Mẫu CBTT/SGDHCM-02
Appendix CBTT/SGDHCM-02
(Ban hành kèm theo Quyết định số 340/QĐ-SGDHCM ngày 19 tháng 08 năm 2016 của TGĐ SGDCK TPHCM về Quy chế Công bố thông tin tại SGDCK TPHCM)
(Promulgated with the Decision No 340/QĐ-SGDHCM on August 19, 2016 of the Hochiminh Stock Exchange on Disclosure of Information Regulation on Hochiminh Stock Exchange)

CÔNG TY CP SONADEZI CHÂU ĐỨC

SONADEZI CHAU DUC SHAREHOLDING COMPANY

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

Số/*No.*: 595 /2026/SZC-KHTH

TP.HCM, ngày 16 tháng 04 năm 2026
HCM City, day 16 month 04 year 2026

CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SGDCK TP.HCM

DISCLOSURE OF INFORMATION ON THE STATE SECURITIES COMMISION'S PORTAL AND HOCHIMINH STOCK EXCHANGE'S PORTAL

Kính gửi/ *To*:

- Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock Exchange*

- Tên tổ chức / *Organization name*: CÔNG TY CP SONADEZI CHÂU ĐỨC/ *SONADEZI CHAU DUC SHAREHOLDING COMPANY*
- Mã chứng khoán/ *Securities Symbol*: SZC
- Địa chỉ trụ sở chính/ *Address*: Tầng 9, Cao ốc Sonadezi, Số 1, Đường 1, KCN Biên Hòa 1, phường Trấn Biên, tỉnh Đồng Nai/ *9th Floor, Sonadezi Building, No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province*
- Điện thoại/ *Telephone*: 0251.8860788
- Fax: 0251.8860783
- Người thực hiện công bố thông tin/ *Submitted by:* Ông Nguyễn Minh Tân/ *Mr. Nguyen Minh Tan*
  Chức vụ/ *Position*: Phó Tổng Giám đốc/ *Deputy General Director*

Loại thông tin công bố: ☑ định kỳ ☐ bất thường ☐24h ☐ theo yêu cầu
Information disclosure type: ☑ *Periodic* ☐*Irregular* ☐ *24 hours* ☐ *On demand*

Nội dung thông tin công bố/ *Content of Information disclosure*:

Nghị quyết, Biên bản họp và tài liệu họp Đại hội đồng cổ đông thường niên 2026 gồm/ *Resolution, Meeting minutes and Meeting materials for the 2026 Annual General Shareholders' Meeting, include*:

1. Nghị quyết Đại hội đồng cổ đông thường niên năm 2026/ *Resolution of the 2026 Annual General Shareholders' Meeting of Sonadezi Chau Duc Shareholding Company.*
2. Biên bản họp Đại hội đồng cổ đông thường niên năm 2026/ *Meeting minutes of the 2026 Annual General Shareholders' Meeting of Sonadezi Chau Duc Shareholding Company.*
3. Tài liệu họp chính thức của Đại hội đồng cổ đông thường niên năm 2026/ *Official meeting materials of the 2026 Annual General Shareholders' Meeting.*
4. Biên bản kiểm tra điều kiện tiến hành họp ĐHĐCĐ thường niên 2026/ *Minutes of checking of conditions for conducting the 2026 Annual General Shareholders' Meeting.*
5. Biên bản kiểm phiếu biểu quyết các nội dung họp ĐHĐCĐ thường niên năm 2026/ *Minutes of voting on the agenda of the 2026 Annual General Shareholders' Meeting.*

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày ...16./.04/20.26 tại đường dẫn: http://www.sonadezichauduc.com.vn

This information was disclosed on Company/Fund's Potral on date 16/04/2026 Available at: http://www.sonadezichauduc.com.vn

Tôi 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.

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any mispresentation.

Tài liệu đính kèm/
Attachment:

- *Tài liệu liên quan đến việc CBTT / Documents related to the disclosure*

Đại diện tổ chức
Organization representative
Người đại diện theo pháp luật/Người UQ CBTT
Legal representative/Party authorized to disclose information
(Ký, ghi rõ họ tên, chức vụ, đóng dấu)
(Signature, full name, position, and seal)
PHÓ TỔNG GIÁM ĐỐC/
DEPUTY GENERAL DIRECTOR

CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC TỈNH ĐỒNG NAI

Nguyễn Minh Tân

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

No.: ..04../2026/NQ-SZC-ĐHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, April 16 2026

RESOLUTION
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS SONADEZI CHAU DUC SHAREHOLDING COMPANY

GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11/01/2022, and Law No. 76/2025/QH15 dated 17/06/2025;

Pursuant to the Law on Securities No. 54/2019/QH14 dated 17/06/2025, as amended and supplemented by Law No. 56/2024/QH15 dated 29/11/2024;

Pursuant to Decree No. 245/2025/NĐ-CP dated 11/09/2025, amending and supplementing a number of articles of the Government's Decree No. 155/2020/NĐ-CP dated 31/12/2020, detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Sonadezi Chau Duc Shareholding Company;

Pursuant to the Minutes of the ballot counting of the contents at the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company.

HEREBY RESOLVES

Article 1. Approved the list of members of the Vote Counting Committee, including:

1. Mr. Nguyen Tien Hung – Head of the Vote Counting Committee
2. Mrs. Dang Thi Thuy Hang – Deputy Head of the Vote Counting Committee
3. Ms. Nguyen Tuyet Ky Duyen - Member of the Vote Counting Committee

Article 2. Approved the Working Regulations of the 2026 Annual General Meeting of Shareholders – Sonadezi Chau Duc Shareholding Company.

Article 3. Approved the Agenda of the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company.

Article 4. Approved Report No. 45/2026/BC-SZC-HĐQT dated 24/03/2026, of the Board of Directors on business performance, corporate governance and the implementation status of investment projects in 2025, the evaluation of the Board of Directors' activities in 2025, and the evaluation reports of the Independent members of the Board of Directors.

Article 5. Approved Report No. 48/2026/BC-SZC-HĐQT dated 24/03/2026, of the Board of Directors on results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance.

Article 6. Approved some key performance indicators of the Company's business results in 2025 as follows:

NO.	CONTENTS	UNIT	2025 ACTUAL	
			Separate	Consolidated
1	Revenue	Million VND	1,032,415	1,134,132
2	Profit after tax	Million VND	330,996	344,801
3	Total amount payable to the State Budget	Million VND	148,702	164,909
4	Basic construction investment	Million VND	242,352	-
5	Compensation for land clearance	Million VND	441,890	-

Article 7. Approved the 2026 operation plan with the following key performance indicators:

No.	CONTENT	Unit	2026 PLAN	
			Separate	Consolidation
1	Business results			
-	Revenue	Million VND	338,880	518,106
-	Profit after tax	Million VND	38,826	56,085
2	Total amount payable to the State Budget	Million VND	79,000	100,000
3	Basic construction investment	Million VND	256,822	-
4	Compensation for land clearance	Million VND	1,362,760	-

Article 8. Authorize the Board of Directors to review and adjust the 2026 production and business plan targets (if any) after receiving official guidance from the Ministry of Finance regarding the application of regulations under Circular No. 99/2025/TT-BTC for the Company's industrial park infrastructure business.

Article 9. Approved the 2025 financial statements of Sonadezi Chau Duc Shareholding Company, which have been audited by RSM Vietnam Auditing & Consulting Company Limited.

Article 10. Approved the Report on the supervision of production and business operations in 2025 at Sonadezi Chau Duc Shareholding Company by the Board of Supervisors.

Article 11. Approved the list of 03 auditing firms proposed by the Board of Supervisors, including:

1. AFC Vietnam Auditing Company Limited;
2. RSM Vietnam Auditing & Consulting Company Limited (RSM);
3. A&C Auditing and Consulting Company Limited (A&C).

Authorize the Board of Directors to select one of the three aforementioned companies to audit the 2026 financial statements for Sonadezi Chau Duc Shareholding Company.

Article 12. Approved the plan for appropriation of funds and profit distribution for 2025 as follows:

No.	Content	Value (VND)	% Profit after tax
1	Charter capital	1,799,858,630,000	
2	Profit after tax	330,995,725,937	
3	Allocation to funds	78,000,000,000	23.57%
3.1	Development investment fund	50,000,000,000	15.11%
3.2	Reward and Welfare Fund	18,000,000,000	5.44%
3.3	Community social work fund	5,000,000,000	1.51%
3.4	Agency and related work fund	5,000,000,000	1.51%
4	Remaining profit after appropriation	252,995,725,937	
5	Remaining profit from previous year carried forward (restated)	246,119,851,155	
5.1	Profit from previous years carried forward (previously reported)	287,857,046,886	
5.2	Retroactive adjustment of profit after tax from previous years	(41,737,195,731)	
6	Total remaining profit	499,115,577,092	
7	Dividends		
7.1	Percentage	10%	
7.2	Expected value	179,985,863,000	
8	Remaining profit carried forward to the following year	319,129,714,092	

Article 13. Approved the profit distribution plan for 2026 as follows:

No.	CONTENT	Value (VND)	% Profit after tax
1	Charter capital	1,799,858,630,000	
2	Profit after tax	38,826,000,000	
3	Allocation to funds	7,765,200,000	20.0%
3.1	Development investment fund	-	-
3.2	Reward and Welfare Fund	7,765,200,000	20.0%
4	Remaining profit after appropriation	31,060,800,000	
5	Remaining profit from previous year carried forward	319,129,714,092	
6	Total remaining profit	350,190,514,092	
7	Dividends		
7.1	Percentage	10%	
7.2	Expected value	179,985,863,000	
8	Remaining profit carried forward to the following year	170,204,651,092	

The appropriation for the reward and welfare fund will be based on the 2025 production and business results and relevant regulations.

Article 14. Approved the remuneration and salary implemented in 2025 for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance as follows:

- Salary of the full-time Head of the Board of Supervisors: 34,200,000 VND/month
- Remuneration of Board of Directors' members: 8,000,000 VND/person/month
- Remuneration of Board of Supervisors' members, Company Secretary/ Person in charge of corporate governance: 4,000,000 VND/person/month

Based on the 2025 production and business results and in accordance with the Company's regulations:

+ The total realized remuneration fund finalized for the Board of Directors, Board of Supervisors, and Person in charge of corporate governance in 2025 is 1,498,000,000 VND.

+ The salary of the full-time Head of the Board of Supervisors is implemented according to the annual salary settlement of 915,854,000 VND.

Article 15. Approved the expected remuneration and salary for 2026 for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance as follows:

Monthly temporary payment level:

- Salary of the full-time Head of the Board of Supervisors: 34,200,000 VND/month
- Remuneration of the Chairman of the Board of Directors: 10,000,000 VND/month
- Remuneration of Board of Directors' members: 8,000,000 VND/person/month
- Remuneration of the Head of the Board of Supervisors: 6,000,000 VND/month
- Remuneration of Board of Supervisors' members, Company Secretary / Person in charge of corporate governance: 4,000,000 VND/person/month

The actual salary fund of the Head of the BOS and the realized remuneration fund for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance will be finalized according to the 2026 production and business results and relevant regulations.

Article 16. Approved the amendment and supplementation to the Company's registered business line, with details as follows:

No.	Name of business lines after amendment and supplementation	Code
1	Hotels and similar accommodation services	5510
2	Other short-term accommodation services	5520
3	Intermediary service activities for accommodation services	5530
4	Intermediary services for real estate activities	6821
5	Other real estate activities on a fee or contract basis - Excluding: Real estate auction activities and auctions of real estate use rights.	6829
6	Other remaining professional, scientific and technical activities not elsewhere classified Details: Environmental consulting services.	7499
7	Landscape services	8130

Article 17. Approved the amendment and supplementation of the Company Charter for the 16th time, effective from 16/04/2026. Assign the Board of Directors and the Legal Representative of the Company to issue the amended Charter in accordance with regulations.

Article 18. Approved the Internal Regulations on Corporate Governance of Sonadezi Chau Duc Shareholding Company (amended and supplemented for the 2nd time), effective from 16/04/2026. Assign the Board of Directors to issue and implement this Regulation in accordance with current regulations.

Article 19. Implementation provisions

This Resolution was approved in its entirety at the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company and takes effect from the date of signing. The Board of Directors, the Board of Management, and relevant individuals shall base their actions on the contents of this Resolution to implement tasks in accordance with regulations.

Recipients:
- Company Shareholders (posted on the Company's website);
- BOD, BOS;
- SSC, HOSE;
- Archived: Secretariat, GMS.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS

M.S.D.N: 3600899948 CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC TỈNH ĐỒNG NAI

Dinh Ngoc Thuan

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

MEETING MINUTES
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
APRIL 16th 2026

Sonadezi Chau Duc Shareholding Company

Enterprise Registration Certificate No. 3600899948, first issued by the Department of Planning and Investment of Dong Nai Province on 26/06/2007, and amended for the 14th time by the Department of Finance of Dong Nai Province on 23/09/2025.

Company head office: 9th Floor, Sonadezi Building, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province, Vietnam.

The 2026 Annual General Meeting of Shareholders was held at 08:30 on 16/04/2026 at the Office of Sonadezi Chau Duc Shareholding Company – Hoi Bai Road – Chau Pha – Da Bac, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City, with the following contents:

A. Attendance:

1. Members of the Company's Board of Directors;

2. Members of the Company's Supervisory Board;

3. The Company's Board of Management;

4. All shareholders/shareholder representatives attending the Company's 2026 Annual General Meeting of Shareholders.

B. Contents:

I. Opening session:

The General Meeting heard Mr. Nguyen Tien Hung – Representative of the Organizing Committee – announce the minutes of the verification of conditions for convening the meeting, as follows:

1. The Company's total number of voting shares is **179,985,863** shares.

2. The total number of shareholders and shareholder representatives invited to attend the General Meeting is **10,970** shareholders, according to the shareholder list finalized as of 16/03/2026 provided by the Vietnam Securities Depository and Clearing Corporation, representing 100% of the Company's charter capital.

3. The total number of shareholders and shareholder representatives attending today's meeting is **28** shareholders, holding **118,374,979** shares of the Company, accounting for **65.77%** of the Company's total shares.

4. All shareholders and shareholder representatives meet the conditions to attend the meeting.

Pursuant to the Law on Enterprises and the Company's Charter, the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company is lawful and valid.

Next, the Organizing Committee announced the Presidium, including:

1. Mr. Dinh Ngoc Thuan, Chairman of the Board of Directors, as the Chairperson;

2. Mr. Phan Dinh Tham, member of the Board of Directors, as a member.

The Chairperson nominated the Secretariat, including:

1. Ms. Nguyen Thi Ngoc Mai – Head;

2. Ms. Nguyen Thuy Hang – Member.

The Chairperson also introduced the members of the Vote Counting Committee, including:

1. Mr. Nguyen Tien Hung – Head;

2. Ms. Dang Thi Thuy Hang – Deputy Head;

3. Ms. Nguyen Tuyet Ky Duyen – Member.

The Vote Counting Committee members were approved unanimously (100%) by show of voting cards. The ballot voting results are as follows:

- Total number of votes: **118.374.979** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **118.374.979/118.374.979** votes, representing 100%.

+ Total invalid votes: 0/**118.374.979** votes, representing 0%.

+ Votes in favor: **118.374.979/118.374.979** votes, representing 100%.

+ Votes against: 0/**118.374.979** votes, representing 0%.

+ Votes with no opinion: 0/**118.374.979** votes, representing 0%.

- The Vote Counting Committee members were approved by the General Meeting of Shareholders.

The Chairperson announced the agenda of the 2026 Annual General Meeting of Shareholders and it was unanimously approved (100%) by the General Meeting by show of voting cards. The ballot voting results are as follows:

- Total number of votes: **118.374.979** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **118.374.979/118.374.979** votes, representing 100%.

+ Total invalid votes: 0/**118.374.979** votes, representing 0%.

+ Votes in favor: **118.374.979/118.374.979** votes, representing 100%.

+ Votes against: 0/**118.374.979** votes, representing 0%.

+ Votes with no opinion: 0/**118.374.979** votes, representing 0%.

- The agenda of the 2026 Annual General Meeting of Shareholders was unanimously approved by the General Meeting of Shareholders.

The Organizing Committee presented, and the General Meeting of Shareholders unanimously approved (100%) by show of voting cards, the Working Regulations of the 2026 Annual General Meeting of Shareholders. The ballot voting results are as follows:

- Total number of votes: **118.374.979** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **118.374.979/118.374.979** votes, representing 100%.

+ Total invalid votes: 0/**118.374.979** votes, representing 0%.

+ Votes in favor: **118.374.979/118.374.979** votes, representing 100%.

+ Votes against: 0/**118.374.979** votes, representing 0%.

+ Votes with no opinion: 0/**118.374.979** votes, representing 0%.

- The Working Regulations of the 2026 Annual General Meeting of Shareholders were unanimously approved by the General Meeting of Shareholders.

II. Main session – summary of key proceedings:

At the beginning of the meeting agenda, **Mr. Pham Anh Tuan**, representing the Company's Board of Directors, presented the Board of Directors' Report on production and business activities, the corporate governance status in 2025, and the operating plan for 2026.

Mr. Pham Anh Tuan continued to present the Report on the results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance.

Next, **Mr. Tran Hao Hiep**, an independent member of the Board of Directors, presented the Independent Board Member's Assessment Report of Sonadezi Chau Duc Shareholding Company regarding the Company's operations in 2025.

After that, **Ms. Pham Thi Kim Hoa**, on behalf of the Company's Supervisory Board, presented the Supervisory Board's Report on supervision of the Company's production and business performance in 2025 and the Proposal on selecting the financial statement auditor for the Company in 2026.

Next, **Mr. Phan Dinh Tham**, representing the Board of Directors, presented the proposals to be approved at the Annual General Meeting of Shareholders, including: the proposal on the 2025 profit distribution plan and the 2026 profit distribution plan; and the proposal on amending and supplementing the Company Charter and other regulations under the authority of the General Meeting of Shareholders.

Ms. Nguyen Phuong Hang also, representing the Board of Directors, presented the proposal on salaries and remuneration for members of the Board of Directors and the Supervisory Board.

Based on the matters presented for approval at the 2026 Annual General Meeting of Shareholders, the General Meeting of Shareholders held discussions and provided comments, as follows:

- Shareholder / Shareholder Representative Ms. Nguyen Thi Thanh Huong, holding 1,687,300 voting shares of the Company, raised questions regarding the remaining industrial park land subject to compensation, the potential for increases in lease rates, adjustments to the 1/500 master plan, and the Company's 2026 revenue plan for the residential real estate segment, including social housing and shophouses.

- Shareholder / Shareholder Representative Mr. Nguyen Quoc Bao, holding 1 voting share of the Company, raised questions regarding the selection of investors for the Chau Duc Industrial Park project, its competitive advantages in attracting investment, and whether SZC applies any criteria in selecting its tenants/investors.

- Shareholder / Shareholder Representative Mr. Pham Nhat Anh, holding 4,130,200 voting shares of the Company, raised questions regarding revenue recognition in accordance with Circular 99 and the sales outlook for the Sonadezi Huu Phuoc Residential Area project.

- Shareholder / Shareholder Representative Mr. Le Trong Cong, holding 2,400 voting shares of the Company, raised questions regarding the land compensation and site clearance plan, as well as the process of obtaining Land Use Rights Certificates.

- Shareholder / Shareholder Representative Mr. Nguyen Hoang Anh Kiet, holding 1,500 voting shares of the Company, raised questions regarding the impact of interest rates on the Company's business operation.

The Presidium acknowledged and took note of all opinions and, in turn, answered the questions raised by the shareholders attending the meeting.

The Organizing Committee reports that, as of the present time, there are **30** shareholders and shareholder representatives attending the meeting, holding **124,466,159** shares of the Company, accounting for **69.15%** of the Company's total shares.

Immediately thereafter, the General Meeting of Shareholders voted on the matters with the following results:

1. Approval of Report No. 45/2026/BC-SZC-HĐQT dated 24/03/2026 of the Board of Directors on business performance, corporate governance and the implementation status of investment projects in 2025, the evaluation of the Board of Directors' activities in 2025, and the evaluation reports of the Independent members of the Board of Directors.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

2. Approval of Report No. 48/2026/BC-SZC-HĐQT dated 24/03/2026 of the Board of Directors on the results of the 2024 share issuance and the adjustment of the plan for use of proceeds.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

3. Approval of certain key performance indicators of the Company's business results in 2025.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

4. Approval of the operating plan for 2026.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

5. Authorization for the Board of Directors to consider and adjust (if any) the 2026 business plan targets after receiving official guidance from the Ministry of Finance on the application of Circular No. 99/2025/TT-BTC to the Company's industrial park infrastructure business activities.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

6. Approval of the 2025 financial statements of Sonadezi Chau Duc Shareholding Company audited by RSM Vietnam Auditing and Consulting Company Limited.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

7. Approval of the Supervisory Board's report on supervision of the Company's production and business performance in 2025 at Sonadezi Chau Duc Shareholding Company.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

8. Approval of the list of three auditing firms proposed by the Supervisory Board and authorization for the Board of Directors to select one of the three firms to audit the Company's 2026 financial statements.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124.401.659/124,466,159** votes, representing 99.95%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: **64,500/124,466,159** votes, representing 0.05%.

This matter was unanimously approved by the General Meeting of Shareholders.

9. Approval of the 2025 profit distribution plan.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

10. Approval of the 2026 profit distribution plan.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

11. Approval of the 2025 actual remuneration and salaries of the Board of Directors, Supervisory Board, and Company Secretary / Person in charge of corporate governance.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

12. Approval of the estimated 2026 remuneration and salaries of the Board of Directors, Supervisory Board, and Company Secretary / Person in charge of corporate governance.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

13. Approval of the adjustment and supplementation of certain business lines of the Company.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **123.218.859/124,466,159** votes, representing 99%.

+ Votes against: **1.247.300/124,466,159** votes, representing 1%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

14. Approval of the 16th amendment and supplement to the Company Charter, effective from 16/04/2026. The Board of Directors and the Company's legal representative are assigned to issue the amended Charter in accordance with regulations.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

15. Approval of the Internal Regulations on Corporate Governance of Sonadezi Chau Duc Shareholding Company (2nd amendment and supplement), effective from 16/04/2026. The Board of Directors is assigned to issue and implement the regulations in accordance with applicable regulations.

Voting results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **123.283.359/124,466,159** votes, representing 99.05%.

+ Votes against: **1.182.800/124,466,159** votes, representing 0.95%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

This matter was unanimously approved by the General Meeting of Shareholders.

Immediately thereafter, a representative of the Secretariat read the draft Resolution of the 2026 Annual General Meeting of Shareholders, and the Chairperson guided the General Meeting to vote to approve the Resolution contents with the following results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

- The Resolution of the 2026 Annual General Meeting of Shareholders was unanimously approved by the General Meeting of Shareholders.

III. Closing of the meeting:

The 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company ended at 11:30 on the same day. The meeting minutes were read publicly to all attending shareholders and were approved by the 2026 Annual General Meeting of Shareholders with the following results:

- Total number of votes: **124,466,159** votes.

- Voting method: Show of voting cards and ballot voting.

+ Total valid votes: **124,466,159/124,466,159** votes, representing 100%.

+ Total invalid votes: 0/**124,466,159** votes, representing 0%.

+ Votes in favor: **124,466,159/124,466,159** votes, representing 100%.

+ Votes against: 0/**124,466,159** votes, representing 0%.

+ Votes with no opinion: 0/**124,466,159** votes, representing 0%.

The minutes of the 2026 Annual General Meeting of Shareholders were unanimously approved by the General Meeting of Shareholders.

The meeting minutes and the Resolution of the General Meeting of Shareholders will be sent to shareholders by publication on the Company's website at: www.sonadezichauduc.com.vn; and the ECM information disclosure system of the Ho Chi Minh City Stock Exchange at: https://ecm.hsx.vn/hoseecm.

The Chairperson and the Secretary sign the meeting minutes.

CHAIRMAN OF THE BOARD OF DIRECTORS **CHAIRPERSON**	**FOR THE SECRETARIAT**
M.S.D.N: 3600899948 - C.T.C.P CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC TỈNH ĐỒNG NAI	
Dinh Ngoc Thuan	**Nguyen Thi Ngoc Mai**

SONADEZI CHAU DUC
MEMBER OF SONADEZI

SONADEZI CHAU DUC SHAREHOLDING COMPANY

Dong Nai Office: 9th Floor, Sonadezi Building, No.1, Road 1, Bien Hoa 1 IP, Tran Bien Ward, Dong Nai Province, Vietnam

Chau Duc IP Office: Hoi Bai – Chau Pha – Da Bac Road, Chau Duc Urban Industrial Park, Ngai Giao Commune, Ho Chi Minh City, Vietnam

(+84)2518860788/2543977075 (+84)2518860783/2543977070 chauduc@sonadezichauduc.com.vn

MEETING DOCUMENTS

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Ho Chi Minh City, April 2026

SONADEZI CHAU DUC SHAREHOLDING COMPANY
Dong Nai Office: 9th Floor, Sonadezi Building, No. 1, Street 1, Bien Hoa 1 IP, Tran Bien Ward, Dong Nai Province
Chau Duc IP Office: Hoi Bai – Chau Pha – Da Bac Road, Chau Duc Urban Industrial Park, Ngai Giao Commune, Ho Chi Minh City
(+84) 251 8860 788 / 254 3977 075 (+84) 251 8860 783 / 254 3977 070 chauduc@sonadezichauduc.com.vn

SHAREHOLDER DOCUMENTS

AGENDA FOR THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Date: *April 16th, 2026*

Venue: Office of Sonadezi Chau Duc Shareholding Company, Hoi Bai – Chau Pha – Da Bac Road, Chau Duc Urban Industrial Park, Ngai Giao Commune, Ho Chi Minh City

No.	Time	Description
1	07h00 - 08h30 AM	Welcoming delegates, registering attendees, distributing meeting documents, and voting ballots to shareholders
	08h30	**Opening Ceremony**
2	08h30 - 09h00 AM	Report on Meeting Eligibility Verification
3		Statement of Purpose & Introduction of the Delegates
4		Introduction of the Chairperson, nomination of the Annual General Meeting Secretaries, and election of the Vote Counting Committee
5		Approval of the meeting agenda Approval of the regulations on the operation of meeting
		Main Agenda Items
6	09h00 - 09h45 AM	Report on the business performance of the Board of Directors in 2025 and the operational plan for 2026
7		Audited Financial Statements in 2025
8		Report of the Board of Supervisors on supervising Chau Duc Shareholding Company business activities in 2025
9		Proposal for the selection of auditing firm as the auditor for the financial statements in 2026
10		Profit distribution plan and fund establishment
11		Remuneration of the Board of Directors, salaries and remuneration of the Board of Supervisors in 2025 and plan for 2026
12		Report on the results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance
13		Amendments to the Company's Charter and regulations under the authority of the General Meeting of Shareholders
14		Other matters under the authority of the General Meeting of Shareholders (if applicable)
15	09h45 - 10h15 AM	Discussion (Q&A)
16	10h15 – 10h35 AM	Approval of Agenda items by voting
	10h35 - 10h55 AM	**Tea Break (refreshments will be served)**
17	10h30 - 11h15 AM	Announcement of the vote counting results
18		Approval of the Resolution and Meeting Minutes of the General Meeting of Shareholders
19		Closing Ceremony by Company Leadership & Conclusion of the Meeting

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

WORKING REGULATIONS
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS – 2026

Article 1. General Provisions:

1.1. The working regulations of the Annual General Meeting of Shareholders (AGM) apply to the organization of the 2026 AGM of Sonadezi Chau Duc Shareholding Company.

1.2. This Charter specifies the rights and obligations of the parties participating in the meeting, the conditions, and the procedures for conducting the meeting.

1.3. Shareholders and participating parties are responsible for complying with the provisions of this Charter.

Article 2. The Presidium, Chairperson, Rights and Obligations of the Presidium:

2.1. The Presidium comprises the Chairman of the Board of Directors and a member of the Board of Directors. The Chairman of the Board of Directors of the Company is the Chairperson of the AGM. The Chairperson presides over the meeting.

2.2. Tasks of The Presiding and the Chairperson:

- Preside over the 2026 Annual General Meeting of Shareholders (AGM).
- Guide Shareholders in discussions.
- Submit draft, verdict of issues for the General Meeting of Shareolders (GMS) to vote.
- Respond to matters raised by GMS.
- Work according to the principle of democratic centralism, conduct the AGM meeting in a lawful and orderly manner, and reflect the wishes of the majority of Shareholders and Shareholder representatives present.

Article 3. Secretary, Rights and Obligations of the Secretary:

3.1. The secretary, introduced by the Chairperson, is responsible to the Chairperson and the GMS for their duties.

3.2. Tasks of the secretary of the Meeting:

- Fully, accurately and truthly recorded the documents at the meeting.
- Assist the Chairperson in announcing draft documents, conclusions, resolutions of the GMS, and notices from the Chairperson to Shareholders upon request.
- Receipt of comment registration forms of shareholders.

Article 4. Vote Counting Committee, Rights and Obligations of the Vote Counting Committee:

4.1. The Vote Counting Committee is nominated by the Chairperson and approved by the GMS. Members of the Vote Counting Committee may be Shareholders.

4.2. The Vote Counting Committee has the following tasks:

- Check and supervise the voting of Shareholders and Shareholder representatives.

- Organize vote counting.
- Prepare the voting minutes report and announce it to the GMS.
- Submit the voting minutes report to the Chairperson and the Secretariat to update into the minutes of the AGM.

Article 5. Verification of Meeting Conditions:

5.1. Personnel to verify the conditions for conducting the GMS are nominated by the Board of Directors.

5.2. The person verifying the conditions for conducting the meeting checks the attendance conditions of the attending Shareholders; the conditions for conducting the meeting; distributes documents related to the meeting; reports to the GMS on the results of verifying the conditions for conducting the meeting.

Article 6. Rights and Obligations of Shareholders/ Shareholder Representatives Attending the AGM:

6.1. Conditions for participation:

Shareholders or Shareholder representatives who own voting shares of the Company on the record dated (16/03/2026) are entitled to attend the 2026 AGM.

6.2. Rights and obligations of eligible Shareholders attending the meeting:

- Each Shareholder or Shareholder representative attending the meeting must bring personal identification documents (ID or Passport, etc.), Valid Registration/Power of Attorney form (original) to submit to the Organizing Committee for verification of eligibility.

- Each attending Shareholder will receive meeting materials including: reading materials, voting slips, voting cards, blank paper, and pens. The slips will be coded (to facilitate the recording of Shareholders' opinions and vote counting) and indicate the number of shares owned/represented; Shareholders are responsible for immediately informing the Eligibility Verification Board about any errors related to their information.

- During the meeting, if a Shareholder needs to leave the hall for personal reasons, they must maintain order to avoid disturbing other Shareholders and interrupting the meeting's proceedings and the Chairperson's work.

- During the meeting, Shareholders must comply with the Chairperson's instructions, behave civilly and politely, and refrain from causing disorder.

- Shareholders must maintain confidentiality, speaking discipline, and adhere to regulations for document use and preservation.

- Shareholders and authorized representatives attending the meeting must strictly comply with the working regulations of the GMS. Shareholders violating these regulations will be subject to review by the Chairperson and may face disciplinary actions according to the Law on Enterprises, depending on the severity of the violation.

- Shareholders arriving late have the right to register immediately and participate in voting at the meeting; however, the Chairperson is not obligated to pause the meeting for their registration, and the validity of previously conducted voting rounds shall not be affected.

Article 7. Conduct of the Meeting:

The AGM may proceed when the attending Shareholders represent at least 50% of the total voting shares according to the list of Shareholders finalized on 16/03/2026.

Article 8. Expressing Opinions During the Meeting:

Shareholders wishing to contribute, discuss, or debate should raise their hands. Only when invited by the Chairperson may they begin speaking. Each Shareholder's speaking time is limited to 03 minutes; content should be concise, succinct, and avoid repetition.

Article 9. Voting Procedures:

9.1. Shareholders and authorized representatives shall vote on matters at the meeting by raising their Voting Cards and completing the Voting Slips.

9.2. All Shareholders and representatives of Shareholder groups attending the meeting have the right to vote on matters within the GMS's authority. Voting rights correspond to the number of shares owned and the number of shares authorized.

9.3. Matters voted on during the 2026 GMS are approved as follows:

- Approval of business line adjustments requires at least 65% of the total votes of all Shareholders or Shareholder representatives present and voting at the meeting.
- Approval of other matters requires more than 50% of the total votes of all Shareholders or Shareholder representatives present and voting at the meeting.

Article 10. Minutes of the General Meeting of Shareholders:

10.1. The Secretariat will record the contents of the Minutes of the AGM.

10.2. The Minutes of the AGM must be read and approved before the meeting adjourns.

Article 11. Cases where the organization of the General Meeting of Shareholders is unsuccessful:

11.1. In case the first meeting does not meet the conditions for proceeding as prescribed in Article 7 of This Charter, the convening of the second meeting must be conducted within 30 days from the date the first meeting was scheduled.

11.2. The second meeting of the General Meeting of Shareholders is conducted when the number of shareholders or shareholder representatives attending the meeting represents at least 33% of the total voting shares of the Company.

11.3. If the second meeting does not satisfy the conditions stipulated in this Article, a third meeting shall be convened within 20 days of the date the second meeting was planned. In this instance, the convening of the AGM will take place irrespective of the number of attending shareholders.

Article 12. Implementation Clause:

12.1. Above is the Working Regulation of the 2026 AGM of Sonadezi Chau Duc Shareholding Company, consisting of 12 articles.

12.2. All shareholders and their authorized representatives attending the 2026 AGM are responsible for complying with this regulation.

ON THE BEHALF OF ORGANIZING COMMITTEE
CHAIRPERSON

CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC TỈNH ĐỒNG NAI

Dinh Ngoc Thuan
CHAIRMAN OF THE BOARD OF DIRECTORS

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

No.: 45/2026/BC-SZC-HĐQT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, March 24th, 2026

REPORT OF THE BOARD OF DIRECTORS
On business performance, corporate governance in 2025 and the 2026 Operational Plan

To: General Meeting of Shareholders

I. ASSESSMENT OF THE COMPANY'S BUSINESS PERFORMANCE IN THE 2025 FISCAL YEAR:

In 2025, the Company's business operations took place against the backdrop of a recovering economy, yet one still fraught with challenges. The real estate market, particularly the residential segment, showed signs of improvement compared to the previous period of stagnation; however, the pace of recovery remained slow and uneven across various segments.

In addition, the implementation of policies for the arrangement and merger of provincial-level administrative units and changes in the local government organizational model in recent times have had certain impacts on business operations, particularly in investment, the implementation of project legal procedures, compensation and site clearance, and coordination with state management agencies. This transition process requires the Company to proactively adapt, timely update new regulations, and strengthen coordination to ensure the Progress of implementation of projects.

In that context, with the close direction of the Board of Directors and the efforts of the Board of Management, the Company has maintained stable production and business operations, exceeded several key indicators regarding Revenue and Profit, and continued to implement key projects according to the Development orientations approved by the General Meeting of Shareholders (GMS).

1. Business performance results for 2025 (according to the 2025 audited Financial statements of Sonadezi Chau Duc Shareholding Company):

(Unit: million VND)

No.	CONTENT	Unit	2025 Plan (according to the Resolution of the AGM)	2025 Actual	% Actual / 2025 plan
I	**Separate Financial Statements**				
1	Revenue	Million VND	930,896	1,032,415	110.9%

No.	CONTENT	Unit	2025 Plan (according to the Resolution of the AGM)	2025 Actual	% Actual / 2025 plan
2	Profit after tax	Million VND	302,277	330,996	109.5%
3	Total amount payable to the State budget	Million VND	148,200	148,702	100.3%
II	**Consolidated Financial Statements**				
1	Revenue	Million VND		1,134,132	-
2	Profit after tax	Million VND		344,801	-
3	Total amount payable to the State budget	Million VND		164,909	

1.1. Notes on 2025 Business production results:

a) Industrial real estate business (Including: Land lease, factory lease, management fees, and other infrastructure Services)

- The land area for which lease contracts and land lease agreements were signed in 2025 includes: 03 land sublease contracts and 03 agreements (total area of approximately 20.91 ha), reaching 90.91% of the 2025 plan;
- Revenue from industrial real estate business in 2025 was approximately 937,178 million VND, reaching 112.9% of the 2025 plan.

b) Revenue from road toll collection: The Company assigned the project to its Subsidiary, BOT 768 One-member Limited Liability Company, to manage and operate toll collection for capital recovery. The project resumed toll collection from 05/04/2025 according to Document No. 2021/UBND-KTN dated 04/03/2025 of the People's Committee of Dong Nai province. In the 2025 Business Production Results, revenue from road toll collection was 101,230 million VND.

c) Residential real estate business (Sonadezi Huu Phuoc Residential Area Project): In 2025, the real estate market in general and the residential real estate market in particular showed signs of recovery after a long period of stagnation, but the pace remained quite slow. Consequently, the revenue recorded from this business segment was approximately 7,234 million VND, reaching only 9.3% of the 2025 plan.

d) Chau Duc Golf Course business: Revenue in 2025 reached approximately 50,746 million VND. According to the 2025 plan, the Company intended to implement a leasing plan for the Chau Duc Golf Course assets; however, during the implementation and partner search process, the selection of partners did not meet the appropriate conditions and long-term exploitation orientations.

On that basis, the Company adjusted its business plan, chose the self-operation model, and established Chau Duc Golf Service Company Limited at the end of 2025 to manage and operate the golf course officially from 01/01/2026.

e) Other revenue, other income:

Other revenue and other income in 2025 were approximately 37,258 million VND, reaching 207% of the plan, in which:

- Revenue from financial activities was approximately 33,791 million VND.
- Other revenue was approximately 1,559 million VND.
- Other income was approximately 1,908 million VND.

1.2. Realized Profit:

- Profit before tax in 2025 according to the Separate Financial Statements was 423,116 million VND, reaching 112% of the 2025 plan; according to the consolidated report, it was 443,278 million VND.

- Profit after tax in 2025 according to the Separate Financial Statements was 330,996 million VND, reaching 109.5% of the 2025 plan; according to the consolidated report, it was 344,800 million VND.

1.3. State budget obligations:

As of 31/12/2025, the total amount payable to the state budget was 148,702 million VND, reaching 100.3% of the 2025 plan.

2. Status of Project implementation:

2.1. Land-related work:

In 2025, the total cost of compensation and site clearance was approximately 441,890 million VND, reaching 36.6% of the plan.

Details of land-related work in 2025 are as follows:

No.	Content	2025 Actual		Cumulative performance from project inception		% Actual/plan
		Area (ha)	Amount (billion VND)	Area (ha)	Amount (billion VND)	
1	*2*	*3*	*4*	*5*	*6*	*7*
1	Inventory of land, assets, crops, and trees on land	1.44	-	2,151.15	-	3.65%

No.	Content	2025 Actual		Cumulative performance from project inception		% Actual/plan
		Area (ha)	Amount (billion VND)	Area (ha)	Amount (billion VND)	
1	*2*	*3*	*4*	*5*	*6*	*7*
2	Preparation and approval of compensation plan	28.79	401.08	1,995.22	4,468.60	33.85%
3	Receiving site handover from households	14.43		1,900.37		15.77%
4	Transferring funds to the Compensation Council account and units		412.93		4,350.00	34.85%
5	Land allocation / lease application work:					
a	Complete procedures for receiving land lease right certificate	-		1,558.62		0%
b	Apply for land allocation, land lease	-		1,558.62		0%

2.2. Project implementation and capital construction:

No.	Project	Unit	2025 Plan (according to the Resolution of the AGM)	2025 Actual	% Actual / 2025 plan
1	Industrial Park	Million VND	167,056	112,317	67.23%
2	Urban Area	Million VND	270,561	130,035	48.06%
Total			**437,617**	**242,352**	**55.38%**

The total capital construction investment cost in 2025 was 242,352 million VND, reaching 55.38% of the plan; details of the projects are as follows:

a) Industrial Park:

The total value of Industrial Park infrastructure investment completed in 2025 was 112,317 million VND, reaching 67.23% of the plan, including the following items:

- Land leveling: 45 ha were completed in 2025, reaching 90% of the plan. The cumulative land leveled from the beginning of the project to date is approximately 990 ha.

- Traffic roads and rainwater drainage system: 1.5 km were completed in the year, reaching 30% of the plan. The cumulative total completed from the beginning of the project to date is 44.5 km of traffic roads and rainwater drainage systems.

- Water supply system: 1.0 km was completed in 2025, reaching 25% of the plan. The cumulative total completed from the beginning of the project to date is 29.15 km of water supply systems.

- Wastewater drainage system: 1.5 km was completed in 2025, reaching 30% of the plan. The cumulative total completed from the beginning of the project to date is approximately 33.57 km of wastewater drainage systems.

- Lighting system: 0.5 km was completed in 2025, reaching 10% of the plan. The cumulative total invested from the beginning of the project to date is 27.4 km of lighting systems.

- Greenery and grass: 1.5 km were completed in 2025, reaching 30% of the plan. The cumulative total completed to date is 33.5 km of greenery.

- Centralized wastewater treatment plant: The centralized wastewater treatment station No. 02 of Chau Duc Industrial Park – Module 02 with a capacity of 4,500 m^3/day and night is operating stably. The environmental incident response reservoir has a capacity of 33,000 m^3/day and night. The construction of the centralized wastewater treatment station No. 02 of Chau Duc Industrial Park – Module 03 with a capacity of 8,000 m^3/day and night has been completed, and procedures are currently being coordinated to put it into operation.

- Provision of essential infrastructure systems (power supply, water supply, gas supply, telecommunications): Continue to coordinate with specialized electricity, telecommunications, and gas units to provide Services to investors in accordance with the Progress of implementation of technical infrastructure construction and investment attraction.

b) Urban area:

The total cost of design and infrastructure investment for the Urban area completed in 2025 was 130,035 million VND, reaching 48.06% of the plan, including:

- **Northern Urban area:**

o Finalized and submitted the dossier for adjustment of the investment policy approval to the Department of Finance of Ho Chi Minh City.

o Implemented the design competition and submitted the dossier for investment policy approval for the Golf Villa investment and business project to the Department of Finance of Ho Chi Minh City.

o Completed the landscape design for the intersection No. 1 area, completed the lighting design for the roads...

o Completed the construction of traffic roads, rainwater drainage systems, wastewater drainage systems, and street lighting systems.

o Performed auditing for completed construction packages.

- **Sonadezi Huu Phuoc Residential Area:**

o Currently submitting the dossier for adjustment of the investment policy to the Department of Finance of Ho Chi Minh City.

o Performed maintenance of the infrastructure system of roads in the Sonadezi Huu Phuoc Residential Area (sweeping and cleaning roads, caring for greenery, grass...).

o Completed the construction of landscape, entrance gates, sidewalks, land leveling... for the Sonadezi Huu Phuoc Residential Area.

o Performed the issuance of Certificates of land lease right and assets attached to land for eligible customers.

o Completed the construction of the Low-Income Housing (Social Housing) Project - Phase 1 - Sonadezi Huu Phuoc Residential Area.

o Completed the construction of the Cultural House.

o Completed the approval of the Feasibility Study Report, prepared the construction design and cost estimate, performed fire safety appraisal, obtained construction permits, and commenced construction of the Commercial Center (Phase 1, Batch 1).

o Completed the construction of the Kindergarten (lot S-K1) Phase 1, Batch 1.

o Completed the construction of the Northern frontage road connecting intersection No. 1 to intersection No. 2 (including the part of intersection No. 2).

o Completed the design and appraisal of the construction design and cost estimate for the item of lane expansion and turning radius at 4 entry/exit points of intersection No. 02 on Hoi Bai – Chau Pha – Da Bac – Phuoc Tan road and opened the median strip to connect traffic from Hoi Bai – Chau Pha – Da Bac – Phuoc Tan road to the frontage road of Sonadezi Huu Phuoc Residential Area.

c) Chau Duc Golf Course: The total capital construction investment cost in 2025 for the Golf Course project was 80,170 million VND, carried over from 2024 and previous years. The specific implementation status is as follows:

- Completed the construction of the 18-hole Golf Resort.
- Completed the construction of the Clubhouse and auxiliary items.

- Completed the Certificate of ownership for the Golf Resort, Clubhouse, and auxiliary items.

- The construction permit for the Tournament Golf Course has been completed.

d) BOT 768 project:

- Completed the establishment of the project enterprise, BOT 768 Company Limited, to manage and operate road toll collection.

- The Department of Construction of Dong Nai province received the handover of the Thien Tan Water Plant road (Hoang Van Bon road) on 10/06/2025.

- In 2025, the Company signed contract appendices to adjust legal entities and administrative boundaries following the merger; currently, it is negotiating the adjustment contents of the investment project to continue signing the BOT contract appendix with the Provincial Construction Investment Project Management Board.

II. EVALUATION BY THE BOARD OF DIRECTORS ON THE ACTIVITIES OF THE BOARD OF MANAGEMENT AND OTHER EXECUTIVES OF THE COMPANY:

Over the past year, the Board of Directors has regularly supervised the activities of the Board of Management, other executives, and Managers of the Company in performing the set tasks and objectives through periodic meetings held during the year. With the activities of the Internal Auditing Board, the Company has strengthened inspection, supervision, and review of all operations to help the Company operate in the right direction, minimize risks, and comply with current regulations. In general, the Board of Management and Other executives have implemented the policies of the Board of Directors as per the issued Resolutions/Decisions, in accordance with the Company's regulations and the Law.

In 2025, according to the Decision of the Chief Inspector of The State Securities Commission regarding the inspection at Sonadezi Chau Duc Shareholding Company from 18/08/2025 to 29/08/2025, the Inspection Team noted several errors and violations regarding reporting obligations, Information disclosure, and the usage of capital obtained from the 2024 share offering. The Board of Management has submitted an Explanation report and implemented remedial measures in accordance with regulations.

In 2025, the Company received the Decision on Administrative Tax Penalties No. 2226/QĐ-XPHC-DON dated 28/10/2025 from the Dong Nai Tax Department. The reason for the penalty was that the Tax authority performed a corporate income tax (CIT) collection based on the official dispatch guiding CIT policies from the Ministry of Finance and the General Department of Taxation during the review of the Company's 2024 tax declaration and determination. The Company has fully performed Information disclosure regarding this incident in accordance with regulations, and simultaneously performed self-declaration, tax adjustment for relevant periods, and accounting in accordance with regulations.

III. IMPLEMENTATION STATUS OF THE 2025 GMS RESOLUTION:

Most of the contents approved at the 2025 Annual General Meeting of Shareholders were implemented by the Board of Directors and the Board of Management in accordance with regulations; however, some contents are still being implemented as follows:

- Approval of the adjustment to the Chau Duc Urban Area investment project with a total investment of VND 9,381 billion: The Board of Directors has approved the adjustment of the Chau Duc Urban Area project and implemented subsequent steps to submit to competent authorities for appraisal and approval of the adjusted investment policy in accordance with regulations; the dossier is currently being submitted to the Department of Finance of Ho Chi Minh City.

- Approval of the policy to cease using the Greg Norman brand identity and Shark Logo for the Chau Duc Golf Course: Completed negotiations and reached an agreement on the finalization value and Liquidation of the Chau Duc golf course design contract; currently negotiating with Greg Norman Company regarding the use of the Greg Norman brand identity and Shark Logo for products serving the business and operation of the golf course, such as: Membership cards, discount coupons, vouchers, etc., which were issued to customers before the signing of the Contract Liquidation Minutes.

IV. ACTIVITIES OF THE BOARD OF DIRECTORS:

1. Members and structure of the Board of Directors:

No.	NAME	POSITION	OWNERSHIP PERCENTAGE		NOTE
			Representative	Individual	
1	Dinh Ngoc Thuan	Chairman of the Board of Directors	20%		
2	Nguyen Van Tuan	Board of Directors' member and General Director	10%	0.008%	
3	Pham Anh Tuan	Board of Directors' member	10.08%		Non-executive Board of Directors' member
4	Phan Dinh Tham	Board of Directors' member	10%		Non-executive Board of Directors' member

No.	NAME	POSITION	OWNERSHIP PERCENTAGE		NOTE
			Representative	Individual	
5	Nguyen Phuong Hang	Board of Directors' member			Non-executive Board of Directors' member
6	Nguyen Van Luong	Board of Directors' member			Independent members
7	Tran Hao Hiep	Board of Directors' member			Independent members

2. Activities of the Board of Directors:

The Board of Directors of the Company at the time of reporting consists of 07 members, including 01 non-executive Chairman of the Board of Directors, 01 Board of Directors' member concurrently serving as the General Director of the Company, 03 non-executive Board of Directors' members, and 02 Independent members of the Board of Directors.

In 2025, the Board of Directors issued Resolutions in accordance with legal regulations, the Company's Charter, and the Internal Regulations on Corporate Governance to timely direct and supervise the management and administration activities of the Board of Management related to the Company's Production and business operations. In addition, the Board of Directors also supported the Board of Management in resolving difficulties and obstacles related to the implementation of the Company's projects, as well as seeking financial resources to meet the investment capital needs and the Company's operations.

2.1. Summary of Board of Directors meetings and decisions of the Board of Directors:

In 2025, the Board of Directors held 05 periodic meetings and organized 57 written opinion collections.

The Resolutions/Decisions issued by the Board of Directors serve as the basis and foundation for the Board of Management to implement related tasks according to the Company's development orientations. The list of Decisions/Resolutions is detailed in the semi-annual/annual Corporate governance report and is Announced in accordance with current regulations.

2.2. Direction and supervision of Production and business operations and the Company's development investment strategy:

Over the past year, the Board of Directors has directed the implementation of several key tasks as follows:

- Organized the arrangement and adjustment of personnel and organizational structure of departments to meet work requirements.

- Reviewed and approved land rental unit prices, land values, selling prices for commercial housing (Shophouse), terraced houses - Sonadezi Huu Phuoc Residential Area, approved residential real estate sales policies, etc., helping the Board of Management have appropriate business strategies, bringing production and business efficiency to the Company.

- Successfully organized the 2025 Annual General Meeting of Shareholders on 11/04/2025 and approved the operational plan as well as key issues to be implemented in 2025.

- Continued to implement the Chau Duc Industrial Park - Urban Area projects, and the Chau Duc golf course project according to the plan approved by the GMS...

- Completed the establishment of 02 Subsidiaries including: BOT 768 Company Limited to manage and operate the BOT 768 road project; Chau Duc Golf Services Company Limited to manage and operate the Chau Duc Golf Course project.

- Implemented digitization and smart management reporting according to the general policy of the Corporation.

- Continued to maintain and apply the KPI performance evaluation system, operating enterprise management software such as BASE, FAST...

- Organized the collection of Board of Directors' opinions to approve the signing of construction contracts, investment cooperation contracts, and other contracts and Transactions with affiliated persons of the Company (member companies in the Sonadezi system; internal persons and affiliated persons of internal persons of the Company) in accordance with legal regulations.

2.3. General evaluation of the Board of Directors' activities in 2025:

- In 2025, the Company's Board of Directors complied with the provisions of the law, the Company's Charter of organization and operation, the operational regulations, and other current regulations.

- Implemented a transparent expenditure regime in accordance with the Company's Charter, the Company's Financial Management Regulations, and state regulations.

- Effectively implemented the contents approved by the GMS.

- Built an organizational structure suitable for the Company's current needs and fields of operation, and prepared resources for the Company's future sustainable development.

- The Board of Directors' members made positive contributions to management, project implementation, and supervision of the Company's production and business operations.

- Issues related to business strategy, technology investment, and management system construction were regularly reviewed and evaluated by the Board of Directors in periodic meetings.

2.4. Evaluation report of the Independent member of the Board of Directors:

Report of the Independent members of the Board of Directors is attached.

V. TRANSACTIONS, REMUNERATIONS AND BENEFITS OF THE BOARD OF DIRECTORS:

1. Salary, rewards, remuneration and benefits:

Based on the 2025 production and business results and in accordance with current regulations:

- The total realized remuneration fund finalized for the Board of Directors, Board of Supervisors, and the person in charge of Corporate governance in 2025 was VND 1,498,000,000. Details of remuneration and other benefits for each Board of Directors' member are as follows:

No.	Name	Position	Income in 2025 (VND)
1	Dinh Ngoc Thuan	Chairman of the Board of Directors	216,000,000
2	Nguyen Van Tuan	Board of Directors' member	176,000,000
3	Pham Anh Tuan	Board of Directors' member	186,000,000
4	Tran Hao Hiep	Board of Directors' member	186,000,000
5	Nguyen Van Luong	Board of Directors' member	186,000,000
6	Phan Dinh Tham	Board of Directors' member	186,000,000
7	Nguyen Phuong Hang	Board of Directors' member	186,000,000

- The salary of the full-time Head of the Board of Supervisors was implemented according to the annual salary Finalization, amounting to VND 915,854,000.

2. Report on Transactions between the company, subsidiaries, companies controlled by the public company with over 50% of Charter capital with Board of Directors' members and their affiliated persons; Transactions between the company

and companies where Board of Directors' members are founding members or managers of the enterprise within the 03 years prior to the Time of transaction:

Related contracts/Transactions are presented in the Financial statements, the Company's Corporate governance report, and are fully Announced by the Company in accordance with the Law.

VI. DEVELOPMENT ORIENTATIONS OF THE BOARD OF DIRECTORS IN 2026:

1. The Board of Directors directs activities in 2026 as follows:

- Continue to build and perfect shareholder relations. Perform timely, transparent, and public Information disclosure regarding Corporate governance to shareholders, investors, and functional agencies, ensuring the highest benefits for shareholders.

- Direct the Board of Management to continue implementing investment to complete technical infrastructure and manage the Industrial Park, effectively invest in projects such as Chau Duc Urban Area, Chau Duc Golf Course, Sonadezi Huu Phuoc Residential Area, and component projects...

- Research and develop satellite urban areas to serve experts, engineers, managers, and workers in the Industrial Park.

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

- Closely supervise the Board of Management in project implementation, accelerate construction progress, and continue to complete legal procedures for the projects.

- Seek potential partners for investment cooperation and identify sources of investment capital; develop a financial plan to meet the capital requirements for the Company's project development.

- Continue to strengthen the direction and closer supervision of the Company's Production and business operations, while creating favorable conditions for the General Director to achieve the set targets.

1.1. Expected Production and business operations plan for 2026:

- In the context of 2026 being a period where the Company continues to promote investment, complete infrastructure, and transition the Golf project exploitation model, while also facing changes in the accounting legal framework according to Circular No. 99/2025/TT-BTC (effective from 01/01/2026), the Company has developed its Production and business operations plan based on the principle of prudence in revenue recognition, following the new regulations, while still ensuring positive cash flow and financial capacity.

- Based on initial understanding and application, Circular 99/2025/TT-BTC provides guidance that for asset leasing transactions with multi-period advance payments, revenue may be subject to allocation over the fulfillment period of the obligations; furthermore, for contracts with multiple components (sales, leasing, etc.), each obligation must be identified and recognized separately in accordance with the nature of the transaction. However, as the regulation remains principle-based and requires further clarification for specific models such as Industrial Park infrastructure business, there is currently no official guidance for specific application.

- On that basis, the Company recognizes that these regulations may affect the timing of revenue and Profit recognition, especially for Industrial Park infrastructure business; therefore, the Company is proactively working and requesting guidance from competent authorities to ensure the application is consistent with operational practices and legal regulations.

- Based on the 2025 performance results, project implementation status, 2026 financial plan, and the aforementioned impacts, the Company has established the main Targets as follows:

No.	CONTENT	Unit	2026 PLAN	
			Separate	Consolidation
1	Operating results			
-	Revenue	Million VND	338,880	518,106
-	Profit after tax	Million VND	38,826	56,085
2	Total amount payable to the State budget	Million VND	79,000	100,000
3	Capital construction investment	Million VND	256,822	-
4	Compensation and site clearance	Million VND	1,362,760	-

- Regarding the 2026 Revenue plan: Revenue in 2026 is expected to reach VND 338,880 million (Separate Financial Statements) and VND 518,106 million (Consolidated Financial Statements). The revenue structure is focused on core business areas, in which:

- Industrial Park real estate business: In 2026, the Company expects to lease an additional approximately 25 hectares of industrial land and finalize contracts for about 9.2 hectares under previously signed agreements; industrial park real estate will remain the primary driver of revenue and cash flow. However, based on the initial understanding and application of the provisions in Circular 99/2025/TT-BTC, the recognition of Revenue from land leasing activities is being considered for allocation in accordance with the performance period of the obligation, leading to a trend of lower accounting Revenue recognized during the year compared to the previous method. The planned Revenue for 2026 is expected to be approximately VND 106 billion.

Nevertheless, the actual cash flow from Industrial Park operations remains high and stable. According to the financial plan, revenue from Industrial Park real estate is expected to reach approximately VND 910,659 million, including contracts signed in previous years and contracts expected to be signed in 2026. This shows that the fluctuation in revenue is primarily a technical accounting adjustment regarding the timing of recognition according to accounting regulations and does not change the nature of operational efficiency and cash flow generation capacity of the Industrial Park segment.

- Residential real estate business (Sonadezi Huu Phuoc Residential Area): In 2026, the Company will continue to sell remaining products (shophouses, terraced houses), while promoting the implementation and business of social housing. This is a segment that generates short-term revenue and cash flow. Expected Revenue in 2026 is VND 192 billion.

- Chau Duc Golf Course operations: 2026 is the first year of official operation under the One-member Limited Liability Company model. Business operations are initially implemented with a focus on stabilizing operations, building a customer base, perfecting the exploitation model, and hold significant importance in the Company's strategy to diversify revenue sources. Planned Revenue for 2026 is approximately VND 59 billion.

- BOT 768 Project operations: Continue to carry out toll collection according to the project timeline. Total revenue expected in 2026 is VND 130 billion.

- Other business operations: Including the provision of infrastructure, electricity, water, and wastewater treatment services, etc., continue to maintain stable revenue, contributing to ensuring regular operating cash flow.

- Regarding Profit: Profit after tax in 2026 is expected to reach VND 38,826 million (Separate Financial Statements) and VND 56,085 million (Consolidated Financial Statements), a decrease compared to previous years mainly due to the change in revenue recognition method according to Circular 99/2025/TT-BTC.

- Total payables to the State budget expected in 2026 are approximately VND 79,000 million.

- Currently, the Company has proactively sent a written request to the Ministry of Finance for specific guidance on applying Circular 99/2025/TT-BTC to Industrial Park infrastructure business. On that basis, the Company respectfully requests the General Meeting of Shareholders to authorize the Board of Directors to consider and adjust the 2026 Targets (if any) after receiving official guidance from the Ministry of Finance, to ensure that the planning and implementation are consistent with legal regulations and accurately reflect the nature of business operations.

1.2. Land-related work:

- Inventory work: Conduct an inventory of the remaining area of 17.76 ha, in which:

  + Chau Pha Commune, inventory of an area of 11.8 ha

  + Tan Thanh Ward, inventory of an area of 5.96 ha.

- Work on determining legal status, preparing and approving compensation and site clearance plans: Prepare and approve the compensation and site clearance plan for an area of 42.65 ha with a total expected compensation cost of approximately VND 565.39 billion.

- Work on receiving site handover: Receive handover of an area of 50.67 ha (50 ha for Industrial Park, 0.67 ha for Urban Area).

- Land lease right work:

  o Payment of land use fees for the 7th phase of the urban area with an area of 10.98 ha, corresponding to an amount of VND 797.37 billion.

  o Decision on land allocation/lease for an area of 147.99 ha.

  o Obtained Land Use Right Certificates for 28.61 ha in the 8th phase of the Industrial Park and 84.99 ha of land in the Phu My area.

1.3. Project implementation and capital construction work:

1.3.1. Urban Area:

Total expected investment cost in 2026 is approximately VND 97,173 million, including:

- Northern Urban Area:

  o Complete the adjustment of the investment policy and obtain approval from the Ho Chi Minh City People's Committee.

  o Implement construction of the Golf Villa Project (Core 1 of the Golf Resort).

  o Complete technical infrastructure including road systems, rainwater drainage systems, wastewater drainage systems, lighting systems, etc.

  o Perform auditing of completed construction packages.

  o Local planning adjustment of 1/500 for the urban area.

- Sonadezi Huu Phuoc Residential Area:

  o Sonadezi Huu Phuoc Residential Area infrastructure business investment project:

    + Complete construction of the project's technical infrastructure works.

    + Audit construction works according to regulations.

  o Perform procedures for issuing Land Use Right Certificates and assets attached to land for commercial houses (shophouses) for which sales contracts have been signed.

o Continue to implement investment cooperation for the Terraced house project - Phase 2.

o Implement construction finalization auditing for the Low-Income Housing (Social Housing) Project - Phase 1.

o Low-Income Housing (Social Housing) Investment Project at plots R2, R3, R4: Prepare, appraise, and approve the project feasibility study report; implement design and design verification for construction drawings – construction cost estimation.

o Investment project for construction of social infrastructure works:

+ Commercial Center (Phase 1), Kindergarten (lot S-K1): Complete construction of the Commercial Center (Phase 1); Audit and finalize construction items that have completed construction; Perform acceptance of works for operation.

+ Primary School (S1-1), Secondary School (S2-1), Health Station (PL1), and Police Headquarters (PL3): Adjust 1/500 detailed planning; Implement investment project preparation, design, and design verification for construction drawings.

1.3.2. Industrial Park:

Total investment value for Industrial Park infrastructure construction expected in 2026 is VND 167,656 million (including other costs of approximately VND 35,141 million), detailed as follows:

- Implement construction drawing design for technical infrastructure systems of works under the Industrial Park project.
- Continue construction to complete the Industrial Park technical infrastructure system such as: roadbed, road surface, rainwater drainage system, drainage canals and ditches, water supply system, wastewater drainage system; greenery, grass carpets, etc.
- Mine and explosive ordnance clearance - Phase 5 (160.75 ha).
- Construction of Module 1 with a capacity of 8,000 m^3/day.night for Wastewater Treatment Plant No. 3…

1.3.3. Chau Duc Golf Course:

Total capital construction investment value for Chau Duc Golf Course in 2026 is expected to be VND 25,213 million, including the following tasks:

- Design construction drawings - Construction cost estimation for the 18-hole Tournament Course.
- Implement site leveling and preliminary shaping for the 9-hole Tournament Golf Course.
- Construction of irrigation systems, internal roads, sand supply, grass and tree planting, etc., for the 9-hole Tournament Golf Course...

1.3.4. BOT 768 road project: Assign BOT 768 One-member Limited Liability Company (a 100% owned Subsidiary) to continue implementing and operating the BOT

768 road project in accordance with the adjusted project approved by the People's Committee of Dong Nai province.

2. Implementation solutions:

In 2026, the Company will continue to focus resources on compensation and site clearance and investment in infrastructure completion, while promoting the exploitation of existing projects. The implementation of the production and business plan is oriented towards the principle of prioritizing cash flow, enhancing exploitation efficiency, and preparing product reserves for subsequent phases.

To complete the 2026 plan as stated above, the Company will continue to focus on promoting marketing to attract industrial land lease investment, as this remains the primary source of revenue in the Company's production and business operations. In addition, the Company will urgently complete the social infrastructure construction of the Sonadezi Huu Phuoc Residential Area, while finalizing legal procedures and seeking investment partners to implement the infrastructure construction of the Northern Urban Area phase to continue creating more products for marketing and business.

Some specific contents to be implemented are as follows:

- Focus on compensation and site clearance for the remaining area of the project, and definitively resolve the fragmented land situation in areas still facing site clearance obstacles.
- Continue to complete the technical infrastructure of the Industrial Park to serve investment attraction, such as: Accelerating the construction progress of essential infrastructure items; Upgrading infrastructure towards a green and sustainable Industrial Park; Preparing land reserves that can be handed over immediately to investors and customers.
- Complete legal procedures and implement technical infrastructure for the Chau Duc Urban Area project; Research and develop residential products that meet market demand.
- Continue to upgrade and renovate the brand identity system, such as: Advertising billboards, directional signs, welcome gates, brochures, websites, models, diagrams, maps, etc.
- Continue to promote marketing and advertising activities through newspapers, radio, e-commerce channels, and strengthen cooperation with trade associations, consulting organizations, and brokers.
- Participate in investment promotion programs organized by Sonadezi Corporation and the Provincial People's Committee to search for and select suitable investment promotion opportunities.

- Implement the digitalization program and smart management reporting according to the general policy of Sonadezi Corporation...

- The Company will proactively review and update revenue recognition plans, build appropriate financial scenarios, and propose that competent authorities consider adjusting plan targets (if any) to ensure they reflect the true nature of operations and do not affect the management orientation.

The above is the report of the Board of Directors on business operations, corporate governance in 2025, and the operating plan for 2026, respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely.

Recipients:
- As above;
- Head of Board of Supervisors;
- Archived: Secretariat, Board of Directors.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

M.S.D.N: 3600899... CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC TỈNH ĐỒNG NAI

Dinh Ngoc Thuan

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

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

Dong Nai, March 23rd, 2026

REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS
Submitted to the 2026 Annual General Meeting of Shareholders Sonadezi Chau Duc Shareholding Company

To: The 2026 Annual General Meeting of Shareholders.

I. Basis and scope of the report:

Pursuant to the Law on Enterprises, the Charter, the Regulations on Operation of the Board of Directors, and related documents, I hereby submit this report in my capacity as an Independent Member of the Board of Directors regarding the management, operations, and the assurance of shareholders' rights in 2025.

The scope of the assessment includes: activities of the Board of Directors and the Board of Management; related-party transactions; the internal control system; the Financial situation; and the implementation of shareholders' rights.

II. Assessment of the activities of the Board of Directors and the Board of Management:

In 2025, the Board of Directors held meetings in accordance with regulations, reviewed and issued Resolutions on key issues of the Company. Fundamental Decisions were made based on complete information, in compliance with the law and the Charter.

The Board of Management has implemented the Resolutions of the Board of Directors, focusing on compensation and site clearance, investment in completing the Industrial Park infrastructure, and promoting business operations.

In addition, the progress of handling some areas still facing site clearance obstacles and the adaptation to fluctuations in the real estate market need to be continuously addressed in the coming time.

III. Supervision of Transactions and conflicts of interest:

Upon review, Transactions between the Company and related parties (If any) were conducted in accordance with the authority and current regulations. Information disclosure was performed as required, and no cases affecting the interests of the Company and shareholders have been recorded.

IV. Financial situation and operations:

According to the audited 2025 Financial statements, the Company's Financial situation is basically stable. Production and business operations were subject to certain impacts from the general context of the Market.

The Company's asset structure is focused on land funds and Industrial Park infrastructure, which requires efficient exploitation in the medium and long term, while also necessitating a focus on cash flow management and capital efficiency.

V. Protection of shareholders' rights:

The Company has implemented regulations related to information disclosure and the organization of the General Meeting of Shareholders, ensuring the right to access information and the participation rights of shareholders in accordance with the law.

VI. Conclusion:

Based on the assessed content, the Board of Directors and the Board of Management have performed their functions and duties as prescribed, maintaining stable operations in 2025.

In the coming time, it is necessary to continue improving management efficiency, strengthening risk control, and proactively adapting to Market fluctuations to ensure sustainable development and the interests of shareholders.

Sincerely.

INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Nguyen Van Luong

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

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REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS SONADEZI CHAU DUC SHAREHOLDING COMPANY

To: The 2026 Annual General Meeting of Shareholders

I am Tran Hao Hiep - Independent member of the Board of Directors of Sonadezi Chau Duc Shareholding Company for the IV term (2022 – 2027), hereby report to the 2026 Annual General Meeting of Shareholders on the activities of the Board of Directors in 2025 as follows:

1. Regarding the meetings of the Board of Directors:

- The Board of Directors has worked with a spirit of responsibility and transparency in corporate governance, complying with regulations applicable to public companies. The meetings of the Board of Directors were convened in a timely manner and conducted in accordance with the procedures set forth in the Charter and the Internal Regulations on Corporate Governance. Meeting invitations and documents were prepared and executed in accordance with requirements. The content of the meetings was actively discussed and evaluated by the Board of Directors' members in a full and careful manner to provide solutions that bring the best benefits to the Company.

- The Decisions/Resolutions of the Board of Directors at the meetings and via written consultation were complete and in accordance with the provisions of the law, the Company's Charter, the Internal Regulations on Corporate Governance, the Regulations on the Activities of the Board of Directors, and consistent with the Resolutions of the General Meeting of Shareholders and the Company's strategy and business plan. The minutes of the Board of Directors' meetings were prepared with full content of the meeting, including the full signatures of the Chairperson, Secretary, and attending members, and were sent to the members in accordance with the regulations.

2. Regarding personnel of the Board of Directors' members:

No.	Name	Position	Date of appointment	Number of meetings attended	Note
1	Mr. Dinh Ngoc Thuan	Chairman of the Board of Directors	29/03/2022	5/5	
2	Mr. Nguyen Van Tuan	Board of Directors' members	29/03/2022	5/5	

No.	Name	Position	Date of appointment	Number of meetings attended	Note
3	Mr. Phan Dinh Tham	Non-executive Board of Directors' members	29/03/2022	5/5	
4	Mr. Pham Anh Tuan	Non-executive Board of Directors' members	29/03/2022	5/5	
5	Mr. Nguyen Van Luong	Independent members	29/03/2022	5/5	
6	Mr. Tran Hao Hiep	Independent members	29/03/2022	5/5	
7	Ms. Nguyen Phuong Hang	Non-executive Board of Directors' members	18/04/2023	4/5	Absent with reason

- All Board of Directors' members participated fully and actively in planning and compliance control activities, ensuring good adherence to standard corporate governance practices as well as assigned tasks within the Board of Directors.

3. Regarding compliance with state regulations and laws:

- All contracts and transactions with related parties were approved by the Board of Directors and fully and timely performed information disclosure in accordance with regulations. According to the assessment of the Independent member of the Board of Directors, the Company has complied with the Law on Enterprises, the Law on Securities, and regulations related to the Company's operations.

- The selection of contractors to implement the Company's projects was carried out in accordance with the Law on Bidding. The Board of Directors continued to authorize the Chairman of the Board of Directors to sign decisions related to the establishment of the appraisal team as well as decisions approving the contractor selection plan in 2025. In addition, the Company also amended and issued the Contractor Selection Process - 3rd edition, applied appropriately to the actual situation.

4. General assessment of the activities of the Board of Directors and Board of Management:

In 2025, despite facing many difficulties in compensation and site clearance work and project implementation at the Company, as well as changes in the government apparatus at all levels, the merger of provinces and cities, the merger of Departments and Agencies, and the fluctuations in the global economic-political situation affecting the Company's production and business activities, the Board of Directors provided close and timely direction to resolve obstacles, creating conditions for Board of Management to perform the targets assigned by the General Meeting of Shareholders. Pre-tax revenue for the year 2025, as recorded in the audited separate financial statements, reached over VND 1,032 billion, achieving 110.90% of the set targets. The Board of Directors also assigned tasks to the Chairman of the Board of Directors to support the resolution of difficulties and obstacles related to the implementation of projects such as Urban Areas, Golf courses, and BOT Road 768…

Board of Management has successfully completed the assigned targets, strictly implemented current regulations, and regularly and promptly reported and sought opinions from the Board of Directors on issues under their authority for the Board of Directors to consider and make decisions. They have also consistently performed well in social and community work in the localities where the Company implements projects.

The above is the report of the Independent member of the Board of Directors on the assessment of the activities of the Board of Directors in 2025.

Sincerely.

Gia Lai, March 13rd, 2026

INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Tran Hao Hiep

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

No.: 01.2026/BC-SZC-BKS

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, March 24th, 2026

REPORT

Supervision of production and business operations in 2025 at Sonadezi Chau Duc Shareholding Company

To: General Meeting of Shareholders.

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11/01/2022 and Law No. 76/2025/QH15 dated 17 June 2025; and the Law on Securities No. 54/2019/QH14 dated 26/11/2019;

- Pursuant to the amended and supplemented Charter of Sonadezi Chau Duc Shareholding Company approved by the General Meeting of Shareholders;

- Pursuant to the functions, duties, and the Regulations on Operation of the Board of Supervisors.

The Board of Supervisors of Sonadezi Chau Duc Shareholding Company, approved by the General Meeting of Shareholders, consists of the following members:

- Ms. Pham Thi Kim Hoa — Head of Board
- Ms. Nguyen Thanh Huong — Member

  (Appointed on 11/04/2025, replacing Ms. Trinh Thi Hoa)
- Mr. Le Duc Thuan — Member

The Board of Supervisors has conducted an inspection and evaluation of the production-business results, as well as the management and administration work of the Board of Directors and the Board of Management in executing the production-business tasks according to the 2025 General Meeting of Shareholders Resolution. The Board of Supervisors hereby reports the following contents to the General Meeting of Shareholders:

PART I

EVALUATION OF THE COMPANY'S OPERATING RESULTS AND THE PERFORMANCE OF THE BOARD OF MANAGEMENT IN 2025

I. Evaluation of the Company's 2025 Operating results

1. Financial statements for 2025

Based on the 2025 Audited Consolidated Financial statements and Separate Financial statements prepared by RSM Vietnam Auditing and Consulting Company Limited, the Board of Supervisors has conducted sample testing, cross-referenced data, and unanimously reached the following opinion:

- The Financial statements for 2025 of Sonadezi Chau Duc Shareholding Company have reflected, in all material respects, a true and fair view of the Company's financial situation, asset structure, and capital sources for the accounting period ending December 31st, 2025.

- The Company's operating results and Cash flows for the year 2025, ending December 31st, 2025, are in accordance with the current Vietnamese Accounting Standards and Accounting system for enterprises regarding the preparation and presentation of financial statements.

- The Board of Supervisors concurs with the opinion of RSM Vietnam Auditing and Consulting Company Limited that there are no issues or circumstances arising from December 31st, 2025 to the date of this report that would have a material impact on the Company's business operations in the upcoming fiscal year.

1.1 The Company's 2025 assets – resources structure ratio

Unit: million VND

NO.	ITEMS	31/12/2024	31/12/2025	Increase/ Decrease
A	**ASSETS**	**8,225,800**	**8,121,968**	**(103,832)**
I	**Current Assets**	**3,066,828**	**2,505,886**	(560,942)
1	Cash and cash equivalents	705,293	413,942	(291,351)
2	Current financial investments	334,785	14,785	(320,000)
3	Current account receivables	149,767	122,182	(27,585)
4	Inventories	1,743,116	1,892,683	149,567
5	Other current assets	133,867	62,294	(71,573)
II	**Non-Current Assets**	**5,158,972**	**5,616,082**	**457,110**
1	Non-current account receivable	324	118,405	118,081
2	Fixed Assets	755,646	431,728	(323,918)
3	Investment Property	1,119,972	1,079,533	(40,439)
4	Non-current assets in process	3,148,112	3,554,427	406,315
5	Non-current financial investments	52,818	208,568	155,750
6	Other non-current assets	82,101	223,421	141,320
B	**RESOURCES**	**8,225,800**	**8,121,968**	**(103,832)**
I	**Liabilitie**	**5,161,986**	**4,932,884**	**(229,102)**
1	Current liabilities	1,953,283	1,442,376	(510,907)
2	Non-current liabilities	3,208,703	3,490,508	281,805
II	**Owner's Equity**	**3,063,814**	**3,189,084**	**125,270**
1	Owner's contributed capital	1,799,859	1,799,859	-
2	Other capital sources	1,263,955	1,389,225	125,270

Source: Audited Separate Financial statements for 2025

- As of December 31st, 2025, the company's asset structure primarily consisted of non-current assets, accounting for 69.15%, an increase of 8.86% compared to the end of 2024. This included: non-current accounts receivable; fixed assets; investment property; construction in progress (non-current assets in process); long-term financial investments and other non-current assets. In which, construction in progress amounted to 3,554,427 million VND, accounting for 43.76% of total assets and increasing by 12.9% compared to the end of 2024, mainly due to increased capital construction investment costs for projects. Current assets included: cash and cash equivalents; short-term financial investments; inventories... In which, inventories amounted to 1,892,683 million VND, accounting for 23.3% of total assets and increasing by 8.58% compared to the end of 2024 (investment costs for Chau Duc Urban Area); cash and cash equivalents decreased sharply by 291,351 million VND, and short-term financial investments decreased by 320,000 million VND compared to the end of 2024 as the company disbursed all funds from the 2024 charter capital increase share issuance for investment purposes and restructuring of debts at commercial banks.

- The company's resource structure as of December 31st, 2025 consisted of liabilities and owner's equity. In which, current liabilities amounted to 1,442,376 million VND, accounting for 17.76% of total resources and decreasing by 26.2% compared to the end of 2024, primarily due to a decrease in advances from customers (industrial park land lease); non-current liabilities amounted to 3,490,508 million VND, accounting for 42.98% of total resources and increasing by 8.8%, mainly due to an increase in long-term bank loans as the company continued to borrow capital for urban area investment. Owner's equity amounted to 3,189,084 million VND, accounting for 39.26% of total resources and increasing by 125,270 million VND compared to 2024 due to an increase in profit after tax. Non-current debt increased by 8.8% compared to the end of 2024 and accounted for 42.98% of the capital structure, indicating that the company continued to borrow long-term capital to invest in projects. Long-term accrued expenses accounted for 15.4% of total resources as the company temporarily accrued the cost of goods sold for industrial park land lease contracts to correspond with the land lease revenue recognized in a single installment.

1.2 Financial Indicators

No.	Indicators	Unit	31/12/2024	31/12/2025	Increase/ Decrease
1	**Capital structure ratio**				
	- Debt/Total resources ratio	%	54.49%	53.07%	-3%
	- Debt/Owner's Equity ratio	Times	0.96	0.78	-19%
2	**Solvency ratio**				-
	- Current ratio	Times	2.48	2.20	-11%
	- Quick ratio	Times	1.07	0.54	-50%
3	**Profitability**				-
	- Profit after tax/Total assets ratio (ROA)	%	3.98%	4.05%	1.79%
	- Profit after tax /Owner's Equity ratio (ROE)	%	12.48%	10.52%	-15.71%
	- Profit after tax /Net revenue ratio	%	34.70%	33.21%	-4.30%

- The ratio of Debt/Total resources decreased by 3%; The average ratio of -Debt/Owner's Equity decreased 0.18 times compared to the beginning of the year, from 0.96 to 0.78. This ratio significantly decreased mainly due to the "short term debt" item on the balance sheet decreasing considerably, by more than 510,907 million VND, while owner's equity increased insignificantly, by only 125,270 million VND resulting from the 2025 profit after tax.

- The short term solvency ratio decreased slightly by 0.28 times, reaching 2.2, indicating that the company's short-term payment situation has declined but remains sufficient; however, it is necessary to consider the liquidity of inventories to ensure short-term solvency. The quick solvency ratio is less than 1, which does not guarantee the ability to pay due debts of the company. The company needs to continue building financial plans to ensure financial safety for production and business activities.

- The financial ratios demonstrating profitability did not fluctuate significantly compared to the previous year, indicating the stable business condition of the projects.

Note: When analyzing the Company's debt and solvency indicators, the Board of Supervisors evaluated and excluded the indicators: "Short-term and long-term unearned revenue" on the Balance sheet due to the relatively certain nature of the occurrence of economic Transactions (Industrial Park land leasing).

2. Implementation status of the Resolutions of the General Meeting of Shareholders

2.1 Operating results table for 2025

Unit: million VND

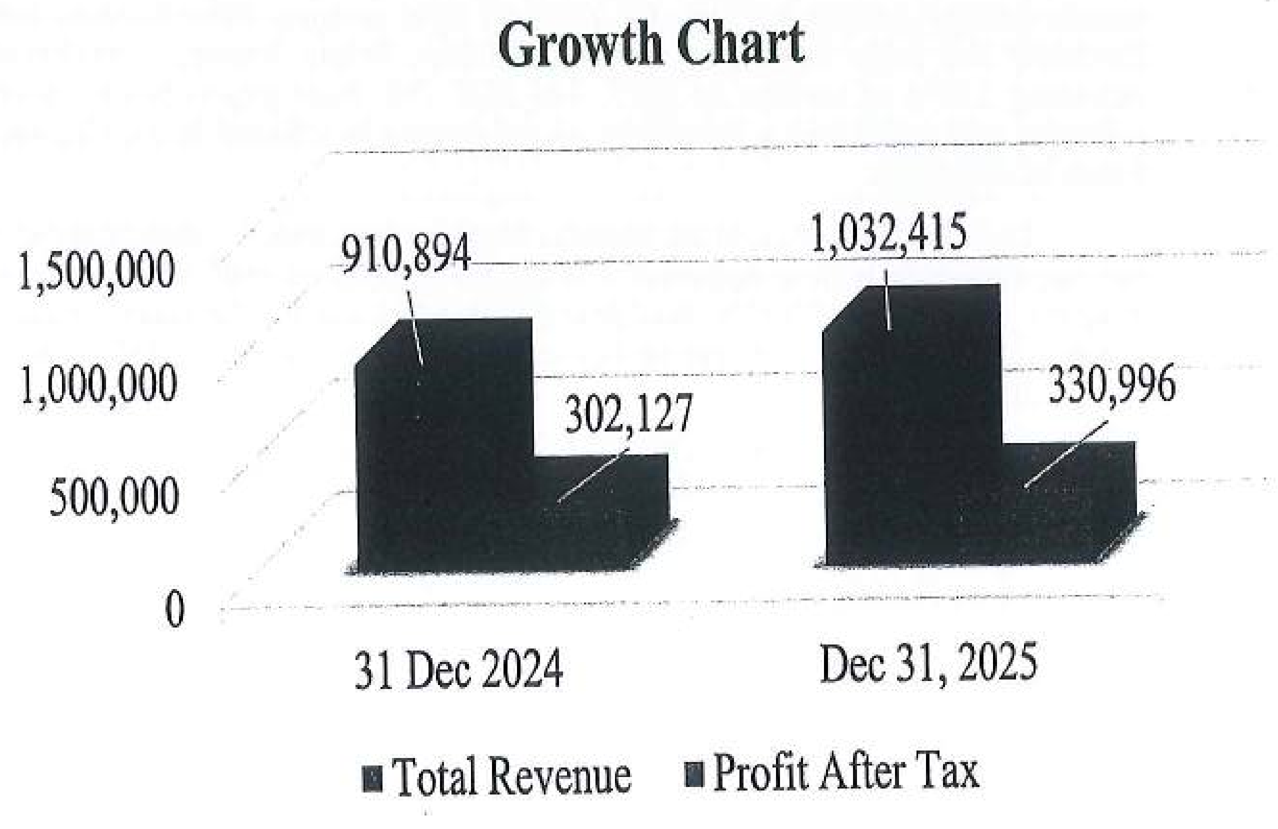
No.	Indicators	2025 Plan (according to the Resolution of the AGM)	2025 Actual	Actual/ Plan 2025 (%)
A	**Separate Financial Statements**			
1	Revenue	930,896	1,032,415	110.91%
2	Profit after tax	302,277	330,996	109.50%
3	Total amount payable to State Budget	148,200	148,702	100.34%
4	Capital Construction investment	437,617	275,635	62.99%
5	Site clearance compensation	1,207,710	401,110	33.21%
6	Total average number of employees (people)	147	262	178.23%
7	Total salary fund	48,560	58,600	120.68%
	Management salary fund	*7,560*	*6,600*	*87.30%*
	Employee salary fund	*41,000*	*52,000*	*126.83%*
8	Appropriation of funds (2024 Profit after tax)	53,900	75,740	140.5%
9	Dividend payout ratio	10%	10%	100%

No.	Indicators	2025 Plan (according to the Resolution of the AGM)	2025 Actual	Actual/ Plan 2025 (%)
B	**Consolidated Financial Statements**			
1	Revenue		1,134,132	
2	Profit after tax		344,801	

Source: Audited Financial statements for 2025

Based on the 2025 actual figures, total revenue reached 110.91% and profit after tax reached 109.5% compared to the plan in the General Meeting of Shareholders Resolution. Total amount payable to state budget reached 100.34%; capital construction investment reached 62.99%, and site clearance compensation work only reached 33.21% compared to the 2025 plan. The total salary fund in 2025 reached 120.68%, in which the employee salary fund reached 126.83% and the management salary fund reached 87.3% compared to the plan. The total average number of employees in 2025 was 262, an increase of 178.23% compared to the plan because the Golf Enterprise has not yet converted into a subsidiary. The appropriation of funds from 2024 profit after tax reached 140.5% due to an increase in the appropriation for the development investment fund. The company paid 2024 dividends at a rate of 10% in cash.

2.2 The revenue growth in 2025/2024 is illustrated in the following chart (Audited Separate Financial statements for 2025)



2.3 Detailed evaluation of the Company's business segments (Audited Separate Financial statements for 2025)

Unit: million VND

No.	Operating activities	2025 Implementation status			
		Revenue	**Cost of goods sold**	**Gross profit**	**Profit/ Revenue percentage**
1	Business from leasing land, Industrial Park infrastructure	908,098	351,591	556,507	61.28%
2	Factory leasing operations	5,286	1,189	4,097	77.51%
3	Business from transferring civil real estate	7,234	4,539	2,695	37.25%
4	Industrial Park (IP) water supply business	16,580	15,202	1,378	8.31%
5	Industrial Park (IP) wastewater treatment	7,213	4,714	2,499	34.65%
6	Golf course business	50,746	95,720	-44,974	-88.63%
7	Electricity supply - Industrial Park (IP) + others	1,559	212	1,347	86.40%
Total		**996,716**	**473,167**	**523,549**	**100.00%**

- Among the above business segments, Industrial Park land and infrastructure leasing activities account for the largest proportion, 91.11% of the Company's Total revenue. The Golf course business segment accounts for 5.09%; Residential real estate transfer business activity accounts for 0.73% of Total revenue. Other Services such as: Electricity and water supply, wastewater treatment, factory leasing... contributed the remaining 3.07% of revenue in 2025. The BOT 768 Road project has resumed toll collection and established a Subsidiary, so the revenue is reflected in the Consolidated Financial statements.

- The Cost of goods sold for business activities is as follows: Industrial Park land and infrastructure leasing activities account for 74.31% of total Cost; Golf course business accounts for 20.22%; Residential real estate transfer business accounts for 0.96% of total Cost. The remaining business activities account for 4.51% of the total Cost in 2025.

- In 2025, the profit-to-revenue ratio of the entire Company reached 52.53%, an increase of 4.53% compared to the previous year. Among business operations, the Golf business remains unprofitable due to high depreciation costs.

2.4 State budget payment status

In 2025, the Company was Fined for failing to comply with administrative regulations under Decision No. 2226/QĐ-XPHC-DON dated October 28th, 2025 of the Dong Nai Tax Department for the violation: "Incorrect declaration on the corporate income tax return leading to a shortage of tax payable in 2024" with a fine of over 918 million VND, and a tax shortfall of over 3,524 million VND, leading to an increase of 4,442 million VND in the total corporate income tax payable for 2024. In addition, the Company adjusted to increase the corporate income tax payable for the period from 2011 to 2023 by 38,213 million VND; Total adjustment reducing 2025 Profit after tax is 38,213 million VND. The total amount payable to the State budget during the year was 148,702 million VND, reaching 100.34% of the plan.

2.5 Capital construction investment and asset procurement status

- Capital construction investment work was implemented according to the plan with a capital construction investment cost of 676,745 million VND, reaching 62.99% of the plan.

- During the period, the Company increased asset procurement (Machinery, equipment, management tools, other fixed assets...) by 4,998 million VND; Increased assets from completed Capital construction by 36,617 million VND. Increased investment property (land lease right, Buildings and Infrastructure) by 200,135 million VND; Increased work-in-progress costs during the period (Chau Duc Urban Area costs) by 151,707 million VND.

- In 2025, the Company performed Liquidation of a 16-seater vehicle with a liquidation value through auction of 69.09 million VND.

2.6 Status of project implementation according to the 2025 plan.

- **Chau Duc Industrial Park (IP) Project:** Investment implementation costs (consulting costs, capitalized interest, construction costs, etc.) were 123,928 million VND, reaching 74.18% of the plan (excluding capitalized interest costs of 128,985 million VND) because the Company prioritized investment in technical infrastructure for each area to serve the leasing of IP land. In 2025, the Company continued to implement the construction of technical infrastructure for roads, rainwater drainage systems, wastewater systems, lighting, etc., while simultaneously carrying out maintenance for existing infrastructure and customer care for land lessees in the IP.

- **Chau Duc Urban Area (UA) Project:** Investment implementation costs (consulting costs, capitalized interest, construction costs, etc.) were 151,707 million VND, reaching only 56.07% of the plan.

+ Regarding the completion of the investment policy and related legal documents to launch the Chau Duc UA project: The Company has completed gathering opinions from relevant Departments and agencies; the Department of Finance is currently drafting an appraisal report to submit to the Ho Chi Minh City People's Committee (after the Company provides an explanation of the owner's equity as prescribed).

+ Adjustment of the investment policy for the Sonadezi Huu Phuoc Residential Area project: The Company has completed gathering opinions from Departments, agencies, and local authorities; the Department of Finance is currently considering inviting a meeting to clarify the opinions of the Department of Construction to appraise the dossier in accordance with regulations.

+ Social Housing Project (Phase 1) - Sonadezi Huu Phuoc Residential Area for lease to Electronic Tripod Vietnam (Chau Duc) Co., Ltd.: The Company is implementing and completing related procedures to lease 105 social housing units to the customer.

+ Regarding the Terraced House area, Phase 2 - Sonadezi Huu Phuoc Residential Area project: Procedures are being carried out to select a contractor to appraise the value of land lease rights and assets attached to land for 54 phase 2 terraced houses.

+ Implementation of the Golf Villa area: A design competition for the golf villas is being organized.

- **Chau Duc Golf Course Project:** Investment implementation cost was 1,668 million VND due to capital construction costs and equipment procurement. The Company has finalized the plan to establish a One-Member Limited Liability Company to operate the golf course starting from 01 January 01st, 2026.

- **BOT 768 Road Project:** The Company has completed the establishment of the BOT 768 One-Member Limited Liability Company and resumed toll collection on April 05th, 2025. The BOT Company has completed repairs to ensure traffic safety for the Thien Tan Water Plant route, and the Department of Construction received the handover of the Thien Tan Water Plant route in its current state on June 10th, 2025; the BOT Company has signed 03 contract appendices for legal entity conversion with the Department of Construction and the Dong Nai Province Construction Investment Project Board of Management to ensure the legal status of the Project and the Project Enterprise.

- **Site clearance for projects:** Total compensation costs for site clearance reached only 401,110 million VND, equivalent to 33.21% of the plan due to dependence on the inventory situation and the issuance of compensation decisions by local authorities. In 2025, the Company also continued to carry out procedures to request land allocation and land lease for the land area for which the site has been handed over. Currently, the Ho Chi Minh City People's Committee is considering issuing a Decision on land lease for the 8th phase of the Industrial Park with an area of 28.61 ha in Nghia Thanh commune, and the Company is completing the cadastral map to submit the land lease application for the area in Chau Pha commune and Tan Thanh ward of approximately 84.99 ha.

2.7 Salary fund status

The actual salary fund for employees and managers was 58,600 million VND, reaching 120.68% of the annual plan. Monthly/quarterly, the Company pays salaries and remuneration to the Board of Directors and the Board of Supervisors according to the resolutions approved by the General Meeting of Shareholders. The salary fund is calculated based on the achieved profit results and labor productivity this year compared to 2024.

2.8 Status of fund appropriation

- After the 2025 General Meeting of Shareholders approved the appropriation of funds, the Company appropriated 25.07% of the 2024 profit after tax for funds with a total amount of 75,740 million VND, of which 50,000 million VND was appropriated to the Development Investment Fund.

- Regarding the plan for distributing 2025 profit after tax to funds according to the Resolution, which is 73,900 million VND, accounting for 24.4% of profit after tax, the Company has not yet implemented this and proposes to submit to this year's General Meeting of Shareholders a planned distribution of 78,000 million VND, equivalent to 23.5% of profit after tax. Of which, the Development Investment Fund is 50,000 million VND, accounting for 64.1% of the total profit distributed to funds.

2.9 Status of dividend payments to shareholders

The Company's Board of Directors approved the Resolution to pay a 10% dividend for 2024 to shareholders in cash, and the Company completed the procedures for shareholders in the fourth quarter of 2025. As of December 31st, 2025, the remaining unpaid dividends for previous years amounted to 3,679 million VND.

2.10 Status of capital mobilization and utilization in 2025

- Status of using capital mobilized from bonds

On January 08th, 2025, the Company proceeded to early repurchase the entire amount of outstanding bonds, valued at 200,000 million VND, and completed related dossiers with the Hanoi Stock Exchange.

- The status of using capital from the additional share issuance to existing shareholders is detailed as follows:

Unit: million VND

No.	Purpose of capital usage	Actual	Note
1	Supplementing investment capital for the construction of Chau Duc Industrial Park project	399,999.60	
2	Restructuring the Company's loan debts	732,288.55	
3	Payment of loans and items for the BOT 768 road investment project	35,552.00	
4	Payment of items for the Chau Duc Urban Area and golf course project	31,877.89	
	TOTAL	**1,199,718.04**	

According to Inspection Conclusion No. 68/KL-TT dated October 28th, 2025 of the State Securities Commission Inspectorate, the Company used a portion of the capital to pay for some items under the BOT 768 Road Project and the Chau Duc Urban Area and Golf Course Project. The total value was 67,430 million VND, accounting for 5.62% of the total mobilized capital, which did not change the overall objective of the capital utilization plan.

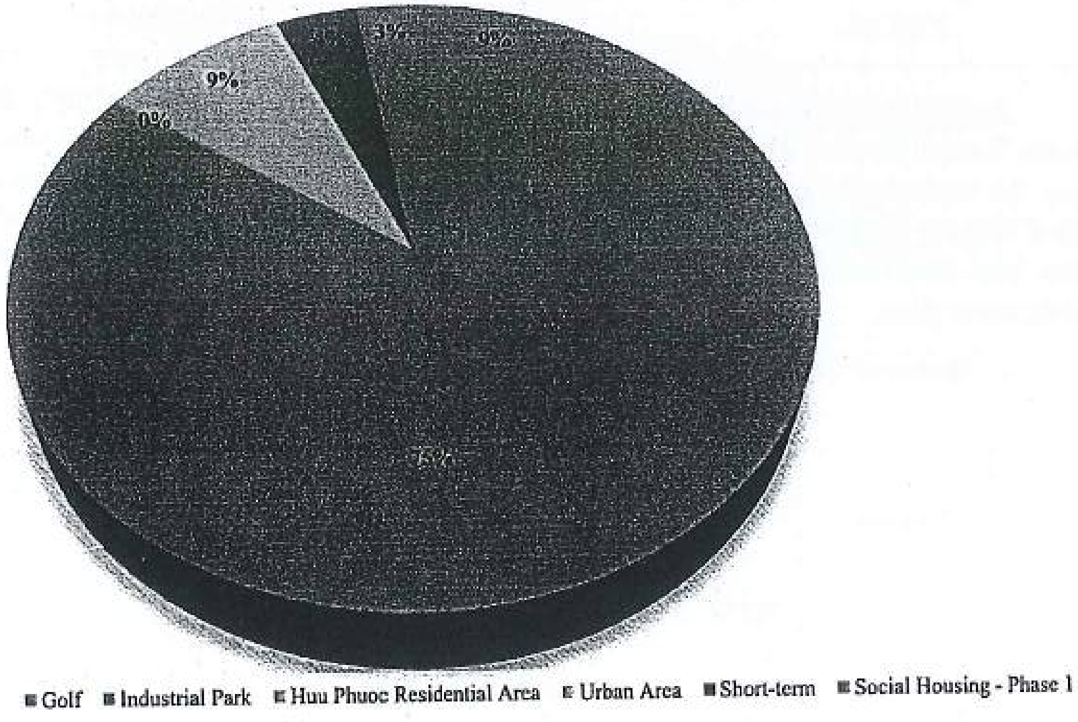
- Status of loan mobilization as of December 31st, 2025

Unit: million VND

No.	Purpose	Name of Credit Institution	Limit (VND)	Outstanding debt (VND)	Interest rate (%)	Remaining limit
1	Golf	BIDV - Dong Nai	455,000	227,800	7.50%	
2	Social Housing Phase 1	BIDV - Dong Nai	106,000	62,286	6.40%	43,714
3	Industrial Park	VietinBank Branch 7	400,000	116,000	8.40%	

No.	Purpose	Name of Credit Institution	Limit (VND)	Outstanding debt (VND)	Interest rate (%)	Remaining limit
4	Industrial Park	VietinBank Branch 7	1,000,000	984,000	8.90%	
5	Industrial Park	VietinBank Branch 7	2,000,000	751,241	8.70%	1,245,259
6	Huu Phuoc Residential Area	LPBank	90,000	4,400	10.00%	79,441
7	Urban Area	MB	450,000	88,621	10.50%	
8	Urban Area	MB	678,000	50,000	9.30%	534,715
9	Urban Area	Woori Bank	230,000	76,667	6.70%	
10	Short term	VietinBank Branch 7	100,000	60,381	6.10%	39,619
11	Short term	Shinhan Bank	22,000		4.00%	22,000
12	Short term	Vietcombank	55,000		4.60%	55,000
13	Short term	Woori Bank	75,000	35,795	5.08%	39,205
	TOTAL		**5,661,000**	**2,457,190**		**2,058,953**

Loan Outstanding Structure



Currently, the outstanding loan balance at commercial banks is 2,457.19 billion VND, with a remaining limit of approximately more than 2,000 billion VND not yet disbursed, showing that the Company is proactive and has contingency sources for operations and investment; however, the remaining limit of the loan for the Urban Area still depends on the progress of adjusting the investment policy for the Urban Area.

II. Supervision results regarding the Board of Directors, Board of Management, and other executives of the Company

1. Supervision results regarding the Company's Board of Directors (2022-2027 term)

- The Board of Directors consists of 07 members appointed by the General Meeting of Shareholders, with 01 member concurrently serving in the Board of Management and 02 independent members of the Board of Directors.

- In 2025, the Board of Directors convened 05 meetings to implement and vote on issues within its authority in accordance with the law and the resolutions of the General Meeting of Shareholders. In addition to in-person meetings, the Board of Directors also collected written opinions to make decisions, meeting the requirements of production-business operations in a timely manner. Each meeting and opinion collection was fully documented and archived at the Company.

- The members of the Board of Directors performed their functions and duties correctly in accordance with the law, the Company's Charter, and the Regulations on Operation of the Board of Directors.

2. Supervision results regarding the Board of Management and other executives of the Company

- In 2025, the Board of Management consisted of 04 members and assigned work to each individual to implement the Resolutions and Decisions of the Board of Directors and perform information disclosure as prescribed.

- Based on the Resolutions of the Board of Directors, the Board of Management organized, implemented, and managed business operations, strictly adhering to the guidelines set forth by the General Meeting of Shareholders and the Board of Directors. The Board of Management organized periodic and extraordinary meetings to review plans and resolve difficulties and obstacles for the Company's Departments/ Divisions/ Enterprises.

3. Evaluation of the coordination between the Board of Supervisors, the Board of Directors, and the Board of Management

- The Board of Supervisors, the Board of Directors, and the Board of Management coordinated on the principle of the common interest of the Company and shareholders, complying with the provisions of the law, the Charter, and the Company's Regulations.

- The Board of Supervisors was invited to attend meetings of the Board of Directors and was provided with content upon request during inspections to promptly grasp the Company's operational situation according to the production-business plan approved by the General Meeting of Shareholders. In 2025, the Board of Supervisors attended and inspected the procedures of meetings and the opinion collection forms of the Board of Directors according to the attached dossiers, ensuring that the meeting and opinion collection procedures complied with current regulations.

4. Evaluation of transactions between the Company and members of the Board of Directors, Company executives, and affiliated persons

- Transactions arising during the period between the Company and members of the Board of Directors, the Board of Management, and affiliated persons were conducted by the Company in compliance with regulations on corporate governance. When transactions arose, the Company performed the process of seeking opinions from members of the Board of Directors to approve the policy, performed information disclosure, and disclosed all arising transactions in the Financial statements in accordance with regulations.

- The 2025 report on corporate governance fully disclosed all transactions and was published on the website on January 30th, 2026, and the report was sent to the State Securities Commission and the Ho Chi Minh City Stock Exchange, disclosing all transactions arising with affiliated persons in the Financial statements in accordance with current regulations.

- In 2025, the Company received Decision No. 315/QĐ-XPHC from the State Securities Commission (SSC) Inspectorate regarding administrative penalties in the field of securities and the securities market dated October 10th, 2025, concerning information disclosure and the use of capital from share issuance.

PART 2

REPORT ON SELF-ASSESSMENT OF THE BOARD OF SUPERVISORS' OPERATIONS IN 2025 AND CONCLUSIONS, RECOMMENDATIONS

I. Self-assessment results of the Board of Supervisors' operations

1. Operational status of the Board of Supervisors and supervisors

The Board of Supervisors for the 2022-2027 term consists of 03 members, with the Head of the Board of Supervisors working full-time at the Company.

- In 2025, the Board of Supervisors organized meetings with the full participation of its members to assign tasks, develop plans, define the content for supervising production-business operations, and hold meetings to evaluate the results of the work assigned to each member.

- The Board of Supervisors did not assign members to witness the inventory of assets, supplies, and Work-in-Progress (WIP) at the time of inspection; did not verify or reconcile vouchers and input goods that the Company had declared for tax deduction and recorded in the period; and did not organize the reconciliation and confirmation of all Accounts Receivable and Accounts Payable.

- During the year, the supervisors monitored production-business operations according to their assigned tasks to oversee the management and administration of business activities by the Board of Management, and reviewed the legality, procedures, and sequence of issuing resolutions by the Board of Directors in their management work. They monitored compliance with the Charter, the General Meeting of Shareholders Resolutions, and Board of Directors Resolutions; the distribution of profit, dividend payments, and the Company's information disclosure... to ensure transparency in information disclosure in accordance with legal regulations.

- In addition, the Board of Supervisors did not receive any requests or complaints from shareholders requesting an inspection of the management by the Board of Directors and the Board of Management regarding the Company's business operations.

2. Remuneration, Operating Expenses, and Other Benefits of the Board of Supervisors

The Board of Supervisors has performed its functions and duties of inspecting and supervising business operations in accordance with the Charter and the law, with no conflicts of interest with the Company's interests. In 2025, the salary and remuneration expenses for the Board of Supervisors were paid by the Company monthly in accordance with the Resolution of the General Meeting of Shareholders as follows:

Unit: million VND

Member of the Board of Supervisors	Title	Monthly salary/ remuneration	Settled salary/ remuneration	Number of voting shares owned as of 31/12/2025		Illegal acts	Conflicts of interest with the Company	Related interests with the Company
				Sonadezi Corporation	Individual			
Pham Thi Kim Hoa	Head of the BOS	34.2	989.254	8,208,000	14,700	No	No	No
Nguyen Thanh Huong	Member	4.0	76	0	0	No	No	No
Trinh Thi Hoa	Member	4.0	27	0	0	No	No	No
Le Duc Thuan	Member	4.0	103	0	0	No	No	No

Source: Audited Financial statements for 2025

3. Summary of the Board of Supervisors Meetings and 2026 plan

3.1 Summary of the Board of Supervisors Meetings

- Over the past year, members of the Board of Supervisors have evaluated the supervision of production-business operations and the management by the Board of Management based on the General Meeting of Shareholders Resolutions, Board of Directors Resolutions, Financial statements, and reports from departments/divisions... in accordance with the regulations of the Company and management levels.

- Based on the control performed using the sampling method for data in the Financial statements, accounting books, invoices, and vouchers provided by the Company at the time of inspection, the Board of Supervisors organized 03 meetings and discussed the content after each inspection of the production-business operations at the Company. Some key contents discussed were as follows:

+ Evaluation of the implementation of General Meeting of Shareholders and Board of Directors Resolutions through the efficiency of quarterly business segments;

+ Meetings to appraise and evaluate the honesty and reasonableness of the audited quarterly and annual Financial statements according to the tasks assigned to each member and preparation of reports for submission to the General Corporation;

+ Review of compliance with information disclosure regulations;

+ Contributing opinions to the draft Regulations on Operation of the Board of Directors and internal procedures...;

+ Review of the fulfillment of obligations to pay to the State Budget and dividend payments to shareholders;

+ Control of investment activities; the use of loans;

+ Review and evaluation of the estimated production-business performance for 2025; and the preparation of the 2026 production-business plan for submission to Sonadezi Corporation.

3.2 2026 Operational Plan of the Board of Supervisors

- The Board of Supervisors will continue to perform the inspection and supervision of the activities of the Board of Directors and supervise the management and administration of production-business operations by the Board of Management.

- Supervision of the Company's production-business operations through Financial statements, financial supervision reports, and other reports as prescribed by law.

- Conducting inspections and coordinating with the Company's functional departments/divisions to review compliance with legal regulations, the Charter, General Meeting of Shareholders Resolutions, and Board of Directors Resolutions in the management of production-business operations by the Board of Management.

- Appraisal of quarterly and annual Financial statements.

- Inspection of project implementation, Capital Construction, and financial investment activities; the use of capital... and other tasks under the authority, functions, and duties according to the Regulations on Operation of the Board of Supervisors.

II. Conclusions and recommendations of the Board of Supervisors regarding the Company's 2025 production-business operations

The attraction of foreign investment in Vietnam showed positive growth in 2025, with many sources of customers coming to the Chau Duc Industrial Park and Urban Area project to lease land for building factories and workshops... Through supervising the production-business operations at the Company, the Board of Supervisors observed: The Company promoted land lease marketing in 2025, with several customers showing interest and signing land lease agreements and Contracts. The disbursement of compensation and site clearance costs, as well as applications for land allocation and issuance of land lease right certificates for projects, continued to be closely followed by the Company. The Company completed the investment and construction of the social housing project phase 1; the business of terraced houses and shophouses in phase 2 of the Sonadezi Huu Phuoc Residential Area and continued to maintain preferential sales policies for customers; and continued to build social infrastructure and urban infrastructure in the North to gradually complete the Urban Area infrastructure system and create more products for the Company's business operations... The Company completed the establishment of the BOT 768 Road One-Member Limited Liability Company and resumed toll collection on April 05th, 2025, contributing to the increase in revenue and consolidated profit of the entire Company. The Company also completed the conversion of the Golf Enterprise business model into a One-Member Limited Liability Company, which officially commenced operations on January 01st, 2026.

Given the practical situation of production-business operations in 2025, the Board of Supervisors has some comments and recommendations as follows:

1. Comments and recommendations regarding the 2025 production-business situation:

- In 2025, the Company exceeded its targets for revenue, profit, and budget payments compared to the plan set by the General Meeting of Shareholders. Total Capital

Construction investment costs reached only 62.99% and compensation for site clearance reached only 33.21% due to dependence on the inventory work and the issuance of compensation decisions by local authorities.

- Among the main business segments, the leasing of land and Industrial Park infrastructure accounts for a very large proportion of total revenue (91.11%). This is currently the most important business activity, bringing in the main profit for the Company. Last year, the Golf course business segment also contributed 50,746 million VND to total revenue, and the residential real estate business segment contributed 7,234 million VND. However, the ratio of these 2 business segments only accounted for 5.81% of total revenue in 2025, a decrease of 3.66% compared to the previous year, and the Golf business has not yet generated profit. Compared to the 2 consecutive years, the revenue proportion of the above 2 business segments continues to decrease. These are the Company's main business activities, contributing to the Company's growth in the future.

- Some legal procedures for projects are still awaiting approval: Investment policy and legal documents related to the Chau Duc Urban Area project; Adjustment of the investment policy for the Sonadezi Huu Phuoc Residential Area project; and subsequent contract appendices for the BOT 768 Project.

- Based on the investment and business situation in 2025, the Board of Supervisors recommends that the Board of Management continue to evaluate, analyze, and issue policies to resolve difficulties and obstacles in compensation for site clearance and land lease allocation for projects; continue to closely follow the application for investment policy approval for the Chau Duc Urban Area and Huu Phuoc Residential Area until approval decisions are obtained from functional agencies; research and promote the marketing of residential real estate products; complete the organizational structure of the Golf One-Member Limited Liability Company to manage the operation and exploitation of Golf Services to increase revenue, reduce costs, and improve the efficiency of the Golf business segment; and focus on completing the signing of BOT contract appendices and the finalization of project investment costs.

- Specialized departments regularly update the status of cash collection, debt recovery, and evaluate the Solvency ratio, optimizing the costs of mobilizing and using capital to be proactive in capital management and payment of due debts. In addition, the Board of Management continues to direct the heads of Departments/Divisions/Enterprises to supervise the work of the departments in charge, ensuring that work is completed on schedule as planned.

2. Other comments and recommendations

- *Regarding investment capital and serving investment - production-business activities:* In 2024, the successful issuance of shares to increase capital helped the Company be proactive in cash flow for the construction investment of Chau Duc Industrial Park and restructuring loans at Credit institutions; the Solvency ratio indicators were increased, and the Company's Financial situation was improved. However, according to the actual cash flow in 2025, it only reached 52% of the plan, and the total cash flow from business operations only accounted for 45% of the total cash flow spent in the period, showing that the Company continues to use borrowed capital from Credit institutions to compensate for investment and operating expenses of the Company. Currently, revenue from production-business operations is mainly based on the main segment of industrial real estate, which is not enough to cover operating expenses, including principal and interest.

The Board of Supervisors recommends that the Board of Management needs to regularly evaluate and analyze the Company's Financial situation and have solutions to proactively provide capital for investment - production-business activities, and improve financial indicators to ensure financial Safety for the Company.

- *Regarding human resources:* Over the past years, the Company has supplemented senior personnel in charge of civil real estate investment and business, enhancing human resources to serve the Urban Area project. The Board of Management continues to review the deployment of appropriate personnel and has plans to provide professional and vocational training for employees to meet the needs of investing in and operating projects. Additionally, as the State changes regulations and new laws are enacted that directly affect business operations, the Company needs to regularly organize training sessions to update new knowledge for staff.

- *Regarding the internal control system:* The Company needs to periodically evaluate and adjust its system of internal regulations, processes, and policies to align with practical reality, ensuring that risk review is effectively implemented throughout the Company to enhance the role of the internal control system. Furthermore, the Board of Management and the Company's staff continue to comply with regulations and processes to minimize risks, manage costs well in management, Capital Construction investment, procurement of goods and services, and project operation, contributing to increasing the Company's profit.

- *Regarding planning:* The Board of Management continues to improve the quality of the Company's annual business planning, financial planning, and financial management. The Board of Management needs to anticipate objective risks and continuously update information on the investment market and FDI attraction due to many fluctuations in early 2025. The Board of Management continues to update changes in State accounting and tax policies... to build investment and business plans that are close to the Company's actual situation. The Board of Directors leads, and the Board of Management implements plans aimed at completing and exceeding annual revenue and profit targets, orienting the Company toward stable, long-term development and ensuring the interests of shareholders.

The above is the Report on the supervision of production and business operations in 2025 of the Board of Supervisors of Sonadezi Chau Duc Shareholding Company, respectfully reported to the General Meeting of Shareholders at the 2026 annual meeting.

Sincerely./.

Recipients:
- As above;
- Archived: BOS, GMS.

ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD

Pham Thi Kim Hoa

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, March 24th, 2026

REPORT
On Selecting an Auditing Unit to Audit the 2026 Financial Statements

To: General Meeting of Shareholders

Pursuant to the Law on Enterprises dated June 17, 2020; the Law on Securities dated November 26, 2019.

According to the announcement of the State Securities Commission in Decision No. 902/QĐ-UBCK dated November 19th, 2025 regarding the list of auditing companies for public interest entities in the securities sector in 2026, the Board of Supervisors of Sonadezi Chau Duc Shareholding Company reports to the General Meeting of Shareholders to select one of the above three companies to audit the 2026 financial statements of Sonadezi Chau Duc Shareholding Company as follows:

TT	Name of company Auditing	Contact Address
1	AFC Vietnam Auditing Company Limited	No.4 Nguyen Dinh Chieu Street, Tan Dinh Ward, Ho Chi Minh City
2	RSM Vietnam Auditing & Consulting Company Limited	147-147 Bis Hai Ba Trung, Xuan Hoa Ward, Ho Chi Minh City
3	A&C Auditing and Consulting Company Limited	No. 02, Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City

The Board of Supervisors respectfully submits to the General Meeting of Shareholders for consideration and approval the authorization for the Board of Directors to select one of the three aforementioned auditing firms to audit the Company's financial statements for the year 2026.

Sincerely./.

Recipients:
- As above;
- Archive: BOS, GMS.

ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD

Pham Thi Kim Hoa

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

No.: 46/2026/TTr-SZC-TCKT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, March 24th, 2026

PROPOSAL
Regarding the Profit distribution plan for the year 2025 and Profit distribution plan 2026

To: General Meeting of Shareholders

Pursuant to the audited 2025 Financial statements of Sonadezi Chau Duc Shareholding Company;

Pursuant to the production and business results of 2025;

Pursuant to the production and business plan and the financial situation of the company in 2026.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the profit distribution plan for 2025 and the profit distribution plan for 2026, specifically as follows:

1. Profit after tax distribution plan for 2025 as follows:

Due to the application of Circular No. 99/2025/TT-BTC, which is expected to significantly impact the Company's business performance in 2026, while the Company's projects are currently still concentrating resources on compensation, site clearance, and construction investment implementation, in order to ensure sufficient resources for business operations as well as to maintain funds for community social activities and agency and related parties work fund in the coming years, the Board of Directors proposes the following plan for the profit after tax distribution plan for 2025:

Unit: VND

No	Content	According to the 2025 AGM Resolution	% EAT	2025 Proposed Profit distribution plan	% EAT
1	Charter capital	1,799,858,630,000		1,799,858,630,000	
2	Profit after tax (EAT)	302,277,058,744		330,995,725,937	
3	Allocation to funds	73,900,000,000	24.45%	78,000,000,000	23.57%
3.1	Development Investment Fund	50,000,000,000	16.54%	50,000,000,000	15.11%
3.2	Reward and Welfare Fund (for employees and managers)	10,900,000,000	3.61%	18,000,000,000	5.44%
3.3	Community Social Work Fund	7,000,000,000	2.32%	5,000,000,000	1.51%

No	Content	According to the 2025 AGM Resolution	% EAT	2025 Proposed Profit distribution plan	% EAT
3.4	Agency and Related Parties Work Fund	6,000,000,000	1.98%	5,000,000,000	1.51%
4	Remaining profit after fund allocation	228,377,058,774		252,995,725,937	
5	Remaining Profit from Previous Year (re-reported)	287,857,046,886		246,119,851,155	
5.1	Profit from Previous Year (previously reported)			287,857,046,886	
5.2	Retrospective adjustment of after-tax profits for previous years			(41,737,195,731)	
6	Total Remaining Profit	516,234,105,660		499,115,577,092	
7	Dividends				
7.1	Percentage	10%		10%	
7.2	Estimated value	179,985,863,000		179,985,863,000	
8	Remaining profit carried forward to the next year	336,248,242,660		319,129,714,092	

2. Profit distribution plan for 2026:

No.	CONTENT	Value (VND)	% EAT
1	Charter capital	1,799,858,630,000	
2	Profit after tax	38,826,000,000	
3	Allocation to funds	7,765,200,000	20.0%
3.1	Development investment fund	-	
3.2	Reward and Welfare Fund	7,765,200,000	20.0%
4	Remaining profit after fund allocation	31,060,800,000	
5	Remaining profit from previous year	319,129,714,092	
6	Total remaining profit	350,190,514,092	
7	Dividend		
7.1	Percentage	10%	
7.2	Estimated value	179,985,863,000	
8	Remaining profit carried forward to the next year	170,204,651,092	

The allocation to the welfare and reward fund is based on the Company's business performance in 2026 and applicable regulations.

The above is the company's profit distribution plan for 2025 and the profit distribution plan for 2026, submitted to the 2026 Annual General Meeting of Shareholders for approval.

Respectfully.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Dinh Ngoc Thuan

Recipients:
- As above;
- Archive: Secretariat, BOD.

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

No.: 47/2026/TTr-SZC-HĐQT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, March 24th, 2026

PROPOSAL

Regarding the salaries and remunerations of the Board of Directors and Member of the Board of Supervisors

To: General Meeting of Shareholders.

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for consideration the finalization of payment of salaries, remuneration for 2025, and the proposed salary and remuneration for 2026 for the BOD, the Board of Supervisors (BOS), and the Person in charge of Corporate Governance as follows:

I. Remuneration and salaries in 2025:

- The salary of the Head of the BOS: 34,200,000 VND/month
- Remuneration of Board of Directors' members: 8,000,000 VND/person/month
- Remuneration of the Member of the BOS, Company secretary: 4,000,000 VND/person/month

Based on the production and business results of 2025:

- The total finalized remuneration fund of the BOD, the BOS and the Person in charge of corporate governance in 2025 is 1,498,000,000 VND.
- The salary of the Head of the BOS is finalized according to the salary statement of the year, which is 915,854,000 VND.

II. Proposed remuneration and salaries for 2026:

Provisional monthly payment level:

- The salary of the Head of the BOS: 34,200,000 VND/month
- Remuneration of the Chairman of the BOD: 10,000,000 VND/month
- Remuneration of the Member of the BOD: 8,000,000 VND/person/month
- Remuneration of the Head of the BOS: 6,000,000 VND/month
- Remuneration of the Member of the BOS, Person in charge of corporate governance: 4,000,000 VND/person/month

Based on the production and business results of 2026, the actual salary fund of the Head of the BOS and the actual remuneration of the BOD and the Member of the BOS will be finalized within the salary fund and the remuneration fund in accordance with current regulations (if applicable).

Respectfully.

Recipients:
- As above;
- Archived: Secretariat, BOD.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

M.S.D.N: 3500899... CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC * TỈNH ĐỒNG NAI

Dinh Ngoc Thuan

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

No.: 48/2026/BC-SZC-HĐQT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Dong Nai, March 24th, 2026

REPORT
On the results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance

To: The General Meeting of Shareholders

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;

Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019;

Pursuant to Decree No. 155/2020/NĐ-CP dated 31/12/2020 of the Government detailing and guiding the implementation of a number of articles of the Law on Securities;

Pursuant to Circular No. 118/2020/TT-BTC dated 31/12/2020 of the Ministry of Finance guiding a number of contents on public offering, securities offering, public tender offer, share repurchase, registration of public company and cancellation of public company status;

Pursuant to the Charter of Sonadezi Chau Duc Shareholding Company ("Company");

Resolution of the 2023 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company No. 04/NQ-SZC-ĐHĐCĐ dated 18/04/2023 ("Resolution of the General Meeting of Shareholders No. 04/NQ-SZC-ĐHĐCĐ");

Pursuant to the Report on the Results of the public share offering No. 433/BC-SZC-TCKT dated 17/04/2024 of Sonadezi Chau Duc Shareholding Company;

Pursuant to Official Dispatch No. 2505/UBCK-QLCB dated 22/04/2024 of The State Securities Commission; regarding the report on the results of the additional public share offering of SZC;

Pursuant to Inspection Conclusion No. 68/KL-TT dated 28/10/2025 of the State Securities Inspectorate regarding the inspection conclusion at Sonadezi Chau Duc Shareholding Company.

The Board of Directors of Sonadezi Chau Duc Shareholding Company hereby reports to the General Meeting of Shareholders (GMS) on the results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance, as authorized by the GMS under Resolution No. 04/NQ-SZC-ĐHĐCĐ, with the following contents:

I. Results of the 2024 additional share issuance:

Based on the report on Owner's Equity audited by RSM Vietnam Auditing and Consulting Company Limited dated 02/05/2024, the results of the 2024 share issuance are as follows:

- Name of securities: Shares of Sonadezi Chau Duc Shareholding Company
- Type of securities: Common shares
- Par value: 10,000 VND/share
- Number of issued securities: 59,985,902 shares.
- Offering price: 20,000 VND/share.
- Total amount raised: 1,199,718,040,000 VND.
- Offering closing date: 12/04/2024

II. Initial capital usage plan:

According to the capital usage plan in the Resolution of the General Meeting of Shareholders No. 04/NQ-SZC-ĐHĐCĐ dated 18/04/2023 and the Resolution of the Board of Directors No. 09/NQ-SZC-HĐQT dated 21/08/2023 on approving the implementation of the plan to offer additional shares to existing shareholders to increase the Company's charter capital, the approved purposes for capital usage are specifically as follows:

No.	Capital usage plan	Expected amount (VND)
1.	Supplementing investment capital for the construction of Chau Duc Industrial Park project, Ngai Giao Commune, Ho Chi Minh City	399,999,600,000
2.	Restructuring the Company's debts to Credit institutions and paying principal and interest on the Company's due bonds	800,000,000,000
	Total	**1,199,999,600,000**

III. Actual use of proceeds from the issuance:

According to the Report on the results of the public share offering No. 433/BC-SZC-TCKT dated April 17, 2024, the actual proceeds from the share issuance amounted to VND 1,199,718,040,000 (lower than the planned amount).

During the period from April 26, 2024 to June 30, 2025, the Company utilized the entire proceeds to supplement capital for projects and to settle due liabilities.

After the release of the escrow account, the proceeds were integrated into the Company's overall cash flow management to optimize capital efficiency and ensure liquidity for business operations. At all times during the period, the Company maintained cash and cash equivalents at appropriate levels to meet its funding requirements.

The proceeds from the issuance were used as follows:

No.	Capital usage plan	Amount used (VND)
1.	Supplementing investment capital for the construction of Chau Duc Industrial Park project, Ngai Giao Commune, Ho Chi Minh City	399,999,600,000
2.	Restructuring the Company's debts to Credit institutions and paying principal and interest on the Company's due bonds	732,288,549,234
3.	Payment of loans and items for the BOT Road 768 project	35,552,000,000
4.	Payment of items at the Chau Duc Urban Area and Golf Course project	31,877,890,766
	Total	**1,199,718,040,000**

The above is the report on the results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance of Sonadezi Chau Duc Shareholding Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval.

Sincerely.

Recipients:
- As above;
- Archived: Secretariat, Finance & Accounting, GMS.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

M.S.D.N: 3600898948 - C.T.C.P
CÔNG TY
CỔ PHẦN
SONADEZI
CHÂU ĐỨC
TỈNH ĐỒNG NAI

Dinh Ngoc Thuan

SONADEZI CORPORATION **SONADEZI CHAU DUC SHAREHOLDING COMPANY**	**THE SOCIALIST REPUBLIC OF VIETNAM** **Independence - Freedom – Happiness**
No.: 49/2026/TTr-SZC-KHTH	*Dong Nai, March 24th, 2026*

PROPOSAL

Regarding the amendment and supplementation of the Charter of the Company and Regulations under the authority of the General Meeting of Shareholders

To: General Meeting of Shareholders

- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26/11/2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29/11/2024;

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11/01/2022;

- Pursuant to the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 dated 17/06/2025;

- Pursuant to Decree No. 245/2025/NĐ-CP dated 11/09/2025, amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP dated 31/12/2020, of the Government detailing the implementation of a number of articles of the Law on Securities;

- Pursuant to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister on the promulgation of the Vietnam Standard Industrial Classification system,

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of several amendments and supplementations to the Company Charter and the Internal Regulations on Corporate Governance, as detailed in the attached List of draft amendments and supplementations to the Charter of the Company and regulations under the authority of the General Meeting of Shareholders.

In addition, in accordance with Decision No. 36/2025/QĐ-TTg dated September 29, 2025, which takes effect from November 15, 2025, a number of the Company's existing business lines have been adjusted, modified, or removed from the Vietnam Standard Industrial Classification system. In order to promptly update the Company's business lines in compliance with current regulations, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the amendments and supplements to the Company's list of business lines, as detailed in the attached schedule.

Draft amendment and supplementation of the Charter of the Company and Draft amendment and supplementation of the Internal Regulations on Corporate Governance attached.

Sincerely.

Recipients: - As above; - Archived: Secretariat, Planning & General Affairs Department.	**ON BEHALF OF THE BOARD OF DIRECTORS** **CHAIRMAN** CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC **Dinh Ngoc Thuan**

TABLE OF CONTENTS OF THE DRAFT AMENDMENTS TO THE CHARTER OF THE COMPANY AND REGULATIONS UNDER THE AUTHORITY OF THE GENERAL MEETING OF SHAREHOLDERS

(Attached: Submission No. 49/2026/TTr-SZC-KHTH dated March 24, 2026)

Current content	Proposed amendments and supplements	Explanation
I. COMPANY CHARTER		
Article 1. Interpretation of Terms 1. In this Charter, the following terms shall be construed as follows: **b. "Law on Enterprises" is the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, amended by Law No. 03/2022/QH15 dated January 11, 2022;**	b. "Law on Enterprises" is 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;**	Update
Article 2. Name, Form, Head Office, Branches, Representative Offices, Term of Operation of the Company 3. Headquarters: Address: 9th Floor, Sonadezi Building, No. 1, Road 1, Bien Hoa 1 Industrial Park, An Binh Ward, Bien Hoa City, Dong Nai Province. 4. The Company may establish branches and representative offices to pursue its targets in accordance with decisions of the Board of Directors and the laws.	**Article 2. Name, Form, Head Office, Branches, Representative Offices, Term of Operation of the Company** 3. Headquarters: Address: 9th Floor, Sonadezi Building, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province. 4. The Company may establish branches and representative offices to pursue its targets in accordance with decisions of the Board of Directors and the laws.	Update administrative boundaries

Current content	Proposed amendments and supplements	Explanation
The Company has 02 branches as follows: a. Chau Duc Industrial Urban Park Branch Sonadezi Chau Duc Shareholding Company. Address: Hoi Bai - Chau Pha - Da Bac Road, Huu Phuoc Village, Suoi Nghe Commune, Chau Duc District, Ba Ria - Vung Tau Province, Vietnam. b. Branch of Sonadezi Chau Duc Shareholding Company – Chau Duc Golf Enterprise. Address: Chau Duc Golf Course, Chau Duc Industrial Park – Urban Area, D.02 Road, Huu Phuoc Village, Suoi Nghe Commune, Chau Duc District, Ba Ria - Vung Tau Province, Vietnam.	The Company **has 01 branch as follows:** - Chau Duc Industrial Urban Park Branch Sonadezi Chau Duc Shareholding Company. Address: **Hoi Bai - Chau Pha - Da Bac Road, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City, Vietnam.**	The Company is currently carrying out procedures to terminate the Operations of the Chau Duc Golf Enterprise Branch due to the establishment of a Subsidiary to manage and operate the Chau Duc golf course. Update administrative boundaries
Article 13. General Meeting of Shareholders 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 group of shareholders specified in Clause 2, Article 11 of this Charter; the request to convene a General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders or	**Article 13. General Meeting of Shareholders** 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 group of shareholders as prescribed in Clause 2, Article 11 of this Charter; the request to convene a General Meeting of Shareholders must be expressed in writing, clearly stating the reasons and purpose of the meeting, with sufficient signatures of the relevant	Pursuant to Clause 18, Article 1 of Law No. 76/2025/QH15

Current content	Proposed amendments and supplements	Explanation
the request made in multiple copies must include sufficient signatures of the relevant shareholders;	shareholders, or the request document may be prepared in multiple copies and collected with sufficient signatures of the relevant shareholders; **the request to convene the meeting must be accompanied by documents and evidence of violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. Shareholders or groups of shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.**	
Article 24. Nomination and candidacy of members of the Board of Directors 1. If candidates have been predetermined, information regarding the Board of Directors candidates shall be included in the GMS meeting materials and published at least 10 days prior to the commencement of the GMS on the Company's website for shareholders' review. Board of Directors candidates must provide a written commitment to the honesty, accuracy, and reasonableness of their disclosed personal information, and pledge to	**Article 24. Nomination and candidacy of members of the Board of Directors** 1. If candidates have been predetermined, information regarding the Board of Directors candidates shall be included in the GMS meeting materials and published at least 10 days prior to the commencement of the GMS on the Company's website for shareholders' review. Board of Directors candidates must provide a written commitment to the honesty, accuracy, and reasonableness of their disclosed personal information, **and family**	According to the actual preparation of personnel dossiers and Clause 78, Article 1 of Decree No. 245/2025/NĐ-CP

Current content	Proposed amendments and supplements	Explanation
execute their duties with integrity, prudence, and in the best interests of the Company if elected. Published information related to Board of Directors candidates shall include the following: a. Full name, date of birth; b. Professional qualifications; c. Work history; d. Other management positions (including positions on the Board of Directors of other companies) e. Interests related to the Company and related parties of the Company (if any); f. Information about companies in which the candidate is holding the position of a member of the Board of Directors, other management positions and interests related to the Company of the candidate for the Board of Directors (if any). 4. Members of the Board of Directors must meet the following standards and conditions: c. Only be concurrently a member of the Board of Directors at a maximum of 05 other companies;	**relationships as prescribed in Clause 22, Article 4 of the Law on Enterprises,** and pledge to execute their duties with integrity, prudence, and in the best interests of the Company if elected. Published information related to Board of Directors candidates shall include the following: a. Full name, date of birth; b. Professional qualifications; c. Work history; d. Other management positions (including positions on the Board of Directors/**Board of Members** of other companies); e. Interests related to the Company and related parties of the Company (if any); f. Information about companies in which the candidate is holding the position of a member of the Board of Directors/**Board of Members,** other management positions and interests related to the	

Current content	Proposed amendments and supplements	Explanation
	Company of the candidate for the Board of Directors (if any). 4. Members of the Board of Directors must meet the following standards and conditions: c. Only be concurrently a member of the Board of Directors **or Board of Members** at a maximum of 05 other companies;	
Article 25. Composition and Term of office of the Board of Directors 3. The structure of the company's Board of Directors must ensure that at least 1/3 (one-third) of the total number of Board of Directors members are non-executive members.	**Article 25. Composition and Term of office of the Board of Directors** 3. The structure of the company's Board of Directors must ensure that **at least 02 members** of the Board of Directors are non-executive members.	According to Clause 79, Article 1 of Decree No. 245/2025/NĐ-CP

Current content	Proposed amendments and supplements	Explanation
Article 26. Rights and obligations of the Board of Directors 2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations: q. Execute other rights and obligations as prescribed by law and this Charter.	**Article 26. Rights and obligations of the Board of Directors** 2. The rights and obligations of the Board of Directors are stipulated by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations: **q. Organize training and coaching on Corporate governance and necessary skills for Members of the Board of Directors, General Director, person in charge of corporate governance, and other managers of the Company;** **r. Carry out dividend payments to shareholders in accordance with the law after being approved by the annual General Meeting of Shareholders;** s. Execute other rights and obligations as prescribed by law and this Charter.	According to Clause 81, Article 1 of Decree No. 245/2025/NĐ-CP

Article 27. Remunerations, bonuses and other benefits of members of the Board of Directors. 4. Members of the Board of Directors receive bonuses from the management bonus fund decided by the General Meeting of Shareholders based on production and business results. The bonus level for the Chairman and each Member is decided by the Board of Directors.	**Article 27. Remunerations, bonuses and other benefits of members of the Board of Directors.** 4. Members of the Board of Directors receive bonuses **in accordance with the Company's Regulations. The bonus level for the Chairman of the Board of Directors and each Member of the Board of Directors temporarily paid during the year shall be approved by the Board of Directors and shall be submitted to the nearest annual General Meeting of Shareholders for approval.**	Due to the absence of the manager bonus fund
Article 33. Appointment, Dismissal, Duties and Powers of the General Director 4. The General Director must meet the following standards and conditions: b. Must not be a family member of: - The manager, member of the Board of Supervisors of the Company; - The manager, member of the Board of Supervisors of Sonadezi Corporation; - The representative of the State-owned capital at Sonadezi Corporation; The representative of Sonadezi Corporation's capital at the Company.	**Article 33. Appointment, Dismissal, Duties and Powers of the General Director** 4. The General Director must meet the following standards and conditions: b. Must not be a family member of: - The manager, member of the Board of Supervisors of the Company; - The manager, member of the Board of Supervisors of Sonadezi Corporation; - The representative of the State-owned capital at Sonadezi Corporation; The representative of Sonadezi Corporation's capital at the Company. **- The capital representative of the enterprise at the Company.**	Supplemented pursuant to Clause 83, Article 1 of Decree 245/2025/NĐ-CP

Article 39. Salaries, remunerations, bonuses and other benefits of members of the Supervisory Board 3. Members of the Board of Supervisors shall receive bonuses from the manager's bonus fund as decided by the General Meeting of Shareholders based on production and business results; the bonus level for the Head of the Board and each member is decided by the Board of Directors.	**Article 39. Salaries, remunerations, bonuses and other benefits of members of Board of Supervisors** 3. Members of the Board of Supervisors shall receive bonuses **in accordance with the Company's Regulations. The bonus level for the Head and each member of the Board of Supervisors to be temporarily paid during the year shall be approved by the Board of Directors and submitted to the nearest Annual General Meeting of Shareholders for approval.**	Due to the absence of the manager bonus fund
Article 47. Profit distribution 1. The Company shall set aside funds from its annual after-tax profit after offsetting losses from previous years (if any), including: investment and development fund, employee welfare and reward fund, management reward fund, community social work fund, related agency funds, and other funds as approved by the GMS.	**Article 47. Profit distribution** 1. After offsetting losses from previous years (if any), the Company shall set aside funds from the Profit after tax, including: Development investment fund; Reward and welfare fund; Agency and related affairs fund; Community social work fund.	Regulated to suit the actual situation
II. INTERNAL REGULATIONS ON CORPORATE GOVERNANCE		

Article 2. General Meeting of Shareholders … c) Notification of the record date for exercising the right to attend the General Meeting of Shareholders: … - Procedures for preparing the list of shareholders by the Vietnam Securities Depository and Clearing Corporation (VSDC): + No later than 08 working days prior to the record date (except in cases where the right to convene an extraordinary General Meeting of Shareholders is exercised by a shareholder or a group of shareholders representing the Company in accordance with the Law on Enterprises, in which case a complete and valid application dossier must be submitted to VSDC no later than 10 working days prior to the record date), the Company must send VSDC a Notice of the record date using Form No. 07/THQ – Regulation on the exercise of rights for securities holders (*issued together with Decision No. 09/QĐ-HĐTV dated August 10, 2023 of the Members' Council of the Vietnam Securities Depository and Clearing Corporation*), along with the accompanying documents as prescribed in Clause 2, Article 9 of the Regulation on the exercise of rights for securities holders. + VSDC shall provide the Company with the list of shareholders in accordance with the Regulation on the exercise of rights for securities holders (*issued together with Decision No. 09/QĐ-HĐTV dated August 10, 2023 of the Members'*	**Article 2. General Meeting of Shareholders** … c) Notification of the record date for exercising the right to attend the General Meeting of Shareholders: … - To prepare the list of shareholders entitled to attend the General Meeting of Shareholders in accordance with Clause 2, Article 16 of the Company's Charter and the Regulation on the exercise of rights for securities holders at the Vietnam Securities Depository and Clearing Corporation.	- In compliance with the Company's Charter. - Decision No. 09/QĐ-HĐTV dated August 10, 2023 of the Members' Council of the Vietnam Securities Depository and Clearing Corporation is no longer in effect.

Council of the Vietnam Securities Depository and Clearing Corporation).		
Article 6. Other activities ... 2. Regulations on annual assessment for commendation and discipline of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other enterprise executives: ... b. Commendation: - Based on production and business results, the Board of Directors submits to the Annual General Shareholders' Meeting the decision on allocating a commendation fund for the Board of Directors, General Director, executives, and the Board of Supervisors. **Based on the annual evaluation results, the Board of Directors decides on the awarding of bonuses to members of the Board of Directors, Supervisors, the General Director and other executives.**	**Article 6. Other activities** ... 2. Regulations on annual assessment for commendation and discipline of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other enterprise executives: ... b. Commendation: **Based on production and business results and the results of the annual assessment, members of the Board of Directors, the Board of Supervisors, the General Director, and other executives shall receive bonuses in accordance with the Company's current regulations.**	Due to the absence of the manager bonus fund

LIST OF THE COMPANY'S BUSINESS LINES AND TRADES

(Amended and supplemented in accordance with Decision No. 36/2025/QD-TTg dated 29/09/2025)

(Attached to Submission No. 49/2026/TTr-SZC-KHTH dated 24/03/2026)

No.	Business lines/trades under the Company's current Charter		Business lines/trades amended and supplemented under Decision No. 36/2025/QD-TTg dated 29/09/2025		Notes
	Business line name	**Code**	**Business line name**	**Code**	
1	Short-term accommodation services Details: Hotel business (not operating at the head office). - Excluding: Travel service business	5510	Hotels and similar accommodation	5510	Amended and supplemented under Decision No. 36/2025/QD-TTg
2			Other short-term accommodation services	5520	
3			Intermediary service activities for accommodation services	5530	
4	Consulting, brokerage, and auctioning of real estate; auctioning of land use rights Details: Real estate brokerage, real estate consultancy, real estate advertising, real estate management, and real estate trading floors (only operating when meeting all business conditions as prescribed by law). - Excluding: Asset auction services.	6820	Intermediary services for real estate activities	6821	Amended and supplemented under Decision No. 36/2025/QD-TTg
5			Other real estate activities on a fee or contract basis - Excluding: Auctioning of real estate and auctioning of real estate use rights	6829	
6	Other professional, scientific, and technological activities not elsewhere classified Details: Environmental consulting services.	7490	Other remaining professional, scientific, and technological activities not elsewhere classified Details: Environmental consulting services.	7499	Industry code amended under Decision No. 36/2025/QD-TTg

No.	Business lines/trades under the Company's current Charter		Business lines/trades amended and supplemented under Decision No. 36/2025/QD-TTg dated 29/09/2025		Notes
	Business line name	Code	Business line name	Code	
7			Landscape services	8130	Added to align with the Company's operational objectives

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CHARTER
SONADEZI CHAU DUC SHAREHOLDING COMPANY

Head office: 9th Floor, Sonadezi Building, No. 1, Street 1,
Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province
Telephone: *84.251.8860788 – Fax: 84.251.8860783*

16th Amendment, effective from April 16, 2026

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INTRODUCTION

Sonadezi Chau Duc Shareholding Company is a joint stock company, established under Law on Enterprises. This Charter of Sonadezi Chau Duc Shareholding Company (hereinafter referred to as the "Company") is the legal basis for all activities of the Company.

CHAPTER I: Interpretation of Terms in the Charter

Article 1. Interpretation of Terms

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

a. "Charter capital" is the total par value of all types of shares sold and stipulated in Article 6 of this Charter;

b. "Law on Enterprises" is the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, amended by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025;

c. "Law on Securities" is the Law on Securities No. 54/2019/QH14 dated November 26, 2019, amended by Law No. 56/2024/QH15 dated November 29, 2024;

d. "Managers" includes Chairman of the Board of Directors, members of the Board of Directors and Executives;

e. "Executives" is General Director, Deputy General Director, and Chief Accountant;

f. "Relatives of a person" include: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, stepfather, stepmother, biological children, adopted children, son-in-law, daughter-in-law, biological brother, biological sister, brother-in-law, sister-in-law, wife's biological brother, husband's biological brother, wife's biological sister, husband's biological sister, wife's sibling, husband's sibling.

g. "Related persons" are the organizations and individuals defined in Clause 23 Article 4 of the Law on Enterprises and Clause 46 Article 4 of the Law on Securities;

h. "Shareholders" are individuals or organizations owning at least one share of the Company;

i. "Major shareholders" are Shareholders owning 5% or more of the Company's voting shares;

j. "Common Shareholders" are Shareholders owning common shares;

k. "Viet Nam" is the Socialist Republic of Vietnam;

l. "Stock Exchanges" include Vietnam Stock Exchange (VNX) and its subsidiary companies;

m. "Shareholder's Contact Address" is the shareholder's address in the summary list of securities holders provided by Viet Nam Securities Depository and Clearing Corproration at the most recent time.

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

3. The headings (chapters, articles of this Charter) are for reference only and do not affect the content of this Charter.

CHAPTER II: NAME, TYPE OF BUSINESS, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, OPERATING PERIOD AND LEGAL REPRESENTATIVE OF THE COMPANY

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

1. Name of the Company

- Company name in Vietnamese: CÔNG TY CỔ PHẦN SONADEZI CHÂU ĐỨC
- Company name in English: SONADEZI CHAU DUC SHAREHOLDING COMPANY
- Abbreviated Company name: SONADEZI CHAU DUC
- Trading name: SZC

2. The Company is a joint stock company, which is a juridical person and is conformable with applicable regulations of law of Vietnam.

3. Headquarters:

- Address: 9th Floor, Sonadezi Building, No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province.
- Telephone : (84.251) 8860788
- Fax : (84.251) 8860783
- Email : chauduc@sonadezichauduc.com.vn
- Website : www.sonadezichauduc.com.vn

4. The Company may establish branches and representative offices to pursue its targets in accordance with decisions of the Board of Directors and the laws.

The Company has 01 branches as follows:

- Chau Duc Industrial Urban Park Branch - Sonadezi Chau Duc Shareholding Company. Address: Hoi Bai - Chau Pha - Da Bac Road, Chau Duc Urban Industrial Zone, Ngai Giao Commune, Ho Chi Minh City, Vietnam.

5. Except for the dissolution case as stipulated in Article 55 of this Charter, the Company's operational duration is indefinite.

Article 3. Legal Representative of the Company

1. The Company has 01 legal representative. General Director is the Legal Representative of the Company.

2. Rights and Obligations of the Legal Representative:

a. The legal representative represents the Company in exercising the rights and obligations derived from the Company's transactions, represents the Company as a person requesting settlement of civil matters, plaintiff, defendant, person with related rights and obligations before the Arbitration and Court.

b. The legal representative executes responsibilities based on Article 13 of the Law on Enterprises, and other rights and obligations prescribed by law.

CHAPTER III: TARGETS, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 4. Industries, Professions and Objectives of the Company

1. The Company's business lines are specified in Appendix No. 01/PLDL attached to this Charter. Appendix 01/PLDL is an integral part of this Charter.

2. Objectives of the Company: The Company is established to invest, construct and develop industrial urban parks, residential areas, and related services for constant development, to create stable jobs for workers, to ensure benefits of the shareholders, contribute to State budget, promote local and national economic development.

Article 5. Scope of Business and Operation of the Company

The Company may conduct business within the business lines specified in this Charter and its changes thereof which have been registered and notified to the business registration authority and announced on the National Enterprise Registration Portal.

CHAPTER IV: CHARTER CAPITAL, SHARES

Article 6. Charter capital, shares

1. The Company’s Charter capital is 1,799,858,630,000 VND (One thousand seven hundred ninety-nine billion eight hundred fifty-eight million six hundred thirty thousand dong).

The Company’s total Charter capital is divided into 179,985,863 (One hundred seventy-nine million nine hundred eighty-five thousand eight hundred sixty-three) shares with the par value of 10,000 VND/share (Ten thousand dong per share).

2. The Company’s Charter capital may be changed if approved by the General Meeting of Shareholders (GMS) and conformable with the provisions of the laws.

3. The Company’s shares on the ratification date of this Charter is common shares.

4. The Company may issue other preference shares after it is approved by the General Meeting of Shareholders (GMS) and it is conformable with the provisions of the laws.

5. Common Shares must be offered first to existing Shareholders in proportion to their Common Share ownership in the Company unless the General Meeting of Shareholders decides otherwise. The common shares that shareholders did not register to purchase will be at the disposal of the Company’s Board of Directors. The Board of Directors may distribute such Shares to other parties on terms and conditions that they deem appropriate, however, these Shares cannot be sold at more favorable terms than those offered to existing Shareholders, except as otherwise approved by the General Meeting of Shareholders (GMS).

6. The Company may repurchase its shares issued by the methods specified in this Charter and applicable laws.

7. The Company may issue other types of securities in accordance with the law.

8. The maximum foreign ownership ratio is 20% of the company's charter capital.

Article 7. Share certificates

1. The Company's Shareholders shall be issued Share certificates corresponding to the number and type of Shares owned.

2. Shares are securities certifying the lawful rights and interests of the shareholder to a portion of the Company's share capital. Shares must include all contents prescribed in Clause 1, Article 121 of the Enterprise Law.

3. Within 30 days from the date of the submission of a complete dossier for transfer of share ownership according to the Company’s regulations or within 2 months (or other period as stipulated in the issuance terms) from the date of full payment for the Shares purchase, the owner will be granted a share certificate. Shareowners do not bear the share certificate's print cost.

4. In case share certificates are lost or damaged or destroyed, the shareholder shall be reissued with another share certificate by the Company on request. The Shareholder’s request must include the following information:

a. Information about lost, damaged, or otherwise destroyed shares.

b. Commitments to bear responsibility for any disputes arising from the reissuance of new shares.

Article 8. Other securities certificates

Bond certificates and other securities certificates issued by the Company shall bear the signatures of the legal representatives and seal of the Company.

Article 9. Transfer of shares

1. All Shares may be transferred freely unless otherwise prescribed by this Charter and the Laws. Shares are transferred in accordance with the laws on securities and securities market.

2. Unpaid / partially paid Shares shall not be transferred and are not entitled to related rights such as receiving dividends, shares issued for increasing charter capital by equity, purchase of newly offered Shares, and any rights regulated by the laws.

3. If a shareholder as an individual dies, the heir designated by the will or according to the laws of that shareholder shall be a shareholder of the Company. If a shareholder as an individual dies without an heir or the heir refuses to receive the inheritance or is deprived of the right to inherit, the shares shall be resolved by the provisions of civil law.

4. A shareholder has the right to gift a part of or all their shares to others or to use their shares to repay debts. In this case, the recipient of the gift or the one receiving the debt repayment in shares becomes a shareholder of the Company upon completing the transfer procedures as prescribed by this Charter and relevant laws.

CHAPTER V: MANAGEMENT STRUCTURE OF THE COMPANY

Article 10. Management Structure of the Company

The Management Structure of the Company consists of:

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

CHAPTER VI: SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Shareholders' Rights

1. Holders of common shares have the following rights:

a. To attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized proxy or by other means prescribed by the Company Charter or the law. Each common share has one vote;

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

c. To freely transfer their shares to others, except as provided in Clause 2, Article 9 of this Charter;

d. To have preemptive rights to purchase new shares in proportion to the ownership ratio of common shares of each shareholder in the Company;

e. To review, look up, and extract information about their name and contact address in the list of shareholders having voting rights; to request corrections to their inaccurate 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. Upon the Company's liquidation or bankruptcy, to receive a portion of the remaining assets corresponding to their share ownership percentage in the Company;

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

i. To be treated equally;

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

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

l. To have other rights as prescribed by law and this Charter.

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

a. To request the Board of Directors to convene a General Meeting of Shareholders in the following cases: The Board of Directors seriously violates shareholders' rights, management obligations, or makes decisions exceeding its authorized powers, and in accordance with Clause 3 and Clause 4, Article 13 of this Charter;

b. To review, look up, and extract the minute book, resolutions and decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Board of Supervisors, contracts, transactions subject to the Board of Directors' approval, and other documents, except for documents related to trade secrets and business secrets of the Company;

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

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

e. To have other rights as prescribed by law and this Charter.

3. A shareholder or a group of shareholders holding from 10% of the total common shares has the right to nominate persons to the Board of Directors and the Board of Supervisors as prescribed in Clause 2, Article 24 and Clause 2, Article 34 of this Charter. Common shareholders forming a group to nominate individuals to the Board of Directors and Board of Supervisors must inform participating shareholders about the formation of the group before the commencement 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 limit of the capital contributed to the Company.

2. Not to withdraw the capital contributed by common shares from the Company in any form, except in the case of the Company or another person repurchasing the shares; In the event that a shareholder withdraws a part or all of the contributed share capital in contravention of the provisions of this clause, that shareholder and related persons in the Company shall be jointly and severally liable for the debts and other property obligations of the Company within the scope of the withdrawn shares and damages incurred.

3. To comply with the Charter and regulations of the Company; comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

4. To keep confidential the information provided by the Company as prescribed in the Company's Charter and laws; to use the information provided only to exercise and protect their legitimate rights and interests; strictly prohibited from disseminating or copying and sending information provided by the Company to other organizations and individuals.

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

a. Attending and voting in person at the meeting;

b. Authorizing another person to attend and vote at the meeting;

c. Attend and vote/elect via online conference, electronic voting, or other electronic formats.

d. Submit voting/election ballots to the meeting via mail, fax, or email.

6. Be personally responsible when acting on behalf of the Company in any form to carry out any of the following actions:

a. Violating the law;

b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;

c. Paying debts that are not yet due in the face of potential financial risks to the Company.

7. To perform other obligations as prescribed by law and this Charter.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders, consisting of all shareholders with voting rights, is the highest authority of the Company. The Annual General Meeting of Shareholders is held once a year and within 04 months from the end of the fiscal year. The Board of Directors decides to extend the Annual General Meeting of Shareholders if necessary, but not more than 06 months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The venue of the General Meeting of Shareholders is determined to be the place where the chairperson attends the meeting and must be in the territory of Vietnam.

2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable venue. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the Company's Charter, especially through the audited annual financial statements. In case the Audit Report of the Company's annual financial statements contain significant exceptions, contrary audit opinions or rejections, 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 benefit of the Company;

b. The number of remaining members of the Board of Directors and the Supervisory Board is less than the minimum number of members as prescribed by law;

c. At the request of a shareholder or group of shareholders specified in Clause 2, Article 11 of this Charter; the request to convene a General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of the relevant shareholders or the request made in multiple copies must include sufficient signatures of the relevant shareholders; The request must be accompanied by documents and evidence of any violations committed by the Board of Directors, the extent of such violations, or decisions made beyond its authority. The requesting a shareholder or group of shareholders shall bear full legal responsibility 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 Board of Supervisors;

e. Other cases as prescribed by law and this Charter.

4. Convening an extraordinary General Meeting of Shareholders:

a. The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors or members of the Board of Supervisors as prescribed in Point b, Clause 3 of this Article or receives the request as prescribed in Point c and Point d, Clause 3 of this Article;

b. In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, within the next 30 days, the Board of Supervisors shall replace the Board of Directors to convene the General Meeting of Shareholders according to the provisions of Clause 3, Article 140 of the Enterprise Law;

c. In case the Board of Supervisors does not convene the General Meeting of Shareholders according to the provisions of Point b, Clause 4 of this Article, the shareholder or the group of shareholders specified in Point c, Clause 3 of this Article has the right to request the company representative to convene the General Meeting of Shareholders as prescribed by 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 order, procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

d. Procedures for organizing the General Meeting of Shareholders according to the provisions of Clause 2, Article 16 of this Charter.

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

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

a. Approve the Company's development orientation;

b. Decide the type of shares and the total number of shares of each type offered for sale; decide the annual dividend rate for each type of share;

c. Elect, relieve from duty, dísmiss members of the Board of Directors, members of the Board of Supervisors;

d. Decide to invest or sell assets with a value from 35% or more of the total asset value recorded in the Company's latest financial statements;

e. Decide to amend and supplement the Company's Charter;

f. Approve the annual financial statements;

g. Decide to repurchase over 10% of the total sold shares of each type;

h. Consider and handle violations of members of the Board of Directors, members of the Board of Supervisors causing damage to the company and the company's shareholders;

i. Decide on the reorganization and dissolution of the Company;

j. Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors, Board of Supervisors;

k. Approve the Regulations on Corporate Governance, the Regulations on the Operation of the Board of Directors, and the Regulations on the Operation of the Board of Supervisors;

l. Approve the list of approved auditing companies; decide on the approved auditing company to conduct an audit of the Company's operations, and dismiss the approved auditor when deemed necessary;

m. Execute other rights and obligations as prescribed by law.

2. The Annual General Meeting of Shareholders shall discuss and approve the following matters:

a. The Company's annual business plan;

b. Audited annual financial statements;

c. The Board of Directors' report on governance and the performance result of the Board of Directors and each member of the Board of Directors;

d. The Board of Supervisors' report on the Company's business results and the performance result of the Board of Directors and the General Director;

e. Self-assessment report on the performance result of the Board of Supervisors and its members;

f. Dividend rate for each share of each type.

3. In addition to the contents prescribed in Clause 2 of this Article, the Annual and Extraordinary General Meeting of Shareholders shall discuss and approve the following matters:

a. Approve the Company's development orientation;

b. Decide on the type of shares and the total number of each type of shares that are entitled to be offered for sale;

c. Elect, relieve from duty, dismiss members of the Board of Directors and the Board of Supervisors;

d. Decide to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;

e. Decide to amend and supplement the Company's Charter;

f. Decide to repurchase more than 10% of the total sold shares of each type;

g. Review and handle violations by members of the Board of Directors and members of the Board of Supervisors that cause damage to the Company and its shareholders;

h. Decide on the reorganization or dissolution of the Company;

i. Decide on the budget or the total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Board of Supervisors;

j. Approve the Regulations on Corporate Governance, the operating regulations of the Board of Directors, and the operating regulations of the Board of Supervisors;

k. Approve the list of independent audit organizations that will audit the Company’s Financial statements; decide on an independent audit organization to inspect the Company's operations, and dismiss an independent auditor when deemed necessary;

l. The execution of contracts and transactions as prescribed in Clause 5, Article 43 of this Charter;

m. Other matters as prescribed by law and this Charter.

4. All resolutions and matters included in the meeting agenda must be discussed and voted upon at the GMS meeting.

Article 15. Authorized representative

1. Authorized representative of an organizational shareholder:

a. An organizational shareholder must authorize an individual representative according to the following regulations:

- A shareholder owning less than 10% of the total shares may only authorize 01 representative;
- A shareholder owning from 10% to less than 20% of the total shares may authorize a maximum of 02 representatives;
- A shareholder owning from 20% to less than 30% of the total shares may authorize a maximum of 03 representatives;
- A shareholder owning from 30% to less than 40% of the total shares may authorize a maximum of 04 representatives;
- Shareholders possessing from 40% to under 50% of the total shares may authorize a maximum of 05 representatives.
- Shareholders possessing from 50% to under 60% of the total shares may authorize up to 06 representatives.
- Shareholders owning 60% or more of the total shares may authorize up to 07 representatives.

b. In case an organizational shareholder appoints multiple authorized representatives, the specific number of shares for each representative must be clearly defined. If the shareholder does not specify the corresponding number of shares for each authorized representative, the shares will be divided equally among the authorized representatives.

c. The appointment of an authorized representative must be in writing, notified to the Company, and only effective for the Company from the date the Company receives the notification. The written authorization must include the following key information:

- Name, enterprise code, and head office address of the shareholder;
- The number of authorized representatives and the corresponding number of shares for each authorized representative;
- Full name, permanent address, nationality, and legal document number of each individual authorized representative;
- Corresponding authorization period for each authorized representative, clearly stating the authorization start date;
- Full name and signature of the legal representative of the shareholder and 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 Law on Enterprises;
- State-owned enterprise shareholders, as stipulated in Point b, Clause 1, Article 88 of the Law on Enterprises, are not permitted to appoint individuals who have family relationships with the enterprise's managers or with those who have the authority to appoint such managers, as their authorized representatives at the Company.

2. Authorization to attend the General Meeting of Shareholders:

a. Shareholders, or authorized representatives of shareholders who are organizations, may directly attend the meeting or authorize one or more other individuals or organizations to attend, either in person or through one of the methods stipulated in Clause 3, Article 144 of the Law on Enterprises.

b. The authorization for individuals or organizations to represent shareholders at the GMS, as prescribed in Point a, Clause 2 of this Article, must be in writing. The authorization document must be prepared according to civil law regulations and must clearly state 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 authorization period, and the signatures of both the authorizing party and the authorized party.

The authorized attendee of the GMS must present the authorization document upon registration for the meeting. In case of re-authorization, the attendee must also present the original authorization document from the shareholder or the authorized representative of the shareholder (if not previously registered with the company).

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

- The principal has died, been declared legally incompetent, or lost their ability to act in civil matters;
- The principal has revoked the authorization;
- The principal has annulled the authority of the delegate.

This provision does not apply if the Company receives notification of one of the above events before the opening time of the General Meeting of Shareholders or before the reconvening of the meeting.

Article 16. Convening, agenda, and notification of the General Meeting of Shareholders

1. The Board of Directors convenes annual and extraordinary General Meeting of Shareholders. The Board of Directors convenes an extraordinary General Meeting of Shareholders in the cases specified in Clause 4, Article 13 of this Charter.

2. The convener of 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 is prepared no later than 10 days before the date of sending the notice of the General Meeting of Shareholders; the company must publish information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;

b. Prepare the program and content of the General Meeting of Shareholders;

c. Prepare documents for the General Meeting of Shareholders;

d. Draft resolutions of the General Meeting of Shareholders according to the intended content of the meeting;

e. Determine the time and venue of the meeting;

f. Notify and send a notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

g. Other tasks serving the meeting.

3. The notice of the General Meeting of Shareholders is sent to all shareholders by means to ensure it reaches the shareholders' contact addresses, and is also published on the company's website and the State Securities Commission, Stock Exchange. The convener of the General Meeting of Shareholders must send a notice of the meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than 21 days before the opening day of the meeting (from the date the notice is sent or delivered validly). The agenda of the General Meeting of Shareholders and documents related to the issues to be

voted on at the meeting are posted on the company's website. The notice of the meeting must clearly state the link to all meeting documents for shareholders to access, including:

a. Meeting agenda, documents used in the meeting;

b. List and details of candidates in the case of electing members of the Board of Directors, members of the Board of Supervisors;

c. Voting Ballots;

d. Draft resolutions for each issue on the meeting agenda.

4. A shareholder or a group of shareholders as prescribed in Clause 2, Article 11 of this Charter has the right to propose issues for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the company no later than 05 working days before the opening day of the General Meeting of Shareholders. The proposal must clearly state the shareholder's name, the number of each type of share held by the shareholder, and the issue proposed for inclusion in the meeting agenda.

5. The convener of the General Meeting of Shareholders has the right to refuse the proposal specified in Clause 4 of this Article in one of the following cases:

a. The proposal is sent against the regulations of Clause 4 of this Article;

b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of common shares as prescribed in Clause 2, Article 11 of this Charter;

c. The issue exceeds the jurisdiction of the GMS;

d. Other cases as prescribed by law and this Charter.

6. The convener of the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the draft agenda and content of the meeting, except for 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 opening the GMS

1. The General Meeting of Shareholders shall be held when the attending shareholders represent more than 50% of the Company's total voting shares.

2. If, within 30 minutes from the scheduled opening time, the meeting does not meet the conditions for proceeding as prescribed in Clause 1 of this Article, a second meeting notice shall be sent within 30 days from the date of the first scheduled meeting. The second convened GMS shall be held when the attending shareholders represent at least 33% of the Company's total voting shares.

3. If, within 30 minutes from the scheduled opening time, the second convened meeting does not meet the conditions for proceeding as prescribed in Clause 2 of this Article, a third meeting notice must be sent to convene a third meeting within 20 days

from the date of the second scheduled meeting. In this case, the GMS shall be held regardless of the total voting shares of the attending shareholders.

Article 18. Procedures for carrying out and voting at the GMS

1. Before the opening of the meeting, the Company must carry out shareholder registration procedures and must continue this registration until all shareholders entitled to attend the meeting have registered.

2. When registering to attend the meeting, shareholders or their representatives shall be issued a voting card and a ballot, stating the shareholder's code, the shareholder's name/the authorized representative's name, and the number of voting shares of that shareholder. When voting at the meeting, shareholders shall raise their voting cards and mark the corresponding box on the ballot. After collecting and checking the ballots, the total number of votes in favor, against, abstaining, or invalid for each issue shall be announced by the Chairman before the end of the meeting.

3. Shareholders or authorized representatives arriving after the meeting has opened shall still be registered and have the right to participate in the voting immediately after registration. In this case, the validity of the previously voted matters shall not be changed.

4. The election of the chairperson, secretary, and ballot counting board shall be regulated as follows:

a. The Chairman of the Board shall preside over or authorize another member of the Board of Directors to preside over the GMS convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members shall elect one of them to chair the meeting by majority vote. If a chairperson cannot be elected, the Head of the Board of Supervisors shall preside so that the GMS elects a chairperson from among the attendees and the person with the highest number of votes shall be the chairperson of the meeting.

b. Except as provided in point a, Clause 4 of this Article, the person who signed the notice convening the GMS shall preside so that the GMS elects a chairperson, and the person with the highest number of votes shall be the chairperson of the meeting.

c. The chair shall appoint one or some people as secretaries of the meeting.

d. The GMS shall elect one or several people to the ballot counting board as proposed by the chairperson of the meeting.

5. The agenda and content of the meeting must be approved by the GMS in the opening session. The agenda must clearly and specifically define the time allocated for each matter within the meeting agenda.

6. The convener or chairperson of the GMS has the right to implement necessary and reasonable measures to organize and conduct the GMS in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees, including:

a. Request all participants to undergo inspection or other lawful and reasonable security measures;

b. Request the competent authority to maintain order; expel those who do not comply with the chairperson's authority, intentionally disrupt order, obstruct the normal progress of the General Meeting of Shareholders, or do not comply with security inspection requirements from the GMS;

c. Arrange seating at the GMS venue;

d. Ensure the safety of everyone present at the meeting venues;

e. Facilitate shareholders to attend (or continue to attend) the meeting.

7. The chairperson has the right to postpone the General Meeting of Shareholders, which has the maximum number of registered attendees, for no more than 03 working days from the intended opening date, and may only postpone the meeting or change the meeting venue in the following cases:

a. The current location does not have adequate convenient seats for all participants;

b. Communications equipment is not sufficient for discussion and voting by participating shareholders;

c. The meeting is disrupted by one or some participants thus threatening the fairness and legitimacy of the meeting.

8. In case the Chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 7 of this Article, the GMS shall elect another person among the attendees to replace the Chairperson to conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

9. Online General Meeting of Shareholders shall be conducted in accordance with the Company's internal regulations on corporate governance and may be established as a separate regulation on organizing the online GMS approved by the GMS.

Article 19. Methods for ratifying resolutions of the GMS

1. The General Meeting of Shareholders shall pass resolutions within its competence by voting at the meeting or by written opinion.

2. Resolutions of the GMS on the following matters must be passed by voting at the GMS:

a. Approve the audited annual financial statements;

b. Development orientations of the Company;

c. Elect, relieve from duty, remove members of the Board of Directors and the Supervisory Board;

d. Reorganize, dissolve the Company.

Article 20. Conditions for ratifying resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders on the following matters shall be passed if at least 65% of the total votes of all shareholders or shareholder representatives attending and voting at the meeting approve:

a. Type of shares and the total number of shares of each type to be offered for sale;

b. Change of industries, trades, and business lines;

c. Change of management organizational structure;

d. Project implementation or sale of assets with a value of 35% or more of the total asset value recorded in the Company's latest financial statements;

e. Reorganize, dissolve the Company.

2. The voting to elect members of the Board of Directors and the Board of Supervisors shall be conducted in accordance with Clause 3, Article 148 of the Enterprise Law and the Company's internal regulations on Corporate Governance.

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 when approved by more than 50% of the total votes of all shareholders or shareholder representatives attending and voting at the meeting.

4. Resolutions of the General Meeting of Shareholders passed with 100% of the total voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolutions violate the provisions of the Enterprise Law and this Charter.

Article 21. Authority and procedures for collection of written opinions in order to pass a resolution of the General Meeting of Shareholders

1. The Board of Directors has the authority to collect written opinions of Shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for the case specified in Clause 2, Article 19 of this Charter.

2. The Board of Directors shall prepare ballot papers, draft resolutions of the General Meeting of Shareholders and explanatory documents for the draft resolutions, and send them to all Shareholders with voting rights at least 10 days before the deadline for returning the ballot papers. The preparation of the list of Shareholders to send ballot papers shall comply with Point a, Clause 2, Article 16 of this Charter. The requirements and procedures for sending ballot papers and accompanying documents shall comply with Clause 3, Article 16 of this Charter, except for the time requirement.

3. The ballot paper must include the following main contents:

a. Name, address of the head office, and enterprise code of the Company;

b. Purpose of the consultation;

c. Full name, permanent address, nationality, and personal legal document number for individual Shareholders; name, enterprise code, or legal document number of the organization for institutional Shareholders; or full name, contact address, nationality, personal legal document number for the authorized representative of the institutional Shareholder; number of shares of each type and the number of voting shares of the Shareholder;

d. Issues to be consulted for approval;

e. Voting options, including agree, disagree, and no opinion on each issue;

f. Deadline for returning the completed ballot paper to the Company;

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

4. Shareholders may send completed ballot papers to the Company by mail, fax, or email as follows:

a. In the case of mail, the completed ballot paper must be signed by the individual Shareholder, the authorized representative, or the legal representative of the institutional Shareholder. The ballot paper sent to the Company must be enclosed in a sealed envelope, and no one has the right to open it before the ballot counting;

b. In the case of fax or email, the ballot paper sent to the Company must be kept confidential until the ballot counting.

c. Ballot papers sent to the Company after the deadline specified in the ballot paper or opened in the case of mail, or disclosed before the ballot counting in the case of fax or email are invalid. Ballot papers not returned are considered as abstentions.

5. The Board of Directors shall count the ballots and prepare a ballot counting record in the presence of the Board of Supervisors or a Shareholder who does not hold a management position in the Company. The ballot counting record must include the following main contents:

a. Name, address of the head office, and enterprise code of the Company;

b. Purpose and issues for passing the resolution;

c. Number of Shareholders with the total number of voting shares that participated in the voting, distinguishing the number of valid votes, the number of invalid votes, and the method of sending ballot papers, along with an appendix listing the participating Shareholders;

d. The total number of votes in favor, against, and abstentions for each matter;

e. Matters approved and the corresponding approval rate;

f. Full name and signature of the Chairman of the Board, vote counters, and vote counter supervisors.

Members of the Board of Directors, vote counters, and vote counter supervisors shall be jointly liable for the honesty and accuracy of the vote counting minutes; and shall be jointly liable for damages arising from decisions approved due to dishonest and inaccurate vote counting.

6. The minutes of the vote counting results and the Resolution must be published on the Company's website within 24 hours from the end of the vote counting and the disclosure of information in accordance with the law on the securities market.

7. The answered ballots, vote counting minutes, full text of the approved Resolution, and related documents attached to the ballots must be kept at the Company.

8. Resolutions on the following matters are passed in the form of a written shareholder resolution when approved by shareholders representing at least 65% of the total voting shares:

a. Type and quantity of each type of share offered for sale;

b. Changes in industries, occupations, and business lines;

c. Changes in management structure;

d. Project of investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's latest financial statements.

9. Except for the contents specified in Clause 8 of this Article, resolutions on other matters passed in the form of a written shareholder resolution must be approved by shareholders holding more than 50% of the total voting shares of all shareholders with voting rights.

10. Resolutions passed in the form of a written shareholder resolution under this Article have the same validity as resolutions passed at the General Meeting of Shareholders.

Article 22. Resolution, Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be written in Vietnamese and may also be written in a foreign language (if the company deems it necessary) and must contain the following main contents:

a. Company's name, head office address, and enterprise registration code;

b. Time and venue of the General Meeting of Shareholders;

c. Meeting agenda and contents;

d. Full name of the chairperson and secretary;

e. Summarizing the proceedings of the meeting and the opinions expressed at the General Meeting of Shareholders on each issue on the agenda;

f. Number of shareholders and total voting shares of shareholders attending the meeting, appendix of the list of registered shareholders, representatives of shareholders attending the meeting with corresponding number of shares and votes;

g. Total number of votes for each voting matter, specifying the voting method, total number of valid, invalid, approving, disapproving, and abstaining votes; corresponding percentage of the total votes of the shareholders attending the meeting;

h. Matters approved and the corresponding approval rate;

i. Full name and signature of the chairperson and secretary; If the chairperson or secretary refuses to sign the minutes of the meeting, these minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and containing all the contents prescribed in this clause; The minutes of the meeting shall clearly state the refusal of the chairperson or secretary to sign the minutes of the meeting.

2. Minutes of the GMS must be completed and approved before the meeting concludes. The chairperson, secretary, or any other signatory of the minute bears joint responsibility for the veracity and accuracy of the content therein.

3. Minutes documented in both Vietnamese and a foreign language hold equal legal validity. Should discrepancies arise between the Vietnamese and foreign language versions, the content of the Vietnamese version shall prevail.

4. The Resolution/Decision, Minutes of the GMS, all appended documents (if any), and relevant materials accompanying the meeting invitation must be published on the Company's website within 24 hours of the meeting's conclusion and disclosed in accordance with securities market regulations.

5. The Resolution/Decision, Minutes of the GMS, the appendix listing attending shareholders with their signatures, proxies, all attached documents (if any), and related materials included with the meeting invitation must be retained by the Company.

Article 23. Requesting cancellation of a resolution of the GMS

Within 90 days of receiving the resolution, the minutes of the GMS, or the minutes of the GMS vote count, shareholders or shareholder groups as defined in Clause 2, Article 11 of this Charter may request a Court or Arbitrator to review and invalidate the resolution or part thereof in the following circumstances:

1. The convening and decision-making order, procedures of the GMS seriously violate the provisions of the Enterprise Law and this Charter, except as stipulated 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 of members of the Board of Directors

1. If candidates have been predetermined, information regarding the Board of Directors candidates shall be included in the GMS meeting materials and published at least 10 days prior to the commencement of the GMS on the Company's website for shareholders' review. Board of Directors candidates must provide a written commitment to the honesty, accuracy, and reasonableness of their disclosed personal information, including family relationships as defined in Clause 22, Article 4 of the Law on Enterprises, and pledge to execute their duties with integrity, prudence, and in the best interests of the Company if elected. Published information related to Board of Directors candidates shall include the following:

a. Full name, date of birth;

b. Professional qualifications;

c. Work history;

d. Other management positions (including positions on the Board of Directors/ Members' Council of other companies);

e. Interests related to the Company and related parties of the Company (if any);

f. Information about companies in which the candidate is holding the position of a member of the Board of Directors/ Members' Council, other management positions and interests related to the Company of the candidate for the Board of Directors (if any).

2. Shareholders have the right to pool their voting rights to nominate Board of Directors candidates. A shareholder or shareholder group holding from 10% to less than 15% of the total voting shares may nominate 01 candidate; from 15% to less than 20%, a maximum of 02 candidates; from 20% to less than 25%, a maximum of 03 candidates; from 25% to less than 30%, a maximum of 04 candidates; from 30% to less than 40%, a maximum of 05 candidates; from 40% to less than 50%, a maximum of 06 candidates; and from 50% or more, a maximum of 07 candidates.

3. In the event that the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as per Clause 1, Article 25 of this Charter, the incumbent Board of Directors shall introduce additional candidates. The incumbent Board of Directors' introduction of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors.

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

a. Not be subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;

b. Possess professional qualifications and experience in business administration or in the field, industry, or business line of the Company, and not necessarily be a shareholder of the company;

c. Only be concurrently a member of the Board of Directors or Members' Council at a maximum of 05 other companies;

d. Not be a family member of:

– The General Director and other managers of the Company;

– The manager, the person authorized to appoint the manager of Sonadezi Corporation.

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

1. The Number of members of the Board of Directors is 07.

2. The term of a Board of Directors member shall not exceed 05 years and may be re-elected for an unlimited number of terms. If all Board members' terms conclude simultaneously, they shall continue as Board members until successors are elected and assume their roles. An individual can be elected as an independent Board member of Company for no more than 02 consecutive terms.

3. The structure of the company's Board of Directors must ensure that at least two (02) members of the total number of Board of Directors members are non-executive members.

4. Independent members of the Board of Directors must meet the standards and conditions as per Clause 4, Article 24 of this Charter and the following standards and conditions:

a. Not be a person currently working for the Company, the parent company, or a subsidiary of the Company; not be a person who has worked for the Company, the parent company, or a subsidiary of the Company for at least the previous 03 consecutive years;

b. Not be a person receiving salary or remuneration from the company, excluding allowances that members of the Board of Directors are entitled to as regulated;

c. Not be a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister is a major shareholder of the Company; or is a manager of the Company or a subsidiary of the Company;

d. Not be a person who directly or indirectly owns at least 01% of the total voting shares of the Company;

e. Not be a person who has served as a member of the Board of Directors or the Board of Supervisors of the Company for at least the previous 05 consecutive years, unless appointed for 02 consecutive terms.

Independent members of the Board of Directors must notify the Board of Directors of no longer meeting the standards and conditions stipulated in Clause 4 of this Article and shall automatically cease to be independent members of the Board of Directors from the date they no longer meet such standards and conditions. The Board of Directors must announce the case of an independent member of the Board of Directors no longer meeting the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect additional or replace independent members of the Board of Directors within 06 months from the date of receiving the notification from the relevant independent member of the Board of Directors.

5. Relief from duty, dismissal, replacement and addition of members of the Board of Directors:

a. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in case that member does not qualified according to Clause 4, Article 24, Clause 4, Article 25 of this Charter or submits a resignation letter and it is accepted;

b. The General Meeting of Shareholders shall dismiss a member of the Board of Directors if that member does not participate in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;

c. When deemed necessary, the General Meeting of Shareholders shall decide to replace a member of the Board of Directors, relieve from duty, dismiss members of the Board of Directors other than in the cases specified in Point a and Point b, Clause 5 of this Article;

d. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors when the number of members of the Board of Directors is reduced by more than 1/3 (one-third) compared to the number of members specified in this Charter and/or the number of independent members of the Board of Directors/non-executive members of the Board of Directors is reduced and does not ensure the ratio as prescribed in Clause 3, Article 25 of the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than 1/3 (one-third) and/or the number of non-executive members of the Board of Directors/independent members of the Board of Directors does not ensure the ratio as prescribed in Clause 3, Article 25 of the Company's Charter;

e. Except for the case specified in Point d of this Clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who been relieved of duty or dismissed at the most recent meeting.

Article 26. Rights and obligations of the Board of Directors

1. The Board of Directors is the governing body of the company, possessing full authority on behalf of the company to make decisions and execute the company's rights and obligations, except for the rights and obligations of the General Meeting of Shareholders.

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

a. To decide on the company's strategy, medium-term development plan, and annual business plan.

b. To propose share types and the total number of shares offering for sale of each type.

c. To decide available share offering for sale within the scope of shares permitted offering for each type; and decide to call additional capital in other forms.

d. To decide on the selling price of the company’s shares and bonds.

e. To decide on share buybacks as regulated by Clause 1 and Clause 2, Article 133 of the Law on Enterprises.

f. To decide on investment plans and projects within their competence and limits according to legal regulations.

g. To decide on solutions for market development, marketing, and technology.

h. To approve contracts for purchase, sale, borrowing, lending, other contracts and transactions with a value equal to or greater than 50% of the company's charter capital, excluding contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in point d, Clause 1, Article 14 and Clause 5, Article 43 of this Charter.

i. To elect, relieve from duty, dismiss Chairman of the Board of Directors; to appoint, dismiss, sign contracts, terminate contracts, and decide on salaries, bonuses, and other benefits of the General Director, Head of Internal Audit, and other executives; to appoint representatives of the company's capital in other enterprises, and decide on the bonuses and other benefits of these individuals.

j. Supervise and direct the General Director and other executives in the daily business operations of the company.

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

l. Approve the program and content of 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 the audited annual financial statements to the General Meeting of Shareholders.

n. Propose the dividend payment rate; decide the time limit and procedures for paying dividends or handling losses incurred during business operations.

o. Propose the reorganization or dissolution of the company; request the bankruptcy of the company.

p. Decide to issue the Board of Directors' working regulations and internal regulations on corporate governance after being approved by the General Meeting of Shareholders.

q. Organize training and capacity-building programs on corporate governance and essential 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. Paying dividends to shareholders in accordance with applicable laws after such payment has 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 the results of the Board of Directors' activities according to Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government.

Article 27. Remunerations, bonuses and other benefits of members of the Board of Directors.

1. The company has the right to pay salaries, remunerations, and bonuses to members of the Board of Directors according to business results and efficiency.

2. Non-executive members of the Board of Directors are entitled to remuneration from the non-executive management remuneration fund decided by the General Meeting of Shareholders.

3. The full-time Chairman of the Board is salaried. The salary of the full-time Chairman of the Board is proposed by the Board of Directors and decided by the General Meeting of Shareholders.

4. Members of the Board of Directors shall be entitled to bonuses in accordance with the Company's regulations. The bonus amounts for the Chairman and each member of the Board of Directors, as provisionally 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 salary of the Chairman of the Board and the remuneration of each Member of the Board of Directors are included in the company's business expenses according to the provisions of the law on corporate income tax, are shown as a separate item in the company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

6. Members of the Board of Directors holding executive positions or members of the Board of Directors working in subcommittees of the Board of Directors or performing other

work outside the scope of normal duties of a Member of the Board of Directors may be paid additional remuneration in the form of a lump-sum payment, salary, commission, percentage of profit or other forms as decided by the Board of Directors.

7. Members of the Board of Directors are entitled to be reimbursed for all travel, accommodation, and other reasonable expenses incurred while performing their responsibilities as a Member of the Board of Directors, including expenses incurred for travel expenses attending meetings of the General Meeting of Shareholders or the Board of Directors or subcommittees of the Board of Directors.

Article 28. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, and removed by the Board of Directors among the Members of the Board of Directors.

2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director of the Company.

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

a. Formulate the Board of Directors' programs and action plans.

b. Prepare the agenda, content, and materials for meetings; convene, chair, preside over, meetings of the Board of Directors.

c. Organize the approval of the Board of Directors' resolutions and decisions.

d. Oversee the process of organizing to implement the Board of Directors' resolutions and decisions.

e. Preside over the General Meeting of Shareholders.

f. Execute other rights and obligations as prescribed by the Law on Enterprises and the Charter.

4. In the event the Chairman of the Board resigns or is dismissed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation or dismissal letter.

5. In the event of the Chairman of the Board being absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board. In the absence of an authorized person, or if the Chairman of the Board dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative handling measures at a compulsory rehabilitation center or compulsory education establishment, has absconded from their place of residence, is restricted or deprived of civil act capacity, experiences cognitive difficulties or struggles to control their behavior, is prohibited by the Court from holding a position, practicing a profession, or carrying out specific tasks, then the remaining members will elect one person among themselves to assume the role of Chairman of the Board until a new decision of the Board of Directors is made based on the majority principle of remaining members' approval.

Article 29. Meetings of the Board of Directors

1. The first meeting of the Board of Directors' term to elect the Chairman of the Board of Directors must be held within 07 working days from the end of the election of the Board of Directors for that term. This meeting shall be convened by the member with the highest number of votes. If more than 01 member receives the same highest number of votes, the members will vote, following the majority principle, to select 01 person among them to convene the Board of Directors' meeting.

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 Board of Supervisors.

b. At the request of the General Director or at least 05 other managers.

c. At the request of at least 02 members of the Board of Directors.

4. Requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed, and decisions within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receiving the request specified in Clause 3 of this Article. In the event of failure to convene the Board of Directors meeting upon request, the Chairman of the Board shall be liable for any damages incurred by the Company; the requester has the right to replace the Chairman of the Board in convening the meeting of the Board of Directors.

6. The Chairman of the Board or the meeting convener shall send a meeting invitation no later than 03 working days before the meeting. This invitation must specify the time and location of the meeting, the agenda, and the matters to be discussed and decided. The invitation must include relevant documents for the meeting and members' voting ballots. The Board meeting invitation can be sent by formal letter, phone message, email, fax, or other electronic means ensuring delivery to each Board member's registered contact address at the Company.

7. The Chairman of the Board of Directors or the convener sends meeting invitations and accompanying documents to the members of the Board of Supervisors as they do to the members of the Board of Directors. Members of the Board of Supervisors have the right to attend Board of Directors meetings; they have the right to discuss but not to vote.

8. A Board of Directors meeting is conducted when at least 3/4 (three-fourths) of the total number of members are present. In the event that a meeting convened under the provisions of this clause does not have the required number of members present, a second

meeting shall be convened within 07 days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors are present.

9. A Member of the Board of Directors is considered to have attended and voted at a meeting in the following cases:

a. Attending and voting/electing in person at the meeting;

b. Authorizing another person to attend the meeting and vote as stipulated in Clause 11 of this Charter;

c. Attend and vote/elect via online conference, electronic voting, or other electronic formats.

d. Submit voting/election ballots to the meeting via mail, fax, or email.

10. In the case of submitting ballots to the meeting by mail, the ballots must be contained in sealed envelopes and must be delivered to the Chairman of the Board no later than 01 hour before the opening. Ballots shall only be opened in the presence of all attendees.

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

12. The Board of Directors adopts resolutions and decisions by voting at meetings or by obtaining written opinions. Each Member of the Board of Directors has one vote. Resolutions and decisions of the Board of Directors are adopted if approved by a majority of members; in the event of a tie, the final decision rests with the Chairman of the Board.

Article 30. Person in charge of corporate governance

1. The Board of Directors must appoint at least 01 Person in charge of corporate governance to support corporate governance at the company. The Person in charge of corporate governance may concurrently serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Enterprise Law.

2. The Person in charge of corporate governance is not permitted to simultaneously work for the auditing organization that is auditing the company's financial statements.

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

a. Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related matters between the company and shareholders;

b. Preparing meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;

c. Advising on the procedures of the meetings;

d. Attending the meetings;

e. Advising on the procedures for establishing resolutions of the Board of Directors in accordance with legal regulations;

f. Providing financial information, copies of minutes of Board of Directors meetings, and other information to Members of the Board of Directors and Members of the Supervisory Board;

g. Monitoring and reporting to the Board of Directors on the company's information disclosure activities;

h. Acting as the point of contact with relevant stakeholders;

i. Maintaining confidentiality of information in accordance with legal regulations and this Charter.

CHAPTER VIII: GENERAL DIRECTOR, OTHER EXECUTIVE OFFICERS

Article 31. Organize 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 Company's daily business activities. The Company has a General Director and other Executives. The appointment, dismissal, and removal of Executive positions must be approved by Resolutions/Decisions of the Board of Directors.

Article 32. Company Executives

1. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with the quantity and standards suitable to the Company's management structure and regulations as stipulated by the Board of Directors. Company executives must be diligently responsible for supporting the Company in achieving its operational and organizational objectives.

2. The General Director receives salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.

3. Executive salaries are included in the company's business expenses as prescribed by the law on corporate income tax, are presented as a separate item in the company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 33. Appointment, Dismissal, Duties and Powers of the General Director

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

2. The General Director is the person who manages the daily business of the company; is subject to the supervision of the Board of Directors; is responsible to the Board of Directors and before the law for the performance of assigned rights and obligations.

3. The term of the General Director is 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 subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;

b. Must not be a family member of:

– The manager, member of the Board of Supervisors of the Company;

– The manager, member of the Board of Supervisors of Sonadezi Corporation;

– The representative of the State-owned capital at Sonadezi Corporation;

– The representative of Sonadezi Corporation's capital at the Company.

– The representative of enterprise capital at the Company

c. Possess professional qualifications and experience in business administration of the Company.

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

a. Decide on matters related to the daily business of the company that are not within the competence of the Board of Directors;

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

c. Organize the implementation of the company's business plan and investment plan;

d. Propose the organizational structure and internal management regulations of the company;

e. Appoint, dismiss, and remove Heads and Deputy Heads of departments, boards, and enterprises directly under the company, Directors and Deputy Directors of branches, except for positions under the authority of the Board of Directors;

f. Decide on salaries and other benefits for employees in the company, including officials appointed by the General Director;

g. Recruit employees;

h. Propose a plan for dividend payment or handling business losses;

i. Other rights and obligations as prescribed by law, this Charter, and resolutions and decisions of the Board of Directors.

6. The Board of Directors may dismiss the General Director when a majority of the Board of Directors with voting rights attending the meeting approves and appoints a new General Director as a replacement.

CHAPTER IX: BOARD OF SUPERVISORS

Article 34. Nomination and candidacy of members of the Board of Supervisors

1. The identification of Board of Supervisors candidates and the publication of information are carried out similarly to the provisions of Clause 1, Article 24 of this Charter.

2. Shareholders have the right to combine voting rights to nominate candidates for the Board of Supervisors. A shareholder or group of shareholders holding from 10% to less than 25% of the total voting shares may nominate 01 candidate; from 25% to less than 50% may nominate a maximum of 02 candidates; from 50% or more may nominate a maximum of 03 candidates.

3. In the event that the number of candidates for the Board of Supervisors through nomination and self-nomination is not sufficient, the incumbent Board of Supervisors may nominate additional candidates. The incumbent Board of Supervisors' introduction of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors.

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

a. Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;

b. Trained in one of the disciplines of economics, finance, accounting, auditing, law, business administration, or a discipline appropriate to the business activities of the enterprise;

c. Not a family member of:

- Member of the Board of Directors, General Director, and other managers of the Company;
- Member of the Board of Directors, General Director, and other managers of Sonadezi Corporation;
- Representative of the state-owned capital at Sonadezi Corporation;
- Representative of Sonadezi Corporation's capital at the Company.

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

e. Not working in the accounting or finance department of the company;

f. Not a member or employee of the independent audit firm that audited the company's financial statements in the previous 03 consecutive years.

Article 35. Composition and Term of the Board of Supervisors

1. The number of members of the Board of Supervisors is 03 people. The term of office of a Member of the Board of Supervisors shall not exceed 05 years and may be re-elected with an unlimited number of terms.

2. A member of the Board of Supervisors is relieved from duty in the following cases:

a. No longer meets the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 4, Article 34 of this Charter;

b. Has a letter of resignation and is approved.

3. A Member of the Board of Supervisors is dismissed in the following cases:

a. Fails to complete assigned tasks and work;

b. Does not exercise his/her rights and obligations for 06 consecutive months, except in cases of force majeure;

c. Repeatedly violates or seriously violates the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and this Charter;

d. Other cases as resolved by the General Meeting of Shareholders.

Article 36. Head of the Board of Supervisors

1. The Head of the Board of Supervisors is elected by the Board of Supervisors from among its members; the election, dismissal, and removal are based on the majority principle. The Board of Supervisors must have more than half of its members residing in Vietnam. The Head of the Board of Supervisors must have a university degree or higher in one of the majors of economics, finance, accounting, auditing, law, business administration, or a major related to the Company's business activities.

2. Rights and obligations of the Head of the Board of Supervisors:

a. Convene meetings of the Board of Supervisors;

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

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

Article 37. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the following rights and obligations:

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

2. Examine the reasonableness, legality, honesty, and prudence in the management and operation of business activities; the consistency, coherence, and appropriateness of accounting, statistics, and financial reporting.

3. Appraise the completeness, legality, and honesty of the company's annual and semi-annual business performance reports and financial statements, the Board of Directors' management performance report, and submit the appraisal report at the annual General Meeting of Shareholders; review and make recommendations on contracts and transactions with related persons subject to the approval 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 system.

5. Review accounting books, accounting records, and other company documents, and the company's management and operational activities when deemed necessary or as resolved by 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 inspections within 07 working days from the date of receiving the request of the shareholder or group of shareholders as stipulated in Clause 2, Article 11 of this Charter; within 15 days from the end of the inspection, report to the Board of Directors and the requesting shareholder or group of shareholders on the matters requested for inspection; the inspection stipulated in this clause must not impede the normal operation of the Board of Directors nor disrupt the company's business operations.

7. Recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the company's management, supervisory, and operational organizational structure.

8. Upon discovering any violation of law or this Charter by a member of the Board of Directors, General Director, or other executives, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to cease the violation and provide solutions to rectify the consequences.

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. May consult with 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 for approval the list of independent audit organizations to audit the company's financial statements; decide on an independent audit organization to inspect the company's operations and dismiss the independent auditor when deemed necessary.

13. Ensure coordinated operations with the Board of Directors, General Director, and shareholders.

14. Develop and promulgate the operational regulations of the Board of Supervisors after approval by the General Meeting of Shareholders.

15. Report to the General Meeting of Shareholders as stipulated in Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government.

16. Have the right to access the Company's records and documents kept at the headquarters, branches, and other locations; have the right to visit the workplace of the Company's managers and employees during working hours.

17. Have the right to request the Board of Directors, Member of the Board of Directors, General Director and other managers to provide complete, accurate, and timely information and documents regarding the management, administration, and business operations of the Company.

18. Execute other rights and obligations as prescribed by law and this Charter.

Article 38. Meetings of the Board of Supervisors

1. The Board of Supervisors must meet at least 02 times a year, with the number of members attending the meeting being at least 2/3 (two-thirds) of the members of the Board of Supervisors. Minutes of the Board of Supervisors' meetings are prepared in detail and clarity. The minute-taker and members of the Board of Supervisors attending the meeting must sign the minutes of the meeting. The minutes of the meetings of the Board of Supervisors must be kept to determine the responsibilities of each member of the Board of Supervisors.

2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of the independent audit organization to attend and answer issues that need clarification.

Article 39. Salaries, remunerations, bonuses and other benefits of members of the Supervisory Board

1. Non-executive members of the Board of Supervisors shall receive remunerations from the remuneration fund for non-executive managers as decided by the General Meeting of Shareholders. The annual operating budget of the Board of Supervisors is decided by the General Meeting of Shareholders.

2. The full-time Head of the Board of Supervisors shall be paid a salary as decided by the General Meeting of Shareholders.

3. Members of the Board of Supervisors shall be entitled to bonuses in accordance with the Company’s regulations. The bonus amounts for the Head of the Board of Supervisors and each member of the Head of the Board of Supervisors, as provisionally 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. Members of the Board of Supervisors are reimbursed for expenses of accommodation, travel, and the cost of using independent consulting services within the limit of the annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders.

5. The salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses in accordance with the provisions of the law on corporate income tax, other relevant legal provisions, and must be itemized separately in the Company's annual financial statements.

CHAPTER X: RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE BOARD OF SUPERVISORS, GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS

Article 40. Duty of Care

Members of the Board of Directors, Supervisors, the General Director and other executive officers are responsible for performing their duties, including those as members of sub-committees of the Board of Directors, honestly and prudently in the best interests of the Company.

Article 41. Responsibility to be honest and avoid conflicts of interest

1. Member of the Board of Directors, Member of the Board of Supervisors, General Director and other executive officers must disclose relevant interests as prescribed by the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, Members of the Board of Supervisors, the General Director, other executive officers, and their related persons may only use information obtained by virtue of their positions to serve the interests of the Company.

3. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other executives are obligated to notify the Board of Directors and the Board of Supervisors in writing of any transactions between themselves and their affiliated persons with the Company and its subsidiaries, in accordance with the law. The company must disclose information as prescribed by securities laws, regarding resolutions of the General Meeting of Shareholders or the Board of Directors approving these transactions.

4. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and their affiliated persons may not utilize or disclose to others inside information to conduct relevant transactions.

Article 42. Disclosure of Related Interests

The disclosure of interests and affiliated persons of the Company is implemented according to the following regulations:

1. Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers of the Company must declare to the Company their related interests, including:

a. Name, enterprise code, head office address, industry, and business lines of enterprises in which they own capital contributions or shares; the percentage and time of ownership of such capital contributions or shares;

b. Name, enterprise code, head office address, industry, and business lines of enterprises in which their affiliated persons jointly or individually own capital contributions or shares exceeding 10% of the charter capital.

2. The declaration stipulated in Clause 1 of this Article must be made within 07 working days from the date the related interest arises; any amendments or supplements must be notified to the Company within 07 working days from the date of the respective amendment or supplement.

3. Any Member of the Board of Directors or the General Director who, in their personal capacity or on behalf of another person, undertakes any work within the scope of the Company's business must explain the nature and content of such work to the Board of Directors and the Board of Supervisors and may only proceed with such work upon approval by the majority of the remaining members of the Board of Directors. If undertaken without declaration or without the approval of the Board of Directors, all income derived from such activity belongs to the Company.

Article 43. Contracts and Transactions with Affiliated Persons

1. The Company shall not provide loans or guarantees to all Shareholders and their affiliated persons.

2. The Company shall not provide loans or guarantees to all managers of the Company and their affiliated persons, except as provided for in Clause 3 of this Article.

3. The Company may provide loans or guarantees to the Company's 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 approves Contracts and transactions between the Company and the following:

a. Shareholders, authorized representatives of Shareholders owning more than 10% of the Company's total common shares, and their affiliated persons;

b. Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and their affiliated persons;

c. Enterprises that Members of the Board of Directors, members of the Supervisory Board, the General Director, and other managers of the Company are required to declare as stipulated in Clause 1, Article 42 of this Charter.

5. The following Contracts and transactions must be approved by the General Meeting of Shareholders:

a. Contracts and transactions as stipulated in Clauses 3 and 4 of this Article with a value of 35% or more, or transactions leading to a total transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;

b. Contracts and transactions with a value greater than 10% of the total asset value recorded on the most recent financial statement between the Company and Shareholders owning from 51% of the total voting shares or related persons of such Shareholders.

In the event of approving a contract or transaction as prescribed in this clause, the Company representative signing the contract or transaction must notify the Board of Directors and members of the Board of Supervisors about related persons involved in the contract or transaction and enclose the draft contract or a notice of the main contents of the transaction. The Board of Directors shall submit the draft contract or transaction or explain the main contents of the contract or transaction at the General Meeting of Shareholders or obtain Shareholders' opinions in writing. In these cases, the shareholders who have no voting rights regarding contracts or transactions in which such Shareholders have related interests.

6. The following contracts and transactions must be approved by the Board of Directors:

a. Contracts and transactions specified in point a, clause 6 of this Article, with a value less than 35% of the total asset value recorded on the most recent financial statement.

b. Contracts and transactions specified in point b, clause 6 of this Article, with a value less than or equal to 10% of the total asset value recorded on the most recent financial statement.

In the event of approving contracts or transactions as prescribed in this clause, the Company representative signing contracts or transactions must notify the Members of the Board of Directors and the Board of Supervisors about related persons involved in the contracts or transactions and enclose a draft contract or the main content of the transactions. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification. Members of the Board of Directors shall have no right to vote on contracts and transactions in which they, or related persons thereof, have related benefits.

Article 44. Responsibilities for Damages and Compensation

1. Members of the Board of Directors, Members of the Board of Supervisors, the General Director and other executives who violate their duties and Responsibilities of honesty and due care, fail to fulfill their obligations, shall be held accountable for damages caused by their violations.

2. The Company shall indemnify those who are, have been, or may become a party to claims, lawsuits, or prosecutions (including civil and administrative cases and excluding cases where the Company is the plaintiff) if that person is or has been a Member of the Board of Directors, a Member of the Board of Supervisors, the General Director, another executive, an employee, or an authorized representative of the Company, or that person has performed, is performing duties as authorized by the Company, acts honestly and with due care in the best interest of the Company based on compliance with the law, and there is no evidence confirming that such person violated their Responsibilities.

3. Cost of compensation includes judgment costs, fines, actual incurred payments (including legal fees) in resolving these cases within the permissible legal framework. The company may purchase insurance for these individuals to avoid the aforementioned compensation responsibilities.

CHAPTER XI: RIGHT TO INVESTIGATE BOOKS AND RECORDS

Article 45. Right to Investigate Books and Records

1. Common shareholders have the right to investigate books and records in accordance with the provisions of points e and f, clause 1, Article 11, and point b, clause 2, Article 11 of this Charter.

2. In cases where authorized representatives of Shareholders and Shareholder groups request to investigate books and records, a power of attorney from the Shareholders and Shareholder groups they represent or a notarized copy of this power of attorney must be enclosed.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives have the right to access the Company's shareholder register, shareholder list, and other Company books and records for purposes related to their positions, provided that this information is kept confidential.

4. The Company must maintain this Charter and its amendments, the Enterprise Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the GMS and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books, and other documents as prescribed by law at its headquarters or another location, provided that shareholders and the business registration authority are notified of the location where these documents are stored.

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

CHAPTER XII: EMPLOYEES AND TRADE UNION

Article 46. Employees and Trade Union

1. The General Director shall submit to the Board of Directors for approval policies regarding matters related to recruitment, employee termination, salaries, social insurance, benefits, rewards, and disciplinary actions for employees and executives of the Company.

2. The General Director submits to the Board of Directors for approval policies on the Company's relations with trade union organizations in accordance with the Law on Trade Unions, the Trade Union Charter, and current legal regulations.

CHAPTER XIII: PROFIT DISTRIBUTION

Article 47. Profit distribution

1. After offsetting losses carried forward from previous years (if any), the Company shall appropriate funds from after-tax profits, including: the Development Investment Fund; the Reward and Welfare Fund; the Agency and Related Parties Work Fund; and the Community Social Work Fund

2. The General Meeting of Shareholders shall decide the annual dividend payout ratio and the form of dividend payment from the Company's retained earnings.

3. The Company does not pay interest on dividend payments or payments related to a class of shares.

4. The Board of Directors may propose to the GMS the payment of all or part of the dividends in shares, and the Board of Directors shall be the body that implements this decision.

5. The Board of Directors may decide to pay interim dividends within the plan approved by the GMS if it deems that this payment is appropriate for the Company's profitability.

6. In cases where dividends or other amounts related to a class of shares are paid in cash, the Company must pay in Vietnamese Dong. Payment may be made directly or through banks based on detailed bank account information provided by the shareholder. In the event that the Company has transferred the money according to the detailed bank information provided by the shareholder, but the shareholder does not receive the money, the Company shall not be liable for the amount the Company has transferred to this shareholder. Dividend payments for shares may be made through a securities company or Vietnam Securities Depository and Clearing Corporation.

7. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution specifying a specific date to finalize the list of shareholders. Based on that date, those registered as shareholders or holders of other securities are entitled to receive stock dividends by cash or shares, receive notices, or other documents.

8. Principles of loss treatment in business:

In the event of a loss in the fiscal year settlement, the Board of Directors must propose to the General Meeting of Shareholders two options for handling:

a. Transfer the loss to the following year in accordance with current regulations, and the General Meeting of Shareholders must decide on remedial measures.

b. In the event that the Company experiences prolonged losses for many years without remedy, the General Meeting of Shareholders shall consider deciding on handling measures in accordance with the Bankruptcy Law.

9. Other matters related to profit distribution are implemented according to legal provisions.

CHAPTER XIV: BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING

Article 48. Bank accounts

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

2. With prior approval from competent authorities, when necessary, the Company may open Bank accounts abroad in accordance with legal regulations.

Article 49. Fiscal year

The Company's Fiscal year begins on the first day of January each year and ends on the 31st day of December. The first Fiscal year starts from the date of issuance of the Business Registration Certificate and ends on the 31st day of December immediately following.

Article 50. Accounting

1. The Accounting system used by the company is the enterprise accounting system or a specific accounting system issued or approved by a competent authority.

2. The company keeps accounting books in Vietnamese and retains accounting records according to the provisions of law on accounting and relevant laws. These records must be accurate, updated, systematic, and sufficient to prove and explain the Company's transactions.

3. The Company uses the Vietnamese Dong as its accounting currency unit.

CHAPTER XV: ANNUAL REPORT, FINANCIAL STATEMENTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 51. Annual, semi-annual and quarterly financial statements

1. The company must prepare annual financial statements in accordance with the law and the report must be audited according to the provisions of Article 53 of this Charter. The Company publishes the audited annual financial statements according to the provisions of securities law and submits them to competent state agencies.

2. Annual financial statements must include complete reports, appendices, and explanations in accordance with the law on enterprise Accounting. Annual Financial statements must truthfully and objectively reflect the company's operating situation.

3. The Company must prepare and publish reviewed semi-annual financial statements and quarterly financial statements according to the law on the securities market and submit them to competent state agencies.

Article 52. Annual report

The Company must prepare and publish the Annual report in accordance with the provisions of securities law.

CHAPTER XVI: AUDITING

Article 53. Auditing

1. The General Meeting of Shareholders appoints an independent Auditing organization or approves the list of independent Auditing organizations and authorizes the Board of Directors to select one of these organizations to audit the Company's Financial statements.

2. The audit report is attached to the company's annual financial statements.

3. The independent auditor conducting the audit of the Company's Financial statements is entitled to attend General Meeting of Shareholders meetings, receive notices and other information relating to General Meeting of Shareholders meetings, and express opinions at the meeting on matters related to the audit of the Company's Financial statements.

CHAPTER XVII: COMPANY SEAL

Article 54. Company Seal

1. The Company Seal comprises a physical seal crafted at a designated seal engraving establishment or a digital signature conforming to the stipulations of electronic transaction laws.

2. The Board of Directors determines the type, quantity, format, and content of the seals for the Company, its branches, and representative offices (if any).

3. The Board of Directors and the General Director utilize and manage the seal in accordance with prevailing legal regulations.

CHAPTER XVIII: COMPANY DISSOLUTION

Article 55. Company Dissolution

1. The Company may be dissolved under the following circumstances:

a. Dissolution pursuant to a Resolution or Decision of the General Meeting of Shareholders;

b. Revocation of the Enterprise Registration Certificate, unless otherwise stipulated by the Law on Tax Administration;

c. Other cases prescribed by law.

2. The Dissolution of the Company, as resolved by the General Meeting of Shareholders, is executed by the Board of Directors. This Dissolution Decision must be announced or approved by the competent authority (if mandated) as per regulations.

3. Procedures for Liquidation of Assets and Dissolution of the Company:

The Dissolution of the Company under the circumstances stipulated in Clause 1 of this Article shall be executed as follows:

a. The General Meeting of Shareholders adopts a Resolution or Decision for the Company's Dissolution. In cases of Dissolution due to revocation of the Enterprise Registration Certificate or by court order, within 10 days of receiving the decision of this revocation or court order effective, the Company must convene a GMS to pass a Resolution deciding on the Dissolution.

b. The Resolution or Decision on Company Dissolution must include the following key elements:

- Name and address of the Company’s headquarters;
- Reasons for Dissolution;
- Timeframe and procedures for contract Liquidation and settlement of Company debts;
- Plan for addressing obligations arising from labor contracts;
- Full name and signature of the Chairman of the Board of Directors.

c. The Board of Directors establishes the Company's Asset Liquidation Committee.

d. Within 07 working days of adoption, the Resolution, the Dissolution Decision, and the minutes of the meeting must be submitted to the Business Registration Authority, the Tax Authority, and the Company's employees. The Resolution and Dissolution Decision must be published on the National Business Registration Portal and publicly posted at the Company’s headquarters, branches, and representative offices.

If the Company has outstanding financial obligations, a debt resolution plan must be submitted along with the Resolution and Dissolution Decision to creditors and those with associated rights, obligations, and interests. The debt resolution plan must include the creditor's name and address; the debt amount, due date, payment location and method; and the procedure and timeframe for creditor complaints.

e. The Company's Legal Representative submits the Dissolution documents to the Business Registration Authority within 05 working days of the complete settlement of all Company debts.

Article 56. Liquidation

1. Following the decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee composed of 03 members: 02 designated by the General Meeting of Shareholders and 01 from an independent audit firm appointed by the Board of Directors. The Liquidation Committee prepares its operational regulations. Committee members may be chosen from Company personnel or independent experts. All Liquidation-related expenses are prioritized for payment before other Company debts.

2. The Liquidation Committee is responsible for reporting to the business registration authority the establishment date and commencement date of operations. From that point forward, the Liquidation Committee represents the Company in all matters pertaining to the Company's liquidation before the Court and administrative agencies.

3. Proceeds from the liquidation shall be disbursed in the following order:

a. Liquidation expenses;

b. Salaries, severance allowances, social insurance, and other employee benefits as stipulated in the collective labor agreement and signed labor contracts;

c. Tax debts;

d. Other debts of the Company;

e. The remainder, after settling all debts from points (a) to (d) above, shall be distributed to Shareholders. Preferred shares (if any) shall be paid preferentially.

CHAPTER XIX: INTERNAL DISPUTE RESOLUTION

Article 57. Internal Dispute Resolution

1. In the event of any dispute or complaint arising in connection with the Company's operations, or the rights and obligations of Shareholders as prescribed by the Enterprise Law, other legal regulations, the Company Charter, or the regulations between:

a. Shareholders and the Company;

b. Shareholders and the Board of Directors, the Board of Supervisors, the General Director, or other executive officers.

The parties involved shall endeavor to resolve such disputes through negotiation and mediation. Except in cases of disputes involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the Dispute Resolution and request each party to present the factual elements related to the dispute within 15 working days from the date the dispute arises. In cases of disputes involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Head of the Board of Supervisors to appoint an independent expert to act as an arbitrator for the Dispute Resolution process.

2. If no mediation settlement is reached within 06 weeks from the start of the mediation process, or if the mediator's decision is not accepted by the parties, any party may bring the dispute before a court of competent jurisdiction.

3. The parties shall bear their own costs related to negotiation and mediation proceedings. Payment of court costs shall be executed in accordance with the Court's Judgment/Decision.

CHAPTER XX: CHARTER SUPPLEMENT AND AMENDMENT

Article 58. Charter Supplement and Amendment

1. Any supplement or amendment to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In cases where legal regulations related to the Company's operations are not addressed in this Charter, or in cases where new legal regulations differ from the content of this Charter, those regulations shall apply to govern the Company's operations.

CHAPTER XXI: EFFECTIVENESS

Article 59. Effectiveness

1. This Charter, comprising 21 chapters and 59 articles, was unanimously approved by the General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company on April 16, 2026 at the office of Sonadezi Chau Duc Shareholding Company, Hoi Bai - Chau Pha - Da Bac Road, Chau Duc Industrial and Urban Zone, Ngai Giao Commune, Ho Chi Minh City, and concurrently approved the full effectiveness of this Charter, superseding the 15th amended and supplemented Company Charter dated April 11, 2025.

2. The Charter is made in 05 copies, having equal legal validity, and shall be kept at the Company's headquarters.

3. This Charter is the sole and official Charter of the Company.

4. Copies or extracts of the Company's Charter must bear the signature of the Chairman of the Board of Directors or at least 1/2 of the total number of members of the Board of Directors.

Ho Chi Minh City, April , 2026
LEGAL REPRESENTATIVE
GENERAL DIRECTOR

Nguyen Van Tuan

APPENDIX NO. 01/PLĐL

Attached to the Charter of Sonadezi Chau Duc Shareholding Company
as amended and supplemented for the sixteenth time on 16/04/2026

No.	Name of business lines	Code
1	Quarrying of stone, sand, gravel, and clay (sand mining activities outside the province)	0810
2	Manufacture of construction materials from clay (not conducted at the head office)	2392
3	Manufacture of concrete and products from concrete, cement, and plaster (not conducted at the head office)	2395
4	Water extraction, treatment, and supply (only when all conditions required by law are met)	3600
5	Sewerage and wastewater treatment (only when all conditions required by law are met; not conducted at the head office)	3700
6	Collection of non-hazardous waste (only when all conditions required by law are met; not conducted at the head office) - Excluded: Waste collection directly from households	3811
7	Collection of hazardous waste (only when all conditions required by law are met; not conducted at the head office) - Excluded: Waste collection directly from households	3812
8	Treatment and disposal of non-hazardous waste (only when all conditions required by law are met; not conducted at the head office)	3821
9	Treatment and disposal of hazardous waste (only when all conditions required by law are met; not conducted at the head office)	3822
10	Pollution remediation and other waste management activities	3900
11	Construction of residential buildings	4101
12	Construction of non-residential buildings	4102
13	Construction of railway structures	4211
14	Construction of road structures	4212
15	Construction of electric power structures - Excluded: Construction and operation of multipurpose hydropower plants and nuclear power plants of special importance to socio-economic development are state-monopoly commercial activities	4221
16	Construction of water supply and drainage structures	4222
17	Construction of telecommunications and communications structures	4223

No.	Name of business lines	Code
18	Construction of other public utility structures - Excluded: Construction and operation of multipurpose hydropower plants and nuclear power plants of special importance to socio-economic development	4229
19	Construction of water-related structures - Excluded: Construction and operation of multipurpose hydropower plants and nuclear power plants of special importance to socio-economic development are state-monopoly commercial activities	4291
20	Construction of mining structures	4292
21	Construction of manufacturing and processing structures	4293
22	Construction of other civil engineering structures - Excluded: Construction and operation of multipurpose hydropower plants and nuclear power plants of special importance to socio-economic development	4299
23	Site preparation - Excluded: Blasting services	4312
24	Electrical installation (excluding electroplating; mechanical processing)	4321
25	Installation of water supply and drainage systems, heating systems, and air conditioning systems (excluding electroplating; mechanical processing)	4322
26	Other building system installation (excluding electroplating; mechanical processing)	4329
27	Building completion and finishing	4330
28	Other specialised construction activities	4390
29	Warehousing and storage	5210
30	Direct support service activities for rail transport	5221
31	Direct support service activities for road transport Details: Direct support service activities for road transport (only when all business conditions required by law are met)	5225
32	Hotels and similar accommodation	5510
33	Other short-stay accommodation	5520
34	Intermediary service activities for accommodation services	5530
35	Restaurants and mobile food service activities (excluding operation of bars, discos/nightclubs, karaoke rooms and related services) (only when the competent authority approves the location and all business conditions required by law are met) (for alcohol and tobacco trading: only when all business conditions required by law are met and in accordance with the applicable	5610

No.	Name of business lines	Code
	planning)	
36	Event catering services (only when all business conditions required by law are met)	5621
37	Other food service activities (only when all business conditions required by law are met)	5629
38	Beverage serving activities (excluding operation of bars, discos/nightclubs, karaoke rooms and related services) (only when the competent authority approves the location and all business conditions required by law are met) (for alcohol and tobacco trading: only when all business conditions required by law are met and in accordance with the applicable planning)	5630
39	Real estate business, land use rights of owners, users, or lessees (only when all business conditions required by law are met and in compliance with Article 10 of the Law on Real Estate Business No. 29/2023/QH15 dated 28/11/2023) - Excluded: Investment in construction of cemetery infrastructure for transfer of land use rights attached to such infrastructure	6810 (Chính)
40	Intermediary service activities for real estate activities	6821
41	Other real estate activities on a fee or contract basis - Excluded: Real estate auctions; auctions of real estate-related land use rights	6829
42	Architectural activities and related technical consultancy Details: - Surveying, topographic mapping, and geotechnical drilling. - Consultancy on design, planning, and preparation of investment projects. - Consultancy on project management, supervision, appraisal, and inspection/verification of civil, industrial, transport, and technical infrastructure works. (only when all business conditions required by law are met)	7110
43	Technical testing and analysis - Excluded: Inspection (testing) services and issuance of certificates for transport vehicles (including assemblies, equipment, and components of vehicles); inspection services and issuance of certificates of technical safety and environmental protection for specialized vehicles and equipment, containers, and packaging equipment for dangerous goods used in transport; inspection services and issuance of certificates of technical safety and environmental protection for vehicles and equipment for offshore oil and gas exploration, extraction, and transportation; occupational safety	7120

No.	Name of business lines	Code
	technical inspection services for machines and equipment subject to strict occupational safety requirements installed on transport vehicles and vehicles and equipment for offshore oil and gas exploration, extraction, and transportation; fishing vessel registration/inspection services	
44	Advertising (only when all business conditions required by law are met) - Excluded: Tobacco advertising	7310
45	Other professional, scientific, and technological activities not elsewhere classified Details: Environmental consultancy services.	7499
46	Rental of sports and recreation equipment	7721
47	Rental and leasing of other tangible goods without an operator Details: Rental of construction machinery and equipment.	7730
48	Landscape service activities	8130
49	Trade promotion and business matching activities (only when all business conditions required by law are met)	8230
50	Other business support service activities not elsewhere classified Details: Other business support activities not elsewhere classified (only when all business conditions required by law are met) - Excluded: Export rights, import rights, distribution rights for: cigarettes and cigars; books, newspapers and magazines; recorded media; precious metals and gemstones; pharmaceuticals; explosives; crude oil and refined petroleum products; rice; cane sugar and beet sugar	8299
51	Sports and recreation education	8551
52	Operation of sports facilities (not conducted at the head office)	9311
53	Sports club activities	9312
54	Other sports activities	9319

LEGAL REPRESENTATIVE
GENERAL DIRECTOR

Nguyen Van Tuan

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Draft

Ho Chi Minh City, 2026

INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

(Issued pursuant to Decision No. ……./2026/QĐ-SZC-HĐQT dated …, 2026 of the Board of Directors of Sonadezi Chau Duc Shareholding Company)

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

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

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding several articles on corporate governance applied to public companies at Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain 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 dated December 31, 2020 of the Government, which provides detailed regulations for the implementation of certain provisions of the Law on Securities;

Pursuant to the Charter of Sonadezi Chau Duc Shareholding Company;

Pursuant to Resolution No......../2026/NQ-SZC-ĐHĐCĐ dated April 16, 2026 of the General Meeting of Shareholders.

The Board of Directors promulgates the Internal Regulations on Corporate Governance - Sonadezi Chau Duc Shareholding Company (amended and supplemented for the 2nd time) including the following contents:

Article 1. Governing scope and applicable entities

1. Governing Scope: This Charter on Corporate Governance stipulates the roles, rights, and obligations of the General Meeting of Shareholders (GMS), the Board of Directors, and the General Director; the procedures for GMS meetings; the nomination, candidacy, election, dismissal, and removal of members of the Board of Directors, the Board of Supervisors, the General Director, and other activities as prescribed in the company's Charter and other applicable regulations of law.

2. Applicable Entities: This Charter applies to members of the Board of Directors, the Board of Supervisors, the General Director, and related parties.

Article 2. General Meeting of Shareholders

1. Roles, rights and obligations of the GMS:

– Role: The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company.

– Rights and obligations of the General Meeting of Shareholders: As prescribed in Clause 1, Article 14 of the Company's Charter.

2. The procedures for the General Meeting of Shareholders to pass resolutions through voting at the GMS meeting include the following main contents:

a) Authority to convene the GMS:

The General Meeting of Shareholders shall be convened as prescribed in Clause 1, Article 16 of the Company's Charter.

b) Compiling the Shareholder list:

– The Shareholder list entitled to attend the General Meeting of Shareholders is compiled based on the company's shareholder register. The Shareholder list is compiled no later than 10 days before the date of sending the invitation to the GMS meeting.

– The Shareholder list of Shareholders eligible to attend the General Meeting of Shareholders must include full name, contact address, nationality, personal legal document number for individual Shareholders; name, enterprise code, or legal document number, head office address for institutional Shareholders; the number of shares of each type, the shareholder registration number and date for each Shareholder.

– Shareholders have the right to inspect, search, extract, and copy the names and contact addresses of Shareholders on the Shareholder list eligible to attend the General Meeting of Shareholders; request corrections to inaccurate information or additions of necessary information about themselves on the Shareholder list eligible to attend the General Meeting of Shareholders. The company administrator must promptly provide information from the shareholder register, amend, and supplement inaccurate information as requested by Shareholders.

c) Notification of the last registration date to exercise the right to attend the General Meeting of Shareholders:

– The Board of Directors shall issue a Resolution on the last registration date for compiling the list of shareholders entitled to attend the General Meeting of Shareholders and must publish the information at least 20 days before the expected last registration date.

– To prepare the list of shareholders entitled to attend the General Meeting of Shareholders in accordance with Clause 2, Article 16 of the Company’s Charter and the Regulation on the exercise of rights for securities holders at the Vietnam Securities Depository and Clearing Corporation.

d) Notice of convening the General Meeting of Shareholders :

Notice of convening the General Meeting of Shareholders as prescribed in Clause 3, Article 16 of the Company's Charter.

e) Agenda and Contents of the General Meeting of Shareholders

– Person responsible for preparing the agenda:

The person convening the General Meeting of Shareholders is responsible for preparing the agenda and must perform the following tasks:

+ Compiling the list of Shareholders eligible to attend the meeting;

+ Providing information and resolving complaints related to the Shareholder list;

+ Establishing the agenda and Content of the meeting;

+ Preparing documents for the meeting;

+ Drafting resolutions of the General Meeting of Shareholders according to the intended Content of the meeting; list and details of candidates in case of electing members of the Board of Directors, members of the Board of Supervisors;

+ Determining the time and venue of the meeting;

+ Sending meeting invitations to each Shareholder eligible to attend the meeting as prescribed by the Law on Enterprises;

+ Other tasks serving the meeting.

– Content of the General Meeting of Shareholders : The annual General Meeting of Shareholders discusses and approves matters as prescribed in Clause 2, Article 14 of the Company's Charter.

– Regulations concerning shareholder proposals for inclusion in the meeting agenda: Governed by Clauses 4, 5, and 6 of Article 16 of the Company Charter.

f) Authorization for proxy attendance at the General Meeting of Shareholders : as prescribed in the provisions of Clause 2, Article 15 of the Company Charter.

g) Registration procedures for attending the General Meeting of Shareholders :

– The registration procedures for the GMS are detailed in the Notice of the GMS, including direct contact or submission of the Registration/Proxy Form (as attached to the Notice of the GMS or through a written proxy authorization prepared as prescribed in civil law regulations) to the Company.

– Shareholders register their intended mode of participation in the GMS as indicated in the notice, including:

+ Attending and voting/electing in person at the meeting.

+ Authorizing another representative to attend and vote/elect at the meeting. Authorization is conducted as outlined in point e of this Article.

+ Submitting voting/election ballots to the meeting via mail, fax, or email.

h) Conditions for convening: Stipulated in Article 17 of the Company Charter.

i) Methods for ratifying resolutions of the GMS:

– The GMS ratifies resolutions within its purview by voting at the meeting.

– Resolutions of the GMS on matters stipulated in Clause 2, Article 19 of the Company Charter must be ratified through voting at the GMS.

k) Voting procedures:

– The GMS deliberates and votes on each item on the agenda. Voting is conducted by raising cards or direct balloting.

– Shareholders or their authorized representatives cast their votes to Approve, Disapprove, or Abstain on a matter put to a vote at the GMS by raising their voting cards or filling in the options on the ballot.

– For the election of members of the Board of Directors and the Board of Supervisors: Each shareholder or authorized representative shall have a total number of votes equal to the total number of shares owned or represented multiplied by the number of members to be elected. Shareholders or authorized representatives may cast all their votes for one or several candidates. In case of erroneous selection, shareholders or authorized representatives should contact the Vote Counting Committee to be issued a new ballot and must submit the old ballot to the Organizing Committee.

– Method of marking ballots: Each shareholder or authorized representative shall be issued ballots. Instructions for marking ballots are detailed as follows:

+ Delegates elect a maximum number of candidates equal to the number of elected candidates;

+ If the number of votes cast is not equal for several candidates, the delegate shall clearly indicate the number of votes in the "Number of Votes" box corresponding to each candidate.

l) Vote counting procedures:

– Vote counting is carried out by collecting the ballots/cards/voting slips in favor of the resolution, then collecting the cards/voting slips against, and finally tallying the votes in favor, against, and abstentions.

– Principles for election of members of the Board of Directors and Board of Supervisors:

+ The elected persons are determined by the number of votes received, ranked from highest to lowest, commencing with the candidate possessing the most votes and continuing until the requisite number of members is attained.

+ In instances where two or more candidates achieve an equal number of votes for the final position, a subsequent election shall be conducted among the candidates with identical vote counts.

m) Conditions for Resolution Approval: As stipulated in Article 20 of the Company Charter.

n) Announcement of Ballot Counting Results:

The Ballot Counting Committee shall examine, synthesize, and report the results of the count for each matter to the Chairperson. The Chairperson shall announce the ballot counting results immediately prior to the meeting's adjournment.

o) Method for Objecting to Resolutions of the General Meeting of Shareholders (as stipulated in Article 132 of the Law on Enterprises):

– Shareholders who voted against the resolution regarding the company's reorganization or modifications to shareholder rights and obligations as outlined in the Company Charter possess the right to request the company to repurchase their shares. This request must be submitted in writing, clearly stating the shareholder's name, address, the quantity of each share type, the intended selling price, and the rationale for the repurchase request. This request must be submitted to the company within 10 days of the GMS's approval of the resolutions pertaining to the matters specified in this clause.

– The company is obligated to repurchase shares upon the shareholder's request, as stipulated in the above section, at market value or a value calculated as prescribed in the principles outlined in the Company Charter, within 90 days of receiving the request. In cases where an agreement on price cannot be reached, the involved parties may request a valuation from a valuation organization. The company shall propose a minimum of three valuation organizations for the shareholder's selection, and this selection shall be considered final.

p) Preparation of the GMS Minutes: As stipulated in Clauses 1, 2, and 3 of Article 22 of the Company Charter.

q) Announcement of GMS Resolutions:

The GMS Resolutions shall be Announced on the Company's website and reported to the disclosure websites of the State Securities Commission and the Ho Chi Minh City Stock Exchange within 24 hours of the meeting's conclusion.

3. The sequence and procedures for the GMS to pass resolutions through written opinion include the following key contents:

a) Cases where written opinions are and are not permitted:

As stipulated in Clause 1, Article 21 of the Company Charter.

b) Sequence and procedures for the GMS to adopt Resolutions through written opinions:

– The finalization of the list of Shareholders eligible to vote shall be conducted according to Clause 1, Article 3 of these Regulations.

– The Board of Directors shall prepare the ballot papers, the draft GMS Resolutions, explanatory documents for the draft Resolutions, and forward them to all Shareholders with voting rights no later than 10 days before the deadline for returning the completed ballots.

– Ballot papers must contain the information stipulated in Clause 3, Article 21 of the Company Charter.

– Shareholders may submit their completed ballot papers to the Company as stipulated in Clause 4, Article 21 of the Company Charter.

– The Board of Directors shall count the ballots and prepare the ballot counting minutes as stipulated in Clause 5, Article 21 of the Company Charter.

– Subsequent matters shall be executed according to the provisions of Clauses 6, 7, 8, 9, and 10 of Article 21 of the Company Charter.

4. The procedures for the General Meeting of Shareholders to adopt resolutions via online conference (when the Company possesses adequate infrastructure and if it's assessed that conducting an in-person GMS meeting might be infeasible due to the epidemic situation, a decision by a competent state regulatory body, or other force majeure events) are as follows:

a) Notice of the online GMS meeting:

– The notice convening the online GMS meeting is disseminated to all Shareholders, as per the final shareholder list provided by the Vietnam Securities Depository (VSD), following the same delivery method and timeframe as for in-person GMS meetings. The notice shall specify the access link for the online GMS meeting system (provided by the service provider with which the Company has contracted to furnish the online GMS meeting software).

– The notice convening the online GMS meeting shall also be published on the Company's website and on the online GMS meeting software system.

b) Registration procedures for participating in the online GMS meeting:

– Upon receiving the meeting invitation, each Shareholder shall be furnished with an account, comprising a username and password for accessing the online GMS meeting system, with the exception of institutional Shareholders holding 10% or more of the total shares, who may appoint more than one representative and shall receive a corresponding number of accounts.

– Shareholders are responsible for safeguarding the username and password provided by the Company, ensuring that only the Shareholder may register for attendance, participate in voting, and elections within the Company's online GMS meeting system.

– Shareholders shall utilize the provided username and password to access the online GMS meeting system within the designated timeframe stipulated in the meeting invitation and register for participation or delegate another individual (which could be the Chairman of the Board of Directors or the Company's General Director or another individual appointed by the Shareholder) to participate in the online GMS meeting.

c) Proxy authorization for attending the online GMS meeting:

– Granting proxy authorization for attendance at the online GMS meeting adheres to the provisions outlined in Article 15 of the Company's Charter.

– Based upon the Shareholders' proxy authorization documents, the Company shall allocate a commensurate quantity of accounts. Proxy attendees at the online GMS meeting will employ the allocated accounts to access the system, engage in voting, participate in discussions, and offer input online.

d) Conditions for conducting the meeting:

The online meeting may proceed if Shareholders representing over 50% of the total voting shares, as determined by the shareholder list compiled at the time of the GMS meeting convocation and supplied by the Vietnam Securities Depository (VSD), have registered for participation.

e) Methods for ratifying resolutions of the online GMS:

– Resolutions of the online GMS shall be ratified through electronic voting with options to vote in favor, against, or abstain.

– Resolutions of the General Meeting of Shareholders will be passed when approved by Shareholders possessing more than 50% of the total voting shares of all Shareholders or Shareholder representatives, except for cases specified in Clause 1, Article 20 of the Company's Charter, which are passed if approved by Shareholders representing 65% or more of the total voting shares of all Shareholders.

f) Online voting method:

– For each matter submitted for voting, Shareholders or their authorized representatives vote by selecting one of the following options: Agree, Disagree, or Abstain, displayed on the online GMS system interface.

– For elections, Shareholders choose the cumulative voting method or numbered voting method for candidates as instructed on the online GMS system interface.

– In case of matters arising outside the meeting agenda sent to Shareholders: Shareholders may vote or hold additional elections. If Shareholders do not vote or hold elections on arising matters, their votes shall be considered abstentions for these matters.

– Shareholders can change their voting and election choices during the online GMS, the online system will record the final voting and election results at the time the Chairman announces the end of the voting period to proceed with vote counting.

– The online voting and election period begins from when the Shareholder receives access information until the end of the online voting and election period specified in the online GMS system notification. After the specified time, the system will not record any further online voting and election results from Shareholders.

g) Online vote counting method:

The online GMS system will automatically tally and summarize the vote counting report for the contents based on the Agree, Disagree, or Abstain choices of participating Shareholders in electronic voting.

h) Vote counting results announcement:

The Ballot Counting Committee exports the report and immediately announces the vote counting results on the online GMS system software so that Shareholders can monitor and update the results immediately.

i) Preparing Minutes of the GMS:

– The Minutes of the online GMS are prepared by the Meeting Secretariat, recording the online meeting process including matters discussed by Shareholders, comments made through the online broadcasting system, matters approved at the meeting, vote counting results, and election results.

– The Minutes must be completed before the end of the online GMS and sent in full to all Shareholders through the online GMS system. They are also posted on the Company's website, the information disclosure websites of the State Securities Commission, and HOSE within 24 hours of the end of the online meeting.

k) Announcement of GMS Resolutions:

– The online GMS Resolution must be completed before the end of the meeting and must be approved by electronic voting of the Shareholders attending the online GMS.

– The announcement of online GMS Resolutions is carried out similarly to that of in-person GMS meetings.

5. The procedures for the General Meeting of Shareholders to adopt resolutions through a combination of in-person and online meetings (only when the Company deems it necessary to combine the two methods to ensure the participation rate in voting) are as follows:

a) Notice of convening the GMS:

The notice convening the GMS shall be carried out in combination with point d, Clause 2 and point a, Clause 4 of this Article.

b) Methods for registering to attend the GMS:

The methods for registering to attend the GMS are applied according to the provisions of point g, Clause 2 and point b, Clause 4 of this Article.

c) Authorizing a representative to attend the GMS:

Authorizing a representative to attend the GMS shall be carried out according to the provisions of point e, Clause 2 and point c, Clause 4 of this Article.

d) Conditions for conducting:

The meeting shall be conducted through the online GMS system and at the meeting venue that has been notified to all shareholders. The GMS shall be held when attended by shareholders representing more than 50% of the total voting shares in both online and in-person formats.

e) Methods for ratifying resolutions of the GMS:

Resolutions of the GMS shall be adopted by raising voting cards, filling in selections on ballot papers, filling in the number of votes for candidates (for shareholders participating directly at the meeting venue), and electronic voting with options to approve, disapprove, or abstain.

f) Voting methods:

The voting methods are as prescribed in point k, Clause 2 and point f, Clause 4 of this Article.

g) Ballot counting methods:

Ballot counting methods shall be carried out according to the provisions of point l, Clause 2 and point g, Clause 4 of this Article.

h) Announcing ballot counting results:

– The Ballot Counting Committee will check the number of votes in favor, against, and abstentions for each item by consolidating the ballot counting results from both the in-person and online formats.

– A representative of the Ballot Counting Committee will present a consolidated report on the voting results at the in-person GMS. For the online GMS, the consolidated ballot counting results report will be posted on the system, and online shareholders can view it on the system interface.

i) Preparing the minutes of the GMS:

The minutes of the GMS shall be prepared as prescribed in the provisions of point p, Clause 2 and point i, Clause 4 of this Article.

k) Announced Resolution of the GMS:

The Resolution of the GMS shall be announced pursuant to 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, responsibilities of Board members:

– Role of the Board of Directors: The Board of Directors is the company's management body, having full authority on behalf of the company to decide and exercise the company's rights and obligations, except for the rights and obligations under the authority of the GMS.

– Rights and obligations of the Board of Directors, responsibilities of Board members: As stipulated in Clause 2, 3, Article 26 of the Company's Charter.

2. Nomination, candidacy, election, relieving from duty, and removal of members of the Board of Directors:

a) Term and number of members of the Board of Directors: As prescribed in Clauses 1 and 2, Article 25 of the Company Charter.

b) Structure, standards, and conditions of members of the Board of Directors:

– The structure of the Board of Directors is as stipulated in Clause 3, Article 25 of the Company Charter.

– Standards and conditions for members of the Board of Directors: As prescribed in Clause 4, Article 24 of the Company Charter.

– Standards and conditions for independent members of the Board of Directors: As prescribed in Clause 4, Article 25 of the Company Charter.

c) Nomination and candidacy for the Board of Directors: Pursuant to Clauses 1, 2, and 3, Article 24 of the Company Charter.

d) Method of electing members of the Board of Directors:

– Before the election, each shareholder or shareholder representative shall be given a ballot paper stating the shareholder code, full name of the shareholder / full name of the authorized representative and the number of voting shares and the list of candidates.

– The election of members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares held multiplied by the number of members to be elected to the Board of Directors. Shareholders have the right to cast all or part of their total votes for one or several candidates. The elected members of the Board of Directors are determined based on the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the number of members prescribed in the Company's Charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Board of Directors, a re-election will be held among the candidates with the same number of votes.

e) Cases of relieving from duty, removal, and supplementation of members of the Board of Directors: Pursuant to Clause 5, Article 25 of the Company Charter.

f) Notification of the election, relieving from duty, and removal of Board members:

After a decision is made to elect, relieve from duty, or remove a member of the Board of Directors, the Company is responsible for disclosing information internally, to relevant authorities, through mass media, and on the company’s website according to prescribed procedures and current law.

g) Procedures for nominating Board candidates:

– Shareholders or shareholder groups as specified in Clause 2, Article 24 of the Company Charter have the right to nominate and introduce candidates for the Board of Directors by sending a written introduction of the candidate to the company's headquarters address.

– The candidate introduction document can follow the template issued by the Company, or it can be drafted by the Shareholder or shareholder group as stipulated in Clause 2, Article 24 of the Company Charter, provided it ensures full candidate information as prescribed in Clause 1, Article 24 of the Company Charter.

h) Electing, relieving from duty, and removing the Chairman of the Board of Directors:

– The Chairman of the Board of Directors is elected, relieved from duty, and removed by the Board of Directors from among its members.

– The Chairman of the Board of Directors shall be relieved from duty or removed in the cases specified in Point e, Clause 2 of this Article.

– In the event the Chairman of the Board of Directors submits a resignation letter or is relieved from duty or removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or the decision to relieve or remove.

3. Remuneration and other benefits for Members of the Board of Directors: As stipulated in Article 27 of the Company Charter.

4. Procedures for organizing Board of Directors meetings:

a) Number of Board of Directors meetings as prescribed in Clauses 1 and 2, Article 29 of the Company Charter.

b) Circumstances requiring the convening of extraordinary Board of Directors meetings: Implemented according to the provisions of Clauses 3, 4, and 5, Article 29 of the Company Charter.

c) Notice of Board of Directors meetings: As stipulated in Clauses 6 and 7, Article 29 of the Company Charter.

d) Right of the members of the Board of Supervisors to attend Board of Directors meetings:

The members of the Board of Supervisors have the right to attend Board of Directors meetings; they have the right to discuss but not to vote.

e) Conditions for holding Board of Directors meetings: As stipulated in Clause 8, Article 29 of the Company Charter.

f) Voting methods: As stipulated in Clauses 9 and 10, Article 29 of the Company Charter.

g) Method of passing resolutions of the Board of Directors: As stipulated in Clause 12, Article 29 of the Company Charter. Resolutions in the form of written opinions are passed based on the approval of the majority of the Board of Directors members with voting rights and have the same effect and value as resolutions passed at meetings.

h) Authorization for another person to attend the meeting on behalf of a Member of the Board of Directors:

A Member of the Board of Directors may authorize another person to attend the meeting and vote if approved by the majority of the Board of Directors.

i) Preparation of minutes of Board of Directors meetings:

– All Board of Directors meetings must be recorded in minutes, and may be audio-recorded, video-recorded, or stored in other electronic forms. Minutes must be prepared in Vietnamese and may also be prepared in a foreign language (if the Company deems it necessary), including the following main contents:

\+ Name, address of the head office, and the enterprise code;

+ Time and venue of the meeting;

+ Purpose, agenda, and content of the meeting;

+ Full name of each attendee or authorized representative and method of attendance; full name of absent members and reasons for absence;

+ Matters discussed and voted on at the meeting;

+ Summarizing the opinions of each member present at the meeting according to the chronological order of the meeting;

+ Voting results, clearly stating the members who agreed, disagreed, and abstained;

+ Matters approved and corresponding approval rates;

+ Full name and signature of the chairperson and the minute-taker, unless the chairperson or the minute-taker refuses to sign the minutes.

– The chairperson, the minute-taker, and the signatories of the minutes are responsible for the truthfulness and accuracy of the content of the minutes of the Board of Directors meeting.

– Minutes of Board of Directors meetings and documents used in the meetings must be kept at the company's headquarters.

– Minutes prepared in Vietnamese and in a foreign language have equal legal validity. In case of discrepancies between the Vietnamese and foreign language versions, the content of the Vietnamese version shall prevail.

k) In case the chairman and/or the minute-taker refuses to sign the Minutes of the Board of Directors Meeting:

In cases where the chairperson or minute-taker refuses to sign the minutes, but all other members of the Board of Directors present at the meeting sign and agree on the minutes with full content as prescribed above, the minutes are valid. The minutes clearly state the refusal of the chairman and/or minute-taker to sign. The signatory is jointly responsible for the accuracy and truthfulness of the minutes. The chairman and minute-taker are personally liable for any damages to the company due to their refusal to sign, as stipulated in the Law on Enterprise, the Company Charter, and relevant laws.

l) Notification of Resolutions/Decisions of the Board of Directors:

The Company is responsible for publicizing information regarding the Resolutions/Decisions of the Board of Directors on mass media, the Company's website, and the information disclosure platforms of the State Securities Commission and the Ho Chi Minh City Stock Exchange, following the procedures and regulations of the law on information disclosure.

5. Selection, Appointment, and Dismissal of the Corporate Governance Officer:

a) Standards for the Corporate Governance Officer:

– The Corporate Governance Officer must not concurrently work for an approved auditing organization that is auditing the Company's financial statements;

– Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;

– Other standards as prescribed by law, the Company's Charter, and decisions of the Board of Directors.

b) Appointment of the Corporate Governance Officer: As stipulated in Clause 1, Article 30 of the Company's Charter.

c) Cases of Dismissal of the Corporate Governance Officer:

– The Corporate Governance Officer submits a resignation letter and it is approved by the Board of Directors;

– No longer meets the conditions as prescribed in Point a, Clause 5 of this Article;

– The Board of Directors may dismiss the Corporate Governance officer when necessary, but not in violation of current Labor Code.

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 information as prescribed by securities laws, other legal regulations, and the Company's Charter.

e) Rights and Obligations of the Corporate Governance Officer: As stipulated in Clause 3, Article 30 of the Company's Charter.

Article 4. Board of Supervisors

1. Roles, Rights, and Obligations of the Board of Supervisors, Responsibilities of members of the Board of Supervisors:

– Role of the Board of Supervisors: The Board of Supervisors plays a role in inspecting and supervising the activities of both the Board of Directors and the General Meeting of Shareholders to ensure the Company's operations are transparent for the benefit of shareholders and the Company.

– Rights and Obligations of the Board of Supervisors, Responsibilities of members of the Board of Supervisors: As stipulated in Article 37 of the Company's Charter.

2. Term, Number, Composition, and Structure of members of the Board of Supervisors:

a) Term, Number, Composition, and Structure of members of the Board of Supervisors:

– The number and term of members of the Board of Supervisors shall be as stipulated in Clause 1, Article 35 of the Company's Charter.

– The structure of the Board of Supervisors comprises 01 Head and 02 members.

b) Standards and Conditions for members of the Board of Supervisors: As stipulated in Clause 4, Article 34 of the Company's Charter.

c) Nomination and candidacy for members of the Board of Supervisors: As prescribed in Clauses 1, 2, and 3, Article 34 of the Company's Charter.

d) Method of electing members of the Board of Supervisors:

– Before the election, each shareholder or shareholder's representative receives a ballot indicating the shareholder's code, the shareholder's full name/authorized representative's full name, the number of voting shares, and the list of candidates.

– The election of Board of Supervisors members must be conducted via cumulative voting. Each shareholder possesses a total number of votes equal to their total shares owned multiplied by the number of Board of Supervisors members being elected. A shareholder can allocate all or some of their votes to one or multiple candidates. Successful candidates are determined based on vote count, from highest to lowest, starting with the highest vote recipient, until the required number of members stipulated in the Company Charter is reached. If two or more candidates receive the same number of votes for the final position, a runoff election occurs between these tied candidates.

e) Cases of relieving from duty and removing members of the Board of Supervisors: As prescribed in Clauses 2 and 3, Article 35 of the Company's Charter.

f) Notification of the election, relieving from duty, and removal of members of the Board of Supervisors:

After the decision to elect, relieve from duty, or remove members of the Board of Supervisors, the Company is responsible for announcing the information internally within the Company, to relevant authorities, in the mass media, and on the Company's website, according to the procedures and regulations of current law.

g) Salaries and other benefits of members of the Board of Supervisors: As prescribed in Article 39 of the Company's Charter.

Article 5. General Director

1. Role, responsibilities, rights, and obligations of the General Director:

– Role and responsibilities of the General Director: As prescribed in Clause 2, Article 33 of the Company's Charter.

– The General Director has the rights and obligations as prescribed in Clause 5, Article 33 of the Company's Charter.

2. Appointment, dismissal, contract signing, and termination of the contract with the General Director

a) Term of office, standards, and conditions for the General Director:

– Term of office of the General Director: As prescribed in Clause 3, Article 33 of the Company's Charter.

– Standards and conditions for the General Director: As prescribed in Clause 4, Article 33 of the Company's Charter.

b) Nomination, recommendation, relieving from duty, and removal of the General Director:

– Members of the Board of Directors or other individuals who meet the standards specified in Clause 4, Article 33 of the Company's Charter may be nominated for the position of General Director.

– The Board of Directors may relieve the General Director from duty when a majority of the members of the Board of Directors present at the meeting and entitled to vote are in agreement.

– The Board of Directors may remove the General Director when a majority of the members of the Board of Directors present at the meeting and entitled to vote are in agreement, and in the event that the General Director no longer meets the standards and conditions specified in Clause 4, Article 33 of the Company's Charter.

c) Appointment and signing of a labor contract with the General Director:

– The Board of Directors appoints a member of the Board of Directors or another person as General Director.

– The General Director is entitled to sign a labor contract and enjoy employee benefits as prescribed in the Labor Code.

d) Dismissal, termination of the labor contract with the General Director:

– The General Director will be considered for dismissal by the Board of Directors in the following cases:

+ No longer meets the standards and conditions as prescribed in Clause 4, Article 33 of the Company's Charter;

+ Has a resignation letter;

+ Violates the responsibilities and obligations of the executive prescribed in the Company's Charter;

+ Fails to complete assigned tasks;

+ According to the Decision of the Board of Directors.

– When there is a decision to dismiss the General Director, the Board of Directors shall simultaneously issue a decision to terminate the labor contract as prescribed in the provisions of the Labor Code.

e) Notification of appointment, dismissal, contract signing, and contract termination with the General Director:

The Company shall publicly disclose information regarding the appointment, dismissal, signing of contracts, and termination of contracts with the General Director on the Company's electronic information channels, to relevant agencies, the Securities Commission, and the Stock Exchange as prescribed in current regulations on information disclosure.

f) Salary and other benefits of the General Director:

– The General Director receives salary and bonus. The General Director's salary and bonus are decided by the Board of Directors.

– The General Director's salary is included in the company's business expenses as prescribed by the law on corporate income tax, is shown as a separate item in the company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 6. Other activities

1. Coordination of activities between the Board of Directors, the Board of Supervisors, and the General Director:

a) Procedures, sequence of convening meetings, sending meeting invitations, recording minutes, and announcing meeting results between the Board of Directors, the Board of Supervisors, and the General Director:

– The Board of Supervisors shall receive meeting invitations, ballots of Board of Directors members, and accompanying documents at the same time and in the same manner as members of the Board of Directors.

– In case the General Director is invited to attend the Board of Directors meeting, they will receive the notice and accompanying documents (if any).

– The minutes of the Board of Directors meeting and the Board of Directors' Resolutions are sent to the Board of Supervisors and the General Director at the same time and in the same manner as for members of the Board of Directors.

b) Notification of the Board of Directors' Resolutions and Decisions to the Board of Supervisors:

Resolutions and Decisions of the Board of Directors, after being issued, shall be sent to the Board of Supervisors at the same time and in the same manner as to members of the Board of Directors.

c) Notification of the Board of Directors' Resolutions and Decisions to the General Director:

Resolutions and Decisions of the Board of Directors, after being issued, shall be sent to the General Director at the same time and in the same manner as to members of the Board of Directors and the Board of Supervisors.

d) Cases where the General Director and the Board of Supervisors request to convene a meeting of the Board of Directors and matters requiring the Board of Directors' opinion:

– When detecting any member of the Board of Directors or the General Director violating legal regulations, the Board of Supervisors must prepare a written request to convene a meeting of the Board of Directors to request the violator to cease the violation and provide solutions to remedy the consequences.

– The General Director shall request a meeting of the Board of Directors when seeking the Board of Directors' opinion on business or investment strategies or other matters under the authority of the Board of Directors.

– In addition, the General Director may prepare a report on matters requiring the opinion of the Board of Directors and obtain written voting opinions from the Board members.

e) Report of the General Director to the Board of Directors on the implementation of assigned duties and powers:

Periodically, at the quarterly Board of Directors meeting, the General Director presents a report on the Company's production and business situation, including analysis and assessment of the level of completion of the targets assigned by the General Meeting of Shareholders and the Board of Directors.

f) Review of the implementation of resolutions and other matters authorized by the Board of Directors to the General Director:

Annually, at the year-end Board of Directors meeting, the Board of Directors conducts a review, criticism and self-criticism, whereby the General Director acknowledges personal strengths and weaknesses to proactively improve management. The Board of Directors also assesses the level of work completion and votes on emulation titles for the Company.

g) Issues the General Director must report, provide information and methods of notification to the Board of Directors and the Board of Supervisors:

– Matters under the authority of the Board of Directors as prescribed in the Company's Charter and the Enterprise Law.

– Contracts and transactions with affiliated persons of the Company's internal persons.

– The General Director drafts matters requiring opinions into a document and sends it to the Chairman of the Board of Directors and the Head of the Board of Supervisors.

h) Coordination of control, administration, and supervision activities between members of the Board of Directors, members of the Board of Supervisors and the General Director according to the specific tasks of the above members:

– The Board of Directors supervises the activities of the Board of General Directors by attending company meetings and reviewing periodic reports on production and business activities, as well as financial reports. The Board of Supervisors is invited to attend meetings with the Board of Directors and the General Director to provide comments and propose directions for the Company's operations.

– Annually, the Board of Supervisors organizes at least 02 regular meetings to control and supervise the Company's operations. The General Director of the

Company is responsible for providing adequate information, data, relevant documents and supporting the Board of Supervisors in performing their duties.

2. Regulations on annual assessment for commendation and discipline of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other enterprise executives:

a) Annual Evaluation:

– Based on assigned functions and tasks, the Board of Directors organizes an evaluation of the performance of each member of the Board of Directors, the Head of the Board of Supervisors, the General Director and other executives.

– Based on assigned functions and tasks, the Head of the Board of Supervisors organizes an evaluation of the performance of each member of the Board of Supervisors.

b) Commendation:

– Based on the production and business results and the annual evaluation results, members of the Board of Directors, the Supervisory Board, the General Director, and other executives shall be entitled to bonuses in accordance with the Company’s prevailing regulations.

c) Discipline:

– Pursuant to the Law on Enterprises, the Company Charter, and the Labor Code, the Board of Directors shall review and submit disciplinary actions against any violating Board member to the General Meeting of Shareholders for decision. Disciplinary measures range from reprimand, rebuke, warning, dismissal, to removal from office.

– Pursuant to the Law on Enterprises, the Company Charter, and the Labor Code, the Board of Supervisors shall review and submit disciplinary actions against any violating Supervisor to the General Meeting of Shareholders for decision. Disciplinary measures range from reprimand, rebuke, warning, dismissal, to removal from office.

– Pursuant to the Law on Enterprises, the Company Charter, and the Labor Code, the Board of Directors shall review and decide on disciplinary actions against the General Director or any executive officer in case of violation. Disciplinary measures range from reprimand, rebuke, warning, extension of the salary increase period, dismissal, to removal from office.

Article 7. Amendment and Supplement

1. The amendment and supplement of this Charter must be considered by the Board of Directors and submitted to the General Meeting of Shareholders for approval.

2. In the event that the law has provisions related to the Company's governance activities that are not mentioned in this Charter or in the event of new legal regulations that differ from the Content of the provisions in this Charter, those regulations shall naturally apply and regulate the Company's governance activities.

Article 8. Effective Date

The Regulations on Corporate Governance - Sonadezi Chau Duc Shareholding Company (2nd amendment and supplement), consisting of 8 articles, were unanimously approved by the General Meeting of Shareholders on April 16, 2026 and the full text of this Charter was approved. All previous regulations contrary to this Charter are hereby repealed.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Dinh Ngoc Thuan

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, April ..., 2026

No.: ..../2026/NQ-SZC-ĐHĐCĐ

Draft

RESOLUTION
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS SONADEZI CHAU DUC SHAREHOLDING COMPANY

GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11/01/2022, and Law No. 76/2025/QH15 dated 17/06/2025;

Pursuant to the Law on Securities No. 54/2019/QH14 dated 17/06/2025, as amended and supplemented by Law No. 56/2024/QH15 dated 29/11/2024;

Pursuant to Decree No. 245/2025/NĐ-CP dated 11/09/2025, amending and supplementing a number of articles of the Government's Decree No. 155/2020/NĐ-CP dated 31/12/2020, detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Sonadezi Chau Duc Shareholding Company;

Pursuant to the Minutes of the ballot counting of the contents at the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company.

RESOLVED

Article 1. Approved the list of members of the Vote Counting Committee, including:

1. Mr./Ms. ......
2. Mr./Ms. ......
3. Mr./Ms. ......

Article 2. Approved the Working Regulations of the 2026 Annual General Meeting of Shareholders – Sonadezi Chau Duc Shareholding Company.

Article 3. Approved the Agenda of the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company.

Article 4. Approved Report No. ....../2026/BC-SZC-HĐQT dated 24/03/2026, of the Board of Directors on business performance, corporate governance and the implementation status of investment projects in 2025, the evaluation of the Board of Directors' activities in 2025, and the evaluation reports of the Independent members of the Board of Directors.

Article 5. Approved Report No. ....../2026/BC-SZC-HĐQT dated 24/03/2026, of the Board of Directors on results of the 2024 share issuance to existing shareholders and the use of proceeds from the issuance.

Article 6. Approved some key performance indicators of the Company's business results in 2025 as follows:

NO.	CONTENTS	UNIT	2025 ACTUAL	
			Separate	Consolidated
1	Revenue	Million VND	1,032,415	1,134,132
2	Profit after tax	Million VND	330,996	344,801
3	Total amount payable to the State Budget	Million VND	148,702	164,909
4	Basic construction investment	Million VND	242,352	-
5	Compensation for land clearance	Million VND	441,890	-

Article 7. Approved the 2026 operation plan with the following key performance indicators:

No.	CONTENT	Unit	2026 PLAN	
			Separate	Consolidation
1	Business results			
-	Revenue	Million VND	338,880	518,106
-	Profit after tax	Million VND	38,826	56,085
2	Total amount payable to the State Budget	Million VND	79,000	100,000
3	Basic construction investment	Million VND	256,822	-
4	Compensation for land clearance	Million VND	1,362,760	-

Article 8. Authorize the Board of Directors to review and adjust the 2026 production and business plan targets (if any) after receiving official guidance from the Ministry of Finance regarding the application of regulations under Circular No. 99/2025/TT-BTC for the Company's industrial park infrastructure business.

Article 9. Approved the 2025 financial statements of Sonadezi Chau Duc Shareholding Company, which have been audited by RSM Vietnam Auditing & Consulting Company Limited.

Article 10. Approved the Report on the supervision of production and business operations in 2025 at Sonadezi Chau Duc Shareholding Company by the Board of Supervisors.

Article 11. Approved the list of 03 auditing firms proposed by the Board of Supervisors, including:

1. AFC Vietnam Auditing Company Limited;
2. RSM Vietnam Auditing & Consulting Company Limited (RSM);
3. A&C Auditing and Consulting Company Limited (A&C).

Authorize the Board of Directors to select one of the three aforementioned companies to audit the 2026 financial statements for Sonadezi Chau Duc Shareholding Company.

Article 12. Approved the plan for appropriation of funds and profit distribution for 2025 as follows:

No.	Content	Value (VND)	% Profit after tax
1	Charter capital	1,799,858,630,000	
2	Profit after tax	330,995,725,937	
3	Allocation to funds	78,000,000,000	23.57%
3.1	Development investment fund	50,000,000,000	15.11%
3.2	Reward and Welfare Fund	18,000,000,000	5.44%
3.3	Community social work fund	5,000,000,000	1.51%
3.4	Agency and related work fund	5,000,000,000	1.51%
4	Remaining profit after appropriation	252,995,725,937	
5	Remaining profit from previous year carried forward (restated)	246,119,851,155	
5.1	Profit from previous years carried forward (previously reported)	287,857,046,886	
5.2	Retroactive adjustment of profit after tax from previous years	(41,737,195,731)	
6	Total remaining profit	499,115,577,092	
7	Dividends		
7.1	Percentage	10%	
7.2	Expected value	179,985,863,000	
8	Remaining profit carried forward to the following year	319,129,714,092	

Article 13. Approved the profit distribution plan for 2026 as follows:

No.	CONTENT	Value (VND)	% Profit after tax
1	Charter capital	1,799,858,630,000	
2	Profit after tax	38,826,000,000	
3	Allocation to funds	7,765,200,000	20.0%
3.1	Development investment fund	-	-
3.2	Reward and Welfare Fund	7,765,200,000	20.0%
4	Remaining profit after appropriation	31,060,800,000	
5	Remaining profit from previous year carried forward	319,129,714,092	
6	Total remaining profit	350,190,514,092	
7	Dividends		
7.1	Percentage	10%	
7.2	Expected value	179,985,863,000	
8	Remaining profit carried forward to the following year	170,204,651,092	

The appropriation for the reward and welfare fund will be based on the 2025 production and business results and relevant regulations.

Article 14. Approved the remuneration and salary implemented in 2025 for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance as follows:

- Salary of the full-time Head of the Board of Supervisors: 34,200,000 VND/month
- Remuneration of Board of Directors' members: 8,000,000 VND/person/month
- Remuneration of Board of Supervisors' members, Company Secretary/ Person in charge of corporate governance: 4,000,000 VND/person/month

Based on the 2025 production and business results and in accordance with the Company's regulations:

+ The total realized remuneration fund finalized for the Board of Directors, Board of Supervisors, and Person in charge of corporate governance in 2025 is 1,498,000,000 VND.

+ The salary of the full-time Head of the Board of Supervisors is implemented according to the annual salary settlement of 915,854,000 VND.

Article 15. Approved the expected remuneration and salary for 2026 for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance as follows:

Monthly temporary payment level:

- Salary of the full-time Head of the Board of Supervisors: 34,200,000 VND/month

- Remuneration of the Chairman of the Board of Directors: 10,000,000 VND/month
- Remuneration of Board of Directors' members: 8,000,000 VND/person/month
- Remuneration of the Head of the Board of Supervisors: 6,000,000 VND/month
- Remuneration of Board of Supervisors' members, Company Secretary / Person in charge of corporate governance: 4,000,000 VND/person/month

The actual salary fund of the Head of the BOS and the realized remuneration fund for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance will be finalized according to the 2026 production and business results and relevant regulations.

Article 16. Approved the amendment and supplementation of certain business lines of the Company, with details as follows:

No.	Name of business lines after amendment and supplementation	Code
1	Hotels and similar accommodation services	5510
2	Other short-term accommodation services	5520
3	Intermediary service activities for accommodation services	5530
4	Intermediary services for real estate activities	6821
5	Other real estate activities on a fee or contract basis - Excluding: Real estate auction activities and auctions of real estate use rights.	6829
6	Other remaining professional, scientific and technical activities not elsewhere classified Details: Environmental consulting services.	7499
7	Landscape services	8130

Article 17. Approved the amendment and supplementation of the Company Charter for the 16th time, effective from 16/04/2026. Assign the Board of Directors and the Legal Representative of the Company to issue the amended Charter in accordance with regulations.

Article 18. Approved the Internal Regulations on Corporate Governance of Sonadezi Chau Duc Shareholding Company (amended and supplemented for the 2nd time), effective from 16/04/2026. Assign the Board of Directors to issue and implement this Regulation in accordance with current regulations.

Article 19. Implementation provisions

This Resolution was approved in its entirety at the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company and takes effect from the date of signing. The Board of Directors, the Board of Management, and relevant individuals shall base their actions on the contents of this Resolution to implement tasks in accordance with regulations.

Recipients:
- Company Shareholders (posted on the Company's website);
- BOD, BOS;
- SSC, HOSE;
- Archived: Secretariat, GMS.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS

Dinh Ngoc Thuan

SONADEZI CHAU DUC SHAREHOLDING COMPANY

Dong Nai Office: 9th Floor, Sonadezi Building, No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province.

Chau Duc Industrial Park Office: Hoi Bai – Chau Pha – Da Bac Road, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City.

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VOTING BALLOT
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Date: April 16, 2026

Shareholder's Full Name/Authorized Representative:

Number of shares owned/represented: ……………… **CP**

Shareholders/Authorized Representative mark "X" in the corresponding box:

No.	Voting content	In Favor	Against	Abstain
1	Approval of the list of members of the Vote Counting Committee			
2	Approval of the Regulations of the Meeting			
3	Approval of the Agenda of the 2026 Annual General Meeting of Shareholders			
4	Approval of Report No. 45/2026/BC-SZC-HĐQT dated 24/03/2026 of the Board of Directors on business performance, corporate governance, and the implementation status of investment projects in 2025, the evaluation of the Board of Directors' activities in 2025, and the evaluation reports of the Independent members of the Board of Directors			
5	Approval of Report No. 48/2026/BC-SZC-HĐQT dated 24/03/2026 the Board of Directors on the results of the 2024 share issuance to existing shareholders and the use of proceeds from such issuance			
6	Approval of the 2026 business plan			
7	Authorize the Board of Directors to review and adjust the 2026 production and business plan targets (if any) after receiving official guidance from the Ministry of Finance regarding the application of regulations under Circular No. 99/2025/TT-BTC for the Company's industrial park infrastructure business			
8	Approval of the 2025 financial statements of Sonadezi Chau Duc Shareholding Company, which have been audited by RSM Vietnam Auditing & Consulting Company Limited			
9	Approval of the Report on the supervision of production and business operations in 2025 at Sonadezi Chau Duc Shareholding Company by the Board of Supervisors			
10	Through the list of 03 auditing firms submitted by the Supervisory Board, and with the authorization of the Board of Directors to select one of these three firms to audit the 2026 financial statements of Sonadezi Chau Duc Joint Stock Company.			

No.	Voting content	In Favor	Against	Abstain
11	Approval of the plan for appropriation of funds and profit distribution for 2025			
12	Approval of the profit distribution plan for 2026			
13	Approval of the remuneration and salary implemented in 2025 for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance			
14	Approval of the expected remuneration and salary for 2026 for the Board of Directors, Board of Supervisors, Company Secretary / Person in charge of corporate governance			
15	Approval of the amendment and supplementation of the Company Charter for the 16th time, effective from 16/04/2026. Assign the Board of Directors and the Legal Representative of the Company to issue the amended Charter in accordance with regulations			
16	Approval of the Internal Regulations on Corporate Governance of Sonadezi Chau Duc Shareholding Company (amended and supplemented for the 2nd time), effective from 16/04/2026. Assign the Board of Directors to issue and implement this Regulation in accordance with current regulations			

Shareholder's Signature/ Authorized Representative

……………………………………..

SONADEZI CHAU DUC SHAREHOLDING COMPANY
Bien Hoa Office: 9th Floor, Sonadezi Building, No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province
Chau Duc Industrial Park Office: Hoi Bai – Chau Pha – Da Bac Road, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City
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VOTING BALLOT
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
Date: April 16th, 2026

Shareholder's Full Name/Authorized Representative:

Number of shares owned/represented: …………… **Shares**

The Shareholders/Shareholder Representatives mark X in the appropriate box:

No.	Voting content	Approved	Disapprove	No comment
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			

Shareholder's Signature/ Authorized Representative

……………………………………..

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ho Chi Minh City, April 16, 2026

REPORT ON VERIFICATION OF CONDITIONS FOR CONVENING THE MEETING
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS SONADEZI CHAU DUC SHAREHOLDING COMPANY

At 09:00 a.m. on April 16, 2026, at the Office of Sonadezi Chau Duc Shareholding Company – Hoi Bai Road – Chau Pha – Da Bac, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City, the Organizing Committee conducted a verification of the conditions for convening the Company's 2026 Annual General Meeting of Shareholders, with the results as follows:

1. The total number of voting shares of the Company is **179,985,863** shares.

2. The total number of shareholders invited to attend the General Meeting of Shareholders, according to the shareholder list finalized on 16/03/2026, is 10,970 shareholders, representing **100%** of the Company's share capital.

3. The total number of shareholders and authorized representatives attending today's meeting is **28** shareholders, holding **118,374,979** shares of the Company, equivalent to **65.77%** of the Company's total shares.

4. All shareholders and authorized representatives are eligible to attend the 2026 Annual General Meeting of Shareholders.

Pursuant to the Law on Enterprises and the Company's current Charter, the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company is lawful and valid.

This report on the verification of conditions for convening the 2026 Annual General Meeting of Shareholders is prepared and publicly presented to the General Meeting.

For the Organizing Committee

Nguyen Tien Hung

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

SOCIALIST REPUBLIC OF VIET NAM
Independence - Freedom - Happiness

Ho Chi Minh City, April 16, 2026

MINUTES OF BALLOT COUNTING FOR VOTING RESULTS OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS SONADEZI CHAU DUC SHAREHOLDING COMPANY

At 11:10 a.m. on April 16, 2026, at the Office of Sonadezi Chau Duc Shareholding – Hoi Bai Road – Chau Pha – Da Bac, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City, the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company conducted voting to approve the matters in accordance with the Company's Charter and in compliance with the Law on Enterprises.

The Ballot Counting Committee consists of:

1. Mr. Nguyen Tien Hung: Head of the Committee
2. Ms. Dang Thi Thuy Hang: Deputy Head
3. Ms. Nguyen Tuyet Ky Duyen: Member

We worked urgently, honestly, and in compliance with regulations, and hereby report the ballot-counting results for the voting items as follows:

The number of shareholders present and validly represented at the Meeting was **30**, holding **124,466,159** shares of the Company, representing **69.15%** of the shares with voting rights.

Total ballots issued: **30**. Ballots collected: **30**. Invalid ballots: **0**.

The voting results are as follows:

1. Approval of the list of personnel of the Ballot Counting Committee.

At the time of voting, the total number of shareholders and duly authorized representatives attending was 28, holding **118,374,979** shares of the Company.

Voting results:

In favor: **118,374,979** shares, representing **100%** of the shares with voting rights.

Against: **0** shares, representing **0%** of the shares with voting rights.

No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

2. Approval of the Rules of Procedure.

At the time of voting, the total number of shareholders and duly authorized representatives attending was 28, holding **118,374,979** shares of the Company.

Voting results:

In favor: **118,374,979** shares, representing **100%** of the shares with voting rights.

Against: **0** shares, representing **0%** of the shares with voting rights.

No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

3. Approval of the agenda of the 2026 Annual General Meeting of Shareholders.

At the time of voting, the total number of shareholders and duly authorized representatives attending was 28, holding **118,374,979** shares of the Company.

Voting results:

In favor: **118,374,979** shares, representing **100%** of the shares with voting rights.

Against: **0** shares, representing **0%** of the shares with voting rights.

No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

4. Approval of Report No. 45/2026/BC-SZC-HĐQT dated 24/03/2026 of the Board of Directors on business performance, corporate governance and the implementation status of investment projects in 2025, the evaluation of the Board of Directors' activities in 2025, and the evaluation reports of the Independent members of the Board of Directors.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

5. Approval of Report No. 48/2026/BC-SZC-HĐQT dated 24/03/2026 of the Board of Directors on the results of the 2024 share issuance and the adjustment of the plan for use of proceeds.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

6. Approval of certain key performance indicators of the Company's 2025 business results.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

7. Approval of the 2026 operating plan.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

8. Authorization for the Board of Directors to consider and adjust (if any) the 2026 business plan targets after receiving official guidance from the Ministry of Finance on the application of Circular No. 99/2025/TT-BTC to the Company's industrial park infrastructure business activities.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

9. Approval of the 2025 financial statements of Sonadezi Chau Duc Shareholding Company audited by RSM Vietnam Auditing and Consulting Company Limited.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

10. Approval of the Supervisory Board's report on supervision of the Company's production and business performance in 2025 at Sonadezi Chau Duc Shareholding Company.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

11. Approval of the list of three auditing firms proposed by the Supervisory Board and authorization for the Board of Directors to select one of the three firms to audit the Company's 2026 financial statements (Sonadezi Chau Duc Shareholding Company).

Voting results:

✓ Votes in favor: **124,401,659** shares, representing **99.95%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **64,500** shares, representing **0.05%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

12. Approval of the 2025 profit distribution plan.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

13. Approval of the 2026 profit distribution plan.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

14. Approval of the 2025 actual remuneration and salaries of the Board of Directors, Supervisory Board, and Company Secretary / Person in charge of corporate governance.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

15. Approval of projected remuneration and salary for 2026 for the Board of Directors, Supervisory Board, and the Company Secretary / Person in charge of corporate governance.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

16. Approval of amendments and supplements to certain business lines of the Company.

Voting results:

✓ Votes in favor: **123,218,859** shares, representing **99%** of the shares with voting rights.

✓ Votes against: **1,247,300** shares, representing **1%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

17. Approval of the 16th amendment and supplement to the Company's Charter, effective from April 16, 2026. The Board of Directors and the Company's legal representative are assigned to issue the amended Charter in accordance with regulations.

Voting results:

✓ Votes in favor: **124,466,159** shares, representing **100%** of the shares with voting rights.

✓ Votes against: **0** shares, representing **0%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

18. Approval of the Internal Regulations on Corporate Governance of Sonadezi Chau Duc Shareholding Company (2nd amendment/supplement), effective from April 16, 2026. The Board of Directors is assigned to issue and implement the Regulations in accordance with current regulations.

Voting results:

✓ Votes in favor: 123,283,359 shares, representing **99.05%** of the shares with voting rights.

✓ Votes against: **1,182,800** shares, representing **0.95%** of the shares with voting rights.

✓ No opinion: **0** shares, representing **0%** of the shares with voting rights.

This item was unanimously approved by the General Meeting of Shareholders.

The above are the ballot-counting results of the voting at the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company. These minutes were prepared and approved before the General Meeting of Shareholders.

FOR THE BALLOT COUNTING COMMITTEE
HEAD OF THE COMMITTEE

Nguyen Tien Hung

SONADEZI CORPORATION
SONADEZI CHAU DUC SHAREHOLDING COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ho Chi Minh City, April 16, 2026

REPORT ON VERIFICATION OF CONDITIONS FOR CONVENING THE MEETING
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS SONADEZI CHAU DUC SHAREHOLDING COMPANY

At 09:00 a.m. on April 16, 2026, at the Office of Sonadezi Chau Duc Shareholding Company – Hoi Bai Road – Chau Pha – Da Bac, Chau Duc Industrial Park – Urban Area, Ngai Giao Commune, Ho Chi Minh City, the Organizing Committee conducted a verification of the conditions for convening the Company's 2026 Annual General Meeting of Shareholders, with the results as follows:

1. The total number of voting shares of the Company is **179,985,863** shares.

2. The total number of shareholders invited to attend the General Meeting of Shareholders, according to the shareholder list finalized on 16/03/2026, is 10,970 shareholders, representing **100%** of the Company's share capital.

3. The total number of shareholders and authorized representatives attending today's meeting is **28** shareholders, holding **118,374,979** shares of the Company, equivalent to **65.77%** of the Company's total shares.

4. All shareholders and authorized representatives are eligible to attend the 2026 Annual General Meeting of Shareholders.

Pursuant to the Law on Enterprises and the Company's current Charter, the 2026 Annual General Meeting of Shareholders of Sonadezi Chau Duc Shareholding Company is lawful and valid.

This report on the verification of conditions for convening the 2026 Annual General Meeting of Shareholders is prepared and publicly presented to the General Meeting.

For the Organizing Committee

Nguyen Tien Hung