



SUNSHINEGROUP  
**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

No: 94/2025/SSG-CBTT

Hanoi, April 4, ..... 2025

**To: State Security Commission of Vietnam  
Hanoi Stock Exchange  
Shareholders**

Name of organization: Sunshine Group Joint Stock Company

Stock code: KSF

Head office address: 12th Floor, Sunshine Center Building, No. 16, Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi City.

Phone number: 024 730 52999

Website: <https://sunshinegroup.vn/>.

The person responsible for information disclosure: Mr. Ho Duc Viet – Authorized disclosure of information

Type of information disclosure: ☒ Periodic ☐ Extraordinary ☐ 24h ☐ Other

**Contents of information disclosure:**

- Scheduled Time for the 2025 Annual General Meeting of Shareholders: 8:00 AM, Saturday, April 26, 2025.
- Venue: 5th Floor Conference Hall, Sunshine Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi City.
- Meeting invitation, meeting agenda, and relevant documents for the General Meeting of Shareholders: are available in detail at <https://sunshinegroup.vn/dai-hoi-co-dong/> and will be updated and supplemented until the meeting date.

This information has been published on the Company's website on April 4, 2025 at the link <https://sunshinegroup.vn/dai-hoi-co-dong/>.

We hereby certify that the above information is accurate and assume full legal responsibility for its disclosure. *[Signature]*

**Receiving places:**

- As above.

**AUTHORIZED PERSON**  
**DISCLOSURE OF INFORMATION**  
**CÔNG TY**  
**CỔ PHẦN**  
**TẬP ĐOÀN**  
**SUNSHINE**  
**THÀNH PHỐ HÀ NỘI**  
*[Signature]*  
**HO DUC VIET**



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

No: *AA*./2025/SSG/NQ-HĐQT

Hanoi, ... *April* ... *4*, ..... 2025

**RESOLUTION OF THE BOARD OF DIRECTORS  
SUNSHINE GROUP JOINT STOCK COMPANY**

**THE BOARD OF DIRECTORS**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on organization and operation of Sunshine Group Joint Stock Company ("Company");
- Pursuant to the Minutes of the Meeting of the Board of Directors No: *AA*./2025/SSG/BBH-HĐQT dated *04/04*/2025.

**RESOLUTION**

**Article 1. Approval of the Time and Agenda for the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company, specifically as follows:**

- Date & Time: 8:00 AM, Saturday, April 26, 2025;
- Venue: 5th Floor Conference Hall, Sunshine Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi City;
- Format: Physical meeting with electronic voting;
- Meeting Agenda:
  - + Report on the activities of the Board of Directors for 2024;
  - + Report of the Executive Board on 2024 Business Performance and 2025 Business Plan;
  - + Report on the Assessment of the Independent Member of the Board of Directors for 2024;
  - + Report on the activities of the Supervisory Board in 2024;
  - + Proposal on Approval of the Audited Financial Statements for 2024 and the Profit Distribution Plan for 2024;
  - + Proposal on Approval of the business and production targets for 2025;
  - + Proposal on Approval of the remuneration and bonus plan for the Board of Directors for 2025;
  - + Proposal on Approval of the remuneration and bonus plan for the Supervisory Board for 2025;



- + Proposal on Approval of the Selection of the Audit Firm for the 2025 Financial Statements;
- + Proposal on the dismissal and additional election of Board of Directors members;
- + Proposal on the dismissal and additional election of Supervisory Board members;
- + Proposal on Modifying details of business lines;
- + Proposal on Approval of the Policy for Restructuring the Company's Ownership in Dynamic Innovation Company Limited;
- + Proposal on Approval of the Investment and M&A Policy for Potential Real Estate Projects;
- + Proposal on Approval of the policy on purchase/receipt of share transfers in SCG Construction Group Joint Stock Company;
- + Proposal on Share issuance plan for public tender offer to acquire all shares of Sunshine Homes Development Joint Stock Company;
- + Proposal on Approval of related party transactions between the Company and its affiliated entities;
- + Other matters under the authority of the General Meeting of Shareholders (if any).

**Article 2. Approval of the 2025 Annual General Meeting documents**

The detailed meeting documents will be published on the Company's website and will be updated or amended (if necessary) until the date of the Annual General Meeting.

**Article 3. Approval of the nomination of Board of Directors members**

In 2025, Mr. Do Anh Tuan will end his term as a member of the Board of Directors for the period 2020 - 2025 on October 23, 2025.

To facilitate the management work and avoid interruption of tasks, the Board of Directors has submitted Proposal No. 06/2025/SSG/TTr-HĐQT for the dismissal and additional election of Board members for approval by the General meeting of shareholders. The proposal seeks to officially conclude the 2020–2025 term and conduct an election to reappoint Mr. Do Anh Tuan as a Board member for the 2025–2030 term (*Mr. Do Anh Tuan's curriculum vitae are attached*).

**Article 4. Approval of the nomination of Supervisory Board members**

In 2025, Ms. Nguyen Thi Thanh Huyen and Ms. Vu Thi Thuy Nga will complete their term as Supervisory Board members for the 2020–2025 period on October 23, 2025.

In order to facilitate the management work and avoid interruption of tasks, the Supervisory Board has submitted Proposal No. 07/2025/SSG/TTr-HĐQT for the dismissal and additional election of Supervisory Board members for approval by the General meeting of

shareholders. The proposal seeks to officially conclude the 2020–2025 term and conduct an election to reappoint Ms. Nguyen Thi Thanh Huyen and Ms. Vu Thi Thuy Nga as Supervisory Board members for the 2025–2030 term (*their curriculum vitae are attached*).

**Article 5. Implementation**

The Chairman of the Board of Directors is assigned to direct and organize the implementation of the above contents in accordance with applicable regulations.

**Article 6.** This Resolution takes effect from the date of signing. Members of the Board of Directors, the Board of Managements, and relevant departments and individuals are responsible for implementing this Resolution. *u*

***Receiving places:***

- As Article 6;
- Hanoi Stock Exchange.

ON BEHALF OF THE BOARD OF  
DIRECTORS CHAIRMAN



DO ANH TUAN



**AGENDA OF THE 2025  
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**Time:** 08:00 AM, Saturday, April 26, 2025.

**Địa điểm:** 5th Floor Conference Hall, Sunshine Center Building, No. 16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi City, Vietnam.

**Details of the Meeting Agenda:**

Time	Agenda Details
08:00 – 08:30	<b>I. Procedures to Confirm Delegate Status and Delegate Registration for Shareholders</b>
08:30 - 09:00	<b>II. Opening Procedures for the General Meeting of Shareholders</b>
	Opening the Meeting and Introduction of Delegates
	Report on the verification of shareholder status
	Introduction of the Presidium, Secretariat
	Approval of the Meeting Agenda, Regulations on Organization and Operation, Regulations for Election of Board Members and Supervisory Board Members, and the Election Committee
09:00 - 10:30	<b>III. Presentation of Reports and Proposals for the Meeting</b>
	<b>Reports:</b>
	Report on the activities of the Board of Directors in 2024
	Report from the Executive Board on the business results of 2024 and the business plan for 2025
	Report on the activities of the independent member of the Board of Directors in 2024
	Report on the activities of the Supervisory Board in 2024
	<b>Proposals:</b>
	Proposal for Approval of the audited financial statements for 2024 and the profit distribution plan for 2024
	Proposal for Approval of the business and production targets for 2025
	Proposal for Approval of the remuneration and bonus plan for the Board of Directors for 2025
	Proposal for Approval of the remuneration and bonus plan for the Supervisory Board for 2025
	Proposal for Approval of the selection of the auditing firm for 2025 financial statements
	Proposal for Approval of the dismissal and election of additional members of the Board of Directors
	Proposal for Approval of the dismissal and election of additional members of the Supervisory Board





SUNSHINE GROUP

Time	Agenda Details
	Proposal for Approval of the amendment to the details of business lines
	Proposal for Approval of the Company's policy on the restructuring of its ownership in Dynamic Innovation Company Limited
	Proposal for Approval of the Company's investment and M&A policy regarding certain potential real estate projects
	Proposal for Approval of the policy on the purchase/acquire shares in SCG Construction Group Joint Stock Company
	Proposal for Approval of the plan for share issuance to conduct a public tender offer for all outstanding shares of Sunshine Homes Development Joint Stock Company
	Proposal for Approval of the policy on transactions between the Company and its related parties
	Other matters within the authority of the General Meeting of Shareholders (if any)
10:30 - 11:30	<b>IV. Discussion; Voting and Announcement of voting results; Election and Announcement of Election Results</b>
11:30 - 12:00	<b>V. Closing Procedures for the Meeting</b>
	Approval of the Minutes and Resolutions of the Meeting
	Summary and Official Closure of the Meeting

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**  
*(signed)*

**DO ANH TUAN**





## INVITATION LETTER ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Dear Shareholder: ...

Shareholder attending code: ...

Address: ...

ID/Business Registration number: ...

Phone: ...

Number of shares owned: ... shares

The Board of Directors of Sunshine Group Joint Stock Company ("KSF") respectfully invites you to attend the 2025 Annual General Meeting of Shareholders (AGM) by direct method.

Details as follows:

1. **Time: 08:00 A.M, on Saturday, April 26, 2025.**
2. **Location:** 5th Floor Hall, Sunshine Center building, No.16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi.
3. **Meeting agenda and relevant documents:** Details of the content, meeting agenda and documents of the Annual General Meeting are posted on the website: <https://sunshinegroup.vn/dai-hoi-dong-co-dong/>.
4. **Conditions and Methods of attending the meeting**
  1. *Conditions for attendance:* All shareholders owning KSF shares listed in the shareholder list register as of March 27, 2025 provided by Vietnam Securities Depository and Clearing Corporation (VSDC) or those duly authorized representatives.
  2. *Methods of attendance:*
    - Shareholders/ authorized representatives attending the AGM must bring the invitation letter, personal identification documents (ID card/ Citizen Identification Card/ Passport), authorization letter (in case of attending the AGM by authorization) and present the above documents to verify delegate eligibility.
    - Shareholders/authorized representatives please entry the website: <https://ezgsm.fpts.com.vn/> to participate in discussions, contribute opinions and cast electronic votes using the login credentials provided by the Organizing Committee after completing delegate registration.
5. **Confirmation of attendance:**

To facilitate the organization of the AGM, we kindly request that you confirm your attendance/ authorize a representative, or provide opinions on the proposed contents to be discussed in the agenda of the Annual General Meeting before 4:00 P.M on April 25, 2025, via the following contact details

### ORGANIZING COMMITTEE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS - SUNSHINE GROUP JOINT STOCK COMPANY

Address: 12th Floor, Sunshine Center building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi

Phone: 0985 729 333 (Ms.Cham) /0368 703 431 (Ms.Trang)

Email: [ir@ksf.vn](mailto:ir@ksf.vn)

Best regards!

**O/B. BOARD OF DIRECTORS  
CHAIRMAN**

**DO ANH TUAN**



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

**LETTER OF AUTHORIZATION**  
**ATTENDING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**SUNSHINE GROUP JOINT STOCK COMPANY**

To: Sunshine Group Joint Stock Company

**1. THE AUTHORIZING PARTY**

Individual/Organization:

ID Card/Citizen ID/Passport/Business Registration Certificate No:

Date of issuance:

Place of issuance:

Address:

Phone number:

Number of shares owned (as of March 27, 2025):

(In words:

)

**2. THE AUTHORIZED PARTY**

Individual/Organization:

ID Card/Citizen ID/Passport/Business Registration Certificate No:

Date of issuance:

Place of issuance:

Address:

Phone number:

Number of shares authorized:

(In words:

)

**3. SCOPE OF AUTHORIZATION**

The authorized party is authorized to represent the authorizing party to perform the following:

- Attend the Annual General Meeting of Shareholders 2025 of Sunshine Group Joint Stock Company on April 26, 2025.
- Decide and vote on matters discussed at the Annual General Meeting of Shareholders 2025 in accordance with the number of shares authorized.

**4. TERM OF AUTHORIZATION**

This Letter Authorization shall be effective during the time the aforementioned Annual General Meeting of Shareholders 2025 of Sunshine Group Joint Stock Company is held.





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**5. RESPONSIBILITIES OF THE AUTHORIZING PARTY AND THE AUTHORIZED PARTY**

We are fully responsible for this authorization and commit to strictly comply with the current legal regulations and the Charter of Sunshine Group Joint Stock Company.

*Note: The Authorized Party is not allowed to re-authorize a third party to perform the authorized contents stated in this Letter of Authorization.*

.....,..... Year .....

**THE AUTHORIZING PARTY**

*(Signature and full name, stamp (if any))*

**THE AUTHORIZED PARTY**

*(Signature and full name, stamp (if any))*





**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

No: 01/SSG/BC-HDQT

*Hanoi, April 4, 2025*

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
SUNSHINE GROUP JOINT STOCK COMPANY**

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

Dear Esteemed Shareholders,

First and foremost, on behalf of the Board of Directors ("BOD"), I am honored to present the Report on the 2024 performance and the strategic direction for 2025 of the Board of Directors of Sunshine Group Joint Stock Company ("Company/Sunshine Group") as follows:

**I. Performance of Sunshine Group Joint Stock Company in 2024**

**1. Overview of General Activities in 2024**

The year 2024 marked a significant milestone in the development of Sunshine Group Joint Stock Company. In the context of the real estate market recovering after a volatile period, Sunshine Group proactively adapted to market changes, seized opportunities, and remained steadfast in its sustainable development strategy. We continuously strived to ensure that key projects were executed on schedule with high quality while also expanding and enhancing Sunshine Group's ecosystem. This not only strengthened our competitive capacity but also generated long-term value for shareholders and customers. Sunshine Group's strategic sectors such as real estate, technology, and finance continued to expand, solidifying Company's position as a leading multi-sector corporation with extensive influence and a strong contribution to economic development.

Real estate remains the core sector, serving as the pillar of the Company's business strategy. Over the past year, numerous key projects have been accelerated and achieved outstanding results and reinforcing the Group's reputation for excellence in project execution and brand reliability. These achievements highlight our dedication and strategic vision, particularly through the following projects:

- In Hanoi, the Sunshine Golden River project (located in the Nam Thang Long urban area) has been completed and is now being handed over to customers. Featuring 217 luxury apartments and 27 large low-rise houses, the project not only offers a high-class living space but is also features a comprehensive and state-of-the-art amenities system, further elevating the Group's position in the premium real estate segment in the capital.
- In Ho Chi Minh City, the Sunshine Sky City project continues to be implemented according to project's plan. In 2024, the Company successfully topped out three towers "S2, S3, and S4" and

has now entered the finishing construction phase, with handover preparations expected to begin in late Q3/2025. The project is expected to become a benchmark for modern high-rise urban developments, demonstrating the Group's capability to execute large-scale projects in the southern market.

- Maintaining construction progress and quality, especially in the context of market fluctuations, reflects the Group's unwavering commitment to a professional, well-structured, and sustainable real estate development strategy.

Thanks to relentless efforts, in 2024, the Company achieved remarkable business results, with total consolidated revenue reaching VND 3,168.02 billion, achieving 105.6% of the planned target. The parent company's net profit after tax amounted to VND 678.61 billion, exceeding the plan by 118.12%, reflecting the efficiency of a smart business strategy and optimized operational cost management.

Alongside sustaining growth in the real estate sector, the Company continues to take the lead in integrating technology into management, operations, and enhancing customer experiences. Unicloud Technology Group Joint Stock Company, a subsidiary of the Company, has successfully developed smart home solutions, data management systems, and AI security systems, contributing to a safer and more convenient living environment in real estate projects. Additionally, 2024 marked the launch of Noble App, a digital platform for real estate transactions, aiming to enhance information transparency and directly connect investors with the Group's sales team, unlocking new potential opportunities.

Beyond business development, the Company remains committed to social responsibility and community engagement. Over the past year, it has partnered with the "For the Poor" Fund in Hanoi, providing support for underprivileged patients in major hospitals. At the same time, the Company places great emphasis on the well-being of its residents and employees through engaging activities such as the Sunshine Cup 2024 football tournament, periodic health check-ups, and various sports and cultural events, fostering a positive and dynamic work environment.

## **2. Investment and M&A Activities of the Company in 2024**

In 2024, Sunshine Group Joint Stock Company continued to execute key investment and M&A transactions to enhance its market position, expand its operational scope, and strengthen its strategic business sectors. The notable transactions during the year include:

- ❖ The Company completed the transfer procedures for 58% of shares in S.I Development Joint Stock Company ("S.I"), thereby reducing its ownership in S.I to 7%.
- ❖ The Company successfully acquired shares in Sunshine Mart Service and Trading Business Company Limited ("Sunshine Mart") and S-Service Management and Operation Joint Stock Company ("S-Service"), resulting in both Sunshine Mart and S-Service becoming its direct subsidiaries.
- ❖ S-Service, a subsidiary of the Company, contributed an additional VND 39 billion, increasing its ownership to 70.91% in Sunshine Maple Bear Education Company Limited. This led to

Sunshine Maple Bear Education Company Limited becoming an indirect subsidiary of the Company.

- ❖ At the same time, through the holding ratio of S-Service at S-Service Saigon Joint Stock Company, S-Service Saigon is an indirect subsidiary of the Company.
- ❖ Dynamic Innovation Company Limited (“DIC”) - a subsidiary of the Company Purchased/received additional shares in Thuan Phu Lang Co Development Investment Joint Stock Company (“Thuan Phu Lang Co”) and Phu Thinh Land Company Limited (“Phu Thinh Land”). Accordingly, Thuan Phu Lang Co and Phu Thinh Land became indirect affiliates of the Company.
- ❖ DIC made an additional capital contribution of 65 billion VND, increasing the ownership ratio to 52% at Phu Thuong Education Investment Company Limited, leading to Phu Thuong Education Investment Company Limited becoming an indirect subsidiary of the Company.

These transactions not only enable the Company to expand its scale in key sectors such as education, operations management, and commercial services but also lay a solid foundation for the next phase of development. Moving into 2025, the Company will continue to accelerate strategic investments and promote M&A activities to optimize business ecosystem, enhance operational efficiency, and strengthen its position in core industries. With this strategy, the Company aims to reach new heights and establish itself as a leading multi-industry economic Group in Vietnam.

## **II. Activities of the Board of Directors in 2024**

### **1. Members and Structure of the Board of Directors**

In 2024, the Company's Board of Directors (BOD) maintained its structure of five members, consisting of one independent member, three non-executive members, and one executive member. All BOD members met the required qualifications and possessed extensive expertise and experience in various fields such as law, finance, securities, and real estate, ensuring effective corporate governance. The BOD structure was rationally designed to maintain balance among members, enhance transparency, and strictly comply with legal regulations on the governance of public and listed companies. Throughout the year, the BOD actively operated and made critical decisions to guide the Company toward sustainable development.

### **2. BOD Activities**

In 2024, the BOD convened 25 meetings to issue resolutions, decisions, and directives related to the Company's business operations. The resolutions were issued in accordance with the procedures and regulations stipulated in the Company's Charter and Internal Governance Regulations.

All meeting agendas closely aligned with the Company's operational matters, with BOD members engaging in comprehensive discussions and evaluations based on openness, fairness, transparency, and prudence, ensuring optimal decision-making.

All decisions made during BOD meetings were approved based on the majority rule. The issued resolutions focused on addressing key matters related to the Company's operations, executing the 2024 business plan in line with the set objectives, and responding to market fluctuations.

Some key resolutions approved by the BOD include:

- Organizing the 2024 Annual General Meeting of Shareholders;
- Approving the BOD's programs and action plans;
- Approving strategies, plans, and proposals for M&A and investment restructuring;
- Approving transactions involving insiders and related parties;
- Other activities within the BOD's authority.

A full list of the BOD's resolutions/decisions in 2024 is provided in Section II, Item 5 of the 2024 Corporate Governance Report, published on the Company's website: <https://sunshinegroup.vn/bao-cai-quan-tri-cong-ty/>.

### 3. Supervision Activities of the Board of Directors

To ensure compliance with the Company's Charter, internal governance regulations, and applicable legal provisions, the BOD actively carried out supervisory activities over the Company's overall operations as well as the Executive Board in 2024, specifically:

- Monitoring and inspecting the implementation of resolutions and decisions issued by the General Meeting of Shareholders (GMS) and the BOD, while overseeing the performance of the Chief Executive Officer and key executives;
- Evaluating and guiding the Company's development strategy, directing the Executive Board to implement business plans aligned with the actual situation and long-term objectives;
- Ensuring that information disclosure is conducted in accordance with regulations, enhancing transparency in corporate governance;
- Requiring the timely submission of quarterly, semi-annual, and annual financial reports for 2024;
- The BOD's supervisory activities were conducted within its authority without interfering with the operational management of the Executive Board.

### 4. BOD Remuneration and operational expenses of the Board of Directors in 2024

The BOD's remuneration was disbursed in accordance with the resolutions approved at the 2024 Annual General Meeting of Shareholders, as detailed below:

No.	Member	Position	Remuneration (VND)	Notes
1	Mr: Do Anh Tuan	Chairman of the BOD	6,000,000,000	Full year

2	Ms: Do Thi Dinh	BOD Member	3,600,000,000	Full year
3	Mr: Phan Ich Long	BOD Member	38,666,667	From January 1, 2024 to April 27, 2024
4	Mr: Do Van Truong	BOD Member	2,440,000,000	From April 27, 2024 to December 31, 2024
5	Ms: Nguyen Thi Phuong Loan	BOD Member	1,200,000,000	Full year
6	Mr: Vu Le Hieu	Independent BOD Member	162,666,667	From April 27, 2024 to December 31, 2024
7	Mr: Tran Dinh Phuong	Independent BOD Member	38,666,667	From January 1, 2024 to April 27, 2024
Total			13,480,000,001	

### III. Board of Directors' assessment of the performance of the General Director and members of the Executive Board

#### 1. Performance of the CEO

Over the past year, the CEO has demonstrated strategic leadership and effectively managed the Company's operations, significantly contributing to the achievement of the Company's long-term growth objectives set by the Board of Directors. Specifically:

- ❖ **Business Operations:** The CEO has successfully implemented the strategic direction set by the Board of Directors and promptly instructed the executive team to closely coordinate in making necessary adjustments, ensuring that the Company's growth trajectory remained stable despite market fluctuations. As a result, the Company has maintained stable growth despite market fluctuations.
- ❖ **Internal Development:** The CEO has focused on enhancing the executive management structure, strengthening both the quantity and quality of human resources. At the same time, the CEO has developed and refined organizational structures, corporate governance policies, and modern operational methods, laying a solid foundation for the Company's sustainable growth.
- ❖ **Legal Compliance and Social Responsibility:** Despite challenges from the business environment and increasingly stringent legal requirements, the CEO has consistently upheld

strict compliance with legal regulations and the Company's commitments. At the same time, the CEO has ensured full employee benefits and fulfilled obligations to regulatory authorities.

- ❖ **Risk Management:** In response to market fluctuations, the CEO has proactively identified potential risks and implemented appropriate control measures, enabling the Company to maintain stable operations and mitigate negative impacts.

## 2. Activities of the Executive Board Members

The Executive Board members have effectively coordinated with the CEO and the BOD in managing operations, ensuring the smooth execution of the Company's activities and the achievement of set objectives. The key highlights include:

- ❖ **Coordination and Information Sharing:** The Executive Board members have maintained close communication with the BOD and the CEO, regularly updating on actual business conditions and providing timely feedback, thereby helping the BOD make well-informed decisions.
- ❖ **Reporting Compliance:** The Executive Board has directed relevant departments to fully and punctually prepare financial reports as required, including quarterly financial reports, semi-annual financial reports, and the 2024 annual financial report, ensuring transparency and accuracy in financial disclosures.
- ❖ **Solution Proposals:** With a deep understanding of the Company's business activities, the Executive Board members have proactively proposed practical solutions to help the Company overcome challenges and seize growth opportunities.
- ❖ **Operational Control and Efficiency Improvement:** In addition to fulfilling their respective functions, the Executive Board has focused on enhancing operational efficiency, optimizing workflows, and improving labor productivity, making significant contributions to the Company's overall business performance.

## 3. Activities of the Independent Board Member and Evaluation of the BOD's Performance by the Independent Board Member

### 3.1. Activities of the Independent Board Member

In 2024, the Company had one independent Board member. On April 27, 2024, the Annual General Meeting of Shareholders approved the dismissal of Mr. Tran Dinh Phuong due to personal reasons and elected Mr. Vu Le Hieu as his replacement. The independent Board member has carried out the assigned duties objectively and independently, ensuring the protection of shareholder interests and overseeing the Company's compliance with applicable laws, specifically:

- Fully participated in all BOD meetings, contributing opinions to the development of business goals and operational policies of the Company.
- Provided feedback on adjustments to internal regulations to enhance corporate governance efficiency.

- Identified shortcomings in governance practices and proposed timely remedial solutions.
- Acted as an independent reviewer, supporting the BOD in making the right decisions and limiting conflicts of interest.
- Supervised the implementation of the 2024 Annual General Meeting of Shareholders (AGM) Resolutions; compliance with laws and the Company's charter; and the execution of BOD resolutions/decisions.
- Shared knowledge and experience to enhance the governance capacity of relevant departments.

### **3.2. Evaluation of the Independent Board Member on the Activities of the BOD**

- All members actively participated in meetings, discussions, and decision-making processes, ensuring transparency and compliance with legal regulations.
- The BOD's resolutions were issued in accordance with proper procedures and were disclosed promptly in compliance with securities laws.
- The independent member commended the effective collaboration between the BOD and Executive Board and further improving governance quality to meet the increasingly high standards of the stock market.

### **4. Report on Transactions of Board Members and Related Persons**

Transactions between the Company, its subsidiaries, and members of the BOD, as well as related persons of these members, along with transactions between the Company and other companies where BOD members have been founders or business managers within the past three years before the transaction, are detailed in Section VII of the 2024 Corporate Governance Report. This information has been publicly disclosed on the Company's website at: <https://sunshinegroup.vn/bao-cao-quan-tri-cong-ty/>.

All transactions were approved following strict procedures, complying with the Enterprise Law, Securities Law, and the Company's Internal Governance Regulations.

## **IV. Production and business plan and operational orientation of the Board of Directors in 2025**

### **1. Business Plan for 2025**

Entering 2025 with a solid foundation built upon the impressive business results of 2024, Sunshine Group aims to sustain for long-term growth. Although the real estate market is expected to face ongoing challenges, the BOD has conducted a comprehensive assessment of business operations, internal resources, and market potential. Based on this, the 2025 business plan has been developed with a focus on stable development, operational efficiency, and profit optimization, specifically as follows:

Indicator	2025 Business Production Plan (Billion VND)
Total Revenue	From 50,000 to 60,000
Profit Before Tax	From 8,000 to 12,000

## 2. Strategic Development Plan for 2025

As Vietnam's economy and real estate market experience a strong recovery, 2025 marks a pivotal milestone for Sunshine Group to accelerate growth and expand its operations. The Board of Directors envisions a long-term strategy that not only focuses on professional real estate development but also strengthens technological infrastructure, enhances competitiveness, and broadens business scale. The Group aims to expand into the construction sector, establishing a comprehensive ecosystem that integrates Real Estate - Technology - Finance - Education - Healthcare to cater to diverse customer needs. Additionally, M&A activities will be intensified to enhance competitive capacity and optimize operational efficiency, laying a solid foundation for sustainable future growth.

### 2.1. Restructuring

This is a key strategic direction for the Group, which will begin implementation in 2025. It marks a critical turning point for the Group's transformation and rise to become a leading real estate enterprise, contributing to the nation's progress in a new era. The Board of Directors has conducted a comprehensive assessment of the macro situation, the domestic market and the operations of the Group as well as its member units. Based on in-depth research, the BOD has proposed comprehensive restructuring strategies and directions, creating a solid foundation for strong development. To realize this strategic project, the BOD has submitted to the 2025 Annual General Meeting of Shareholders a number of important reports to promote the next steps in the restructuring process as follows:

#### ❖ **Proposal for Public Tender Offer to Acquire All Outstanding Shares of Sunshine Homes:**

Sunshine Group and Sunshine Homes are two key entities in the real estate market, sharing the same strategic vision and jointly developing prestigious real estate brands - Sunshine and Sunshine Homes. In the context of new opportunities for the country, the nation in general and the real estate market in particular, the Group cannot help but take the inevitable step of comprehensive restructuring in all aspects of resources, business strategy, brand routing, unified governance, management and operation. The implementation of this plan will be a turning point, marking a breakthrough development for the Group in the following aspects:

- After being licensed by the State Securities Commission, the Group will implement the issuance plan for exchange by public offering method, the whole Group will have significant growth in scale and charter capital, contributing to improving financial capacity as well as consolidating its strong position in the market.

- Along with that, Sunshine Homes and the entire system, included its subsidiaries and affiliates will become subsidiaries/affiliates of the Group, thereby increasing a huge resource for the Group as well as unifying and synchronizing the strategic direction of real estate business, project development, as well as the brand orientation of the Group in the future.
  - With this move, the Group expects to optimize its management and operations capabilities, while creating sustainable and outstanding development opportunities in the real estate industry. Comprehensive restructuring in the Group's administration, operations and management creates a professional, streamlined and efficient organizational structure. The Group will make drastic changes in decentralization and delegation of authority with the goal of optimizing work processes, improving labor productivity and minimizing operating costs. Thereby, the Group will operate with an optimal performance model, while strongly reducing costs and thereby increasing work efficiency as well as competitiveness in the market.
  - In addition, Sunshine Group is constantly developing to become one of the leading enterprises in the real estate sector, bringing outstanding resonance value not only to the enterprise but also to investors, customers, the community and society. Sunshine Group believes that this strategy will create a solid foundation, promote sustainable development and scale expansion, and contribute to enhancing the Company's prestigious position in the real estate industry.
- ❖ **Proposal for plan to receive transfer/repurchase of shares of shareholders at SCG Construction Group Joint Stock Company ("SCG"):**
- SCG, as a construction enterprise that always accompanies the Group's real estate projects, has made remarkable progress from a young enterprise and gradually grown strongly. Up to now, SCG has become a listed public company, with total revenue estimated at more than VND 3,000 billion and capitalization of nearly VND 6,000 billion. This success is a clear demonstration of SCG's strong development and reputation in the construction industry.
  - In order to further optimize the initiative in project development strategy, sales strategy associated with implementation progress, as well as strictly control the quality and cost of all real estate projects of the Group, Sunshine Group determined to take an important strategic step: making SCG a subsidiary of the Company through the acquisition of controlling shares. This will create maximum initiative in coordinating projects, ensuring synchronization and efficiency in all stages of the project development process, from implementation to product handover.
  - Owning a controlling stake in SCG will not only facilitate synchronous coordination and increase efficiency in project management, but also open up opportunities to optimize resources, enhance competitiveness and enhance value for all related parties. The Group

believes that with this decision, Sunshine Group will build a more solid foundation for sustainable development and achieve great success in the future.

- ❖ **Proposal for investment implementation, M&A of projects and investors:** Aiming to implement the strategy of expanding land bank and project portfolio, while ensuring legal transparency, strategic location and conformity with the Group's development vision, the BOD has decided to approve the policy of implementing investment and M&A activities for potential investors and projects

The goal of these transactions is to seek and cooperate with partners who have potential projects, clear legal status, and meet the Group's strategic criteria, in order to increase asset value and create long-term development opportunities. The Board of Directors will only carry out M&A transactions when the partner meets all necessary conditions and is suitable for the Group's financial capacity and resources in each specific stage.

## 2.2. Other fields

In parallel with the comprehensive restructuring strategy, Sunshine Group continues to affirm important strategic goals and focus resources on strong development in key areas. These areas are not only align with global trends but also make the most of the Group's potential and strengths, creating a solid foundation for long-term and stable growth.

- ❖ **Real Estate:** Real estate development remains a core sector, identified by the Board of Directors as the long-term strategic foundation of Sunshine Group. In 2025, the Group aims to comprehensively professionalize real estate development activities, covering investment, design, construction, operation, and service provision. The focus is on standardizing project implementation processes, restructuring the management model towards leanness, efficiency and clear hierarchy, and deeply integrating advanced technologies such as AI and Big data into the operating process.

The real estate investment portfolio will also be significantly expanded through the strategy of large-scale M&A transactions to acquire projects with complete legal status, strategic locations, and readiness for commercial deployment, thereby making substantial contributions to the Group's total revenue starting from 2025 and 2026, with an estimated total value exceeding VND 200 trillion.

Additionally, with the initiative to integrate Sunshine Homes into the Group, we believe this will be a remarkable transformation, creating new momentum and driving outstanding growth in the Group's real estate sector.

- ❖ **Technology:** The company continues its commitment to developing advanced technological solutions for digital banking, payment intermediaries, and artificial intelligence (AI). In 2025, the Group has identified technology development as a strategic pillar, focusing investments on key areas such as AI, semiconductors, big data, digital finance, and cryptocurrency.

The Group will accelerate the establishment of research and development (R&D) centers and AI and semiconductor manufacturing plants to proactively master core technologies in the future.

Notably, in the field of cryptocurrency, the Group will explore and develop blockchain and digital currency solutions, laying the foundation for secure and transparent digital financial products and transactions. The Group plans to integrate cryptocurrency technology into its financial and real estate ecosystems, unlocking new opportunities for payments and investments. Other technological solutions will continue to be deeply integrated into the Group's core business sectors, including real estate, finance, and commerce, with pioneering applications such as the Noble App, Digital Banking Platform, STM machines, AI robots, and smart financial models...

- ❖ **Finance:** The Company focuses on developing SmartMind Securities Joint Stock Company, leveraging technology to provide advanced products and services in the securities sector. At the same time, it will enhance analytical capabilities and risk management to offer an optimal and reliable experience for investors. Additionally, the Company will expand its partnerships with domestic and international financial institutions to effectively mobilize capital for key large-scale projects, contributing to the Group's overall growth.
- ❖ **Healthcare:** Affirming its multi-sector ecosystem strategy, Sunshine Group continues expanding into the healthcare sector with the Sunshine Hospital international project, set to break ground in Q1 2025 at the Noble Palace Tay Thang Long urban area. This flagship project is part of the 5-star "All-in-One" utility system, designed as a complex international general hospital that combines medical treatment with high-end wellness services.

Covering nearly 80,000m<sup>2</sup>, consisting of seven above-ground floors and one basement level, Sunshine Hospital is designed according to international standards and incorporates cutting-edge technologies, including the HIS system, AI-powered diagnostic imaging and test result analysis, surgical and logistics support robots, IoT-based patient monitoring, and Telemedicine applications for remote consultations alongside a comprehensive smart service system.

In particular, 1/3 of the hospital area is dedicated to research and treatment of Oriental medicine, combining the quintessence of traditional medicine and modern technological achievements. This project is expected to become a model for private healthcare, significantly contributing to public health, enhancing social welfare, and driving advancements in the medical industry.

- ❖ **Education:** Education remains a priority investment sector for Sunshine Group, with a long-term vision aimed at cultivating a generation of global citizens, particularly in the fields of finance and artificial intelligence (AI). In 2024, the Group completed the acquisition of capital in Phu Thuong Education Investment Co., Ltd. and Sunshine Maple Bear Education Co., Ltd., officially making them indirect subsidiaries. This strategic move lays a solid foundation for Sunshine Group to expand its education ecosystem in the next phase.

In 2025, the Group aims to develop an inter-level education chain according to the international integration model, not only including preschool and secondary schools but also expanding to high schools with universities and gradually forming a comprehensive educational ecosystem under the Sunshine brand. In particular, the Group will promote the establishment of a university specializing in finance and AI intelligence, deploy international training programs and establish links with prestigious universities around the world. Synchronous facilities meeting international standards at Ciputra are ready for implementation in 2025-2026.

Alongside expanding its educational network, the Group is also integrating advanced technology into management, operations, and teaching, striving to build a smart education environment aligned with global education trends. This initiative will serve as the foundation for Sunshine Group to establish its own educational brand, contributing to the training of high-quality human resources to meet the demands of the digital era.

- ❖ **Commerce and Operations Services:** The official integration of Sunshine Mart Trading & Services Co., Ltd. and S-Service Management & Operations Joint Stock Company as subsidiaries of the Group marks a crucial step in Sunshine Group's strategy to integrate its multi-sector ecosystem.

Starting in 2025, these two entities will play a key role in developing a chain of supermarkets, retail systems, and modern, professional, and synchronized operational services within the urban areas invested in by the Group. By maintaining comprehensive control over internal commercial activities and utility services, Sunshine Group aims to optimize residents' living experiences, enhance service value, and establish new living standards within the Group's smart, fully integrated urban developments.

The above constitutes the full report on the activities of the Board of Directors of Sunshine Group Joint Stock Company for 2024 and the operational plan for 2025.

*Respectfully submit this report to the General Meeting of Shareholders for consideration and approval.*

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

*(signed)*

**DO ANH TUAN**



SUNSHINE GROUP JOINT STOCK  
COMPANY

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No: 02/SSG/BC-BDH

Hanoi, April 4, 2025

**REPORT OF THE EXECUTIVE BOARD  
ON 2024 BUSINESS RESULTS**

**AND 2025 BUSINESS PLAN OF THE EXECUTIVE BOARD**

- *Dear General Meeting of Shareholders.*
- *Dear Board of Directors.*
- *Dear Esteemed Shareholders.*

On behalf of the Company's Executive Board, I would like to present to the General Meeting of Shareholders the Business Performance Report of Sunshine Group Joint Stock Company ("Company/Sunshine Group/Group") for the year 2024 and the business plan objectives for 2025 as follows:

**I. REVIEW OF BUSINESS PERFORMANCE IN 2024**

**1. Overview of Business Performance in 2024**

The year 2024 marked a strong recovery and growth phase for Sunshine Group following the period when the real estate market was affected by economic fluctuations. Thanks to sharp strategic management and flexible decision-making, Sunshine Group not only overcame challenges but also achieved outstanding results, as follows:

No.	Indicator	2024 Plan (billion VND)	2024 Actual (billion VND)	2023 Actual (billion VND)	2024 Actual/ 2024 Plan	2024 Actual Growth vs. 2023 Actual
		(1)	(2)	(3)	(4) = (2)/(1)	(5) = [(2)- (3)]/(3)
1	Total Revenue	3,000	3,168.02	1,150.1	105.6 %	175.45%
2	Net Profit After Tax of Parent Company	575	679.17	138.89	118.12%	389.0%

### 1.1. Investment and Project Development Activities:

Over the past year, numerous key projects of the Group have been implemented at a rapid pace, achieving outstanding results. These successes reinforce the Group's strong execution capability and solid brand reputation in the market. They serve as a clear evidence of the Group's dedication and sound strategic direction, with the following notable projects:

- **Sunshine Golden River (Ciputra Hanoi International City) - Hanoi:** The project has been completed and is now in the handover phase. Featuring 217 luxury apartments and 27 large low-rise houses, the project not only offers a world-class living space but is also equipped with a comprehensive and sophisticated system of amenities, further enhancing the Group's position in the premium real estate segment in the capital.
- **Sunshine Sky City - Ho Chi Minh City:** The project continues to be implemented on schedule. In 2024, the Company successfully topped out three towers "S2, S3, and S4" and has now entered the finishing construction phase, with handover preparations expected to begin in late Q3/2025. The project is expected to become a model for modern high-rise urban development, further reinforcing the Group's capability in executing large-scale projects in the southern market.

### 1.2. Investment and M&A Activities in 2024:

- The Company completed the transfer which procedures for 58% of shares in S.I Development Joint Stock Company ("S.I"), thereby reducing its ownership in S.I to 7%.
- The Company successfully acquired shares in Sunshine Mart Service and Trading Business Company Limited ("Sunshine Mart") and S-Service Management and Operation Joint Stock Company ("S-Service"), resulting in both Sunshine Mart and S-Service becoming its direct subsidiaries. Therefore, through the holding ratio of S-Service Management & Operation Joint Stock Company at S-Service Saigon Joint Stock Company, S-Service Saigon became an indirect subsidiary of the Company.
- S-Service Management & Operation Joint Stock Company, a subsidiary of the Company, contributed an additional capital of 39 billion VND, increasing its ownership to 70.91% in Sunshine Maple Bear Education Company Limited ("Sunshine Maple Bear"). Sunshine Mart - a subsidiary of the Company also contributed a capital of 15 billion VND, accounting for 27.27% of charter capital in Sunshine Maple Bear. Thus, Sunshine Maple Bear Education Company Limited became an indirect subsidiary of the Company.
- Dynamic Innovation Company Limited ("DIC") - a subsidiary of the Company Purchased/received additional shares in Thuan Phu Lang Co Development Investment Joint Stock Company ("Thuan Phu Lang Co") and Phu Thinh Land Company Limited ("Phu Thinh Land"). Accordingly, Thuan Phu Lang Co and Phu Thinh Land became indirect affiliates of the Company.
- DIC made an additional capital contribution of 65 billion VND, increasing the ownership ratio to 52% at Phu Thuong Education Investment Company Limited, leading to Phu Thuong Education Investment Company Limited becoming an indirect subsidiary of the Company.

### 1.3. Human Resource Management and Employee Benefits

At Sunshine Group, human resources are the most valuable asset and the key factor in ensuring sustainable business growth. The Group constantly strives to build a professional, transparent, and well-connected work environment, where each individual has the opportunity to develop comprehensively and contribute effectively to the common success.

- **Training and Development Policies:** Sunshine Group is committed to optimizing conditions for employees to enhance their professional expertise and essential work skills through structured training programs, including:
  - Professional Training: Regular updates on the latest market trends, technologies, and real estate industry developments.
  - Soft Skills Development: Training in communication, teamwork, time management, and leadership to support career growth.
  - Internal Scholarship Policy: Encouraging employees to pursue industry-specific certifications, with financial and time support to ensure continuous learning without work disruptions.
- **Salary, Bonus, and Employee Benefits Policy:** To ensure stable living conditions and strong work motivation for employees, Sunshine Group implements a competitive salary, bonus, and benefits policy, including:
  - Attractive and Stable Income: Basic salaries are always higher than the minimum wage set by the government, supplemented with performance-based bonuses, business results incentives, and holiday rewards.
  - Comprehensive Insurance System: Employees are fully covered by mandatory insurance policies in compliance with the law, including Social Insurance, Health Insurance, and Unemployment Insurance, etc. Extended Benefits: Employees receive financial support during difficult circumstances, illness, childbirth, or personal events. The Company also offers periodic recognition programs for outstanding individuals and teams, along with team-building activities, travel incentives, and sports events to foster a strong team spirit. Additionally, employees have access to voluntary health and life insurance in order to enhance their benefits.
- **Work Environment & Corporate Culture:** Sunshine Group prioritizes building a dynamic, open, and innovative working environment. Employees are encouraged to share ideas, experiment with new approaches; and create value together. A culture of solidarity, collaboration, and healthy competition makes Sunshine Group an ideal workplace where every individual can develop a long-term career. With a people-centric approach, the Company remains committed to improving HR policies, offering career growth opportunities, and providing the best benefits - ensuring sustainable development for both employees and the organization.

## II. BUSINESS PLAN FOR 2025

### 1. Business Targets for 2025

Based on an assessment of the company's internal situation and market outlook, Sunshine Group has set the following business targets for 2025

No.	Indicator	2025 Business Production Plan (billion VND)
1	Total Revenue	From 50,000 to 60,000
2	Pre-tax Profit	From 8,000 to 12,000

## 2. Strategy & Development Solutions for 2025

Entering 2025, the economy and real estate market continue to record a stable recovery, thereby leading to open up numerous opportunities for pioneering enterprises., Sunshine Group not only grasps the general trend, but also proactively creates its own growth momentum and establishes breakthrough strategies owing to promote the development of the entire industry.

2.1. With a long-term vision, Sunshine Group is gradually realizing the goal of becoming a diversified corporation creating a solid foundation for a breakthrough journey in the future. Based on the orientations presented by the Board of Directors (BOD) to the 2025 Annual General Meeting of Shareholders, the Board of Directors has built a development strategy for 2025 with the following focuses: **Restructuring and optimizing operations:**

### ❖ *Proposal for Public Tender Offer to Acquire All Outstanding Shares of Sunshine Homes Development Joint Stock Company ("Sunshine Homes"):*

In the period of 2025-2026, with Sunshine Group's comprehensive restructuring orientation along with the entry of Sunshine Homes, the Group's other subsidiaries and affiliated companies into the system, it will carry out the following strategic steps:

- **Corporate Governance Restructuring:** The core of this restructuring process is the implementation of a centralized governance model, combined with reasonable decentralization and delegation of authority. This approach will enhance professionalism, streamline operations, and improve efficiency across the Group. By doing so, Sunshine Group will not only operate more flexibly and effectively but also empower its subsidiaries and affiliated companies to maximize their potential; while ensuring consistency in implementing the Group's overarching development strategies.
- **Strengthening Resources & Expanding Investment Portfolios:** With the joining of Sunshine Homes, the other subsidiaries and affiliated companies to the Group, Sunshine Group will gain significant additional resources, thus bringing about new opportunities for portfolios' expansion and accelerating the implementation of key projects. The Group will focus on building a tight financial control mechanism for the sake of optimizing cash flow and improving risk management capabilities; thereby ensuring financial stability and creating a solid foundation to maintain high and sustainable growth in the future. **Integrated Development Strategy:** In addition, Sunshine Group will also focus on building a synchronous development strategy from investment, planning, project development to operation management. Each stage will be coordinated smoothly and optimally, hence creating a clear difference in the quality and efficiency of real estate projects. This will contribute to enhancing the value of the Sunshine Group's brand, and affirming the Group's position in the real estate market.

❖ ***Proposal for plan to receive repurchase of shares of shareholders at SCG Construction Group Joint Stock Company ("SCG"):***

- After completing the restructuring plan, SCG will become the Group's main unit in the construction sector. The Group's Board of Directors will develop and implement detailed plans, define a clear direction for SCG, so that this unit can take on the role of constructing the Group's real estate projects. The main goal is to ensure superior quality, strict progress and optimal construction costs for all projects.
  - In addition to serving internal projects, SCG will also expand its market and increase its scale of operations in the construction sector, not only limited to real estate projects but also towards infrastructure, civil and industrial projects. This will help Sunshine Group increase its presence and enhance its competitiveness in many different construction fields, therefore opening up opportunities for sustainable and long-term development.
  - In terms of administration and operations, SCG will be integrated into Sunshine Group's centralized management system, so that all strategies and operational plans are ensured to be synchronized and unified across the Group. Sunshine Group will also restructure its organizational structure towards streamlining, flexibility and optimizing operational efficiency, thereby improving productivity and minimizing overlap in operations.
- ❖ At the same time, an effective financial control and planning mechanism will be applied, with the purpose of helping Sunshine Group manage cash flow strictly, minimizing risks in the implementation of construction projects as well as real estate projects. ***Proposal for investment implementation, M&A of projects:***

- Sunshine Group will implement an M&A strategy to expand land funds and potential projects, thereby increasing scale and investment portfolios, ensuring sustainable growth in the future. The Group will focus on projects with full legal status, strategic locations, and in line with the Group's long-term development orientation.
  - Each M&A deal will be comprehensively evaluated in terms of profit potential, investor capacity, and legal completion. Based on these factors, Sunshine Group will choose the optimal investment forms, including full acquisition, development cooperation, or investment diversification, to maximize the value of each project.
- 2.2. M&A activities will be implemented according to a reasonable roadmap, ensuring that partners must fully meet the Group's M&A criteria.** Sunshine Group will prioritize projects with high exploitation potential, while avoid scattered investments, in order to optimize capital efficiency and create a solid foundation for the Group's long-term development. **Other fields:**

In addition to implementing the above-mentioned Group restructuring project, the Executive Board will continue to focus on developing the Company's key areas as follows:

❖ **Combining Real Estate - Technology:**

With AI technology platform - bringing maximum utility to end users, Sunshine Group aims to develop sustainable real estate projects, create high quality living spaces and full amenities for the community. The Company's vision in the coming years is to build smart, green urban areas which are integrating modern technology solutions, in order to not only serving the needs of living and working but also improving the quality of life of residents.

- ❖ We are committed to leading the trend in the real estate industry through the application of advanced technology, bringing breakthrough products and services. With the harmonious combination of traditional real estate strengths and elite technology solutions, we create smart real estate projects in which each living and working space is optimized, and the community is brought closer to a comfortable, modern and sustainable life. **Trade - Service:**

Sunshine Group aims to develop trade and services as a pillar in its diversified ecosystem, not only expanding business but also improving the quality of life for the community. Through a modern supermarket system, dedicated customer care services and a professional building management system, Sunshine Group creates classy and convenient living spaces where fully meet all the needs of residents and customers.

#### ❖ **Education:**

Aiming to build a comprehensive multi-industry ecosystem, Sunshine Group places education at the core, consider it as a fundamental factor to create a sustainable future for the community and customers. With a strategic vision, the Group focuses on developing high-quality education system, which not only meets the learning needs of the young generation but also contributes to improving intellectual capacity and developing talents for society.

Integrating education into Sunshine Group's operating ecosystem not only brings educational benefits to residents but also creates a comprehensive learning environment, where each individual has access to advanced learning opportunities, develops skills and improves the quality of life. In particular, Sunshine Group is committed to building world-class educational facilities, from kindergarten to university, with modern teaching methods and creative learning environments, encouraging the comprehensive development of students.

#### ❖ **Healthcare:**

The future development orientation of Sunshine Hospital focuses on not only building a modern medical facility but also forming a future hospital model, with the ability to apply breakthrough technology and provide high-class medical services. Sunshine Group is committed to developing a sustainable medical system, optimizing resources and infrastructure, while creating a harmonious and nature-friendly treatment space, bringing peace of mind and relaxation to patients.

Looking forward to the future, Sunshine Hospital will continue to constantly improve and enhance the quality of services, develop more specialized medical services and apply the latest medical technology trends, to meet the increasing needs of the people and contribute positively to the sustainable development of the national health system. The hospital will become a standard model which not only helps to improve the quality of life of the community but also affirms the commitment of Sunshine Group in building a healthy community and creating real value for society.

With extensive experience in the market, Sunshine Group is continuously learning and adapting to all changes. From that foundation, the Group confidently implements a breakthrough growth strategy, aim for ambitious but feasible goals, ensuring sustainable development and breakthroughs in 2025.



SUNSHINE GROUP

On behalf of the Executive Board, I would like to express my deep gratitude to shareholders, customers and partners who have always trusted and accompanied with Sunshine Group. In particular, I would like to express my sincere thanks to all officers and employees who have devoted themselves to building a strong Sunshine Group like today.

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

***Receiving places:***

- *As above;*
- *BOD, Executive Board;*
- *Office, Supervisory Board records*

**ON BEHALF OF THE EXECUTIVE BOARD**

**Chief Executive Officer**

***(signed)***

**NGUYEN THI PHUONG LOAN**

7



SUNSHINE GROUP



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No: 03/SSG/BC-TVHDQTĐL

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

*Hanoi, April 4, 2025*

**INDEPENDENT BOARD MEMBER EVALUATION REPORT ON THE ACTIVITIES  
OF THE BOARD OF DIRECTORS**

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

The Independent Board Member hereby submits the evaluation report on the activities of the Company's Board of Directors (BoD) during the year 2024, as detailed below:

**1. Activities of the Independent Board Member**

In 2024, the Company had one independent Board member. On April 27, 2024, the Annual General Meeting of Shareholders approved the dismissal of Mr. Tran Dinh Phuong due to personal reasons and elected Mr. Vu Le Hieu as his replacement. The independent Board member carried out assigned duties objectively and independently, ensuring shareholder interests were protected and overseeing the Company's compliance with applicable laws. Specifically:

- Fully participated in Board meetings, contributing opinions to business objectives and operational policies.
- Provided feedback on adjustments to internal regulations to enhance corporate governance efficiency.
- Identified governance shortcomings and proposed timely corrective measures.
- Played an independent counterbalancing role, assisting the Board in making sound decisions and minimizing conflicts of interest.
- Shared knowledge and experience to improve the management capacity of relevant departments.

**2. Evaluation of the Independent Board Member on the Board of Directors' Activities**

- Assessment of the Independent Board Member on the Board of Directors' Operations
- The Company's BoD consists of five members: one independent member, three non-executive members, and one executive member.
- All members actively participated in meetings, discussions, and the decision-making process, ensuring transparency and compliance with legal regulations.
- The Board's resolutions were issued in accordance with proper procedures and disclosed promptly in compliance with securities laws.
- The independent Board member highly appreciates the effective collaboration between the BoD and the Executive Board and recommends further improvements in corporate governance to meet the increasingly high standards of the stock market.

### **3. Evaluation of the Board of Directors' Supervision of the CEO and Other Executive Board Members**

- Overall, the BoD has effectively supervised the Executive Board in accordance with the strategic direction set by the General Meeting of Shareholders, making timely adjustments to decisions as required by actual circumstances.
- The BoD has performed its supervisory role well, ensuring that the Company's operations remain strictly controlled and aligned with strategic objectives while making necessary adjustments when needed.
- The BoD regularly monitors and guides the CEO and the Executive Board's management process, ensuring compliance with delegated authority, policies, and plans set by the BoD.
- Certain key periodic meetings of the Executive Board included participation from non-executive BoD members. Decisions made by the Executive Board were analyzed, debated, and consulted with BoD members to ensure optimal solutions for the Company's performance. Through this process, the BoD maintains a clear understanding of the Company's operations and stays updated on real-time business requirements.

### **4. Evaluation of the Coordination Between the Independent Board Member, the Board of Directors, the Executive Board, and Shareholders**

The coordination between the BoD and the Executive Board has been smooth and effective. In 2023, the Company did not receive any shareholder complaints regarding misconduct by the BoD, the Executive Board, or the Company's management in the performance of their duties.

### **5. Recommendations**

The independent Board member provides the following recommendations regarding the governance and management of the BoD:

- The Company's departments should continue to strictly comply with the regulations set forth in the Charter and the law, particularly in transactions involving insiders, related parties, and subsidiaries (if any), to ensure transparency and mitigate legal risks.
- Business operations should be regularly reviewed and evaluated to promptly identify and minimize operational risks.
- The Company should further refine its governance processes and internal controls to enhance operational efficiency and ensure sustainable development.

### **6. Conclusion**

In 2024, the BoD carried out its governance duties with a strong sense of responsibility, ensuring compliance with public company governance regulations. Its activities primarily focused on overseeing and guiding the Company's overall operations.

BoD meetings were convened as needed to review and approve matters within its authority, utilizing flexible communication methods to ensure uninterrupted governance. Additionally, the BoD closely monitored the implementation of resolutions and decisions from the General

Meeting of Shareholders (GMS) and the BoD, as well as supervised the Executive Board in executing the Company's business objectives and plans.

Overall, the BoD has effectively fulfilled its governance, oversight, and strategic guidance responsibilities, contributing to the Company's stability and ensuring compliance with applicable regulations.

Sincerely,

**INDEPENDENT BOARD MEMBER**

**(Signed)**

**VU LE HIEU**





**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

No: 04/SSG/BC-BKS

Hanoi, April 4, 2025

**REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD IN 2024**  
**SUNSHINE GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to Circular No. 116/2020/TT-BTC guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders of Real Tech Group Joint Stock Company (now Sunshine Group Joint Stock Company) ("Company");
- Pursuant to the audited financial statements for fiscal year 2024 and the actual business operations of the Company.

The Supervisory Board ("Board") hereby reports the results of its activities in 2024 and provides an assessment of the governance and management activities of the Board of Directors and the Executive Board before the General Meeting of Shareholders ("GMS") as follows:

**I. Organization and Activities of the Supervisory Board**

**1. Organization of the Supervisory Board**

In 2024, the Company's Supervisory Board consisted of three (03) members, specifically:

- Ms. Nguyen Thi Thanh Huyen      Head of the Board
- Ms. Vu Thi Thuy Nga              Member
- Ms. Do Ngoc Anh                  Member

**2. Activities of the Supervisory Board**

- The Supervisory Board operated in compliance with the approved Regulations on the Activities of the Supervisory Board. In 2024, the Board has supervised and inspected concentratedly the following key areas:
  - Monitoring the implementation of Resolutions and Decisions of the GMS and the Board of Directors ("BOD") to ensure compliance with regulations and the Company's development strategy.
  - Representative of the Supervisory Board attended the BOD meetings and worked with the Executive Board to provide feedback on the Company's business activities.
  - Reviewing the legality, procedures, and issuance process of Resolutions and Decisions of the BOD and the Executive Board to ensure compliance with legal regulations and the Company's internal policies.
  - Examining financial reports to assess the accuracy and fairness of financial data to enforce compliance with Vietnamese Accounting Standards, accounting regime for enterprises and related legal regulations.
  - Reviewing and monitoring related-party transactions to ensure adherence to Vietnamese Accounting Standards, accounting regime for enterprises and related legal regulations..
  - Supervising the Company's compliance with information disclosure regulations in accordance with the law.
  - Carrying out other tasks in accordance with the functions and responsibilities of the Supervisory Board.

- In 2024, the Supervisory Board held three (03) meetings to assess the Company's activities, with the full participation of all Board members, including:
  - Evaluating the business performance of 2023, summarizing the activities of 2023, and preparing for the 2024 General Meeting of Shareholders.
  - Reviewing the business results for the first half of 2024 and planning activities for the third quarter of 2024.
  - Summarizing the completed tasks for the third quarter and discussing the implementation plan for the following quarter.
- 3. **Remuneration, Operating Expenses, and Other Benefits of the Supervisory Board**
  - The remuneration payments for the Supervisory Board strictly adhere to the limits approved by the 2024 GMS (as detailed in the Proposal on the remuneration and bonus plan for the Board of Directors and the Supervisory Board in 2024). Specifically, the details are as follows:

No.	Name	Position	Remuneration (VND)	Remuneration Period
1	Nguyen Thi Thanh Huyen	Head of the Board	120,000,000	Full year
2	Vu Thi Thuy Nga	Member	60,000,000	Full year
4	Do Ngoc Anh	Member	60,000,000	Full year
	<b>Total</b>		<b>240,000,000</b>	

- Operating Expenses: None
- II. Supervisory Results on the Board of Directors**
- In 2024, the BOD held regular and extraordinary meetings to make decisions guiding the company's business operations. The Resolutions and Decisions issued by the BOD followed the proper procedures, within the correct authority, and were in compliance with legal regulations and the Company's internal policies.  
Some key meetings related to the Company's operations that the BOD decided upon include:
    - ✓ Successfully organizing the 2024 Annual General Meeting of Shareholders in an online format;
    - ✓ Approving the program and operational plan of the BOD;
    - ✓ Approving the restructuring of senior personnel, including the BOD and Chief Accountant positions;
    - ✓ Approving the transfer and acquisition of shares in subsidiaries and affiliated companies;
    - ✓ Approving transactions with insiders and related parties under the BOD's authority;
    - ✓ Providing opinions on important corporate governance matters concerning the Company and its subsidiaries;
    - ✓ Handling other activities within the BOD's authority.
  - The Supervisory Board assesses that the BOD's activities were in compliance with the Company's Charter and met the management and operational requirements of the Company.
  - Throughout the year, the Supervisory Board did not receive any complaints or grievances related to the governance and management activities of the BOD.
- III. Oversight Results of the Executive Board**
- The Executive Board managed and organized business operations in accordance with the regulations, policies, and strategic directions approved by the GMS and the BOD.

- The Executive Board effectively organized and maintained regular and ad-hoc meetings to direct and coordinate business activities, resolved arising issues and challenges in management.
- The Executive Board prioritized restructuring the management apparatus, reallocating personnel, and resolving labor redundancy in line with actual conditions, to ensure streamlined and efficient workforce utilization.
- Throughout the year, the Supervisory Board did not receive any complaints or grievances related to the Executive Board's management activities.

**IV. Results of the assessment of the coordination of activities between the Supervisory Board, the Board of Directors, the Executive Board and shareholders**

In 2024, the Supervisory Board worked closely with the Board of Directors, the Executive Board, and shareholders to fully carry out its assigned functions and responsibilities.

The Board of Directors and the Executive Board created favorable conditions for the Supervisory Board to participate in meetings of the Board of Directors as well as coordination meetings with the Executive Board and shareholders. Specifically:

- Representatives of the Supervisory Board were invited to attend meetings of the BOD and were allowed to provide opinions on issues within the Supervisory Board's authority related to the management and operational activities of the Company.
- The Supervisory Board received documents to support its monitoring duties, such as meeting minutes of the Board of Directors; Resolutions, reports, and proposals of the Executive Board when seeking the Board of Directors' opinion.
- The Supervisory Board was provided information related to the Company's operations during the year by the Executive Board upon written request.
- The Supervisory Board, the BOD, and the Executive Board coordinated closely with shareholders, complied with the Enterprise Law, and responded to information requests through media channels, corporate events, or directly upon request.
- In 2024, the Supervisory Board did not receive any complaints from shareholders regarding violations by the BOD, the Executive Board, the Supervisory Board, or company managerial staff in the course of performing their tasks.

**V. Report on assessment of related party transactions**

- Transactions with Related Parties in the fiscal year 2024 are disclosed in the audited Financial Statements for fiscal year 2024. These transactions have been reviewed and approved in accordance with the regulations of the law and the Company's Charter.

**VI. Results of Monitoring the Company's Operations and Financial Situation**

**1. Financial Statement Preparation and Auditing**

- The Company's financial statements are fully prepared in accordance with Vietnamese Accounting Standards.
- Deloitte Vietnam Auditing Co., Ltd. audited the Financial Statements for fiscal year 2024 with an unqualified audit opinion. Although there are issues that need to be emphasized, with impressive business results which grew strongly compared to 2023, it shows that the Company has made great efforts and is sensitive in its strategy to promote business activities.

**2. Business Performance Results**

No.	Content	Actual 2024	2024 Plan	Actual 2023	Actual/Plan 2024	Growth 2024 vs 2023 (%)
		(1)	(2)	(3)	(1/2)	(1-3)/(3)
1	Total revenue (billion VND)	3,168.02	3,000	1,150.1	105.60%	175.45%

No.	Content	Actual 2024	2024 Plan	Actual 2023	Actual/Plan 2024	Growth 2024 vs 2023 (%)
2	Profit after tax of parent company (billion VND)	679.17	575	138.88	118.12%	389%

Total revenue for 2024 is VND 3,168.02 billion, reaching 105.6% of the planned target and increasing by 175.45% compared to 2023. Profit after tax of the parent company is VND 679.17 billion, achieving 118.12% of the plan and increasing by 389% compared to 2023.

### 3. Financial Situation as of December 31, 2024

No.	Indicator	Unit	2024	2023
	Total assets	Billion VND	20,558.34	18,245.79
	Equity	Billion VND	6,879.24	7,279.11
<b>1</b>	<b>Asset Structure Indicators</b>			
	Current assets/Total assets	%	65.30%	71.43%
	Non-current assets/Total assets	%	34.70%	28.57%
<b>2</b>	<b>Capital Structure Indicators</b>			
	Liabilities/Total capital	%	66.54%	60.11%
	Equity/Total capital	%	33.46%	39.89%
<b>3</b>	<b>Liquidity Indicators</b>			
	Quick ratio = (Current assets - Inventory)/Short-term liabilities	Times	1.47	1.54
	Current ratio = Current assets/Short-term liabilities	Times	1.57	1.80
<b>4</b>	<b>Profitability Indicators</b>			
	Net profit/Net revenue	%	31.34%	36.81%
	Net profit/Equity	%	10.93%	2.91%

#### Asset Structure

- The Company's total assets are VND 20,558.34 billion, an increase of VND 2,312.55 billion, equivalent to a 12.67% increase compared to 2023. This growth is primarily due to the increase in the value of investments held until maturity and investments in joint venture and associate companies, in line with the Group's strategy to strengthen restructuring and M&A activities.

#### Capital Structure

The Company's total capital is VND 20,558.34 billion, consisting of the following items:

- Total liabilities are VND 13,679.09 billion, accounting for 66.54% of total capital, an increase of VND 2,712.42 billion (equivalent to a 24.73% increase) compared to 2023.
- The Company's equity is VND 6,879.24 billion, accounting for 33.46% of total capital, a

decrease of VND 399.87 billion (equivalent to a 5.49% decrease) compared to 2023.

#### **Profitability**

- The net profit/Net revenue ratio is 31.34%, a decrease of 5.47% compared to 2023.
- The net profit/Equity ratio is 10.93%, an increase of 8.02% compared to 2023.

#### **Liquidity**

- In 2024: The quick ratio is 1.47 times, and the current ratio is 1.57 times. The Company still ensures sufficient funds to meet short-term debt obligations, maintaining stable operations and ensuring the livelihood of employees.

### **VII. Proposals and Action Plan for 2025 of the Supervisory Board**

#### **1. Proposals of the Supervisory Board**

Based on the review and evaluation of the Company's activities, the Supervisory Board has the following recommendations to the Board of Directors and the Executive Board:

- Business Plan for 2025: The Supervisory Board suggests that the Board of Directors focus on managing and directing business activities, continue to maintain stable development, and adopt more flexible and innovative solutions to improve management efficiency, with the aim of creating favorable conditions for the Executive Board to implement the business plan in a clear and feasible manner.
- Financial work: Well controlling capital mobilization and capital use in projects and subsidiaries to ensure proactive capital sources to meet the Company's business requirements, strengthening risk management to ensure capital safety, and effectively regulating capital sources.
- Organizational work: Optimizing operating costs, combining management and human resources, and increasing technology application to minimize operating costs, improve work performance, and enhance the quality of human resources.

#### **2. Plan for 2025 of the Supervisory Board**

- The Supervisory Board will continue to carry out its inspection and monitoring tasks according to the Supervisory Board's operational regulations.
- Supervising the activities of the BOD and the Executive Board: monitoring and evaluating the implementation of the Resolutions of the GMS and the BOD; Supervising the implementation of the Company's development plans, strategies and financial goals and checking their compliance with the provisions of law, the Company's Charter and internal regulations in management and operation activities.
- Inspecting and evaluating the financial situation: Reviewing periodic financial reports and annual reports to ensure transparency; Monitoring the use of capital, asset management and capital mobilization to ensure financial efficiency and safety.
- Strengthening Internal Control and Risk Management:
  - + Proposing the establishment of a Risk Management and Tax Advisory Committee; implementing a review, development, and improvement of the system of operational processes/regulations; coordinating and enhancing internal audit activities to improve the effectiveness of the three lines of defense against risks in the Group's business operations.
  - + Strengthening inspection and supervision in business activities to ensure control before, during, and after transactions.

- + Implementing periodic internal audits (annually/twice a year) for the Group and its subsidiaries to ensure the fairness and accuracy of financial statement's information, as well as assess operational effectiveness and the achievement rate of business plans by units.
- Monitoring Related Parties Transactions: Checking the reasonableness and transparency of transactions between the Company and the related parties; ensuring that transactions are carried out in compliance with legal regulations, the Company's Charter, and protecting the rights of shareholders.
- Performing other tasks as prescribed by the Enterprise Law and applicable legal documents.

The Supervisory Board respectfully reports to the General Shareholders' Meeting of the Company and submits it for the General Shareholders' Meeting's consideration and approval./.

**Receiving places:**

- *As above;*
- *BOD, EB;*
- *Office, SB records.*

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

*(signed)*

**NGUYEN THI THANH HUYEN**



SUNSHINEGROUP

**SUNSHINE GROUP JOINT STOCK  
COMPANY****SOCIALIST REPUBLIC OF VIETNAM****Independence – Freedom – Happiness**

No. 01/2025/SSG/TTr-HDQT

Hanoi, April 4, 2025

**PROPOSAL***(Re: Approval of the audited financial statements for 2024 and profit distribution plan for 2024)***To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").
- Pursuant to the separate financial statements for 2024 and the consolidated financial statements for 2024 of Sunshine Group Joint Stock Company, which have been audited by Deloitte Vietnam Auditing Company Limited.

**The Board of Directors respectfully requests the following matters to the General Shareholders' Meeting for approval:****1. Approval of the audited separate and consolidated financial statements for 2024:**

The separate financial statements for 2024 and the consolidated financial statements for 2024 of the Company have been audited by Deloitte Vietnam Auditing Company Limited in accordance with regulations. These reports have been disclosed by the Board of Directors and published on the Company's website at the following link: <https://sunshinegroup.vn/bao-cao-tai-chinh/>.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the audited separate and consolidated financial statements for 2024.

Some key financial indicators from the 2024 financial statements of the Company are as follows:

No.	Indicator	Separate Financial Statements (Billion VND)	Consolidated Financial Statements (Billion VND)
1	<b>Total Assets</b>	<b>6.026,80</b>	<b>20.558,34</b>
1.1	Current Assets	194.28	13.425.28
1.2	Non-current Assets	5.832.52	7.133.06
2	<b>Total Capital</b>	<b>6,026.80</b>	<b>20,558.34</b>



2.1	Liabilities	2,150.90	13,679.10
2.2	Equity	3,875.90	6,879.24
<b>3</b>	<b>Net Revenue</b>	<b>156.33</b>	<b>2,469.47</b>
<b>4</b>	<b>Profit Before Tax</b>	<b>71,549.66</b>	<b>947.41</b>
<b>5</b>	<b>Profit After Tax</b>	<b>56.60</b>	<b>773.85</b>

\* Figures have been rounded

## 2. Profit Distribution Plan for 2024:

To focus resources on business operations in 2025, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2024 profit distribution plan as follows:

No.	Indicator	Amount (Billion VND)
<b>I</b>	<b>Undistributed Profit After Corporate Income Tax</b>	<b>875.90</b>
1	<i>Undistributed accumulated profit after tax by the end of 2023</i>	819.30
2	<i>Undistributed profit after tax this period</i>	56.60
<b>II</b>	<b>2024 Profit Distribution Plan</b>	<b>0</b>
1	Provision for Parent Company's Funds	0
1.1	Investment and Development Fund	0
1.2	Reward and Welfare Fund	0
1.3	Executive Reward Fund	0
1.4	Social Security Fund	0
2	Dividend Payment for 2024	0
<b>III</b>	<b>Remaining Profit After Tax [(III = (I) – (II)]</b>	<b>875.90</b>

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

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**  
 (signed)

**DO ANH TUAN**





SUNSHINE GROUP JOINT STOCK  
COMPANY

No. 02/2025/SSG/TTr-HDQT

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

Hanoi, April 4, 2025

### PROPOSAL

(Re: Approval of the business and production targets for 2025)

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

Based on the 2024 business plan and the actual market conditions in real estate and construction, the Board of Directors has projected the 2025 business plan. The Board respectfully submits the following key targets for the 2025 business plan for approval by the General Meeting of Shareholders:

Indicator	Unit	2025 Business Production Plan
Total revenue	Billion VND	From 50,000 to 60,000
Profit before tax	Billion VND	From 8,000 to 12,000

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

Sincerely,

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

(signed)

DO ANH TUAN



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No: 03/2025/SSG/TTr-HDQT

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

Hanoi, April 4., 2025

### **PROPOSAL**

*(Re: Approval of the remuneration and bonus plan for the Board of Directors for 2025)*

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders for approval of the remuneration and bonus plan for the Board of Directors for 2025 as follows:

1. Remuneration for the BOD for 2025 (from January to December 2025) is: 18,600,000,000 VND (*Eighteen billion six hundred million Vietnamese dong*).
2. The Chairman of the BOD is authorized to determine the specific remuneration for each BOD member, ensuring that the total remuneration does not exceed the limit stated in Section 1 of this proposal.

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

Sincerely,

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

**(signed)**

**DO ANH TUAN**



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No: 04/2025/SSG/TTr-HDQT

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

Hanoi, April 4, 2025

**PROPOSAL**

*(Re: Approval of Remuneration and bonus plan for the Supervisory Board for 2025)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders for approval of the remuneration and bonus plan for the Supervisory Board for 2025 as follows:

**1. The remuneration plan for the Supervisory Board for 2025**

Position	Remuneration for 2025
Head of the Supervisory Board	10,000,000 VND/ month
Member of the Supervisory Board	5,000,000 VND/ person/month

**2. Method of Salary, Remuneration, and Bonus Payment for Members of the Supervisory Board in 2025**

Payments will be made on a monthly, quarterly, or annual basis at the end of the financial year. The Supervisory Board will report on the payment status at the 2026 Annual General Meeting of Shareholders.

The Board of Directors respectfully submits this for consideration and approval by the General Meeting of Shareholders.

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**  
(signed)

**DO ANH TUAN**



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

No. 05/2025/SSG/ITr-HDQT

Hanoi, April 4, 2025

**PROPOSAL**

*(Re: Approval of the Selection of the Auditing firm for the 2025 Financial Statements)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

**The Supervisory Board respectfully submits for approval by General Meeting of Shareholders the following matters:**

1. Approval for the selection of one of the following auditing firms as the independent auditor to audit/review the Financial Statements for the Fiscal Year 2025 in accordance with legal regulations. The list is as follows:
  - Deloitte Vietnam Audit Company Limited;
  - Ernst & Young Vietnam Limited;
  - KPMG Limited;
  - PwC (Vietnam) Limited;
  - Other auditing firms approved by the State Securities Commission of Vietnam to audit public interest entities.
2. Authorization for the Company's Legal Representative to negotiate, sign contracts, documents, and complete all necessary procedures to finalize the selection of one of the aforementioned audit firms to audit/review the Company's financial statements for the 2025 fiscal year.

The Supervisory Board respectfully submits this proposal for consideration and approval.  
Sincerely,

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

**(signed)**

**NGUYEN THI THANH HUYEN**



SUNSHINE GROUP JOINT STOCK  
COMPANY

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

No. 06/2025/SSG/TTr-HDQT

Hanoi, April 4, 2025

### PROPOSAL

*(Re: The Dismissal and Election of additional members of the Board of Directors)*

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");
- Pursuant to the resignation letter of Ms. Do Thi Dinh dated February 24, 2025.

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

1. The Board of Directors proposes the dismissal of Ms. Do Thi Dinh from her position as a member of the Board of Directors, effective from the date of approval by the General Meeting of Shareholders. Reason: Ms. Do Thi Dinh has submitted a resignation letter requesting to step down from her position.
2. In 2025, Mr. Do Anh Tuan will complete his tenure as a Board Member for the 2020–2025 term on October 23, 2025. To ensure effective governance and avoid any disruption in the term structure, the Board of Directors proposes the following: Approval of the conclusion of Mr. Do Anh Tuan's 2020–2025 tenure and Conducting an election to reappoint Mr. Do Anh Tuan as a Board Member for the 2025–2030 term.
3. Based on the contents in items (1) and (2) above, the Board of Directors respectfully submits to the General Meeting of Shareholders to elect 02 (two) additional members of the Board of Directors. Term of office of the additional elected members of the Board of Directors: 2025 - 2030.
4. The nomination and candidacy process, along with candidate eligibility criteria, will be conducted in accordance with the Notice on Nomination and Candidacy for Board of Directors Members and Supervisory Board Members No. ..../2025/SSG/TB, issued by the Board of Directors.



5. The curriculum vitae of the candidates will be published on the Company's website at the following link: <https://sunshinegroup.vn/dai-hoi-dong-co-dong/>
6. The election process and voting method will comply with: The Company's Charter, Internal Corporate Governance Regulations, The Regulations on Organizing the General Meeting of Shareholders and The Election Regulations, as approved in the 2025 Annual General Meeting of Shareholders.

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

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**  
(signed)

**DO ANH TUAN**





**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No. 07/2025/SSG/TTr-HDQT

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

Hanoi, April 4, 2025

**PROPOSAL**

*(Re: the Dismissal and Election of additional members of the Supervisory Board)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

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

1. In 2025, Ms. Nguyen Thi Thanh Huyen and Ms. Vu Thi Thuy Nga will complete their tenure as members of the Supervisory Board for the 2020–2025 term on October 23, 2025. To ensure continuity in the Supervisory Board's operations and prevent disruptions in its governance activities, the Board of Directors proposes the following: Approval of the conclusion of Ms. Nguyen Thi Thanh Huyen's and Ms. Vu Thi Thuy Nga's 2020–2025 tenure and approval to conduct an election to reappoint them as Supervisory Board members for the 2025–2030.
2. Based on the contents in items (1) above, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval to elect 02 (two) additional members of the Board of Supervisors for the term: 2025 - 2030.
3. The nomination and candidacy process, along with candidate eligibility criteria, will be conducted in accordance with the Notice on Nomination and Candidacy for Board of Directors Members and Supervisory Board Members No. ..../2025/SSG/TB, issued by the Board of Directors .
4. The curriculum vitae of the candidates will be published on the Company's website at the following link: <https://sunshinegroup.vn/dai-hoi-dong-co-dong/>
5. The election process and voting method will comply with the following: The Company's Charter, Internal Corporate Governance Regulations, The Regulations on Organizing the General Meeting of Shareholders and The Election Regulations, as approved in the 2025 Annual General Meeting of Shareholders.

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

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**  
**(signed)**

**DO ANH TUAN**



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No: 08/2025/SSG/TTr-HDQT

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

Hanoi, April 4, 2025

**PROPOSAL**

(Re: Modifying details of business lines)

**To: General Meeting of Shareholders of Sunshine Group Joint Stock  
Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Law on Real Estate Business 2023;
- Pursuant to Decree 02/2022/ND-CP guiding the Law on Real Estate Business;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

Based on the actual business activities of Sunshine Group Joint Stock Company, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the modification of business lines, as follows:

(Code) Business line	Name of Registered Business Line	Proposed Modification of Business Line	Reason for Modification
6810	Real estate business, land use rights of owners, users or land lessees Details: - Real estate business (Article 3 of Decree 76/2015/ND-CP) (excluding investment in the construction of cemetery infrastructure to transfer land use rights linked to infrastructure).	Real estate business, land use rights of owners, users or land lessees Details: - Real estate business (Article 9 of the Law on Real Estate Business 2023) (excluding investment in the construction of cemetery infrastructure to transfer land use rights linked to infrastructure).	In accordance with Law on Real Estate Business 2023



**2. Implementation:**

Assign/authorize the Chief Executive Officer (CEO) – the Company's legal representative to carry out the following tasks based on the specific situation, legal regulations, and guidance from competent authorities:

- Decide on the modification and amendment of business lines as mentioned above;
- Register and notify the change of business lines with the Business Registration Authority;
- Decide and implement other necessary tasks to complete the approved contents of this proposal;
- The CEO – the Company's legal representative – may re-authorize these tasks to other organizations/individuals in accordance with the provisions of law and the Company's Charter.

The Board of Directors respectfully submits this for consideration and approval by the General Meeting of Shareholders.

Sincerely,

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

**(signed)**

**DO ANH TUAN**



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**



No: 09/2025/SSG/TTr-HĐQT

Hanoi, April 4, 2025

**PROPOSAL**

*(Re: Approval of the Policy for Restructuring the Company's Ownership in Dynamic Innovation Company Limited)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

To restructure the Company's investment portfolio, the Board of Directors respectfully submits the following matters to the General Meeting of Shareholders for consideration and approval:

**1. The Company's ownership structure for its capital contribution at Dynamic Innovation Company Limited ("DIC"):**

**a. Information about Dynamic Innovation Company Limited**

- Company name: Dynamic Innovation Company Limited
- Business Registration Number: 0314269019 issued by the Ho Chi Minh City Department of Planning and Investment on March 7, 2017
- Head office address: Commercial Area No. S1.A2.01.02, Floor 01, Tower S1, No. 23 Phu Thuan Street, Tan Phu Ward, District 7, Ho Chi Minh City
- Charter capital: VND 3,667,000,000,000 (In words: Three trillion, six hundred sixty-seven billion Vietnamese Dong).

**b. Restructuring Plan Details**

- **Current status:** DIC is a subsidiary of the Company, as recorded in the audited financial statements for the fiscal year 2024. As of December 31, 2024, the Company's ownership in DIC was recorded at 85.8%, equivalent to a capital contribution of VND 3,146,428,275,312.
- **Restructuring objective:** The Company will restructure to reduce the ownership ratio of the capital contribution at DIC. The Company's ownership ratio (direct and indirect) at DIC after the restructuring process will not be less than 51%.
- **Restructuring plan:** The Company will transfer the capital contribution/transfer the rights and obligations under the deposit contract or similar method (depending on the time and legal status) to organizations/individuals who want to receive the transfer, including the transfer to the Company's subsidiaries to implement the structure.



- **Expected transfer period:** During the years 2025–2026.
- **Relationship before share transfer:** DIC is a direct subsidiary of the Company.
- **Relationship after the share transfer:** DIC is a direct subsidiary/indirect subsidiary of the Company depending on the time of transaction and decides to implement the structure of the Board of Directors as assigned/authorized below.

## 2. Approval of the Assignment/Authorization of work implementation

The General Meeting of Shareholders assigns/authorizes the Board of Directors to decide on the following tasks based on specific situations:

- Decide on adjusting/extending the deadline for completing the transfer of capital contribution at DIC if the completion deadline has been approved according to Proposal 06/2024/RTG/TTr-HĐQT dated April 5, 2024;
- Negotiate, decide, and amend deposit agreements, capital transfer agreements, and other similar documents signed with partners relating to the acquisition of capital contribution in DIC;
- Seek potential partners, determine the transfer price, negotiate and decide on the terms, parties, and content of contracts, agreements, and documents (including any amendments or supplements from time to time (if any)) related to the transfer of capital contribution for the purpose of restructuring the Company's ownership in DIC, including but not limited to: transfer principle contract, deposit contract, transfer contract, contract/document of assignment of rights and obligations, Confirmation of completion and other relevant documents/papers;
- Implement, decide, and perform any other necessary tasks to complete the above-mentioned ownership restructuring;
- Assign/authorize the implementation of these tasks to the General Director.

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

Sincerely,

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

(signed)

**DO ANH TUAN**





SUNSHINEGROUP



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

No. 10/2025/SSG/TTr-HĐQT

Hanoi, April 4, 2025

## **PROPOSAL**

*(Re: Approval of the investment and M&A policy for potential real estate projects)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company (“the Company”);

Implementing the strategy of expanding land fund and increasing investment in potential real estate projects, the Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders (“GMS”) for consideration and approval the investment and M&A policy for potential real estate projects as follows:

### **1. Report on the Company’s Investment and M&A Activities Approved by the Board of Directors in Early 2025:**

In the early months of 2025, the BOD approved, within its authority, the investment and M&A policy involving companies that are project developers of real estate projects as follows:

- ❖ Approved the acquisition of 5,450,000 shares, equivalent to 54.5% of the charter capital of Sunshine Tay Ho Joint Stock Company;
- ❖ Approved the acquisition of 115,000,000 shares, equivalent to 51.11% of the charter capital of DIA Investment Joint Stock Company;
- ❖ Approved for Unicloud Technology Group Joint Stock Company, a subsidiary of the Company, to acquire 16,718,750 shares, equivalent to 24.59% of the charter capital of Thu Duc Infrastructure Development Investment Joint Stock Company;
- ❖ Approved for Sunshine Sky Villa Joint Stock Company, a subsidiary of the Company, to acquire 12,750,000 shares, equivalent to 51% of the charter capital of Wonderland Real Estate Joint Stock Company;
- ❖ Approved the acquisition of up to 65% of the charter capital of Thien Hai Joint Stock Company;

- ❖ Approved the acquisition of capital contribution in Kim Thanh Trade Company Limited.
- 2. **In 2025, in addition to the aforementioned investment and M&A initiatives, in order to continue expanding the Company's land fund and potential real estate projects, the BOD submits to the GMS for approval to proceed with the investment and M&A into the following project-owning companies:**
  - ❖ Approval for the acquisition of 65% of the charter capital of Thien Hai Joint Stock Company, with an estimated transaction value not exceeding VND 3,500 billion;
  - ❖ Approval for the Company, after completing the acquisition of 5,450,000 shares, equivalent to 54.5% of the charter capital of Sunshine Tay Ho Joint Stock Company as stated in Section (1), to continue acquiring additional shares to increase its ownership to 80% of the charter capital of Sunshine Tay Ho Joint Stock Company;
  - ❖ Approval for the Company, either directly or through its subsidiaries (as determined by the BOD), to acquire at least 51% of the shares of Thu Duc Infrastructure Development Investment Joint Stock Company and Thai Minh Land Investment Joint Stock Company.
- 3. **Relationship with the Company after completing the above transactions:** Depending on the time and investment progress of the Company, the above companies may become subsidiaries/affiliated companies (direct/indirect) of the Company.
- 4. **Transferor:** Organizations/individuals who legally own and have the right to freely transfer shares in accordance with the law.
- 5. **Expected implementation period:** In 2025-2026, depending on the transferor's fulfillment of the conditions required for the transfer and the BOD's decision.
- 6. **Assign/authorize work implementation:**  
 The General Meeting of Shareholders assigns/authorizes the BOD to take responsibility for organizing and implementing the following tasks based on specific circumstances:
  - Decide on the detailed execution of the tasks approved by the GMS;
  - Negotiate and decide on the transfer value. In case the GMS has approved the maximum transfer value, the transfer value must not exceed the value approved by the GMS (if any);
  - Select the appropriate timing and funding sources for the investment. The BOD will decide on the investment implementation in phases, based on the Company's resources and business strategy;
  - Be proactive in deciding to increase or decrease ownership ratio in the above companies in accordance with the authority of the Board of Directors as prescribed in the Company's Charter;

- Appoint and change the authorized representative of the Company to represent and manage the shares/equity ownership of the Company in the above-mentioned companies when the Company undertakes the acquisition of shares/equity in these companies;
- Decide on all matters and carry out any necessary tasks to complete the activities mentioned in this proposal;
- The Board of Directors is assigned/authorized to re-authorize the General Director of the Company to carry out some authorized contents according to this Proposal.

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

Sincerely,

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

(signed)

**DO ANH TUAN**





SUNSHINE GROUP



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No. 11/2025/SSG/TTr-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

Hanoi, April 4, 2025

### **PROPOSAL**

*(Re: Approval of the policy on purchase/receipt of share transfers in SCG Construction Group Joint Stock Company)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");
- Pursuant to the Company's operational situation and development strategy.

To expand operational scale, enhance construction capacity, and strengthen market position, the Board of Directors ("BOD") of Sunshine Group Joint Stock Company respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval of the policy on purchase/receipt of share transfers from shareholders of SCG Construction Group Joint Stock Company ("SCG"), resulting in SCG becoming a subsidiary of the Company. The specific details are as follows:

#### **1. Information on SCG Construction Group Joint Stock Company's Shares:**

- Issuer Name: SCG Construction Group Joint Stock Company
- Securities Name: SCG Construction Group Joint Stock Company Shares
- Stock symbol: SCG
- Type of Securities: Common Shares
- Par value: VND 10,000
- Trading Exchange: HNX
- Total number of shares outstanding: 85,000,000 shares

#### **2. Information on Shareholders and the Number of SCG Shares to be transferred/sold to the Company:**

No.	Shareholder Name	Business Registration Certificate/ID/Passport Number, Place of issue, Date of issue	Number of shares expected to be transferred/sold		Relationship with the Company (Insider or Related Person under the Law)
			Quantity	Percentage (%)	
1	Do Anh Tuan	038075000062 issued by The police department on administrative management of social order on April 4, 2022	16,900,000	19.88	Chairman of the BOD, Legal Representative
2	Do Van Truong	038079011647 issued by The police department on administrative management of social order on September 20, 2023	4,700,000	5.52	BOD Member, Related Person of Mr. Do Anh Tuan – Chairman of the BOD
3	Bui Van Tu	038085013631 issued by The police department on administrative management of social order on November 4, 2021	3,825,000	4.50	None
4	Do Thi Lua	038189046095 issued by The police department on administrative management of social order on November 7, 2021	3,644,960	4.29	Related Person of Ms. Do Thi Dinh – BOD Member
5	Nguyen Xuan Anh	038076002266 issued by The police department on administrative management of social order on December 18, 2021	2,818,060	3.32	None

6	Do Thi Dinh	038183019926 issued by The police department on administrative management of social order on December 18, 2023	3,834,750	4.51	BOD Member
7	Vu Thi Hue	038191005080 issued by the Police Department on Residence Management and National Data on Population on July 10, 2017	1,997,500	2.35	None
8	Nguyen Dinh Duc	038082048646 issued by The police department on administrative management of social order on November 7, 2021	1,912,500	2.25	Related Person of Ms. Do Thi Dinh – BOD Member
9	Dinh Huu Thanh	035084005426 issued by The police department on administrative management of social order on August 23, 2022	1,631,940	1.92	None
10	Lucky International Trading and Production Company Limited	0109186105 issued by Hanoi Department of Planning and Investment, first registered on December 6, 2023	1,348,000	1.59	None
11	Nguyen Van Cuong	038076005911 issued by the Police Department on Residence Management and National Data on Population on 21/11/2017	498,000	0.59	None

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12	Vu Ngoc Nghi	038085012698 issued by The police department on administrative management of social order on April 22, 2021	1,200,000	1.41	None
13	Nguyen Tri Luc	038094016772 issued by The police department on administrative management of social order on August 4, 2020	850,000	1.00	None
<b>Total:</b>			<b>45,160,710</b>	<b>53.13</b>	

### 3. Transfer Value:

- Based on Valuation Certificate No. 076/2025/808 issued by VNG Vietnam Valuation Company Limited on April 3, 2025, the SCG stock value is VND 66,605 per share;
- Based on the average closing price of SCG shares traded on the stock exchange over the past 60 sessions (from December 26, 2024, to March 27, 2025), the value is VND 67,012 per share;
- The Board of Directors submits for the GMS's approval the purchase/transfer price of SCG shares in the range of VND 60,500 – VND 72,000 per share and in accordance with market conditions at the time of implementation;
- The estimated total transaction value ranges from VND 2,732,222,955,000 to VND 3,251,571,120,000.

### 4. Number and proportion of shares that the Company and its related persons are expected to own at SCG if the transaction is made:

No.	Full name of individual/name of organization involved	Business Registration Certificate/ID/Citizen ID Number, Place of issue, Date of issue	Number of Shares	Percentage (%)	Relationship with the Company
1	Sunshine Group Joint Stock Company	0106771556 issued by the Hanoi Department of Finance, 13th amendment on ngày March 26, 2025	45,160,710	53.13	

2	Do Anh Tuan	038075000062 issued by The police department on administrative management of social order on April 26, 2022	2,642,500	3.11	Chairman of the BOD, Legal Representative
3	Do Van Truong	038079011647 issued by The police department on administrative management of social order on September 20, 2023	3,800,000	4.48	BOD Member
4	Nguyen Thi Xuan My	001196043988 issued by The police department on administrative management of social order on September 27, 2022	4,683	0.006	Corporate governance officer
5	SmartMind Securities Joint Stock Company	42/UBCK-GPHĐKD issued by the State Securities Commission on December 28, 2006	4,157,506	4.89	Subsidiary
6	Sunshine Sky Villa Joint Stock Company	0108359563 issued by Hanoi Department of Planning and Investment, first registered on December July 10, 2018	1,870,000	2.2	Subsidiary
<b>Total:</b>			<b>57,635,399</b>	<b>67.816</b>	

\* The above information is updated as of the current date.

- 5. Relationship with the Company:** The Company and SCG have the same major shareholder, the same executive manager and are related to the executive manager: Mr. Do Anh Tuan, a major shareholder and Chairman of the Board of Directors (BOD) of the Company, is also a major shareholder of SCG and a related person of Mr. Do Van Truong, a BOD Member of the Company, who is also a major shareholder/Chairman of SCG, Mr. Ho Duc Viet, Chief Accountant and authorized information disclosure representative of the Company, is a BOD Member of SCG, Ms. Nguyen Thi Thanh Huyen, Head of the Supervisory Board of the Company, also holds the same

position at SCG, Ms. Nguyen Thi Xuan My, Corporate Governance Officer of the Company, also holds the same position at SCG.

6. **Relationship between the Company and SCG after the Transaction:** Upon completion of the share transfer, the Company will become the parent company of SCG.
7. **Transaction Method:** After the general meeting of shareholders of SCG approves the exemption from the public tender offer requirement for the Company and conditions for the share transfer are satisfied, the purchase/receipt of share transfers will be executed through order matching and/or negotiated transactions on the HNX exchange, in accordance with the regulations of the Stock Exchange.
8. **Execution Time:** The transaction will take place after being approved by the Annual General Meeting of Shareholders (AGM) in 2025, subject to the fulfillment of conditions by the seller/transferor, the progress of negotiations between the parties, and market conditions.
9. **Authorize/assign the Company's General Director to carry out the following tasks:**
  - Organize and direct the implementation of disclosure procedures as required by law;
  - Make decisions and carry out all matters related to the above transfer to ensure the execution of the contents in this proposal after being approved by the AGM in 2025;
  - Choose an appropriate time to execute the share transfer in accordance with the progress of negotiations with the seller/transferor and market conditions, ensuring that the transfer price does not exceed the range approved by the GMS.

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

Sincerely,

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

(signed)

**DO ANH TUAN**





**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

No: 12/2025/TTr - HĐQT

Hanoi, April 4, 2025

## **PROPOSAL**

*(Re: Share issuance plan for public tender offer to acquire all shares of  
Sunshine Homes Development Joint Stock Company)*

### **To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, providing guidance on offering and issuance of securities, tender offer, share repurchase, registration and delisting of public companies;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company/SSG").

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the Plan for Share Issuance to swap for shares of Sunshine Homes Development Joint Stock Company through a Public Tender Offer as follows:

### **I. Approval of Share Issuance for Exchange with the Shares of the Public Tender Offer of Sunshine Homes Development Joint Stock Company**

#### **1. Purpose of Share Issuance:**

The Company will issue additional shares to carry out a public tender offer to exchange for all the common shares held by the shareholders of Sunshine Homes Development Joint Stock Company ("SSH") through a share swap method. The goal is for SSG to become the parent company of SSH after the completion of the public tender offer, thereby owning up to 100% of SSH's charter capital.

- 2. Issuing Organization:** Sunshine Group Joint Stock Company
- 3. Stock symbol:** KSF
- 4. Type of Shares Issued:** Common Shares
- 5. Par Value:** VND 10,000 (ten thousand) per share

6. **Current Charter Capital:** VND 3,000,000,000,000 (Three thousand billion VND)
7. **Number of Shares Currently Outstanding:** 300,000,000 shares (Three hundred million shares)
8. **Issuance Method:** The public company will issue additional shares to carry out a public tender offer
9. **Maximum number of shares expected to be issued:** 600,000,000 (Six hundred million) shares (corresponding to the goal of owning up to 100% of SSH's charter capital)
10. **Issuance Target:** The shares will be issued to carry out a public tender offer to acquire all outstanding shares of SSH held by SSH's shareholders
11. **Estimated Transaction Value:** The General Meeting of Shareholders approves that the total estimated transaction value for the share issuance to exchange for shares in the public tender offer exceeds 35% of the total assets of Sunshine Group Joint Stock Company as recorded in the latest financial statement of the Company, involving related parties
12. **Method of determination and exchange ratio:**

❖ ***Method of determining exchange ratio***

Based on the Valuation Certificate No. 076/2025/807 dated April 3, 2025, issued by VNG Vietnam Valuation Company Limited, the details are as follows:

- SSH stock valuation results at the time of valuation (March 27, 2025) is VND **91,214** per share.
- KSF stock valuation results at the time of valuation (March 27, 2025) is VND **61,657** per share.
- The value ratio of 1 SSH share/1 KSF share is **1.48 times**.
- The time of valuation of KSF and SSH shares is hereinafter referred to as the "Determination Date".

As a prudent approach, the Board of Directors reviewed the market prices of SSG and SSH shares over the past 60 trading sessions prior to the Determination Date, with the following results:

- The average trading price of SSH shares over the last 60 trading sessions before the Determination Date (from December 26, 2024, to March 27, 2025) is VND **74,775** per share.
- The average closing price of KSF shares over the last 60 trading sessions before the Determination Date (from December 26, 2024, to March 27, 2025) is VND **46,638** per share.
- The value ratio of 1 SSH share/1 KSF share is **1.60 times**.

❖ ***Exchange Ratio:***

Based on the valuation certificate and the average market price over the last 60 trading sessions leading up to the valuation date, the Board of Directors recognizes the need to determine an

appropriate ratio to enhance the success of the tender offer and achieve the intended objectives, BOD proposed Swap Ratio for approval by the General Meeting of Shareholders: SSH : KSF = 1 : 1.6. This means that 1 SSH share will be swapped for 1.6 newly issued KSF shares.

**Rounding Principles & Handling of fractional shares:** The additional KSF shares that shareholders receive upon conversion will be rounded down to the nearest whole number. The fractional shares resulting from rounding down will be cancelled.

For example: Shareholder Nguyen Van A owns 102 SSH shares. With a swap ratio of 1:1.6 (1 SSH share will be swapped for 1.6 KSF shares), shareholder Nguyen Van A will be entitled to swap:  $102 \times 1.6 = 163.2$  KSF shares. Accordingly, in practice, shareholder Nguyen Van A will receive 163 KSF shares, and the fractional shares resulting from the rounding down (0.2 shares) will be canceled..

**13. Remaining undistributed shares:**

- The remaining undistributed shares include: (i) the remaining shares due to SSH shareholder(s) not registering to exchange part or all of the SSH shares that these shareholder(s) own during the issuance, (ii) the odd shares arising from rounding down when calculating the shares to be exchanged according to the above exchange ratio.
- The remaining undistributed shares will be canceled and the Board of Directors will decide to end the issuance.

**14. Minimum ratio of the number of shares registered for exchange to the number of shares expected to be issued: 51%**

**15. The maximum ratio of shares issued for exchange to the number of shares currently outstanding of SSG is: 200%**

**16. Total value of shares expected to be issued at par value: VND 6,000,000,000,000 (Six thousand billion)**

**17. SSG's expected charter capital after issuing convertible shares is: VND 9,000,000,000,000 (Nine thousand billion)**

**18. Restrictions on exchange shares**

KSF shares issued for exchange will be freely transferable.

The SSH shares used for exchange must be freely transferable at the time shareholders register to execute the share swap.

**19. Estimated implementation time:**

Authorize the Board of Directors of SSG to decide on the specific implementation time, after completing procedures with the State management agency, in accordance with the provisions of law.

**20. Business plan after issuance and exchange:**

The issuance of additional shares to exchange SSH shares owned by existing SSH shareholders, with the objective of acquiring up to 100% of SSH's charter capital, will enable SSG to indirectly expand its business operations through SSH, enhance financial capacity, leverage the

existing strengths of both companies, improve market competitiveness, reduce costs, and increase overall operational efficiency for both entities, thereby enhancing value and maximizing benefits for SSG's shareholders.

Following the swap, SSG and SSH will continue their business activities as usual. The specific business plan after the issuance and exchange will be authorized to the Board of Directors, who will assess the actual situation and available resources post-swap to develop and implement an optimal strategy that ensures the highest efficiency for shareholders and the Company.

After the completion of the issuance and share swap, subsidiaries or affiliated companies of SSH may become subsidiaries or affiliates of SSG, depending on SSG's actual ownership percentage following the exchange.

## **21. Increase in Charter Capital**

The General Meeting of Shareholders (GMS) approves the increase in the Company's charter capital corresponding to the actual results of the share issuance for the exchange.

## **22. Risks of Share Dilution**

### **- Price Dilution Risk:**

KSF shares are issued for exchange with existing SSH shareholders, meaning that the market price of KSF shares will not undergo technical adjustments on the stock exchange. However, upon completion of the issuance, the number of newly issued shares could increase by up to maximum 200% compared to the currently outstanding KSF shares, potentially creating supply pressure and affecting the market price of the shares.

### **- Earnings Per Share (EPS) Dilution Risk:**

As the number of outstanding KSF shares changes, the EPS may fluctuate in the short term.

### **- Voting Rights Dilution for Existing Shareholders:**

Issuing additional shares without offering them to existing shareholders will reduce their voting rights. The new voting rights percentage of existing shareholders will decrease according to the following formula:  $\text{Voting ratio after issuance} = \frac{\text{voting ratio before issuance}}{1 + \frac{\text{number of additional shares issued}}{\text{number of outstanding shares before issuance}}}$ .

## **23. Amendment of the Business Registration Certificate and Company Charter**

The BOD of SSG is authorized to carry out the necessary procedures to amend SSG's Business Registration Certificate to reflect the actual charter capital after the issuance. Additionally, the Company Charter shall be revised accordingly to reflect the increased capital.

## **24. Change in Listing Registration and Adjustment of Securities Registration for KSF Shares**

All KSF shares issued in the offering will be registered as additional securities with the Vietnam Securities Depository and Clearing Corporation (VSDC) and listed on the Hanoi Stock Exchange (HNX).

Authorize the Board of Directors to take necessary steps to register additional securities and list additional KSF shares as soon as possible, in accordance with current legal regulations.

## II. Approval of the Public Tender Offer for Shares of Sunshine Homes Development JSC (SSH) through Newly Issued Shares for Exchange

### 1. Introduction of the Target Company

Company Name	: Sunshine Homes Development Joint Stock Company
Abbreviation	: SSH
Address	: 9th Floor, Sunshine Center Building, No. 16 Pham Hung, My Dinh 2 Ward, Nam Tu Liem District, Hanoi
Phone Number	: (024) 7302 5888
Business Registration Certificate	: 0106784499, initially issued by the Hanoi Department of Planning and Investment on March 9, 2015, and amended for the 15th time on February 28, 2025
Charter Capital	: VND 3,750,000,000,000 (Three trillion seven hundred fifty billion)
Outstanding Shares	: 375,000,000 shares
Par Value per Share	: VND 10,000 per share
Target Company is currently	: A public company registered for trading on Upcom
Stock symbol	: SSH
Type of Shares for Tender Offer	: Freely transferable shares
Subject of purchase offer	: Shareholders of target company whose shares are freely transferable
Current number of shares held by SSG	: 0 share
Maximum number of shares expected to be offered for purchase	: 375,000,000 shares
Implementation Method	: Swap for additional shares issued by Sunshine Group Joint Stock Company (Stock symbol: KSF) at the swap ratio stated in Part I.

### 1. Time of offer and expected completion date of offer:

- Time of public offering: After the State Securities Commission issues the Certificate of Registration for Issuance of Shares for the purpose of the swap, and according to the Public Offering Notice, SSG publishes information in accordance with the law.
- The minimum time to carry out the public offering is 30 trading days and the maximum

is 60 trading days from the date of starting to receive registration for the exchange. The specific time is determined in the Public Offering Notice.

## **2. Conditions for cancellation of the tender offer:**

Sunshine Group Joint Stock Company is requested to withdraw or adjust the announced tender offer documents in the following cases:

- The number of shares registered for exchange does not meet the minimum ratio specified in Section I.14;
- SSH increases the number of voting shares through the conversion of preference shares;
- SSH decreases the number of voting shares;
- SSH issues shares, convertible bonds, bonds with warrants, rights offering to increase its charter capital;
- SSH sells assets of the company valued at 35% or more of the total assets based on the latest financial statement.

## **3. Operating Structure of SSH After the Public Tender Offer:**

- In case after the swap, SSG reaches 100% ownership of SSH, SSG and SSH will carry out procedures to convert SSH to operate in the form of a Single-Member Limited Liability Company.
- In case SSH shareholder(s) do not register for the swap, leading to SSG not achieving 100% ownership of SSH, based on SSH's shareholder structure after the end of the public offering, SSH will carry out the necessary procedures to convert the type of enterprise (if necessary).

## **4. Securities company appointed as consulting organization and public offering agent**

Viet First Securities Corporation - established on October 13, 2008, under the Establishment and Operation License No. 100/GP-UBCK issued by the State Securities Commission.

The head office is located at the 1st floor, No. 117 – 119 – 121 Nguyen Du, Ben Thanh Ward, District 1, Ho Chi Minh City. The Hanoi branch is located at the 5th floor, No. 37 Ba Trieu, Hang Bai, Hoan Kiem, Hanoi City.

## **III. Assignment and Authorization to the Board of Directors**

In addition to the authorizations mentioned above, we respectfully propose that the General Meeting of Shareholders authorize the Board of Directors to carry out the following tasks:

- Carry out necessary procedures to request permission to issue shares for public offering according to the approved plan, including supplementing, editing, and completing documents to ensure that the request for permission to issue shares is carried out legally and in accordance with regulations; ensuring the best interests of shareholders and the Company;
- Decide on measures to ensure that the share issuance complies with the foreign ownership ratio requirements of the Company;

- Make decisions regarding amendments, supplements, adjustments to the Share Issuance Plan based on actual implementation and in accordance with the requests of competent authorities and/or to comply with relevant legal regulations;
- If SSG is required to continue the public tender offer under legal provisions (if any), the Board of Directors will carry out procedures with the State Securities Commission (SSC) and direct the implementation in accordance with the relevant legal provisions;
- Choose the specific time to conduct the share exchange and approve the issuance documents, which will also serve as the public tender offer documents for SSG;
- Implement all necessary tasks (including but not limited to tasks such as preparing, amending, explaining all reports and documents to the State Securities Commission, Hanoi Stock Exchange, Vietnam Securities Depository, Hanoi Department of Planning and Investment, etc., and carrying out the public tender offer procedures) to execute the share issuance and exchange plan, ensuring the interests of shareholders and the Company while complying with legal regulations;
- Replace, reappoint the issuing consultant organization and public tender offer agent if necessary;
- In addition to the authorizations above, during the implementation of the share issuance plan, the GMS authorizes the BOD to amend, supplement, and finalize the issuance plan in accordance with the requirements of regulatory authorities and/or based on practical circumstances, ensuring that the public tender offer is legally and properly executed, protecting the rights of shareholders and the Company;
- In specific cases, the BOD is authorized to delegate the Chairman/CEO of the Company to carry out one or more tasks authorized by this proposal.

The Board of Directors respectfully submits this for consideration and approval by the General Meeting of Shareholders./.

**Receiving places:**

- *Shareholders;*
- *BOD, Supervisory Board,*
- Executive Board;*
- *Office records.*

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN OF THE BOARD OF DIRECTORS  
(signed)**

**DO ANH TUAN**



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

No. 13/2025/SSG/TTr-HĐQT

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

Hanoi, April 4, 2025

**PROPOSAL**

*(Re: Approval of related party transactions between the Company and its affiliated entities)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

In order to ensure timeliness and efficiency in the Company's regular business operations, especially in the context of the Company being a group with multiple subsidiaries, member companies, affiliated companies... that play a supplementary and supportive role toward the Group's overall business objectives, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval of the policy to approve related party transactions that are equal to or greater than 35%, or transactions that result in the total transaction value arising with the related party within 12 (twelve) months from the date of the first transaction reaching or exceeding 35% of the total asset value of the Company as stated in the most recently published financial statements. Details are as follows:

**a. Subjects of contract and transaction signing:**

- The subsidiaries and affiliates of the Company;
- Organizations (companies) that are related parties of major shareholders of the Company, representatives of shareholders owning more than 10% of the total common shares of the Company;
- Organizations (companies) that are related parties of members of the Board of Directors, the Executive Board, and other insiders of the Company.

**b. Contents of the contracts and transactions:**

- Contract for the purchase, sale, transfer, or receipt of shares or capital contributions;
- Operation service contracts/business cooperation contracts/service provision contracts/subcontracting and construction contracts/office leasing contracts/sale contracts, and other contracts, transactions with related parties to serve the Company's business operations;
- Loan/borrowing/guarantee contracts.

**c. Transaction value:** The value depends on each specific time and contract.

**d. Effective Period:** To be applied to contracts and transactions arising during the period from the date following the 2025 Annual General Meeting of Shareholders until the date preceding the 2026 Annual General Meeting of Shareholders.





**Assignment/ authorization:** Assign/authorize the Board of Directors/General Director to decide on the detailed contents of each transaction, sign and execute contracts, agreements and related documents, including agreements to amend, supplement, terminate or replace transactions (if any).

- e. The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

(signed)

**DO ANH TUAN**





SUNSHINE GROUP JOINT STOCK  
COMPANY

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DRAFT

## REGULATIONS ON ORGANIZATION AND WORKING OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

### Objectives of the Regulations:

- To ensure the publicity, fairness and democracy;
- To create favorable conditions for the organization and conduct of the General Meeting of Shareholders according to its agenda of the General Meeting, the provisions of the Charter of Sunshine Group Joint Stock Company ("**Company/SSG**") and the provisions of law;
- The Resolutions of the General Meeting of Shareholders express its unified will, meet the aspirations and interests of shareholders and are in accordance with the law.

### CHAPTER I. GENERAL PROVISIONS

#### Article 1. Subjects of application

All shareholders and dully authorized persons of shareholders, guests of the General Meeting of Shareholders of SSG shall abide by and comply with the provisions of these Regulations, the SSG's Charter and current legal regulations.

#### Article 2. Scope of application

These regulations are applied to organize the 2025 Annual General Meeting of Shareholders ("**AGM**") of SSG in the form of an in-person meeting and regulate the registration to attend the meeting, voting and election by electronic voting method of shareholders through the electronic system used by SSG at the 2025 Annual General Meeting of Shareholders.

#### Article 3. Interpretation of terms

In these Regulations, the following terms are construed as follows:

**1. Shareholder:** means a person who owns at least one SSG's share, whose name is on the list of shareholders entitled to attend the General Meeting of Shareholders as of March 27, 2025, provided by the Vietnam Securities Depository and Clearing Corporation ("**VSDC**").

**2. Authorized representative of a shareholder:** means a person who is duly authorized in writing by the shareholder to attend and exercise the legal rights of a shareholder at the 2025 Annual General Meeting of Shareholders in accordance with the provisions of law and the SSG's Charter.

**3. Delegate:** means a Shareholder or an authorized representative of a shareholder attending the 2025 Annual General Meeting of Shareholders.

**4. Venue of the General Meeting of Shareholders:** means the location where the Chairman attends and presides over the meeting.

**5. *Electronic voting*:** means Delegates attending the meeting votes and electing through the Electronic System.

**6. *Electronic means*:** is the means of operation based on electrical, electronic, digital, magnetic, wireless transmission, optical, electromagnetic or similar technology.

**7. *Electronic system*:** means system that supports the organization of the General Meeting of Shareholders, providing Delegate with tools to exercise related rights when attending the General Meeting of Shareholders (including registering to attend the General Meeting of Shareholders at the meeting location and conducting voting, elections in the form of Electronic Voting, ...).

**8. *Login information*:** Includes the Username and Password of each Delegate, used to log in/access the Electronic System to discuss and conduct electronic voting.

**9. *Organizing Committee*:** means a department established to serve the preparation and organization of the 2025 Annual General Meeting of Shareholders.

## CHAPTER II. CONTENT OF REGULATIONS

### Article 4. Conditions and methods of attending the General Meeting

#### 1. Conditions of attending the General Meeting

##### a. Participants:

SSG's shareholders according to the list of shareholders as of March 27, 2025 provided by VSDC and the authorized representatives of shareholders are entitled to attend the General Meeting of Shareholders.

##### b. Technology requirements:

Delegates attending the General Meeting of Shareholders and voting electronically shall use suitable electronic devices, connected to the Internet to ensure that they can follow the progress of the General Meeting and perform electronic voting, including but not limited to: personal computers, laptops, tablets, smartphones or other electronic devices connected to the Internet.

#### 2. Method of attending the General Meeting of Shareholders by attending personally at the Meeting

a. When attending the meeting at the location of the General Meeting of Shareholders stated in the Invitation Letter, delegates shall register to attend the General Meeting by bringing the identification documents: ID card/Citizen ID/Passport and valid authorization letter (if being an authorized representative) and present the above identification documents to the Organizing Committee to confirm the status of the Delegate.

b. Before the opening of the meeting, SSG shall carry out the Delegate registration procedure and carry out it until all present Delegates who are entitled to attend the meeting are registered.

c. When registering delegates, SSG will provide each delegate attending the meeting with a information form to login the Electronic System, including information on the full name of the Shareholder or the Shareholder's authorized representative, the login name and the corresponding access password. Delegates are responsible for keeping the access account and other identification factors provided by SSG confidential to ensure that only the Delegates have

the right to participate in Electronic Voting on the Electronic System. In case a Shareholder authorizes another individual/organization to attend the General Meeting and vote electronically, the Shareholder and the Shareholder's authorized person shall be responsible for the authorization and the results of the Electronic Voting according to the access account that has been granted.

d. Delegates who arrive after the meeting had opened but the General Meeting has not yet ended shall have the right to register and participate in voting at the General Meeting on issues that have not been voted on. In that case, the Chairman shall not stop the General Meeting and the validity of the previously voted contents is not affected.

#### **Article 5. Authorization to attend the General Meeting**

1. Authorization to attend the General Meeting of Shareholders shall be made in writing and in accordance with the provisions of the 2020 Law on Enterprises and the SSG's Charter as follows:

- An individual shareholder has the right to authorize his/her shares to only one (01) other individual to attend and vote at the General Meeting on his/her behalf.
- An organization shareholder has the right to authorize his/her shares to a maximum of three (03) representatives to attend and vote at the General Meeting on his/her behalf.

2. Authorization is considered valid and legally effective when it satisfies the following conditions:

- The authorization is made in writing using the form provided by SSG or by the Shareholder in accordance with the provisions of the civil law, clearly stating the name of the authorized individual or organization and the number of authorized shares; the content of the authorization; with full signatures, full names, and seals (in case of an organization) of the authorizing person and the authorized person.

- The authorized person shall present all personal identification documents (ID card/Citizen ID/Passport) and SSG will receive the original authorization document when the Delegate registers to attend the General Meeting.

#### **3. Cancellation of authorization**

- In case the Shareholder has sent the authorization information before the date of the General Meeting and wants to cancel the valid authorization sent before, the Shareholder shall send an official document requesting to cancel the authorization to SSG. SSG is not responsible for any change in authorization if the shareholder does not follow the above instructions.

- The cancellation of authorization shall not be effective if the authorized representative of the shareholder has successfully registered to attend the meeting and has voted on any issue of the content in the Agenda of the General Meeting of Shareholders on the Electronic System.

#### **Article 6. Guests of the General Meeting**

Depending on the actual situation, the Organizing Committee may (and is not required to) invite some guests such as those holding managing positions of SSG and its subsidiaries, the Board of Supervisors, the Chief Accountant, and representatives of the audit company (if any).

#### **Article 7. Rights and obligations of Delegates**

1. Rights of Delegates when attending the General Meeting of Shareholders

a. To be publicly notified by the Organizing Committee of the General Meeting of information on the content, agenda of the General Meeting and related attached documents.

b. To attend the General Meeting, discuss and vote on all issues under the authority of the General Meeting of Shareholders as prescribed in the SSG's Charter, these Regulations and the instructions on the website: <https://sunshinegroup.vn/dai-hoi-dong-co-dong/>.

c. To have the right to attend meetings and/or participate in voting on remaining issues after the opening of the General Meeting.

d. To authorize one or more other individuals or organizations to attend the General Meeting as prescribed in Article 5 of these Regulations.

**2. Obligations of Delegates when attending the General Meeting of Shareholders**

a. To comply with the regulations at the General Meeting, respect the guidance and direction of the Presidium and the results of the General Meeting.

b. When attending the General Meeting, delegates shall be present at the prescribed time and complete the registration procedures with the Organizing Committee of the General Meeting; behave in a civilized and polite manner, do not smoke in the General Meeting room, do not make noise, do not use mobile phones during the General Meeting, and all mobile phones shall be turned off or not ring.

c. Delegates need to prepare and use appropriate electronic devices (personal computers, laptops, tablets, smartphones, ...), with an Internet connection to participate in discussions and vote electronically.

d. To secure information related to access accounts such as: login name, access password provided by SSG to ensure that only the Delegates have the right to vote on the electronic voting system.

e. To immediately notify SSG for promptly handling when discovering that the login name and password are lost, stolen, leaked, or suspected of being leaked to lock the access account. The Delegate shall be responsible for any damages, losses and other risks occurring before SSG receives the Delegate's notification if the cause is due to the Delegate.

f. Recording and filming the General Meeting shall be publicly announced and approved by the General Meeting Chairman.

g. To speak and vote in accordance with the instructions of the Organizing Committee and respect the direction of the General Meeting by the General Meeting Chairman.

h. To strictly comply with these Regulations and respect the working results at the General Meeting.

**Article 8. Organizing Committee**

1. The Organizing Committee of the General Meeting is an agency established by the Board of Directors. The number and composition of the Organizing Committee of the General Meeting is decided by the Board of Directors.

2. The Organizing Committee of the General Meeting has the following responsibilities:

a. To fulfill the tasks as prescribed in these Regulations.

b. To provide guidance and be the focal point to answer shareholders' questions regarding registration to attend the General Meeting and electronic voting.

- c. To prepare electronic means and facilities to ensure the organization of the General Meeting in person and electronic voting.
- d. To fulfill other tasks as decided by the Board of Directors.

#### **Article 9. Delegate qualification examination board**

1. The Delegate Qualification Examination Committee is an assisting department of the Organizing Committee of the General Meeting. The Delegate Qualification Examination Committee has 02 members, including 01 Head of the Committee and 01 member.
2. The Shareholder Qualification Examination Committee is responsible for:
  - a. Checking the qualifications and status of Shareholders and Shareholders' Authorized Representatives attending the meeting.
  - b. Reporting to the General Meeting of Shareholders on the percentage of shareholders attending the meeting.
  - c. Reviewing and complying with the conditions for holding the General Meeting of Shareholders in accordance with the 2020 Law on Enterprises and the SSG's Charter.

#### **Article 10. Presidium**

1. The Chairman of the Board of Directors ("BOD") shall chair the General Meeting or authorize another member of the F of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman of the Board of Directors is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to be the Chairman of the General Meeting according to the majority principle. In case no one can be elected as the Chairman, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the Chairman of the meeting from among the attendees and the person with the highest number of votes shall chair the meeting.
2. Except for the case specified in Clause 1 of this Article, the person who signs the summons for the General Meeting of Shareholders shall direct the General Meeting to elect the Chairman of the meeting and the person with the highest number of votes shall chair the meeting.
3. The Presidium shall consist of 05 members. The Chairman of the Board of Directors shall act as the Chairman of the Presidium and the Chairman of the meeting.
  - a. Duties of the Presidium:
    - To run the General Meeting in accordance with these Regulations and the agenda approved by the General Meeting of Shareholders at the General Meeting.
    - The Chairman shall work based on democratic centralism and make decisions by majority.
    - To guide the General Meeting to discuss and vote on issues within the agenda of the General Meeting and related issues throughout the General Meeting.
  - b. Rights of the Presidium:
    - The Presidium has the right to perform the tasks deemed necessary to conduct the General Meeting in a valid and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of shareholders attending the meeting.
    - The decision of the Presidium on matters of order, procedures or events arising outside the General Meeting agenda will be of the highest judgment.

#### **Article 11. Secretariat**

The Chairman shall appoint one or more persons to act as the meeting Secretariat. The Secretariat shall perform the following duties:

1. To assist the Presidium in checking the qualifications of delegates attending the meeting (when necessary).
2. To receive and summarize the opinions and questions of delegates during the General Meeting and send them to the Presidium.
3. To fully and honestly record the entire proceedings of the General Meeting and the issues that have been approved by the General Meeting or are still being noted at the General Meeting.
4. To draft the Minutes and Resolutions for the General Meeting's approval before the end of the General Meeting.
5. To perform other tasks assigned by the Chairman.

#### **Article 12. Vote Counting Committee**

The Chairman shall introduce the members of the Vote Counting Committee for the General Meeting's voting and approval. The Vote Counting Committee has the following rights and obligations:

1. To instruct delegates on the regulations, rules and methods related to voting/election at the General Meeting.
2. To conduct vote counting and election;
3. To prepare and announce the Minutes of vote counting and election before the General Meeting of Shareholders.
4. To review and report to the General Meeting any violations of voting regulations or complaints about vote counting results.

#### **Article 13. Conditions for holding the General Meeting**

1. The General Meeting shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares. In case the number of shareholders registered to attend the General Meeting has not represented the required number after more than 30 minutes from the time of determining the opening of the General Meeting, the meeting shall be deemed not eligible to proceed and the Convener shall cancel the meeting.
2. In case the General Meeting does not meet the conditions to proceed as prescribed in Clause 1 of this Article, the convening and conducting of the next General Meeting shall be conducted in accordance with the provisions of the SSG's Charter and Article 145 of the 2020 Law on Enterprises.

#### **Article 14. Agenda**

1. The agenda and content of the meeting shall be approved by the General Meeting of Shareholders in the opening session. The agenda shall clearly and specifically specify the time for each issue in the agenda.
2. Shareholders or groups of shareholders specified in Clause 2, Article 115 of the 2020 Law on Enterprises and the SSG's Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal shall be in writing and sent to the



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Company at least 03 working days before the opening date. The proposal shall clearly state the name of the shareholder, the number of each type of shares of the shareholder or equivalent information, and the issues proposed to be included in the agenda.

3. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 2 of this Article if one of the following occurs:

- a. The proposal is not submitted on time or is incomplete or incorrect in content.
- b. The proposed issue is not within the decision-making authority of the General Meeting of Shareholders.

4. The person convening the General Meeting of Shareholders shall accept and include the proposal specified in Clause 2 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 3 of this Article, and the proposal will be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

5. The Company shall disclose information on the addition of the agenda and content of the meeting in accordance with the provisions of the Law. Shareholders are responsible for monitoring changes and additions to the agenda and documents related to the General Meeting of Shareholders as notified by the Company. The Company is not responsible if shareholders do not fully update information related to the amendment of the agenda.

#### **Article 15. Voting to approve issues at the General Meeting**

##### **1. Voting time**

a. From the time of successful registration to attend the meeting and being granted login information, Delegates can begin accessing the Electronic System to exercise their voting rights until the Chairman announces the end of voting for each voting content or until the end of the General Meeting of Shareholders. The last voting opinion recorded by the Electronic System before the end of voting is a valid opinion and is recorded in the vote counting results.

b. Before the voting period ends, Delegates will only know the results of their votes. After the voting period ends, Delegates will know the general voting results for each content announced publicly by the Presidium or the Vote Counting Committee before the General Meeting.

c. When the voting time for a content ends, the electronic voting system will not record additional electronic voting results corresponding to that voting content from Delegates.

##### **2. Voting method**

a. All issues in the Agenda of the General Meeting shall be discussed publicly by the General Meeting of Shareholders and voted publicly by electronic voting through the Electronic System for Organizing General Meetings of Shareholders (EzGSM system) at the website: <https://ezgsm.fpts.com.vn/>.

b. Delegates shall decide to vote by checking one of the three boxes corresponding to "Agree", "Disagree", "No opinion" for each content asking for opinions and clicking the "Vote" button to save and send the voting results to the Electronic System. Before the voting period ends, shareholders can change their voting opinions by clicking "Change Vote" button, selecting their revised voting option and clicking the "Vote" button to confirm the final voting opinion.

Depending on the developments and the agenda of the General Meeting of Shareholders, the voting to approve the contents presented to the General Meeting can be divided into many voting sessions. Delegates attending the General Meeting shall comply with the voting time corresponding to each session according to the Chairman's declaration and the announcement of the electronic voting system. Delegates shall vote on all contents of the same voting session. An invalid vote is the one containing voting content that has not been commented on by the Delegate (no box is checked). The electronic system will warn if the vote is invalid, then the Delegate shall adjust the valid vote and send the results to the system. Invalid votes are not recorded by the system and the Delegate is considered to have attended but did not vote on that content (Votes are not collected).

c. When running the General Meeting, the Chairman shall announce the finish time of voting on the System so that the Delegates can exercise their rights. In case the Delegates encounter problems with voting on the System, they can contact the Organizing Committee for instructions and support to complete the voting. From the time the System closes the voting content, the Delegates shall not have the right to change any voted content; the voting results of shareholders recorded on the System according to the Login Information are the final results and no complaints/claims are allowed regarding this result.

d. In case the meeting agenda is supplemented with content proposed by shareholders/groups of shareholders and approved by the General Meeting of Shareholders, the Delegates shall conduct additional voting on that content. If the Delegates do not conduct additional voting, it is considered that they have not voted on this content.

e. Delegates can change the voting and election results many times but cannot cancel the voting results on the system.

### **3. Voting rules**

a. Each common share owned or represented by ownership corresponds to a voting right.  
b. Shareholders and related persons are not allowed to vote on transactions, contracts, and issues in which they have related interests.

c. Resolutions of the General Meeting of Shareholders are passed at the meeting when they are approved by shareholders owning more than 50% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Paragraph a, Article 26.1 of the SSG's Charter and Clauses 1, 3, 4, 6, Article 148 of the 2020 Law on Enterprises.

d. Resolutions of the General Meeting of Shareholders on the following contents are passed if they are approved by shareholders representing 65% or more of the total number of votes of all shareholders attending and voting at the meeting:

- Types of shares and total number of shares of each type;
- Changes in business lines, occupations and fields;
- Changes in the Company's management structure;
- Amendments and supplements to the Charter;
- Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in SSG's most recent financial statements;
- Reorganization (including division, separation, merger or consolidation) or dissolution of the Company.

e. Voting to elect members of the Board of Directors and the Board of Supervisors shall be conducted by cumulative voting in accordance with the provisions of the 2020 Law on Enterprises and the Election Regulations approved by the General Meeting of Shareholders.

#### **4. Method and results of vote counting**

a. The Vote Counting Committee approved by the General Meeting of Shareholders at the General Meeting shall check the electronic voting results to summarize the voting results.

b. The electronic system records the number of votes issued, the number of votes collected, the number of votes not collected and the ratio of the total number of voting votes attending the meeting.

c. All votes collected by the electronic system are valid.

d. The votes of each delegate is recorded by the system according to: Number of votes in favor, number of votes against and number of votes with no opinion.

e. The voting results of each content are announced by the Presidium or the Vote Counting Committee immediately at the General Meeting.

#### **Article 16. Discussion at the General Meeting**

1. Discussions shall only be conducted within the prescribed time and the scope of the issues presented in the agenda of the General Meeting of Shareholders.

2. Delegates shall conduct discussions under the guidance of the Chairman or the representative of the Organizing Committee during the General Meeting, ensuring compliance with the provisions of the Company's Charter.

3. Delegates may discuss at the General Meeting by raising their hands to speak under the direction of the Presidium or sending their opinions and questions through the online support window at the General Meeting organization system (EzGSM) or other methods. The Secretariat shall summarize the opinions of Delegates and send them to the Presidium, while saving the Delegate's name, ID (if any) and the content of the question.

4. Delegates shall give brief opinions and focus on the key issues that need to be discussed, in accordance with the approved agenda of the General Meeting. The Chairman has the right to remind or suggest that Delegates focus on the key issues that need to be discussed to save time and ensure the quality of the discussion; the right to attend the General Meeting will be revoked if Delegates intentionally violate the regulations of the General Meeting, having disruptive behavior, disrupting order or having actions that directly affect the operation of the General Meeting.

5. In case of time constraints, questions that have not been answered directly at the General Meeting will be answered by SSG to shareholders in an appropriate form.

#### **Article 17. Minutes and Resolutions of the General Meeting of Shareholders**

All contents of the General Meeting shall be recorded by the Secretariat in the Minutes of the General Meeting of Shareholders and may be recorded and stored in other electronic forms. The Minutes and resolutions of the General Meeting of Shareholders shall be read and approved before the closing of the General Meeting.

#### **Article 18. Force majeure events**

1. During the time of holding the General Meeting of Shareholders and electronic voting, there may be force majeure events beyond the control of the Company such as natural disasters, fires, power outages, loss of Internet connection or other technical incidents, epidemics, requests or instructions from the Government and/or other competent state agencies... The Company will mobilize all resources to remedy the incidents and the General Meeting can continue, but not more than 60 minutes from the time of the incident.

2. In case the force majeure events cannot be remedied so that the General Meeting can continue within 60 minutes from the time of the incident, the Chairman will declare the General Meeting to be suspended, all issues that have been voted on before the suspension (if any) will be canceled. These issues will be voted on again at the nearest General Meeting of Shareholders.

### **CHAPTER III. EFFECT**

#### **Article 19. Effect**

The working regulations of SSG's 2025 Annual General Meeting of Shareholders in the form of direct, electronic voting include 19 Articles and take effect from the time of approval by the General Meeting of Shareholders.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN OF THE BOARD OF DIRECTORS**

**DO ANH TUAN**



SUNSHINE GROUP



**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

Hanoi, ..... 2025

**DRAFT**

**REGULATIONS ON ADDITIONAL ELECTIONS OF  
MEMBERS OF THE BOARD OF DIRECTORS  
AND THE BOARD OF SUPERVISORS  
(Term 2025 - 2030)**

**Basis:**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam, as amended by Law No. 03/2022/QH15 dated January 11, 2022, of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Organization and Operation of Sunshine Group Joint Stock Company ("the Company");
- Pursuant to Notice of the Candidacy and Nomination for Members for the Board of Directors and the Board of Supervisors for the 2025-2030 Term.

The Organizing Committee of the General Meeting hereby announces the Regulations on the election of additional members of the Board of Directors and members of the Board of Supervisors for the term 2025 - 203 at the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company as follows:

**I. EXPLANATION OF TERMS/ABBREVIATIONS**

- Company : Sunshine Group Joint Stock Company
- BOD : Board of Directors
- BOS : Board of Supervisors
- GMS : General Meeting of Shareholders
- Delegates : Shareholders, Duly Authorized Persons

**II. SUBJECTS AND SCOPE OF APPLICATION :**

1. These regulations apply to the election of additional members of the Board of Directors and members of the Board of Supervisors for the 2025-2030 term of the Company at the 2025 Annual General Meeting of Shareholders.
2. Those entitled to vote: Individuals who own at least one share of the Company and are listed in the register of shareholders entitled to attend the General Meeting of Shareholders as of March 13, 2025, as provided by the Vietnam Securities Depository and Clearing Corporation ("VSDC"), or a duly authorized representative of a shareholder listed in the above register.
3. Applied to the election of the list of candidates nominated and run for the Board of Directors and the Board of Supervisors stated in the Notice on nomination and running for members of the Board of Directors and the Board of Supervisors for the 2025-2030 term.

### **III. STANDARDS OF MEMBERS OF THE BOARD OF DIRECTORS AND MEMBERS OF THE BOARD OF SUPERVISORS**

Conditions and criteria for becoming a member of the Board of Directors and a member of the Board of Supervisors are specified in the Notice on nomination and running for members of the Board of Directors and members of the Board of Supervisors for the term 2025 - 2030 dated April 4, 2025 of the Company.

### **IV. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS FOR THE TERM 2025-2030**

#### **1. Election principles**

- To comply with the provisions of law and the Company's Charter.
- The Vote Counting Committee shall be nominated by the Chairman and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee must not be listed as nominees or candidates for the Board of Directors or the Board of Supervisors.

#### **2. Election method**

- The cumulative voting method shall be applied (*According to Clause 3, Article 148 of the Law on Enterprises*).
- Accordingly, each delegate has a total number of votes corresponding to the total number of voting shares (including owned and authorized) multiplied by the number of members elected to the BOD or the BOS.
- Delegates may allocate their total number of votes to one or multiple candidates, but not exceeding the number of members approved by the GMS.

- Delegates attending the GMS and voting electronically can change the election results until before the end of the voting and election period as prescribed.

### 3. Voting

#### a. Voting through electronic voting system

- In case a delegate allocates all votes to a single candidate or distributes votes equally among multiple candidates, they shall mark the checkbox in the 'Equal Vote Allocation' section for the corresponding candidates. The system will automatically distribute the pre-set number of votes accordingly. If the vote distribution results in fractional votes, the system will automatically cancel the fractional part, and the recorded votes will be rounded down.
- If the votes are not equal among the candidates, delegates clearly write the votes in the **"Number of votes"** box of the corresponding candidates.

Note: In case the delegate has ticked the box **"Equally voting"** and entered the number of votes in the box **"Number of votes"** at the same time, the result will be recognized according to the number of votes in the box **"Number of votes"**.

After filing the vote, the delegate clicks **"Vote"** to save and send the election result to the system. The delegate has the right to change the election result. The recorded election result is the election result saved on the system at the time of ending electronic voting according to regulations.

The following votes are considered invalid by the system and will be counted as unrecovered votes:

- The number of candidates elected by the delegates is greater than the number of members of the BOD and members of the BOS approved by the GMS.
- The total number of votes for the candidates is not equal to the total number of votes recorded on the vote.
- The vote is recorded by the system when the voting time has expired according to regulations.

For invalid votes, the electronic voting system will send a warning to delegates attending the GMS and voting electronically. Delegates are responsible for adjusting their votes to make them valid. The system will not record invalid votes and delegates are considered not to have participated in voting through the electronic voting system.

#### b. Principles of election and selection of candidates

- The members elected to the BOD or the BOS shall be determined by the number of votes cast from high to low, starting from the candidate with the highest number of votes until the required number of members is reached.
- In case there are two (02) or more candidates with the same number of votes for the final member of the BOD or the BOS, a re-election will be held among the candidates with the same number of votes.
- If the first election result does not have enough members of the BOD or the BOS, the election will be held until the required number of members are elected.

#### **4. Effect**

- These election regulations shall take effect immediately upon approval by the GMS.
- These regulations shall expire when the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company finishes.
- The above is the entire Regulations for electing additional members of the Board of Directors and Board of Supervisors of the Company for the term 2025 - 2030 at the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

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

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

**DO ANH TUAN**





**SUNSHINE GROUP JOINT STOCK  
COMPANY**

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

No. 01/2025/SSG-TB

Hanoi, April 4, 2025

**NOTICE ON NOMINATION AND SELF-NOMINATION OF MEMBERS  
OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD  
(Term 2025 - 2030)**

**Pursuant to:**

- *The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam;*
- *The Charter on the organization and operation of Sunshine Group Joint Stock Company.*

The Organizing Committee of the General Meeting of Shareholders hereby announces the nomination and self-nomination of members of the Board of Directors and the Supervisory Board for the 2025 - 2030 term at the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company as follows:

**I. EXPLANATION OF TERMS/ABBREVIATIONS**

- |              |   |  |
|--------------|---|--|
| - Company    | : | Sunshine Group Joint Stock Company       |
| - GMS        | : | General meeting of shareholders          |
| - BOD        | : | Board of Directors                       |
| - SB         | : | Supervisory Board                        |
| - Attendee   | : | Shareholders, Authorized Representatives |
| - BOD Member | : | Member of the Board of Directors         |

**II. OBJECT AND SCOPE OF APPLICATION**

1. This notice provides guidance on the conditions and procedures for nominating and self-nominating members of the Board of Directors and the Supervisory Board for the 2025 - 2030 term of Sunshine Group Joint Stock Company.
2. Shareholders and candidates participating in the nomination and self-nomination for the Board of Directors and the Supervisory Board must comply with the contents of this notice.

**III. NOMINATION AND SELF-NOMINATION FOR BOARD OF DIRECTORS TERM  
2025 - 2030**

**1. Quantity, Term, and Qualifications for Board of Directors Members**

- a. Additional members of the Board of Directors: 02 people
- b. Term: 2025 - 2030
- c. Maximum number of candidates for Board of Directors members: Unlimited
- d. Criteria for BOD candidates (*According to Clause 1, Article 155 of the Law on Enterprises 59/2020/QH14; Article 29.4 of the Company Charter; and Article 275 of Decree 155/2020/ND-CP*), specifically:

- Must not fall into the category of persons prohibited from managing enterprises as stipulated in Clause 2, Article 17 of the Law on Enterprises 59/2020/QH14;
- Must have professional qualifications and experience in business management or the company's industry and are not necessarily required to be shareholders, unless otherwise provided in the Company charter;
- A member of the Board of Directors of the company may concurrently be a member of the Board of Directors of another company.

## **2. Regulations on Nomination/Self-Nomination for Board of Directors Members**

Shareholders or groups of shareholders holding at least 10% of total common shares (as of the record date for the 2025 Annual General Meeting of Shareholders) have the right to pool the voting rights of each person together to nominate candidates for BOD.

Shareholders or groups of shareholders hold:

- With at least 10% of total voting shares: 01 candidate;
- Over 10% to below 30%: Maximum 02 candidates;
- From 30% to below 40%: Maximum 03 candidates;
- From 40% to below 50%: Maximum 04 candidates;
- From 50% to below 60%: Maximum 05 candidates;
- From 60% to below 70%: Maximum 06 candidates;
- From 70% to 80%: Maximum 07 candidates;
- From 80% to below 90%: Maximum 08 candidates.

If the number of candidates nominated and self-nominated does not meet the required number, the incumbent BOD may nominate additional candidates or organize nominations according to the Company Charter, Internal Corporate Governance Regulations, and the Board of Directors' Operational Regulations. The incumbent BOD's nomination process must be clearly disclosed and approved by the GMS before proceeding.

## **IV. NOMINATION AND SELF-NOMINATION FOR SUPERVISORY BOARD TERM 2025 - 2030:**

### **1. Number, term and qualifications for Supervisory Board members**

- a. Number of additional Supervisory Board members: 02 people
- b. Term: 2025 – 2030
- c. Maximum number of candidates for Supervisory Board members: Unlimited
- d. Qualifications of candidates for the Supervisory Board (According to Clause 1, Article 169 of the Law on Enterprises 59/2020/QH14; Article 42.6 of the Company Charter; and Clause 2, Article 286 of Decree 155/2020/ND-CP), specifically:
  - Must not be subject to the prohibitions on enterprise management as stipulated in Clause 2, Article 17 of the Law on Enterprises No. 59/2020/QH14;
  - Must have educational background in one of the following fields: economics, finance, accounting, auditing, law, business administration, or another discipline relevant to the Company's business activities;

- Must not be a family member of any member of the Board of Directors, the General Director, or other managerial personnel;
- Must not hold a managerial position in the Company; does not necessarily have to be a shareholder or an employee of the Company;
- Must satisfy other standards and conditions as prescribed by relevant laws and the Company's Charter;
- In addition to the above criteria and conditions, a member of the Supervisory Board must not be a family member of the Company's or the parent company's managerial personnel, nor a representative of contributed capital from an enterprise, nor a representative of state capital at the parent company or the Company.

## **2. Regulations on nomination/candidacy of members of the Supervisory Board**

Shareholders or groups of shareholders holding at least 10% of the total ordinary shares (as of the record date for the list of shareholders attending the 2025 Annual General Meeting of Shareholders) have the right to aggregate their voting rights to nominate candidates for the Supervisory Board.

Shareholders or groups of shareholders holding:

- From 10% to below 30% of total voting shares: Maximum 02 candidates;
- From 30% to below 50%: Maximum 03 candidates;
- From 50% to below 65%: Maximum 04 candidates;
- From 65% onwards: Full number of SB members.

In cases where the number of candidates nominated and self-nominated for the Supervisory Board is still insufficient, the incumbent Supervisory Board shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Corporate Governance Regulations, and the Supervisory Board' Operating Regulations. The nomination of candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes on the election of Supervisory Board members, in compliance with legal regulations.

## **V. Nomination and Candidacy Dossier for the Board of Directors and the Supervisory Board**

### **a. Nomination/candidacy dossier**

*(Forms are posted on the Company's website at: <https://sunshinegroup.vn/dai-hoi-co-dong/>).*

- Nomination/Candidacy Application *(according to the prescribed form)*;
- Candidate's Curriculum Vitae *(according to the prescribed form)*;
- Copies of the following documents: ID card/Citizen ID/Passport; degrees and certificates verifying educational and professional qualifications.

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Nominees/candidates for the Board of Directors and the Supervisory Board shall be legally and personally responsible before the General Meeting of Shareholders for the accuracy and truthfulness of the information in their dossiers.

Only nomination or candidacy dossiers that meet the required conditions and candidates who fully satisfy the eligibility criteria for Board of Directors and Supervisory Board members, will be included in the list announced at the General Meeting of Shareholders.

**b. Location and deadline for submission of nomination dossiers**

To facilitate the organization of the General Meeting, candidates are kindly requested to submit their dossiers by before 5:00 PM on April 10, 2025:

**SUNSHINE GROUP JOINT STOCK COMPANY**

**Address:** 12th Floor, Sunshine Center Building, No.16 Pham Hung Street, My Dinh 2 Ward, Nam Tu Liem District, Hanoi

In case candidates are nominated by shareholder groups at the General Meeting, please send nomination documents to the General Meeting Organizing Committee before the election.

**3. List of candidates**

- Based on the nomination dossiers submitted by shareholders and shareholder groups, along with the accompanying documents of the candidates, the General Meeting Organizing Committee will compile a list of eligible candidates for election to the Board of Directors and the Supervisory Board for the 2025 – 2030 term.
- The list of Board of Directors and Supervisory Board candidates will be arranged in alphabetical order (A-Z) by name, with full names displayed in the voting system.

The above outlines the complete regulation on the nomination and candidacy process for the election of Board of Directors and Supervisory Board members for the 2025 – 2030 term at the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

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

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

(signed)

**DO ANH TUAN**



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

..., Date ..... Month ..... Year 2025

**NOMINATION FORM**

**FOR THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD MEMBERS**

**To: The 2025 Annual General Meeting of Shareholders of**

**Sunshine Group Joint stock company**

Shareholders/Group of shareholders listed in the shareholder register of Sunshine Group Joint Stock Company as of the final registration date, March 27, 2025:

No.	Name of shareholder	ID card number/Passport number/Business registration number, Place of issue, Date of issue	Number of shares owned	Percentage of Charter Capital (%)	Signature/Signature of Legal Representative and Seal (for organizations)
1					
2					
3					

Pursuant to the Law on Enterprises 2020 and the Charter of Sunshine Group Joint Stock Company, I/we nominate:

Mr/Ms:.....

Date of birth :.....

Permanent Address :.....

ID Card/Passport Number/Citizen ID:..... Date of Issue.....Place of Issue.....

Educational level :.....Field of study : .....

As a candidate for the position : Board of Directors Member, Supervisory Board Member of Sunshine Group Joint Stock Company.

I/We hereby affirm that Mr./Ms. .... meets all eligibility criteria for the nominated position in accordance with the Company's Charter and the Election Regulations for the Board of Directors, the Supervisory Board members at the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

Sincerely,

**SHAREHOLDER/GROUP OF SHAREHOLDERS**  
*(Sign and write full name)*

**Attached documents:**

- Self-declared curriculum vitae of the nominee;
- Copy of ID card/Citizen identification card/Passport and certificates of educational and professional qualifications;
- Letter of authorization (in case a shareholder authorizes another person to make the nomination).



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....., Day ..... Month ..... Year 2025

**APPLICATION**

**FOR THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD MEMBERS**

**To: The 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company**

Full name: .....

Date of birth: ..... Place of birth: .....

Permanent Address: .....

ID Card/Citizen ID/Passport Number: .....

Date of Issue: ..... Place of Issue .....

Educational level : ..... Field of study : .....

Number of shares owned: ..... shares, equivalent to .....% of the Company's charter capital.

Pursuant to the Law on Enterprises 2020 and the Charter of Sunshine Group Joint Stock Company, I hereby nominate myself as a candidate for the position : Board of Directors Member, Supervisory Board Member of Sunshine Group Joint Stock Company.

I affirm that I meet all eligibility criteria for the position of Board of Directors Member, Supervisory Board Member in accordance with the Company's Charter and the Election Regulations for the Board of Directors, the Supervisory Board members at the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

Sincerely,

**SHAREHOLDER**

*(Sign and write full name)*

**Attached documents:**

- CV self-declared by the candidate;
- Copy of ID card/Citizen identification card/Passport and certificates of educational and professional qualifications.

## CURRICULUM VITAE

*(For candidates/nominees to the Board of Directors/the Board of Supervisors)*



1. Full of name:..... Gender: Male/Female
2. Date of Birth:..... Place of Birth: .....
3. Nationality:.....
4. ID Card/Citizen ID/Passport Number:..... Date of issue ... / ... / ...  
Place of issue.....
5. Permanent Address:.....
6. Phone Number: .....  
Email: .....
7. Educational Background: .....
8. Professional Qualifications: .....
9. Work Experience: .....  
.....  
.....
10. Current Position at Sunshine Group Joint Stock Company (if any):  
.....  
.....
11. Other Current Positions in Other Organizations:  
.....  
.....
12. Number of Shares Owned:....., equivalent to .....% of charter capital,  
including:  
+ Representative (name of organization is State/strategic shareholder/other organization) owns:.....  
+ Individual owns: .....
13. Holding commitments (If any):.....
14. List of Related Persons of the Declarant<sup>1</sup>:



No.	Name of Individual/ Organization	ID Card/Passport Number (for individuals) or Business Registration Certificate Number, Operating License, or Equivalent Legal Document (for organizations), Date of Issue, Place of Issue	Number of Shares Held in Sunshine Group Joint Stock Company (if any)	Relationship
1				
2				
3				

14. Related Interests with Sunshine Group Joint Stock Company (if any):

.....

15. Conflicting Interests with Sunshine Group Joint Stock Company (if any):

.....

**I hereby certify that all the above statements are true and correct. I take full responsibility before the law for any inaccuracies.**

..., Date ... Month ... Year ...

**Declarant**

*(Signature and Full Name)*



<sup>1</sup> "Related persons" are defined under Clause 46, Article 4 of the 2019 Securities Law and Clause 23, Article 4 of the 2020 Law on Enterprises.



SUNSHINE GROUP JOINT STOCK  
COMPANY

No. 2025/SSG/NQ-ĐHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM

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Hanoi, ..... 2025

**DRAFT**

## RESOLUTION

### ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 SUNSHINE GROUP JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Pursuant to the Charter of Sunshine Group Joint Stock Company ("Company");
- Pursuant to the Minutes of the General Meeting of Shareholders of the Company dated.../.../2025.

## RESOLUTION:

- Article 1.** Approval of Report on the activities of the Board of Directors for 2024 (Report No. 01/SSG/BC-HDQT dated ..../...../2025 of the Board of Directors).
- Article 2.** Approval of Report of the Executive Board on 2024 Business Performance and 2025 Business Plan (Report No. 02/SSG/BC-BĐH dated ..../...../2025 of the Executive Board).
- Article 3.** Approval of Report on the Assessment of the Independent Member of the Board of Directors for 2024 (Report No. 03/SSG/BC-TVĐLHDQT dated ..../...../2025 of the Independent Board Member).
- Article 4.** Approval of Report on the activities of the Supervisory Board in 2024 (Report No. 04/SSG/BC-BKS dated ..../...../2025 of the Supervisory Board).
- Article 5.** Approval of the Audited Financial Statements for 2024 and the Profit Distribution Plan for 2024 (according to Proposal No. 01/2025/SSG/TTr-HDQT dated ..../...../2025 of the Board of Directors).
- Article 6.** Approval of the business and production targets for 2025 (according to Proposal No. 02/2025/SSG/TTr-HDQT dated ..../..../2025 of the Board of Directors).
- Article 7.** Approval of the remuneration and bonus plan for the Board of Directors for 2025 (according to Proposal No. 03/2025/SSG/TTr-HDQT dated ..../..../2025 of the Board of Directors).
- Article 8.** Approval of the remuneration and bonus plan for the Supervisory Board for 2025 (according to Proposal No. 04/2025/SSG/TTr-HDQT dated ..../..../2025 of the Board of Directors).

**Article 9.** Approval of the Selection of the Auditing Firm for the 2025 Financial Statements (according to Proposal No. 05/2025/SSG/TTr-BKS dated ....../....../2025 of the Supervisory Board).

**Article 10.** Approval of the dismissal and additional election of Board of Directors members (according to Proposal No. 06/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

1. Dismissal of the position of member of the Board of Directors for Ms. Do Thi Dinh due to her resignation from the position.
2. Approval of the conclusion of the 2020–2025 term of Mr. Do Anh Tuan as a member of the Board of Directors, and re-election of Mr. Tuan to the Board for the 2025–2030 term.
3. Election of 02 (two) additional Board of Directors members. The term of office for the additional members shall be 2025–2030. Specifically, to elect:
  - Mr/Ms: .....
  - Mr/Ms: .....
4. List of Board of Directors members after the election is as follows:

No.	Full Name	Position on the Board of Directors
1	.....	Member of the Board of Directors
2	.....	Member of the Board of Directors

**Article 11.** Approval of the dismissal and additional election of Supervisory Board members (according to Proposal No. 07/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

5. Approval of the conclusion of the 2020–2025 term of Ms. Nguyen Thi Thanh Huyen and Ms. Vu Thi Thuy Nga as members of the Board of Supervisors for the 2020 - 2025 term and re-election of Ms. Nguyen Thi Thanh Huyen and Ms. Vu Thi Thuy Nga as members of the Board of Supervisors for the 2025 - 2030 term.
6. Election of 02 (two) additional Supervisory Board members. The term of office for the additional members shall be 2025–2030. Specifically, to elect:
  - Mr/Ms: .....
  - Mr/Ms: .....
7. List of Supervisory Board members after the election is as follows:

No.	Full Name	Position on the Supervisory Board
1	.....	Member of the Supervisory Board
2	.....	Member of the Supervisory Board

**Article 12.** Approval of Modifying details of business lines (according to Proposal No. 08/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

**Article 13.** Approval of the Policy for Restructuring the Company's Ownership in Dynamic Innovation Company Limited (according to Proposal No. 09/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

**Article 14.** Approval of the Investment and M&A Policy for Potential Real Estate Projects (according to Proposal No. 10//2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

**Article 15.** Approval of the policy on purchase/receipt of share transfers in SCG Construction Group Joint Stock Company (according to Proposal No. 11/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

**Article 16.** Approval of Share issuance plan for public tender offer to acquire all shares of Sunshine Homes Development Joint Stock Company (according to Proposal No. 12/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

**Article 17.** Approval of related party transactions between the Company and its affiliated entities (according to Proposal No. 13/2025/SSG/TTr-HĐQT dated ....../....../2025 of the Board of Directors).

**Article 18.** The General Meeting of Shareholders assigns the Board of Directors and the General Director the responsibility to monitor, urge, and organize the implementation of this Resolution in accordance with the Law and the Company's Charter.

The General Meeting of Shareholders assigns the Supervisory Board to supervise and inspect the activities of the Board of Directors and the General Director in implementing this Resolution in accordance with the Law and the Company's Charter.

The Board of Directors, the Supervisory Board, the General Director, departments, units, and related individuals in the Company are responsible for executing this Resolution.

This Resolution shall take effect from the date of signing. This Resolution was fully approved by the General Meeting of Shareholders at the 2025 Annual General Meeting of Shareholders.

*Receiving places:*

- *Website and Information Disclosure;*

- *BOD, SB;*

- *Office records.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN OF THE BOARD OF DIRECTORS**

**DO ANH TUAN**





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## **CURRICULUM VITAE**

*(For candidates/nominees to the Board of Directors)*

1. Full of name: Do Anh Tuan Gender: Male  
2. Date of birth: 15/05/1975 Place of birth: Thanh Hoa  
3. Nationality: Vietnam  
4. ID Card/Citizen ID/Passport Number: 038075000062 Date of issue: 26/04/2022 Place of issue: The police department on administrative management of social order  
5. Permanent Address: Block 23, Lot D3A3, Auction Area 18.6 ha Phu Thuong, Tay Ho, Hanoi  
6. Phone number:..... Email: .....  
7. Educational Background: University level  
8. Professional Qualifications: Bachelor – Information Technology  
9. Work Experience:

No.	Time period	Workplace	Position
1	From 2003 to 2005	VietNam Technology and Software Joint Stock Company	Director
2	From November 2005 to August 2011	Central Committee for Emulation and Reward	Officer/ Head of Information Technology Department, Information Technology Center
3	From August 2011 to August 2020	Anh Duong Star Joint Stock Company	Chairman of the Board of Directors
4	From April 2016 to May 25, 2023 and from February 2024 to June 2024	Sunshine Group Development Joint Stock Company	Chairman of the Board of Directors
5	From May 25, 2023 to February 6, 2024		Member of the Board of Directors
6	From July 2016 To September 2021	Bao Tin Son Tung Company Limited	Director/ Chairman of the Members' Council
7	From April 2017 to September 2021	Phu Thuong Education Investment Company Limited	Director

8	From April 2019 to June 25, 2022	SCG Construction Group Joint Stock Company	Chairman of the Board of Directors
9	From May 2019 to present	S-Homes Real Estate Business Investment Joint Stock Company	Chairman of the Board of Directors
10	From June 2021 to February 25, 2025	Sunshine Homes Development Joint Stock Company	Chairman of the Board of Directors
	From February 25, 2025 to present		Member of the Board of Directors
11	From August 2020 to October 2020	Wonderland Real Estate Joint Stock Company	Chairman of the Board of Directors
12	From August 2018 to May 2020 From August 2020 to March 2021	Saigon Sunshine Group Joint Stock Company	Chairman of the Board of Directors
13	From December 2019 to April 2021	Unicloud Technology Group Joint Stock Company	Chairman of the Board of Directors
14	From October 2021 to May 2023	Unicloud Technology Group Joint Stock Company	Chairman of the Board of Directors
15	From October 2020 To present	Sunshine Group Joint Stock Company	Chairman of the Board of Directors
16	From March 2021 to August 2021	KSFinance Investment Joint Stock Company	Chairman of the Board of Directors

10. Current Position at Sunshine Group Joint Stock Company (if any): Chairman of the Board of Directors

11. Other Current Positions in Other Organizations:

- Chairman of the Board of Directors - S-Homes Real Estate Investment and Business Joint Stock Company;
- Member of the Board of Directors - Sunshine Homes Development Joint Stock Company.

12. Number of Shares Owned: 162,721,860 shares, equivalent to 54.24% of charter capital, including:

+ Representative (name of organization is State/strategic shareholder/other organization) owns: 0 shares

+ Individual owns: 162,721,860 shares, equivalent to 54.24% of charter capital

13. Holding commitments (If any): None



SUNSHINE GROUP

14. List of Related Persons of the Declarant<sup>1</sup>:

No.	Name of Individual/ Organization	ID Card/Passport Number (for individuals) or Business Registration Certificate Number, Operating License, or Equivalent Legal Document (for organizations), Date of Issue, Place of Issue	Number of Shares Held in Sunshine Group Joint Stock Company (if any)	Relationship
1	Ngo Thi Hong Nhan	038151001157 issued by The police department on administrative management of social order on August 11, 2021	None	Mother
2	Nguyen Thi Khanh My	020196008746 issued by The police department on administrative management of social order on December 8, 2021	None	Wife
3	Nguyen The Manh	C8660893 issued by the Immigration Department on January 13, 2019	None	Father-in-law
4	Bui Thi Khanh Hoa	C8667185 issued by the Immigration Department on December 13, 2019	None	Mother-in-law
5	Do Minh Phuong	001303008700 issued by The police department on administrative management of social order on February 15, 2022	88,744	Daughter
6	Do Anh Duong	C8287482 issued by the Immigration Department on October 18, 2019	None	Daughter
7	Do Anh Thu	Still young	None	Daughter
8	Do Anh Chi	Still young	None	Daughter
9	Do Anh Minh	Still young	None	Son
10	Do Anh Quang	Still young	None	Son

11	Do Van Truong	038079011647 issued by the Ministry of Public Security on October 11, 2024	221,860	Younger Brother
12	Do Thi Hong Nhung	038187051952 issued by The police department on administrative management of social order on November 24, 2023	221,860	Younger Sister
13	Le Thi Tuyet	038189052534 issued by the Ministry of Public Security on October 11, 2024	221,860	Sister-in-law
14	SCG Construction Group Joint Stock Company	0108704763 issued by the Hanoi Department of Planning and Investment on April 17, 2019	None	Major Shareholder
15	Sunshine Group Development Joint Stock Company	0107397372 issued by the Hanoi Department of Planning and Investment on April 13, 2016	None	Major Shareholder
16	S-Homes Real Estate Business Investment Joint Stock Company	0107069847 issued by the Hanoi Department of Planning and Investment on October 28, 2015	None	Chairman of the BOD / Major Shareholder
17	Sunshine Nhat Tan Joint Stock Company	0108317193 issued by the Hanoi Department of Planning and Investment on June 08, 2018	None	Major Shareholder
18	S"School Joint Stock Company	0108522883 issued by the Hanoi Department of Planning and Investment on November 22, 2018	None	Major Shareholder
19	Anh Duong Entertainment Joint Stock Company	4201397634 issued by the Khanh Hoa Department of Planning and Investment on December 12, 2011	Không	Major Shareholder



SUNSHINE GROUP

20	Phu Thuong Education Investment Company Limited	0107520675 issued by the Hanoi Department of Planning and Investment on July 28, 2016	None	Capital Contributor (48%)
21	KS Group Joint Stock Company	0109432720 issued by the Hanoi Department of Planning and Investment on November 25, 2020	None	Indirect Controller
22	Sunshine Homes Development Joint Stock Company	0106784499 issued by Hanoi City Department of Finance, registered for the 16th change, March 19, 2025	None	Member of the Board of Directors

14. Related Interests with Sunshine Group Joint Stock Company (if any): None.

15. Conflicting Interests with Sunshine Group Joint Stock Company (if any): None.

**I hereby certify that all the above statements are true and correct. I take full responsibility before the law for any inaccuracies.**

04/04/2025

**Declarant**

(Signature and Full Name)

  
Đỗ Anh Tuấn

<sup>1</sup> "Related persons" are defined under Clause 46, Article 4 of the 2019 Securities Law and Clause 23, Article 4 of the 2020 Law on Enterprises.



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**CIRRICULUM VITAEI**  
*(For candidates/nominees to the Supervisory Board)*

1. Full name: NGUYEN THI THANH HUYEN Gender: Female  
2. Date of birth: 23/09/1982 Place of birth: Ha Noi  
3. Nationality: Vietnamese  
4. ID Card/Citizen ID/Passport Number: 001182055358 Date of issue: 10/07/2021 Place of issue: The police department on administrative management of social order  
5. Permanent address: P1710 – B1.2 – N07, Dich Vong Ward, Cau Giay District, Hanoi City.  
6. Phone number:.....Email:.....  
7. Educational Background: University level  
8. Professional Qualifications: Bachelor of Economics  
9. Work experience:

No.	Time period	Workplace	Position
1	From July 2004 to December 2004	Hanoi Transport Corporation Ltd	Internal Control Specialist
2	From January 2005 to March 2010	Viet Nam Auditing & Evaluation Company Limited	Deputy Audit Director
3	From April 2010 to December 2012	APEC Audit Co., Ltd	Audit Director
4	From January 2013 to April 2013	Asia Auditing And Financial Consultant Company Limited	Deputy Director

5	From May 2013 to January 2020	Vietnam Consulting, Accounting And Tax Company Limited	Director
6	From February 2020 to present	Sunshine Group Development Joint Stock Company	Deputy Head of Internal Control Committee
7	From February 2020 to present	S-Homes Real Estate Business Investment Joint Stock Company	Deputy Head of Inspection and Internal Control Committee/Head of the Supervisory Board
8	From October 2020 to present	Sunshine Am Joint Stock Company	Head of the Supervisory Board
9	From October 2020 to present	Xuan Dinh Construction Investmnet Joint Stock Company	Head of the Supervisory Board
10	From October 2020 to present	Sunshine Group Joint Stock Company	Head of the Supervisory Board
11	From November 2020 to present	KS Group Joint Stock Company	Head of the Supervisory Board
12	From August 2020 to present	SCG Construction Group Joint Stock Company	Head of the Supervisory Board

10. Current position at Sunshine Group Joint Stock Company (if applicable): Head of the Supervisory Board

11. Other positions held in other organizations:

- Deputy Head of Internal Control Committee - Sunshine Group Development Joint Stock Company;
- Deputy Head of Inspection and Internal Control Committee/Head of the Supervisory Board - S-Homes Real Estate Business Investment Joint Stock Company;
- Head of the Supervisory Board - Sunshine Am Joint Stock Company;
- Head of the Supervisory Board - Xuan Dinh Construction Investmnet Joint Stock Company;
- Head of the Supervisory Board - SCG Construction Group Joint Stock Company;

- Head of the Supervisory Board - KS Group Joint Stock Company.

12. Number of Shares Owned: 221,860, equivalent to 0.074% of charter capital, including:

+ Representative (name of organization is State/strategic shareholder/other organization) owns: 0 shares

+ Individual owns: 221,860 shares, equivalent to 0.074% of charter capital

13. Holding commitments (If any): None

14. List of related persons of the declarant<sup>1</sup>:

No.	Name of individual/organization	ID Card/Citizen ID/ Passport No. (for individuals) or Business Registration Certificate, Operating License, or equivalent legal document (for organizations), Date of issue, Place of issue	Number of Shares Held in Sunshine Group Joint Stock Company (if any)	Relationship
1	Nguyen Doan Duc	001052008942 issued by the Department of Administrative Management of Social Order Police on June 10, 2021	None	Father
2	Tran Thi Thanh Xuan	001159018591 issued by the Department of Administrative Management of Social Order Police on April 25, 2021	None	Mother
3	Nguyen Thu Huong	001188035079 the Department of Administrative Management of Social Order Police on April 22, 2021	None	Younger sister

4	Vu Van Dang	024085005093 issued by the Department of Administrative Management of Social Order Police on May 26, 2022	None	Brother-in-law
5	Ngo Duy Ho	001055017356 issued by the Department of Administrative Management of Social Order Police on April 20, 2021	None	Father-in-law
6	Pham Thi Uyen	001154017461 issued by the Department of Administrative Management of Social Order Police on April 20, 2021	None	Mother-in-law
7	Ngo Ba Duy	001080040602 issued by the Department of Administrative Management of Social Order Police on May 10, 2021	None	Husband
8	Ngo Doan Khiem	-	None	Son
9	Ngo Gia Linh	-	None	Daughter
10	S-Homes Real Estate Business Investment Joint Stock Company	0107069847 issued by the Hanoi Department of Planning and Investment, first issued on October 28, 2015	None	Deputy Head of Inspection and Internal Control Committee/Head of the Supervisory Board
11	Sunshine Am Joint Stock Company	0108440863 issued by the Hanoi Department of Planning and Investment, first issued on September 20, 2018	None	Head of the Supervisory Board

12	Xuan Dinh Construction Investmnet Joint Stock Company	0107565644 issued by the Hanoi Department of Planning and Investment, first issued on September 15, 2016	None	Head of the Supervisory Board
13	SCG Construction Group Joint Stock Company	0108704763 issued by the Hanoi Department of Planning and Investment on April 17, 2019	None	Head of the Supervisory Board
14	KS Group Joint Stock Company	109432720 issued by the Hanoi Department of Planning and Investment, first issued on November 25, 2020	None	Head of the Supervisory Board

14. Related interests with Sunshine Group Joint Stock Company (if any): None

15. Conflicting interests with Sunshine Group Joint Stock Company (if any): None

**I hereby certify that the above statements are completely true and accurate. I take full responsibility before the law for any false declaration.**

.04..04., 2025

**DECLARANT**

(Sign and write full name)



Nguyễn Thị Thanh Huyền

<sup>1</sup>Related persons as defined in Clause 46, Article 4 of the 2019 Securities Law and Clause 23, Article 4 of the 2020 Enterprise Law.



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

## **CURRICULUM VITAE**

*(For candidates/nominees to the Supervisory Board)*

1. Full of name: **VU THI THUY NGA** Gender: Female
2. Date of birth: 23/11/1987 Place of birth: Nam Dinh
3. Nationality: Vietnam
4. ID Card/Citizen ID/Passport Number: 036187012019 Date of issue: 25/12/2022 Place of issue: The police department on administrative management of social order
5. Permanent Address: Village 9, Trung Chau Commune, Dan Phuong District, Hanoi City
6. Phone number:..... Email:.....
7. Educational Background: University level
8. Professional Qualifications: Bachelor of Accounting
9. Work Experience:

No.	Time period	Workplace	Position
1	From May 2010 to May 2013	American Auditing Company Limited	Audit Team Leader
2	From September 2013 to May 2018	CMC Technology Group Joint Stock Company	Internal Audit Manager - Finance Department
3	From June 2018 to September 2018	Viettex Knitting Company Limited	Chief Accountant
4	From January 2019 to September 2020	Sun Group Corp	Controller - Group Supervisory Board
5	From September 2020 to Present	S-Homes Real Estate Business Investment Joint Stock Company	Internal Control Specialist
6	From October 2020 to Present	Sunshine Group Joint Stock Company	Member of the Supervisory Board

10. Current Position at Sunshine Group Joint Stock Company (if any): Member of the Supervisory Board.
11. Other Current Positions in Other Organizations:

- Internal Control Specialist - S-Homes Real Estate Business Investment Joint Stock Company.

12. Number of Shares Owned: 0 shares, equivalent to 0% of charter capital, including:

+ Representative (name of organization is State/strategic shareholder/other organization) owns: 0 shares

+ Individual owns: 0 shares

13. Holding commitments (If any): None

14. List of Related Persons of the Declarant<sup>1</sup>:

No.	Name of Individual/ Organization	ID Card/Passport Number (for individuals) or Business Registration Certificate Number, Operating License, or Equivalent Legal Document (for organizations), Date of Issue, Place of Issue	Number of Shares Held in Sunshine Group Joint Stock Company (if any)	Relationship
1	Vu Thi Thoan	036154012042 issued by the Department of Administrative Management of Social Order Police on October 23, 2023	None	Mother
2	Doan Van Tien	001080037862 issued by the Department of Administrative Management of Social Order Police on December 25, 2022	None	Father
3	Doan Thanh Son	-	None	Son
4	Doan Thanh Long	-	None	Son
5	Vu Xuan Tuyen	036075007961 issued by the Department of Administrative Management of Social Order Police on August 10, 2021	None	Older brother
6	Tran Thi Hoa	036180006097 issued by the Department of Administrative Management of Social Order Police on August 16, 2021	None	Sister-in-law
7	Vu Thi Vy	036177014856 issued by the Department of Administrative Management of Social Order Police on August 20, 2021	None	Older sister

8	Nguyen Vu Xuan	036068001974 issued by the Department of Administrative Management of Social Order Police on August 10, 2021	None	Brother-in-law
9	Vu Xuan Ky	036080014309 issued by the Department of Administrative Management of Social Order Police on September 28, 2021	None	Older brother
10	Nguyen Thi Xoa	033186006822 issued by the Department of Administrative Management of Social Order Police on January 14, 2020	None	Sister-in-law
11	Thieu Thi Nguu	001157023655 issued by the Department of Administrative Management of Social Order Police on April 27, 2021	None	Mother-in-law

14. Related Interests with Sunshine Group Joint Stock Company (if any): None

15. Conflicting Interests with Sunshine Group Joint Stock Company (if any): None

**I hereby certify that all the above statements are true and correct. I take full responsibility before the law for any inaccuracies.**

Ha Noi, ...04/4/2025

**Declarant**

*(Signature and Full Name)*



**VU THI THUY NGA**

<sup>1</sup> “Related persons” are defined under Clause 46, Article 4 of the 2019 Securities Law and Clause 23, Article 4 of the 2020 Law on Enterprises.