legal representative of the Company, opening payment accounts at the Bank and securities accounts. Approving, deciding on contents and signing transactions and documents related to the Company's payment accounts and securities accounts within the scope of representation.

### III. OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY

#### Điều 4. Company's operating objectives

##### 1. Company's business lines:

STT	INDUSTRY NAME	INDUSTRY CODE
1.	Quarrying of stone, sand, gravel, clay	0810
2.	Sewing clothes (except fur clothes) Details: Production and processing of textile products	1410
3.	Warehousing and storage of goods	5210
4.	Short-term accommodation services	5510
5.	Other accommodation	5590
6.	Wholesale of metals and metal ores Details: Wholesale of iron, steel and other metals	4662
7.	Wholesale of other construction materials and installation equipment Details: Wholesale of construction materials	4663
8.	Restaurants and mobile food services Details: Food and beverage services	5610
9.	Other manufacturing not elsewhere classified	3290

STT	INDUSTRY NAME	INDUSTRY CODE
	Details: Deep processing of products from titanium ore	
10.	Construction of all kinds of houses Details: Construction of civil and industrial works	4100
11.	Site preparation Details: Digging, leveling the ground	4312
12.	Sale of spare parts and accessories for automobiles and other motor vehicles	4530
13.	Motorcycle for sale	4541
14.	Wholesale of agricultural and forestry raw materials (except wood, bamboo) and live animals	4620
15.	Retail sale of other new goods in specialized stores Details: Buying and selling industrial consumer goods, technological food products, cosmetics and other consumer goods in specialized stores.	4773
16.	Organization of trade introduction and promotion Details: Event, conference, wedding organization	8230
17.	<b>Real estate business, land use rights of owners, users or tenants</b> <b>Details: Investment and business in industrial park infrastructure, investment in leasing business premises and offices.</b>	<b>6810 (Main)</b>
18.	Travel agent Details: Tourism and travel services business	7911
19.	Wholesale of rice, wheat, other cereals, flour	4631
20.	Retailing of food, beverages, tobacco and pipe tobacco accounts for a large proportion in general stores.	4711
21.	Other retail in general merchandise stores	4719
22.	Annual planting	011
23.	Perennial planting	012

STT	INDUSTRY NAME	INDUSTRY CODE
24.	Multiplication and care of agricultural seedlings	013
25.	Animal husbandry	014
26.	Mixed farming and livestock farming	015
27.	Agricultural service activities	016
28.	Manufacture of basic chemicals, fertilizers and nitrogen compounds; manufacture of plastics and synthetic rubber in primary forms	2012-20120
29.	Electricity generation . Exclusions: Electricity generation through waste incineration, classified in group 38210 (Treatment and disposal of non-hazardous waste ).	3511

## 2. Company's operating objectives:

The Company builds and maintains its brand, while simultaneously expanding and developing other areas of operation in which the Company has advantages, creating a foundation for stable, long-term and solid development, maximizing profits, ensuring the legitimate rights of shareholders, and fulfilling its obligations to the State.

### **Điều 5. Scope of business and operations of the Company**

The Company is permitted to conduct business activities in accordance with the provisions of the Business Registration Certificate and this Charter in accordance with the provisions of current law. In case the Company conducts business in conditional investment and business sectors, the Company must satisfy all business conditions in accordance with the provisions of the Investment Law and relevant specialized laws.

## **IV. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS**

### **Điều 6. Charter capital, shares, founding shareholders**

1. The Company's charter capital is **VND 152,200,000,000** (One hundred and fifty-two billion two hundred million VND).

The total charter capital of the Company is divided into **15,220,000** shares with a par value of VND 10,000/share.

2. The Company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

3. The Company's shares on the date of approval of this Charter include common shares and preferred shares (if any). The rights and obligations of shareholders holding each type of shares are stipulated in Article 12 and Article 13 of this Charter.

4. The Company may issue other types of preferred shares after approval by the General Meeting of Shareholders and in accordance with the provisions of law.
5. The company has no founding shareholders.
6. Common shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy in full will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to shareholders and others on conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.
7. The Company may purchase shares issued by the Company itself in the manner prescribed in this Charter and current laws.
8. The Company may issue other types of securities in accordance with the provisions of law.

**Điều 7. Stock certificate**

1. Shareholders of the Company are issued stock certificates corresponding to the number of shares and type of shares owned.
2. Shares are securities that confirm the legal rights and interests of the owner to a part of the equity capital of the issuing organization. Shares must have full contents as prescribed in Clause 1, Article 121 of the Law on Enterprises .
3. Within 01 month from the date of submission of a complete application for transfer of share ownership as prescribed by the Company or within two (02) months from the date of full payment for the purchase of shares as prescribed in the Company's share issuance plan (or another period as prescribed by the issuance terms), the owner of the shares shall be issued shares. The owner of shares shall not have to pay the Company the cost of printing the share certificate.
4. In case a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be reissued a share certificate by the Company upon the shareholder's request. The shareholder's request must include the following contents:
  - a) Information about shares that have been lost, damaged or destroyed in any other way;
  - b) Commit to take responsibility for disputes arising from the re-issuance of new shares.

**Điều 8. Other securities certificates**

Bond certificates or other securities certificates issued by the Company shall be signed by the legal representative and sealed by the Company.

**Điều 9. Share transfer**

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares listed and registered for trading on the Stock Exchange are transferred in accordance with the provisions of the law on securities and the stock market.
2. Shares that have not been fully paid for cannot be transferred and cannot enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other rights as prescribed by law.



## **Điều 10. Share recovery**

1. In case a shareholder fails to pay in full and on time the amount payable to purchase shares, the Board of Directors shall notify and have the right to request that shareholder to pay the remaining amount and be responsible corresponding to the total par value of the shares registered to purchase for the Company's financial obligations arising from failure to pay in full.
2. The above payment notice must clearly state the new payment period (at least 07 days from the date of sending the notice), payment location and the notice must clearly state that in case of non-payment as required, the unpaid shares will be revoked.
3. The Board of Directors has the right to revoke shares that have not been fully and timely paid in case the requirements in the above notice are not implemented.
4. The revoked shares are considered shares entitled to be offered for sale as prescribed in Clause 3, Article 112 of the Enterprise Law . The Board of Directors may directly or authorize the sale or redistribution under the conditions and methods that the Board of Directors deems appropriate.
5. Shareholders holding revoked shares must give up their shareholder status with respect to those shares, but must still be responsible for the total par value of the shares registered for purchase for the Company's financial obligations arising at the time of revocation according to the decision of the Board of Directors from the date of revocation until the date of payment. The Board of Directors has full authority to decide on compulsory payment of the entire value of shares at the time of revocation.
6. The notice of revocation shall be sent to the holder of the shares to be revoked before the time of revocation. The revocation shall remain effective even in the event of any error or negligence in sending the notice.

## **V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL**

### **Điều 11. Organizational structure, governance and control**

The Company's organizational, management, administration and control structure includes:

1. General meeting of shareholders.
2. Board of Directors.
3. Audit Committee.
4. General Director.

## **VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS**

### **Điều 12. Shareholder rights**

1. Common shareholders have the following rights:
  - a) Attend and speak at the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative . Each common share has one vote;
  - b) Receive dividends at the level decided by the General Meeting of Shareholders;
  - c) Priority in purchasing new shares corresponding to the ratio of common shares owned by each shareholder in the Company;

- d) Freely transfer his/her shares to others, except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises and other relevant legal provisions;
- d) Review, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of incorrect information;
- e) Review, look up, extract or copy the Company Charter, minutes of the Shareholders' Meeting and Resolutions of the Shareholders' Meeting;
- g) When the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned in the Company;
- h) Request the Company to repurchase shares in the cases specified in Article 132 of the Law on Enterprises ;
- i) Equal treatment. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preferential shares, the rights and obligations attached to the preferential shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;
- k) Have full access to periodic and irregular information published by the Company in accordance with the provisions of law;
- l) To protect their legitimate rights and interests; to request the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises;
- m) Other rights as prescribed by law and this Charter.

2. Shareholders or groups of shareholders owning 5% or more of the total common shares of the Company have the following rights:

- a) Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 of the Law on Enterprises and Article 14 of the Charter ;
- b) Review, look up, and extract the minutes and resolutions and decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Audit Committee, contracts and transactions that must be approved by the Board of Directors and other documents, except for documents related to the Company's trade secrets and business secrets;
- c) Request the Audit Committee to inspect each specific issue related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; issues to be inspected, purpose of inspection;
- d) Propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least 03 working days before the opening

date of the Company. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda;

d) Other rights as prescribed by law and this Charter.

3. Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to nominate people to the Board of Directors. The nomination of people to the Board of Directors and the Audit Committee is carried out as follows:

a) Ordinary shareholders forming a group that satisfies the prescribed conditions to nominate people to the Board of Directors and the Audit Committee must notify the Company of the group meeting before the opening of the General Meeting of Shareholders;

b) Ordinary shareholders have the right to aggregate their voting rights to nominate candidates for the Board of Directors and Audit Committee. Shareholders or groups of shareholders holding from 5% to less than 10% of the voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

c) In case the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and/or the Audit Committee and/or other shareholders. The procedure for the incumbent Board of Directors and Audit Committee to introduce candidates for the Board of Directors and Audit Committee must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made according to regulations.

### **Điều 13. Shareholder obligations**

Common shareholders have the following obligations:

1. Pay in full and on time for the number of shares you commit to purchase. Provide accurate and complete address information to the Company when registering to purchase shares and/or when changing address information.

2. The capital contributed in the form of common shares shall not be withdrawn from the Company in any form, except in the case where the Company or another person buys back the shares. In case a shareholder withdraws part or all of the contributed capital in contravention of the provisions of this clause, that shareholder and the person with related interests in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the withdrawn shares and any damages incurred.

3. Comply with the Company's Charter and Internal Management Regulations of the Company.

4. Comply with the Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. Keep confidential the information provided by the Company according to the provisions of the Company Charter and the law; only use the information provided to exercise and protect one's

legitimate rights and interests; strictly prohibit the dissemination or copying or sending of information provided by the Company to other organizations or individuals.

6. Attend the General Meeting of Shareholders and exercise voting rights through the following forms:

- a) Attend and vote directly at the meeting;
- b) Authorize other individuals and organizations to attend and vote at the meeting;
- c) Attend and vote via online conference, electronic voting or other electronic form;
- d) Send voting ballots to the meeting via mail, fax, or email;
- d) Send voting ballots by other means as prescribed in actual practice;

7. Be personally responsible when performing one of the following acts on behalf of the Company in any form:

- a) Violation of the law;
- b) Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
- c) Pay off debts that are not due before financial risks to the Company.

8. Fulfill other obligations as prescribed by current laws.

#### **Điều 14. General meeting of shareholders**

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders meets annually once a year and within four (04) months from the end of the fiscal year. The Board of Directors decides to extend the annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the chair attends the meeting and must be in Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the Company's Charter, especially approving the audited annual financial statements. In case the Audit Report of the Company's annual financial statements contains material exceptions, contrary audit opinions or rejections, the Company must invite a representative of the approved auditing organization to audit the Company's financial statements to attend the Annual General Meeting of Shareholders and the representative of the above approved auditing organization is responsible for attending the Annual General Meeting of Shareholders of the Company.

3. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases:

- a) The Board of Directors deems it necessary for the benefit of the Company;

- b) The number of remaining members of the Board of Directors is less than the minimum number of members as prescribed by law;
- c) At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 12 of the Charter; the request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders or the request must be made in multiple copies and must include sufficient signatures of the relevant shareholders;
- d). Other cases as prescribed by law and the Company Charter.

#### 4. Responsibility for convening extraordinary shareholders' meetings

- a) The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date the number of members of the Board of Directors, independent members of the Board of Directors or members of the Audit Committee remaining as prescribed in Point b, Clause 3 of this Article or from the date of receipt of the request prescribed in Point c and Point d, Clause 3 of this Article;
- b) In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, within the next 30 days, the Audit Committee shall replace the Board of Directors in convening the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises ;
- c) In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, the shareholder or group of shareholders prescribed in Point c, Clause 3 of this Article shall have the right to request the Company representative to convene the General Meeting of Shareholders as prescribed in the Law on Enterprises;

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders.

- d) All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.
- e) The convener must make a list of shareholders entitled to attend the General Meeting of Shareholders; provide information and resolve complaints related to the list of shareholders, prepare the agenda and content of the meeting; draft resolutions of the General Meeting of Shareholders according to the expected content of the meeting, list and detailed information of candidates in case of election of members of the Board of Directors and Supervisors; prepare documents; determine the time and location of the meeting; send meeting invitations to each shareholder entitled to attend the meeting according to the provisions of the Law on Enterprises and related documents; other tasks serving the meeting.
- g) Procedures for organizing the General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Law on Enterprises.

## **Điều 15. Rights and obligations of the General Meeting of Shareholders**

1. The General Meeting of Shareholders has the following rights and obligations:

- a) Approving the Company's development orientation;
- b) Decide on the type of shares and the total number of shares of each type that are allowed to be offered for sale; decide on the annual dividend rate for each type of shares;
- c) Elect, dismiss, remove members of the Board of Directors;
- d) Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report;
- d) Decision to amend and supplement the Company Charter;
- e) Approval of annual financial reports;
- g) Decision to buy back more than 10% of total sold shares of each type;
- h) Review and handle violations by members of the Board of Directors that cause damage to the Company and its shareholders;
- i) Decision to reorganize and dissolve the Company;
- k) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and Audit Committee;
- l) Approve the internal governance regulations; Board of Directors' operating regulations;
- m) Approve the list of approved Auditing Companies; decide on the approved Auditing Company to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
- n) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discusses and approves the following issues:

The Company 's annual business plan ;

- b) Audited annual financial statements;
- c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors; Report of independent members of the Board of Directors as prescribed in Article 284 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- d) Dividend level for each share of each type;
- d) Number of members of the Board of Directors and Audit Committee;
- e) Elect, dismiss, remove members of the Board of Directors and members of the Audit Committee;
- g) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and Audit Committee;
- h) Approve the list of approved auditing companies; decide on approved auditing companies to conduct inspections of the Company's activities when deemed necessary;

- i) Supplement and amend the Company Charter;
  - k) Types of shares and number of new shares issued for each type of shares and transfer of shares by founding members within the first 03 years from the date of establishment;
  - l) Division, separation, consolidation, merger or conversion of the Company;
  - m) Reorganize and dissolve (liquidate) the Company and appoint a liquidator;
  - n) Decision to invest or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statement;
  - o) Decision to buy back more than 10% of total sold shares of each type;
  - p) The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the most recent financial report;
  - q) Approve the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
  - r) Approve the internal regulations on corporate governance, regulations on the operation of the Board of Directors, regulations on the operation of the Audit Committee;
  - s) Other issues as prescribed by law and this Charter.
3. All resolutions and issues included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

#### **Điều 16. Authorization to attend the General Meeting of Shareholders**

1. Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms specified in Clause 6, Article 13 of this Charter.
2. The authorization for an individual or organization to represent the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The authorization document shall be made in accordance with the provisions of civil law, in the form prescribed by the Company and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of the authorization, the scope of authorization, the duration of authorization, and the signatures of the authorizing party and the authorized party. In case the authorizing party and/or the authorized party are organizations, there must be the signature of the legal representative.

The person authorized to attend the General Meeting of Shareholders must submit a power of attorney when registering to attend the meeting. In case of re-authorization, the person attending the meeting must also present the original power of attorney of the shareholder or the authorized representative of the shareholder being an organization (if not previously registered with the Company).

3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs:

- a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity;
- b) The principal has revoked the authorization;
- c) The principal has revoked the authority of the person performing the authorization.

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

#### **Điều 17. Change permissions**

1. The change or cancellation of special rights attached to a type of preferred shares shall be effective when approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders on the content of an adverse change in the rights and obligations of shareholders owning preferred shares shall only be approved if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of a resolution being approved by way of written opinion.
2. The organization of a meeting of shareholders holding a type of preferred shares to approve the above-mentioned change of rights is only valid when there are at least 02 shareholders (or their authorized representatives) and holding at least 1/3 of the par value of the issued shares of that type. In case there are not enough delegates as mentioned above, the meeting will be re-organized within the next 30 days and the holders of shares of that type (regardless of the number of people and shares) present in person or through authorized representatives are considered to have sufficient number of delegates required. At the meetings of shareholders holding the above-mentioned preferred shares, the holders of shares of that type present in person or through representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.
3. The procedures for conducting such separate meetings shall be similar to those provided for in Articles 19, 20 and 21 of this Charter.
4. Unless otherwise provided in the terms of issue of shares, the special rights attached to the classes of shares with preferential rights in respect of some or all matters relating to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

#### **Điều 18. Convening meetings, meeting agenda and notice of invitation to General Meeting of Shareholders**

1. The Board of Directors convenes the annual and extraordinary General Meetings of Shareholders. The Board of Directors convenes extraordinary General Meetings of Shareholders in the cases specified in Clause 3, Article 14 of this Charter.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
  - a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared



no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;

- b) Prepare the conference program and content;
- c) Prepare documents for the congress;
- d) Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting;
- d) Determine the time and place of the congress;
- e) Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- g) Other tasks serving the congress.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures it reaches the shareholders' contact addresses, and shall be published on the Company's website and the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders shall send the notice of the meeting to all shareholders on the List of Shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting from the date the notice is validly sent or transmitted). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to the shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

- a) Meeting agenda and documents used in the meeting;
- b) List and detailed information of candidates in case of election of members of the Board of Directors;
- c) Voting ballot;
- d) Draft resolutions for each issue in the meeting agenda.

4. Shareholders or groups of shareholders as prescribed in Clause 2, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 03 working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4 of this Article if it falls under one of the following cases:

- a) The petition is sent in violation of the provisions in Clause 4 of this Article;
- b) At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of common shares as prescribed in Clause 2, Article 12 of this Charter;

- c) The proposed issue is not within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter.

6. The convener of the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 5 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

#### **Điều 19. Conditions for holding a General Meeting of Shareholders**

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes.
2. In case the first meeting does not meet the conditions for holding it as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting shall be sent within 30 days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.
3. In case the second meeting does not meet the conditions for holding the meeting as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within 20 days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

#### **Điều 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders**

1. Before opening the meeting, the Company must carry out shareholder registration procedures and must carry out the registration until all shareholders entitled to attend the meeting are present and registered in the following order:

- a) When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is stated the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by voting in favor, against, and without opinion. The vote counting results shall be announced by the Chairman immediately before the closing of the meeting. The General Meeting shall elect those responsible for counting votes or supervising the counting of votes at the request of the Chairman. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the request of the Chairman of the meeting;
- b) Shareholders, authorized representatives of institutional shareholders or authorized persons arriving after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The chairperson is not responsible for stopping the meeting to allow late shareholders to register and the validity of the contents previously voted on remains unchanged.

2. The election of the chairman, secretary and counting committee is regulated as follows:

- a) The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle .
  - b) Except for the case specified in Point a of this Clause, the person who signs the convening of the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect the meeting chairman and the person with the highest number of votes shall chair the meeting;
  - c) The chairperson appoints one or more people to act as meeting secretaries;
  - d) The General Meeting of Shareholders elects one or more people to the vote counting committee at the request of the meeting chairman.
3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically specify the time for each issue in the meeting agenda.
4. The chairman of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.
- a) Seating arrangement at the venue of the General Meeting of Shareholders;
  - b) Ensure safety for everyone present at meeting locations;
  - c) Create conditions for shareholders to attend (or continue to attend) the meeting. The convener of the General Meeting of Shareholders has the full right to change the above measures and apply all necessary measures. The measures applied may be to issue admission tickets or use other forms of selection.
5. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting for, against and abstention. The vote counting results are announced by the chairman immediately before the closing of the meeting.
6. Shareholders or authorized persons who arrive after the meeting has opened may still register and have the right to vote immediately after registration; in this case, the validity of the previously voted contents shall not change.
7. The person convening or chairing the meeting of the General Meeting of Shareholders has the following rights:
- a) Require all meeting attendees to submit to inspection or other lawful, reasonable security measures;
  - b) Request competent authorities to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.
8. The Chairman has the right to postpone a General Meeting of Shareholders with a sufficient number of registered attendees for no more than 03 working days from the date of the scheduled

opening of the meeting and may only postpone the meeting or change the meeting location in the following cases:

- a) The meeting location does not have enough convenient seating for all attendees;
- b) The media at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;
- c) There are attendees who obstruct or disrupt the meeting, creating a risk of preventing the meeting from being conducted fairly and legally.

9. In case the chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions in Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairman in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

10. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and the Internal Regulations on Corporate Governance.

**Điều 21.        Conditions for the Resolution of the General Meeting of Shareholders to be passed**

1. The General Meeting of Shareholders adopts resolutions within its authority by voting at the meeting or by obtaining written opinions.

2. The resolution on the following content shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending the meeting:

- a) Type of shares and total number of shares of each type;
- b) Change of industry, profession and business field;
- c) Change the Company's management structure;
- d) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial report;
- d) Reorganize and dissolve the Company;

3. Resolutions are passed when approved by shareholders holding more than 50% of the total votes of all shareholders attending the meeting, except for the cases specified in Clauses 2, 4, 5 of this Article and Clause 8, Article 22 of the Charter.

4. Election of members of the Board of Directors shall be carried out by the cumulative voting method prescribed in Clause 3, Article 148 of the Law on Enterprises or another method approved by the General Meeting of Shareholders.

5. A resolution of the General Meeting of Shareholders on content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be passed if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders

of the same type owning 75% or more of the total number of preferred shares of that type in the case of passing a resolution in the form of collecting shareholders' opinions in writing.

6. In case of passing a resolution in the form of collecting written opinions, the resolution of the General Meeting of Shareholders shall be passed if it is approved by shareholders owning more than 50% of the total number of votes of all shareholders with voting rights.

7. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter.

**Điều 22. Authority and procedures for obtaining written opinions of shareholders to pass Resolutions of the General Meeting of Shareholders**

The authority and procedures for obtaining written opinions of shareholders to pass the Resolution of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to pass resolutions of the General Meeting of Shareholders at any time and on any content when deemed necessary for the benefit of the Company, including the cases specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors must prepare the opinion ballot, draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send them to all shareholders with voting rights at least 10 days before the deadline for returning the opinion ballot. The requirements and method of sending the opinion ballot and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The opinion form must have the following main contents:

a) Name, head office address, business registration number;

b) Purpose of collecting opinions;

c) Full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for organizational shareholders or full name, contact address, nationality, legal document number of the individual for the representative of the organizational shareholder; number of shares of each type and number of votes of the shareholder;

d) Issues requiring consultation to pass decisions;

d) Voting options include approval, disapproval and no opinion on each issue for which opinions are sought;

e) Deadline for returning completed opinion forms to the Company;

g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send completed ballots to the Company by mail, fax or email according to the following provisions:

- a) In case of sending a letter, the answered opinion form must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder being an organization. The opinion form sent to the Company must be contained in a sealed envelope and no one is allowed to open it before the vote counting;
  - b) In case of sending by fax or email, the opinion form sent to the Company must be kept confidential until the time of vote counting;
  - c) Voting forms sent to the Company after the deadline specified in the voting form or opened in the case of mailing and disclosed in the case of faxing or emailing are invalid. Voting forms that are not returned are considered as non-voting forms.
  - d) Other regulations according to the Company's Notice at the time of sending the shareholder opinion form.
5. The Board of Directors shall count the votes and prepare a vote counting record under the witness of the Audit Committee or of shareholders who do not hold management positions in the Company. The vote counting record shall contain the following main contents:
- a) Name, head office address, business registration number;
  - b) Purpose and issues to be consulted to pass the resolution;
  - c) Number of shareholders with total number of votes who participated in the vote, in which distinguishing between valid and invalid votes and method of sending votes, with appendix of list of shareholders participating in the vote;
  - d) Total number of votes in favor, against and abstentions on each issue;
  - d) The issue passed and the corresponding percentage of votes passed;
  - e) Full name and signature of the Chairman of the Board of Directors, the vote counter and the vote counting supervisor.

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

- 6. The minutes of vote counting and resolutions must be sent to shareholders within 15 days from the date of completion of vote counting. The sending of the minutes of vote counting and resolutions can be replaced by posting them on the Company's website within 24 hours from the date of completion of vote counting.
- 7. The returned ballots, vote counting minutes, passed resolutions and related documents attached to the ballots must all be kept at the Company's head office.
- 8. A resolution is passed by way of obtaining written opinions from shareholders if it is approved by shareholders holding more than 50% of the total votes of all shareholders with voting rights and has the same value as a resolution passed at a meeting of the General Meeting of Shareholders.

**Điều 23. Resolution, Minutes of Shareholders' Meeting**

1. Minutes of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, may be prepared in a foreign language, and have the following main contents:

- a) Name, head office address, business registration number;
  - b) Time and place of the General Meeting of Shareholders;
  - c) Meeting agenda and content;
  - d) Full name of the chairman and secretary;
  - d) Summarize the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
  - e) Number of shareholders and total number of votes of shareholders attending the meeting, appendix of list of registered shareholders, shareholder representatives attending the meeting with corresponding number of shares and votes;
  - g) Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;
  - h) Issues passed and corresponding percentage of votes passed;
  - i) Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairperson or secretary to sign the meeting minutes.
2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman and secretary of the meeting or other persons signing the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
3. Minutes made in Vietnamese and foreign languages have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall apply.
4. Resolutions, Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholders' signatures, authorization letter to attend the meeting, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be kept at the Company's head office.

**Điều 24. Request to cancel the Resolution of the General Meeting of Shareholders**

Within 90 days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting to obtain opinions of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 12 of the Charter has the right to request the Court or Arbitration to review and cancel the

resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.

## **VII. BOARD OF DIRECTORS**

### **Điều 25. Nominate and run for Board of Directors**

1. In case the Board of Directors candidates have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. The Board of Directors candidates must have a written commitment to the honesty and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be disclosed includes:

- a) Full name, date of birth;
- b) Professional qualifications;
- c) Work process;
- d) Other management positions (including positions on the Board of Directors of other Companies);
- d) Benefits related to the Company and its related parties;
- e) Other information (if any) according to the Company 's form ;
- g) The Company is responsible for disclosing information about the Companies in which the candidate is holding the position of Board of Directors member, other management positions and the interests related to the Company of the candidate for the Board of Directors (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate candidates for the Board of Directors as prescribed in Clause 3, Article 12 of the Company's Charter.

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough as required according to Clause 3 , Article 1 2 The Charter , the current Board of Directors shall introduce additional candidates or organize nominations in accordance with the provisions of the Company Charter, the Internal Regulations on Corporate Governance and the Board of Directors' Operating Regulations. The introduction of additional candidates by the current Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.

4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company Charter.



## **Điều 26. Composition and term of office of Board of Directors members**

1. The number of members of the Board of Directors is at least 03 and at most 11. The General Meeting of Shareholders decides the number of members of the Board of Directors at each period.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Company's Board of Directors for no more than 02 consecutive terms. In case all members of the Board of Directors end their terms at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.

3. The composition of the Board of Directors is as follows:

At least 1/3 of the total number of members of the Board of Directors are non-executive members. The Company limits the number of Board of Directors members who concurrently hold executive positions of the Company to ensure the independence of the Board of Directors.

The composition of the Board of Directors of a company must ensure that at least 1/5 of the total number of Board members are independent members. In case the number of Board members of a company is less than 05 people, the Company must ensure that 01 member of the Board of Directors is an independent member.

4. A member of the Board of Directors shall no longer be a member of the Board of Directors in the event that he/she is dismissed, removed or replaced by the General Meeting of Shareholders according to the following provisions:

a) The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- Not meeting the standards and conditions as prescribed in Article 25 of this Charter;
- Have a resignation letter and it is accepted;
- Other cases as prescribed by law and this Charter.

b) The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- Not attending meetings of the Board of Directors for six (06) consecutive months, except in cases of force majeure;
- According to the decision of the General Meeting of Shareholders;
- Other cases as prescribed by law and this Charter.

c) When deemed necessary, the General Meeting of Shareholders decides to replace members of the Board of Directors; dismiss or remove members of the Board of Directors, except in the cases specified in Point a and Point b, Clause 4 of this Article.

5. The appointment of members of the Board of Directors must be announced in accordance with the law on information disclosure on the stock market.

6. Members of the Board of Directors do not necessarily have to be shareholders of the Company.

## **Điều 27. Powers and obligations of the Board of Directors**

1. The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

- a) Decide on the Company's strategy, medium-term development plan and annual business plan;
- b) Propose the type of shares and the total number of shares of each type that can be offered for sale;
- c) Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms;
- d) Decide on the selling price of the Company's shares and bonds;
- d) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises ;
- e) Decide on investment plans and investment projects within the authority and limits prescribed by law;
- g) Decide on solutions for market development, marketing and technology;
- h) Approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial report, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises ;
- i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director, Deputy General Director, Chief Accountant; decide on salaries, remuneration, bonuses and other benefits of those managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of those people;
- k) Supervise and direct the General Director and other managers in the daily business operations of the Company;
- l) Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of subsidiaries, branches, representative offices and capital contribution and purchase of shares of other enterprises;
- m) Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;
- n) Submit audited annual financial statements to the General Meeting of Shareholders;

- o) Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;
- p) Propose the reorganization and dissolution of the Company; request the bankruptcy of the Company;
- q) Decision to promulgate the Board of Directors' Operating Regulations, Internal Regulations on Company Governance after being approved by the General Meeting of Shareholders; Regulations on information disclosure of the Company;
- s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' activities in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

#### **Điều 28. Remuneration, bonuses and other benefits of Board members**

1. The Company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and efficiency.
2. Members of the Board of Directors are entitled to remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board of Directors members and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
5. Members of the Board of Directors are entitled to be reimbursed for all travel, accommodation, meals and other reasonable expenses they have incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.
6. The Company may purchase liability insurance for members of the Board of Directors after approval by the General Meeting of Shareholders. This insurance does not include insurance for the responsibilities of members of the Board of Directors related to violations of the law and the Company's Charter.

#### **Điều 29. Chairman of the Board of Directors**

1. The Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among the members of the Board of Directors.
2. The Chairman of the Board of Directors may not concurrently hold the position of General Director.

3. The Chairman of the Board of Directors has the following rights and obligations:
- a) Develop programs and plans for the Board of Directors' activities;
  - b) Prepare agenda, content, and documents for meetings; convene, chair and preside over meetings of the Board of Directors;
  - c) Organize the adoption of resolutions and decisions of the Board of Directors;
  - d) Monitor the implementation of resolutions and decisions of the Board of Directors;
  - d) Chair the General Meeting of Shareholders;
  - e) Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.
4. In case the Chairman of the Board of Directors submits a resignation or is dismissed or removed from office, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation or dismissal or removal.
5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative penalty at a compulsory drug rehabilitation facility, a compulsory education facility, has fled from his/her place of residence, has limited or lost civil capacity, has difficulty in cognition, controlling his/her behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors according to the principle of majority approval of the remaining members until a new decision of the Board of Directors is made.

### **Điều 30. Board of Directors Meeting**

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of the Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the highest percentage of votes and equal, the members shall vote by majority to select one of them to convene the meeting of the Board of Directors.
2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:
- a) At the request of the Audit Committee;
  - b) At the request of the General Director or at least 05 other managers;
  - c) Requested by at least 02 members of the Board of Directors;
  - d) Other cases as prescribed in the Company Charter.
4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed and decisions within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the request specified in Clause 3 of this Article. In case the meeting of the Board of Directors is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening a meeting of the Board of Directors.

6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation at least 03 working days before the meeting date. The meeting invitation must specify the time and location of the meeting, the agenda, the issues to be discussed and decided. The meeting invitation must be accompanied by documents used at the meeting and the members' voting ballots.

Notice of Board of Directors' meeting may be sent by invitation, telephone, fax, electronic means and guaranteed to reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the members of the Audit Committee as to the members of the Board of Directors.

Audit Committee members have the right to attend Board of Directors meetings; have the right to discuss but not to vote.

8. A meeting of the Board of Directors shall be held when at least 3/4 of the total number of members attend the meeting. In case the meeting convened in accordance with the provisions of this clause does not have the required number of members, a second meeting shall be convened within 07 days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.

9. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

- a) Attend and vote directly at the meeting;
- b) Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;
- c) Attend and vote via online conference, electronic voting or other electronic form;
- d) Send voting ballots to the meeting via mail, fax, or email;
- d) Send voting ballots by other means (according to specific regulations of the Board of Directors meeting).

10. In case of sending the ballot to the meeting by mail, the ballot must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. The ballot may only be opened in the presence of all attendees.

11. Members must attend all Board of Directors meetings. Members may authorize others to attend meetings and vote if approved by a majority of Board of Directors members.

12. Resolutions and decisions of the Board of Directors are passed if approved by the majority of members attending the meeting; in case of equal votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

**Điều 31. Subcommittees of the Board of Directors**

1. The Board of Directors may establish a subcommittee to be responsible for development policies, personnel, remuneration, internal audit, and risk management at each point in time. The number of members of the subcommittee is decided by the Board of Directors, with a minimum of 03 people, including members of the Board of Directors and external members. The activities of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee is only effective when the majority of members attend and vote for it at the subcommittee meeting.

2. The implementation of decisions of the Board of Directors or of subcommittees under the Board of Directors must comply with current legal regulations and regulations in the Company Charter and Internal Regulations on Corporate Governance.

**Điều 32. Corporate Governance Officer**

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support the Company's governance work. The person in charge of corporate governance may concurrently hold the position of Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises .

2. The person in charge of corporate governance must not concurrently work for an approved auditing organization that is auditing the Company's financial statements.

3. The person in charge of corporate governance has the following rights and obligations:

a) Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;

b) Prepare meetings of the Board of Directors, Audit Committee and General Meeting of Shareholders at the request of the Board of Directors or Audit Committee;

c) Advice on meeting procedures;

d) Attend meetings;

d) Consulting on procedures for preparing resolutions of the Board of Directors in accordance with legal provisions;

e) Provide financial information, copies of Board of Directors meeting minutes and other information to Board of Directors members and Audit Committee members;

g) Monitor and report to the Board of Directors on the Company's information disclosure activities;

h) Be the point of contact with stakeholders;

i) Keep information confidential in accordance with the provisions of law and the Company's Charter;

k) Other rights and obligations as prescribed by law and the Company Charter.

**Điều 33. Nomination and candidacy for Audit Committee members**

1. The Chairman of the Audit Committee and other members of the Audit Committee are nominated by the Board of Directors and are not executives of the Company.
2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a meeting of the Board of Directors.

**Điều 34. Audit Committee Composition**

1. The Audit Committee shall consist of two or more members. The Chairman of the Audit Committee shall be an independent member of the Board of Directors. The other members of the Audit Committee shall be non-executive members of the Board of Directors.
2. Audit Committee members must have knowledge of accounting and auditing, have general understanding of the law and operations of the Company and must not fall into the following cases:
  - a) Work in the accounting and finance department of the Company;
  - b) Being a member or employee of an auditing organization approved to audit the company's financial statements for the previous 3 consecutive years.
3. The Chairman of the Audit Committee must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, or business administration.

**Điều 35. Rights and obligations of the Audit Committee**

The Audit Committee has the rights and obligations as prescribed in Article 161 of the Law on Enterprises, the Company Charter and the following rights and obligations:

1. Have the right to access documents related to the Company's operations, discuss with other members of the Board of Directors, the General Director, Chief Accountant and other managers to collect information for the Audit Committee's operations.
2. Have the right to request representatives of approved auditing organizations to attend and answer questions related to audited financial statements at meetings of the Audit Committee.
3. Use outside legal, accounting or other consulting services as needed.
4. Develop and submit to the Board of Directors policies on risk detection and management; propose to the Board of Directors solutions to handle risks arising in the Company's operations.
5. Prepare a written report to the Board of Directors when discovering that a member of the Board of Directors, the Director (General Director) and other managers do not fully perform their responsibilities as prescribed in the Law on Enterprises and the Company Charter.
6. Develop the Audit Committee's Operating Regulations and submit them to the Board of Directors for approval.

**Điều 36. Audit Committee Meeting.**

1. The Audit Committee must meet at least twice a year. Minutes of the meeting must be detailed, clear and fully retained. The person taking the minutes and the Audit Committee members attending the meeting must sign the meeting minutes.

2. The Audit Committee shall pass decisions by voting at meetings, collecting written opinions or other forms in accordance with the provisions of this Charter or the Rules of Procedure of the Audit Committee. Each member of the Audit Committee shall have one vote. Decisions of the Audit Committee shall be passed if approved by the majority of members attending the meeting; in case of equal votes, the final decision shall belong to the side with the opinion of the Chairman of the Audit Committee.

**Điều 37. Report on the activities of the independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders**

1. The independent member of the Board of Directors in the Audit Committee is responsible for reporting on its activities at the annual General Meeting of Shareholders.

2. The performance report of the independent member of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders must ensure the following contents:

a) Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed in the Law on Enterprises and the Company Charter;

b) Summary of meetings of the Audit Committee and conclusions and recommendations of the Audit Committee;

c) Results of monitoring of financial reports, operations and financial situation of the Company;

d) Assessment report on transactions between the Company, subsidiaries, other companies in which the Company controls 50% or more of the charter capital with members of the Board of Directors, General Directors, other executives of the enterprise and related persons of that entity; transactions between the Company and companies in which members of the Board of Directors, General Directors, other executives of the enterprise are founding members or enterprise managers within the last 3 years prior to the time of the transaction;

d) Assessment results of the Company's internal control and risk management system;

e) Results of supervision of the Board of Directors, General Director and other executives of the enterprise;

g) Results of the assessment of the coordination of activities between the Audit Committee, the Board of Directors, the General Director and shareholders;

**VIII. CEO AND OTHER EXECUTIVE OFFICERS**

**Điều 38. Management organization**

The Company has established a management apparatus to run daily business operations. The Company's management apparatus is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors. The Company has a General Director, Deputy General Directors, Chief Accountant and other managers appointed by the Board of Directors. The appointment, dismissal and removal of the above positions must be approved by resolution or decision of the Board of Directors.

**Điều 39. Company Executive**

1. The Company's executives include the General Director, Deputy General Director, Chief Accountant and other executives decided by the Board of Directors from time to time.



2. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company shall recruit executives with the number and standards in accordance with the Company's management structure and regulations as prescribed by the Board of Directors. Executives shall be responsible for supporting the Company in achieving its objectives in operation and organization.

3. The General Director is paid salary and bonus. The General Director's salary and bonus are decided by the Board of Directors.

4. The salary of the executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

#### **Điều 40. Appointment, dismissal, duties and powers of the General Director**

1. The Board of Directors appoints 01 member of the Board of Directors or hires another person as General Director.

2. The General Director is the person who runs the daily business of the Company; is supervised by the Board of Directors; is responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations.

3. The term of office of the General Director shall not exceed 05 years and may be reappointed for an unlimited number of terms. The General Director must meet the standards and conditions prescribed by law and the Company.

4. The General Director has the following rights and obligations:

a) Decide on issues related to the Company's daily business operations as delegated by the Board of Directors;

b) Organize the implementation of resolutions and decisions of the Board of Directors;

c) Organize the implementation of the Company's business plan and investment plan;

d) Proposing organizational structure plan and internal management regulations of the Company;

d) Appoint, dismiss, and remove management positions in the Company, except for positions under the authority of the Board of Directors;

e) Decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the General Director;

g) Labor recruitment;

h) Proposing plans to pay dividends or handle business losses;

i) Implement the annual business plan approved by the General Meeting of Shareholders and the Board of Directors;

k) Prepare the Company's long-term, monthly and annual budgets (hereinafter referred to as the budget) to serve the Company's long-term, monthly and annual management activities according to the business plan. The annual budget (including the balance sheet, business production report

and expected cash flow report) for each fiscal year must be submitted to the Board of Directors for approval and must comply with the Company's Regulations and Rules.

l) Other rights and obligations as prescribed by law and the Company.

## **IX. RESPONSIBILITIES OF BOARD MEMBERS , GENERAL DIRECTOR AND OTHER EXECUTIVES**

### **Điều 41. Responsibility to be honest and avoid conflicts of interest**

1. Members of the Board of Directors, members of the Audit Committee, the General Director and other managers must publicly disclose related interests in accordance with the provisions of the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, members of the Audit Committee, the General Director, other managers and their related persons may only use information obtained through their positions to serve the interests of the Company.

3. Members of the Board of Directors, the General Director and other managers are obliged to notify the Board of Directors in writing of transactions between the Company, Subsidiaries, and other Companies in which the Public Company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.

4. A member of the Board of Directors is not allowed to vote on transactions that benefit that member or a related person of that member according to the provisions of the Law on Enterprises.

5. Members of the Board of Directors, General Director, other managers and related persons of these subjects are not allowed to use or disclose to others inside information to carry out related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Audit Committee, the General Director, other executives and individuals and organizations related to these subjects are not invalid in the following cases:

a) For transactions with a value of less than 35% of the total asset value recorded in the most recent financial report, the important contents of the contract or transaction as well as the relationships and interests of the members of the Board of Directors, the General Director, and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the members of the Board of Directors who have no related interests;

b) For transactions with a value greater than or equal to 35% or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial report, the important contents of this transaction as well as the relationships and interests of the members of the Board of Directors, General Director, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders with no related interests.

## **Điều 42. Liability for damages and compensation**

1. Members of the Board of Directors, General Director and other executives who violate their obligations and responsibilities of honesty and prudence and fail to fulfill their obligations shall be responsible for damages caused by their violations.
2. The Company shall indemnify any person who has been, is or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, General Director, other executive officer, employee or representative authorized by the Company who has been or is performing duties authorized by the Company, acting honestly and prudently for the benefit of the Company on the basis of compliance with the law and there is no evidence confirming that such person has breached his/her responsibilities.
3. Compensation costs include judgment costs, fines, and actual payments (including attorney fees) incurred in resolving these cases within the framework of the law. The Company has the right to purchase insurance for these people to avoid the above compensation responsibilities.

## **X. RIGHT TO SEARCH COMPANY BOOKS AND RECORDS**

### **Điều 43. Right to search books and records**

1. Common shareholders have the right to look up books and records, specifically as follows:
  - a) Ordinary shareholders have the right to review, look up and extract information about their names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information; review, look up, extract or copy the Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;
  - b) Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to review, look up, and extract the minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial reports, reports of the Audit Committee, contracts, transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.
2. In case an authorized representative of a shareholder or group of shareholders requests to look up books and records, he/she must attach a power of attorney from the shareholder or group of shareholders that he/she represents (original or certified copy of the power of attorney); the power of attorney is made according to the Company's form (if any).
3. Members of the Board of Directors, the General Director and other executives have the right to look up the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that such information must be kept confidential.
4. The Company must keep this Charter and amendments to the Charter, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Audit Committee, annual financial statements, accounting books and other documents as prescribed by

law at the head office or another place provided that shareholders and the Business Registration Authority are notified of the location where these documents are stored.

5. The Company Charter must be published on the Company's website.

## **XI. EMPLOYEES AND UNIONS**

### **Điều 44. Employees and unions**

1. The General Director must plan for the Board of Directors to approve issues related to recruitment, termination of labor contracts, salary policies, social insurance, welfare, rewards and discipline for employees and business executives.

2. The General Director must plan for the Board of Directors to approve issues related to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

## **XII. PROFIT DISTRIBUTION**

### **Điều 45. Profit Distribution**

1. The General Meeting of Shareholders decides on the level of dividend payment and the form of annual dividend payment from the Company's retained earnings.

2. The Company does not pay interest on dividends or payments relating to a class of shares.

3. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of dividends in shares and the Board of Directors is the body implementing this decision.

4. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount the Company has transferred to this shareholder. Payment of dividends for shares listed/registered for trading at the Stock Exchange can be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a resolution or decision to determine a specific date to close the list of shareholders. Based on that date, those who register as shareholders or holders of other securities are entitled to receive dividends in cash or shares, receive notices or other documents.

6. Other issues related to profit distribution are carried out in accordance with the provisions of law.

## **XIII. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME**

### **Điều 46. Bank account**

1. The Company opens accounts at Vietnamese banks or at foreign bank branches permitted to operate in Vietnam.

2. Subject to prior approval of the competent authority, if necessary, the Company may open a bank account abroad in accordance with the provisions of law.
3. The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

**Điều 47. Fiscal year**

The Company's fiscal year begins on January 1 of each year and ends on December 31 of each year.

**Điều 48. Accounting mode**

1. The accounting regime used by the Company is the corporate accounting regime or a specific accounting regime issued and approved by a competent authority.
2. The Company shall prepare accounting books in Vietnamese and maintain accounting records in accordance with the provisions of the law on accounting and related laws. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.
3. The Company uses Vietnamese Dong as its accounting currency. In case the Company has economic transactions arising mainly in a foreign currency, it may freely choose that foreign currency as its accounting currency, be responsible for that choice before the law and notify the direct tax authority.

**XIV. FINANCIAL REPORTS, ANNUAL REPORTS AND INFORMATION DISCLOSURE RESPONSIBILITIES**

**Điều 49. Annual, semi-annual and quarterly financial reports**

1. The Company must prepare annual financial statements and the annual financial statements must be audited in accordance with the provisions of law. The Company shall publish the audited annual financial statements in accordance with the provisions of law on information disclosure on the stock market and submit them to the competent state agency.
2. The annual financial report must include all reports, appendices, and explanatory notes as prescribed by law on corporate accounting. The annual financial report must honestly and objectively reflect the Company's operations.
3. The Company must prepare and publish audited semi-annual financial reports and quarterly financial reports in accordance with the law on information disclosure on the stock market and submit them to competent state agencies.

**Điều 50. Annual Report**

The Company must prepare and publish the Annual Report in accordance with the provisions of the law on securities and the stock market.

**XV. COMPANY AUDIT**

**Điều 51. Auditing**

1. The General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide

on one of these units to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.

2. The independent auditing company shall examine, confirm, prepare audit reports and submit them to the Board of Directors. The time limit for preparing reports must comply with the provisions of law on financial reports. The audit report shall be attached to the Company's annual financial report.

3. The independent auditor performing the audit of the Company's financial statements is entitled to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders and to express opinions at the meeting on issues related to the audit of the Company's financial statements.

## **XVI. BUSINESS SEAL**

### **Điều 52. Company seal**

1. Seals include seals made at seal engraving establishments or seals in the form of digital signatures according to the provisions of law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form and content of the seal of the Company, branches and representative offices of the Company (if any).

3. The Board of Directors and General Director use and manage the seal in accordance with current laws.

## **XVII. DISSOLUTION OF COMPANY**

### **Điều 53. Dissolution of Company**

1. The company may be dissolved in the following cases:

- a) The term of operation stated in the Company Charter ends without a decision to extend;
- b) According to resolutions and decisions of the General Meeting of Shareholders;
- c) The Business Registration Certificate is revoked, except in cases where the Law on Tax Administration provides otherwise;
- d) Other cases as prescribed by law.

2. The dissolution of the Company before the deadline (including the extended deadline) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) according to regulations.

### **Điều 54. Liquidation**

1. At least 06 (six) months before the end of the Company's term of operation or after the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent

experts. All expenses related to the liquidation shall be paid by the Company prior to other debts of the Company.

2. The Liquidation Board is responsible for reporting to the Business Registration Office on the date of establishment and the date of commencement of operations. From that time on, the Liquidation Board represents the Company in all matters related to the Company's liquidation before the Court and administrative agencies.

3. The proceeds from the liquidation shall be paid in the following order:

- a) Liquidation costs;
- b) Debts of wages, severance pay, social insurance and other benefits of employees according to collective labor agreements and signed labor contracts;
- c) Tax debt;
- d) Other debts of the Company;
- d) The remainder after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall have priority in payment.

## **XVIII. INTERNAL DISPUTE RESOLUTION**

### **Điều 55. Internal dispute resolution**

1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the Company's Charter, other legal provisions or agreements between:

- a) Shareholders with the Company;
- b) Shareholders with the Board of Directors, Audit Committee, General Director or other executives;

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and shall request each party to present information relating to the dispute within 10 working days from the date the dispute arises. In the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the appointment of an independent expert to act as a mediator for the dispute resolution process.

2. In case no conciliation decision is reached within 06 (six) weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, a party may bring the dispute to Arbitration or a competent Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Payment of court costs shall be made according to the Court's judgment.

## **XIX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER**

### **Điều 56. Company Charter**

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In case the law has provisions related to the Company's operations that are not mentioned in this Charter or in case there are new provisions of law that are different from the provisions in this Charter, the provisions of that law shall naturally be applied and regulate the Company's operations.

## **XX. EFFECTIVE DATE**

### **Điều 57. Effective Date**

1. This Charter consists of 20 sections and 57 words. This Charter was approved by the Company's 2025 Annual General Meeting of Shareholders on June 14, 2025 in Hanoi and the full text of this Charter was approved.
2. This charter is kept at the Company's head office.
3. This Charter is the sole and official of the Company.
4. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total number of members of the Board of Directors.

**LEGAL REPRESENTATIVE**



*Binh Dinh, June 06, 2025*

**RULES**  
**ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS**  
**(TERM 2022 – 2027)**  
**AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*Base:*

- *Enterprise Law No. 59/2020/QH14 was passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (hereinafter referred to as the Enterprise Law);*
- *Charter of organization and operation of An Truong An Joint Stock Company.*

The 2025 Annual General Meeting of Shareholders of An Truong An Joint Stock Company (hereinafter referred to as the Company) will conduct the election of additional members of the Board of Directors ("BOD") for the 2022 - 2027 term according to the following contents:

**I. SUBJECTS AND SCOPE OF APPLICATION**

- This regulation guides the order and procedures for nomination and election of additional members of the Board of Directors of An Truong An Joint Stock Company.
- Candidates participating in election to the Board of Directors are responsible for implementing the contents of this Regulation.
- Shareholders owning voting shares and authorized representatives of shareholders owning voting shares.

**II. REGULATIONS ON ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS (Term 2022 - 2027)**

**Article 1. Term and number of members of the Board of Directors**

- Number of additional elected Board members: 01 person. Of which, number of independent Board members: 01 person;
- Board member term: 2022-2027
- Number of candidates for Board of Directors: unlimited

**Article 2. Standards for Board of Directors members**

**a) Board of Directors Membership Standards**

Members of the Board of Directors must meet the standards and conditions specified in the Company Charter and Clause 1, Article 155 of the Law on Enterprises. Specifically:

- Board members must have the following standards and conditions:
- Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;

- Have professional qualifications and experience in business administration or in the company's business field, industry or profession and do not necessarily have to be a shareholder of the company, unless otherwise provided in the Company Charter;
- A member of the Board of Directors of a company may concurrently be a member of the Board of Directors of another company;
- For state-owned enterprises as prescribed in Point b, Clause 1, Article 88 of the Law on Enterprises and subsidiaries of state-owned enterprises as prescribed in Clause 1, Article 88 of the Law on Enterprises, members of the Board of Directors must not be family relatives of the Director, General Director and other managers of the company; of managers, persons with authority to appoint managers of the parent company.

#### **b) Standards for independent board members**

Independent members of the Board of Directors must meet the standards and conditions specified in the Company Charter and Article 155 of the Enterprise Law. Specifically:

- Not being a person currently working for the company, parent company or subsidiary of the company; not being a person who has worked for the company, parent company or subsidiary of the company for at least the previous 3 consecutive years;
- Not a person receiving salary or remuneration from the company, except for allowances that Board of Directors members are entitled to according to regulations;
- Not being a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the company; is a manager of the company or a subsidiary of the company;
- Not being a person who directly or indirectly owns at least 01% of the total number of voting shares of the company;
- Not a person who has been a member of the Board of Directors of the company for at least the previous 05 consecutive years, except in the case of being appointed for 02 consecutive terms.

#### **Article 3. Procedures for nominating and running for membership of the Board of Directors**

- Shareholders who are qualified to run for election and nominate candidates to elect members of the Board of Directors according to the Charter of organization and operation of An Truong An Joint Stock Company have the right to run for election and nominate 03 days before the General Meeting of Shareholders.
- According to the provisions of Clause 3, Article 12, Part VI of the Charter of An Truong An Joint Stock Company (2024), ordinary shareholders have the right to aggregate their voting rights to nominate candidates for the Board of Directors :
  - A shareholder or group of shareholders holding from 05 % to less than 10 % of the voting shares may nominate one (01) candidate;
  - Shareholders or groups of shareholders holding from 10% to less than 30% may nominate a maximum of two (02) candidates;
  - Shareholders or groups of shareholders holding from 30% to less than 40% may nominate up to three (03) candidates;

- A shareholder or group of shareholders holding from 40% to less than 50% may nominate a maximum of four (04) candidates;
  - A shareholder or group of shareholders holding from 50% to less than 60% may nominate a maximum of five (05) candidates;
  - A shareholder or group of shareholders holding from 60% to less than 70% may nominate a maximum of six (06) candidates;
  - A shareholder or group of shareholders holding from 70% to 80% may nominate a maximum of seven (07) candidates;
  - A shareholder or group of shareholders holding from 80% to less than 90% may nominate up to eight (08) candidates.
- In case the number of Board of Directors candidates through nomination and candidacy is still not enough, the current Board of Directors can nominate additional candidates. The mechanism for the current Board of Directors to nominate Board of Directors candidates must be clearly announced and approved by the General Meeting of Shareholders before conducting the nomination according to the provisions of law (candidates nominated by the current Board of Directors must meet the criteria in Article 2, Part II of this Regulation).

#### **Article 4. Nomination and candidacy documents for members of the Board of Directors**

Nomination and candidacy documents for Board of Directors members include:

- Nomination form for Board of Directors members (according to form No. 01);
- CV of Board of Directors candidate (according to form No. 02);
- Notarized copies of candidate's documents: Identity card/Citizen identification card, certificate of professional qualifications and educational level (if any).
- Documents proving/confirming the number of shares owned or authorized to own as of the record date of shareholders exercising the right to attend the 2025 Annual General Meeting of Shareholders (Last Registration Date: May 5, 2025).
- Agreement document to establish a group of shareholders to nominate members of the Board of Directors (according to form No. 03), (If shareholders establish a group of shareholders to nominate candidates).
- Other relevant documents (if any)

Only candidacy and nomination dossiers that fully meet the candidacy/nomination conditions and candidates who fully meet the corresponding conditions of a member of the Board of Directors will be included in the official candidate list presented at the General Meeting of Shareholders of An Truong An Joint Stock Company for election.

Candidates/nominees for Board of Directors members are responsible before the law and the General Meeting of Shareholders for the honesty and accuracy of the content of their candidacy/nomination documents.

**Nomination and candidacy documents for Board of Directors members must be sent to the Company's headquarters before 4:00 p.m. on June 11, 2025 at the following address:**

## **Organizing Committee of the 2025 Annual General Meeting of Shareholders - An Truong An Joint Stock Company**

**Mailing address: Building No. 132 Mai Hac De, Le Dai Hanh Ward, Hai Ba Trung District, Hanoi**

### **Article 5. Principles for electing members of the Board of Directors**

- Pursuant to Clause 3, Article 148 of the 2020 Law on Enterprises, voting to elect members of the Board of Directors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to concentrate all or part of their total votes on one or several candidates.
- The election of members of the Board of Directors is carried out at the Congress by cumulative voting with secret ballot.
- Cumulative voting method: each shareholder/authorized representative has a total number of votes corresponding to the number of shares owned/represented (x) with the number of elected members.
- Shareholders have the right to vote all or part of their total votes for one or several candidates, the remaining votes may not be voted for any candidate. The total number of votes for candidates must not exceed the total number of votes entitled to vote stated in the shareholder information section of the ballot.

### **Article 6. Ballots and how to record ballots**

- Each shareholder/authorized representative attending the General Meeting will be given 01 (one) ballot for voting for a member of the Board of Directors by the shareholder registration code.
- The ballots are stamped with the Company's seal, each ballot has the total number of shares owned/authorized, the total maximum number of voting rights is calculated according to the principle of cumulative voting. When shareholders/authorized representatives are given ballots, they must check the information about the code number and number of shares, number of votes written on the ballot, if there is any error, they must notify immediately at the time of receiving the ballot.
- Shareholders/authorized representatives must fill in all required information on the ballot.
- In case of incorrect recording, shareholders request the Organizing Committee to change to another ballot;

### **Article 7. Valid ballots**

- a) Regarding form: Valid ballots are ballots according to pre-printed forms issued by the Organizing Committee of the General Meeting, with the Company's seal, written in ink, without erasures or corrections, and must have the signature of the shareholder or the shareholder's authorized representative.
- b) About content:
  - Shareholders and authorized representatives must fill in all required information on the ballot.

- The total number of voting rights for candidates of a shareholder in the ballot must not exceed the total number of voting rights that the shareholder owns/is authorized to have.
- Ballots must be submitted before the ballot box is unsealed by the Counting Committee.

## **Article 8. Ballot Counting Committee, voting and counting principles**

### **1. Counting Committee**

- The Ballot Counting Committee is nominated by the Chairman and approved by the General Meeting of Shareholders.
- Members of the Ballot Counting Committee may not be included in the list of nominees and candidates for the Board of Directors.
- The Counting Committee is responsible for:
  - + Through the Election Regulations
  - + Introduce and distribute ballots
  - + Check and monitor voting
  - + Organize vote counting
  - + Prepare minutes and announce election results before the Congress
- The Ballot Counting Committee must ensure honesty and confidentiality during the vote counting process. The Ballot Counting Committee is responsible to the Congress for the accuracy of the vote counting results. After counting the votes, the Ballot Counting Committee must prepare a record of the vote counting results, announce it to the Congress, then seal the ballots and hand over the election-related data to the Congress Chairman.

### **2. Principles of voting and counting**

- The Ballot Counting Committee checks the ballot boxes in the presence of shareholders.
- Voting begins after the list of candidates is finalized and ends when the last shareholder casts his or her ballot into the ballot box.
- The counting of votes must take place immediately after the voting ends.
- The vote counting results are recorded in writing and announced by the Head of the Vote Counting Committee before the Congress.

### **3. Principles of election**

- Elected members of the Board of Directors are determined according to the total number of voting rights elected from high to low, starting from the candidate with the highest total number of voting rights elected until the number of Board of Directors members required to be elected is sufficient.
- In case there are candidates with equal percentage of total voting rights and need to be eliminated to reach the required number of elected members, the person who owns or represents more shares will be selected. If the number of shares owned or represented is also equal, a re-election will be held between these candidates to select.

### **4. Prepare and publish the Minutes of the vote counting**

- After counting the votes, the Vote Counting Committee must prepare a vote counting record. The content of the vote counting record includes: Total number of shareholders attending the meeting, total number of shareholders participating in voting, number of valid votes, number of invalid votes, number of blank votes, number and percentage of voting rights for each candidate for the Board of Directors.
- The full text of the Minutes of the vote counting must be announced before the Congress.
- Complaints about the election results will only be considered at the General Meeting, shareholders may not object to this validity at any other time. In case of disagreement about the election procedure or the election results, the Ballot Counting Committee will re-examine and ask for the General Meeting's opinion for decision.

### **III. TERMS OF IMPLEMENTATION**

This Regulation is the legal basis for the order and procedures for nomination, candidacy, and election of additional members of the Board of Directors of An Truong An Joint Stock Company (term 2022 - 2027) and is approved at the 2025 Annual General Meeting of Shareholders held on June 14, 2025.

**On behalf of the Board of Directors**

**Recipient:**

- Board of Directors;
- Congress Organizing Committee;
- Company Shareholders;
- Save VT.

**CHAIRMAN**

***(Signed)***

**Nguyen Huu Phu**

**AN TRUONG AN  
JOINT STOCK COMPANY**

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No. ....../2025/NQ-ĐHĐCĐ/ATG

**SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom - Happiness**

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Hanoi, June 14<sup>th</sup>, 2025

**Attend grass RESOLUTION**

- Base keep Law Business career number Base keep Business Law number 59/2020/QH14 by Quocfestival water Socialist Republic of Vietnam adopted on June 17, 2020;
- Base keep Regulations Labour An Truong Joint Stock Company An;
- Base keep Rules regime nest function Grand festival copper neck winter often year (Shareholders' Meeting TN) year 2024 SatisfiedOkay General Meeting of Shareholders Company An Truong Joint Stock Company An (“ATG”) through day June 14, 2025;
- Base keep Record copy meeting Grand festival copper neck winter often year year 2025 belong to ATG day06/14/2025..

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025  
LABOUR TY NECK SECTION SCHOOL AN**

**RESOLVE RESOLUTION**

**Article 1.** Information via Newspaper fox active action of Festival co-administrator year 2024 and plan plan dynamicyear 2025.

**Article 2.** Approval of the 2024 Business and Production Activity Report of the Board of Directors and plan plan 2025

**Article 3 .** Information via Newspaper fox active dynamic belong to Commission you check maths year 2024 and determine direction activedynamic year 2025

**Article 4.** Information via Newspaper fox Resources main (Financial Statements) year 2024 Satisfied Okay check math and choice select single taste check math/control consider Financial Statements year 2025 ; no remuneration for the Board of Directors in 2024 and proposed remuneration for the Board of Directors in 2025; No stool coordinate profit profit year 2024 by Labour company still still hole Accumulate next

**Article 5 .** Dismissal and election of additional members of the Board of Directors

**Article 6.** Adding business lines and amending the Charter

**Article 7.** Approval of the plan to offer individual shares to professional securities investors

**Article 8.** Information via owner contract contract, transaction with the beside relate to belong to Company

**Article 9.** Through the investment plan to buy shares in the energy industry.

**Article 10.** Information via Rules regime vote elect supplement fig wall pill Festival copper management treat (mission) period 2022 –2027)

**Article11.** Information via Name book application elect pill wall pill Festival copper management treat (mission) period 2022 –2027)

**Article 12.** Information via conclude fruit vote elect supplement fig wall pill Festival copper management treat (mission) period 2022 –2027)

STT	Candidates are vote	Position service Okay vote	Number vote vote	Proportion (%)	Conclude fruit
1	Dao Thi Nga	Wall pill Board of Directors toxic set up	....	...	....

**Article 13.** Approval of the policy to dissolve the company branch.

**Article 14. Article exam onion**

This Resolution was voted and passed by the 2025 Annual General Meeting of Shareholders.via Full text at the Congress and effective execution from June 14, 2025.

Festival copper management treat, You Total Supervisor foreman company and departments together individuals Havelink responsible and accountable implementation of this Resolution..

***Place receive:***

- *The Company shareholders company (for b/c);*
- *Board of Directors (to know);*
- *Board of Directors Governor (to present);*
- *Save HC.*

**On behalf of the Board of Directors**

**CHAIRMAN**

*(Signed)*

**NGUYEN HUU PHU**