



DUONG TRUNG COMPANY



## DUONG TRUNG INVESTMENT JOINT STOCK COMPANY

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### AGENDA TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time	Content	Responsible Party
13:30-14:00	1. Reception of shareholders and guests.	Organizing Committee
	2. Registration of shareholders attending the meeting.	Shareholder Eligibility Committee
14:00-14:30	3. Report on shareholder eligibility verification.	Shareholder Eligibility Committee
	4. Announcement of the purpose and introduction of attendees.	Organizing Committee
	5. Introduction of the Presidium, Secretariat, and proposal of the Vote Counting Committee for approval.	Chairman of the Meeting
	6. Introduction of the Meeting Agenda, Meeting Regulations, Rules for Speaking, Voting Procedures, and Collection of Additional Opinions for the Meeting Agenda.	Chairman of the Meeting
14:30-15:30	7. Report on the activities of the Board of Directors in 2024 and the plan for 2025.	Presidium
	8. Report on the activities of the Supervisory Board in 2024.	Supervisory Board
	9. Report by the Executive Board on business performance in 2024 and the business plan for 2025.	Executive Board
	10. Proposal on general matters under the authority of the General Meeting of Shareholders.	Executive Board
	11. Proposal for approval of the 2024 profit distribution plan.	Chief Accountant
	12. Proposal on Amendments to the Company's Charter and Dismissal of Board of Directors Members for the 2025-2030 Term.	Presidium
	13. Other matters under the authority of the General Meeting.	General Meeting
15:30-15:45	14. Discussion session.	Presidium
15:45-16:00	15. Voting session.	General Meeting
16:00-16:15	16. Break.	Organizing Committee
16:15-16:30	17. Announcement of voting results.	Vote Counting Committee
16:30-16:40	18. Approval of the AGM Minutes and Resolutions.	Secretariat
16:40-16:45	19. Closing of the Meeting.	Chairman of the Meeting

WORKING REGULATIONS  
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
DUC TRUNG INVESTMENT JOINT STOCK COMPANY

CHAPTER I  
GENERAL PROVISIONS

**Article 1. Scope of Application:**

This regulation stipulates the rights and obligations of the parties participating in the 2025 Annual General Meeting of Shareholders (“AGM”) of Duc Trung Investment Joint Stock Company (“Company”), as well as the conditions and procedures for conducting the AGM.

**Article 2. Subjects of Application:**

Shareholders, authorized representatives of shareholders attending the AGM, and other participants in the AGM are responsible for complying with the provisions of this regulation..

CHAPTER II  
RIGHTS AND OBLIGATIONS OF PARTICIPANTS  
IN THE GENERAL MEETING

**Article 3. Conditions for Attendance:**

Eligible participants are shareholders whose names are listed in the Company’s shareholder register as finalized by the Vietnam Securities Depository and Clearing Corporation on March 31<sup>th</sup> 2025, or their authorized representatives attending the General Meeting.

**Article 4. Rights and Obligations of Shareholders:**

4.1. Rights of Shareholders Attending the General Meeting:

4.1.1. All shareholders of the Company have the right to attend and vote on matters within the authority of the General Meeting of Shareholders.

4.1.2. If a shareholder is unable to attend the General Meeting, they may authorize another person to attend and vote on their behalf. Such authorization must be in writing, following the prescribed form attached to the invitation letter of the General Meeting.

4.1.3. In addition to the documents distributed at the General Meeting, each attending shareholder will receive one (01) Voting Ballot and one (01) Ballot for electing Board of Directors (“BOD”) members, on which their shareholder code and the number of voting shares they own or are authorized to represent will be stated. The Voting Ballot

is used when the Chairperson calls for a vote on matters discussed and/or requires shareholder opinions under the direction of the Presidium and the Ballot Counting Committee. The election of BOD members will be conducted by secret ballot using the cumulative voting method.

4.1.4. Shareholders arriving late to the General Meeting have the right to register immediately and participate in the meeting and voting. However, the Chairperson is not responsible for pausing the meeting to accommodate latecomers, and the validity of votes conducted before their arrival will not be affected.

4.2. Obligations of Ordinary Shareholders Attending the General Meeting:

4.2.1. Shareholders attending the General Meeting must dress appropriately and formally.

4.2.2. Attend the General Meeting in full compliance with the Company's regulations. If unable to attend, they must authorize a representative to participate as per the regulations.

4.2.3. Shareholders or their representatives must complete the registration procedures with the Organizing Committee upon arrival.

4.2.4. Comply with the conditions and procedures set forth in the Company's Charter and these Regulations.

4.2.5. Adhere to the rules of the General Meeting and respect the resolutions and decisions made.

**Article 5. Rights and Obligations of the Chairperson of the General Meeting:**

5.1. The Chairperson is the Chair of the Board of Directors or a BOD member authorized by the Chair to preside over the General Meeting.

5.2. The Chairperson has the following rights and obligations:

- a) Conduct the General Meeting in an orderly and lawful manner.
- b) In case of unforeseen events outside the planned agenda, consult with the Organizing Committee (before the meeting) and the Presidium (during the meeting) to determine an appropriate resolution. If there are differing opinions, the Chairperson's decision prevails.
- c) Take necessary measures to ensure the meeting proceeds orderly, in accordance with the approved agenda, and reflects the will of the majority.
- d) Postpone the General Meeting to another time and location without requiring shareholder approval if:
  - The venue does not have sufficient seating for all attendees.
  - Attendees engage in disruptive behavior, threatening the fairness and legality of the meeting.
  - Postponement is necessary to ensure the lawful conduct of the meeting.
  - The postponement period shall not exceed **three (03) days** from the scheduled meeting date.

**Article 6. Rights and Obligations of the Presidium:**

6.1. The Presidium consists of members of the Board of Directors and the Company's

Executive Board.

6.2. Responsibilities of the Presidium:

- Act as the highest authority in directing the proceedings of the General Meeting.
- Guide and address shareholder inquiries related to the meeting agenda.
- Conduct and oversee the voting process in compliance with legal and corporate regulations.

**Article 7. Rights and Obligations of the Meeting Secretary:**

7.1. The Secretary of the General Meeting is appointed by the Chairperson and is responsible for assisting the Presidium in conducting the meeting and preparing the minutes.

7.2. Ensure the accuracy, integrity, and completeness of the minutes of the 2025 Annual General Meeting of Shareholders.

7.3. Perform other duties assigned by the Presidium during meeting breaks.

**Article 8. Rights and Obligations of the Shareholder Eligibility Verification Committee and the Ballot Counting Committee:**

8.1. The Shareholder Eligibility Verification Committee is established by the Organizing Committee and is responsible for:

- a) Preparing the list of shareholders attending the meeting.
- b) Collecting and verifying authorization documents.
- c) Checking whether shareholders meet the attendance requirements.
- d) Reporting the verification results to the General Meeting.
- e) Distributing meeting documents and voting cards to shareholders before entering the hall.

8.2. The Ballot Counting Committee consists of two (02) members, nominated by the Presidium or shareholders and approved by the General Meeting. Members of this committee cannot serve as the Secretary of the General Meeting. The Ballot Counting Committee is responsible for:

- Providing voting instructions.
- Supervising the voting process.
- Counting votes and announcing the results at the General Meeting.
- Submitting the ballot counting report to the Chairperson.

8.3. The Ballot Counting Committee is accountable for the accuracy and integrity of the voting results.

**CHAPTER III**

**ORDER OF PROCEEDINGS OF THE GENERAL MEETING**

**Article 9. Conditions for Convening the General Meeting:**

The General Meeting of Shareholders shall be convened when shareholders attending

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the meeting represent more than 50% of the total voting shares of the Company, based on the list of shareholders invited to the meeting as determined at the time of convening the General Meeting.

#### **Article 10. Conduct of the General Meeting**

10.1. The General Meeting is expected to take place over half a day.

10.2. The meeting will sequentially discuss and approve the items listed in the Agenda of the General Meeting of Shareholders.

10.3. The order of proceedings follows the Draft Agenda of the General Meeting.

#### **Article 11. Approval of Resolutions at the Annual General Meeting of Shareholders**

11.1. Resolutions and decisions related to the meeting agenda shall be passed when they receive the approval of shareholders representing at least more than 50% of the total voting shares of the shareholders present and voting at the meeting.

11.2. Resolutions and decisions regarding matters such as capital increase plans, business expansion into additional sectors, and amendments to the Company's Charter shall be passed when they receive the approval of at least 65% of the total voting shares of the shareholders present in person or via authorized representatives at the General Meeting.

#### **Article 12. Handling Cases Where the General Meeting Cannot Be Held**

12.1. If within 30 minutes from the scheduled opening time of the meeting, the number of shareholders or authorized representatives present does not meet the quorum required under Article 9 of this regulation, the meeting must be reconvened within 30 days from the date of the failed first meeting.

12.2. At the second convened General Meeting, the quorum shall be met when shareholders representing at least 33% of the total voting shares of the Company are present. If this second meeting still fails to meet the quorum within 30 minutes of the scheduled start time, a third meeting must be convened within 20 days from the date the second meeting was scheduled.

12.3. At the third convened General Meeting, the meeting shall be deemed valid regardless of the number of shareholders attending, and all matters on the agenda can be decided upon.

#### **Article 13. Minutes of the General Meeting of Shareholders:**

All discussions and decisions made during the General Meeting of Shareholders must be recorded in the Minutes of the Meeting, prepared by the Secretary of the General Meeting. The minutes shall be read and approved before the meeting is adjourned and will be archived in the Company's Minute Book.

### **CHAPTER IV**

### **OTHER REGULATIONS**

**Article 14. Other Provisions:**

14.1. Shareholders attending the General Meeting who wish to speak must obtain approval from the Chairperson of the Meeting. Shareholders must keep their speeches brief, focused, and relevant to the key issues being discussed, in line with the approved agenda of the meeting. The Chairperson will arrange the speaking order based on registration and provide responses to shareholders' inquiries.

14.2. Shareholders may be disqualified from attending the General Meeting by the Presiding Board if they fail to comply with the meeting regulations, disrupt order, or engage in actions that directly interfere with the management of the General Meeting..

**CHAPTER V**

**IMPLEMENTATION PROVISIONS**

**Article 15. Effectiveness of the Regulations:**

This Regulation consists of 6 Chapters and 15 Articles, which shall be publicly read before the commencement of the General Meeting and shall take immediate effect upon approval by the General Meeting of Shareholders.

This Regulation may be amended or supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and approval.



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



**TRAN DANG QUAN**

*Ho Chi Minh City, April 9<sup>th</sup> 2025*

**PRINCIPLES OF SPEECH AND VOTING PROCEDURES  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
ĐỨC TRUNG INVESTMENT JOINT STOCK COMPANY**

**A. RULES FOR SPEAKING AT THE MEETING**

**I. Shareholders who wish to make a proposal at the General Meeting of Shareholders must follow these principles:**

- Participate in discussions during the meeting.
- Raise their hand to request permission from the Chairperson and may only speak after receiving approval. At any given time, only one shareholder may speak.
- If multiple shareholders wish to speak simultaneously, the Chairperson will invite them to present their opinions in turn.
- The Chairperson has the right to interrupt shareholders' speeches if deemed necessary.
- All contributions or questions will be gathered and addressed in sequence.

**II. Proposals must meet the following conditions:**

- Be concise and clear. If a proposal is complex and requires more time for presentation, the shareholder may submit it in writing to the Organizing Committee at least three (03) days before the meeting.
- Avoid repeating issues that have already been discussed.
- Be within the authority of the General Meeting of Shareholders.

**B. RULES FOR VOTING AT THE MEETING**

**I. Voting principles:**

- Must comply with the Company's Charter, legal regulations, and ensure accuracy.
- Shareholders or authorized representatives vote by submitting voting cards as instructed by the Vote Counting Committee. In cases where voting is conducted through the Vote Counting Committee, decisions will be made by a show of hands.
- Each shareholder's voting power is based on the number of shares they own or are authorized to represent.
- Voting cards are only valid if they comply with the regulations.
- Voting results are calculated as the percentage of valid voting shares over the total shares of attending shareholders with voting rights.

**II. Voting procedures:**

**1. General regulations:**

- Voting on the proposals and resolutions of the General Meeting of Shareholders is conducted publicly and directly under the supervision of the Presidium, using only voting cards issued by the Organizing Committee.

- Shareholders or their authorized representatives (hereinafter referred to as shareholders) attending the General Meeting of Shareholders will receive one (01) voting card.
- Information on the voting card includes:
  - Shareholder's full name or the name of the authorized representative.
  - Number of shares owned or represented (the total number of shares with voting rights held by the shareholder).
  - Voting content.
  - The official stamp of Duc Trung Investment Joint Stock Company.
- Classification of voting cards:
  - **Valid voting cards:** Pre-printed according to the template issued by the Organizing Committee, bearing the Company's official stamp, and free from damage, alterations, or erasures. Votes must comply with the instructions on the voting card.
  - **Invalid voting cards:** Cards that do not meet the validity criteria stated above.
- The voting cards are collected by the Vote Counting Committee members, counted, and recorded immediately after collection.

## 2. Voting method.

**Green voting cards** are used for voting on issues presented at the General Meeting

- If **in favor**, mark (X) in column (1) and leave columns (2) and (3) blank.
  - If **against**, mark (X) in column (2) and leave columns (1) and (3) blank.
  - If **abstaining**, mark (X) in column (3) and leave columns (1) and (2) blank.
- For each issue, shareholders may use only one voting card listing all matters requiring a vote at the meeting.
  - Shareholders must choose one of the three voting options: **In favor, Against, or Abstain.**

## 3. Summarizing results.

- The Head of the Vote Counting Committee is responsible for announcing the voting results for each issue to the meeting.
- The voting results must be recorded in the minutes of the General Meeting of Shareholders..

## III. Approval of voting results.

1. Amendments to the Company's Charter and approval of capital increase plans require approval by at least 65% of the total voting shares of shareholders with voting rights, present in person or through authorized representatives at the General Meeting.
2. Other matters require approval by more than 50% of the total voting shares of shareholders with voting rights, present in person or through authorized representatives at the General Meeting.

3. Issues related to procedural and organizational matters of the General Meeting: The Chairperson's decision is final, and all attending shareholders must comply.

**IV. Effectiveness.**

These rules for speaking and voting procedures take effect immediately upon approval by the General Meeting of Shareholders of Duc Trung Investment Joint Stock Company.

**Sincerely, The General Meeting of Shareholders!**

**ON BEHALF OF THE BOARD OF DIRECTORS**



**TRAN DANG QUAN**



**REPORT**  
**ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**  
**AND OPERATIONAL PLAN FOR 2025**

**To - The 2025 Annual General Meeting of Shareholders**  
**- Duc Trung Investment Joint Stock Company**

In accordance with the rights and responsibilities of the Board of Directors ("BoD") as stipulated in the Enterprise Law and the Charter of Duc Trung Investment Joint Stock Company (the "Company"), the BoD hereby submits this report to the 2025 Annual General Meeting of Shareholders ("AGM") on the BoD's activities in 2024 and its operational plan for 2025 as follows:

**I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

**1. Remuneration, Operating Expenses, and Other Benefits of the Board of Directors**

During the year, the Board of Directors did not receive any remuneration or benefits from the Company.

**2. Transactions with Related Parties**

**2.1. Transactions with VINA2 Investment and Construction Joint Stock Company ("VC2")**

- Sales of goods and services (including VAT): VND 838,096,321

**2.2. Transactions with MST Investment Joint Stock Company ("MST")**

- Sales of goods and services (including VAT): VND 276,123,400.

**3. Management and Supervision of Business Plan Implementation**

In 2024, the Board of Directors directly directed and supervised the Executive Board and management departments in business operations, capital management, and the maintenance and gradual improvement of product quality, in line with the business plan approved by the 2024 Annual General Meeting of Shareholders. The business performance in 2024 saw a slight decline in profit compared to 2023. However, with continued efforts and investments in certain commercial sectors, business activities are expected to see new developments in the near future.

## Key Financial Indicators for 2024 Compared to 2023

Unit: VND

No.	Indicator	2023	2024	% Change
1	Total Assets	305.963.347.353	266.736.703.941	-13%
2	Owner's Equity	135.550.169.373	135.725.967.551	0,13%
3	Net Revenue	314.165.654.366	620.650.947.433	98%
4	Operating Profit	478.334.771	446.951.808	-7%
5	Other Profit	(361.181.040)	(135.002.767)	-63%
6	Profit Before Tax	117.153.731	311.949.041	166%
7	Profit After Tax	58.155.503	175.798.178	202%

### 4. Implementation of the 2024 Annual General Meeting of Shareholders (AGM) Resolutions

Over the past year, the Board of Directors (BOD) has carried out its duties with a high sense of responsibility, strictly implementing the resolutions approved by the AGM, and supervising and directing the Executive Board in the company's business operations through BOD resolutions.

The BOD's directives in 2024 closely followed actual market developments to make timely and appropriate decisions, demonstrating an active role in supervising the Executive Board to ensure that all business activities were highly effective:

- Signed a contract with AFC Vietnam Co., Ltd. – Northern Branch to complete the audit of the 2024 financial statements.
- Fully complied with corporate reporting and information disclosure regulations to state management agencies and investors.

The BOD, along with the Executive Board, continues to align with the company's strategic direction, aiming to transform Đức Trung into a strong enterprise not only in the real estate business but also gradually expanding into other sectors.

### 5. BOD Meetings and Resolutions

In 2024, the BOD held periodic meetings, issued resolutions/decisions within its authority, and closely coordinated with the Executive Board in managing all aspects of business operations.

No.	Resolution No.	Date	Content
01	02/2024/NQ-HĐQT	01/3/2024	Resolution on divestment from Stars Capital.
02	03/2024/NQ-HĐQT	06/3/2024	Resolution on finalizing the list of shareholders for the 2024 AGM.
03	04/2024/NQ-HĐQT	22/3/2024	Resolution on extending the 2024 AGM and canceling the shareholder list dated 29/03/2024.
04	05/2024/NQ-HĐQT	28/03/2024	Resolution on approving financial report figures.
05	06/2024/NQ-HĐQT	03/05/2024	Resolution on opening a securities account at HD Securities JSC.
06	07/2024/NQ-HĐQT	06/05/2024	Resolution on changing the auditing firm for the 2024 financial statements.
07	08/2024/NQ-HĐQT	04/06/2024	Resolution on approving documents for the 2024 AGM.
08	09/2024/NQ-HĐQT	11/06/2024	Resolution on securing bank funding from HDBank.
09	10/2024/NQ-HĐQT	03/07/2024	Resolution on selecting an auditor for the semi-annual and annual financial reports.
10	11/2024/NQ-HĐQT	04/07/2024	Resolution on appointing an additional legal representative of the company.
11	12/2024/NQ-HĐQT	05/07/2024	Resolution on approving investment in corporate bonds.
12	13/2024/NQ-HĐQT	06/08/2024	Resolution on appointing the Corporate Governance Officer.
13	14/2024/NQ-HĐQT	08/08/2024	Resolution on issuing the Information Disclosure Regulation.
14	15/2024/NQ-HĐQT	26/12/2024	Resolution on full divestment from Reuse Technology Solutions JSC.

Apart from in-person meetings, the BOD maintained discussions and decision-making through online meetings, email, and telephone communication, reducing costs while enhancing the efficiency of information exchange between the Executive Board and the BOD. The BOD also delegated specific responsibilities to its members based on their strengths, improving overall governance effectiveness.

#### **6. Coordination Between the BOD and the Executive Board & Supervision of Executive Activities**

In 2024, BOD members worked with a strong sense of responsibility, making timely and effective decisions. The BOD played a key role in guiding, directing, and supervising the implementation of key policies while supporting the Executive Board in business operations.

- The Chairman of the BOD regularly participated in monthly management meetings with the Executive Board to stay informed about business performance, provide direction, and address operational challenges. The BOD also required the Executive Board to submit periodic reports and immediate reports in case of significant business risks.
- The BOD closely monitored performance targets set by the AGM, combining real-time market analysis to guide company operations.
- The BOD focused on restructuring the company's management system to align with a new operational model and business objectives. It optimized corporate governance, adjusted departmental functions, and strengthened key personnel to improve efficiency.
- The company fully complied with information disclosure regulations for listed entities, ensuring timely updates for shareholders as per legal and company charter requirements.

## 7. Evaluation of the Executive Board's Performance

The Executive Board has made significant efforts to manage business operations effectively. It has provided comprehensive reports to the BOD and facilitated information-sharing with the Supervisory Board.

### II. BOD's Operational Plan for 2025

#### 1. Business Production Plan Targets for 2025

No.	Item	Unit	Actual 2024	Planned 2025	% Change
1	Total revenue	VND	620.650.947.433	600.000.000.000	97%
2	Profit before tax	VND	311.949.041	7.500.000.000	2.404%
3	Corporate income tax expense	VND	136.150.863	1.500.000.000	1.102%
4	Net profit after tax	VND	175.798.178	6.000.000.000	3.413%
5	Charter capital	VND	134.888.000.000	134.888.000.000	100%
6	Expected dividend payout	%	0	0	0

In 2025, the Company expects to achieve a revenue of VND 600 billion, a pre-tax profit of approximately VND 7.5 billion, and a post-tax profit of VND 6 billion.

### III. BOD's 2025 Activity Plan

- Continue to implement the directives of the Annual General Meeting of Shareholders (AGM).
- Seek investment opportunities in highly efficient businesses within relevant industries.
- If market conditions are favorable, the company will invest in large projects to enhance long-term shareholder value.

This report outlines the corporate governance and business operations for 2024, as well as the BOD's strategic plan for 2025. The BOD respectfully submits this report to the AGM for review and feedback to further enhance corporate governance and management effectiveness. Our goal is to fulfill our responsibilities and drive the company's sustainable development in line with its strategic direction.

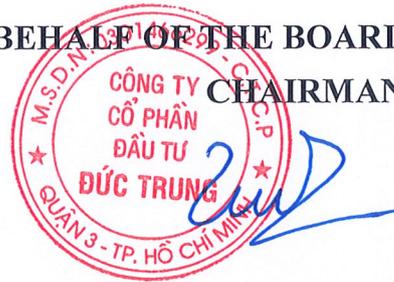
The BOD hopes to continue receiving trust, support, and cooperation from shareholders, investors, partners, and business associates both domestically and internationally.

**Sincerely!**

**Recipients:**

- As addressed;
- BOD, SB;
- Archives.

ON BEHALF OF THE BOARD OF DIRECTORS



**TRAN DANG QUAN**



**SUPERVISORY BOARD ACTIVITIES REPORT FOR THE YEAR 2024  
DEUTCHUNG INVESTMENT JOINT STOCK COMPANY**

**To - The 2025 Annual General Meeting of Shareholders  
- Duc Trung Investment Joint Stock Company**

In accordance with the functions and duties of the Supervisory Board ("SB") as outlined in the Law on Enterprises and the Company's Charter, the SB of Deutchung Investment Joint Stock Company ("the Company") presents the following report to the Annual General Meeting of Shareholders ("AGM") in 2025 regarding its activities in 2024:

**1. Members of the Supervisory Board and its Activities:**

**1.1. Members of the Supervisory Board:**

- |                              |                                 |
|------------------------------|---------------------------------|
| - Mrs. Tran Thi Thanh Nhan   | Head of the Supervisory Board   |
| - Mrs. Nguyen Thi Kieu Trinh | Member of the Supervisory Board |
| - Mrs. Nguyen Thi Trang      | Member of the Supervisory Board |

**1.2. Activities of the Supervisory Board:**

**a. Remuneration, operating costs, and other benefits of the Supervisory Board**

In 2024, the Supervisory Board did not receive any remuneration.

**b. Specific tasks performed by the Supervisory Board in 2024:**

- Developed the annual control plan and assigned specific tasks to each member of the Supervisory Board.
- Monitored the legality, rationality, and accuracy of the management and operation of the business activities, accounting organization, statistics work, and financial report preparation. In 2024, the Supervisory Board held regular meetings to evaluate the activities of the Board of Directors ("BOD"), Executive Board, and reviewed the financial reports and business results on a quarterly and yearly basis. A representative of the Supervisory Board attended BOD meetings and other important meetings of the Company's Executive Board. The Supervisory Board checked and ensured



compliance with legal regulations and the Company's internal rules in the management and operation of the business activities of the BOD and Executive Board in 2024. Specifically:

- The Supervisory Board was provided with sufficient information on the resolutions and decisions made by the BOD and Executive Board, and maintained regular communication with the BOD and Executive Board regarding the implementation of the business plan and resolutions approved by the AGM in 2024. Based on this, the Supervisory Board evaluated that the management and operation of the business activities by the BOD and Executive Board complied with all relevant legal provisions and were in line with the resolutions of the AGM in 2024.
- The BOD proactively monitored and operated the business strategies and decisions of the Company.
  - The Executive Board closely followed these strategies to implement the tasks set by the BOD and together with the efforts of the Company's employees, achieved outstanding business results, successfully completing the tasks set by the AGM.
  - The Supervisory Board found no legal violations by the BOD or the Executive Board.
- Regarding the Accounting Organization:
  - The accounting function fully complied with the relevant regulations, ensuring that accounting principles were followed, and that the financial reports were prepared in accordance with current accounting standards and regulations.
  - Timely accounting support helped the BOD and Executive Board make appropriate decisions based on the business activities.
  - The Supervisory Board found no violations in financial and accounting activities during the period.
- Financial Report Verification for 2024.
  - The Supervisory Board evaluated the business performance reports and financial statements (annual, quarterly, and semi-annual reports) of the Company, and the evaluation report on the BOD's activities for the AGM.

- The Supervisory Board confirmed that the reports met high compliance standards with existing regulations regarding the content and timing of the reports.
  - Additionally, the Supervisory Board agreed with the figures in the 2024 financial statements prepared by the Company's auditor.
- Supervision of Resolutions and Decisions by the BOD and Executive Board.
    - The Supervisory Board confirmed that the resolutions and decisions made by the BOD and Executive Board were consistent with the Company's Charter and the Law on Enterprises, reflecting the objectives set by the AGM in 2024.
    - The Supervisory Board found no violations of the law or the Company's Charter by the members of the BOD or Executive Board.
    - The Supervisory Board agreed with the report on business activities for 2024 submitted by the Executive Board.
  - Receiving and Responding to Shareholders' Opinions.
    - At the time of closing the shareholder list for the AGM, the Supervisory Board did not receive any feedback or complaints from shareholders about any violations by the BOD, Executive Board, or the Supervisory Board during the execution of their duties.

## **2. Comments and Opinions of the Supervisory Board.**

- With a spirit of responsibility and collaboration, the Supervisory Board always coordinated, exchanged, and contributed honest and direct opinions to the BOD and Executive Board in the process of formulating regulations, resolutions, and decisions.
- In 2024, the BOD and Executive Board strived to overcome difficulties and successfully completed the business targets set by the AGM in 2024.
- Building on the achievements of 2024, and striving to meet the targets for 2025, while strengthening transparency, the Supervisory Board recommends the following actions:
  - The BOD and Executive Board should promptly implement policies to ensure competitiveness, thereby encouraging business departments to grow.

- The BOD and Executive Board should implement policies to enhance risk management and ensure compliance with legal regulations in business activities.

This is the report of the Supervisory Board for 2024. The Supervisory Board respectfully submits it to the AGM for review, feedback, and approval./.

**Sincerely!**

**Recipients:**

- AGM (for information);
- BOD, SB, EB;
- Archive (for file).

**ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF THE SUPERVISORY BOARD**



**TRAN THI THANH NHAN**



**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS REGARDING  
THE BUSINESS RESULTS OF 2024 AND BUSINESS PLAN FOR 2025**

**To - The 2025 Annual General Meeting of Shareholders  
- Duc Trung Investment Joint Stock Company**

- *The Enterprise Law No. 59/2024/QH14, promulgated on June 17, 2021;*
- *Based on the Charter of Organization and Operation of Duc Trung Investment Joint Stock Company;*
- *Based on the business situation of the Company.*

The Board of Directors of Duc Trung Investment Joint Stock Company hereby reports to the General Meeting of Shareholders on the business results for 2024 and the business plan for 2025. The details are as follows:

**A. REPORT FOR 2024**

In 2024, the Vietnamese economy in general could not avoid being affected by the global economic recession. Specifically, Duc Trung Investment Joint Stock Company faced numerous difficulties and challenges. As a result, the efficiency of investments, construction, and production was affected. However, compared to the general situation, Duc Trung Company still applied effective management strategies that resulted in favorable profits and revenue for the company.

With the long-term and sustainable development orientation, the Company restructured its business model towards a holding company, shifting its business focus to maximize efficiency through investment activities while increasing the proportion of financial revenue from affiliate companies.

**1. Business Results:**

Item	Unit	2024 Plan	2024 Actual	2024 Actual compared to 2024 Plan
Total Net Revenue	VND	400.000.000.000	620.650.947.433	155%
Profit After Tax	VND	7.000.000.000	175.798.178	3%
Charter Capital	VND	134.888.000.000	134.888.000.000	100%
Profit Margin After Tax/Revenue		0,02	0,00028	2%
Profit Margin After Tax/Charter Capital		0,05	0,0013	3%

(Source: 2024 Audited Financial Statements)

## 2. Report on Financial and Accounting Situation:

### 2.1 Financial Indicators:

According to the 2024 audited financial statements:

#### a. Profitability:

No.	Item	Unit	2024 Data
1	Profit Margin After Tax/Net Revenue	%	0,0003
2	Profit Margin After Tax/Shareholder Equity	%	0,0013
3	Profit Margin After Tax/Total Assets	%	0,0007

#### b. Liquidity:

No.	Item	Unit	2024 Data
1	Current Ratio	Time	1,56
2	Quick Ratio	Time	1,55

### 2.2. Asset Value and Capital Sources as of December 31, 2024 ( Unit: VND)

Stt	Item	31/12/2024	31/12/2023
<b>A</b>	<b>Assets</b>	<b>266.736.703.941</b>	<b>305.963.347.353</b>
1	Current Assets	201.973.511.564	83.343.254.241
1a	Cash and Cash Equivalents	783.941.924	796.226.617
1b	Short-term Receivables	199.271.611.839	79.173.571.477
1c	Inventory	1.852.102.713	3.239.036.755
2	Non-current Assets	64.763.192.377	222.620.093.112
2a	Long-term Receivables	0	100.000.000.000
2b	Fixed Assets	699.172.956	839.763.412
2c	Long-term work-in-progress assets	0	0
2d	Long-term Investments	62.700.000.000	121.347.825.444
2e	Other Long-term Assets	1.364.019.421	432.504.256
<b>B</b>	<b>Liabilities and Shareholder Equity</b>	<b>266.736.703.941</b>	<b>305.963.347.353</b>
1	Liabilities	131.010.736.390	170.413.177.980
1a	Short-term Liabilities	129.427.368.374	70.081.177.968
1b	Short-term Liabilities	1.583.368.016	100.332.000.012

2	Shareholder	135.725.967.551	135.550.169.373
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## B. PERFORMANCE REVIEW FOR 2024

### 1. Positive Aspects:

- Despite the difficulties and challenges the Company faced throughout the past year, the achievements and results that Duc Trung has attained demonstrate the dedication and full commitment of the entire leadership team and employees. Many of the targets set for 2024 have been successfully met, generating significant profits for the Company.
- Shifting focus towards investment in affiliated companies instead of subsidiaries has proven to be a promising new direction, opening up potential for future development and revenue growth.
- The Board of Directors has also established a clear strategic direction to ensure stable and long-term development in the coming years.

### 2. Limitations

The Board of Directors of Duc Trung Investment Joint Stock Company faced numerous challenges in management due to market fluctuations, rising operating costs, and intense competition. Financial optimization, technology adoption, and digital transformation remained limited, affecting operational efficiency. Additionally, the company struggled with attracting high-quality personnel and expanding its market. These challenges require flexible solutions to ensure sustainable growth in the future.

## C. BUSINESS PLAN OBJECTIVES FOR 2025

### 1. Business Plan and Targets:

No.	Item	Unit	2024 Actual	2025 Plan	2025 Plan compared to 2024 Actual
1	Total Revenue	VND	620.650.947.433	600.000.000.000	97%
2	Pre-Tax Accounting Profit	VND	311.949.041	7.500.000.000	2.404%
3	Corporate Income Tax Expense	VND	136.150.863	1.500.000.000	1.102%
4	Post-Tax Profit	VND	175.798.178	6.000.000.000	3.413%
5	Charter Capital	VND	134.888.000.000	134.888.000.000	100%
6	Expected Dividend Payout	%	0	0	0

### 2. Implementation Strategies for 2025:

Based on the business performance of 2024 and the objectives for 2025, the Board of Directors has outlined the following strategies to achieve the targets:

a. Core Business Operations:

- Continue implementing and completing ongoing projects from 2024 while identifying and pursuing new large-scale construction and investment projects in line with the Company's medium- and long-term strategies.
- Strengthen partnerships with affiliated companies and industry peers to create more opportunities to participate in high-quality, large-scale bidding projects.
- Focus on business areas where the Company has a competitive advantage, such as real estate investment, property trading, and equity investments in high-potential, revenue-generating affiliated companies,...

b. Cost Control Measures:

- Alongside business expansion, the Company will maintain its strength in cost control, ensuring that operational expenses—such as management and sales costs—are managed efficiently and in compliance with legal regulations and the Company's charter.
- Strengthen receivables monitoring and enhance debt recovery processes from contract signing to completion..

c. Investment Strategy:

- Collaborate with professional and experienced partners to secure high-value contracts with favorable profit margins.
- Invest in promising businesses and projects to expand the Company's market presence.
- Aim to participate in major projects as the lead investor or general contractor to enhance profitability, brand image, and market position.
- Additionally, the Company will emphasize corporate social responsibility, environmental sustainability, and employee welfare to fulfill its broader social and community commitments.

This report provides a summary of the Company's business performance in 2024, along with the 2025 business plan and investment strategy. We respectfully submit it to the General Meeting of Shareholders for approval.

**Sincerely!**

**Recipients:**

- As addressed;
- To be archived by the BOD and the Office.

**ON BEHALF OF THE BOARD OF DIRECTORS**



**NGUYEN HOANG QUAN**

DUC TRUNG INVESTMENT

SOCIALIST REPUBLIC OF VIETNAM

JOINT STOCK COMPANY

Independence – Freedom – Happiness

No.: 01/2025/TTr-HĐQT

Ho Chi Minh City, April 4<sup>th</sup> 2025

## PRESENTATION

*Regarding general issues within the authority of the General Meeting of Shareholders*

**To:** - **The 2025 Annual General Meeting of Shareholders**  
- **Duc Trung Investment Joint Stock Company**

- *Based on the Enterprise Law No. 59/2020/QH14 issued on June 17, 2020;*
- *Based on the Securities Law No. 54/2019/QH14 issued on November 26, 2019;*
- *Based on the operation status of the Company.*

The Board of Directors (BOD) of the Company respectfully submits to the General Meeting of Shareholders (GMS) for approval of the following issues:

### **1. Approval of the 2024 Financial Statements of the Company**

The 2024 financial statements of Đức Trung Investment Joint Stock Company have been audited by “AFC Vietnam Audit LLC – Northern Branch” and disclosed in accordance with regulations, and they have been posted on the Company’s official website.

### **2. Selection of the auditing firm for the Company’s 2025 Financial Statements**

The BOD proposes to authorize the BOD to select one of the auditing firms approved by the State Securities Commission of Vietnam, which is allowed to audit public interest entities in the securities sector, to audit the Company’s 2025 financial statements.

### **3. Report on the remuneration for the BOD and the Supervisory Board (SB) for 2024; Remuneration and operating expenses plan for the BOD and SB members for 2025**

**3.1.** In 2024, members of the Board of Directors and the Supervisory Board of Đức Trung Investment Joint Stock Company did not receive any remuneration.

**3.2.** The plan for the remuneration of the BOD and SB members for 2025 is as follows:



No.	Item	Number of people	Remuneration per person (VND/month)	Annual Remuneration (VND)
<b>A</b>	<b>Remuneration for BOD</b>			
1	Chairman of the BOD	1	7.000.000	84.000.000
2	Member of the BOD	2	5.000.000	120.000.000
<b>B</b>	<b>Remuneration for SB</b>			
1	Chairman of the SB	1	0	0
2	Member of the SB	2	0	0
<b>C</b>	<b>Total</b>	<b>8</b>		<b>204.000.000</b>

#### 4. Approval of transactions between the Company and related parties.

In order to enhance cooperation between the Company and its subsidiaries, affiliates, and other related parties for maximum economic benefit to the Company and its shareholders, the BOD proposes that the GMS approve transactions between the Company and its related parties arising in 2025, as detailed below:

**4.1.** Approve transactions between the Company and its related parties in accordance with the law (“Related Party Transactions”), including but not limited to the following transactions between the Company and its subsidiaries/affiliates, and other related parties:

- a. Transactions involving the buying and selling of goods;
- b. Transactions involving the transfer of ownership rights, granting rights to use trademarks, inventions, technical improvements, copyrights, and other intellectual property assets, whether registered for protection or not;
- c. Transactions involving loans, borrowing, guarantees, pledging, and mortgaging assets based on optimizing the cash flow and financial activities of the parties involved;
- d. Other transactions as determined by the BOD/CEO of the Company at the relevant time.

#### 4.2. Related parties

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

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**4.3. List of subsidiaries and affiliates**

- An Binh Long Xuyen Investment Cooperation LLC – Affiliate company

**4.4. Authorization to the Chairman of the BOD or the CEO of the Company and/or their authorized representatives:**

- To decide the specific terms and conditions of the Related Party Transactions and related contracts, agreements, and documents, including amendments, supplements, termination, or replacements of Related Party Transactions (if any);
- To sign and execute the Related Party Transactions and related contracts, agreements, and documents, including amendments, supplements, termination, or replacements of Related Party Transactions (if any).

We respectfully submit the above matters for the General Meeting of Shareholders' consideration and approval.

**Thank you!**

**Recipients:**

- As addressed;
- Archives.

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



**TRAN DANG QUAN**



**DUC TRUNG INVESTMENT  
JOINT STOCK COMPANY**

No.: 09/2025/TTr-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

Ho Chi Minh City, April 4<sup>th</sup> 2025

**PRESENTATION**

Regarding: Approval of the profit distribution plan for the year 2024

**To: The 2025 Annual General Meeting of Shareholders  
Duc Trung Investment Joint Stock Company**

- Based on the Enterprise Law No. 59/2020/QH14 passed on June 17, 2020;
- Based on the Charter on organization and operations of Đức Trung Investment Joint Stock Company;
- Based on the audited financial statements for the year 2024 of Đức Trung Investment Joint Stock Company,

The Board of Directors (BOD) respectfully submits for the consideration and approval of the General Meeting of Shareholders the profit distribution plan for 2024 and the following proposals:

Unit: VND

No.	Item	Amount
1	Profit before tax	311.949.041
2	Corporate income tax for 2024	136.150.863
	- Current corporate income tax	136.150.863
	- Deferred corporate income tax	0
3	Profit after tax (3) = (1) - (2)	175.798.178
4	Investment development fund provision	0
5	Provisions for reward and welfare funds	0
	- Reward fund - Welfare fund	
6	Retained profit from previous years	662.169.373
7	Undistributed profit after tax (7) = (3) - (4) - (5) + (6)	837.967.551



8	Dividend payment for 2024	0
9	Profit after tax after distribution (9) = (7) - (8)	837.967.551

We respectfully submit the above matters for the General Meeting of Shareholders' consideration and approval.

**Thank you!**

**Recipients:**

- AGM (for information);
- BOD, SB, EB;
- Archive (for file).

**ON BEHALF OF THE BOARD OF DIRECTORS**



**TRAN DANG QUAN**



**DUC TRUNG INVESTMENT**

**SOCIALIST REPUBLIC OF VIETNAM**

**JOINT STOCK COMPANY**

**Independence – Freedom – Happiness**

No.: 03 /2025/TTr-HĐQT

*Ho Chi Minh City, April 17<sup>th</sup> 2025*

## **PRESENTATION**

Regarding: Amendment of the Company Charter, Dismissal of Members of the Board of Directors for the 2025 – 2030 term

**Tos: The 2025 Annual General Meeting of Shareholders  
Duc Trung Investment Joint Stock Company**

- *Base on the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
- *Base on to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;*
- *Base on the Charter and the current operational status of Duc Trung Investment Joint Stock Company.*

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for approval the amendment of the Company Charter and the dismissal of members of the BOD for the 2025–2030 term. The details are as follows:

**1. Amendment of the Company Charter regarding the number of members of the Board of Directors:**

Amendment of Clause 1, Article 25 of the Company Charter:

- **Before the amendment:** The number of BOD members is **05**.
- **After the amendment:** The number of BOD members is **03**.

**2. Approval of the dismissal of BOD members based on resignation letters:**

Recently, Mr. Do Cat Luong and Mr. Nguyen Quang Nguyen have submitted their resignation letters requesting to be relieved of their duties as members of the BOD due to personal reasons. In order to ensure the stable operation of the BOD, the BOD respectfully submits to the GMS for approval the dismissal of the following BOD members:

- Approval of the dismissal of Mr. Do Cat Luong from his position as a member of the BOD in accordance with his resignation letter. The dismissal shall be effective from the date it is approved by the GMS.



- Approval of the dismissal of Mr. Mr. Nguyen Quang Nguyen from his position as a member of the BOD in accordance with his resignation letter. The dismissal shall be effective from the date it is approved by the GMS.

- The Chairman of the BOD is assigned to review and resolve matters related to the benefits and entitlements of the dismissed members in accordance with the Company's regulations and applicable laws.

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

**Sincerely!**

**Recipients:**

- AGM (for information);
- BOD, SB, EB;
- Archive (for file).

**ON BEHALF OF THE BOARD OF DIRECTORS**



**TRAN DANG QUAN**

