

Phụ lục VI
Appendix VI

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

*(Ban hành kèm theo Quyết định số 21/QĐ-SGDVN ngày 21/12/2021 của Tổng Giám đốc Sở
Giao dịch Chứng khoán Việt Nam về Quy chế Công bố thông tin tại Sở Giao dịch Chứng
khoán Việt Nam)*

*(Issued with the Decision No. 21/QĐ-SGDVN on 21/12/2021 of the CEO of Vietnam
Exchange on the Information Disclosure Regulation of Vietnam Exchange)*

TỔNG CÔNG TY SONADEZI
SONADEZI COOPERATION
CÔNG TY CỔ PHẦN
SONADEZI LONG THÀNH
SONADEZI LONG THANH
SHAREHOLDING CO.,

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Số:49...../SZL-HĐQT

..., ngày 26 tháng 03 năm 2026
..., day ... month ... year ...

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

**Kính gửi: Sở Giao dịch Chứng khoán Việt Nam/ Sở Giao dịch Chứng khoán Hà
Nội/ Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh**
To: Vietnam Exchange/ Hanoi Stock Exchange/ Hochiminh Stock Exchange

1. Tên tổ chức/Name of organization:

CÔNG TY CỔ PHẦN SONADEZI LONG THÀNH
SONADEZI LONG THANH SHAREHOLDING COMPANY

- Mã chứng khoán/Mã thành viên/ Stock code/ Broker code: SZL
- Địa chỉ/Address: KCN Long Thành, xã An Phước, tỉnh Đồng Nai.
Long Thanh IZ, An Phuoc Commune, Dong Nai Province
- Điện thoại liên hệ/Tel.: 02513 514 494 Fax: 02513 514 499
- E-mail: longthanhiz@szl.com.vn

2. Nội dung thông tin công bố/Contents of disclosure:

Công ty Cổ phần Sonadezi Long Thành công bố thông tin Dự thảo Tài liệu Đại
hội đồng cổ đông thường niên năm 2026. (Đính kèm nội dung Dự thảo)

*Sonadezi Long Thanh Shareholding Company hereby discloses the Draft
documents for the 2026 Annual General Meeting of Shareholders (attached hereto).*

(Đối với trường hợp đính chính hoặc thay thế thông tin đã công bố cần giải trình rõ nguyên nhân đính chính hoặc thay thế)/*In case of correction or replacement of previously disclosed information, explanation is needed*)

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 26/3/2026 tại đường dẫn <http://www.szl.com.vn>/This information was published on the company's website on March 26, 2026, as in the link <http://www.szl.com.vn>.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/Attached documents:

Tài liệu liên quan đến nội dung thông tin công bố/ Documents on disclosed information.

Đại diện tổ chức

Organization representative

Người đại diện theo pháp luật/Người UQ CBTT
Legal representative/ Person authorized to disclose inform

(Ký, ghi rõ họ tên, chức vụ, đóng dấu)

(Signature, full name, position, and seal)



Phạm Anh Tuấn

SONADEZI LONG THANH SHAREHOLDING COMPANY



DRAFT



SONADEZI
LONG THANH
MEMBER OF SONADEZI

PROFILE
2026 ANNUAL GENERAL MEETING OF
SHAREHOLDERS



On April 17, 2026



SONADEZI CORPORATION
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ
An Phuoc Commune, Dong Nai Province
Viet Nam

Tel: 0251.3514494/96
Fax: 0251.3514492/99
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Dong Nai, On April 17, 2026

VOTING CARD

No. 01

**Election of Members of the Board of Directors
Term VI (2026–2031)**

SONADEZI LONG THANH SHAREHOLDING COMPANY ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 April 17, 2026	
Full name of shareholder / shareholder's representative: ID/Passport No:	Signature of shareholder / shareholder's representative
Number of shares owned/represented:	Total number of voting rights: Shares. (Number of shares owned/represented) × (number of members to be elected)

After reviewing the list of candidates for the Board of Directors, I agree to vote for the following candidates to the Board of Directors of Sonadezi Long Thành Shareholding Company:

No.	Full Name	Number of Votes
1	Mr/Ms	
2	Mr/Ms	
3	Mr/Ms	
4	Mr/Ms	
5	Mr/Ms	
6	Mr/Ms	
7	Mr/Ms	
Total		

Instructions:

1. Each shareholder/shareholder's representative may vote for a maximum number of candidates equal to the number of members to be elected (07 candidates).
2. When voting for a candidate, the shareholder/shareholder's representative shall clearly indicate the number of votes in the "Number of Votes" column corresponding to that candidate.
3. If not voting for a candidate, the shareholder/shareholder's representative shall enter "0" in the "Number of Votes" column corresponding to that candidate. Do not mark "X", do not leave it blank, and do not only indicate the total number of votes.
4. The total number of votes allocated to all candidates must not exceed the total number of voting rights of the shareholder/shareholder's representative as indicated on the voting card.



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Dong Nai, On April 17, 2026

VOTING CARD

No. 02

**Election of Members of the Supervisory Board
Term VI (2026–2031)**

SONADEZI LONG THANH SHAREHOLDING COMPANY ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 April 17, 2026	
Full name of shareholder / shareholder's representative: ID/Passport No:	Signature of shareholder / shareholder's representative
Number of shares owned/represented:	Total number of voting rights: Shares. (Number of shares owned/represented) × (number of members to be elected)

After reviewing the list of candidates for the Supervisory Board, I agree to vote for the following candidates to the Supervisory Board of Sonadezi Long Thành Shareholding Company:

No.	Full Name	Number of Votes
1	Mr/Ms ...	
2	Mr/Ms ...	
3	Mr/Ms ...	
Total		

Instructions:

1. Each shareholder/shareholder's representative may vote for a maximum number of candidates equal to the number of members to be elected (03 candidates).
2. When voting for a candidate, the shareholder/shareholder's representative shall clearly indicate the number of votes in the "Number of Votes" column corresponding to that candidate.
3. If not voting for a candidate, the shareholder/shareholder's representative shall enter "0" in the "Number of Votes" column corresponding to that candidate. Do not mark "X", do not leave it blank, and do not only indicate the total number of votes.
4. The total number of votes allocated to all candidates must not exceed the total number of voting rights of the shareholder/shareholder's representative as indicated on the voting card.



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Dong Nai, On April 17, 2026

VOTING CARD
No. 03

SONADEZI LONG THANH SHAREHOLDING COMPANY ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 April 17, 2026	
Full name of shareholder / shareholder's representative: ID/Passport No: Number of shares owned/represented: shares	Signature of shareholder / shareholder's representative

No.	Voting Item	Approve	Disapprove	Abstain
1.	The agenda of the 2026 Annual General Meeting of Shareholders			
2.	The Meeting Working Regulations			
3.	The Voting Regulations of the 2026 AGM			
4.	The Audited Financial Statements for 2025			
5.	Report on business performance in 2025 and Term V (2021–2026); Business plan for 2026 and orientation for Term VI (2026–2031)			
6.	Proposal on the distribution of after-tax profits and dividend payout ratio for 2025; proposed profit distribution plan and expected dividend payout ratio for 2026.			
7.	Report on the activities of the Board of Directors in 2025 and Term V (2021–2026);			

No.	Voting Item	Approve	Disapprove	Abstain
	operational orientation for 2026 and Term VI (2026–2031).			
8.	Proposal for approval of remuneration/salaries of the Board of Directors and the Supervisory Board for 2025 and proposed remuneration/salaries for 2026.			
9.	Report of the Supervisory Board on inspection and supervision of the Company’s operations in 2025 and Term V (2021–2026).			
10.	Proposal for approval of the selection of the auditing firm for the 2026 financial statements.			
11.	Assessment reports of the Independent Members of the Board of Directors for 2025.			
12.	Proposal for amendments to the Company’s Charter.			
13.	Proposal for amendments to the Internal Regulation on Corporate Governance.			
14.	Proposal for approval of the plan to issue shares for dividend payment to increase the Company’s charter capital.			
15.	Proposal for approval of the list of nominees for members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).			

Instructions:

Shareholders shall cast their votes by marking (X) in **ONE** of the following options: “**Approve**”, “**Disapprove**”, or “**Abstain**” for each voting item.



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Dong Nai, On April 17, 2026

VOTING CARD

No. 04

SONADEZI LONG THANH SHAREHOLDING COMPANY ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 April 17, 2026				
Full name of shareholder / shareholder's representative:		Signature of shareholder / shareholder's representative		
ID/Passport No:				
Number of shares owned/represented: shares				
No.	Voting Item	Approve	Disapprove	Abstain
1	Approval of the Resolution of the 2026 Annual General Meeting of Shareholders.			
2	Approval of the Minutes of the 2026 Annual General Meeting of Shareholders..			

Instructions:

Shareholders shall cast their votes by marking (X) in **ONE** of the following options: **“Approve”**, **“Disapprove”**, or **“Abstain”** for each voting item.



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**LIST OF DOCUMENTS FOR THE 2025 ANNUAL GENERAL MEETING OF
 SHAREHOLDERS SONADEZI LONG THANH SHAREHOLDING COMPANY**
Dated April 17, 2026

No.	Contents
1	List of documents for the Annual General Meeting of Shareholders.
2	Agenda of the Annual General Meeting of Shareholders.
3	Working Regulations of the Annual General Meeting of Shareholders.
4	Voting Regulations at the Annual General Meeting of Shareholders.
5	Election Regulations for members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).
6	Audited Financial Statements for 2025.
7	Report on business performance in 2025 and business plan for 2026.
8	Proposal on the plan for distribution of after-tax profits for 2025, dividend payout ratio for 2025; and the proposed profit distribution plan and expected dividend payout ratio for 2026.
9	Report on the activities of the Board of Directors in 2025 and Term V (2021–2026); orientation and operational plan for 2026 and Term VI (2026–2031).
10	Proposal for approval of remuneration and salary of the Board of Directors and the Supervisory Board in 2025 and the proposed remuneration and salary for 2026.
11	Report of the Supervisory Board on inspection and supervision of the Company's operations in 2025 and Term V (2021–2026).
12	Proposal for approval of the selection of the auditing firm for 2026.
13	Assessment reports of Independent Members of the Board of Directors for 2025.
14	Proposal on amendments to the Company's Charter.
15	Proposal on amendments to the Internal Regulation on Corporate Governance.
16	Proposal for approval of the plan to issue shares for dividend payment to increase the Company's charter capital.
17	Proposal for approval of the list of nominees for members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).
18	Curriculum Vitae.
19	Voting Card No. 1 – Election of Members of the Board of Directors.
20	Voting Card No. 2 – Election of Members of the Supervisory Board.
21	Voting Card No. 3 – Approval of Meeting Agenda Items.
22	Voting Card No. 4 – Minutes and Resolution.

Dong Nai, April 17, 2026

**REPORT ON VERIFICATION OF SHAREHOLDERS' ELIGIBILITY
TO ATTEND THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
2026 SONADEZI LONG THANH SHAREHOLDING COMPANY**

Today, at 08:30 AM at the Office of Sonadezi Long Thanh Shareholding Company, located at Long Thanh Industrial Zone, An Phuoc Commune, Dong Nai Province, the Shareholder Eligibility Verification Committee has conducted the verification of shareholders attending the General Meeting, with the following results:

1. Total number of shares based on Charter Capital: **29,114,840 shares.**
2. Treasury shares held by the Company: 1,770,300 shares.
3. Total number of voting shares: **27,344,540 shares.**
4. Total number of shareholders as of the record date (March 13, 2026): **754 shareholders, representing 27,344,540 shares.**
5. Total number of shareholders and authorized representatives attending the Meeting today:
 - Number of attending shareholders: shareholders
 - Representing: shares, equivalent to%, exceeding 50% of the total voting shares as of the record date (March 13, 2026).

All shareholders attending the General Meeting of Shareholders have duly presented valid documents verifying their eligibility to participate in the Meeting.

Pursuant to the Law on Enterprises and the current Charter of the Company, the 2026 Annual General Meeting of Shareholders of Sonadezi Long Thanh Shareholding Company, with the above attendance, is valid and qualified to proceed

This report was prepared at AM on April 17, 2026 and has been publicly presented to the General Meeting.

Respectfully submitted.

**ON BEHALF OF THE SHAREHOLDER ELIGIBILITY
VERIFICATION COMMITTEE**

Bui Huyen Tram



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AGENDA FOR THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SONADEZI LONG THANH SHAREHOLDING COMPANY
Date April 17, 2026

No.	Time	Agenda
1	08h00 - 08h30	– Shareholder registration, distribution of meeting documents and voting cards, verification of shareholder eligibility.
2	08h30 – 08h40	– Flag salute. – Opening remarks and introduction of participants.
3	08h40 – 08h45	– Report of the Eligibility Verification Committee.
4	08h45 – 09h00	– Introduction of the Presidium and the Chairperson of the Meeting. – Appointment of the Meeting Secretariat. – Appointment of the Vote Counting Committee.
5	09:00 – 09:10	– Approval of the agenda of the 2026 Annual General Meeting of Shareholders. – Approval of the Meeting Working Regulations. – Approval of the Voting Regulations of the 2026 AGM. – Approval Regulations on the election of members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).
6	09:10 – 09:25	– Presentation of the Audited Financial Statements for 2025. – Report on business performance in 2025 and Term V (2021–2026); Business plan for 2026 and orientation for Term VI (2026–2031). – Proposal on the distribution of after-tax profits and dividend payout ratio for 2025; proposed profit distribution plan and expected dividend payout ratio for 2026.
7	09h25 – 09h40	– Report on the activities of the Board of Directors in 2025 and Term V (2021–2026); operational orientation for 2026 and Term VI (2026–2031). – Proposal for approval of remuneration/salaries of the Board of Directors and the Supervisory Board for 2025 and proposed remuneration/salaries for 2026.
8	09:40 – 09:50	– Report of the Supervisory Board on inspection and supervision of the Company’s operations in 2025 and Term V (2021–2026). – Proposal for approval of the selection of the auditing firm for the 2026 financial statements.
9	09h50 – 10h00	– Assessment reports of the Independent Members of the Board of Directors for 2025.
10	10h00 – 10h10	– Proposal for amendments to the Company’s Charter. – Proposal for amendments to the Internal Regulation on Corporate

		Governance.
11	10h10 – 10h20	<p>– Proposal for approval of the plan to issue shares for dividend payment to increase the Company’s charter capital.</p> <p>– Proposal for approval of the list of nominees for members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).</p>
12	10h20 – 10h30	– Discussion: shareholders’ questions and answers.
13	10h30 – 10h40	<p>– Voting on the following matters:</p> <ul style="list-style-type: none"> • Audited Financial Statements for 2025. • Report on business performance in 2025 and Term V (2021–2026); Business plan for 2026 and orientation for Term VI (2026–2031). • Proposal on the distribution of after-tax profits and dividend payout ratio for 2025; proposed profit distribution plan and expected dividend payout ratio for 2026. • Report on the activities of the Board of Directors in 2025 and Term V (2021–2026); operational orientation for 2026 and Term VI (2026–2031). • Proposal on remuneration/salaries of the Board of Directors and the Supervisory Board for 2025 and the proposed remuneration/salaries for 2026. • Report of the Supervisory Board on the inspection and supervision of the Company’s operations in 2025 and Term V (2021–2026). • Proposal on the selection of the auditing firm for the 2026 financial statements. • Assessment reports of the Independent Members of the Board of Directors for 2025. • Proposal on amendments to the Company’s Charter. • Proposal on amendments to the Internal Regulation on Corporate Governance. • Proposal for approval of the plan to issue shares for dividend payment to increase the Company’s charter capital. • Proposal for approval of the list of nominees for members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).
14	10h40 – 10h45	– Vote Counting Committee presents the election regulations for the Board of Directors and Supervisory Board for Term VI (2026–2031).
15	10h45 – 10h55	<p>– Vote Counting Committee collects and checks Voting Cards No. 01, No. 02 and No. 03.</p> <p>– Tea break (Break No.1).</p>
16	10h55 – 11h05	– The Vote Counting Committee announces the election results of members of the Board of Directors and Supervisory Board for Term VI (2026–2031).

		<p>(Vote counting minutes – Voting Cards No.01, 02).</p> <p>– The Vote Counting Committee announces the vote counting results for Voting Card No. 03.</p> <p>(Vote Counting Minutes – Voting Card No. 03)</p>
17	11h05 – 11h15	<p>– Introduction of the members of the Board of Directors and the Supervisory Board for Term VI to the General Meeting.</p> <p>– Farewell to the members of the Board of Directors and the Supervisory Board of Term V.</p> <p>(Company representatives present flowers and gifts.)</p>
18	11h15 – 11h25	<p>– The Board of Directors convenes a meeting to elect the Chairman for Term VI (2026–2031).</p> <p>– The Supervisory Board convenes a meeting to elect the Head of the Supervisory Board for Term VI (2026–2031).</p> <p>Short break at the meeting venue (10 minutes).</p>
19	11h25 – 11h35	<p>– Announcement of the election result of the Chairman of the Board of Directors for Term VI (2026–2031).</p> <p>(Minutes of the Board of Directors’ Meeting).</p> <p>– Announcement of the election result of the Head of the Supervisory Board for Term VI (2026–2031).</p> <p>(Minutes of the Supervisory Board’s Meeting).</p>
20	11h35– 11h45	<p>– Approval of the Resolution of the 2026 Annual General Meeting of Shareholders.</p> <p>– Approval of the Minutes of the 2026 Annual General Meeting of Shareholders</p>
21	11h45	<p>– The Vote Counting Committee collects and verifies Voting Card No. 04.</p> <p>– Closing flag salute.</p>



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WORKING REGULATIONS
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SONADEZI LONG THANH SHAREHOLDING COMPANY

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company;

The 2026 Annual General Meeting of Shareholders of Sonadezi Long Thanh Shareholding Company shall be organized and conducted in accordance with the following Working Regulations:

Article 1: General Provisions

- 1.1. This Working Regulation is applied for the organization of the 2026 Annual General Meeting of Shareholders of Sonadezi Long Thanh Shareholding Company.
- 1.2. This Regulation specifies the rights and obligations of participants, as well as the conditions and procedures for conducting the Meeting.
- 1.3. Shareholders and participants are responsible for complying with the provisions set forth in this Regulation.

Article 2: Presidium, Chairperson, Rights, and Duties of the Presidium

- 2.1. The Presidium consists of two members: the Chairperson of the Board of Directors (BOD) and a BOD member who is concurrently the General Director. The Chairperson of the BOD shall act as the Chairperson of the General Meeting of Shareholders and preside over the Meeting.
- 2.2. Duties of the Presidium and the Chairperson:
 - Preside over the 2026 Annual General Meeting of Shareholders.
 - Guide delegates and the Meeting during discussions.
 - Present drafts, summarize key issues, and submit them for voting.
 - Respond to issues raised by the Meeting when requested.
- 2.3. Working Principles:
 - Work collectively based on the principles of democratic centralism.
 - Conduct the General Meeting of Shareholders in a lawful, orderly manner.
 - Ensure that the Meeting reflects the collective will of the majority of shareholders and shareholder representatives present.

Article 3: Secretariat, Rights, and Duties of the Secretariat

- 3.1. The Secretariat is nominated by the Presidium and is accountable to the Chairperson and the General Meeting of Shareholders for the performance of its duties.
- 3.2. Duties of the Secretariat:
 - Record the contents of the Meeting fully, accurately, and truthfully.
 - Assist the Chairperson in announcing drafts of documents, conclusions, resolutions of the General Meeting of Shareholders, and any announcements from the Chairperson to shareholders when required.
 - Receive and document questions from shareholders.

Article 4: Vote Counting Committee, Rights, and Duties of the Vote Counting Committee

- 4.1. The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee may be shareholders.
- 4.2. Duties of the Vote Counting Committee:
 - Inspect and supervise the voting process conducted by shareholders and their representatives.
 - Organize the vote counting process.
 - Prepare the Vote Counting Record and announce the results to the General Meeting of Shareholders.
 - Submit the Vote Counting Record to the Chairperson of the Meeting.

Article 5: Verification of Shareholder Eligibility to Attend the Meeting

- 5.1. The Shareholder Eligibility Verification Committee is nominated by the Board of Directors.
- 5.2. The Shareholder Eligibility Verification Committee is responsible for:
 - Verifying the eligibility of shareholders attending the General Meeting.
 - Distributing relevant documents related to the Meeting.
 - Reporting the results of the shareholder eligibility verification to the General Meeting.

Article 6: Rights and Obligations of Shareholders Attending the General Meeting of Shareholders

- 6.1. Attendance Conditions:

Shareholders or authorized representatives holding voting shares of the Company as of the record date (March 13, 2026) are entitled to attend the 2026 Annual General Meeting of Shareholders.
- 6.2. Rights and Obligations of Eligible Shareholders Attending the Meeting:
 - **Identification Requirement:** Each shareholder or authorized representative attending the Meeting must present valid personal identification (ID card/Citizen

ID/Passport, etc.) and the Invitation Letter to the Delegate Eligibility Verification Committee for attendance verification.

- **Meeting Materials:** Each shareholder attending the Meeting will receive a set of documents, including reading materials, voting slips, voting cards, and opinion collection slips. Each slip will indicate the number of shares held. Shareholders must immediately notify the Eligibility Verification Committee of any discrepancies in their information.
- **Maintaining Order:** During the Meeting, shareholders who need to leave the conference hall for personal reasons must do so quietly to avoid disturbing others or disrupting the proceedings.
- **Delegation Restrictions:** An authorized representative attending the Meeting is not permitted to re-authorize another person to attend on their behalf.
- **Behavior and Conduct:** During the Meeting, shareholders must follow the instructions of the Chairperson, behave civilly and respectfully, and avoid actions that could disrupt the Meeting.
- **Confidentiality and Discipline:** Shareholders must maintain confidentiality, follow communication discipline, and properly use and safeguard meeting documents.
- **Compliance with Regulations:** Shareholders and authorized representatives must strictly comply with these Working Regulations. Any violations will be addressed by the Chairperson in accordance with the Law on Enterprises, depending on the severity of the violation.
- **Late Attendance:** Shareholders arriving late may register upon arrival and participate in discussions and voting thereafter. The Chairperson is not responsible for pausing the Meeting to accommodate latecomers, and previously conducted voting sessions will remain valid.

Article 7: Conducting the Meeting

- The General Meeting of Shareholders shall be conducted when shareholders attending the Meeting represent at least **50%** of the total voting shares according to the shareholder list as of the record date, March 13, 2026.

Article 8: Speaking at the Meeting

To avoid repetition during discussions, shareholders are requested to register their comments with the Presidium (through the Meeting Secretariat) using the opinion contribution slip. After the Chairperson responds, if further debate is necessary, shareholders should raise their hands and only speak when invited by the Chairperson.

Each shareholder's speech should not exceed **one (01) minute** and must be concise and to the point.

Article 9: Voting Rules

- 9.1. Voting Method: Shareholders and authorized representatives shall vote on matters at the Meeting by raising their Voting Cards.
- 9.2. Voting Rights: All shareholders and representatives of shareholder groups attending the Meeting have the right to vote on matters within the authority of the General Meeting of Shareholders. Each shareholder's voting rights correspond to the number of shares they own or represent by proxy.
- 9.3. Approval Requirements:
- Matters requiring at least 65% approval of the total votes of attending shareholders:
 - a. Types of shares and the total number of shares of each type.
 - b. Changes in business lines and business sectors
 - c. Changes in the company's management structure.
 - d. Investment projects or asset sales with a value of **35%** or more of the total asset value recorded in the most recent financial statements.
 - e. Reorganization or dissolution of the company.
 - Election of BOD and Supervisory Board Members: The election of members to the Board of Directors and the Supervisory Board shall comply with Clause 3, Article 148 of the Law on Enterprises and the Company's internal governance regulations.
 - Other Matters: All other matters shall be approved if more than **50% of the total votes** of attending shareholders vote in favor.

Article 10: Minutes of the General Meeting of Shareholders

- The Meeting Secretariat is responsible for recording the contents of the Meeting Minutes.
- The Meeting Minutes must be read aloud and approved before the Meeting is adjourned

Article 11: Cases of Unsuccessful Meeting Organization

- If the first meeting fails to meet the conditions specified in Article 7 of these Regulations, a notice of invitation for a second meeting shall be sent **within 30 days** from the scheduled date of the first meeting.
- The second meeting shall be conducted when shareholders attending the meeting represent at least **33%** of the total voting shares of the Company.
- If the second meeting also fails to meet the required conditions, a notice of invitation for a third meeting shall be sent **within 20 days** from the scheduled date of the second meeting. In this case, the third meeting shall be conducted regardless of the total number of voting shares represented by attending shareholders.

Article 12: Implementation Provisions:

- The Working Regulations of the 2026 Annual General Meeting of Shareholders of Sonadezi Long Thanh Shareholding Company consist of 12 articles and take effect immediately upon approval by the General Meeting of Shareholders.

- The Chairperson is responsible for conducting the Meeting in accordance with these Regulations.
- Shareholders, authorized representatives, and other participants attending the Meeting are responsible for complying with the provisions of these Regulations.

**ON BEHALF OF THE ORGANIZING COMMITTEE
CHAIRPERSON**

Nguyen Van Tuan



SONADEZI CORPORATION
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ
An Phuoc Commune, Dong Nai Province
Viet Nam

Tel: 0251.3514494/96
Fax: 0251.3514492/99
Email: longthanhiz@szl.com.vn
Website: <http://www.szl.com.vn>

VOTING RULES
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company.

The voting and vote-counting process for the approval of reports and resolutions at the 2026 Annual General Meeting of Shareholders shall be conducted according to the following principles and rules:

1. All matters to be approved by the General Meeting of Shareholders must be voted on publicly and directly, following the approved meeting agenda.
2. Resolutions of the General Meeting of Shareholders on the following matters shall be approved if they receive at least 65% of the total voting shares of attending shareholders:
 - Types of shares and the total number of shares of each type;
 - Changes in business lines and business sectors;
 - Changes in the Company's management structure;
 - Investment projects or asset sales with a value of 35% or more of the total asset value as recorded in the most recent financial statements;
 - Reorganization or dissolution of the Company.
3. The election of members to the Board of Directors and the Supervisory Board shall comply with Clause 3, Article 148 of the Law on Enterprises and the Company's internal governance regulations.
4. Except for the cases specified in Clauses 1 and 2 of this Article, other resolutions of the General Meeting of Shareholders shall be approved if they receive more than 50% of the total voting shares of attending shareholders.
5. Resolutions of the General Meeting of Shareholders that are approved by 100% of the total voting shares with voting rights shall be deemed valid and effective immediately, even if the procedures for convening the meeting or passing the resolution violate provisions of the Law on Enterprises or the Company's Charter.
6. Voting Rights Calculation: Each shareholder's voting rights are determined based on the total number of shares they own and/or represent.
7. Voting Procedures: To facilitate and expedite the vote-counting process, the voting procedures for the Meeting are as follows:
 - a) Issuance of Voting Cards: Upon registration, each shareholder and/or authorized representative with voting rights will receive 01 Voting Slip and 04 Voting Cards (Card No. 01 & Card No. 02, Card No. 03 & Card No. 04):

- Each Voting Slip will display the shareholder's name and the total number of voting shares they hold.
 - Voting Cards No. 01 and No. 02 are for the election of members of the Board of Directors and the Supervisory Board.
 - Voting Card No. 03 will contain the matters to be voted on during the Meeting.
 - Voting Card No. 04 will cover the approval of the Minutes and Resolutions of the Meeting.
- b) Voting Method:** Shareholders will vote by raising their Voting Slip and marking their decision on the Voting Card.
- c) Vote Counting Procedure:** Voting will be conducted by raising the Voting Slip. The Vote Counting Committee will count the votes in the following order:
- First, the number of shares voting "Disapprove".
 - Next, the number of shares voting "Abstain".
 - Finally, the number of shares voting "Approve".
- d)** The voting for the election of members of the Board of Directors and the Supervisory Board on Voting Cards No. 01 and No. 02 shall be conducted in accordance with the Regulations on nomination, self-nomination and election of members of the Board of Directors and the Supervisory Board of Sonadezi Long Thanh Shareholding Company for Term VI (2026–2031).
- e)** After voting on the matters listed on Voting Card No. 03, the Vote Counting Committee will collect the cards, count the votes, and announce the results for each matter. The Head of the Vote Counting Committee will present the results to the Meeting.
- f)** Collection of Voting Card No. 04: At the end of the Meeting, the Vote Counting Committee will collect Voting Card No. 04 to determine the voting results for the Minutes and Resolutions of the Meeting.
- g)** Handling Voting Disputes: In case of any dispute regarding the voting results, the Chairperson shall consider and resolve the matter immediately at the Meeting.
- 8. Regulations on Voting Cards:** Voting Cards will be deemed invalid if they meet any of the following conditions:
- Cards not issued by the Organizing Committee according to the prescribed template.
 - Cards with no marked selection or with more than one mark per voting item.
 - Cards with erasures, corrections, or alterations to the marked selections.
 - Cards with writing or drawings outside the designated voting boxes.
 - Cards that are damaged or torn, affecting the integrity of the voting boxes or the information required for vote verification.

The principles, rules, and procedures outlined herein shall take effect immediately after approval by the General Meeting of Shareholders.

**ON BEHALF OF THE ORGANIZING COMMITTEE
CHAIRPERSON**

Nguyen Van Tuan

Dong Nai, ... April 2026

REGULATIONS

Nomination, Self-nomination and Election of Members of the Board of Directors and the Supervisory Board Sonadezi Long Thanh Shareholding Company – Term VI (2026–2031)

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company;

The Vote Counting Committee hereby announces the Regulations on nomination, self-nomination and election of members of the Board of Directors and the Supervisory Board for Term VI (2026–2031) at the 2025 Annual General Meeting of Shareholders of Sonadezi Long Thanh Shareholding Company (SZL) as follows:

1. Eligible voters:

Shareholders holding voting shares and authorized representatives of shareholders holding voting shares (as per the shareholder list finalized on March 13, 2026).

2. Chairperson of the Meeting

The Chairperson of the Meeting shall be responsible for presiding over the election process, including:

- Presenting the list of nominees for the Board of Directors and the Supervisory Board;
- Handling election-related complaints (if any).

3. Number, criteria, conditions, voting method and voting instructions

3.1. Number of members to be elected

a) Number of members of the Board of Directors: **07 members**

b) Number of members of the Supervisory Board: **03 members**

3.2. Criteria and conditions

a) Criteria and conditions for members of the Board of Directors:
(Complying with Clause 1, Article 155 of the Law on Enterprises 2020 and Clause 6, Article 25 of the Company's Charter)

b) Criteria and conditions for members of the Supervisory Board:
(Complying with Clauses 1 and 2, Article 169 of the Law on Enterprises 2020 and Clause 4, Article 35 of the Company's Charter)

3.3. Voting method

Pursuant to Clause 3, Article 148 of the Law on Enterprises 2020 and Clause 2, Article 20 of the Company's current Charter, the election of members of the Board of

Directors and the Supervisory Board shall be conducted by **cumulative voting**, specifically:

- Each shareholder or authorized representative attending the meeting shall have a total number of voting rights equal to the number of shares owned/represented multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board.
- Shareholders or their authorized representatives may allocate all or part of their total voting rights to one or more candidates; however, the total number of votes allocated to all candidates must not exceed the total number of votes indicated on the ballot.

+ Example 1: Election of members of the Board of Directors

The General Meeting of Shareholders approves a list of 07 candidates for election to the Board of Directors. Shareholder Nguyen Van A holds (including owned and authorized shares) 1,000 voting shares. Accordingly, the election of members of the Board of Directors by shareholder Nguyen Van A shall be conducted as follows:

- *Number of members of the Board of Directors to be elected: 07 members.*
- *Total number of votes of shareholder Nguyen Van A: $1,000 \times 7 = 7,000$ votes.*
- *Shareholder Nguyen Van A may allocate votes using the following methods:*

+ Method 1: Shareholder Nguyen Van A allocates all voting rights to one (01) candidate

No.	Candidate	Number of Votes
1	Candidate 1	7,000
2	Candidate 2	0
3	Candidate 3	0
4	Candidate 4	0
5	Candidate 5	0
6	Candidate 6	0
7	Candidate 7	0
	Total votes	7,000

+ Method 2: Shareholder Nguyen Van A allocates his total number of votes equally among the 07 candidates (each candidate receiving 1,000 votes)

No.	Candidate	Number of Votes
1	Candidate 1	1,000
2	Candidate 2	1,000
3	Candidate 3	1,000
4	Candidate 4	1,000
5	Candidate 5	1,000
6	Candidate 6	1,000
7	Candidate 7	1,000
	Total votes	7,000

+ *Method 3: Shareholder Nguyen Van A allocates his total number of votes among the 07 candidates in unequal amounts (with the total votes allocated equal to the total number of voting rights):*

No.	Candidate	Number of Votes
1	Candidate 1	1,000
2	Candidate 2	2,000
3	Candidate 3	500
4	Candidate 4	500
5	Candidate 5	1,500
6	Candidate 6	1,000
7	Candidate 7	500
	Total votes	7,000

+ *Method 4: Shareholder Nguyen Van A allocates his total number of votes among the 07 candidates in unequal amounts (with the total votes allocated being less than the total number of voting rights)*

No.	Candidate	Number of Votes
1	Candidate 1	1,000
2	Candidate 2	1,000
3	Candidate 3	500
4	Candidate 4	500
5	Candidate 5	1,500
6	Candidate 6	1,000
7	Candidate 7	500
	Total votes	6,000

Example 2: Election of Members of the Supervisory Board

The General Meeting of Shareholders approves a list of 03 candidates for election to the Supervisory Board. Shareholder Nguyễn Văn B holds (including owned and authorized shares) 1,000 voting shares. Accordingly, the election of members of the Supervisory Board by shareholder Nguyễn Văn B shall be conducted as follows:

- Number of members of the Supervisory Board to be elected: 03 members.
- Total number of votes of shareholder Nguyễn Văn B: $1,000 \times 3 = 3,000$ votes.

Shareholder Nguyễn Văn B may allocate votes using the same methods as applied for the election of members of the Board of Directors in Example 1.

3.4. Instructions for completing the ballot

- When voting for a candidate, the shareholder or authorized representative shall indicate the number of votes in the “Number of Votes” column corresponding to that candidate.
- If not voting for a candidate, enter “0” in the corresponding row.
- In case of errors or incorrect entries, the shareholder or authorized representative shall contact the **Head of the Vote Counting Committee** to exchange for a new

ballot; the incorrect ballot shall be collected.

4. Ballots

- A ballot (voting ballot) is a document bearing the shareholder code, the number of shares owned and/or represented, and stamped with the Company's seal.
- Each shareholder or authorized representative attending the meeting shall be provided with two (02) ballots:
 - **“Ballot for Election of Members of the Board of Directors”** for Term VI (2026–2031);
 - **“Ballot for Election of Members of the Supervisory Board”** for Term VI (2026–2031).

5. Valid and Invalid Ballots

5.1. Valid ballots

- Ballots must be in the standard printed form issued by the Organizing Committee and bear the Company's seal affixed at the top left corner;
- Ballots must not be erased, altered or contain any additional content beyond what is prescribed; they must be signed and clearly state the full name of the shareholder or the authorized representative attending the meeting;
- The total number of votes allocated to candidates must be equal to or less than the total number of voting rights of the shareholder as indicated on the ballot.

5.2. Invalid ballots

- Ballots that are not in the standard printed form issued by the Organizing Committee; ballots without the Company's seal; or ballots that are erased, altered, or contain unauthorized additional content;
- Ballots where candidates' names are crossed out;
- Blank ballots where the number of votes is not specified in the “Number of Votes” column;
- Ballots where the total number of votes allocated exceeds the total number of voting rights indicated on the ballot;
- Ballots without the signature of the shareholder or the authorized representative attending the meeting.

6. Election Principles

(Pursuant to Clause 3, Article 148 of the Law on Enterprises 2020 and Clause 2, Article 20 of the Company's current Charter)

- Elected members of the Board of Directors and the Supervisory Board shall be determined based on the number of votes received, ranked from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached.
- In case two (02) or more candidates receive an equal number of votes for the last position of the Board of Directors or the Supervisory Board, a re-election shall be conducted among those candidates.

7. Effectiveness

These Election Regulations shall take effect immediately upon approval by the General Meeting of Shareholders and shall remain effective until the end of the Meeting.

These are the Regulations on nomination, self-nomination and election of members of the Board of Directors and the Supervisory Board for Term VI (2026–2031) at the 2026 Annual General Meeting of Shareholders of the Company.

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

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

**SONADEZI CORPORATION
SONADEZI LONG THANH
SHAREHOLDING COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, ... April 2026

PROPOSAL

Regarding to the approval of the audited financial statements for 2025

To: The Annual General Meeting of Shareholders in 2026.

Pursuant to:

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;
- The Charter of Sonadezi Long Thanh Shareholding Company,

The Board of Directors of Sonadezi Long Thanh Shareholding Company respectfully submits to the 2026 Annual General Meeting of Shareholders for the approval of the audited Financial Statements for 2025, as follows:

The 2025 Financial Statements (for the period from January 1, 2025 to December 31, 2025), audited by RSM Vietnam Audit and Consulting Co., Ltd., have been publicly disclosed in accordance with regulations and posted on the Company's website (www.szl.com.vn), including:

1. Auditor's Report
2. Balance Sheet as of December 31, 2025
3. Income Statement for 2025
4. Cash Flow Statement
5. Notes to the Financial Statements

(The audited 2025 Financial Statements are attached)

According to the opinion of the auditors from RSM Vietnam Audit and Consulting Co., Ltd., the financial statements have fairly and accurately reflected, in all material respects, the financial position of the Company as of December 31, 2025, as well as the results of its business operations and cash flow for the fiscal year ended on that date, in accordance with Vietnamese Accounting Standards, the Vietnamese enterprise accounting regulations, and the relevant legal provisions regarding the preparation and presentation of financial statements.

We respectfully submit this for the approval of the Annual General Meeting of Shareholders.

Respectfully./.

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

Dong Nai, ... April 2026

**REPORT ON BUSINESS PERFORMANCE IN 2025 AND TERM V
(2021–2026); BUSINESS PLAN FOR 2026 AND TERM VI (2026–2031)**

To: The Annual General Meeting of Shareholders 2026

**PART A: REVIEW OF BUSINESS PERFORMANCE IN 2025 AND TERM V
(2021–2026)**

I. BUSINESS PERFORMANCE IN 2025

1. Business performance results in 2025:

In 2025, Vietnam’s economy showed signs of recovery; however, such recovery was not yet fully sustainable due to impacts from U.S. tariffs, rising transportation costs, and geopolitical risks in certain regions around the world.

In addition, in July 2025, the Vietnamese Government implemented a policy to reorganize administrative units under a two-tier local government model (provincial and commune levels). This reform has helped streamline administrative structures and shorten procedures, thereby saving time and costs for businesses. However, during the restructuring phase, delays occurred in the receipt, appraisal, and approval of investment dossiers, construction permits, and industrial park planning adjustments. This has affected the Company’s project implementation and business operations, as well as causing delays and difficulties for customers in establishing and implementing new investment projects.

Despite these challenges, business activities of enterprises in 2025 showed positive signals, with increased order volumes in the final months of the year, creating momentum for recovery and growth.

With strong efforts in management and direction by the Board of Directors and the Board of Management, the Company exceeded its business targets for the year, as follows:

(Unit: VND million)

No.	Indicators	Unit	2025 Plan	2025 Actual	Achievement Rate
1	Total revenue	VND million	534,152	570,584	106.8%
2	Profit before tax	VND million	130,499	170,930	131.0%
3	Profit after tax	VND million	104,181	140,687	135.0%

No.	Indicators	Unit	2025 Plan	2025 Actual	Achievement Rate
4	Return on equity (ROE)	%	27.23%	36.70%	134.8%
5	Taxes and other state budget contributions	VND million	44,277	58,460	132.0%
6	Total construction investment value	VND million	610,521.8	201,406.7	32.9%
6.1	Capital construction investment costs	VND million	204,964	187,929.6	91.7%
6.2	Compensation costs for new projects	VND million	376,850	0	
6.3	Operating expenditures	VND million	28,707.8	13,477.1	46.9%

(Source: Audited Financial Statements 2025)

Details:

a. Long Thanh Industrial Zone:

Long Thanh Industrial Zone has attracted 136 investment projects with total registered capital exceeding USD 1,987 million (including capital expansion of existing projects and new investments). The total leased land area reached 299.16 hectares (including industrial land and land for factory construction), corresponding to an occupancy rate of approximately 93%, specifically:

- **Land leasing:**
 - In 2025, the Company signed a land sublease contract with Univacco for an area of 2.97 hectares.
 - At the same time, the Company has been intensifying marketing efforts for the remaining industrial and service land at Long Thanh Industrial Zone to attract additional investors and optimize the use of available resources.
- **Factory leasing:** In 2025, the Company signed 03 lease contract for 03 factories (No. 48, 49, 16) and 04 memoranda of understanding for leasing 04 factories, including:
 - 02 newly constructed factories built to customers' specifications (Factories 81 and 82);
 - 01 factory under construction (Factory 74);
 - 04 existing factories (Factories 16, 43, 48, and 49).

In addition to continuing engagement with potential customers, the Company is promoting marketing activities for Phase 6 factories to increase occupancy rates and optimize the utilization of remaining land resources at Long Thanh Industrial Zone.

b. Chau Duc Industrial Park:

There are currently 08 investment projects with total registered capital of approximately USD 12.6 million. In 2025, the Company signed memoranda of understanding for the lease of 05 factories at Chau Duc Industrial Park.

- **Factory cluster – Phase 1:** The Company has leased out all 05 factories.
- **Factory cluster – Phase 2:**
 - The Company has leased factories No. 11, 12, 15, and 16.
 - The Company is continuing to promote and market these factories to existing and potential customers.

c. Sales performance of the petroleum retail station:

- Gasoline: The planned volume for 2025 was 1,414,204 liters; the Company recorded actual sales of 1,417,510 liters, achieving 100% of the plan.
- Diesel (DO 0.05S): The planned volume for 2025 was 1,604,599 liters; the Company recorded actual sales of 1,717,917 liters, achieving 107% of the plan.

d. Electric Vehicle (EV) Charging Station Business Performance:

- On July 15, 2025, with the objective of enhancing utility services at Long Thanh Industrial Zone, the Company entered into a franchise cooperation contract for V-Green charging stations with V-Green Global Charging Station Development Joint Stock Company (V-Green). At the same time, Phase 1 was implemented with the installation of 05 charging units, including 03 units of 60kW and 02 units of 120kW, located at the petroleum retail station. The charging station project has been in stable operation since December 31, 2025.
- During this period, the Company will evaluate the effectiveness of the project in order to implement Phase 2, which includes the installation of an additional 05 charging units with capacity equivalent to Phase 1 or adjusted based on actual conditions at the time of deployment.

2. Capital construction activities:

- The Company has implemented projects in accordance with the approved construction plan. To date, at Long Thanh Industrial Zone, the Company has invested in and operated 07 ready-built factory cluster projects, comprising 83 factory units, of which 72 factories are already in operation and 04 are under construction. At Chau Duc Industrial Park, the Company has invested in and operated 02 factory cluster projects with a total of 16 factories, of which 09 factories are already in operation, and 04 factories are planned for construction. In order to continue implementing its development strategy for ready-built factories for lease, ensure product supply, and diversify factory offerings to meet various investor needs, the Company is preparing planning dossiers for Phase 7 factory cluster at Long Thanh Industrial Zone and Phase 3 factory cluster at Chau Duc Industrial Park for future investment and construction.

- The Company is in the process of completing procedures for the overall adjustment of the 1/2000 subdivision planning of Long Thanh Industrial Zone to serve the adjustment of land lease decisions and related appendices with the State.

- Environmental protection: In 2025, the Company maintained stable operation of the centralized wastewater treatment plant at Long Thanh Industrial Zone. The quality of treated wastewater consistently met Column A standards under QCVN 40:2011/BTNMT, with coefficients $Kq = 0.9$ and $Kf = 0.9$. During the year, the Company also carried out renovation of several components of Modules 1, 2, and 3 of the plant.

- Tam An 1 Residential Area documentation: The Company completed procedures for adjustment of the detailed 1/500 zoning plan of Tam An Residential Area under Decision No. 2801/QĐ-UBND dated June 13, 2025, issued by the Long Thanh District People's Committee.

3. Land leasing at Tan Duc Industrial Park – Ham Tan, Binh Thuan Province:

On December 26, 2024, following agreement on investment policy, Sonadezi Long Thanh entered into a land sublease agreement at Tan Duc Industrial Park with an area of 6 hectares. Investment objective: To develop ready-built factory leasing projects on the leased land or transfer land use rights depending on the Company's business needs and strategy at the relevant time.

On November 28, 2025, Sonadezi Long Thanh and Sonadezi Binh Thuan officially signed a land sublease contract at Tan Duc Industrial Park with a leased area of 59,922.1 m².

4. Report on Digital Transformation and Data Digitalization of the Corporation:

- Smart Management Reporting Software: In 2025, in line with the Corporation's overall program, Sonadezi Long Thanh updated data related to departmental operations as well as Party and union activities onto the Smart Management software platform. To date, the Company has ensured timely, complete, and accurate reporting on the system, providing reliable data to the Corporation.

- Base Software System of the Corporation: The Company has implemented the receipt and dispatch of official documents to/from the Corporation and its departments via the Base software in full compliance with the regulations and requirements of Sonadezi Corporation.

5. Training and Human Resource Development:

- *Human Resources:*

As of December 31, 2025, Sonadezi Long Thanh Shareholding Company had signed labor contracts with 112 employees, including:

- 106 employees under indefinite-term labor contracts;
- 06 employees under fixed-term contracts ranging from 03 to 36 months.

There were no cases of employees working without a labor contract. The execution, management, and termination of labor contracts were carried out in full compliance with applicable laws.

In 2025, 06 employees resigned, of which 04 were eligible for severance allowances and were fully paid by the Company with a total amount of VND 123,000,000, ensuring lawful employee benefits.

- *Training:* Based on the professional training needs of employees in each department and the need to enhance managerial capacity, the Company successfully organized 31 training programs in 2025. These programs focused on improving professional knowledge, technical skills, and expertise, including training related to the application of AI in production and business operations, as well as management capabilities. These efforts contributed to improving work efficiency and the quality of human resources, meeting the Company's development requirements.

- *Compensation and bonus policy:*

- The Company establishes salary and bonus policies aligned with employees' qualifications, capabilities, and job positions.
- During holidays and special occasions, the Company considers its business performance and employee evaluations as a basis for additional salary payments or bonuses. This not only enhances employees' income but also motivates performance and improves productivity, thereby supporting business operations.

- *Social insurance, health insurance, and unemployment insurance policies:*

- The Company places strong emphasis on communication and awareness of policies related to social insurance (SI), health insurance (HI), and unemployment insurance (UI).
- Procedures for participation in SI, HI, and UI are carried out in a timely manner in accordance with regulations.
- The Company coordinates with relevant authorities to address employees' inquiries and support them in completing procedures to receive benefits such as sick leave and maternity leave.

- *Other policies:*

- The Company actively implements additional employee welfare policies, including allowances, annual health check-ups, annual leave allowances, support for illness and hardship cases, marriage and childbirth benefits, birthday celebrations, etc.
- Notably, in 2025, following a positive evaluation of service quality, the Company continued to provide comprehensive annual health insurance (PVI Care) to employees to support medical expenses.
- From January 2025, the Company implemented a childcare allowance policy for employees with children aged from 07 months to under 72 months, with support provided for 12 months per year.
- In addition, the Company fully complies with the Collective Labor Agreement signed between the employer and employees, ensuring regulations on working hours, rest periods, paid leave, unpaid leave, and other entitlements for all employees.

6. Corporate Social Responsibility Activities in 2025

In 2025, in response to calls from authorities, organizations, and social groups, the Company contributed a total of VND 1,875,000,000 to social and charitable activities, including gratitude programs, support for the poor, assistance for victims of Agent Orange/dioxin, humanitarian initiatives, and educational support programs.

II. REVIEW OF TERM V (2021–2026):

1. Business performance:

Throughout the 2021–2026 term, the Company’s business operations were conducted amid significant fluctuations in both global and domestic economies, including the widespread and complex impacts of the COVID-19 pandemic, geopolitical conflicts, and changes in U.S. tariff policies. Despite these challenges, the Company consistently achieved or exceeded key performance indicators annually as approved by the General Meeting of Shareholders, including revenue, profit before and after tax, dividend payout ratio, and earnings per share, as detailed below:

No.	Indicators	2021	2022	2023	2024	2025
1	Total assets	1,689,862	1,968,215	1,913,204	1,885,915	2,028,016
2	Net revenue	387,810	410,399	441,071	488,192	534,753
3	Profit from operating activities	122,177	117,797	124,881	133,537	169,591
4	Other income (expenses)	1,304	1,095	3,109	(7,173)	1,339
5	Profit before tax	123,481	118,892	127,991	126,364	170,930
6	Profit after tax	101,123	99,236	103,594	104,572	140,687
7	Dividend payout ratio	40%	40%	32%	30%	25%

2. Human Resources and Workforce Development:

- On an annual basis, the Company reviews and plans its human resources through the development and approval of organizational structures, senior management personnel, and succession planning for management positions at all levels for the periods 2025–2030 and 2030–2035.

- Training policy: Training is consistently emphasized and strengthened by the Company through various forms. Based on the professional training needs of employees in each department and the enhancement of managerial capacity, the Company has implemented both domestic and overseas training programs to improve skills and professional expertise. The total training expenditure for the period from 2021 to 2025 amounted to VND 1,159,925,554.

3. Social and Community Activities:

During the past term, in response to calls from authorities, organizations, and social associations, the Company contributed a total amount of VND 10,606,243,200 to social, charitable, and gratitude-related activities, including: Supporting the construction of charity houses and houses for disadvantaged individuals and fellow

workers, as well as programs such as the “Golden Hearts Program”; Contributing to education socialization initiatives; Providing support to communities affected by natural disasters, storms, floods, and droughts; Supporting underprivileged communities; Contributing to the Entrepreneurs’ Fund; Providing sponsorship and support to agencies, organizations, and associations in organizing conferences, seminars, cultural and sports events on holidays and commemorative occasions.

PART B: BUSINESS PLAN FOR 2026 AND TERM VI (2026–2031)

I. BUSINESS PLAN FOR 2026:

1. Business plan:

The Company will intensify marketing efforts for factory leasing at Long Thanh Industrial Zone and Chau Duc Industrial Park, as well as residential real estate sales, to ensure the achievement of planned targets. At the same time, the Company will accelerate the development of infrastructure for Long Phuoc 1 Industrial Cluster (75 hectares) and continue to complete key infrastructure components during 2026.

The business plan for 2026 is as follows:

No.	Indicators	Unit	Value
1	Total revenue	VND million	593,162
2	Profit before tax	VND million	180,250
3	Profit after tax	VND million	148,047
4	Capital construction plan (*)	VND million	525,726.2
5	Expected dividend payout ratio	%	20%

2. Key Targets for 2026:

2.1. Industrial Park and Residential Area Business Operations

- In 2026, the Company will continue to develop and market ready-built factories for lease under Phases 6 and 7 clusters; invest in the construction of customized factories based on customer requirements; lease industrial and service land at Long Thanh Industrial Zone; lease factories under Phases 2 and 3 clusters at Chau Duc Industrial Park; and further develop supporting services such as water supply, wastewater treatment services, and the petroleum retail station at Long Thanh Industrial Zone. The Company will also proceed with the construction of paired factory units and promote leasing activities at Tan Duc Industrial Park.

- Targets: Factory leasing as follows:

- At Long Thanh Industrial Zone: leasing of a 3.5-hectare land plot and 03 newly constructed factories;
- At Chau Duc Industrial Park: leasing of 04 newly constructed factories.

2.2. Infrastructure Development

In 2026, the Company will continue to construct and complete technical infrastructure systems for industrial parks and residential areas, maintain and upgrade

existing infrastructure, enhance environmental protection efforts, and conduct research for new project development. The capital construction plan for 2026 is VND 525,726.2 million, including:

- Capital construction investment: VND 496,333.8 million;
- Operating expenditures: VND 29,392.4 million.

2.3. Digital Transformation and Data Digitalization (Corporation Level)

- Smart Management Reporting Software: In 2025, in line with the Corporation’s overall program, Sonadezi Long Thanh updated operational data from various departments, as well as Party and union activities, onto the Smart Management software platform. To date, the Company has ensured timely, complete, and accurate reporting on the system for submission to the Corporation.

- Base Software System: The Company has implemented the receipt and dispatch of official documents to/from the Corporation and its departments via the Base software in full compliance with the regulations and requirements of Sonadezi Corporation.

2.4. Adoption of IFRS

Sonadezi Long Thanh is one of the subsidiaries consolidated into the financial statements of Sonadezi Corporation. Accordingly, the Company plans to engage a consulting firm to convert its financial statements to International Financial Reporting Standards (IFRS) during the 2026–2027 financial period.

The target for 2026 is to commence accounting and preparation of financial statements in accordance with IFRS. In addition, during this period, the Company will prepare necessary infrastructure, including accounting systems, processes, human resources, and forecasting systems, to ensure full compliance with international financial reporting standards.

II. BUSINESS PLAN FOR TERM VI (2026–2031)

1. Business plan for the 2026–2031 period:

(Unit: VND million)

No.	Indicators	2026	2027	2028	2029	2030
1	Total revenue	593,162	655,402	704,800	750,554	820,726
2	Total expenses	412,912	477,668	508,465	526,211	537,274
3	Profit before tax	180,250	177,734	196,335	224,344	283,451
4	Profit after corporate income tax	148,047	146,993	161,873	184,280	231,567
5	Total state budget contributions	54,623	54,187	57,907	63,509	75,330

2. Projects under implementation:

The Company will continue to focus on the implementation of the following projects:

- Ready-built factory clusters – Phases 6 and 7 at Long Thanh Industrial Zone;

- Development of built-to-suit factory projects based on customer requirements;
- Ready-built factory clusters – Phases 2 and 3 at Chau Duc Industrial Park, Ho Chi Minh City (Ba Ria – Vung Tau Province);
- Study of business models for leased land at Chau Duc Industrial Park, including cooperation with other investors, transfer of land use rights, transfer of land use rights and assets attached to land, or other forms in compliance with applicable laws;
- Construction of infrastructure for Long Phuoc 1 Industrial Cluster Project;
- Ready-built factory cluster at Tan Duc Industrial Park;
- Sona Riverview Urban Area Project;
- Research and development of industrial park infrastructure projects both within and outside the province in line with the Corporation’s overall strategy to enhance brand value, reputation, and sustainable development.

3. Implementation Solutions

To achieve the above-mentioned objectives, the Company will focus on implementing the following solutions:

- Strengthen and further develop the Company’s brand.
- Enhance the development of marketing and sales networks by establishing strong relationships with trade promotion agencies, legal consulting firms, banks, real estate trading platforms, and brokerage firms. Promote collaboration among member companies within Sonadezi Corporation to attract investment into industrial parks and residential areas.
 - Improve and enhance the quality of services provided to customers.
 - Research and develop planning and design concepts to create distinctive products for the Company’s new projects.
 - Closely monitor market developments in order to adjust business plans appropriately and maximize investment efficiency.
 - Align human resource training and development with the Company’s operational plans and long-term strategic orientation.
 - Maintain close coordination with government authorities to expedite administrative procedures related to the Company’s projects and provide support to investors.
 - Actively participate in social and charitable activities to strengthen the Company’s image and brand, and to foster social consensus and support for its business operations.
 - Strictly control environmental protection activities, particularly the operation of the centralized wastewater treatment plant. Strengthen monitoring of wastewater discharge from enterprises to ensure that input wastewater quality remains within permissible limits.
 - Continue to enhance the KPI-based performance evaluation system linked to

work efficiency, thereby establishing appropriate evaluation mechanisms, remuneration policies, and incentive schemes to motivate employees and maximize workforce productivity.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders 2026 for approval the Report on business performance in 2025, Term V (2021–2026), and the business plan for 2026 and orientation for Term VI (2026–2031) of Sonadezi Long Thanh Shareholding Company as presented above..

Respectfully submitted.

Recipients:

- As mentioned above;
- To be archived:
General Meeting of
Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

Dong Nai, ... April 2026

PROPOSAL

Regarding the Profit Distribution Plan After Tax for 2025, Dividend Payout Ratio for 2025, and the Projected Profit Distribution Plan After Tax and Dividend Payout Ratio for 2026

To: The 2026 Annual General Meeting of Shareholders.

Pursuant to:

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2026/QH15 dated June 17, 2026;
- The Charter of Sonadezi Long Thanh Shareholding Company.

The Board of Directors of Sonadezi Long Thanh Shareholding Company respectfully submits to the 2026 Annual General Meeting of Shareholders for approval of the profit distribution plan after tax for 2025, the dividend payout ratio for 2025, and the projected profit distribution plan after tax and dividend payout ratio for 2026, as follows:

1. Fund Allocations and Dividends for 2025

No.	Description	Percentage	Amount (VND)
1	Profit after tax		140,686,596,943
2	Appropriation to funds	21.215%	29,847,011,000
2.1	Development Investment Fund	10%	14,069,000,000
2.2	Other funds	11.215%	15,778,011,000
<i>a</i>	<i>Reward and Welfare Fund for employees, Board of Management and Head of the Supervisory Board</i>	<i>5.215%</i>	<i>7,336,815,000</i>
<i>b</i>	<i>Community Social Responsibility Fund</i>	<i>4.00%</i>	<i>5,627,464,000</i>
<i>c</i>	<i>Bonus Fund for related parties</i>	<i>2.00%</i>	<i>2,813,732,000</i>
3	Remaining profit after fund appropriation		110,839,585,943
4	Allocation of profit from areas with one-off revenue recognition		5,845,686,000
5	Retained earnings from previous years		166,797,579,410
6	Total undistributed profit		283,482,851,353
7	Dividend (based on outstanding shares)	95%	
7.1	Cash dividend	25%	
7.2	Stock dividend	70%	A shareholder holding 100 shares will receive an additional 70 shares.

3. Profit distribution plan after tax and dividend payout ratio for 2026

Fund Allocation for 2026:

No.	Item	Ratio
1	Development Investment Fund	10%
2	Other Funds	20%
	Total Fund Allocation	30%

The projected dividend payout ratio for 2026 is 20% of charter capital.

The Board of Directors of Sonadezi Long Thanh Shareholding Company respectfully submits this proposal to the 2026 Annual General Meeting of Shareholders for approval of:

- The profit distribution plan after tax for 2025,
- The dividend payout ratio for 2025, and
- The projected profit distribution plan after tax and dividend payout ratio for 2026, as presented above.

Respectfully./.

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

Dong Nai, ... April 2026

REPORT

On the Activities of the Board of Directors in 2025 and Term V (2021–2026); Orientation for 2026 and Term VI (2026–2031)

To: The 2026 Annual General Meeting of Shareholders

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company;

The Board of Directors of Sonadezi Long Thanh Shareholding Company (the “Board of Directors” or “BOD”) hereby reports to the General Meeting of Shareholders on the corporate governance status; performance of the Board of Directors and its individual members in 2025 and Term V (2021–2026); and the orientation for 2026 and Term VI (2026–2031), as follows:

A. CORPORATE GOVERNANCE STATUS AND PERFORMANCE OF THE BOARD OF DIRECTORS AND ITS MEMBERS IN 2025 AND TERM V (2021–2026)

I. Corporate governance status and performance of the Board of Directors in 2025

1. Information on members of the Board of Directors and meetings

The Board of Directors for Term V (2021–2026) consists of seven (07) members. As of the reporting date, the Board of Directors has held four (04) meetings:

No.	Member of the BOD	Meetings attended	Attendance rate
1	Nguyễn Văn Tuấn	4/4	100%
2	Phạm Anh Tuấn	4/4	100%
3	Đinh Ngọc Thuận	4/4	100%
4	Trần Anh Tuấn	4/4	100%
5	Trần Thị Thanh Thủy	4/4	100%
6	Nguyễn Thế Phòng	4/4	100%
7	Đỗ Thị Quỳnh An	4/4	100%

2. Activities of the Board of Directors in 2025

- *Meetings and written consultations of the Board of Directors:* Within its authority and responsibilities, in 2025 the Board of Directors held four (04) meetings and conducted sixty-one (61) written consultations of its members.

- *Organizational and personnel matters:* Based on the consensus of the Board of Directors, the Company implemented adjustments to the organizational structure, functions and responsibilities of departments/units within the Company.

- *Other activities:*

- Preparation of the Corporate Governance Report for 2024, the first six months/full year of 2025, and disclosure of information in compliance with applicable regulations.
- Implementation of procedures for the payment of dividends for 2024 to shareholders in accordance with the resolution of the General Meeting of Shareholders.
- Review of key targets in the Company's 2026 business plan and the five-year plan for the upcoming term.
- Preparation of contents for the 2026 Annual General Meeting of Shareholders (including issuance of BOD resolutions on time and venue, setting the record date for shareholders' attendance rights, etc.).
- Directing the Management to review and adjust the water pricing plan in compliance with new regulations for submission to competent authorities for consideration and approval.
- Continuing to direct matters related to organizational structure and personnel within its authority to enhance advisory functions and improve operational efficiency of the Company.

=> In general, in 2025, the Board of Directors fulfilled its duties and exercised its powers in accordance with applicable laws, the Company's Charter, and the BOD's internal regulations. The Board also maintained effective coordination among the Board of Directors, the Party Committee, and the Management.

3. Resolutions/Decisions of the Board of Directors in 2025

To address matters within its authority relating to the Company's day-to-day business operations, the Board of Directors issued a total of 64 Resolutions/Decisions for implementation (*as detailed in Appendix 1*).

4. Direction and supervision of the Board of Directors over the General Director

- In performing its rights and obligations, the Board of Directors strictly complied with the Company's Charter, exercised due care in reviewing, directing, and issuing Resolutions/Decisions to enable the General Director to effectively manage the Company's operations, ensuring the interests of the Company and its shareholders.

- The General Director managed the Company's business operations in accordance with the resolutions of the General Meeting of Shareholders and the Board of Directors, regularly reporting on business performance and proposing future directions and tasks for the Board's timely review and guidance.

- The Board of Directors and the General Director maintained close coordination in accordance with the Company's Charter and Internal Corporate Governance Regulations, while supervising the General Director in ensuring compliance with the Law on Enterprises, the Company's Charter, and relevant laws, including proper information disclosure.

5. Assessment of the Management's performance in 2025

In 2025, the Board of Directors directed and supervised the Management in implementing its resolutions/decisions and focused on enhancing management and operational efficiency. The key results are as follows:

- Revenue: VND 570,584 million, achieving 107% of the plan (570,584 / 534,152 million).

- Profit after tax: VND 140,615 million, achieving 135% of the plan (140,615 / 104,181 million).

- Implementation of the Resolution of the 2025 Annual General Meeting of Shareholders.

- Implementation of the Company's projects, including: Long Thanh Industrial Zone, factory-for-lease clusters at Long Thanh Industrial Zone/Chau Duc Industrial Park, Tam An 1 residential area, and Long Phuoc 1 Industrial Cluster.

- Completion of land lease and land allocation procedures for Long Phuoc 1 Industrial Cluster.

- Approval of the selection of the auditor for the 2025 financial statements.

- Direction on the implementation of the 2025 business plan.

- Land lease at Tan Duc Industrial Park – Tân Minh Commune, Lam Dong (formerly Binh Thuan Province).

- Preparation of the business plan for 2026.

- Organization and preparation of agenda, contents, and materials for the 2026 Annual General Meeting of Shareholders.

=> In general, in 2025, the Company's key business performance targets were largely achieved and exceeded the planned targets.

6. Activities of BOD subcommittees (if any)

The Board of Directors has not established any subcommittees. Members perform their duties in accordance with the assigned responsibilities under the Board's internal allocation of duties.

7. Report on salaries, bonuses, remuneration and operating expenses of the Board of Directors, the Management and the Chief Accountant in 2025:

- Salaries, bonuses and remuneration of the Board of Directors, the Management and the Chief Accountant (as presented in the audited financial statements for 2025) are as follows:

- Salary of the full-time Head of the Supervisory Board: VND 31,800,000/month
- Remuneration of members of the Board of Directors (07 members): VND 8,000,000/person/month
- Remuneration of members of the Supervisory Board and the Company Secretary (03 persons): VND 4,000,000/person/month

Based on the Company's business performance in 2025, the actual remuneration of the Board of Directors and the Supervisory Board was adjusted in accordance with Decree No. 44/2025/ND-CP, amounting to VND 1,622,000,000.

The total salary fund for the full-time Head of the Supervisory Board, as finalized for the year, amounted to VND 1,008,000,000.

- *Total annual income (including salaries, bonuses, remuneration, other benefits and expenses for each member of the Board of Directors, Supervisory Board, General Director and other managers):*

Detailed information is disclosed in the Company’s 2025 Annual Report.

- *Contracts or transactions with internal shareholders:*

The Company has fully disclosed such information in accordance with applicable laws, as detailed in the 2025 Annual Report.

II. Report on the Activities of the Board of Directors in Term V (2021–2026)

1. Overall assessment

Throughout Term V (2021–2026), the Company’s business operations were conducted in the context of significant fluctuations in both global and domestic economic conditions, including the widespread and complex developments of the COVID-19 pandemic worldwide, geopolitical conflicts among countries, and changes in U.S. tariff policies. Despite these challenges, the Board of Directors made considerable efforts and actively contributed to the Company’s production and business operations. The Board also leveraged the Company’s strengths in its core business sectors, thereby enabling the successful implementation of the strategic objectives set for the term. Key performance indicators of the Company were consistently achieved or exceeded on an annual basis in accordance with the plans approved by the General Meeting of Shareholders, including revenue, profit before and after tax, dividend payout ratio, and earnings per share (EPS).

In addition, members of the Board of Directors duly performed their assigned rights and responsibilities in compliance with applicable laws, the Law on Enterprises, accounting regulations, the Company’s Charter, and other relevant regulations.

The Board ensured transparent expenditure practices in accordance with the Company’s Charter and State regulations.

The resolutions of the General Meeting of Shareholders were effectively implemented.

The organizational structure was continuously improved to align with the Company’s current business operations, while also preparing resources for future development.

2. Activities of the Board of Directors during the term:

Members of the Board of Directors have fully performed their rights and obligations in accordance with the Company’s Charter, the Regulations on operation of the Board of Directors, and applicable laws.

Status of the Board of Directors during Term V (2021–2026):

No.	Member of the Board of Directors	Position	Appointment Date	Dismissal Date
1	Nguyen Van Tuan	Chairman of the Board	April 27, 2021	
2	Pham Anh Tuan	Member of the Board of Directors; Chief Executive Officer	April 27, 2021	

No.	Member of the Board of Directors	Position	Appointment Date	Dismissal Date
3	Dinh Ngoc Thuan	Non-executive Member of the Board of Directors	April 27, 2021	
4	Tran Anh Tuan	Member of the Board of Directors; Deputy Chief Executive Officer	April 27, 2021	
5	Tran Thi Thanh Thuy	Non-executive Member of the Board of Directors	April 27, 2021	
6	Nguyen The Phong	Independent Member of the Board of Directors	April 27, 2021	
7	Do Thi Quynh An	Independent Member of the Board of Directors	September 6, 2022	
8	Ngo Xuan Quang	Independent Member of the Board of Directors		September 6, 2022

3. Direction and supervision by the Board of Directors over the Management:

Based on the resolutions of the General Meeting of Shareholders (GMS), the Board of Directors (BOD) has directed the evaluation of implementation results and reviewed and approved annual business plans, as well as prepared and submitted such plans to the Annual General Meeting of Shareholders for consideration and approval.

During the past term, despite significant economic fluctuations and challenges, together with the complex developments of the pandemic, the Company, through the efforts of the Board of Directors, has maintained stable operations and achieved effective business performance:

No.	Indicators	2021	2022	2023	2024	2025
1	Total assets	1,689,862	1,968,215	1,913,204	1,885,915	2,028,016
2	Net revenue	387,810	410,399	441,071	488,192	534,753
3	Profit from operating activities	122,177	117,797	124,881	133,537	169,591
4	Other income (expenses)	1,304	1,095	3,109	(7,173)	1,339
5	Profit before tax	123,481	118,892	127,991	126,364	170,930
6	Profit after tax	101,123	99,236	103,594	104,572	140,687
7	Dividend payout ratio	40%	40%	32%	30%	25%

The Board of Directors has regularly monitored, supervised, and promptly addressed proposals from the Management, while issuing timely decisions and directions relating to business operations, personnel matters, and organizational structure of the Company.

The Board of Directors also supervises compliance with the Law on Enterprises, the Company's Charter, and applicable legal regulations. It oversees periodic and ad hoc reporting and information disclosure in the securities market to ensure full compliance with prevailing regulations.

4. Project Implementation Activities:

a. Long Thanh Industrial Zone and Tam An 1 Residential Area

The Company has implemented projects in accordance with the approved construction plan. To date, at Long Thanh Industrial Zone, the Company has invested in and operated 07 clusters of ready-built factories for lease, comprising a total of 83 units. Of these, 72 factories are already in operation, while 04 factories are currently under construction.

Environmental protection: During the 2021–2026 period, the Company has maintained stable operations of the centralized wastewater treatment plant at Long Thanh Industrial Zone. The quality of treated wastewater consistently meets Column A standards under QCVN 40:2011/BTNMT, with coefficients $K_q = 0.9$ and $K_f = 0.9$.

Tam An 1 Residential Area documentation: The Company has completed the procedures for adjustment of the detailed 1/500 zoning plan of Tam An 1 Residential Area in accordance with Decision No. 2801/QĐ-UBND dated June 13, 2025, issued by the Long Thanh District People’s Committee.

b. Ready-built Factory Cluster at Chau Duc Industrial Park

With the objective of expanding the leasable industrial land portfolio, enhancing capital efficiency, and creating additional products to support the Company’s business plan, the Company has leased approximately 51 hectares of land at Chau Duc Industrial Park, Ho Chi Minh City (Ba Ria – Vung Tau Province), for the development of ready-built factories for lease.

The Company has completed the construction of Phase 1 of the ready-built factory cluster at Chau Duc Industrial Park, with all 5/5 factories fully leased. For Phase 2 (Lot of 5.88 hectares), the Company has completed the construction of 04 factories and is continuing to develop an additional 04 factories.

c. Sona Riverview Urban Area Project

On April 26, 2021, a consortium of investors comprising Sonadezi Long Thanh Shareholding Company, Sonadezi Industrial Park Development Corporation, and Sonadezi Long Binh Shareholding Company prepared and submitted an investment project proposal involving land use for the Sona Riverview Urban Area Project, with a total area of approximately 79.08 hectares and an estimated total investment of VND 3,300 billion. The consortium submitted the application dossier in accordance with regulations to the Department of Planning and Investment of Dong Nai Province (now the Department of Agriculture and Environment of Dong Nai Province).

On May 7, 2021, the Department of Planning and Investment issued Official Letter No. 1621/SKHĐT-KTĐT to relevant agencies to solicit opinions on the project dossier of the Sona Riverview Urban Area.

After consolidating feedback from relevant authorities and completing internal appraisal procedures, on September 27, 2022, the Department of Planning and Investment issued Report No. 554/BC-SKHĐT to the Provincial People’s Committee regarding the appraisal results of the project dossier. Accordingly, the Department recommended that the Provincial People’s Committee direct relevant agencies to carry out certain tasks as a basis for considering approval of the investment policy for the

project through a bidding process for investor selection.

To date, the Provincial People's Committee has not yet issued specific directions to relevant authorities regarding the above-mentioned recommendations of the Department of Planning and Investment (now the Department of Finance). Therefore, the Company is continuing to await guidance from competent authorities before proceeding with further implementation of the project.

d. Sonadezi Long Thanh Residential Area

The Sonadezi Long Thanh Residential Area Project was approved in principle by the Dong Nai Provincial People's Committee for Sonadezi Long Thanh Shareholding Company to act as the project developer under Official Letter No. 145/UBND-CNN dated January 6, 2017 (investment policy approval granted after July 1, 2014). However, the project has not yet been allocated land by the Dong Nai Provincial People's Committee for implementation.

With regard to the handling of investment projects for new urban areas, new rural residential areas, and urban and rural residential renovation projects that have been approved within Dong Nai Province, the Company is currently awaiting the official policy conclusion from the Provincial People's Committee concerning commercial residential projects. Upon receiving formal guidance from the Provincial People's Committee, the Company will proceed with the subsequent procedures.

e. Long Phuoc 1 Industrial Cluster

- Investment policy:

The project was approved for establishment under Decision No. 1047/QĐ-UBND dated April 8, 2016, issued by the Dong Nai Provincial People's Committee, and its investment policy has been adjusted for the third time under Decision No. 3808/QĐ-UBND dated December 12, 2024. Accordingly, the project implementation schedule has been revised as follows:

- By December 2025: Completion of land allocation procedures;
 - By March 2026: Completion of construction investment procedures;
 - By March 2027: Completion of construction of technical infrastructure;
 - From April 2027: Commencement of commercial operations.
- Construction planning:

The project's detailed construction plan at a scale of 1/500 was approved under Decision No. 4219/QĐ-UBND dated November 24, 2017, and the overall planning adjustment was approved under Decision No. 14604/QĐ-UBND dated December 27, 2024.

- Land acquisition, compensation, site clearance, and land leasing:

To date, the project has completed approximately 99.95% of land acquisition, compensation, and site clearance.

In 2025, the Company was granted land lease approvals by the Dong Nai Provincial People's Committee in two phases, with a total area of 72.79 hectares. The Company is currently continuing to coordinate with Long Phuoc Commune People's Committee to resolve remaining issues related to land acquisition and is working with the Department of Agriculture and Environment of Dong Nai Province to proceed with

the third phase of land leasing for the remaining area.

- Project implementation:

On February 26, 2026, the Company officially held the groundbreaking ceremony and commenced construction of the Long Phuoc 1 Industrial Cluster. The estimated construction period for project infrastructure is approximately 9 months.

f. Petroleum Retail Station

The Company has completed Phase 1 of the project, including the fuel dispensing area (06 fuel pumps), retail building, and the establishment of a petroleum business branch within the industrial park. The project has been operating stably and serves as a supporting utility within Long Thanh Industrial Zone, while also contributing a portion of annual revenue to the Company's business operations.

In 2025, with the objective of enhancing utility services within Long Thanh Industrial Zone, the Company entered into a franchise cooperation agreement for V-Green charging stations with V-Green Global Charging Station Development Shareholding Company (V-Green). Phase 1 of the project included the installation of 05 charging units, comprising 03 units of 60kW and 02 units of 120kW, located at the petroleum retail station. The charging station project has been in stable operation since December 31, 2025.

5. Human Resources and Workforce Development:

- On an annual basis, the Company reviews and plans its human resources through the development and approval of organizational structures, senior management personnel, and succession planning for management positions at all levels for the periods 2025–2030 and 2030–2035.

- Training policy: Training is consistently emphasized and strengthened by the Company through various forms, based on the professional training needs of employees in each department as well as the enhancement of managerial capabilities for management staff. The Company has implemented both domestic and overseas training programs to improve skills and professional competencies of employees. The total training expenditure for the period from 2021 to 2025 amounted to VND 1,159,925,554.

6. Social and Community Activities:

During the past term, in response to calls and mobilization efforts from authorities, organizations, and social groups, the Company has contributed a total amount of VND 10,606,243,200 to social, charitable, and gratitude-related activities, including: Supporting the construction of charity houses and houses for disadvantaged individuals and fellow workers, as well as programs such as “Golden Hearts Program”; Contributing to education socialization initiatives (e.g., “Back-to-School Support Program”, tuition support for underprivileged students, school renovation and repair); Providing support to communities affected by natural disasters, storms, floods, and droughts; Contributing to the Fund for Victims of Agent Orange/Dioxin; Contributing to the Gratitude Fund (“Đền ơn đáp nghĩa”); Supporting policy beneficiary families (war invalids, martyrs’ families, visits to Vietnamese Heroic

Mothers, etc.); Contributing to the “Fund for the Poor”; Supporting disadvantaged communities; Contributing to the Entrepreneurs’ Fund; Providing sponsorship and support to agencies, organizations, and associations in organizing conferences, seminars, cultural and sports events on special occasions and anniversaries.

7. Corporate Governance Status

During Term V, the Board of Directors (BOD) has focused on enhancing the quality and effectiveness of corporate governance, ensuring compliance with applicable regulations, the Company’s Charter, and alignment with business operations and the investment and development strategy for the 2021–2026 period. BOD has issued resolutions on investment, personnel matters, corporate governance regulations, and organizational structure. Key corporate governance activities are summarized as follows:

- Updating and maintaining corporate governance regulations:
- Internal regulations on corporate governance: The Company has issued internal corporate governance regulations in compliance with the Law on Enterprises and the Law on Securities, stipulating fundamental principles of corporate governance. The Company prepares and submits corporate governance reports on a semi-annual and annual basis to the Stock Exchange and the State Securities Commission.
- Regulations on assignment of responsibilities for the Board of Directors and the Board of Management: The Company has issued regulations defining the roles and responsibilities of the BOD and the Board of Management, clearly specifying management decentralization, supervision mechanisms, and working regulations of the BOD and the Board of Management.
- The Company has also issued regulations on information disclosure and authorization for information disclosure to management personnel, as well as financial management regulations and debt management regulations.
- Amendment and supplementation of the Company’s Charter and enterprise registration:

During Term V, the BOD has amended and supplemented the Company’s Charter in accordance with the model charter applicable to listed companies, ensuring consistency with the Company’s operational conditions.

- Shareholding structure as of March 13, 2026:

	Shareholders	Contributed Capital (VND)	Ownership Ratio (%)
	<i>Institutional shareholders (12 entities)</i>	<i>236,435,950,000</i>	<i>81.2081%</i>
1.	Domestic (06 entities)	189,461,950,000	65.074%
2.	Foreign (06 entities)	46,974,000,000	16.134%
	<i>Individual shareholders (743 individuals)</i>	<i>54,712,450,000</i>	<i>18.7919%</i>
	Total	291,148,400,000	100%

(Note: Treasury shares held by the Company: 1,770,300 shares)

8. Summary of Board of Directors' Meetings and Resolutions:

- Board of Directors' meetings:

- 2021: The Board of Directors held 06 regular meetings and 18 meetings conducted through written resolutions/collection of opinions from BOD members.
- 2022: The Board of Directors held 05 regular meetings and 29 meetings conducted through written resolutions/collection of opinions from BOD members.
- 2023: The Board of Directors held 04 regular meetings and 50 meetings conducted through written resolutions/collection of opinions from BOD members.
- 2024: The Board of Directors held 04 regular meetings and 63 meetings conducted through written resolutions/collection of opinions from BOD members.
- 2025: The Board of Directors held 04 regular meetings and 61 meetings conducted through written resolutions/collection of opinions from BOD members.

In addition to regular meetings and written resolutions, when necessary, the Board of Directors also frequently convened discussions and reached consensus on urgent matters related to business operations through telephone calls, online meetings, and other appropriate means...

- Resolutions and decisions of the Board of Directors: During the past term, the Board of Directors issued a total of 318 resolutions/decisions relating to the implementation of business operations, organizational structure and personnel matters, as well as amendments and supplements to the Company's Charter, among other matters...

9. Supervisory Results over the Management and Key Executives:

The Board of Directors has exercised its supervisory role over the Management through monitoring and evaluating the implementation of the BOD's resolutions and decisions. During the past term, under the direction and supervision of the BOD, the Management has made significant efforts and effectively fulfilled its business and operational objectives, even amid challenging economic and social conditions, particularly during and following the complex and severe developments of the COVID-19 pandemic.

10. Activities of Independent Members of the Board of Directors:

The Board of Directors includes two (02) independent members. Throughout BOD meetings over the years, all members, including independent members, have directly participated in meetings and provided important comments and contributions to the Company's operational and development strategies. They have also proactively engaged in discussions on business targets and development orientations across various areas of operation, thereby proposing appropriate solutions.

In addition, the independent members possess extensive experience in management and corporate governance, and have played a significant role in supporting the Company's operations throughout the past term.

B. OPERATIONAL ORIENTATION OF THE BOARD OF DIRECTORS FOR 2026 AND TERM VI (2026–2031)

1. Operational orientation for 2026 and Term VI (2026–2031):

- Continue to improve the Company's organizational and management system, and further refine corporate governance regulations to ensure management capacity and effectiveness in compliance with the Company's Charter, applicable laws, and operational practices.

- Focus on strategic governance of the Company's development, review the efficiency of investment capital, and promote comprehensive cooperation with strategic partners and affiliated companies.

- Strengthen direction, supervision, and evaluation of the Board of Management in the formulation and implementation of quarterly and annual business plans, ensuring growth quality in line with established objectives.

- Promote the development, diversification, and optimization of products and services beyond existing offerings, while maximizing the utilization of the Company's available resources. Identify target customers and develop appropriate marketing strategies, investment attraction policies, as well as after-sales and customer care policies for ongoing projects.

- Enhance and consolidate investor relations activities. Ensure timely, transparent, and public disclosure of corporate governance information to shareholders, investors, and regulatory authorities, safeguarding the best interests of shareholders.

- Intensify research efforts and approve the implementation of real estate and service projects aligned with the Company's development orientation.

- Strengthen training and recruitment policies to build a high-quality workforce aligned with the Company's development strategy. Maintain human resource development policies, develop succession planning for management positions, and improve employees' material and spiritual well-being.

- Continue to build, strengthen, and develop the Company's brand.

- Emphasize sustainable business development in parallel with environmentally friendly policies, social responsibility, community engagement, and gender equality.

2. Investment Projects for Term VI (2026–2031)

- **Infrastructure development:** In the upcoming term, the Board of Directors will continue to oversee the construction and completion of technical infrastructure systems for industrial parks and residential areas, maintain and upgrade existing infrastructure, enhance environmental protection efforts, and conduct research for new project development.

- **Projects under implementation:** The Company will continue to focus on the implementation of the following projects:

- Ready-built factory clusters – Phases 6, 7, and 8 at Long Thanh Industrial Zone
- Ready-built factory clusters – Phases 2, 3, and 4 at Chau Duc Industrial Park
- Ready-built factory cluster project at Tan Duc Industrial Park – Lam Dong Province
- Long Phuoc 1 Industrial Cluster Project (75 hectares)
- Sonadezi Long Thanh Residential Area Project (3 hectares)
- Business activities on leased land at Chau Duc Industrial Park through cooperation with other investors, including land use rights transfer, transfer of land use rights and assets attached to land, or other forms in compliance with applicable laws
- **Projects under preparation for investment:**
 - Sona Riverview Urban Area Project
 - Tam An 1 high-rise commercial apartment project
 - Development of industrial park infrastructure projects within and outside the province in line with the Corporation’s overall strategy to enhance brand value, reputation, and sustainable development

3. Key Business Targets for the 2026–2031 Period:

The Board of Directors proposes the business plan for Term VI (2026–2031) as follows:

Unit: VND million

No.	Indicators	2026	2027	2028	2029	2030
1	Total revenue	593,162	655,402	704,800	750,554	820,726
2	Total expenses	412,912	477,668	508,465	526,211	537,274
3	Profit before tax	180,250	177,734	196,335	224,344	283,451
4	Profit after corporate income tax	148,047	146,993	161,873	184,280	231,567
5	Total state budget contributions	54,623	54,187	57,907	63,509	75,330

4. Corporate Governance:

- Review, revise, and issue internal regulatory frameworks in line with the Company’s actual conditions, including regulations, procedures, and mechanisms for delegation and decentralization, with the aim of shortening decision-making time, enhancing proactiveness and accountability, while strengthening supervision of compliance and operational efficiency.
 - Promote the application of information technology in management activities.
 - Continue to improve and streamline the organizational structure in alignment with practical requirements.

5. Human Resources:

- Restructure the organizational system to ensure a lean, efficient, and effective workforce.
- Focus on human resource planning, development, and quality improvement to

meet the Company's manpower needs in the new term.

- Complete the KPI-based performance evaluation system aligned with work efficiency, thereby establishing appropriate evaluation mechanisms, remuneration, salary, and incentive policies to motivate employees and maximize workforce productivity.

With the above orientations, during the 2026–2031 period, the Board of Directors will further strengthen its direction and close supervision of the Company's business operations, while creating favorable conditions for the Board of Management to successfully achieve the planned targets.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for approval the Report on the BOD's activities in 2025 and Term V (2021–2026), as well as the operational orientation for 2026 and Term VI (2026–2031) of Sonadezi Long Thanh Shareholding Company.

Respectfully submitted.

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

**SONADEZI CORPORATION
SONADEZI LONG THANH
SHAREHOLDING COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, ... April 2026

PROPOSAL

Regarding the Remuneration/Salary for 2025 and the Remuneration/Salary for 2026 of the Board of Directors and the Supervisory Board of Sonadezi Long Thanh Shareholding Company

To: The 2026 Annual General Meeting of Shareholders.

Pursuant to:

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;
- The Charter of Sonadezi Long Thanh Shareholding Company;

The Board of Directors of Sonadezi Long Thanh Shareholding Company respectfully submits to the 2026 Annual General Meeting of Shareholders for approval of the remuneration for 2025 and the remuneration/salary for 2026 of the Board of Directors (BOD) and the Supervisory Board (SB) as follows:

I. Remuneration/Salary of the Board of Directors and the Supervisory Board in 2025

- Salary of the Head of the Supervisory Board: VND 31,800,000/month.
- Remuneration of members of the Board of Directors (07 members): VND 8,000,000/person/month.
- Remuneration of members of the Supervisory Board and the Company Secretary (03 persons): VND 4,000,000/person/month.

Based on the business performance results in 2025, the actual remuneration of the Board of Directors and the Supervisory Board was adjusted in accordance with Decree No. 44/2025/ND-CP, amounting to VND 1,574,000,000.

The total salary fund for the Head of the Supervisory Board was implemented in accordance with the annual salary settlement, amounting to VND 1,008,000,000.

II. Estimated Remuneration/Salary of the Board of Directors and the Supervisory Board for 2026

- Monthly salary advance for 2026:
 - Chairman of the Board of Directors : VND 65,000,000/month
 - Head of the Supervisory Board : VND 35,100,000/month
- Remuneration of Board members : VND 8,000,000/person/month
- Remuneration of Supervisory Board members and Company Secretary: VND 4,000,000/person/month

The actual salaries and remuneration for 2026 of the Board of Directors, Supervisory Board, Executive Board, and employees will be adjusted in accordance with prevailing regulations and the Company's business performance in 2026

We respectfully submit this for the approval of the Annual General Meeting of Shareholders.

Respectfully.

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

SUPERVISORY BOARD REPORT
On the Inspection and Supervision of Business Operations in 2025
of Sonadezi Long Thanh Shareholding Company

To: The Annual General Meeting of Shareholders in 2026

Pursuant to the Law on Enterprises promulgated by the National Assembly;
Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company.

The Supervisory Board hereby reports the results of inspection and supervision of business operations in 2025 and evaluates the Company's corporate governance as follows:

I. REVIEW OF THE AUDITED FINANCIAL STATEMENTS FOR 2025

1. Review of financial statements:

Based on the review of the 2025 financial statements audited by RSM Vietnam Auditing and Consulting Co., Ltd., the Supervisory Board has conducted an independent assessment and reached the following conclusions:

- Fairness and accuracy: The 2025 financial statements fairly and accurately present, in all material respects, the Company's financial position as at December 31, 2025.
- Operating results: Indicators relating to business performance and cash flows for the financial year are clearly and transparently presented.
- Compliance with standards: The preparation and presentation of the financial statements are in full compliance with Vietnamese Accounting Standards (VAS), the prevailing accounting regime, and relevant legal regulations.

2. Assessment of accounting practices:

The Supervisory Board acknowledges and highly appreciates the professionalism of the Accounting Department in maintaining financial discipline:

- Compliance with State obligations: The Company has fully complied with reporting requirements and fulfilled its obligations to the State Budget in a timely manner, with no outstanding tax liabilities.
- Document management: Accounting records are maintained clearly and accurately. Supporting documents and accounting records are systematically organized and properly archived, facilitating efficient inspection and reconciliation.
- Accounting system: Accounting books are fully maintained in accordance with the Accounting Law, ensuring consistency and integrity of financial data.

II. SUPERVISION RESULTS ON OPERATIONS AND FINANCIAL STATUS

Through continuous and independent supervision of all aspects of the Company's operations in 2025, based on audited financial data and actual performance, the Supervisory Board provides the following overall assessment:

1. Business performance:

a. Implementation of the Resolution of the 2025 Annual General Meeting of Shareholders:

No.	Indicators	Unit	2025 Plan	2025 Actual	Achievement Rate
1	Revenue and other income	VND million	534,152	570,584	106.82%
2	Profit before tax	VND million	130,499	170,930	130.98%
3	Profit after tax	VND million	104,181	140,687	135.04%
4	ROE (Profit after tax / Equity)	%	27.23%	36.70%	134.77%
5	Taxes and other state budget contributions	VND million	44,277	58,460	132.03%
6	Construction investment	VND million	610,522		
	- Capital construction investment cost		233,672	201,300	86.15%
	- Compensation cost		376,850	-	
7	Expected dividend payout ratio	%	25%	-	-

- Evaluation of financial performance indicators:

The year 2025 marked remarkable efforts by the Executive Board and all employees in optimizing the Company's resources. The Company not only successfully fulfilled its business plan in terms of revenue and profit but also achieved significant improvements in return on equity

- Analysis of key profitability indicator:

- Return on Equity (ROE): This is the most accurate indicator reflecting the Company's efficiency in capital utilization and overall business performance. In 2025, this indicator exceeded the target set by the General Meeting of Shareholders by 34.77%.

The ROE is calculated based on the denominator comprising the average balance of owners' invested capital (Code 411) and the Development Investment Fund (Code 418) over the four quarters of 2025.

- Assessment of the Supervisory Board: The significant outperformance of the ROE target demonstrates that the Company is on the right track in its investment strategy and cost management. The return generated on each unit of shareholders' equity has been optimized, establishing a solid financial foundation to enhance corporate value and sustain an attractive and stable dividend policy in the coming years.

b. Detailed Business Performance Compared to the Previous Year:

Unit: VND million

No.	Indicators	2025	2024	Actual vs. same period (%) (%)
1	Net revenue from sales and services	534,753	488,192	109.54%
2	Cost of goods sold	324,787	326,265	99.55%
3	Gross profit from sales and services	209,966	161,927	129.67%
4	Financial income	28,402	24,777	114.63%
5	Financial expenses	4,059	3,907	103.87%
6	Selling expenses	4,996	4,356	114.69%
7	General and administrative expenses	59,723	44,903	133.00%
8	Operating profit	169,591	133,537	127.00%
9	Other income (expenses)	1,339	(7,173)	-18.67%
10	Profit before tax	170,930	126,364	135.27%
11	Profit after corporate income tax	140,687	104,572	134.54%

The Supervisory Board has conducted reconciliation and analysis of key financial indicators for 2025 compared to the previous year, with the following observations:

- Revenue and Cost of Goods Sold:

- Net revenue from sales and service provision recorded a solid growth of 9.54% compared to the same period, reflecting stability and effective expansion of the Company's core business segments.
- Notably, cost of goods sold decreased by 0.45%, moving in the opposite direction of revenue growth. This demonstrates the Executive Board's strong effectiveness in controlling input costs and optimizing operational processes.
- Effective cost control has significantly improved the gross profit margin, creating strong momentum for net profit growth

- Financial Activities:

- Financial income increased by 14.63% compared to the same period. This result reflects the Company's effective and proactive cash management as well as efficient deployment of financial investments, ensuring income stability and optimizing returns on surplus funds amid volatile interest rate conditions

- Profit after Tax:

- Profit after tax increased by 34.54% year-on-year. This result is driven by revenue growth, cost optimization, and improved financial performance. The growth rate of net profit significantly exceeding revenue growth demonstrates strong corporate governance capabilities, contributing to a substantial increase in ROE and enhancing shareholder value.
- Detailed performance by business segment:

Unit: VND million

No.	Business Segment	Revenue	Cost	Gross Profit	Gross Margin
1	Land leasing – Long Thanh IP	80,901	56,473	24,427	30.19%
2	Factory leasing – Long Thanh IP	231,453	67,022	164,432	71.04%
3	Housing leasing	5,074	2,108	2,966	58.45%
4	Real estate (land plots)	-	777	(777)	
5	Water supply	80,971	74,520	6,452	7.97%
6	Wastewater treatment	68,904	58,079	10,825	15.71%
7	Petroleum retail	55,268	53,963	1,305	2.36%
8	Chau Duc IP project	12,014	11,242	772	6.42%
9	Long Phuoc Industrial Cluster project	-	603	(603)	
10	Other activities	168	-	168	100.00%
Total		534,753	324,787	209,966	39.26%

- Overall performance: The Supervisory Board notes that in 2025, most of the Company's business segments maintained growth momentum and generated positive profits. The shift toward a more sustainable revenue structure has enabled the Company to optimize resource utilization and enhance shareholder value.

- Analysis of key business segments:

- Infrastructure business and factory leasing at Long Thanh Industrial Park: This segment continues to serve as the core business, contributing a significant proportion to total profit. Leveraging its strategic location and well-developed infrastructure, the factory leasing segment has achieved a high gross profit margin, reflecting effective cost management and the Company's strong brand positioning in the industrial real estate market.
- Residential leasing business: The accommodation and residential leasing segment also delivered strong financial performance. The consistently high occupancy rate, coupled with an optimized gross profit margin, indicates stable market demand and the effectiveness of the Executive Board's asset utilization strategy

- Assessment of the Supervisory Board: Focusing on high-margin business segments such as factory leasing and infrastructure services has enabled the Company not only to preserve its capital but also to generate substantial surplus cash flows. This provides a solid foundation for the Company to continue reinvesting in new projects in the coming period.

c. Investment, Construction, and Asset Acquisition Activities:

- Financial investment:

As of December 31, 2025, the total value of the Company's long-term financial investments in other enterprises is as follows:

Unit: VND million

Investee Company	Number of Shares	Ownership (%)	Investment Value	Dividend Rate (2025)	Dividends Received in 2025
Sonadezi An Binh Shareholding Co.,	1,400,000	22.49%	24,500	6%	840
Sonadezi Service Shareholding Co., (*)	500,000	5.00%	8,750	30%	750
Sonadezi Long Binh Shareholding Co.,	2,521,456	8.40%	63,036	20%	7,564
Sonadezi Chau Duc Shareholding Co.,	18,144,000	10.08%	221,760	10%	18,144
Sonadezi Binh Thuan Shareholding Co.,	8,000,000	20.00%	80,000	-	-
Total			398,046		27,298

(*) In 2025, the Company purchased an additional 250,000 newly issued shares of Sonadezi Service Shareholding Co., at a price of VND 25,000 per share in accordance with Board Resolution No. 95/NQ-SZL-HĐQT dated October 24, 2025.

Assessment of financial investment performance: Based on the 2025 business results of the investee companies, the Supervisory Board assesses that the Company's capital investments have been effective, ensuring both capital preservation and growth.

- Capital construction investment:

The Company's capital construction plan for 2025, as approved by the General Meeting of Shareholders on April 17, 2025, amounted to VND 610,522 million. Of which, capital construction investment was VND 233,672 million and compensation expenses were VND 376,850 million.

As of December 31, 2025, the Company had executed capital construction investments totaling VND 201,300 million. The breakdown is as follows:

- Long Thanh Industrial Zone: VND 55,985 million
- Ready-built factories – Long Thanh Industrial Park: VND 45,176 million
- Ready-built factories – Chau Duc Industrial Park: VND 89,126 million
- Long Phuoc Industrial Cluster: VND 8,360 million
- Tam An Residential Area: VND 783 million
- Tam An Resettlement Area: VND 1,870 million

- Fixed Asset Investment and Acquisition

In 2025, the movements in fixed assets and investment properties are summarized as follows:

Unit: VND million

No.	Asset Category	Increase	Decrease	Notes
1	Fixed assets	31,594	(1,067)	
1.1	Long Thanh Industrial Zone	25,012	(1,067)	
1.2	Office building	2,483	-	
1.3	Petroleum station – Long Thanh IP	524	-	
1.4	EV charging station – Long Thanh IP	3,575	-	
2	Investment properties	85,602	-	
2.1	Ready-built factories – Long Thanh IP	75,369	-	
2.2	Ready-built factories – Chau Duc IP	10,233	-	
2.3	Residential apartments for lease	-	-	

d. Receivables and Payables Status

Unit: VND million

No.	Counterparty	As at 01/01/2025		As at 31/12/2025	
		Overdue	Provision	Overdue	Provision
1	Receivables from Long Thanh IP infrastructure business	6,161	6,161	14,494	11,275
Total		6,161	6,161	14,494	11,275

- Receivables management performance: In 2025, the Management demonstrated strong discipline in cash flow management through regular monitoring, supervision, and proactive debt collection efforts. For long-outstanding receivables, the Company has actively implemented appropriate enforcement measures to protect its legitimate interests and optimize capital turnover.

- Receivables status analysis: The Supervisory Board notes the following regarding the Company's receivables as at December 31, 2025:

- Nature of receivables and payables: Receivables and payables mainly arise from infrastructure and service business activities and are cyclical in nature, following regular settlement periods.
- Overdue receivables: The total value of overdue receivables amounted to VND 14,494 million.
- Risk management (Provisioning): To comply with the prudence principle in accounting and to accurately reflect asset values, the Company has made provisions for doubtful receivables in accordance with prescribed regulations, totaling VND 11,275 million. Of which: Provision expense recognized during the year: VND 5,163 million; Reversal of provision during the year: VND 48 million.

- Assessment by the Supervisory Board: Provisioning has been fully and properly implemented in accordance with applicable legal regulations and accounting standards. The proactive identification and provisioning for overdue receivables enable the Company to maintain financial resilience and ensure that the 2025 financial statements present a true and fair view of the Company's financial position and overall financial health.

e. Inspections and Audits by State Authorities

- Results of inspections and audits: In 2025, the Company fully fulfilled its responsibilities in coordinating with and receiving inspection and audit delegations from State authorities, including:

(1) Fire Prevention, Fighting and Rescue Police Department – Dong Nai Provincial Police: Conducted inspections on fire prevention, firefighting and rescue safety at Sonadezi Long Thanh Petroleum Station. The inspection results confirmed that the Company has been proactive in risk prevention and fully compliant with technical safety standards in petroleum operations, a sector requiring stringent risk management.

- Fulfillment of obligations to the State Budget: The Company has fully and timely fulfilled its financial obligations to the State Budget in accordance with the conclusions and recommendations of the State Audit Office and the Regional Tax Department XV, arising from inspection results in 2024 (related to financial years up to 2023).

2. Financial Position as at December 31, 2025

a. Asset and Capital Structure

Unit: VND million

Items	31/12/2025	01/01/2025
<u>A. Current Assets</u>	<u>237,171</u>	<u>277,676</u>
I. Cash and cash equivalents	37,644	51,312
II. Short-term financial investments	20,000	20,000
III. Short-term receivables	42,335	78,861
IV. Inventories	117,531	117,314
V. Other current assets	19,661	10,189
<u>B. Non-current Assets</u>	<u>1,790,844</u>	<u>1,608,239</u>
I. Long-term receivables	3,681	3,681
II. Fixed assets	193,050	186,267
III. Investment properties	524,822	497,816
IV. Long-term work-in-progress	377,270	315,223
V. Long-term financial investments	398,046	391,796
VI. Other non-current assets	293,975	213,457
TOTAL ASSETS	2,028,016	1,885,915
<u>C. Liabilities</u>	<u>1,345,537</u>	<u>1,255,805</u>
I. Current liabilities	244,848	205,204
II. Non-current liabilities	1,100,689	1,050,601
<u>D. Equity</u>	<u>682,479</u>	<u>630,110</u>
I. Owners' equity	682,479	630,110
1. Charter capital	291,148	291,148
2. Share premium	5,486	5,486
3. Treasury shares	(22,324)	(22,324)
4. Development investment fund	94,838	84,381

Items	31/12/2025	01/01/2025
5. Retained earnings	313,330	271,418
II. Other funds	-	-
TOTAL CAPITAL	2,028,016	1,885,915

b. Key Financial Indicators

Indicator	Unit	2025	2024
1. Asset Structure			
Current assets / Total assets	%	11.69%	14.72%
Non-current assets / Total assets	%	88.31%	85.28%
2. Capital Structure			
Liabilities / Total capital	%	66.35%	66.59%
Equity / Total capital	%	33.65%	33.41%
Liabilities / Equity	times	1.94	1.96
3. Liquidity Ratios			
Current ratio	times	0.97	1.35
Quick ratio	times	0.24	0.35
4. Profitability Ratios			
Return on assets (ROA)	%	7.19%	5.51%
Return on equity (ROE)	%	21.44%	17.17%
Net profit margin	%	26.31%	21.42%

Assessment of the Company's Financial Position

- Liquidity and solvency: Liquidity indicators, including the current ratio and quick ratio, have been maintained at prudent levels, ensuring the Company's ability to meet its short-term obligations in a timely manner without incurring overdue liabilities or relying on external financing pressure.

- Capital structure and leverage analysis:

- Debt-to-equity ratio: Recorded at 1.94 times (after excluding welfare and bonus funds).
- Nature of liabilities: Although total liabilities exceed equity, the largest portion (50.61%) of total liabilities consists of unearned revenue. This represents advance payments from customers for infrastructure and factory leasing, which will be recognized as revenue over time and does not create immediate cash repayment pressure.
- Adjusted debt ratio: If unearned revenue is excluded, the debt-to-equity ratio is reduced to 0.95 times. This represents a very healthy and safe level for an industrial park infrastructure developer, indicating a strong degree of financial autonomy..

- Conclusion on capital efficiency: Overall, the Company's 2025 performance reflects a solid financial foundation. The Company has not only preserved its capital but also utilized it efficiently to generate sustainable profits. Key financial indicators demonstrate financial soundness, transparency, and strong financial risk management by the Management.

c. Assessment of Compliance in Profit Distribution and Audit

- Implementation of the General Meeting of Shareholders (GMS) Resolution:
 - Profit distribution: The Supervisory Board acknowledges that the Company has duly implemented the 2024 profit distribution in strict accordance with Resolution No. 35/01/NQ-SZL-HĐQT of the 2025 Annual General Meeting of Shareholders. Dividend payments, as well as allocations to the development investment fund and welfare and bonus funds, were carried out fully, ensuring optimal benefits for shareholders and employees.
 - Implementation of the business plan: The Company closely adhered to the business targets approved by the General Meeting of Shareholders for 2025 and demonstrated proactive and flexible management to achieve revenue and profit targets despite market fluctuations.
 - Independent audit:
 - To ensure the objectivity and accuracy of financial information, the Company engaged RSM Vietnam Auditing and Consulting Co., Ltd., one of the leading reputable audit firms, to audit its 2025 financial statements.
 - The Supervisory Board considers that the selection of an internationally capable audit firm enhances the credibility of financial information for investors and credit institutions.

III. Assessment of the Management and Administration of the Board of Directors and the Executive Board

1. Assessment of related-party transactions

The assessment of transactions between the Company, its subsidiaries, and other entities in which the Company holds more than 50% of charter capital, with members of the Board of Directors, the Executive Board, and their related persons; as well as transactions between the Company and entities in which members of the Board of Directors have served as founding shareholders or managers within the three (03) years preceding the transaction, has been fully disclosed in the Corporate Governance Report for 2025 dated January 29, 2026, as published on the Company's official website.

2. Assessment of the Board of Directors' activities

- Structure and compliance: The Board of Directors consists of seven (07) members, including two (02) members concurrently serving in the Executive Board, ensuring alignment between strategic direction and operational execution. The Supervisory Board confirms that all members have duly performed their roles, responsibilities, and authorities in accordance with applicable laws and the Company's Charter.

- Effectiveness of working methods:
 - Consistency and discipline: The Board of Directors has consistently organized and maintained regular periodic meetings in compliance with applicable regulations. The preparation of agendas, supporting documents, and issuance of meeting minutes has been conducted in a structured and disciplined manner.
 - Operational flexibility: In addition to in-person meetings, the Board of Directors frequently adopts written resolutions to ensure timely decision-making. The

Supervisory Board considers this approach effective in enabling the leadership to respond promptly and appropriately to urgent business and operational requirements across the Company.

- Supervisory and directive role:

- Oversight of implementation: The Board of Directors plays a central role in closely supervising the Executive Board in implementing resolutions of the General Meeting of Shareholders. Such supervision is carried out continuously, ensuring that all business activities align with the approved strategic direction.
- Integrated coordination: The close and effective coordination between the Board of Directors and the Executive Board has established a unified governance framework, enabling the Company to navigate market fluctuations and address challenges in key projects.

3. Assessment of the Executive Board's Performance

- Organizational structure of the Executive Board: The Executive Board consists of four (04) members, structured in alignment with the Company's scale and operational characteristics. The leadership team possesses extensive experience, ensuring consistency in executing the strategic directions set by the Board of Directors.

- Management performance and compliance: The performance of the Executive Board in 2025 and throughout the term is assessed as follows:

- Compliance: The Executive Board has fully exercised its functions, duties, and authority in strict compliance with applicable laws, the Company's Charter, and internal governance regulations. All management decisions are made in adherence to legal principles and with the objective of safeguarding shareholders' best interests.
- Implementation of resolutions: The Executive Board has proactively and effectively implemented resolutions and decisions of the Board of Directors. In particular, business targets have been translated into detailed action plans for each department and project.
- Management effectiveness: Operational management has been conducted in close alignment with the approved business plan. Despite significant market fluctuations (particularly during 2020–2021 and legal challenges related to project implementation), the Executive Board demonstrated strong adaptability, enabling the Company to maintain growth momentum and exceed profit targets.

IV. ACTIVITIES OF THE SUPERVISORY BOARD IN 2025

- Organizational structure and operating methods:

The Supervisory Board consists of three (03) members, including a full-time Head of the Supervisory Board working at the Company, ensuring continuous oversight of all operational activities. During the year, the Supervisory Board maintained regular meetings to assign specific responsibilities to each member and to implement its work plan in a systematic and effective manner.

- Key activities and results in 2025:

- Oversight of governance and management compliance: Closely supervised the activities of the Board of Directors and the Executive Board. Conducted thorough reviews of the legality and procedural compliance in the issuance of resolutions and management decisions, ensuring that all leadership activities strictly adhered to applicable laws and the Company’s Charter.
- Financial and accounting supervision: Performed independent reviews of the semi-annual and annual financial statements for 2025. Conducted periodic supervision of accounting practices, bookkeeping, and documentation retention to ensure the accuracy and transparency of financial data.
- Supervision of capital construction investments: Directly monitored the progress and implementation processes of projects for which the Company acts as the investor, contributing to the assurance of construction quality and efficient utilization of investment capital.
- Management of capital contributions and financial investments: Supervised operations of investee companies through analysis of periodic financial reports. Objectively assessed investment performance and financial safety at affiliated entities to promptly identify and warn of potential risks (if any).
- Remuneration and Income of the Supervisory Board in 2025

Unit: VND

No.	Supervisory Board Member	Income	Remuneration	Total
1	Nguyen Thi Ngoc Trang	895,000,000	-	895,000,000
2	Trinh Thi Hoa	45,000,000	48,000,000	93,000,000
3	Duong Ngoc Truc Yen	45,000,000	48,000,000	93,000,000
Total		985,000,000	96,000,000	1,081,000,000

V. REMARKS AND RECOMMENDATIONS

1. Financial and Accounting Management

Performance results:

- Compliance and state budget obligations: The Company has strictly complied with regulations on the preparation and submission of periodic financial statements. Notably, it has fully and timely fulfilled its obligations to the State Budget. In 2025, total taxes and other payable amounts were VND 58,459 million, of which VND 58,218 million was actually paid, demonstrating a strong sense of responsibility toward the State.

- Business performance: The Company has successfully achieved all revenue and profit targets as planned.

- Receivables management: The Executive Board has taken a proactive and decisive approach in debt collection, with continuous monitoring and implementation of appropriate measures to recover outstanding receivables, thereby ensuring system liquidity.

Recommendations of the Supervisory Board: To ensure financial safety and optimize capital efficiency in the coming period, the Supervisory Board recommends:

- Debt and cash flow control: Strengthen the review and resolution of long-outstanding receivables; proactively implement enforcement measures to minimize the

occurrence of new bad debts. At the same time, tighten control over cash flows and operating expenses to improve profit margins.

- Management of borrowings: For loans used for investment purposes, the Company should ensure strict management and proper, efficient use of funds.

- Acceleration of project implementation: Expedite the implementation of approved projects to bring them into operation as soon as possible. This is a critical factor in generating stable cash flows, ensuring timely repayment of principal and interest, and maintaining the Company's creditworthiness.

2. Investment Project Governance

Management performance in 2025: In 2025, the Board of Directors and the Executive Board closely directed and actively monitored the progress of key projects, including Long Thanh Industrial Zone, Tam An 1 Residential Area, and Long Phuoc 1 Industrial Cluster. The Company proactively coordinated with relevant State authorities to address obstacles related to compensation, site clearance, and adjustments to detailed construction planning. These efforts demonstrate significant commitment to creating clean land banks and completing the legal framework necessary for subsequent project implementation phases.

Recommendations of the Supervisory Board: To ensure investment efficiency and accelerate project completion, the Supervisory Board recommends that the Board of Directors and the Executive Board focus resources on the following:

- Legal procedures and planning: Prioritize the resolution of outstanding legal procedures, particularly the approval of adjusted planning schemes, to enable synchronized project implementation.

- Land management and financial obligations (Tam An Residential Project):

- Land administration: Expedite coordination with competent authorities to accelerate the issuance of Land Use Right Certificates and ownership certificates for houses and assets attached to land for areas that have fulfilled financial obligations and have no changes in land-use structure, thereby safeguarding legal rights and enhancing project liquidity.

- Additional financial obligations: Proactively work with authorities to obtain timely land valuation results; ensure adequate financial resources to fully and promptly fulfill any additional land-use fees upon official notification, thereby ensuring compliance and maintaining project progress.

- Construction management: Accelerate construction of eligible project components while strictly controlling safety, quality, and schedule. Technical deviations that may affect the durability and lifespan of the works must be strictly avoided.

- Project financial management: Ensure timely partial acceptance and final settlement of project components. This will enhance transparency in capital flows and enable faster capital recovery for reinvestment in new projects.

3. Corporate Governance

- Achievements: Under the direction of the Board of Directors and the Executive Board, the Company has effectively standardized its management system through:

- Organizational enhancement: Issuing and updating internal regulations in alignment with those of the parent corporation; clearly defining functions and responsibilities of specialized departments.
- Modernization of governance: Promoting the application of information technology in administrative reform and document management, thereby optimizing processing time and enhancing operational transparency.

Recommendations of the Supervisory Board: To strengthen risk management capacity and adapt to the evolving business environment, the Supervisory Board recommends focusing on the following:

- Improvement of internal regulatory framework: Continue reviewing and updating internal policies and procedures to ensure alignment with current laws and the Company’s strategic objectives, thereby establishing a solid legal framework for operations.
- Enhancement of risk control: Strengthen both periodic and ad hoc internal inspections to promptly identify, prevent, and mitigate potential risks across all operations.
- Promotion of a compliance culture: Foster a culture of compliance among all employees across the organization.
- Human resource development: Continue to enhance professional training and update employees’ knowledge to meet evolving business requirements.
- Enhancement of management capacity: Improve leadership and management skills of managerial staff, recognizing this as a key driver for increasing organizational productivity and overall efficiency.

B. REPORT OF THE SUPERVISORY BOARD FOR TERM V (2021 – 2026)

The Supervisory Board was nominated and approved by the Annual General Meeting of Shareholders for Term V (2021–2025), comprising three (03) members as follows:

No.	Full Name	Position	Remarks
1	Ms. Nguyen Thi Ngoc Trang	Head of Supervisory Board	Responsible for overall supervision and coordination of Supervisory Board activities
2	Ms. Trinh Thi Hoa	Member	In charge of supervision of capital construction activities
3	Ms. Duong Ngoc Truc Yen	Member	In charge of supervision of finance and customer transactions

I. ACTIVITIES OF THE SUPERVISORY BOARD

During the term (2021–2026), the Supervisory Board strictly complied with its roles and responsibilities in accordance with the Company’s Charter and the Law on Enterprises. Based on the approved work plan, the Supervisory Board effectively carried out the following key activities:

- Oversight of governance and compliance: Conducted regular inspection and supervision of the activities of the Board of Directors.

- Supervision of executive management: Closely monitored the operational management of the Executive Board, ensuring that management decisions were consistent with resolutions of the General Meeting of Shareholders and aligned with the Company's best interests.

- Advisory role and internal control system development: Actively provided professional input in the development, revision, and improvement of internal regulations and policies, contributing to the standardization of operational processes, enhancement of transparency, and mitigation of systemic risks.

- Financial control and report appraisal: Conducted periodic reviews of semi-annual financial statements and annual final accounts. Performed independent appraisal of annual financial statements prior to submission to the Annual General Meeting of Shareholders, ensuring that financial data accurately and fairly reflect the Company's financial position.

II. REPORT ON THE RESULTS OF INSPECTION AND SUPERVISION OF BUSINESS OPERATIONS FOR TERM V (2021–2026)

1. Assessment of performance for Term V (2021–2026)

Based on the audited financial statements for each year, the Supervisory Board summarizes the performance of key business indicators during Term V (2021–2026) as follows:

Unit: VND million

No.	Description	2021	2022	2023	2024	2025
1	Revenue and other income	416,564	443,034	469,329	515,825	570,584
2	Profit before corporate income tax	123,481	118,892	127,991	126,364	170,930
3	Profit after corporate income tax	101,123	99,236	103,215	104,572	140,687
4	Return on equity (ROE)	17.66%	16.73%	17.46%	17.17%	21.44%
5	Dividend payout ratio	40.00%	40.00%	32.00%	30.00%	-

The above ROE is calculated based on the denominator comprising the average equity (Code 400) at the beginning and end of the year, in accordance with the audited financial statements for 2025.

The above figures are extracted from the audited financial statements as certified by an independent audit firm, ensuring their accuracy, objectivity, and fair presentation of the Company's financial position. The actual results demonstrate the Company's sustainable business performance over the years. Notably, key indicators such as revenue and profit have consistently exceeded the targets approved by the Annual General Meeting of Shareholders. In addition, the Company has maintained a high dividend payout policy, ensuring optimal returns for shareholders.

Despite the adverse impacts of the COVID-19 pandemic during the 2020–2021 period (including early contract terminations and delayed payments by customers), the Company made strong efforts to overcome challenges and successfully achieved its

business performance targets for the 2021–2026 term.

2. Assessment of coordination between the Supervisory Board, the Board of Directors, and the Executive Board

- Access to information: The Supervisory Board has been invited to attend and provide input at meetings of the Board of Directors. All relevant documents and materials have been provided fully and in a timely manner.

- Reporting mechanism: The Board of Directors and the Executive Board have provided complete resolutions, decisions, and detailed reports on business operations and financial performance, enabling the Supervisory Board to closely monitor all operational developments.

- Operational coordination: Relevant departments and management personnel have actively and cooperatively provided data and supporting documentation. This effective coordination has been a key factor enabling the Supervisory Board to fulfill its independent inspection and supervisory functions.

III. CONCLUSION

During Term V (2021–2026), with the dedicated efforts of all employees and the close direction of the Board of Directors and the Executive Board, the Company’s business operations achieved impressive results, with all key performance indicators exceeding the targets set out in the resolutions of the General Meeting of Shareholders.

To sustain this growth momentum, the Company should continue to leverage its existing strengths while focusing on reviewing and improving its internal governance system, including regulations and procedures. The standardization of these frameworks will serve as a fundamental basis for enhancing management capacity and optimizing operational efficiency in the coming period.

The above constitutes the full report of the Supervisory Board on the inspection and supervision of the Company’s business operations for 2025 and Term V (2021–2026).

The Supervisory Board respectfully submits this report to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted.

Recipients:

- Board of Directors;
- Filed: Supervisory Board.

ON BEHALF OF THE SUPERVISORY BOARD

Nguyen Thi Ngoc Trang

**SONADEZI CORPORATION
SONADEZI LONG THANH
SHAREHOLDING COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, ... April 2026

PROPOSAL

Regarding the Selection of the Audit Firm for the 2026 Financial Statements

To: The Annual General Meeting of Shareholders in 2026.

Pursuant to:

- The Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

- The Charter of Sonadezi Long Thanh Shareholding Company,

The Supervisory Board of the Company would like to propose a list of three independent audit firms approved by the State Securities Commission to audit organizations issuing securities, listed organizations, and securities trading organizations in 2026 as follows:

No.	Name of Audit Firm	Abbreviation	Business Registration Certificate No.	Contact Address
1	A&C Auditing and Consulting Co., Ltd.	A&C	No. 4102047448 (Issued on December 9, 2003)	02 Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City, Vietnam
2	RSM Vietnam Auditing and Consulting Co., Ltd.	RSM	No. 0302361789 (Issued on June 27, 2016)	147–147Bis Hai Ba Trung Street, Xuan Hoa Ward, Ho Chi Minh City, Vietnam
3	Southern Auditing and Accounting Financial Consulting Services Co., Ltd.	AASCS	No. 035011729 (Issued on July 27, 2014)	29 Vo Thi Sau Street, Tan Dinh Ward, Ho Chi Minh City, Vietnam

The Supervisory Board respectfully submits this proposal to the General Meeting of Shareholders for consideration and authorization of the Board of Directors to select one (1) out of the three (3) audit firms mentioned above to audit the 2026 financial statements of Sonadezi Long Thanh Joint Stock Company in accordance with State regulations.

Respectfully,

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE SUPERVISORY BOARD

Nguyen Thi Ngoc Trang

Dong Nai, April 2026

REPORT

ASSESSMENT BY THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS – MR. NGUYEN THE PHONG FOR 2025

The Independent Members of the Board of Directors of Sonadezi Long Thanh Shareholding Company currently consist of two members: **Mr. Nguyen The Phong** and **Ms. Do Thi Quynh An**.

Regarding the performance of the Board of Directors (BOD) of the Company in 2025, the Independent Member of the BOD provides the following general assessment:

The Board of Directors operated with a strong sense of responsibility and transparency in corporate governance and complied with all applicable regulations for public companies. Meetings of the Board of Directors were convened in a timely manner and conducted in accordance with the procedures stipulated in the Company's Charter and the Internal Regulation on Corporate Governance. Matters discussed at the meetings were thoroughly deliberated and carefully evaluated by the BOD members in order to determine directions and solutions that best serve the interests of the Company.

All resolutions of the Board of Directors were approved in accordance with the principle of majority voting. Minutes of meetings were duly prepared and signed by the attending members of the Board of Directors.

1. Organizational Structure

For the 5th term (2021–2026), the Board of Directors consists of 07 members, including 02 Independent Members and 02 Executive Members of the Board of Directors.

All members of the Board of Directors actively and fully participated in strategic planning, compliance oversight and strategic review activities, thereby ensuring adherence to good corporate governance practices.

2. Operating Mechanism

- In 2025, the Board of Directors held 04 regular meetings and conducted 61 resolutions through written consultation of the BOD members. Meetings of the Board of Directors were convened and conducted according to a clear schedule, with adequate preparation of meeting documents, in compliance with the Company's Charter and relevant legal regulations.
- Issues relating to strategy, business plans, finance, corporate culture and the development of management systems within the Company were discussed,

analyzed and evaluated in a timely manner in order to identify risks and ensure operational stability, safety and legal compliance, as well as to achieve the targets set by the Board of Directors and the General Meeting of Shareholders for 2025.

3. Corporate Governance and Supervisory Results

- Overall, the Board of Directors effectively performed its role in implementing the plans, policies and strategic orientations approved by the General Meeting of Shareholders. The BOD also carried out effective supervision over the Board of Management, ensuring that the Company's operations were closely monitored to follow the established strategic direction and that decisions were adjusted in a timely manner when necessary.
- The Board of Directors complied with corporate governance regulations, convened regular and extraordinary meetings and conducted consultations to promptly provide direction and issue decisions appropriate to the Company's actual situation.
- The BOD properly fulfilled its roles and responsibilities in directing, supporting and supervising the Board of Management in implementing the resolutions approved by the General Meeting of Shareholders and the Board of Directors, ensuring compliance with legal regulations while harmonizing the interests of the Company and its shareholders.
- The Board of Directors paid particular attention to risk management solutions to support the Board of Management in early identification of potential issues, thereby helping the Company maintain sustainable and stable operations and protect investors' interests.

4. Conclusion

- In accordance with the BOD's operational plan, the activities carried out by the Board of Directors in 2025 were aligned with the resolutions of the General Meeting of Shareholders and complied with the Company's Charter and Corporate Governance Regulations.
- With a high sense of responsibility, solidarity and cooperation, and in performing their duties with honesty and prudence, the Board of Directors in 2025 implemented effective supervisory measures and directed the Board of Management to achieve the Company's revenue and profit growth targets for the year, providing stable income for employees and ensuring benefits for both the Company and its shareholders.

**INDEPENDENT MEMBER OF THE
BOARD OF DIRECTORS**

Nguyen The Phong

Dong Nai, April 2026

REPORT

ASSESSMENT BY THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS – MS. ĐỖ THI QUYNH AN FOR 2025

1. List of Independent Members of the Board of Directors

In 2025, the Board of Directors of Sonadezi Long Thanh Shareholding Company (Sonadezi Long Thanh) consisted of 07 members, including 02 Independent Members of the Board of Directors, namely Mr. Nguyen The Phong and Ms. Do Thi Quynh An.

Sonadezi Long Thanh has complied with the legal requirements and the provisions of the Company's Charter regarding the qualifications and number of Independent Members of the Board of Directors.

2. Meetings of the Board of Directors

- In 2025, the Board of Directors held four (04) meetings. In general, meetings of the Board of Directors were convened and conducted in accordance with the procedures and requirements stipulated in the Law on Enterprises, the Company's Charter and the Regulation on the Operation of the Board of Directors. Meeting invitations, documents and materials were provided to the members of the Board of Directors in advance for review in accordance with regulations.

- The meeting agendas covered all matters relating to the Company's operations. These matters were proactively discussed, carefully evaluated and thoroughly considered by the members of the Board of Directors in order to determine the most appropriate directions and solutions for the Company.

- Minutes of the Board of Directors' meetings were prepared in accordance with legal requirements and were duly signed by the attending members of the Board of Directors and the meeting secretary.

- Matters relating to the Company's production and business activities and those of its affiliated units, such as strategy, mechanisms, policies, production and business operations, investment, construction and social welfare activities, which required regular handling within the authority of the Board of Directors, were considered through written consultation among BOD members to ensure timely direction and resolution.

- The Board of Directors also proactively held meetings with the Board of Management and relevant units to perform its supervisory function, update operational conditions and address difficulties and challenges in the Company's production and business activities.

3. Decisions of the Board of Directors

- In 2025, the Board of Directors issued 64 Resolutions and Decisions within its authority.

- Resolutions and decisions of the Board of Directors were adopted either at meetings or through written consultation in accordance with legal regulations.

- These resolutions and decisions were disclosed in accordance with the provisions of Circular No. 96/2020/TT-BTC on information disclosure in the securities market.

4. Supervision of the General Director and Members of the Board of Management

- The Board of Directors effectively supervised the management and executive activities of the General Director and the Board of Management, maintaining close coordination with them to ensure timely and appropriate decisions and policies, thereby ensuring the Company's stable, safe and legally compliant operations.

- The General Director assigned specific responsibilities to members of the Board of Management to proactively handle tasks and ensure overall work progress.

- For certain important matters, the Board of Management proactively reported to and sought advice from the relevant members of the Board of Directors or the Board collectively in order to effectively perform the duties assigned by the Board of Directors.

5. Activities of Members of the Board of Directors

- The Board of Directors assigned specific responsibilities to each member to oversee specialized areas and supervise the operations of the Company's units.

- Members of the Board of Directors performed their rights and obligations in accordance with the law, the Company's Charter, the Regulation on the Operation of the Board of Directors and other relevant regulations. They demonstrated cooperation, a strong sense of responsibility and fulfilled the duties assigned by the Board of Directors.

6. Overall Assessment of the Board of Directors' Activities

- The Board of Directors operated in compliance with legal regulations, resolutions of the General Meeting of Shareholders (GMS) and the Company's Charter, as well as internal regulations and policies. It closely directed and supervised the Company's operations and successfully implemented the objectives approved by the Annual General Meeting of Shareholders, while strengthening supervision and risk management to enhance the Company's operational effectiveness.

- The Board of Directors respected and facilitated the Supervisory Board in exercising its authority to examine the legality and appropriateness of management and executive activities, and seriously considered and rectified shortcomings and deficiencies identified through the Supervisory Board's inspections.

- In 2025, the Board of Directors effectively fulfilled its functions, duties, authority and responsibilities in accordance with the law, the Company's Charter, the

Regulation on the Operation of the Board of Directors and other relevant internal regulations. The Board operated with a high sense of responsibility, prudence, integrity and transparency in corporate governance as required for a listed company. The Board also created favorable conditions for Independent Members of the Board of Directors to fully exercise their rights and fulfill their obligations.

**INDEPENDENT MEMBER OF THE
BOARD OF DIRECTORS**

Do Thi Quynh An

**SONADEZI CORPORATION
SONADEZI LONG THANH
SHAREHOLDING COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
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Dong Nai, ... April 2026

PROPOSAL
Regarding Amendments to the Charter of
Sonadezi Long Thanh Shareholding Company

To: The Annual General Meeting of Shareholders in 2026.

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to the Charter of Sonadezi Long Thành Shareholding Company.

The Board of Directors has conducted a review of the Company's current Charter. Based on this review, the Board of Directors recognizes that certain provisions of the Company's Charter need to be amended and supplemented in accordance with Law No. 76/2025/QH15 dated June 17, 2025. Therefore, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the amendment and supplementation of the Charter of Sonadezi Long Thành Shareholding Company.

(The Appendix of amendments is attached.)

Respectfully.

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

On behalf of the Board of Directors
Chairman

Nguyen Van Tuan

APPENDIX: PROPOSED AMENDMENTS TO THE CHARTER

Current Content	Proposed Amendments and Additions	Explanation
<p><u>Article 1. Explanation of Terms</u> 1. In this Charter, the following terms are understood as follows: b. “Enterprise Law” refers to Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022</p>	<p><u>Article 1. Explanation of Terms</u> 1. In this Charter, the following terms are understood as follows: b. “Enterprise Law” refers to Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025</p>	<p>Update of information</p>
<p><u>Article 3. Legal Representative of the Company</u> 1. The Company has one (01) legal representative. The General Director is the legal representative of the Company</p>	<p><u>Article 3. Legal Representative of the Company</u> 1. The Company has one (01) legal representative. The Chairman of the Board of Directors is the legal representative of the Company</p>	<p>To align with the Company’s actual operational practices.</p>
<p><u>Article 13. General Meeting of Shareholders</u> 3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases: c. At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 11 of this Charter, the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must bear the signatures of the relevant shareholders; alternatively, the request may be made in several documents which collectively contain the signatures of the relevant shareholders.</p>	<p><u>Article 13. General Meeting of Shareholders</u> 3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases: c. At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 11 of this Charter, the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must bear the signatures of the relevant shareholders; alternatively, the request may be made in several documents which collectively contain the signatures of the relevant shareholders. The request to convene the General Meeting of Shareholders must be accompanied by documents and evidence of violations committed</p>	<p>Pursuant to Clause 18, Article 1 of Law No. 76/2025/QH15.</p>

Current Content	Proposed Amendments and Additions	Explanation
	<p>by the Board of Directors, the extent of such violations, or decisions made beyond its authority. The shareholder or group of shareholders shall bear full responsibility before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authorities when requesting the convening of the General Meeting of Shareholders.</p>	

Current Content	Proposed Amendments and Additions	Explanation
<p>Article 24. Nomination and Candidacy for Members of the Board of Directors</p> <p>1. In cases where candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company’s website, allowing shareholders to learn about the candidates prior to voting. Candidates for the Board of Directors must provide a written commitment confirming the truthfulness and accuracy of their disclosed personal information, and must pledge to perform their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. The information related to candidates for the Board of Directors to be disclosed includes:</p> <ol style="list-style-type: none"> a. Full name, date, month, and year of birth; b. Professional qualifications; c. Work experience; d. Other managerial positions (including positions on the Board of Directors of other companies); e. Interests related to the Company and its related parties; f. Information about companies where the candidate currently holds a position as a 	<p>Article 24. Nomination and Candidacy for Members of the Board of Directors</p> <p>2. In cases where candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company’s website, allowing shareholders to learn about the candidates prior to voting. Candidates for the Board of Directors must provide a written commitment confirming the truthfulness and accuracy of their disclosed personal information, including family relationships as prescribed in Clause 22, Article 4 of the Law on Enterprises and must pledge to perform their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. The information related to candidates for the Board of Directors to be disclosed includes:</p> <ol style="list-style-type: none"> a. Full name, date, month, and year of birth; b. Professional qualifications; c. Work experience; d. Other managerial positions (including positions on the Board of Directors/Members’ Council of other companies); e. Interests related to the Company and its related parties; 	<p>In accordance with the practical requirements of personnel documentation preparation and Clause 78, Article 1 of Decree No. 245/2025/NĐ-CP.</p>

Current Content	Proposed Amendments and Additions	Explanation
<p>member of the Board of Directors, other managerial roles, and any interests related to the Company (if applicable).</p>	<p>f. Information about companies where the candidate currently holds a position as a member of the Board of Directors/ Members' Council, other managerial roles, and any interests related to the Company (if applicable).</p>	
<p>Article 25. Composition and Term of Members of the Board of Directors</p> <p>3. The structure of the Board of Directors is as follows:</p> <p style="padding-left: 40px;">The composition of the Company's Board of Directors must ensure that at least one-third (1/3) of the total number of members are non-executive members.....</p> <p>6. Members of the Board of Directors must meet the following standards and conditions:</p> <p>c. May concurrently serve as a member of the Board of Directors of no more than five (05) other companies;</p>	<p>Article 25. Composition and Term of Members of the Board of Directors</p> <p>3. The structure of the Board of Directors is as follows:</p> <p style="padding-left: 40px;">The composition of the Board of Directors of the Company shall ensure that at least two (02) members are non-executive members.....</p> <p>6. Members of the Board of Directors must meet the following standards and conditions:</p> <p>c. May concurrently serve as a member of the Board of Directors/ Members' Council of no more than five (05) other companies;</p>	<p>Pursuant to Clause 79, Article 1 of Decree No. 245/2025/NĐ-CP.</p>
<p>Article 26. Powers and Duties of the Board of Directors</p> <p>2. The rights and duties of the Board of Directors are stipulated by law, this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:</p> <p>q. Other rights and duties as stipulated by the</p>	<p>Article 26. Powers and Duties of the Board of Directors</p> <p>2. The rights and duties of the Board of Directors are stipulated by law, this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:</p> <p>q. To organize training and professional development programs on corporate governance</p>	<p>In accordance with Clause 81, Article 1 of Decree No. 245/2025/NĐ-CP.</p>

Current Content	Proposed Amendments and Additions	Explanation
Enterprise Law, Securities Law, other legal provisions, and this Charter.	<p>and other necessary skills for members of the Board of Directors, the General Director, the Person in charge of Corporate Governance, and other managers of the Company.</p> <p>r. To implement the payment of dividends to shareholders in accordance with the law after such dividends have been approved by the Annual General Meeting of Shareholders.</p> <p>s. Other rights and obligations as prescribed by law and this Charter.</p>	
<p><u>Article 27. Remuneration, Salaries, and Other Benefits of Members of the Board of Directors</u></p> <p>4. Members of the Board of Directors shall receive bonuses from the bonus fund for managers, as decided by the General Meeting of Shareholders based on production and business performance. The bonus levels for the Chairman and each member shall be determined by the Board of Directors.</p>	<p><u>Article 27. Remuneration, Salaries, and Other Benefits of Members of the Board of Directors</u></p> <p>4. Members of the Board of Directors may receive bonuses in accordance with the Company's Bonus Policy. The bonus amounts for the Chairman and each member of the Board of Directors to be temporarily paid during the year shall be approved by the Board of Directors and subsequently submitted to the nearest Annual General Meeting of Shareholders for approval.</p>	In accordance with the Company's general fund allocation framework, the management bonus fund is no longer maintained
<p><u>Article 40. Salaries, Remuneration, Bonuses, and Other Benefits of Supervisory Board Members</u></p> <p>3. Supervisory Board members shall receive bonuses from the bonus fund for managers, as decided by the General Meeting of Shareholders based on production and business performance; the</p>	<p><u>Article 40. Salaries, Remuneration, Bonuses, and Other Benefits of Supervisory Board Members</u></p> <p>3. Members of the Supervisory Board may receive bonuses in accordance with the Company's Bonus Regulations. The bonus amounts for the Head of the Supervisory Board and each member of the</p>	In accordance with the Company's general fund allocation framework, the management bonus fund is no longer maintained

Current Content	Proposed Amendments and Additions	Explanation
<p>bonus levels for the Head and each member shall be determined by the Board of Directors.</p>	<p>Supervisory Board to be temporarily paid during the year shall be approved by the Board of Directors and subsequently submitted to the nearest Annual General Meeting of Shareholders for approval.</p>	
<p><u>Article 48. Profit Distribution</u></p> <p>1. The Company shall allocate funds from its annual after-tax profits, after offsetting previous years' losses (if any), including: development investment fund, employee welfare and reward fund, managerial bonus fund, community social work fund, bonus fund for related individuals and entities, and other funds if approved by the General Meeting of Shareholders.</p>	<p><u>Article 48. Profit Distribution</u></p> <p>1. After offsetting losses carried forward from previous years (if any), the Company shall appropriate funds from its after-tax profits, including: the Development Investment Fund; the Reward and Welfare Fund; the Bonus Fund for relevant individuals and units; and the Community Social Responsibility Fund.</p>	<p>In accordance with the Company's general fund allocation framework.</p>

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CHARTER
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ, An Phuoc Commune, Dong Nai Province

Tel: 0251.3514494 – Fax: 0251.3514499

Dong Nai, On April 17, 2026

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INTRODUCTION

This Charter of Sonadezi Long Thanh Shareholding Company (hereinafter referred to as the “Company”) serves as the legal basis for all activities of the Company. The Charter, the Company’s regulations, and the resolutions of the General Meeting of Shareholders and the Board of Directors, if duly adopted in accordance with relevant laws, shall be the binding rules and regulations for conducting the Company’s business operations.

CHAPTER I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Explanation of Terms

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

a. “Charter Capital” refers to the total par value of shares sold and is stipulated in Article 6 of this Charter;

b. “Enterprise Law” refers to Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and [Law No. 76/2025/QH15 dated June 17, 2025](#);

c. “Securities Law” refers to Securities Law No. 54/2019/QH14 dated November 26, 2019; as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;

d. “Manager” includes the Chairman of the Board of Directors, members of the Board of Directors, and executives;

e. “Executive” refers to the General Director, Deputy General Director, Chief Accountant, and Director;

f. “Family-related person” includes: spouse, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law (of spouse), mother-in-law (of spouse), biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological younger sibling, brother-in-law, sister-in-law, biological brother of spouse, biological sister of spouse, younger sibling of spouse;

g. “Related person” refers to an individual or organization as defined in Clause 46, Article 4 of the Securities Law and Clause 23, Article 4 of the Enterprise Law;

h. “Vietnam” refers to the Socialist Republic of Vietnam;

i. “Shareholder” refers to an individual or organization owning at least one share of the Company;

j. “Common Shareholder” refers to a shareholder owning common shares;

k. “Major Shareholder” refers to a shareholder owning 5% or more of the voting shares of the Company;

l. “Stock Exchange” refers to the Vietnam Stock Exchange and its subsidiaries.

m. “Shareholder’s contact address” refers to the address of the shareholder listed in the Consolidated List of Securities Owners provided by the Vietnam Securities Depository and Clearing Corporation at the most recent time.

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

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

CHAPTER II. NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, DURATION OF OPERATION, AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, Form, Head Office, Branches, Representative Offices, and Duration of Operation of the Company

1. Name of the Company

- Name in Vietnamese: CÔNG TY CỔ PHẦN SONADEZI LONG THÀNH
- Name in English: SONADEZI LONG THANH SHAREHOLDING COMPANY
- Trading Name: SONADEZI LONG THÀNH
- Abbreviated Name: SZL
- Company Logo:



2. The Company is a joint stock company with legal entity status in accordance with the current laws of Vietnam.

3. The registered head office of the Company is:

- Address: Long Thanh Industrial Zone, An Phuoc Commune, Dong Nai Province
- Telephone: (84.251) 3514494
- Fax: (84.251) 3514499
- Email: longthanbiz@szl.com.vn
- Website: www.szl.com.vn

4. The Company may establish branches and representative offices in its business areas to achieve the Company's operational objectives in accordance with the decisions of the Board of Directors and within the scope permitted by law. The branches of the Company include:

- Branch of Sonadezi Long Thanh Shareholding Company – Sonadezi Long Thanh Petroleum Station
 - + Location: Road No. 1, Long Thanh Industrial Zone, An Phuoc Commune, Dong Nai Province, Vietnam
- Branch of Sonadezi Long Thanh Shareholding Company
 - + Location: Chau Duc Industrial Park, Ngai Giao Commune, Ho Chi Minh City.

5. Unless terminated earlier under Article 56, the Company shall operate for an indefinite term.

Article 3. Legal Representative of the Company

1. The Company has one (01) legal representative. The **Chairman of the Board of Directors** is the legal representative of the Company.

2. Rights and obligations of the legal representative:

a. The legal representative represents the Company in exercising rights and obligations arising from the Company's transactions, and represents the Company as the requester in resolving civil matters, as plaintiff, defendant, or a person with related rights and obligations before Arbitration or Courts.

b. The legal representative performs responsibilities under Article 13 of the Enterprise Law and other rights and obligations as stipulated by current laws.

CHAPTER III. OBJECTIVES, SCOPE OF BUSINESS, AND OPERATIONS OF THE COMPANY

Article 4. Business Lines and Operational Objectives

1. Business lines: as per Appendix No. 01/PLĐL attached to this Charter.

2. Operational objectives of the Company: The Company was established to invest in the construction and development of industrial urban areas, residential areas, and related services to continuously develop the Company, create stable employment for workers, ensure benefits for shareholders, contribute to increasing budget revenue, and facilitate the economic development of Dong Nai Province and the entire country.

Article 5. Scope of Business and Operations

The Company is permitted to conduct business activities in the industries and professions specified in this Charter, which have been registered, amended, and notified to the business registration authority and published on the National Business Registration Portal.

CHAPTER IV. CHARTER CAPITAL AND SHARES

Article 6. Charter Capital and Shares

1. The charter capital of the Company is 291,148,400,000 VND (*In words: Two hundred ninety-one billion, one hundred forty-eight million, four hundred thousand Vietnamese Dong*).

The total charter capital of the Company is divided into 29,114,840 shares with a par value of 10,000 VND per share.

2. The Company may change its charter capital upon approval by the General Meeting of Shareholders and in accordance with legal regulations.

3. All shares of the Company as of the date of adoption of this Charter are common shares.

4. The Company may issue other types of preferred shares after obtaining approval from the General Meeting of Shareholders and in compliance with legal regulations.

5. Common shares must be offered preferentially to existing shareholders in proportion to their ownership percentage of common shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The shares not subscribed for by shareholders shall be decided upon by the Company's Board of Directors. The Board of Directors may distribute those shares to other entities under conditions and methods deemed appropriate by the Board, but such shares must not be sold under more favorable conditions than those offered to existing shareholders, except with the approval of the General Meeting of Shareholders.

6. The Company may repurchase its own issued shares in accordance with the methods specified in this Charter and current laws.

7. The Company may issue other types of securities in accordance with legal regulations.

Article 7. Share Certificates

1. Shareholders of the Company shall be issued share certificates corresponding to the number and type of shares they own.

2. A share is a type of security that confirms the lawful rights and benefits of the owner with respect to a portion of the Company's charter capital. Shares must contain all the details as stipulated in Clause 1, Article 121 of the Enterprise Law.

3. Within thirty (30) days from the date of submitting complete documentation requesting the transfer of share ownership as per the Company's regulations, or within two (02) months (or another period specified in the issuance terms) from the date of full payment for the purchase of shares as stipulated in the Company's share issuance plan, shareholders shall be issued share certificates. Shareholders are not required to bear the cost of printing share certificates for the Company.

4. In the event that a share certificate is lost, damaged, or destroyed in any other form, the shareholder shall be reissued a share certificate by the Company upon their request. The shareholder's request must include the following details:

a. Information about the share certificate that was lost, damaged, or destroyed in another form;

b. A commitment to bear responsibility for any disputes arising from the reissuance of the new share certificate.

Article 8. Other Securities Certificates

Bond certificates or other securities certificates of the Company shall be issued with the signature of the legal representative and the Company's seal.

Article 9. Transfer of Shares

1. All shares are freely transferable unless otherwise stipulated by this Charter or the law. The Company's shares, which have been registered for trading on the HOSE (Ho

Chi Minh Stock Exchange), shall be transferred in accordance with the regulations of securities and stock market laws.

2. Shares that have not been fully paid for may not be transferred or entitled to related benefits, 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, or other benefits as prescribed by law.

3. In the event that a shareholder who is an individual dies, the heir under a will or by law of that shareholder shall become a shareholder of the Company. If the shares of a deceased individual shareholder have no heir, the heir refuses to accept the inheritance, or the heir is deprived of inheritance rights, such shares shall be handled in accordance with civil law regulations.

4. Shareholders have the right to gift part or all of their shares to others or use their shares to settle debts. In such cases, the recipient of the gift or the person receiving shares as debt settlement shall become a shareholder of the Company upon completion of the transfer procedures as stipulated by this Charter and relevant laws.

CHAPTER V. ORGANIZATIONAL AND MANAGEMENT STRUCTURE

Article 10. Organizational and Management Structure

The organizational and management structure of the Company includes:

1. General Meeting of Shareholders;
2. Board of Directors;
3. Supervisory Board;
4. General Director.

CHAPTER VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of Shareholders

1. Common shareholders have the following rights:

a. To attend and speak at the General Meeting of Shareholders and exercise voting rights directly, through an authorized representative, or by other means as stipulated by the Company's Charter and the law. Each common share carries one vote.

b. To receive dividends at the rate decided by the General Meeting of Shareholders;

c. To be given priority to purchase new shares in proportion to their ownership percentage of common shares in the Company;

d. To freely transfer their shares to others, except in cases specified in Clause 2, Article 9 of this Charter;

e. To review, look up, and extract information regarding names and contact addresses in the list of shareholders entitled to vote; to request corrections of inaccurate personal information;

f. To review, look up, extract, or copy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g. In the event of the Company's dissolution or bankruptcy, to receive a portion of the remaining assets proportional to their ownership of shares in the Company;

h. To request the Company to repurchase their shares in cases specified in Article 132 of the Enterprise Law;

i. To be treated equally;

j. To have full access to periodic and extraordinary information disclosed by the Company as required by law;

k. To have their lawful rights and interests protected; to request the suspension or cancellation of resolutions or decisions of the General Meeting of Shareholders or the Board of Directors in accordance with the Enterprise Law;

l. Other rights as stipulated by law and this Charter.

2. A shareholder or a group of shareholders holding 5% or more of the total number of common shares has the following rights:

a. To request the Board of Directors to convene a General Meeting of Shareholders in cases where the Board of Directors seriously violates shareholders' rights, the obligations of managers, or makes decisions exceeding its delegated authority, and in accordance with Clauses 3 and 4, Article 13 of this Charter;

b. To review, look up, and extract the minutes, resolutions, and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts, and transactions requiring approval by the Board of Directors, as well as other documents, except for those related to the Company's trade secrets or business secrets;

c. To request the Supervisory Board to inspect specific issues related to the management and operation of the Company when deemed necessary. The request must be made in writing and include the following details: full name, contact address, nationality, and number of legal identification document for individual shareholders; name, enterprise code or legal document number, and head office address for organizational shareholders; the number of shares and the date of share registration of each shareholder, the total number of shares of the group of shareholders, and the ownership percentage of the total shares of the Company; the issue to be inspected and the purpose of the inspection;

d. To propose matters to be included in the agenda of the General Meeting of Shareholders in accordance with Clause 4, Article 16 of this Charter;

e. Other rights as stipulated by law and this Charter.

3. A shareholder or a group of shareholders holding 5% or more of the total number of common shares has the right to nominate candidates to the Board of Directors and the Supervisory Board in accordance with the provisions of Clause 2, Article 24, and

Clause 2, Article 35 of this Charter, respectively. Common shareholders forming a group to nominate candidates to the Board of Directors and the Supervisory Board must notify the attending shareholders of the formation of such a group before the opening of the General Meeting of Shareholders.

Article 12. Obligations of Shareholders

Common shareholders have the following obligations:

1. To be liable for the debts and other property obligations of the Company within the amount of capital contributed to the Company;

2. Not to withdraw the capital contributed in the form of common shares from the Company in any manner, except in cases where the shares are repurchased by the Company or others. If a shareholder withdraws part or all of the contributed share capital in violation of this clause, that shareholder and any related beneficiaries 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 resulting damages.

3. To comply with the Company's Charter and internal management regulations, and to abide by the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

4. To keep confidential the information provided by the Company in accordance with the Company's Charter and the law; to use the provided information solely to exercise and protect their lawful rights and interests; and to strictly prohibit the dissemination, copying, or sharing of information provided by the Company with other organizations or individuals.

5. To attend the General Meeting of Shareholders and exercise voting rights through the following methods:

a. Attending and voting directly at the meeting;

b. Authorizing another individual or organization to attend and vote at the meeting;

c. Attending and voting via online conference, electronic voting, or other electronic means;

d. Sending voting ballots to the meeting via mail, fax, or email.

6. To bear personal liability when acting in the name of the Company in any form to perform any of the following acts:

a. Violating the law;

b. Conducting business or other transactions for personal gain or to serve the interests of another organization or individual;

c. Paying off debts not yet due in the face of financial risks to the Company.

7. To fulfill other obligations as stipulated by law and this Charter.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders entitled to vote and is the highest decision-making body of the Company. The General Meeting of Shareholders holds an annual meeting once a year within four (04) months from the end of the fiscal year. The Board of Directors may decide to extend the annual General Meeting of Shareholders if necessary, but not beyond six (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 as the location where the chairperson attends the meeting and must be within the territory of Vietnam.

2. The Board of Directors shall convene the annual General Meeting of Shareholders and select a suitable venue. The annual General Meeting of Shareholders decides on matters as stipulated by law and the Company's Charter, particularly approving the audited annual financial statements. If the audit report of the Company's annual financial statements contains material exceptions, an adverse audit opinion, or a disclaimer of opinion, the Company must invite a representative of the auditing organization that audited the Company's financial statements to attend the annual General Meeting of Shareholders.

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

- a. The Board of Directors deems it necessary for the interests of the Company;
- b. The number of remaining members of the Board of Directors or the Supervisory Board falls below the minimum number required by law;
- c. At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 11 of this Charter, the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must bear the signatures of the relevant shareholders; alternatively, the request may be made in several documents which collectively contain the signatures of the relevant shareholders. [The request to convene the General Meeting of Shareholders must be accompanied by documents and evidence of violations committed by the Board of Directors, the extent of such violations, or decisions made beyond its authority. The shareholder or group of shareholders shall bear full responsibility before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authorities when requesting the convening of the General Meeting of Shareholders.](#)
- d. At the request of the Supervisory Board;
- e. Other cases as stipulated by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders:

- a. The Board of Directors must convene the General Meeting of Shareholders within thirty (30) days from the date when the number of remaining members of the Board of Directors or the Supervisory Board falls as specified in Clause 3(b) of this

Article, or from the date of receiving a request as specified in Clause 3(c) and Clause 3(d) of this Article;

b. If the Board of Directors fails to convene the General Meeting of Shareholders as specified in Clause 4(a) of this Article, within the next thirty (30) days, the Supervisory Board must replace the Board of Directors in convening the General Meeting of Shareholders in accordance with Clause 3, Article 140 of the Enterprise Law;

c. If the Supervisory Board fails to convene the General Meeting of Shareholders as specified in Clause 4(b) of this Article, the shareholder or group of shareholders specified in Clause 3(c) of this Article has the right to request the Company's representative to convene the General Meeting of Shareholders in accordance with the Enterprise Law. In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting, and making decisions at the General Meeting of Shareholders. All costs related to 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 meeting, including accommodation and travel expenses.

d. The procedures for organizing the General Meeting of Shareholders are as specified in Clause 2, Article 16 of this Charter.

Article 14. Rights and Obligations of the General Meeting of Shareholders

1. The annual General Meeting of Shareholders discusses and approves the following matters:

- a.** The Company's annual business plan;
- b.** The audited annual financial statements;
- c.** The Board of Directors' report on governance and the performance results of the Board of Directors and each of its members;
- d.** The Supervisory Board's report on the Company's business performance, the performance of the Board of Directors, and the General Director;
- e.** The Supervisory Board's self-assessment report on its performance and that of each of its members;
- f.** The dividend rate for each share of each type.

2. In addition to the matters specified in Clause 1 of this Article, the annual and extraordinary General Meetings of Shareholders discuss and approve the following matters:

- a.** Approval of the Company's development orientation;
- b.** Decisions on the types of shares and the total number of shares of each type authorized for offering;
- c.** Election, removal, or dismissal of members of the Board of Directors and the Supervisory Board;

- d. Decisions on investments or the sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- e. Decisions on amendments and supplements to the Company's Charter;
- f. Decisions on the repurchase of more than 10% of the total number of sold shares of each type;
- g. Review and handling of violations by members of the Board of Directors or the Supervisory Board that cause damage to the Company and its shareholders;
- h. Decisions on reorganization or dissolution of the Company;
- i. Decisions on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- j. Approval of the internal governance regulations, the operating regulations of the Board of Directors, and the operating regulations of the Supervisory Board;
- k. Approval of the list of independent auditing organizations to audit the Company's financial statements; decisions on the independent auditing organization to inspect the Company's operations, and dismissal of an independent auditor when deemed necessary;
- l. The signing of contracts and transactions as specified in Clause 5, Article 44 of this Charter;
- m. Other rights and obligations as stipulated by law and this Charter.

3. All resolutions and matters included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 15. Authorized Representatives

1. Authorized Representatives of Institutional Shareholders

- a. An institutional shareholder must authorize an individual as its representative in accordance with the following provisions:
- A shareholder owning up to less than 10% of the total shares may authorize 01 representative.
 - A shareholder owning from 10% to less than 20% of the total shares may authorize up to 02 representatives.
 - A shareholder owning from 20% to less than 30% of the total shares may authorize up to 03 representatives.
 - A shareholder owning from 30% to less than 40% of the total shares may authorize up to 04 representatives.
 - A shareholder owning from 40% to less than 50% of the total shares may authorize up to 05 representatives.
 - A shareholder owning from 50% to less than 60% of the total shares may authorize up to 06 representatives.
 - A shareholder owning 60% or more of the total shares may authorize up to 07 representatives.

b. In cases where an institutional shareholder appoints multiple authorized representatives, it must specify the number of shares for each representative. If the shareholder does not specify the corresponding number of shares for each authorized representative, the shares shall be equally divided among the number of authorized representatives.

c. The document appointing an authorized representative must be notified to the Company and shall only take effect with respect to the Company from the date the Company receives the document. The document appointing an authorized representative must include the following key details:

- Name, enterprise code, and head office address of the shareholder;
- Number of authorized representatives and the ownership percentage of shares or contributed capital corresponding to each authorized representative;
- Full name, contact address, nationality, and legal identification document number of each authorized representative;
- Duration of authorization for each representative, specifying the start date of representation;
- Full name and signature of the legal representative of the shareholder and of the authorized representative.

d. An authorized representative must meet the following standards and conditions:

- Not falling under the subjects specified in Clause 2, Article 17 of the Enterprise Law;
- Shareholders that are state-owned enterprises as defined in Clause 1(b), Article 88 of the Enterprise Law must not appoint family-related persons of the enterprise's managers or of the person with authority to appoint such managers as authorized representatives at the Company.

2. Authorization to Attend the General Meeting of Shareholders

a. A shareholder or an authorized representative of an institutional shareholder may attend the meeting in person or authorize one or more individuals or organizations to attend the meeting, or attend via one of the methods specified in Clause 3, Article 144 of the Enterprise Law.

b. The authorization for an individual or organization to represent and attend the General Meeting of Shareholders as specified in Clause 2(a) of this Article must be made in writing. The authorization document must comply with civil law regulations and include the following details: the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party. The authorized person attending the General Meeting of Shareholders must present the

authorization document upon registration for the meeting. In cases of re-authorization, the attendee must also present the original authorization document from the shareholder or the authorized representative of the institutional shareholder (if it has not been previously registered with the Company).

c. The voting ballot of an authorized person attending the meeting within the scope of authorization remains valid in the following cases:

- The authorizing party has died, has limited civil act capacity, or has lost civil act capacity;
- The authorizing party has revoked the authorization appointment;
- The authorizing party has canceled the authority of the person performing the authorization.

This provision does not apply if the Company receives notification of one of the above events prior to the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 16. Convening, Agenda, and Notification of the General Meeting of Shareholders

1. The Board of Directors convenes the annual and extraordinary General Meetings of Shareholders, or the General Meeting of Shareholders is convened extraordinarily in the cases specified in Clause 4(b) or Clause 4(c), Article 13 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 participate and vote at the General Meeting of Shareholders; the list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no more than ten (10) days prior to the date of sending the meeting invitation notice; the Company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least twenty (20) days before the final registration date;

b. Prepare the agenda and content of the meeting;

c. Prepare documents for the meeting;

d. Draft resolutions of the General Meeting of Shareholders based on the anticipated content of the meeting;

e. Determine the time and venue of the meeting;

f. Notify and send the meeting invitation notice to all shareholders entitled to attend;

g. Perform other tasks in service of the meeting.

3. The meeting invitation notice for the General Meeting of Shareholders must be sent to all shareholders by a method ensuring it reaches their contact address, and simultaneously published on the Company's website, the State Securities Commission, and the Stock Exchange. The person convening the General Meeting of Shareholders must send the meeting invitation notice to all shareholders on the list of eligible

attendees no later than twenty-one (21) days before the opening date of the meeting (calculated from the date the notice is sent or validly dispatched). The agenda of the General Meeting of Shareholders and related documents concerning matters to be voted on at the meeting must be posted on the Company's website. The meeting invitation notice must clearly specify the link to all meeting documents for shareholders to access, including:

- a. The meeting agenda and documents to be used during the meeting;
- b. The list and detailed information of candidates in the case of electing members

of the Board of Directors or the Supervisory Board;

- c. Voting ballots;
- d. Draft resolutions for each matter on the meeting agenda.

4. A shareholder or group of shareholders as specified in Clause 2, Article 11 of this Charter has the right to propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company no later than five (05) working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the shareholder's name, the number of each type of shares held by the shareholder, and the matter proposed for inclusion in the meeting agenda.

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

- a. The proposal is not sent in accordance with the provisions of Clause 4 of this Article;
- b. At the time of the proposal, the shareholder or group of shareholders does not hold at least five (5)% of the common shares as required by Clause 2, Article 11 of this Charter;
- c. The proposed matter falls outside the decision-making authority of the General Meeting of Shareholders;
- d. Other cases as stipulated by law and this Charter.

6. The person convening the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the anticipated agenda and content of the meeting, except in the cases specified in Clause 5 of this Article. The proposal is officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 17. Conditions for Conducting a General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents more than 50% of the total voting rights of the Company.

2. If, within thirty (30) minutes from the scheduled commencement time, the meeting does not meet the conditions stipulated in Clause 1 of this Article, a second

meeting invitation notice shall be sent within 30 days from the intended date of the first meeting. The General Meeting of Shareholders convened for the second time shall be conducted when the number of attending shareholders represents at least 33% of the total voting rights of the Company.

3. If, within thirty (30) minutes from the scheduled commencement time, the second convened meeting does not meet the conditions stipulated in Clause 2 of this Article, a third meeting invitation notice must be sent within 20 days from the intended date of the second meeting. In this case, the General Meeting of Shareholders shall be conducted regardless of the total number of voting rights represented by the attending shareholders.

Article 18. Procedures for Conducting and Voting at the General Meeting of Shareholders

1. Before the meeting commences, the Company must carry out the registration of attending shareholders and continue the registration until all shareholders entitled to attend have completed their registration.

2. During the registration process, shareholders or their representatives shall be issued a voting card and a ballot, which shall record the registration number, the full name of the shareholder or their representative, and the number of voting rights of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by indicating approval, disapproval, or no opinion. During voting at the meeting, shareholders shall raise their voting cards and mark the corresponding box on the ballot. After collecting and counting the ballots, the total number of votes for approval, disapproval, no opinion, or invalid votes for each issue shall be announced by the chairperson before the meeting concludes.

3. Shareholders or authorized representatives arriving after the meeting has commenced may still register and participate in voting immediately after registration; the chairperson is not obliged to pause the meeting to allow late arrivals to register, and the validity of matters already voted on prior to their arrival remains unaffected.

4. The election of the chairperson, secretary, and vote-counting committee shall be regulated as follows :

a. The Chairman of the Board of Directors shall act as the chairperson or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily unable to perform duties, the remaining members of the Board of Directors shall elect one among themselves to chair the meeting based on a majority vote. If no chairperson is elected, the Head of the Supervisory Board shall preside over the meeting to enable the General Meeting of Shareholders to elect a chairperson from among the attendees, and the person with the highest number of votes shall serve as the chairperson;

b. Except for the cases specified in point a, Clause 4 of this Article, the person signing the meeting convening notice shall preside over the meeting to enable the General Meeting of Shareholders to elect a chairperson, and the person with the highest number of votes shall serve as the chairperson;

c. The chairperson shall appoint one or more individuals as the secretary of the meeting;

d. The General Meeting of Shareholders shall elect one or more individuals to the vote-counting committee upon the proposal of the chairperson.

5. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically outline the time allocated for each issue in the meeting's content.

6. The convener or chairperson has the authority to take necessary and reasonable measures to manage the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees, including:

a. Requiring all attendees to undergo inspections or other lawful and reasonable security measures;

b. Requesting competent authorities to maintain order at the meeting; expelling individuals who fail to comply with the chairperson's authority, intentionally disrupt order, obstruct the normal progress of the meeting, or fail to comply with security inspection requirements from the General Meeting of Shareholders;

c. Arranging seating at the meeting venue;

d. Ensuring the safety of all individuals present at the meeting venues;

e. Facilitating shareholders' participation (or continued participation) in the meeting.

7. The chairperson has the right to postpone the General Meeting of Shareholders, for which sufficient shareholders have registered, for a maximum of three (3) working days from the scheduled commencement date, and may only postpone the meeting or change its venue in the following cases:

a. The meeting venue lacks sufficient convenient seating for all attendees;

b. The communication facilities at the meeting venue do not ensure that shareholders can participate, discuss, and vote;

c. An attendee obstructs or disrupts order, posing a risk that the meeting cannot be conducted fairly and lawfully.

8. If the chairperson postpones or suspends the General Meeting of Shareholders in violation of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson and preside over the meeting until its conclusion; all resolutions passed at that meeting shall remain valid and enforceable

9. Online General Meetings of Shareholders shall be conducted in accordance with the Company's Internal Governance Regulations.

Article 19. Forms of Passing Resolutions of the General Meeting of Shareholders

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

2. Resolutions of the General Meeting of Shareholders on the following matters must be passed by voting at the meeting:

- a. Approval of the audited annual financial statements;
- b. The Company's development orientation;
- c. Election, removal, or dismissal of members of the Board of Directors and the Supervisory Board;
- d. Reorganization or dissolution of the Company.

Article 20. Conditions for Resolutions of the General Meeting of Shareholders to Be Passed

1. Resolutions of the General Meeting of Shareholders on the following matters shall be passed if approved by at least 65% of the total voting rights of all shareholders attending and voting at the meeting:

- a. Types of shares and the total number of shares of each type;
- b. Changes in the Company's business lines, sectors, and fields;
- c. Changes in the Company's organizational and management structure;
- d. Investment projects or the sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
- e. Reorganization or dissolution of the Company.

2. The election of members of the Board of Directors and the Supervisory Board shall be conducted in accordance with Clause 3, Article 148 of the Enterprise Law and the Company's Internal Governance Regulations.

3. Except for the cases specified in Clauses 1 and 2 of this Article, resolutions of the General Meeting of Shareholders on other matters shall be passed if approved by more than 50% of the total voting rights of all shareholders attending and voting at the meeting.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are lawful and effective, even if the procedures for convening the meeting and passing such resolutions violate the provisions of the Enterprise Law and the Company's Charter.

Article 21. Authority and Procedure for Obtaining Shareholders' Opinions in Writing to Pass Resolutions of the General Meeting of Shareholders

1. The Board of Directors has the authority to obtain shareholders' opinions in writing to pass resolutions of the General Meeting of Shareholders when deemed

necessary for the interests of the Company, except in cases specified in Clause 2, Article 19 of this Charter.

2. The Board of Directors shall prepare the opinion form, draft resolution of the General Meeting of Shareholders, and explanatory documents for the draft resolution, and send them to all shareholders entitled to vote at least ten (10) days before the deadline for returning the completed opinion forms. The list of shareholders to whom the opinion forms are sent shall be prepared in accordance with point a, Clause 2, Article 16 of this Charter. The requirements and methods for sending the opinion forms and accompanying documents shall comply with Clause 3, Article 16 of this Charter, except for the time requirement.

3. The opinion form must contain the following key details:

- a.** Name, address of the principal office, and company code;
- b.** Purpose of obtaining opinions;
- c.** Full name, contact address, nationality, and number of legal identification document for individual shareholders; or name, enterprise code or number of legal identification document, and address of the principal office for organizational shareholders; or full name, contact address, nationality, and number of legal identification document of the representative of an organizational shareholder; the number of shares of each type and the number of voting rights of the shareholder;
- d.** Issues requiring opinions for approval;
- e.** Voting options, including approval, disapproval, and no opinion for each issue;
- f.** Deadline for returning the completed opinion form to the Company;
- g.** Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may return the completed opinion form to the Company by mail, fax, or email, subject to the following provisions:

a. If sent by mail, the completed opinion form must bear the signature of the individual shareholder, the authorized representative, or the legal representative of an organizational shareholder. The opinion form sent to the Company must be enclosed in a sealed envelope and must not be opened by anyone before the vote counting;

b. If sent by fax or email, the opinion form sent to the Company must remain confidential until the vote counting;

c. Opinion forms received by the Company after the deadline specified in the form, or those opened (if sent by mail) or disclosed (if sent by fax or email), shall be deemed invalid. Opinion forms not returned shall be considered as not participating in the voting.

5. The Board of Directors shall count the votes and prepare a vote-counting record in the presence of the Supervisory Board or a shareholder who does not hold a managerial position in the Company. The vote-counting record must contain the following key details:

- a. Name, address of the principal office, and company code;
- b. Purpose and issues requiring opinions for passing resolutions;
- c. Number of shareholders and total voting rights participating in the voting, distinguishing between valid and invalid votes and the method of submission, accompanied by an appendix listing the participating shareholders;
- d. Total number of votes for approval, disapproval, and no opinion for each issue;
- e. Issues approved and the corresponding approval voting ratio;
- f. 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, the vote counter, the legal representative of the Company, and the vote-counting supervisor shall be jointly responsible for the truthfulness and accuracy of the vote-counting record and jointly liable for any damages arising from decisions passed due to dishonest or inaccurate vote counting.

6. The vote-counting record and resolution must be published on the Company's website within twenty-four (24) hours from the completion of vote counting and disclosed in accordance with securities market regulations.

7. Completed opinion forms, the vote-counting record, the full text of the approved resolution, and related documents sent with the opinion forms must be retained at the Company's principal office.

8. Resolutions on the following matters, passed by obtaining shareholders' opinions in writing, require the approval of shareholders holding at least 65% of the total voting rights of all shareholders entitled to vote:

- a. Types of shares and the total number of shares of each type offered for sale;
- b. Changes in business lines, sectors, and fields;
- c. Changes in the Company's organizational and management structure;
- d. Investment projects or the sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements.

9. Except for the matters specified in Clause 8 of this Article, resolutions on other matters passed by obtaining shareholders' opinions in writing must be approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote.

10. Resolutions passed by obtaining shareholders' opinions in writing under this Article shall have the same validity as resolutions passed at a General Meeting of Shareholders.

Article 22. Resolutions and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or stored in other electronic forms. The minutes must be prepared in Vietnamese, and may also be prepared in a foreign language, containing the following key details:

- a. Name, address of the principal office, and company code;
- b. Time and venue of the General Meeting of Shareholders;
- c. Meeting agenda and content;
- d. Full name of the chairperson and secretary;
- e. Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the agenda;
- f. Number of shareholders and total voting rights of attending shareholders, with an appendix listing registered shareholders and their representatives, including the number of shares and corresponding votes;
- g. Total number of votes for each voting issue, specifying the voting method, total valid and invalid votes, votes for approval, disapproval, and no opinion, and the corresponding ratio to the total voting rights of attending and voting shareholders;
- h. Issues approved and the corresponding approval voting ratio;
- i. Full name and signature of the chairperson and secretary; if the chairperson or secretary refuses to sign the minutes, the minutes shall remain valid if signed by all other attending members of the Board of Directors and contain all required details under this Clause; the minutes shall note the refusal of the chairperson or secretary to sign. The signatories of the minutes shall be jointly responsible for the accuracy and truthfulness of the contents recorded in the Board of Directors' meeting minutes. The chairperson and the minute taker shall bear personal liability for any damage caused to the company due to their refusal to sign the minutes, in accordance with Enterprise Law, the Company's Charter, and relevant legal regulations.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the meeting concludes. The chairperson, secretary, or other signatories of the minutes shall be jointly responsible for the truthfulness and accuracy of the minutes' content.

3. Resolutions, minutes of the General Meeting of Shareholders, all attached documents (if any), and related documents accompanying the meeting invitation notice must be published on the Company's website within twenty-four (24) hours from the meeting's conclusion and disclosed in accordance with securities market regulations.

4. Resolutions, minutes of the General Meeting of Shareholders, the appendix listing registered shareholders with their signatures, powers of attorney for meeting attendance, all attached documents (if any), and related documents accompanying the meeting invitation notice must be retained at the Company's principal office.

Article 23. Request for Cancellation of Resolutions of the General Meeting of Shareholders

Within 90 days from the date of receiving the resolution, minutes of the General Meeting of Shareholders, or vote-counting record for obtaining opinions, a shareholder or group of shareholders as specified in Clause 2, Article 11 of this Charter may request

a Court or Arbitration to review and cancel a resolution or part of a resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and this Charter, except in cases specified in Clause 4, Article 20 of this Charter.
2. The content of the resolution violates the law or this Charter.

CHAPTER VII. BOARD OF DIRECTORS

Article 24. Nomination and Candidacy for Members of the Board of Directors

1. In cases where candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website, allowing shareholders to learn about the candidates prior to voting. Candidates for the Board of Directors must provide a written commitment confirming the truthfulness and accuracy of their disclosed personal information, [including family relationships as prescribed in Clause 22, Article 4 of the Law on Enterprises](#) and must pledge to perform their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. The information related to candidates for the Board of Directors to be disclosed includes:

- a. Full name, date, month, and year of birth;
- b. Professional qualifications;
- c. Work experience;
- d. Other managerial positions (including positions on the Board of Directors/[Members' Council](#) of other companies);
- e. Interests related to the Company and its related parties;
- f. Information about companies where the candidate currently holds a position as a member of the Board of Directors/[Members' Council](#), other managerial roles, and any interests related to the Company (if applicable).

2. Shareholders have the right to combine their voting rights to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding from 5% to less than 10% of the total voting shares may nominate one (01) candidate; from 10% to less than 20%, up to two (02) candidates; from 20% to less than 30%, up to three (03) candidates; from 30% to less than 40%, up to four (04) candidates; from 40% to less than 50%, up to five (05) candidates; from 50% to less than 65%, up to six (06) candidates; and from 65% or more, up to seven (07) candidates.

3. If the number of candidates for the Board of Directors through nomination and candidacy remains insufficient as required by Clause 1, Article 25 of this Charter, the incumbent Board of Directors may introduce additional candidates. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes on the election of Board members.

Article 25. Composition and Term of Members of the Board of Directors

1. The number of members of the Board of Directors is seven (07).
2. The term of a member of the Board of Directors shall not exceed five (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 Board of Directors of a company for a maximum of two (02) consecutive terms. If all members of the Board of Directors complete their terms simultaneously, they shall continue to serve as members until new members are elected to replace them and assume their duties.

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

The composition of the Board of Directors of the Company shall ensure that **at least two (02) members** are non-executive members. The Company shall limit, to the greatest extent possible, members of the Board of Directors from concurrently holding executive positions in the Company to ensure the independence of the Board. The total number of independent members of the Board of Directors must include at least two (02) independent members.

4. A member of the Board of Directors shall no longer hold their position if removed, dismissed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Enterprise Law.

5. The appointment of members of the Board of Directors must be disclosed in accordance with regulations on information disclosure in the securities market.

6. Members of the Board of Directors must meet the following standards and conditions:

- a. Not fall under the categories specified in Clause 2, Article 17 of the Enterprise Law;

- b. Possess professional qualifications and experience in business administration or in the field, sector, or industry of the Company's operations, and not necessarily be a shareholder of the Company;

- c. May concurrently serve as a member of the Board of Directors/ **Members' Council** of no more than five (05) other companies;

- d. Must not be a related person of:

- The General Director or other managers of the Company;

- Managers or persons authorized to appoint managers of Sonadezi Corporation.

7. Independent members of the Board of Directors must meet the following standards and conditions:

- a. Not currently employed by the Company, its parent company, or subsidiaries; and not having worked for the Company, its parent company, or subsidiaries for at least the preceding three (03) consecutive years;

- b. Not receiving a salary or remuneration from the Company, except for allowances that members of the Board of Directors are entitled to under regulations;

c. Not having a spouse, biological or adoptive parent, biological or adoptive child, or biological sibling who is a major shareholder of the Company, or a manager of the Company or its subsidiaries;

d. Not directly or indirectly owning at least 1% of the total voting shares of the Company;

e. Not having served as a member of the Board of Directors or Supervisory Board of the Company for at least the preceding five (05) consecutive years, except in cases of being appointed for two (02) consecutive terms.

8. Independent members of the Board of Directors must notify the Board of Directors if they no longer meet the standards and conditions specified in Clause 7 of this Article and shall automatically cease to be independent members from the date they no longer meet these standards and conditions. The Board of Directors must report the case of an independent member no longer meeting the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement independent member within six (06) months from the date of receiving the relevant independent member's notification.

9. Removal, dismissal, replacement, and supplementation of members of the Board of Directors:

a. The General Meeting of Shareholders may remove a member of the Board of Directors if that member no longer meets the standards and conditions under Clause 6 of this Article or submits a resignation letter that is accepted;

b. The General Meeting of Shareholders may dismiss a member of the Board of Directors if that member fails to participate in the activities of the Board of Directors for six (06) consecutive months, except in cases of force majeure;

c. When deemed necessary, the General Meeting of Shareholders may decide to replace, remove, or dismiss a member of the Board of Directors outside the cases specified in points a and b of Clause 9 of this Article;

d. The Board of Directors must convene a General Meeting of Shareholders to elect additional members if the number of members decreases by more than one-third (1/3) of the number stipulated in this Charter. In such cases, the Board of Directors must convene the General Meeting of Shareholders within 60 days from the date the number of members decreases by more than one-third (1/3);

e. Except in the case specified in point d of this Clause, the General Meeting of Shareholders shall elect a new member to replace a member who has been removed or dismissed at the nearest meeting.

Article 26. Powers and Duties of the Board of Directors

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

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

a. Decide on the Company's strategy, medium-term development plan, and annual business plan;

b. Propose the types of shares and the total number of shares of each type authorized for issuance;

c. Decide on the sale of unsold shares within the authorized number of shares of each type; decide on additional capital mobilization through other methods;

d. Determine the selling price of the Company's shares and bonds;

e. Decide on the repurchase of shares in accordance with Clauses 1 and 2, Article 133 of the Enterprise Law;

f. Decide on investment plans and projects within its authority and limits as prescribed by law;

g. Decide on solutions for market development, marketing, and technology;

h. Approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions with a value equal to or greater than 50% of the Company's charter capital, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in point d, Clause 2, Article 14, and Clause 5, Article 44 of this Charter;

i. Elect, remove, or dismiss the Chairman of the Board of Directors; appoint, remove, sign contracts, terminate contracts, and determine salaries, bonuses, and other benefits for the General Director, Head of the Internal Audit Committee, and other executives; appoint representatives for the Company's capital contributions in other enterprises and determine their bonuses and other benefits;

j. Supervise and direct the General Director and other managers in the daily business operations of the Company;

k. Decide on the Company's organizational structure, except for the management structure stipulated in Article 10 of this Charter; establish internal management regulations, except for those under the authority of the General Meeting of Shareholders; decide on the establishment of subsidiaries, branches, representative offices, capital contributions, and the purchase of shares in other enterprises;

l. Approve the agenda and documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders, or obtain opinions for the General Meeting of Shareholders to pass resolutions;

m. Submit audited annual financial statements to the General Meeting of Shareholders;

n. Propose the dividend payout level; decide on the timing and procedures for dividend payments or handling losses incurred during business operations;

o. Propose the reorganization or dissolution of the Company; request the Company's bankruptcy;

p. Decide on the issuance of the Operating Regulations of the Board of Directors and the Internal Governance Regulations after approval by the General Meeting of Shareholders; decide on the issuance of the Operating Regulations of the Audit Committee under the Board of Directors and the Regulations on Information Disclosure of the Company;

q. To organize training and professional development programs on corporate governance and other necessary skills for members of the Board of Directors, the General Director, the Person in charge of Corporate Governance, and other managers of the Company.

r. To implement the payment of dividends to shareholders in accordance with the law after such dividends have been approved by the Annual General Meeting of Shareholders.

s. Other rights and obligations as prescribed by law and this Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on its activities in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020, issued by the Government.

Article 27. Remuneration, Salaries, and Other Benefits of Members of the Board of Directors

1. The Company may pay remuneration and bonuses to members of the Board of Directors based on business results and performance.

2. Non-full-time members of the Board of Directors shall receive remuneration from the remuneration fund for non-full-time managers, as decided by the General Meeting of Shareholders.

3. The full-time Chairman of the Board of Directors shall receive a salary. The salary of the full-time Chairman shall be proposed by the Board of Directors and decided by the General Meeting of Shareholders.

4. Members of the Board of Directors may receive bonuses in accordance with the Company's Bonus Policy. The bonus amounts for the Chairman and each member of the Board of Directors to be temporarily paid during the year shall be approved by the Board of Directors and subsequently submitted to the nearest Annual General Meeting of Shareholders for approval.

5. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with corporate income tax regulations, recorded as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

6. Members of the Board of Directors holding executive positions, working in subcommittees of the Board of Directors, or performing tasks beyond the normal scope of duties of a Board member may receive additional remuneration in the form of a

lump-sum payment per task, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

7. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred while performing their responsibilities, including costs related to attending meetings of the General Meeting of Shareholders, the Board of Directors, or its subcommittees.

Article 28. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, removed, or dismissed by the Board of Directors from among its members.

2. The Chairman of the Board of Directors may not concurrently serve as the General Director.

3. The Chairman of the Board of Directors has the following rights and duties:

- a. Develop programs and plans for the activities of the Board of Directors;
- b. Prepare the agenda, content, and materials for meetings; convene, chair, and act as the chairperson of Board of Directors meetings;
- c. Organize the adoption of resolutions and decisions of the Board of Directors;
- d. Supervise the implementation of resolutions and decisions of the Board of Directors;
- e. Chair the General Meeting of Shareholders;
- f. Other rights and duties as stipulated by the Enterprise Law and this Charter.

4. If the Chairman of the Board of Directors submits a resignation letter or is removed or dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation or the removal/dismissal decision.

5. If the Chairman of the Board of Directors is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and duties of the Chairman. If no one is authorized, or if the Chairman dies, goes missing, is detained, is serving a prison sentence, is undergoing compulsory administrative measures at a rehabilitation or educational facility, has fled their residence, has limited or lost civil capacity, has difficulties in cognition or behavior control, or is prohibited by a court from holding office or practicing certain professions or tasks, the remaining members shall elect one among themselves to serve as Chairman based on a majority vote until a new decision is made by the Board of Directors.

Article 29. Meetings of the Board of Directors

1. The first meeting of the term of the Board of Directors to elect the Chairman must be held within seven (07) working days from the end of the election of that term's Board of Directors. This meeting shall be convened by the member with the highest number of votes. If more than one member has the highest number of votes, the members shall select one among them to convene the meeting based on a majority vote.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.

3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

- a.** At the request of the Supervisory Board or an independent member of the Board of Directors;
- b.** At the request of the General Director or at least five (05) other managers;
- c.** At the request of at least two (02) members of the Board of Directors;

4. The request 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 within seven(07) working days from the date of receiving the request specified in Clause 3 of this Article. If the Chairman fails to convene the meeting as requested, they shall be responsible for any damages incurred by the Company; the requester may replace the Chairman in convening the meeting.

6. The Chairman of the Board of Directors or the convener must send meeting invitations at least three (03) working days before the meeting date. The invitation must specify the time, venue, agenda, issues to be discussed, and decisions. The invitation must include the meeting materials and voting forms for members. The invitation may be sent by written notice, phone message, email, fax, or other electronic means ensuring delivery to the registered contact address of each member of the Board of Directors.

7. The Chairman of the Board of Directors or the convener shall send meeting invitations and accompanying materials to members of the Supervisory Board in the same manner as to members of the Board of Directors. Members of the Supervisory Board may attend Board of Directors meetings, participate in discussions, but may not vote.

8. A meeting of the Board of Directors shall be conducted when at least three-quarters (3/4) of the total members attend. If a meeting convened under this Clause does not have the required number of attendees, a second meeting shall be convened within seven (07) days from the intended date of the first meeting. In this case, the meeting shall proceed if more than half of the members of the Board of Directors attend.

9. A member of the Board of Directors shall be deemed to have attended and voted at the meeting in the following cases:

- a.** Attending and voting directly at the meeting;
- b.** Authorizing another person to attend and vote as stipulated in Clause 11 of this Article;
- c.** Attending and voting via an online conference, electronic voting, or other electronic means;
- d.** Sending a voting form to the meeting by mail, fax, or email;

10. If a voting form is sent to the meeting by mail, it must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors at least one (01) hour before the meeting commences. The voting form shall only be opened in the presence of all attendees.

11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote on their behalf if approved by a majority of the Board of Directors' members.

12. The Board of Directors shall pass resolutions and decisions by voting at the meeting or obtaining written opinions. Each member of the Board of Directors has one vote. A resolution or decision of the Board of Directors shall be passed if approved by a majority of members; in case of a tie, the final decision shall favor the side supported by the Chairman of the Board of Directors.

Article 30. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to handle matters related to development policies, human resources, remuneration, internal audit, and risk management. The number of members of a subcommittee, decided by the Board of Directors, must be at least two (02), 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. Resolutions of a subcommittee shall only take effect when a majority of attending members vote in favor at the subcommittee's meeting.

2. The implementation of decisions of the Board of Directors or its subcommittees must comply with applicable laws, this Charter, and the Company's Internal Governance Regulations.

Article 31. Corporate Governance Officer

1. The Board of Directors of the Company must appoint at least one (01) corporate governance officer to assist with corporate governance activities. The corporate governance officer may concurrently serve as the Company Secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.

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

- 3.** The corporate governance officer has the following rights and duties:
- a.** Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on matters related to the Company and its shareholders;
 - b.** Prepare meetings of the Board of Directors, Supervisory Board, and General Meeting of Shareholders as requested by the Board of Directors or Supervisory Board;
 - c.** Advise on meeting procedures;
 - d.** Attend meetings;

- e. Advise on procedures for drafting resolutions of the Board of Directors in compliance with legal regulations;
- f. Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and Supervisory Board;
- g. Monitor and report to the Board of Directors on the Company's information disclosure activities;
- h. Serve as the point of contact with stakeholders;
- i. Maintain confidentiality of information in accordance with legal regulations and this Charter.

CHAPTER VIII. GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 32. Organization of the Management Structure

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business operations of the Company. The Company shall have a General Director and other executives. The appointment, removal, and dismissal of executive positions must be approved through resolutions or decisions of the Board of Directors.

Article 33. Executives of the Company

1. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in a number and with qualifications suitable to the structure and management regulations of the Company as stipulated by the Board of Directors. The Company's executives are responsible for supporting the Company in achieving its set objectives in operations and organization.

2. The General Director shall receive a salary and bonuses. The salary and bonuses of the General Director shall be determined by the Board of Directors.

3. The salaries of executives shall be included in the Company's business expenses in accordance with corporate income tax regulations, recorded as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

Article 34. Appointment, Removal, Duties, and Powers of the General Director

1. The Board of Directors shall appoint one of its members or another individual as the General Director.

2. The General Director is responsible for managing the daily business operations of the Company, is subject to the supervision of the Board of Directors, and is accountable to the Board of Directors and the law for the exercise of their assigned rights and duties.

3. The term of the General Director is five (05) years and may be reappointed for an unlimited number of terms.

4. The General Director must meet the following standards and conditions:
 - a. Not fall under the categories specified in Clause 2, Article 17 of the Enterprise Law;
 - b. Not be a related person of:
 - Managers or members of the Supervisory Board of Sonadezi Corporation;
 - Managers or members of the Supervisory Board of the Company;
 - Representatives of the state’s capital contribution at Sonadezi Corporation;
 - Representatives of Sonadezi Corporation’s capital contribution at the Company;
 - c. Possess professional qualifications and experience in the Company’s business administration.
5. The General Director has the following rights and duties:
 - a. Decide on matters related to the daily business operations of the Company that do not fall under the authority of 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 plans and investment strategies;
 - d. Propose organizational structures and internal management regulations of the Company;
 - e. Appoint, remove, or dismiss managerial positions within the Company, except for positions under the authority of the Board of Directors;
 - f. Determine salaries and other benefits for the Company’s employees, including managers appointed by the General Director;
 - g. Recruit employees;
 - h. Propose plans for dividend payments or handling business losses;
 - i. Other rights and duties as stipulated by law, this Charter, and resolutions or decisions of the Board of Directors.
6. The Board of Directors may remove the General Director when a majority of attending members with voting rights at the meeting approve and appoint a new General Director as a replacement.

CHAPTER IX. SUPERVISORY BOARD

Article 35. Nomination and Candidacy for Supervisory Board Members

1. The identification of candidates for the Supervisory Board and the disclosure of information shall be carried out in the same manner as stipulated in Clause 1, Article 24 of this Charter.
2. Shareholders have the right to combine their voting rights to nominate candidates for the Supervisory Board. A shareholder or group of shareholders holding from 5% to less than 25% of the total voting shares may nominate one (01) candidate;

from 25% to less than 50%, up to two (02) candidates; and from 50% or more, up to three (03) candidates.

3. If the number of candidates for the Supervisory Board through nomination and candidacy is insufficient as required, the incumbent Supervisory Board may nominate additional candidates. The nomination of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes on the election of Supervisory Board members in accordance with legal regulations.

4. Members of the Supervisory Board must meet the following standards and conditions:

a. Not fall under the categories specified in Clause 2, Article 17 of the Enterprise Law;

b. Have been trained in one of the fields of economics, finance, accounting, auditing, law, business administration, or a field relevant to the Company's business activities;

c. Not be a related person of:

— Members of the Board of Directors, General Director, or other managers of Sonadezi Corporation;

— Members of the Board of Directors, General Director, or other managers of the Company;

— Representatives of the state's capital contribution at Sonadezi Corporation;

— Representatives of Sonadezi Corporation's capital contribution at the Company;

d. Not be a manager of the Company; not necessarily be a shareholder or employee of the Company;

e. Not work in the accounting or finance department of the Company;

f. Not be a member or employee of an independent auditing firm that has audited the Company's financial statements in the preceding three (03) consecutive years.

Article 36. Composition and Term of the Supervisory Board

1. The Supervisory Board of the Company shall consist of three (03) members. The term of a Supervisory Board member shall not exceed five (05) years and may be re-elected for an unlimited number of terms.

2. A Supervisory Board member shall be removed in the following cases:

a. No longer meeting the standards and conditions to serve as a Supervisory Board member as stipulated in Clause 4, Article 35 of this Charter;

b. Submitting a resignation letter that is accepted;

3. A Supervisory Board member shall be dismissed in the following cases:

a. Failing to complete assigned tasks or duties;

b. Failing to exercise their rights and duties for six (06) consecutive months, except in cases of force majeure;

c. Committing multiple or serious violations of the duties of a Supervisory Board member as stipulated by the Enterprise Law and this Charter;

d. Other cases as decided by a resolution of the General Meeting of Shareholders.

Article 37. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members; the election, removal, or dismissal shall follow the majority principle. More than half of the Supervisory Board members must be permanent residents in Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the fields of economics, finance, accounting, auditing, law, business administration, or a field related to the Company's business activities.

2. Rights and duties of the Head of the Supervisory Board:

a. Convene meetings of the Supervisory Board;

b. Request the Board of Directors, General Director, and other executives to provide relevant information for reporting to the Supervisory Board;

c. Prepare and sign the Supervisory Board's report after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 38. Rights and Duties of the Supervisory Board

The Supervisory Board has the following rights and duties:

1. Supervise the Board of Directors, General Director, and other executives in the management and operation of the Company; oversee the Company's financial situation; and be accountable to shareholders for its supervisory activities;

2. Inspect the reasonableness, legality, truthfulness, and diligence in the management and operation of business activities; and the systematic nature, consistency, and appropriateness of accounting, statistical work, and financial reporting;

3. Verify the completeness, legality, and truthfulness of the Company's business performance reports, annual and semi-annual financial statements, and the Board of Directors' management evaluation reports, and submit verification reports at the annual General Meeting of Shareholders; review and provide recommendations on contracts and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders;

4. Review, inspect, and evaluate the effectiveness and efficiency of the Company's internal control system, internal audit, risk management, and early warning systems;

5. Examine the Company's accounting books, records, and other documents, as well as the management and operational activities, when deemed necessary, or pursuant to a resolution of the General Meeting of Shareholders, or at the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 11 of this Charter;

6. Conduct an inspection within seven (07) working days from the date of receiving a request from a shareholder or group of shareholders as stipulated in Clause 2, Article 11 of this Charter; within 15 days from the completion of the inspection, report to the Board of Directors and the requesting shareholder or group of shareholders on the matters requested for inspection; inspections under this Clause must not hinder the normal operations of the Board of Directors or disrupt the Company's business activities;

7. Recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, or improve the organizational structure, supervision, and management of the Company's business operations;

8. Upon detecting legal violations or breaches of this Charter by a member of the Board of Directors, General Director, or other executive, notify the Board of Directors in writing within 48 hours, request the violator to cease the violation, and propose remedial measures;

9. Attend and participate in discussions at meetings of the General Meeting of Shareholders, Board of Directors, and other Company meetings;

10. Utilize independent consultants and the Company's internal audit department to perform assigned tasks;

11. Consult the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;

12. Propose and recommend to the General Meeting of Shareholders the approval of a list of independent auditing organizations to audit the Company's financial statements; decide on an independent auditing organization to inspect the Company's activities and dismiss an independent auditor when deemed necessary;

13. Ensure coordination with the Board of Directors, General Director, and shareholders;

14. Develop and issue the Operating Regulations of the Supervisory Board after approval by the General Meeting of Shareholders;

15. Report at the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020, issued by the Government;

16. Have the right to access the Company's records and documents stored at the principal office, branches, and other locations; have the right to visit the workplaces of managers and employees during working hours;

17. Have the right to request the Board of Directors, its members, the General Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Company;

18. Other rights and duties as stipulated by law and this Charter.

Article 39. Meetings of the Supervisory Board

1. The Supervisory Board must hold at least two (02) meetings per year, with the attendance of at least two-thirds (2/3) of its members. Minutes of Supervisory Board meetings must be detailed and clear. The minute-taker and attending Supervisory Board members must sign the meeting minutes. Minutes of Supervisory Board meetings must be retained to determine the responsibilities of each member.

2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of approved auditing organizations to attend and address issues requiring clarification.

Article 40. Salaries, Remuneration, Bonuses, and Other Benefits of Supervisory Board Members

1. Non-full-time Supervisory Board members shall receive remuneration from the remuneration fund for non-full-time managers, as decided by the General Meeting of Shareholders. The annual operating budget of the Supervisory Board shall be determined by the General Meeting of Shareholders.

2. The full-time Head of the Supervisory Board shall receive a salary as decided by the General Meeting of Shareholders.

3. Members of the Supervisory Board may receive bonuses [in accordance with the Company's Bonus Regulations](#). The bonus amounts for the Head of the Supervisory Board and each member of the Supervisory Board to be temporarily paid during the year shall be approved by the Board of Directors and subsequently submitted to the nearest Annual General Meeting of Shareholders for approval.

4. Supervisory Board members shall be reimbursed for accommodation, travel, and costs of using independent consulting services within the annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders.

5. Salaries and operating expenses of the Supervisory Board shall be included in the Company's business expenses in accordance with corporate income tax regulations and other relevant legal provisions, and recorded as a separate item in the Company's annual financial statements.

CHAPTER X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORY BOARD MEMBERS, GENERAL DIRECTOR, AND OTHER EXECUTIVES

Article 41. Duty of Care

Members of the Board of Directors, Supervisory Board members, the General Director, and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, with honesty and diligence in the best interests of the Company.

Article 42. Duty of Loyalty and Avoidance of Conflicts of Interest

1. Members of the Board of Directors, Supervisory Board members, the General Director, and other managers must disclose their related interests in accordance with the Enterprise Law and relevant legal documents.

2. Members of the Board of Directors, Supervisory Board members, 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, Supervisory Board members, the General Director, and other executives are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between themselves or their related persons and the Company or its subsidiaries, as required by law. The Company must disclose information in accordance with securities laws regarding resolutions of the General Meeting of Shareholders or the Board of Directors approving such transactions.

4. Members of the Board of Directors, Supervisory Board members, the General Director, other managers, and their related persons must not use or disclose internal information to others for the purpose of conducting related transactions.

Article 43. Disclosure of Related Interests

The disclosure of interests and related persons of the Company shall comply with the following provisions:

1. Members of the Board of Directors, Supervisory Board members, the General Director, and other managers of the Company must declare their related interests to the Company, including:

a. Name, enterprise code, principal office address, and business sector of enterprises in which they own capital contributions or shares; the percentage and date of ownership of such capital contributions or shares;

b. Name, enterprise code, principal office address, and business sector of enterprises in which their related persons jointly or individually own capital contributions or shares exceeding 10% of the charter capital.

2. The declaration specified in Clause 1 of this Article must be made within seven (07) working days from the date the related interest arises; any amendments or supplements must be reported to the Company within seven (07) working days from the date of such changes.

3. Members of the Board of Directors and the General Director, acting on their own behalf or on behalf of others, who perform any work within the scope of the Company's business operations must explain the nature and content of such work to the Board of Directors and the Supervisory Board and may only proceed with the approval of the majority of the remaining members of the Board of Directors; if such work is conducted without declaration or approval from the Board of Directors, all income derived from that activity shall belong to the Company.

Article 44. Contracts and Transactions with Related Persons

1. The Company shall not provide loans or guarantees to any shareholders or their related persons.

2. The Company shall not provide loans or guarantees to any managers of the Company or their related persons, except as provided in Clause 3 of this Article.

3. The Company may provide loans or guarantees to its subsidiaries after approval by the General Meeting of Shareholders or the Board of Directors as stipulated in Clauses 5 and 6 of this Article.

4. The General Meeting of Shareholders or the Board of Directors shall approve contracts and transactions between the Company and the following parties:

a. Shareholders or their authorized representatives holding more than 10% of the Company's total common shares and their related persons;⁴

b. Members of the Board of Directors, Supervisory Board members, the General Director, other managers, and their related persons;

c. Enterprises that members of the Board of Directors, Supervisory Board members, the General Director, and other managers must declare under Clause 1, Article 43 of this Charter.

5. The following contracts and transactions must be approved by the General Meeting of Shareholders:

a. Contracts and transactions under Clauses 3 and 4 of this Article with a value of 35% or more, or transactions that result in a total transaction value within 12 months from the date of the first transaction reaching 35% or more of the total asset value recorded in the Company's most recent financial statements;

b. Contracts and transactions with a value exceeding 10% of the total asset value recorded in the most recent financial statements between the Company and a shareholder owning 51% or more of the total voting shares or their related persons; In cases of approving contracts or transactions under this Clause, the Company's representative signing the contract or transaction must notify the Board of Directors and Supervisory Board members of the related parties involved and provide a draft contract or a summary of the transaction's key contents. The Board of Directors shall submit the draft contract, transaction, or explanation of its key contents to the General Meeting of Shareholders or obtain shareholders' opinions in writing. In such cases, shareholders with related interests in the contracts or transactions shall not have voting rights.

6. The following contracts and transactions must be approved by the Board of Directors:

a. Contracts and transactions under point a, Clause 5 of this Article with a value less than 35% of the total asset value recorded in the most recent financial statements;

b. Contracts and transactions under point b, Clause 5 of this Article with a value less than or equal to 10% of the total asset value recorded in the most recent financial statements;

In cases of approving contracts or transactions under this Clause, the Company's representative signing the contract or transaction must notify the members of the Board of Directors and Supervisory Board of the related parties involved and provide a draft contract or the transaction's key contents. The Board of Directors shall decide on the approval within 15 days from the date of notification. Members of the Board of Directors with related interests in the contracts or transactions, or whose related persons have such interests, shall not have voting rights.

Article 45. Liability for Damages and Compensation

1. Members of the Board of Directors, Supervisory Board members, the General Director, and other executives who violate their duties of loyalty and care or fail to fulfill their responsibilities shall be liable for damages caused by their violations.

2. The Company shall compensate individuals who have been, are, or may become parties to complaints, lawsuits, or legal proceedings (including civil and administrative cases, but not lawsuits initiated by the Company) if such individuals were or are members of the Board of Directors, Supervisory Board members, the General Director, other executives, employees, or authorized representatives of the Company, or were acting on behalf of the Company, provided they acted honestly and diligently in the Company's interests in compliance with the law and there is no evidence confirming a breach of their responsibilities.

3. Compensation costs include court judgments, fines, and actual payments arising (including legal fees) during the resolution of such cases within the scope permitted by law. The Company may purchase insurance for these individuals to mitigate the aforementioned compensation liabilities.

CHAPTER XI. RIGHT TO ACCESS BOOKS AND RECORDS

Article 46. Right to Access Books and Records

1. Common shareholders have the right to access books and records as stipulated in points e and f, Clause 1, Article 11, and point b, Clause 2, Article 11 of this Charter.

2. In cases where an authorized representative of a shareholder or group of shareholders requests access to books and records, such request must be accompanied by a power of attorney from the shareholder or group of shareholders they represent or a notarized copy of such power of attorney.

3. Members of the Board of Directors, Supervisory Board members, the General Director, and other executives have the right to access the shareholder register, shareholder list, books, and other records of the Company for purposes related to their positions, provided such information remains confidential.

4. The Company must retain this Charter and its amendments, the Business Registration Certificate, regulations, documents proving asset ownership, 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 Supervisory Board, annual financial statements, accounting books, and other documents as required by law at its principal office or another location, provided shareholders and the Business Registration Authority are informed of the storage location.

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

CHAPTER XII. EMPLOYEES AND TRADE UNION

Article 47. Employees and Trade Union

1. The General Director shall submit to the Board of Directors for approval policies regarding recruitment, termination, salaries, social insurance, welfare, rewards, and discipline for employees and executives of the Company.

2. The General Director shall submit to the Board of Directors for approval policies regarding the Company's relationship with trade union organizations in accordance with the Trade Union Law, the Trade Union Charter, and applicable legal regulations.

CHAPTER XIII. PROFIT DISTRIBUTION

Article 48. Profit Distribution

1. After offsetting losses carried forward from previous years (if any), the Company shall appropriate funds from its after-tax profits, including: the Development Investment Fund; the Reward and Welfare Fund; the Bonus Fund for relevant individuals and units; and the Community Social Responsibility Fund.

2. The General Meeting of Shareholders shall decide the annual dividend payout level and method from the Company's retained profits.

3. The Company shall not pay interest on dividends or payments related to any class of shares.

4. The Board of Directors may propose to the General Meeting of Shareholders the approval of paying all or part of dividends in shares, and the Board of Directors shall be the body to implement such a decision.

5. The Board of Directors may decide to make advance dividend payments within the scope of the plan approved by the General Meeting of Shareholders if such payments are deemed consistent with the Company's profitability.

6. In cases where dividends or other payments related to a class of shares are paid in cash, the Company must make payments in Vietnamese Dong. Payments may be made directly or through banks based on the bank account details provided by shareholders. If the Company has transferred funds according to the bank details provided by a shareholder and the shareholder does not receive the funds, the Company shall not be liable for the transferred amount. Dividend payments for shares may be processed through securities companies or the Vietnam Securities Depository and Clearing Corporation.

7. Pursuant to the Enterprise Law and Securities Law, the Board of Directors shall adopt a resolution determining a specific date to finalize the shareholder list. Based on

that date, registered shareholders or holders of other securities shall be entitled to receive cash or stock dividends, notices, or other documents.

8. Principles for handling business losses:

In the event of a financial year-end loss, the Board of Directors must propose to the General Meeting of Shareholders one of the following two options:

a. Carry forward the loss to the following year in accordance with applicable regulations, and the General Meeting of Shareholders must decide on remedial measures;

b. If the Company incurs prolonged losses over multiple years without resolution, the General Meeting of Shareholders shall consider and decide on measures in accordance with the Bankruptcy Law.

9. Other matters related to profit distribution shall be implemented in accordance with legal regulations.

CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING REGIME

Article 49. Bank Accounts

1. The Company shall open accounts at Vietnamese banks or foreign banks permitted to operate in Vietnam.

2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts overseas in accordance with legal regulations.

Article 50. Fiscal Year

The Company's fiscal year begins on the first day of January each year and ends on December 31. The first fiscal year begins on the date of issuance of the Business Registration Certificate and ends on December 31 of the following year.

Article 51. Accounting Regime

1. The Company shall adopt the enterprise accounting regime or a specific accounting regime issued or approved by the competent authority.

2. The Company shall maintain accounting books in Vietnamese and retain accounting records in accordance with laws on accounting and related regulations. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the Company's transactions.

3. The Company shall use the Vietnamese Dong as the accounting currency.

CHAPTER XV. ANNUAL REPORTS, FINANCIAL STATEMENTS, AND INFORMATION DISCLOSURE RESPONSIBILITIES

Article 52. Annual, Semi-Annual, and Quarterly Financial Statements

1. The Company must prepare annual financial statements in accordance with legal regulations, and these statements must be audited as stipulated in Article 54 of this

Charter. The Company shall disclose audited annual financial statements in accordance with securities laws and submit them to the competent state authority.

2. Annual financial statements must include all reports, appendices, and explanatory notes as required by laws on enterprise accounting. They must truthfully and objectively reflect the Company's operational situation.

3. The Company must prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with securities market regulations and submit them to the competent state authority.

Article 53. Annual Report

The Company must prepare and disclose an Annual Report in accordance with regulations on securities and the securities market.

CHAPTER XVI. AUDITING

Article 54. Auditing

1. The annual General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to select one to audit the Company's financial statements for the following fiscal year based on terms and conditions agreed with the Board of Directors.

2. The audit report shall be attached to the Company's annual financial statements.

3. The independent auditor auditing the Company's financial statements may attend General Meetings of Shareholders, receive notices and other information related to the meetings, and express opinions at the meetings on matters related to the audit of the financial statements.

CHAPTER XVII. COMPANY SEAL

Article 55. Company Seal

1. The Company's seal includes a physical seal made at an authorized seal-making facility or a digital signature seal in accordance with laws on electronic transactions.

2. The Board of Directors shall decide on the type, number, form, and content of the seal of the Company, its branches, and representative offices (if any).

3. The Board of Directors and the General Director shall use and manage the seal in accordance with applicable legal regulations.

CHAPTER XVIII. DISSOLUTION OF THE COMPANY

Article 56. Dissolution of the Company

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

a. Dissolution pursuant to a resolution or decision of the General Meeting of Shareholders;

b. Revocation of the Business Registration Certificate, except where otherwise provided by the Tax Administration Law;

c. Other cases as stipulated by law.

2. The dissolution of the Company shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. The dissolution decision must be notified to or approved by the competent authority (if required) in accordance with regulations.

3. Procedures and process for dissolution:

The dissolution of the Company under Clause 1 of this Article shall be carried out as follows:

a. The General Meeting of Shareholders shall adopt a resolution or decision to dissolve the Company. In cases of dissolution due to revocation of the Business Registration Certificate or a court decision, within 10 days from receiving the revocation decision or the effective court ruling, the Company must convene a General Meeting of Shareholders to adopt a resolution for dissolution;

b. The dissolution resolution or decision must include the following key contents:

- Name and principal office address of the Company;
- Reason for dissolution;
- Deadline and procedures for liquidating contracts and settling the Company's debts;
- Plan for handling obligations arising from labor contracts;
- Full name and signature of the Chairman of the Board of Directors;

c. The Board of Directors shall establish a liquidation committee for the Company's assets;

d. Within seven (07) working days from adoption, the dissolution resolution or decision and meeting minutes must be sent to the Business Registration Authority, tax authority, and Company employees. The dissolution resolution or decision must be posted on the National Business Registration Portal and publicly displayed at the Company's principal office, branches, and representative offices. If the Company has outstanding financial obligations, the dissolution resolution or decision and debt settlement plan must be sent to creditors and persons with related rights, obligations, and interests. The debt settlement plan must include the creditors' names and addresses, debt amounts, deadlines, locations, and methods of payment, as well as the process and deadline for handling creditor complaints;

e. The legal representative shall submit the dissolution dossier to the Business Registration Authority within five (05) working days from the date all Company debts are settled.

Article 57. Liquidation

1. After the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members shall be appointed by the General Meeting of Shareholders, and one (01)

member shall be appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from the Company's employees or independent experts. All liquidation-related costs shall be prioritized for payment by the Company before other debts.

2. The Liquidation Committee shall report to the Business Registration Authority on its establishment date and start of operations. From that point, the Liquidation Committee shall represent the Company in all matters related to liquidation before courts and administrative agencies.

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

- a. Liquidation costs;
- b. Salaries, severance allowances, social insurance, and other benefits owed to employees under collective labor agreements and signed labor contracts;
- c. Tax debts;
- d. Other debts of the Company;
- e. The remaining amount after settling all debts from points a to d above shall be distributed to shareholders. Preferred shares (if any) shall be prioritized for payment first.

CHAPTER XIX. INTERNAL DISPUTE RESOLUTION

Article 58. Internal Dispute Resolution

1. In the event of a dispute or claim related to the Company's operations or the rights and obligations of shareholders under this Charter, the Enterprise Law, or other legal regulations between:

- a. A shareholder and the Company;
- b. A shareholder and the Board of Directors, Supervisory Board, General Director, or other executives, the involved parties shall attempt to resolve the dispute through negotiation and mediation. Except in cases involving the Board of Directors or the Chairman of the Board of Directors, the Chairman shall preside over the dispute resolution and require each party to present factual elements related to the dispute within fifteen (15) working days from the date the dispute arises. In cases involving the Board of Directors or the Chairman, either party may request the Head of the Supervisory Board to appoint an independent expert to act as an arbitrator for the dispute resolution process.

2. If no mediation decision is reached within six (06) weeks from the start of the mediation process, or if the mediator's decision is not accepted by the parties, any party may refer the dispute to a competent court.

3. Each party shall bear its own costs related to the negotiation and mediation process. Court costs shall be paid in accordance with the court's judgment or decision.

CHAPTER XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 59. Amendments and Supplements to the Charter

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In cases where legal provisions related to the Company's operations are not addressed in this Charter, or new legal provisions conflict with the terms of this Charter, such legal provisions shall automatically apply and govern the Company's operations.

CHAPTER XXI. EFFECTIVE DATE

Article 60. Effective Date

1. This Charter, consisting of 21 chapters and 60 articles, was adopted by the General Meeting of Shareholders of Sonadezi Long Thanh Shareholding Company on April 17, 2026, replacing the Charter adopted on August 15, 2025.
2. This Charter must be retained at the Company's principal office, with one copy registered with the Business Registration Authority.
3. This Charter is the sole and official Charter of the Company. The Charter is prepared in two versions Vietnamese and English. In the event of any discrepancies, the Vietnamese version shall prevail as the reference document.
4. Copies or excerpts of this Charter shall be valid when signed by the Chairman of the Board of Directors or the General Director.

Dong Nai, April , 2026.

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

Pham Anh Tuan

APPENDIX NO. 01/PLĐL

Attached to the Charter of Sonadezi Long Thanh Shareholding Company

No.	Industry Name	Industry Code
1.	Real estate business, land use rights owned by owners, users, or leased	6810
2.	Consulting, brokerage, real estate auctions, land use rights auctions: Real estate brokerage, real estate trading floors, real estate consulting, real estate auctions, real estate advertising, real estate management	6820
3.	Construction of residential buildings	4101
4.	Construction of non-residential buildings	4102
5.	Construction of railway works	4211
6.	Construction of road works	4212
7.	Construction of electrical works	4221
8.	Construction of water supply and drainage works	4222
9.	Construction of telecommunications and communication works	4223
10.	Construction of other public utility works	4229
11.	Construction of other civil engineering works	4299
12.	Demolition	4311
13.	Site preparation	4312
14.	Installation of electrical systems	4321
15.	Installation of water supply, drainage, heating, and air conditioning systems	4322
16.	Installation of other construction systems	4329
17.	Completion of construction works	4330
18.	Other specialized construction activities	4390
19.	Water extraction, treatment, and supply	3600
20.	Wastewater drainage and treatment	3700
21.	Collection of non-hazardous waste	3811
22.	Collection of hazardous waste	3812

23.	Treatment and disposal of non-hazardous waste	3821
24.	Treatment and disposal of hazardous waste	3822
25.	Short-term accommodation services: Hotel and guesthouse operations	5510
26.	Recycling of scrap materials	3830
27.	Pollution treatment and other waste management activities	3900
28.	Wholesale of solid, liquid, gaseous fuels and related products: Wholesale of gasoline, oil, liquefied petroleum gas	4661
29.	Retail sale of motor fuel in specialized stores	4730
30.	Architectural and related technical consulting activities: Industrial and civil architectural design; industrial and civil construction design; urban technical construction design; supervision of civil and industrial construction and completion; supervision of road construction and completion; project management consulting; investment project preparation and management consulting; supervision of technical infrastructure construction	7110
31.	Management consulting activities	7020
32.	Freight transport by road	4933
33.	Warehousing and storage of goods	5210
34.	Travel agency activities	7911
35.	Tour operator activities	7912
36.	Support services related to tourism promotion and tour organization	7920
37.	Activities of amusement parks and theme parks: Entertainment and amusement park operations	9321
38.	Direct supporting services for road transportation: - Business and investment in electric charging stations - Parking lots	5225
39.	Other supporting services related to transportation - Mobile electric charging station support services	5229
40.	Restaurants and mobile food service activities	5610
41.	Beverage service activities	5630
42.	Maintenance and repair of motor vehicles: - Car wash services	4520
43.	Maintenance and repair of motorcycles and motorbikes - Motorbike wash services	4542
44.	Installation of electrical systems (including installation of solar power systems)	4321

45.	Electric power generation: - Solar power generation	3511
46.	Transmission and distribution of electricity	3512
47.	Rental of other machinery, equipment and tangible goods without operator: - Rental services of other machinery and equipment (CPC 83109)	7730

**SONADEZI CORPORATION
SONADEZI LONG THANH
SHAREHOLDING COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, April, 2026

PROPOSAL
Regarding Amendments to the Internal Corporate Governance Regulation

To: The Annual General Meeting of Shareholders in 2026

Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

Pursuant to the Internal Corporate Governance Regulations of Sonadezi Long Thanh Shareholding Company.

Based on the review of the current Internal Regulation on Corporate Governance, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the amendment and supplementation of several provisions of the Internal Regulation on Corporate Governance of Sonadezi Long Thành Shareholding Company in order to ensure compliance with the Law on Enterprises and the Company's actual operational conditions, as follows:

Current Provision	Proposed Amendment / Supplement	Explanation
<p>Clause 2, Article 6: Regulations on the Annual Evaluation of Rewards and Disciplinary Actions for Board Members, Supervisory Board Members, the General Director, and Other Executives</p> <p>b) Rewards:</p> <p>- Based on business performance results, the Board of Directors shall submit a proposal to the Annual General Meeting of Shareholders to determine the allocation of a reward fund for the Board of Directors, General Director, executives, and the Supervisory Board.</p>	<p>b) Rewards:</p> <p>Based on the business performance results and the annual evaluation results, members of the Board of Directors, members of the Supervisory Board, the General Director and other executives shall receive bonuses in accordance with the Company's Bonus Regulations.</p>	<p>As the Company no longer maintains a reward fund for managers.</p>

Current Provision	Proposed Amendment / Supplement	Explanation
<p>- Based on the annual evaluation results, the Board of Directors shall decide on reward distributions to Board members, Supervisory Board members, the General Director, and other executives.</p>		

The Internal Corporate Governance Regulations of Sonadezi Long Thanh Shareholding Company, after amendments and supplements, consist of 07 articles (*Draft Internal Regulations attached*).

Respectfully./.

Recipients:

- As mentioned above;
- To be archived: General Meeting of Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness



INTERNAL CORPORATE GOVERNANCE REGULATIONS
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ, An Phuoc Commune, Dong Nai Province

Tel: 0251.3514494 – Fax: 0251.3514499

Dong Nai, On April 17, 2025

**SONADEZI CORPORATION
SONADEZI LONG THANH
SHAREHOLDING COMPANY**

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

Dong Nai, April, 2026

INTERNAL CORPORATE GOVERNANCE REGULATIONS

*(Issued in accordance with Decision No. /QD-SZL-HDQT dated / ... /2026
by the Board of Directors of Sonadezi Long Thanh Shareholding Company)*

Pursuant to the Law on Securities dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;

Pursuant to the Law on Enterprises dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by the Minister of Finance, guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;

Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company;

Pursuant to Resolution No. /NQ-SZL-HDQT of the General Meeting of Shareholders dated April 17, 2026;

The Board of Directors hereby issues the Internal Corporate Governance Regulations of Sonadezi Long Thanh Shareholding Company.

The Internal Corporate Governance Regulations of Sonadezi Long Thanh Shareholding Company include the following contents:

Article 1. Scope of Regulation and Subjects of Application

1. Scope of Regulation: The Internal Corporate Governance Regulations define the roles, rights, and obligations of the General Meeting of Shareholders, the Board of Directors, and the General Director; procedures for convening and conducting meetings of the General Meeting of Shareholders; nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the Supervisory Board, and the General Director; and other activities in accordance with the Company's Charter and applicable legal regulations.

2. Subjects of Application: These Regulations apply to members of the Board of Directors, the Supervisory Board, the General Director, and related persons.

Article 2. General Meeting of Shareholders

1. Role, Rights, and Obligations of the General Meeting of Shareholders:

- Role: The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest decision-making body of the Company.
- Rights and Obligations of the General Meeting of Shareholders:

The rights and obligations of the General Meeting of Shareholders are stipulated in Article 14 of the Company's Charter.

2. Procedures for Convening and Conducting the General Meeting of Shareholders and Passing Resolutions by Voting at the Meeting, Including the Following Main Contents:

a) Authority to Convene the General Meeting of Shareholders:

Implemented in accordance with Article 13 of the Company's Charter.

b) Preparation of the List of Shareholders Entitled to Attend the Meeting:

- The list of shareholders entitled to attend the General Meeting of Shareholders is prepared based on the Company's shareholder register. The list must be compiled no later than ten (10) days before the notice of the General Meeting of Shareholders is sent.

- The list of shareholders entitled to attend the General Meeting of Shareholders must include the full name, contact address, nationality, and legal identification number for individual shareholders; the name, enterprise identification number or legal identification number, and head office address for institutional shareholders; as well as the number of shares held by each shareholder, and the shareholder registration number and date.

- Shareholders have the right to inspect, access, extract, and copy the names and contact addresses of shareholders in the list of shareholders entitled to attend the General Meeting of Shareholders. They may also request corrections of erroneous information or additions of necessary details about themselves in the list. The company's management is responsible for promptly providing information from the shareholder register and making necessary corrections or updates as requested by shareholders.

c) Notification of Finalization of the List of Shareholders Entitled to Attend the General Meeting of Shareholders:

- The Board of Directors shall issue a resolution on the record date for preparing the list of shareholders entitled to attend the General Meeting of Shareholders and must disclose this information at least 20 days before the scheduled record date.

- Procedures for Preparing the Vietnam Securities Depository and Clearing Corporation (VSDC):

- No later than eight (08) consecutive working days before the record date, the Company must send a notification to VSDC regarding the record date using Form 07/THQ - Regulations on Exercising Rights for Securities Holders and attach the required documents as stipulated in Clause 2, Article 9 of the Regulations on Exercising Rights for Securities Holders.

- Within two (02) working days from the record date, VSDC shall provide the Company with the consolidated list allocating voting rights to securities holders (Form

09/THQ). (This list will be sent via email to the address registered by the Company with VSDC.)

- If the Company does not approve the information in the consolidated list allocating voting rights to securities holders, it must send a written notice to VSDC stating the reasons within eight (08) working days from the record date.

- If the Company authorizes VSDC to send invitation letters, act as an agent for electronic voting, or perform other tasks related to organizing the General Meeting of Shareholders and collecting shareholder opinions in writing..., these activities shall be conducted in accordance with the agreement signed between VSDC and the Company.

- The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no later than ten (10) days before the notice of the General Meeting is sent.

- The notification regarding the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders shall be published on the Company's website, the State Securities Commission of Vietnam (SSC), and the Stock Exchange.

d) Notification of Convening the General Meeting of Shareholders:

As stipulated in Article 16 of the Company's Charter.

đ) Agenda and Content of the General Meeting of Shareholders:

- Person Responsible for Preparing the Agenda:

The convener of the General Meeting of Shareholders is responsible for preparing the agenda and must perform the following tasks:

- Prepare the list of shareholders entitled to attend the meeting;
- Provide information and address complaints related to the shareholder list;
- Develop the agenda and content of the meeting;
- Prepare meeting documents;
- Draft resolutions of the General Meeting of Shareholders based on the proposed meeting agenda; provide the list and detailed information of candidates in case of electing Board of Directors members or Supervisory Board members;

- Determine the meeting time and venue;
- Send meeting invitations to each eligible shareholder in accordance with the Law on Enterprises;

- Perform other tasks necessary for organizing the meeting.

- Content of the General Meeting of Shareholders:

The Annual General Meeting of Shareholders shall discuss and approve matters stipulated in Article 14 of the Company's Charter.

- Regulations on Shareholders' Proposals to be Included in the Meeting Agenda:

- A shareholder or a group of shareholders owning at least 5% of the total ordinary shares has the right to propose matters to be included in the General Meeting of Shareholders' agenda. The proposal must be made in writing and sent to the Company at least five (05) working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the name of the shareholder,

the number of shares of each type held, and the issue proposed to be included in the meeting agenda.

- If the convener of the General Meeting of Shareholders refuses the above-mentioned proposal, a written response stating the reason for the refusal must be provided at least two (02) working days before the opening date of the General Meeting of Shareholders. The convener may only refuse the proposal in the following cases:

- ✓ The proposal was submitted in an incorrect manner;
- ✓ The proposed issue is not under the authority of the General Meeting of Shareholders;
- ✓ Other cases as stipulated in the Company's Charter.

- The convener of the General Meeting of Shareholders must accept and include the proposal in the tentative meeting agenda and content. The proposal will be officially included in the agenda and content of the meeting if approved by the General Meeting of Shareholders.

- The shareholder or group of shareholders whose proposal is approved for inclusion in the meeting agenda must provide the Chairperson of the Board of Directors with the necessary documents so that the Meeting Organizing Committee can prepare, print, and distribute them to shareholders attending the meeting for reference and discussion. Additionally, they must prepare a draft resolution on the proposed matter.

e) Authorization for a Representative to Attend the General Meeting of Shareholders: Implemented in accordance with Article 15 of the Parent Company's Charter.

g) Registration Method for Attending the General Meeting of Shareholders:

- The method for registering attendance at the General Meeting of Shareholders is specified in the Notice of the General Meeting of Shareholders, including direct contact with the Company or submitting a Registration/Authorization Form (attached to the Notice of the General Meeting of Shareholders or a written authorization in accordance with civil law regulations).

- Shareholders must register their method of attendance as specified in the notice, which includes:

- Attending and voting/electing directly at the meeting.
- Authorizing a representative to attend and vote/elect at the meeting.
- Submitting voting/election ballots to the meeting via mail, fax, or email.

h) Conditions for Holding the Meeting:

- The conditions for convening the General Meeting of Shareholders shall be implemented in accordance with Article 17 of the Company's Charter.

- Only the General Meeting of Shareholders has the authority to decide on changes to the meeting agenda that was sent with the Notice of the General Meeting of Shareholders, as stipulated in Article 142 of the Law on Enterprises.

i) Forms of Passing Resolutions at the General Meeting of Shareholders:

The forms of passing resolutions at the General Meeting of Shareholders shall be implemented in accordance with Article 19 of the Company's Charter.

k) Voting Method:

- The General Meeting of Shareholders shall elect a Vote Counting Committee based on the proposal of the Chairperson of the meeting.

- Attendees shall use the Voting Card issued to them to vote on each matter requiring a decision in the meeting agenda.

- The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by raising voting cards or casting direct ballots.

- Shareholders or their authorized representatives attending the meeting shall vote in favor, against, or abstain from a resolution by raising their Voting Card or marking their choice on the Voting Ballot.

- Shareholders or their authorized representatives who arrive after the meeting has commenced are still allowed to register and participate in voting immediately after registration. However, the Chairperson is not responsible for pausing the meeting for late-arriving shareholders to register, and the validity of previously passed resolutions remains unchanged.

- Election of Board of Directors and Supervisory Board Members: The election of Board of Directors and Supervisory Board members shall be conducted using cumulative voting. Each shareholder shall have a total number of votes equal to the number of shares they own multiplied by the number of members to be elected for the Board of Directors or Supervisory Board. Shareholders may allocate all or part of their votes to one or multiple candidates. In case of any mistakes in selection, shareholders or their authorized representatives shall contact the Vote Counting Committee to be issued a new ballot, and they must return the old ballot to the Meeting Organizing Committee.

- Instructions for Completing the Election Ballot: Each shareholder or their authorized representative shall receive election ballots. The method for filling out the ballots is specified as follows:

- Delegates may vote for a maximum number of candidates equal to the number of seats available.

- If a delegate chooses to allocate votes unevenly among multiple candidates, they must clearly indicate the number of votes allocated in the "Number of Votes" box corresponding to each candidate.

l) Vote Counting Method:

- The vote counting process shall be conducted by collecting election ballots / voting cards / voting ballots. The Vote Counting Committee shall then verify the number of collected voting cards against the number of distributed voting cards.

- The verification process shall first count the votes in favor, followed by the votes against and abstentions.

- Principles for Electing Members of the Board of Directors and Supervisory Board:

- Elected candidates are determined based on the highest number of votes received, starting from the candidate with the highest number of votes until the required number of members is reached.

- In case two (02) or more candidates receive the same number of votes for the final available position, a re-election shall be conducted among those candidates with an equal number of votes.

m) Conditions for Resolution Approval:

Implemented in accordance with Article 20 of the Company's Charter.

n) Announcement of Vote Counting Results:

The Vote Counting Committee shall check, summarize, and report the results of each matter to the Chairperson. The vote counting results shall be announced by the Chairperson before the meeting is adjourned.

o) Method of Opposing Resolutions of the General Meeting of Shareholders:

- Shareholders who have voted against a resolution regarding the reorganization of the company or changes to the rights and obligations of shareholders as stipulated in the Company's Charter have the right to request the Company to repurchase their shares. The request must be made in writing and must clearly state the shareholder's name, address, the number of shares of each type, the proposed selling price, and the reason for requesting the Company to repurchase the shares. The request must be sent to the Company within ten (10) days from the date the General Meeting of Shareholders approves the relevant resolution.

- The Company must repurchase the shares upon request from shareholders as stipulated in the above section at market price or a price determined based on the principles set forth in the Company's Charter within ninety (90) days from the date of receiving the request. If the parties fail to reach an agreement on the price, they may request a valuation organization to determine the price. The Company shall introduce at least three (03) valuation organizations for the shareholder to choose from, and the shareholder's choice shall be considered final and binding.

p) Preparation of the Minutes of the General Meeting of Shareholders:

- The General Meeting of Shareholders must have meeting minutes recorded and may also be audio-recorded or stored in other electronic forms. The minutes must be prepared in Vietnamese, with an additional version in a foreign language if deemed necessary by the Company, and must include the following key contents:

- Company name, headquarters address, enterprise registration number;
- Time and location of the General Meeting of Shareholders;
- Agenda and content of the meeting;
- Names of the Chairperson and Secretary;
- Summary of the meeting proceedings and statements made at the General Meeting of Shareholders regarding each item on the agenda;
- Number of shareholders and total voting shares of the attending shareholders, including an appendix listing the registered shareholders and shareholder

representatives attending the meeting, along with their corresponding shares and voting rights;

- Total number of votes cast for each voting item, specifying the voting method, total number of valid and invalid votes, votes in favor, votes against, and abstentions, as well as the corresponding percentage of the total voting rights of attending shareholders;

- Resolutions passed and the corresponding approval voting percentage;

- Names and signatures of the Chairperson and Secretary. If the Chairperson or Secretary refuses to sign the minutes, the minutes remain valid if signed by all other Board of Directors members attending the meeting and contain all required content as stipulated in this clause. The minutes must explicitly state the refusal of the Chairperson or Secretary to sign the minutes.

- The minutes of the General Meeting of Shareholders must be completed and approved before the meeting adjourns.

- The Chairperson and Secretary of the meeting, or any other signatories of the minutes, shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes.

- The minutes prepared in both Vietnamese and a foreign language shall have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

- The minutes of the General Meeting of Shareholders must be sent to all shareholders within 15 days from the date the meeting concludes; alternatively, the minutes and vote counting report may be published on the Company's website.

- The minutes of the General Meeting of Shareholders, the appendix listing registered shareholders, approved resolutions, and relevant documents attached to the meeting notice must be retained at the Company's headquarters.

q) Disclosure of Resolutions and Minutes of the General Meeting of Shareholders:

The Resolutions and Minutes of the General Meeting of Shareholders shall be published on the Company's website and submitted to the online information disclosure platforms of the State Securities Commission of Vietnam (SSC) and the Ho Chi Minh City Stock Exchange (HoSE) within 24 hours after the conclusion of the meeting.

3. Procedures for the General Meeting of Shareholders to Pass Resolutions by Written Consultation, Including the Following Main Contents:

a) Cases Where Written Consultation is Allowed or Not Allowed:

The Board of Directors has the right to seek shareholders' opinions in writing to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for cases specified in Clause 2, Article 19 of the Company's Charter.

b) Procedures for the General Meeting of Shareholders to Pass Resolutions by Written Consultation:

- The Board of Directors shall prepare the consultation ballots, the draft resolution of the General Meeting of Shareholders, and the explanatory documents related to the draft resolution. These shall be sent to all shareholders with voting rights no later than ten (10) days before the deadline for returning the consultation ballots. The preparation of the shareholder list for sending the consultation ballots shall be carried out in accordance with Point a, Clause 2, Article 16 of the Company's Charter. The requirements and methods for sending consultation ballots and accompanying documents shall be implemented in accordance with Clause 3, Article 16 of the Company's Charter.

- The consultation ballots must include the contents specified in Article 21 of the Company's Charter.

- Shareholders may submit their completed consultation ballots to the Company via mail, fax, or email in accordance with the following provisions:

- For mail submission: The completed consultation ballot must bear the signature of the shareholder (if an individual), the authorized representative, or the legal representative (if a corporate shareholder). The consultation ballot must be enclosed in a sealed envelope, and no one is allowed to open it before the vote counting process.

- For fax or email submission: The consultation ballot must remain confidential until the vote counting process.

- Consultation ballots received after the deadline specified in the ballot or those that have been opened (in the case of mailed ballots) or disclosed (in the case of faxed or emailed ballots) shall be deemed invalid. Consultation ballots that are not returned shall be considered non-participating votes.

- The Board of Directors shall count the votes and prepare a vote counting report under the supervision of the Supervisory Board or shareholders who do not hold managerial positions in the Company. The vote counting report must include the following key contents:

- Company name, headquarters address, enterprise registration number;
- Purpose and matters for which shareholder opinions were sought to pass the resolution;

- Number of shareholders and total voting rights participating in the voting process, specifying valid and invalid votes, as well as the method of ballot submission, accompanied by an appendix listing the shareholders who participated in the voting;

- Total votes in favor, against, and abstentions for each issue;
- Issues that have been approved and the corresponding voting percentage;
- Names and signatures of the Chairperson of the Board of Directors, the vote counter, and the vote-counting supervisor.

Members of the Board of Directors, the vote counter, and the vote-counting supervisor shall be jointly responsible for the accuracy and truthfulness of the vote counting report and shall be liable for any damages resulting from dishonesty or inaccuracies in the vote counting process.

- The vote counting report and the resolution must be sent to shareholders within 15 days from the date of vote counting completion. Alternatively, the report and resolution may be published on the Company's website within 24 hours of the vote counting completion.

- Completed consultation ballots, the vote counting report, approved resolutions, and relevant documents attached to the consultation ballots must be kept at the Company's headquarters.

- A resolution passed by written consultation shall be considered valid if approved by shareholders owning more than 50% of the total voting shares of all shareholders with voting rights and shall have the same legal effect as a resolution passed at a General Meeting of Shareholders.

4. Procedures for the General Meeting of Shareholders to pass Resolutions via Online Meetings:

Based on actual circumstances (when the Company has sufficient infrastructure conditions and if it is assessed that holding a physical General Meeting of Shareholders may not be feasible due to a pandemic, decisions by competent state authorities, or other force majeure reasons), the Board of Directors may decide to convene the General Meeting of Shareholders in the form of an online meeting. In the case of an online meeting, the Meeting Organizing Committee, established by the Board of Directors, shall be responsible for implementing the necessary procedures as stipulated below:

a) Notification of Convening the Online General Meeting of Shareholders:

- The Notification of Convening the Online General Meeting of Shareholders shall be sent to all shareholders based on the final record date list provided by the Vietnam Securities Depository (VSDC). The form and timing of the notification shall be the same as for an in-person General Meeting of Shareholders. The notification shall include the web link to access the Online General Meeting of Shareholders system (provided by the service provider with whom the Company has contracted for online meeting software).

- The Notification of Convening the Online General Meeting of Shareholders shall also be published on the Company's website and on the online meeting platform used for the General Meeting of Shareholders.

b) Method of Registering for the Online General Meeting of Shareholders:

- Each shareholder, upon receiving the Notice of the General Meeting of Shareholders, shall be provided with one (01) account, which includes a Username and Password to access the Online General Meeting of Shareholders system, except for corporate shareholders owning 10% or more of the total shares, who may designate multiple representatives and will receive a corresponding number of accounts.

- Shareholders are responsible for keeping their Username and Password confidential, as issued by the Company, to ensure that only the shareholder has the right to register for participation, vote, and elect on the Company's Online General Meeting of Shareholders system.

- Shareholders shall use the provided Username and Password to log into the Online General Meeting of Shareholders system within the specified timeframe, as stated in the Notice of the General Meeting of Shareholders, and select either to register for attendance or authorize another person (who may be the Chairperson of the Board of Directors, the General Director, or another individual designated by the shareholder) to attend the Online General Meeting of Shareholders.

c) Authorization for a Representative to Attend the Online General Meeting of Shareholders:

- Shareholders owning up to but less than 10% of the total shares may authorize one (01) representative.

- Shareholders owning from 10% to less than 20% of the total shares may authorize up to two (02) representatives.

- Shareholders owning from 20% to less than 30% of the total shares may authorize up to three (03) representatives.

- Shareholders owning from 30% to less than 40% of the total shares may authorize up to four (04) representatives.

- Shareholders owning from 40% to less than 50% of the total shares may authorize up to five (05) representatives.

- Shareholders owning from 50% to less than 60% of the total shares may authorize up to six (06) representatives.

- Shareholders owning 60% or more of the total shares may authorize up to seven (07) representatives.

Based on the written authorization provided by the shareholder, the Company shall issue the corresponding number of accounts for the authorized representatives. The authorized representatives shall use the assigned accounts to access the Online General Meeting of Shareholders system, participate in discussions, vote, and provide input.

d) Conditions for Conducting the Meeting:

The General Meeting of Shareholders shall be conducted when shareholders registering for attendance represent more than 50% of the total voting shares, based on the shareholder list prepared at the time of convening the General Meeting of Shareholders, as provided by the Vietnam Securities Depository (VSDC).

The Online Meeting and Electronic Voting System must meet the following conditions:

- The system's connection at the main venue must be continuous and stable, ensuring uninterrupted participation of shareholders. If the meeting is disrupted at the main venue, the Meeting Organizing Committee or Chairing Committee must summarize and recap the disrupted portion of the meeting.

- The main venue must ensure proper conditions regarding sound, lighting, internet connection, power supply, electronic devices, and other necessary equipment as required for the nature of the online meeting.

- The system must ensure information security and confidentiality of account access. All information received and provided on the system must comply with

information security principles and adhere to the regulations of the Law on Cybersecurity.

- Electronic data from the Online General Meeting must be stored and retrievable from the system

đ) Method of Approving Resolutions in the Online General Meeting of Shareholders:

- Resolutions of the Online General Meeting of Shareholders shall be approved through Electronic Voting, where shareholders may vote in favor, against, or abstain.

- Resolutions of the General Meeting of Shareholders shall be approved when shareholders owning more than 50% of the total voting shares, or their representatives, vote in favor, except for the following cases, which require approval by shareholders representing at least 65% of the total voting shares of all shareholders voting in favor:

- Types of shares and total number of shares of each type to be offered;
- Changes to the Company's business sectors and industries;
- Changes to the Company's management structure;
- Investment projects or transactions involving the purchase or sale of assets valued at 35% or more of the total asset value recorded in the Company's latest financial statements;
- Reorganization or dissolution of the Company.

e) Online Voting Method:

- For each issue put to a vote, shareholders or their authorized representatives shall vote by selecting one of the following options displayed on the Online General Meeting of Shareholders system interface: In Favor, Against, or Abstain. The Vote Counting Committee shall report the voting results to the meeting immediately after completing the vote counting process.

- Shareholders eligible to vote are those who have registered for the Online General Meeting of Shareholders up to the time of voting, and this number of shareholders shall be used as the basis for calculating the voting ratio. If a shareholder has registered for the Online General Meeting of Shareholders but does not participate in the voting, it shall be understood that the shareholder has voted "Abstain" for the corresponding matters presented for voting.

- In the event that additional matters arise beyond the agenda previously sent to shareholders, shareholders shall have the option to vote or elect additional candidates. If a shareholder does not participate in the voting or election for these additional matters, their voting or election ballot shall be considered as "Abstain" for those matters.

- For elections, shareholders shall choose between cumulative voting or vote allocation for candidates, following the instructions on the Online General Meeting of Shareholders system interface.

- Shareholders may modify their voting and election choices during the Online General Meeting of Shareholders. The online system shall record the final voting or election result at the time the Chairperson announces the end of the voting period to proceed with the vote counting.

- The online voting and election period shall begin once shareholders receive login information and shall end at the time specified in the notification on the Online General Meeting of Shareholders system. After the designated voting period ends, the system shall no longer accept additional voting or election results from shareholders.

- During the meeting, the Chairing Committee must announce the voting deadline on the System so that shareholders can exercise their voting rights. If a shareholder encounters technical difficulties in casting their vote via the System, they may contact the Meeting Organizing Committee for assistance in completing their voting process.

g) Online Vote Counting Method:

The Online General Meeting of Shareholders system shall automatically compile and generate vote-counting reports for each agenda item based on the voting choices of shareholders (In Favor, Against, or Abstain) who participate in electronic voting.

h) Announcement of Vote Counting Results:

The Vote Counting Committee shall extract the voting results report and immediately announce the results on the Online General Meeting of Shareholders system, enabling shareholders to track and update the results in real-time.

i) Preparation of the Minutes of the Online General Meeting of Shareholders:

- The Minutes of the Online General Meeting of Shareholders shall be prepared by the Meeting Secretariat and must record the entire online meeting proceedings, including shareholder discussions, contributions made via the online broadcasting system, resolutions approved during the meeting, voting results for each matter, and election results.

- The minutes must be finalized before the conclusion of the Online General Meeting of Shareholders and shall be sent in full to all shareholders via the Online General Meeting of Shareholders system. Additionally, the minutes shall be published on the Company's website and disclosed on the information portals of the State Securities Commission of Vietnam (SSC) and the Ho Chi Minh City Stock Exchange (HOSE) within 24 hours from the conclusion of the online meeting.

k) Disclosure of Resolutions of the General Meeting of Shareholders:

- The Resolution of the Online General Meeting of Shareholders must be finalized before the conclusion of the meeting and must be approved through electronic voting by the shareholders attending the Online General Meeting of Shareholders.

- The disclosure of the resolution of the Online General Meeting of Shareholders shall be conducted in the same manner as for an in-person General Meeting of Shareholders.

5. Procedures for the General Meeting of Shareholders to pass Resolutions through a Hybrid Format (In-Person and Online Meetings):

Based on actual circumstances (when the Company has sufficient infrastructure and deems it necessary to combine both formats to ensure a higher participation rate in voting), the Board of Directors may decide to convene the General Meeting of

Shareholders in a hybrid format, combining both an in-person meeting and an online meeting, in accordance with the Company's Charter, as follows:

a) Notification of Convening the General Meeting of Shareholders:

The Notification of Convening the General Meeting of Shareholders shall be conducted in accordance with Article 16 of the Company's Charter and Point a, Clause 4 of this Article, combining both in-person and online meeting formats.

b) Method of Registering for the General Meeting of Shareholders:

The method of registration for attending the General Meeting of Shareholders shall be implemented in accordance with Point g, Clause 2 and Point b, Clause 4 of this Article.

c) Authorization for a Representative to Attend the General Meeting of Shareholders:

The authorization for a representative to attend the General Meeting of Shareholders shall be conducted in accordance with Article 15 of the Company's Charter and Point c, Clause 4 of this Article.

d) Conditions for Conducting the Meeting:

The General Meeting of Shareholders shall be conducted when shareholders representing more than 50% of the total voting shares are in attendance. The meeting shall take place through the Online General Meeting of Shareholders system and at the designated physical meeting location as notified to all shareholders.

đ) Method of Approving Resolutions at the General Meeting of Shareholders:

Resolutions of the General Meeting of Shareholders shall be approved using the following methods Raising voting cards, filling out voting ballots, and entering votes for candidates (for shareholders attending in person at the meeting venue) and Electronic voting, where shareholders may choose In Favor, Against, or Abstain.

e) Voting Method:

The voting method shall be implemented in accordance with Point k, Clause 2 and Point e, Clause 4 of this Article.

g) Vote Counting Method:

The vote counting method shall be implemented in accordance with Point l, Clause 2 and Point g, Clause 4 of this Article.

h) Announcement of Vote Counting Results:

- The Vote Counting Committee shall verify the number of votes In Favor, Against, or Abstain for each item by consolidating the vote counting results from both the in-person and online formats.

- A representative of the Vote Counting Committee shall present the summary of the voting results at the in-person General Meeting of Shareholders. For the online General Meeting of Shareholders, the summary of the voting results shall be published on the system, allowing shareholders participating online to view the results on the system interface.

i) Preparation of the Minutes of the General Meeting of Shareholders:

The Minutes of the General Meeting of Shareholders shall be prepared in accordance with Point p, Clause 2 and Point i, Clause 4 of this Article.

k) Disclosure of the Resolution of the General Meeting of Shareholders:

The Resolution of the General Meeting of Shareholders shall be disclosed in accordance with Point q, Clause 2 and Point k, Clause 4 of this Article.

Article 3. Board of Directors

1. Role, Rights, and Obligations of the Board of Directors, and Responsibilities of Board Members:

- Role of the Board of Directors: The Board of Directors is the governing body of the Company and has full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.

- Rights and Obligations of the Board of Directors, Responsibilities of Board Members: These are stipulated in Article 26 of the Company's Charter.

2. Nomination, Candidacy, Election, Dismissal, and Removal of Board Members:

a) Term and Number of Board Members:

- The term of a Board member shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms. However, an individual may be elected as an independent Board member of a company for no more than two (02) consecutive terms. In the event that all Board members' terms expire simultaneously, they shall continue to serve as Board members until new members are elected and take over their responsibilities.

- The total number of Board members shall be seven (07) members.

b) Structure, Standards, and Conditions for Board Members:

- The structure of the Board of Directors must ensure that at least one-third (1/3) of the total Board members are non-executive members. The Company limits the number of Board members concurrently holding executive positions to ensure the independence of the Board of Directors. The total number of independent Board members must be at least two (02) independent members.

- Standards and Conditions for Board Members:

Implemented in accordance with Article 25 of the Company's Charter.

- Standards and Conditions for Independent Board Members:

Implemented in accordance with Article 25 of the Company's Charter.

c) Nomination and Candidacy for Board Members:

The nomination and candidacy for Board members shall be conducted in accordance with Article 24 of the Company's Charter.

d) Method of Electing Board Members:

- Before the election, each shareholder or their authorized representative shall be issued a voting ballot, which includes the shareholder identification number, full name of the shareholder / full name of the authorized representative, number of voting rights, and the list of candidates.

- The election of Board members shall be conducted using the cumulative voting method. Accordingly, each shareholder shall have a total number of votes equal to the total shares they own multiplied by the number of Board members to be elected. Shareholders may allocate all or part of their votes to one or multiple candidates. The elected Board members shall be determined in descending order based on the number of votes received, starting with the candidate with the highest number of votes until the required number of Board members, as stipulated in the Company's Charter, is filled. In the event that two (02) or more candidates receive the same number of votes for the last available Board position, a re-election shall be conducted among those candidates who received the equal number of votes.

d) Cases of Dismissal, Removal, and Supplementation of Board Members:

Implemented in accordance with Article 25 of the Company's Charter.

e) Notification of Election, Dismissal, and Removal of Board Members:

After a decision has been made regarding the election, dismissal, or removal of a Board member, the Company is responsible for disclosing the information internally, notifying the relevant authorities, and publishing it on mass media channels and the Company's website, following the procedures and regulations of the applicable law.

g) Method of Introducing Candidates for the Board of Directors:

- Shareholders or groups of shareholders, as specified in Clause 2, Article 24 of the Company's Charter, have the right to nominate and introduce candidates for the Board of Directors by sending a written nomination to the Company's headquarters.

- The nomination document may follow the template issued by the Company or be prepared by the shareholder or group of shareholders, as specified in Clause 2, Article 24 of the Company's Charter, but it must include all necessary candidate information as required in Clause 1, Article 24 of the Company's Charter.

- The nomination document for a Board member candidate must be submitted to the Company at least ten (10) days before the General Meeting of Shareholders.

h) Election, Removal, and Dismissal of the Chairperson of the Board of Directors:

- The Chairperson of the Board of Directors shall be elected, removed, or dismissed by the Board of Directors from among its members.

- The Chairperson of the Board of Directors may be removed or dismissed under the conditions specified in Article 25 of the Company's Charter.

- In the event that the Chairperson submits a resignation letter or is removed or dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter, removal, or dismissal decision.

3. Remuneration and Other Benefits of Board Members:

Implemented in accordance with Article 27 of the Company's Charter.

4 Procedures and Order for Organizing Board Meetings:

a) The Board of Directors must meet at least once per quarter and may convene extraordinary meetings.

b) Cases Requiring the Convening of an Extraordinary Board Meeting: The Chairperson of the Board of Directors shall convene an extraordinary Board meeting in cases specified in Article 29 of the Company's Charter.

c) Notification of the Board of Directors Meeting:

- The Chairperson of the Board of Directors or the convener of the Board meeting must send the meeting invitation no later than three (03) working days before the meeting date. The meeting invitation must specify the time and venue of the meeting, agenda, discussion topics, and decisions to be made. The meeting invitation must include supporting documents and voting ballots for Board members. The meeting invitation may be sent by paper, phone, fax, or electronic means and must be delivered to the registered contact address of each Board member at the Company.

- The Chairperson of the Board of Directors or the convener must send the meeting invitation and accompanying documents to the members of the Supervisory Board, in the same manner as for Board members.

d) Right of Supervisory Board Members to Attend Board Meetings:

Members of the Supervisory Board have the right to attend Board of Directors meetings and may participate in discussions; however, they do not have voting rights.

đ) Conditions for Holding Board Meetings:

A Board meeting shall be conducted when at least three-fourths (3/4) of the total Board members are present. If the meeting is convened but does not meet the required attendance, it may be reconvened within seven (07) days from the date of the initially scheduled meeting. In this case, the reconvened meeting shall proceed if more than half of the Board members are present.

e) Voting Methods:

A Board member shall be considered as attending and voting in a Board meeting in the following cases:

- Attending and voting directly at the meeting;
- Authorizing another person to attend and vote on their behalf, as stipulated in Point h of this Article;
- Attending and voting via an online conference, electronic voting, or other electronic means;
- Sending a voting ballot to the meeting via mail, fax, or email. In the case of sending a voting ballot via mail, the ballot must be sealed in an envelope and delivered to the Chairperson of the Board of Directors no later than one (01) hour before the meeting starts. The ballot shall only be opened in the presence of all meeting attendees.

- In case the voting ballot is sent to the meeting by mail, it must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than (01) one hour before the meeting begins. The voting ballot shall only be opened in the presence of all attendees.

g) Method of Approving Resolutions of the Board of Directors:

- Resolutions and decisions of the Board of Directors shall be approved if the majority of attending Board members vote in favor. In case of a tie vote, the final decision shall be determined based on the opinion of the Chairperson of the Board of Directors.

- Resolutions passed through written consultation shall be approved based on the majority opinion of voting Board members. Such resolutions shall have the same validity and effect as those passed in a physical Board meeting.

h) Authorization for Another Person to Attend a Board Meeting on Behalf of a Board Member:

A Board member may authorize another person to attend and vote on their behalf, provided that the majority of the Board of Directors approve the authorization.

i) Preparation of the Minutes of the Board of Directors Meeting:

- All Board of Directors meetings must be recorded in minutes and may also be audio-recorded or stored in other electronic formats. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, including the following key contents:

- Company name, headquarters address, and enterprise registration number;
- Date, time, and location of the meeting;
- Purpose, agenda, and content of the meeting;
- Names of attending Board members or authorized representatives and their method of attendance; names of absent Board members and their reasons for absence;
- Issues discussed and voted on during the meeting;
- Summary of each attending member's opinions in chronological order of the meeting proceedings;
- Voting results, specifying members who voted in favor, against, or abstained;
- Approved resolutions and corresponding voting percentages;
- Names and signatures of the Chairperson and the minute taker, except in cases where they refuse to sign the minutes.

- The Chairperson, minute taker, and all signatories of the minutes shall be responsible for ensuring the accuracy and truthfulness of the contents of the Board meeting minutes.

- The minutes and all documents used in the Board meeting must be kept at the Company's headquarters.

- Minutes prepared in both Vietnamese and a foreign language shall have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the Vietnamese version shall prevail.

k) In case the chairperson and/or the secretary refuse to sign the Minutes of the Board of Directors meeting:

In case the chairperson and/or the minutes taker refuse to sign the minutes of the Board of Directors meeting, but all other attending members of the Board sign it and the minutes contain all required content as prescribed, the minutes shall remain valid.

l) Notification of Resolutions and Decisions of the Board of Directors:

The Company is responsible for disclosing information about the Resolutions and Decisions of the Board of Directors through public media, on the Company's website, and on the information disclosure platforms of the State Securities Commission of Vietnam (SSC) and the Ho Chi Minh City Stock Exchange (HOSE), in accordance with the procedures and regulations of the law on information disclosure.

5. Selection, Appointment, and Dismissal of the Corporate Governance Officer:

a) Qualifications of the Corporate Governance Officer:

- The Corporate Governance Officer must not simultaneously work for an approved auditing organization that is currently auditing the Company's financial statements.

- The Corporate Governance Officer must not fall under the restrictions stipulated in Clause 2, Article 17 of the Law on Enterprises.

- Other qualifications as prescribed by law, the Company's Charter, and the resolutions of the Board of Directors.

b) Appointment of the Corporate Governance Officer:

The Board of Directors must appoint at least one (01) Corporate Governance Officer to support corporate governance activities within the Company. The Corporate Governance Officer may concurrently serve as the Company Secretary, in accordance with Clause 5, Article 156 of the Law on Enterprises.

c) Cases of Dismissal of the Corporate Governance Officer:

- The Corporate Governance Officer submits a resignation letter, and the Board of Directors approves the resignation.

- The Corporate Governance Officer no longer meets the qualifications specified in Point a, Clause 5 of this Article.

- The Board of Directors may dismiss the Corporate Governance Officer when necessary, provided that it does not violate the current labor laws and regulations.

d) Notification of Appointment and Dismissal of the Corporate Governance Officer:

The Company must announce the appointment and dismissal of the Corporate Governance Officer and disclose the information in accordance with the securities laws, other legal regulations, and the Company's Charter.

đ) Rights and Obligations of the Corporate Governance Officer:

Implemented in accordance with Article 31 of the Company's Charter.

Article 4. Supervisory Board

1. Role, Rights, and Obligations of the Supervisory Board, and Responsibilities of Its Members:

- Role of the Supervisory Board:

The Supervisory Board is responsible for inspecting and overseeing the activities of both the Board of Directors and the General Meeting of Shareholders to ensure that the Company's operations are transparent and conducted in the best interests of shareholders and the Company.

- Rights and Obligations of the Supervisory Board, and Responsibilities of Its Members:

The Supervisory Board has the rights and obligations as stipulated in Article 38 of the Company's Charter.

2. Term, Number, Composition, and Structure of the Supervisory Board Members:

- a) Term, Number, Composition, and Structure of the Supervisory Board:

- The Supervisory Board of the Company shall consist of three (03) members.
- The term of a Supervisory Board member shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms.
- The Supervisory Board shall include one (01) Head of the Supervisory Board and two (02) Supervisory Board members.

- b) Qualifications and Conditions for Supervisory Board Members:

Implemented in accordance with Article 35 of the Company's Charter.

- c) Nomination and Candidacy for Supervisory Board Members:

- The identification of candidates for the Supervisory Board and the information disclosure process shall be carried out in accordance with Article 24 of the Company's Charter.

- Shareholders have the right to aggregate their voting rights to nominate Supervisory Board candidates. Shareholders or groups of shareholders holding from 5% to less than 25% of the total voting shares may nominate one (01) candidate. Shareholders or groups of shareholders holding from 25% to less than 50% of the total voting shares may nominate up to two (02) candidates. Shareholders or groups of shareholders holding 50% or more of the total voting shares may nominate up to three (03) candidates.

- In the event that the number of nominated and self-nominated candidates for the Supervisory Board is insufficient, the incumbent Supervisory Board may nominate additional candidates. Any additional nominees introduced by the incumbent Supervisory Board must be publicly disclosed before the General Meeting of Shareholders votes on the election of Supervisory Board members, in accordance with legal regulations.

d) Method of Electing Supervisory Board Members:

- Before the election, each shareholder or their authorized representative shall be issued a voting ballot, which includes the shareholder identification number, full name of the shareholder / full name of the authorized representative, number of voting rights, and the list of candidates.

- The election of Supervisory Board members shall be conducted using the cumulative voting method. Accordingly, each shareholder shall have a total number of votes equal to the total shares they own multiplied by the number of Supervisory Board members to be elected. Shareholders may allocate all or part of their votes to one or multiple candidates. The elected Supervisory Board members shall be determined in descending order based on the number of votes received, starting with the candidate who has received the highest number of votes until the required number of Supervisory Board members, as stipulated in the Company's Charter, is filled. In the event that two (02) or more candidates receive the same number of votes for the last available Supervisory Board position, a re-election shall be conducted among those candidates with an equal number of votes.

đ) Cases of Dismissal and Removal of Supervisory Board Members:

Implemented in accordance with Article 36 of the Company's Charter.

e) Notification of Election, Dismissal, and Removal of Supervisory Board Members:

After a decision has been made regarding the election, dismissal, or removal of a Supervisory Board member, the Company is responsible for disclosing the information internally, notifying the relevant authorities, and publishing it on mass media channels, the Company's website, and other relevant platforms in accordance with the procedures and legal regulations in force.

g) Salary and Other Benefits of Supervisory Board Members:

The salary, remuneration, bonuses, and other benefits of Supervisory Board members shall be implemented in accordance with Article 40 of the Company's Charter.

Article 5. General Director

1. Role, Responsibilities, Rights, and Obligations of the General Director:

- The General Director is responsible for managing the Company's daily business operations, operating under the supervision of the Board of Directors, and being accountable to the Board of Directors and under the law for the execution of assigned rights and obligations.

- The General Director has the rights and obligations as stipulated in Article 34 of the Company's Charter.

2. Appointment, Dismissal, Contract Signing, and Termination of the General Director

a) Term, Qualifications, and Conditions for the General Director:

- The term of the General Director is five (05) years and may be reappointed for an unlimited number of terms.

- The qualifications and conditions for the General Director are stipulated in Article 34 of the Company's Charter.

b) Candidacy, Nomination, Dismissal, and Removal of the General Director:

- A member of the Board of Directors or any other individual who meets the qualifications specified in Point a, Clause 2 of this Article may apply for the position of General Director.

- The Board of Directors may dismiss the General Director if the majority of voting Board members present at the meeting approve the decision.

- The Board of Directors may remove the General Director if the majority of voting Board members present at the meeting approve the decision, or in cases where the General Director no longer meets the qualifications and conditions as stipulated in Point a, Clause 2 of this Article.

c) Appointment and Employment Contract of the General Director:

- The Board of Directors shall appoint a Board member or hire an external individual to serve as the General Director.

- The General Director shall sign an employment contract and be entitled to employee benefits in accordance with the Labor Law.

d) Dismissal and Termination of the Employment Contract of the General Director:

- The General Director shall be considered for dismissal by the Board of Directors in the following cases:

- No longer meeting the qualifications and conditions as stipulated in Point a, Clause 2 of this Article;

- Submitting a resignation letter;

- Violating the responsibilities and obligations of an executive as prescribed in the Company's Charter;

- Failing to fulfill assigned duties;

- Based on a decision of the Board of Directors.

- Upon making a dismissal decision regarding the General Director, the Board of Directors shall also issue a decision to terminate the employment contract in accordance with the Labor Law.

đ) Notification of Appointment, Dismissal, Contract Signing, and Termination of the General Director:

The Company shall disclose information regarding the appointment, dismissal, contract signing, and termination of the General Director on the Company's website, to the relevant authorities, the State Securities Commission, and the Stock Exchange, in accordance with the applicable information disclosure regulations.

e) Salary and Other Benefits of the General Director:

- The General Director shall receive a salary and bonuses. The salary and bonus of the General Director shall be determined by the Board of Directors.

- The salary of the General Director shall be accounted for as part of the Company's business expenses in accordance with the Corporate Income Tax Law, presented as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

Article 6. Other Activities

1. Coordination of Activities Among the Board of Directors, Supervisory Board, and General Director:

a) Procedures for Convening Meetings, Sending Meeting Invitations, Recording Minutes, and Announcing Meeting Results Between the Board of Directors, Supervisory Board, and General Director:

- The Supervisory Board shall receive the meeting invitations, Board of Directors member opinion ballots, and accompanying documents at the same time and in the same manner as the Board members.

- If the General Director is invited to attend a Board of Directors meeting, they shall receive the meeting invitation and any accompanying documents (if applicable).

- The minutes of the Board of Directors meetings and Board resolutions shall be sent to the Supervisory Board and the General Director at the same time and in the same manner as for Board members.

b) Notification of Resolutions and Decisions of the Board of Directors to the Supervisory Board:

Resolutions and decisions of the Board of Directors, once issued, shall be sent to the Supervisory Board at the same time and in the same manner as for Board members.

c) Notification of Resolutions and Decisions of the Board of Directors to the General Director:

Resolutions and decisions of the Board of Directors, once issued, shall be sent to the General Director at the same time and in the same manner as for Board members and the Supervisory Board.

d) Cases in which the General Director and the Supervisory Board May Request a Board Meeting and Matters Requiring Board Approval:

- If the Supervisory Board detects a violation of legal regulations by a Board member or the General Director, it must submit a written request to convene a Board meeting to demand that the violating party cease the violation and implement corrective measures.

- The General Director may request a Board meeting when seeking Board approval for business or investment decisions or for other matters falling under the authority of the Board of Directors.

- Additionally, the General Director may prepare a proposal on matters requiring Board approval and conduct a written consultation process to collect votes from Board members.

đ) General Director's Report to the Board of Directors on the Implementation of Assigned Duties and Responsibilities:

At the quarterly Board of Directors meetings, the General Director shall present a report on the Company's business operations, including an analysis and assessment of the degree of completion of the targets and tasks assigned by the General Meeting of Shareholders and the Board of Directors.

e) Review of the Implementation of Resolutions and Other Authorizations of the Board of Directors by the General Director:

Annually, during the year-end Board of Directors meeting, the Board conducts a review, including self-assessment and critique. Through this process, the General Director acknowledges personal strengths and weaknesses to proactively enhance management effectiveness. The Board of Directors also evaluates the company's performance and votes on commendation titles for the company.

g) Matters the General Director must report, provide information on, and Methods of Notification to the Board of Directors and Supervisory Board:

- Matters under the authority of the Board of Directors as stipulated in the Company's Charter and the Law on Enterprises.

- Contracts and transactions involving related parties of the Company's insiders.

- The General Director shall prepare a written report on matters requiring consultation and submit it to the Chairperson of the Board of Directors and the Head of the Supervisory Board.

h) Coordination of Control, Management, and Supervision Activities Among Board Members, Supervisory Board Members, and the General Director in Their Specific Roles:

- The Board of Directors supervises the activities of the Executive Board through participation in Company briefings, periodic reports on business operations, and financial statements. The Supervisory Board is invited to attend meetings alongside the Board of Directors and the General Director to provide assessments and recommendations for the Company's operational direction.

- Annually, the Supervisory Board shall hold at least two (02) regular meetings to monitor and supervise the Company's activities. The General Director is responsible for fully providing relevant information, data, and documentation and for assisting the Supervisory Board in fulfilling its duties.

2. Regulations on the Annual Evaluation of Rewards and Disciplinary Actions for Board Members, Supervisory Board Members, the General Director, and Other Executives:

a) Annual Evaluation:

- Based on assigned functions and duties, the Board of Directors shall conduct performance evaluations of each Board member, the Head of the Supervisory Board, the General Director, and other executives.

- Based on assigned functions and duties, the Head of the Supervisory Board shall conduct performance evaluations of each Supervisory Board member.

b) Rewards:

- Based on the business performance results and the annual evaluation results, members of the Board of Directors, members of the Supervisory Board, the General Director and other executives shall receive bonuses in accordance with the Company's Bonus Regulations.

c) Disciplinary Actions:

- Based on the Law on Enterprises, the Company's Charter, and the Labor Code, the Board of Directors shall review and submit disciplinary actions for Board members to the General Meeting of Shareholders for a decision, in cases of violations. Disciplinary actions may include reminders, reprimands, warnings, dismissal, or removal.

- Based on the Law on Enterprises, the Company's Charter, and the Labor Code, the Supervisory Board shall review and submit disciplinary actions for Supervisory Board members to the General Meeting of Shareholders for a decision, in cases of violations. Disciplinary actions may include reminders, reprimands, warnings, dismissal, or removal.

- Based on the Law on Enterprises, the Company's Charter, and the Labor Code, the Board of Directors shall review and decide on disciplinary actions for the General Director and other executives in cases of violations. Disciplinary measures may include reminders, reprimands, warnings, salary increase delays, dismissal, or removal.

Article 7. Effective Date

The Internal Corporate Governance Regulations of Sonadezi Long Thanh Shareholding Company consist of seven (07) articles and are prepared in two versions: Vietnamese and English. In the event of any discrepancies, the Vietnamese version shall prevail as the reference document.

This Internal Corporate Governance Regulations were unanimously approved by the General Meeting of Shareholders on April 17, 2026. These regulations shall take effect from the date of signing./.

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

Nguyen Van Tuan

Dong Nai, ... April 2026

PROPOSAL

On approval of the Share Issuance Plan for Dividend Payment for 2025

To: The Annual General Meeting of Shareholders 2026

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and relevant guiding documents;

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and relevant guiding documents;

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;

Pursuant to the profit distribution plan for 2025 and the business plan for 2026;

Pursuant to the Charter of Sonadezi Long Thanh Shareholding Company.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders 2026 for approval the plan to issue shares for dividend payment for 2025, with the following details:

1. Name of shares: Shares of Sonadezi Long Thanh Shareholding Company
2. Type of shares: Ordinary shares
3. Stock code: SZL
4. Par value: VND 10,000/share
5. Current charter capital: VND 291,148,400,000
6. Total number of issued shares: 29,114,840 shares, of which:
 - *Outstanding shares: 27,344,540 shares*
 - *Treasury shares: 1,770,300 shares*
7. Number of shares to be issued: Up to 20,380,388 shares
8. Total issuance value (at par value): Up to VND 203,803,880,000
9. Total shares after issuance: 49,495,228 shares, of which:
 - *Expected outstanding shares: 49,495,228 shares (including all treasury shares after completion of treasury share sale in accordance with Resolution No. 24/NQ-SZL-HĐQT dated March 13, 2026 of the BOD)*
 - *Expected treasury shares: 0 shares*
10. Total charter capital after issuance (at par value): VND 494,952,280,000
11. Purpose of issuance: Issuance of shares for dividend payment for 2025 in order to increase charter capital to support the Company's business operations.

12. Eligible participants: Existing shareholders whose names appear on the shareholder list at the record date for exercising the right to receive shares. The record date shall be determined by the Board of Directors as authorized by the General Meeting of Shareholders.

13. Issuance ratio (shares to be issued/outstanding shares): 70%

14. Exercise ratio: 10:7. Each shareholder owning 01 share will receive 01 right. For every 10 rights, the shareholder will be entitled to receive 07 new shares.

15. Treatment of fractional shares: The number of newly issued shares allocated to each shareholder shall be rounded down to the nearest whole number. Fractional shares (if any) will be cancelled.

Example: A shareholder owning 229 shares at the record date, with an exercise ratio of 10:3, will receive: $(229/10) \times 7 = 160.3$ shares \rightarrow rounded down to 160 shares. The fractional 0.3 share will be cancelled.

16. Source of capital: Undistributed after-tax profits as of December 31, 2025, according to the audited financial statements for 2025 of Sonadezi Long Thanh Shareholding Company.

17. Implementation timeline: After approval by the General Meeting of Shareholders and upon receipt of confirmation from the State Securities Commission of Vietnam regarding full submission of issuance documents, expected in Q2/2026 (after completion of treasury share sale). The General Meeting of Shareholders authorizes the Board of Directors to determine the appropriate timing in compliance with legal regulations and to ensure shareholders' interests.

18. Transfer restriction: The issued shares are not subject to transfer restrictions. Shareholders are not allowed to transfer their rights to third parties.

19. Distribution method:

a. For deposited securities: Shareholders shall receive share dividends through their depository members where their securities accounts are maintained.

b. For non-deposited securities: Shareholders shall receive share dividends at Sonadezi Long Thanh Shareholding Company, Long Thanh Industrial Park, An Phuoc Commune, Dong Nai Province.

20. Additional securities registration and listing: The General Meeting of Shareholders authorizes the Board of Directors to carry out procedures for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing at the Ho Chi Minh City Stock Exchange (HOSE) after completion of the issuance, in accordance with applicable regulations.

21. Amendment of charter capital: Approval of amendments to the Company's Charter regarding charter capital and adjustment of the Enterprise Registration Certificate in accordance with legal regulations and guidance from competent authorities.

22. Authorization Approval:

The General Meeting of Shareholders authorizes the Board of Directors to decide on matters related to the share issuance, specifically as follows:

- To decide on the preparation and submission of application dossiers and explanatory documents to competent authorities in accordance with legal regulations;

and to amend the issuance plan and related documents as required by the State Securities Commission and other relevant authorities.

- To determine the record date for finalizing the list of shareholders entitled to receive shares under the share issuance plan for dividend payment for 2025.

- To decide on measures to ensure compliance with foreign ownership limits in accordance with applicable laws.

- To determine the number of shares to be issued based on the actual number of outstanding shares at the time of implementation, provided that the total number of shares issued does not exceed the maximum number approved by the General Meeting of Shareholders, with a fixed exercise ratio of 70%. In the event that the sale of treasury shares has not been completed prior to the record date for finalizing the list of shareholders, the Board of Directors shall have the authority to adjust the actual number of shares to be issued in accordance with the number of outstanding shares at that time, based on the exercise ratio of 10:7.

- To amend provisions relating to charter capital, shares, and share capital in the Company's Charter in accordance with legal regulations and guidance from competent authorities.

- To carry out procedures for registration of changes to charter capital and amendment of the Enterprise Registration Certificate based on the actual results of the issuance, in compliance with legal regulations and guidance from competent authorities.

- To perform necessary procedures and determine the appropriate timing for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing at the Ho Chi Minh City Stock Exchange (HOSE) for the newly issued shares, in accordance with the approved plan and applicable regulations.

- To handle other matters related to the share issuance to ensure the successful implementation of the share issuance for dividend payment for 2025.

- Depending on specific circumstances, the Board of Directors may delegate the above authorities, in whole or in part, to the legal representative of the Company for implementation.

The above is the share issuance plan for dividend payment for 2025. The Board of Directors respectfully submits it to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted./.

Recipients:

- As mentioned above;
- To be archived:
General Meeting of
Shareholders (GMS).

**On behalf of the Board of Directors
Chairman**

Nguyen Van Tuan



SONADEZI CORPORATION
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ
An Phuoc Commune, Dong Nai Province
Viet Nam

Tel: 0251.3514494/96
Fax: 0251.3514492/99
Email: longthanhiz@szl.com.vn
Website: <http://www.szl.com.vn>

Dong Nai, On April 17, 2026

VOTE COUNTING MINUTES – VOTING CARD NO. 01
ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SONADEZI LONG THANH SHAREHOLDING COMPANY

At hours minutes, the Vote Counting Committee conducted the vote counting and the results are as follows:

- Total number of voting cards issued: cards, corresponding to a total of shares.
- Total number of voting cards collected: cards, corresponding to a total of shares.
- Total number of invalid voting cards: cards, corresponding to a total of shares.

Election Results for Members of the Board of Directors:

No.	Full Name	Number of Votes	Percentage
1	Mr/Ms .....	.....	.....%
2	Mr/Ms .....	.....	.....%
3	Mr/Ms .....	.....	.....%
4	Mr/Ms .....	.....	.....%
5	Mr/Ms .....	.....	.....%
6	Mr/Ms .....	.....	.....%
7	Mr/Ms .....	.....	.....%

- The Vote Counting Minutes were announced at the Meeting at hours minutes on the same day and were made in 02 (two) copies.

ON BEHALF OF THE VOTE COUNTING COMMITTEE
HEAD OF THE COMMITTEE

Le Hong Hai



TỔNG CÔNG TY SONADEZI
CÔNG TY CỔ PHẦN SONADEZI LONG THÀNH

Địa chỉ: KCN Long Thành,
Xã An Phước, tỉnh Đồng Nai.
Việt Nam

Điện thoại: 0251.3514494/496.
Email: longthanhiz@szl.com.vn
Website: http://www.szl.com.vn

Đồng Nai, ngày 17 tháng 4 năm 2026.



SONADEZI CORPORATION
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ
An Phuoc Commune, Dong Nai Province
Viet Nam

Tel: 0251.3514494/96
Fax: 0251.3514492/99
Email: longthanhiz@szl.com.vn
Website: http://www.szl.com.vn

Dong Nai, On April 17, 2026

VOTE COUNTING MINUTES – VOTING CARD NO. 02
ELECTION OF MEMBERS OF THE SUPERVISORY BOARD
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SONADEZI LONG THANH SHAREHOLDING COMPANY

At hours minutes, the Vote Counting Committee conducted the vote counting and the results are as follows:

- Total number of voting cards issued: cards, corresponding to a total of shares.
- Total number of voting cards collected: cards, corresponding to a total of shares.
- Total number of invalid voting cards: cards, corresponding to a total of shares.

Election Results for Members of the Supervisory Board:

No.	Full Name	Number of Votes	Percentage
1	Mr/Ms .....	.....	.....%
2	Mr/Ms .....	.....	.....%
3	Mr/Ms .....	.....	.....%

- The Vote Counting Minutes were announced at the Meeting at hours minutes on the same day and were made in 02 (two) copies.

ON BEHALF OF THE VOTE COUNTING COMMITTEE
HEAD OF THE COMMITTEE

Le Hong Hai



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SONADEZI LONG THANH SHAREHOLDING COMPANY

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An Phuoc Commune, Dong Nai Province
Viet Nam

Tel: 0251.3514494/96
Fax: 0251.3514492/99
Email: longthanhiz@szl.com.vn
Website: <http://www.szl.com.vn>

Dong Nai, On April 17, 2026

VOTE COUNTING MINUTES – VOTING CARD NO. 01
VOTING ON THE AGENDA ITEMS OF THE GENERAL MEETING
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SONADEZI LONG THANH SHAREHOLDING COMPANY

At hours minutes, the Vote Counting Committee conducted the vote counting and the results are as follows:

- Total number of voting cards issued: cards, corresponding to a total of shares.
- Total number of voting cards collected: cards, corresponding to a total of shares.
- Total number of invalid voting cards: cards, corresponding to a total of shares.

No.	Voting Item	Approve	Percentage	Disapprove	Percentage	Abstain	Percentage
1	The agenda of the 2026 Annual General Meeting of Shareholders	.....	.....%	.....	.....%	.....	.....%
2	The Meeting Working Regulations	.....	.....%	.....	.....%	.....	.....%
3	The Voting Regulations of the 2026 AGM	.....	.....%	.....	.....%	.....	.....%
4	The Audited Financial Statements for 2025	.....	.....%	.....	.....%	.....	.....%
5	Report on business performance in 2025 and Term V (2021–2026); Business plan for 2026 and orientation for Term VI (2026–2031)	.....	.....%	.....	.....%	.....	.....%

No.	Voting Item	Approve	Percentage	Disapprove	Percentage	Abstain	Percentage
6	Proposal on the distribution of after-tax profits and dividend payout ratio for 2025; proposed profit distribution plan and expected dividend payout ratio for 2026.	.....	.....%	.....	.....%	.....	.....%
7	Report on the activities of the Board of Directors in 2025 and Term V (2021–2026); operational orientation for 2026 and Term VI (2026–2031).	.....	.....%	.....	.....%	.....	.....%
8	Proposal for approval of remuneration/salaries of the Board of Directors and the Supervisory Board for 2025 and proposed remuneration/salaries for 2026.	.....	.....%	.....	.....%	.....	.....%
9	Report of the Supervisory Board on inspection and supervision of the Company's operations in 2025 and Term V (2021–2026).	.....	.....%	.....	.....%	.....	.....%
10	Proposal for approval of the selection of the auditing firm for the 2026 financial statements.	.....	.....%	.....	.....%	.....	.....%
11	Assessment reports of the Independent Members of the Board of Directors for 2025.	.....	.....%	.....	.....%	.....	.....%
12	Proposal for amendments to the Company's Charter.	.....	.....%	.....	.....%	.....	.....%
13	Proposal for amendments to the Internal Regulation on Corporate Governance.	.....	.....%	.....	.....%	.....	.....%
14	Proposal for approval of the plan to issue shares for dividend payment to increase the Company's charter capital.	.....	.....%	.....	.....%	.....	.....%

No.	Voting Item	Approve	Percentage	Disapprove	Percentage	Abstain	Percentage
15	Proposal for approval of the list of nominees for members of the Board of Directors and the Supervisory Board for Term VI (2026–2031).	.....	.....%	.....	.....%	.....	.....%

- The Vote Counting Minutes were announced at the Meeting at hours minutes on the same day and were made in 02 (two) copies.

**ON BEHALF OF THE VOTE COUNTING COMMITTEE
HEAD OF THE COMMITTEE**

Le Hong Hai



SONADEZI CORPORATION
SONADEZI LONG THANH SHAREHOLDING COMPANY

Address: Long Thanh IZ
An Phuoc Commune, Dong Nai Province
Viet Nam

Tel: 0251.3514494/96
Fax: 0251.3514492/99
Email: longthanbiz@szl.com.vn
Website: http://www.szl.com.vn

Dong Nai, On April 17, 2026

VOTE COUNTING MINUTES – VOTING CARD NO. 04

**VOTING ON THE AGENDA ITEMS OF THE GENERAL MEETING
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SONADEZI LONG THANH SHAREHOLDING COMPANY**

At hours minutes, the Vote Counting Committee conducted the vote counting and the results are as follows:

- Total number of voting cards issued: cards, corresponding to a total of shares.
- Total number of voting cards collected: cards, corresponding to a total of shares.
- Total number of invalid voting cards: cards, corresponding to a total of shares

No.	Voting Item	Approve	Percentage	Disapprove	Percentage	Abstain	Percentage
1	Approval of the Resolution of the 2026 Annual General Meeting of Shareholders.	.....	....%	.....	....%	.....	....%
2	Approval of the Minutes of the 2026 Annual General Meeting of Shareholders..	.....	....%	.....	....%	.....	....%

- The Vote Counting Minutes were announced at the Meeting at hours minutes on the same day and were made in 02 (two) copies.

**ON BEHALF OF THE VOTE COUNTING COMMITTEE
HEAD OF THE COMMITTEE**

Le Hong Hai

