

No. 070801/NQ-HDQT

Thai Nguyen, August 7, 2025

RESOLUTION

Regarding approving the implementation of the plan to issue ESOP shares, approving the regulation on the issuance of ESOP shares and the list of employees eligible to buy ESOP shares in 2025

BOARD OF DIRECTORS TNG INVESTMENT AND TRADING JOINT STOCK COMPANY

*Pursuant to the Law on Enterprises No. 59/2020/QH14;
Pursuant to the Law on Securities No. 54/2019/QH14;
Pursuant to the Charter of TNG Investment and Trading Joint Stock Company;
Pursuant to Resolution No. 162/2025/NQ-DHDCD dated 20/04/2025 of the 2025
Annual General Meeting of Shareholders of TNG Investment and Trading Joint Stock
Company;*

Pursuant to the actual situation of the Company's capital demand;

*Pursuant to the Minutes of the Board of Directors No. 070801A/BB-HDQT dated
07/08/2025 of the Board of Directors of TNG Investment and Trading Joint Stock
Company;*



RESOLUTION

Article 1.

Approving the implementation of the plan to issue shares under the Employee Stock Ownership Plan in 2025 as follows:

- Name of issuer: TNG Investment and Trading Joint Stock Company
- Name of issued shares: Shares of TNG Investment and Trading Joint Stock Company
- Stock code: TNG
- Charter capital before issuance: VND 1,226,012,060,000
- Number of outstanding shares before issuance: 122,601,206 shares
- Maximum number of issued shares: 6,130,060 shares
- The number of shares issued to employees is restricted from transferring within 03 years from the date of completion of the issuance
- Issue price: 10,000 VND/share.
- Person to be offered: Chairman of the Board of Directors, Members of the Board of Directors (except for independent members of the Board of Directors), Board of General Directors, Chief Accountant and employees who have signed labor contracts with the Company according to the standards in the Regulation on the

issuance of ESOP shares approved in Article 3 of this Resolution. The list of selected laborers is approved in Article 4 of this Resolution.

- Plan to use the equity from the issuance of shares under the Employee Stock Ownership Plan in 2025: The total amount expected to be collected from the issuance of shares under the Employee Stock Ownership Plan in 2025 will be used to supplement working capital for the Company's production and business activities. Specifically, payment for the purchase of raw materials to suppliers.
- Implementation time: It is expected in 2025, after being licensed by the State Securities Commission to offer shares.

Article 2.

Approving the commitment to issue shares under the Employee Stock Ownership Plan in 2025 to meet the regulations on foreign ownership ratio as prescribed by law in case of issuance to employees who are foreign investors.

Article 3.

Approving the Regulation on the issuance of shares under the Employee Stock Ownership Plan 2025 (ESOP 2025) with detailed regulations on the criteria for employees to participate in the program, the principles of determining the selling price and the implementation time.

Article 4.

Approving the List of employees eligible to buy shares under the employee option program 2025 (ESOP 2025).

Article 5.

Approving the implementation of securities registration at the Vietnam Securities Depository and Clearing Corporation and registration for listing of shares on the Stock Exchange after completing the offering.

Article 6.

The Board of Directors, the Board of General Directors, the Accounting Department and relevant units and individuals shall be responsible for the implementation of this Resolution./.

Recipient:

- As in Articles 4 and 6;
- Board of Directors (to know),
- Auditing Department (for coordination);
- Save: office.

ON BEHALF OF THE BOD
CHAIRMAN
CHỦ TỊCH
NGUYỄN VĂN THỜI



No.: 070801A/BB-HDQT

Thai Nguyen, August 7, 2025

**MINUTES OF THE BOARD OF DIRECTORS MEETING
TNG INVESTMENT AND TRADING JOINT STOCK COMPANY**

Company: TNG Investment and Trading Joint Stock Company (hereinafter referred to as the "Company")

Address: No. 434/1 - Bac Kan Street - Phan Dinh Phung Ward - Thai Nguyen Province.

Enterprise Registration Certificate No. 4600305723 issued by the Department of Planning and Investment of Thai Nguyen province for the first time on 02/01/2003.

I. TIME AND PLACE

- Time: 15:00 p.m. on August 7, 2025.

- Location: No. 434/1 - Bac Kan Street - Phan Dinh Phung Ward - Thai Nguyen Province.

II. PARTICIPANTS

- Participants:

No	Member of the Board of Directors	Position
1	Mr. Nguyen Van Thoi	Chairman of the BOD
2	Mr. Nguyen Duc Manh	Vice Chairman of the BOD
3	Mr. Nguyen Manh Linh	Member of the BOD
4	Mr. Nguyen Hoang Giang	Member of the BOD
5	Ms. Doan Thi Thu	Member of the BOD
6	Ms. Ha Thi Tuyet	Member of the BOD
7	Mr. Dao Duc Thanh	Member of the BOD

- The chairman of the meeting: **Mr Nguyen Van Thoi - Chairman of the BOD**

-Secretary: **Ms Nguyen Thuy Ngan - Company Secretary**

- Absences: 0

Members attending the meeting reached 7/7 members of the Board of Directors, eligible to conduct the meeting.

III. ISSUES TO BE DISCUSSED AND VOTED ON AT THE MEETING

1. Discussion issues:

- The Board of Directors of the company meets to discuss and vote to approve the implementation of the plan to issue shares under the ESOP in 2025;

- Approving the commitment to issue shares under the option program for employees in 2025 to meet the regulations on foreign ownership ratio as prescribed by law in case of issuance to employees who are foreign investors;

- Approving the Regulation on the issuance of shares under the Employee Stock Ownership Plan 2025 (ESOP 2025) with detailed regulations on the criteria for employees to participate in the program, the principles for determining the selling price and the implementation time;

- Approving the List of employees eligible to buy shares under the Employee Stock Ownership Plan 2025 (ESOP 2025);

- Approving the implementation of securities registration at the Vietnam Securities Depository and Clearing Corporation and register for listing of shares on the Stock Exchange after completing the offering.

2. Vote to approve the issue:

2.1. Approving the implementation of the plan to issue shares under the option program for employees in 2025

- Voting results:

+ Approve: 7/7 members have voting rights, reaching the rate of 100% of the total number of voting votes

+ Disapprove: 0/7 members have voting rights, reaching the rate of 0% of the total number of voting votes

+ No opinion: 0/7 members have voting rights, reaching the rate of 0% of the total voting votes

2.2. Approving the commitment to issue shares under the program of option for employees in 2025 to meet the regulations on foreign ownership ratio as prescribed by law in case of issuance to employees who are foreign investors

- Voting results:

+ Approve: 7/7 members have voting rights, reaching the rate of 100% of the total number of voting votes

+ Disapprove: 0/7 members have voting rights, reaching the rate of 0% of the total number of voting votes

+ No opinion: 0/7 members have voting rights, reaching the rate of 0% of the total voting votes

2.3. Approving the Regulation on the issuance of shares under the Employee Stock Ownership Plan 2025 (ESOP 2025) with detailed regulations on the criteria for employees to participate in the program, the principles for determining the selling price and the implementation time.



Details are according to the accompanying ESOP issuance regulations.

- Voting results:

- + Approve: 7/7 members have voting rights, reaching the rate of 100% of the total number of voting votes

- + Disapprove: 0/7 members have voting rights, reaching the rate of 0% of the total number of voting votes

- + No opinion: 0/7 members have voting rights, reaching the rate of 0% of the total voting votes

2.4. Approving the List of employees eligible to buy shares under Employee Stock Ownership Plan 2025 (ESOP 2025)

2.4.1. Mr. Nguyen Van Thoi – Chairman of the Board of Directors

- Members who do not participate in voting: 01 (Mr. Nguyen Van Thoi due to having direct interests).

- Voting results:

- + Approve: 6/6 members have voting rights, reaching 100% of the total number of voting votes

- + Disapprove: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

- + No opinion: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

2.4.2. Mr. Nguyen Duc Manh – Vice Chairman of the Board of Directors

- Members who do not participate in voting: 01 (Mr. Nguyen Duc Manh due to direct interests).

- Voting results:

- + Approve: 6/6 members have voting rights, reaching 100% of the total number of voting votes

- + Disapprove: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

- + No opinion: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

2.4.3. Mr. Nguyen Manh Linh – Member of the Board of Directors

- Members who do not participate in voting: 01 (Mr. Nguyen Manh Linh due to having direct interests).

- Voting results:

- + Approve: 6/6 members have voting rights, reaching 100% of the total number of voting votes

+ Disapprove: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

+ No opinion: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

2.4.4. Ms. Doan Thi Thu – Member of the Board of Directors

- Members who do not participate in voting: 01 (Ms. Doan Thi Thu due to having direct interests).

- Voting results:

+ Approve: 6/6 members have voting rights, reaching 100% of the total number of voting votes

+ Disapprove: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

+ No opinion: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

2.4.5. Mr. Dao Duc Thanh – Member of the Board of Directors

- Members who do not participate in voting: 01 (Mr. Dao Duc Thanh due to having direct interests).

- Voting results:

+ Approve: 6/6 members have voting rights, reaching 100% of the total number of voting votes

+ Disapprove: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

+ No opinion: 0/6 members have voting rights, reaching the rate of 0% of the total voting votes

2.4.6. The remaining personnel on the list in the accompanying ESOP issuance regulations

- Voting results:

+ Approve: 7/7 members have voting rights, reaching the rate of 100% of the total number of voting votes

+ Disapprove: 0/7 members have voting rights, reaching the rate of 0% of the total number of voting votes

+ No opinion: 0/7 members have voting rights, reaching the rate of 0% of the total voting votes

2.5. Approving the registration of securities at the Vietnam Securities Depository and Clearing Corporation and the registration of listing of shares on the Stock Exchange after the completion of the offering



- Voting results:
- + Approve: 7/7 members have voting rights, reaching the rate of 100% of the total number of voting votes
- + Disapprove: 0/7 members have voting rights, reaching the rate of 0% of the total number of voting votes
- + No opinion: 0/7 members have voting rights, reaching the rate of 0% of the total voting votes

IV. ISSUES APPROVED

- Approving the implementation of the plan to issue shares under the Employee Stock Ownership Plan 2025.
- Approving the commitment to issue shares under the option program for employees in 2025 to meet the regulations on foreign ownership ratio as prescribed by law in case of issuance to employees who are foreign investors.
- Approving the Regulation on the issuance of shares under the Employee Stock Ownership Plan (ESOP 2025) with detailed regulations on the criteria for employees to participate in the program, the principles for determining the selling price and the implementation time.
- Approving the List of employees eligible to buy shares under the 2025 Employee Stock Ownership Plan (ESOP 2025).
- Approving the implementation of securities registration at the Vietnam Securities Depository and Clearing Corporation and register for listing of shares on the Stock Exchange after completing the offering.

This minute was made at 15:30 p.m. on the same day, the Secretary of the meeting read it to the members.

CHAIRMAN
CHAIRMAN OF THE BOARD OF
DIRECTORS



NGUYEN VAN THOI

SECRETARY

A blue ink signature, likely of the Secretary, written in a stylized cursive script.

NGUYEN THUY NGAN