5.1. Remuneration, salary	- Salary: 0 dong - Remuneration: 0 dong	- Salary: 0 dong - Remuneration: 0 dong
5.2. Other benefits (bonuses; stock options received under an employee stock option program (quantity, price), etc.	None	None
5.3. Contracts and transactions that are in progress or have been signed but not yet executed:		
- Issuer:	**Year 2023:** 1) Framework Agreement No. 02012023/HĐNT/NAG-AV signed on January 2, 2023, between Nagkawa Group Joint Stock Company and Anh Vu International Economic Development Co., Ltd. – Value: VND 654,577,074,635. *(**At the time of the transaction**: Mr. Nguyen Duc Kha was a member of the Board of Directors of AVC with a capital contribution value of VND 27 billion, ownership percentage: 90% in AVC. At the same time, AVC was a major shareholder of NAG, holding 3,216,796 NAG shares, corresponding to an ownership percentage of 10.16% in NAG)* **Year 2024:** 1) Framework contract No. 02012024/HĐNT/NAG-AV signed on January 2, 2024 between Nagkawa Group Joint Stock Company and Anh Vu International Economic Development Company Limited – Value: VND 489,648,461,974. *(**At the time of the transaction**: Mr. Nguyen Duc Kha was a member of the Board of Directors of AVC with a capital contribution value of VND 27 billion, and an ownership stake of 90% in AVC. At the same time, AVC was a major shareholder of NAG, holding 3,216,796 NAG shares, corresponding to an ownership stake of 10.16% in NAG.* *However, on April 4, 2024, AVC sold all of its capital contribution in NAG and no longer holds any NAG shares.)* **Year 2025**: 1) Framework contract No. 02012025/HĐNT/NAG-AV signed on January 2, 2025 between Nagkawa Group Joint Stock Company and Anh Vu International Economic Development Company Limited – Value: VND 35,580,467,600. *(**At the time of the transaction:** Mr. Nguyen Duc Kha was a member of the Board of Directors of AVC with a capital contribution of VND 27 billion, and an ownership stake of 90% in AVC. However, as of May*	

	27, 2025, Mr. Kha had divested all his capital contribution in AVC and no longer held any position at AVC.)
- Subsidiary/Company in which the issuing company holds more than 50% control	None

6) Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer:

No.	Business name	Main activites of the business	Related relationship	Conflict control methods
1	Anh Vu International Economic Development Limited Company ("AVC")	Trade in services	- AVC is a major customer of NAG. - AVC is a major shareholder of NAG, holding 3,216,796 NAG shares, equivalent to 10.165%. As of April 4, 2024, AVC sold all of its capital contribution in NAG and no longer holds any NAG shares. - Mr. Nguyen Duc Kha was a member of the Board of Directors with a capital contribution of VND 27 billion and an ownership stake of 90% in AVC. On May 27, 2025, Mr. Nguyen Duc Kha divested all of his capital contribution in AVC and no longer holds any position at AVC. - Mrs. Dao Thi Soi (Wife) was a member of the Board of Directors with a capital contribution of VND 3 billion and an ownership stake of 10% in AVC; she currently holds the position of Deputy Director of AVC.	Economic contracts between the two parties must be approved by the Board of Directors and the General Meeting of Shareholders, and must comply with the Company's Charter and the Enterprise Law regarding transactions with related parties.

2.2. Ms Nguyen Thi Huyen Thuong

1) Name	**Nguyen Thi Huyen Thuong**					
2) Date of birth	10/13/1983					
3) Nationality	Vietnam					
4) Number and proportion of shares of major shareholders (MSH) and related persons:						
Name	**Number and proportion of shares held**			**Number and proportion of shares with voting rights voting**		
	At the time of becoming a MSH	At the time of point 12/15/2025	At the time of becoming a MSH	At the time of point 12/15/2025	At the time of becoming a MSH	At the time of point 12/15/2025
Ms. Nguyen Thi Huyen Thuong	2,785,136 shares (7.21%)	2,785,136 shares (7.21%)	4,177,704 shares (7.21%)	2,785,136 shares (7.21%)	2,785,136 shares (7.21%)	4,177,704 shares (7.21%)
Related persons of Ms. Nguyen Thi Huyen Thuong:						
Mr Nguyen Duc Kha *(Dad of Ms. Nguyen Thi Huyen Thuong)*	3,467,000 shares (34.67%)	13,931,309 shares (36.07%)	20,896,963 shares (36.07%)	3,467,000 shares (34.67%)	13,931,309 shares (36.07%)	20,896,963 shares (36.07%)

5) Related benefits to the Issuing Organization:		
	2024	**2025**
5.1. Remuneration, salary	- Salary: 829,370,000 dong - Remuneration: 176,000,000 dong	- Salary: 805,871,583 dong - Remuneration: 176,000,000 dong
5.2. Other benefits (bonuses; stock options received under an employee stock option program (quantity, price), etc.	None	None
5.3. Contracts and transactions that are in progress or have been signed but not yet executed:		
- Issuer:	None	
- Subsidiary/Company in which the issuing company holds more than 50% control	None	
6) Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None		

3. Information about members of the Board of Directors, Supervisors, General Director and Chief accountant

List of members of the Board of Directors, Board of Supervisors, General Director and Chief Accountant

No.	Full name	Position
I	**Members of the Board of Directors**	
1	Mr. Nguyen Ngoc Quy	Chairman of the Board
2	Ms. Nguyen Thi Huyen Thuong	Vice Chairman of the Board
3	Ms. Truong Dao Hai Ha	Member of the Board
4	Mr. Doan Duc Hoa	Independent Board Member
5	Mr. Pham Anh Tuan	Member of the Board
II	**Members of the Supervisory Board**	
1	Ms. Nguyen Thi Thu Thao	Head of the Supervisory Board
2	Ms. Pham Thi Hue Anh	Member of the Supervisory Board
3	Ms. Vu Hai Yen	Member of the Supervisory Board
III	**Members of the Executive Board**	
1	Ms. Nguyen Thi Huyen Thuong	General Director
2	Ms. Huy Thi Dung	Deputy General Director
3	Ms. Nguyen Thi Bich Thuy	Deputy General Director
IV	**Chief Accountant**	
1	Ms. Trinh Thi Phuong	Chief Accountant

Source: NAG

3.1. BOD members

3.1.1. Mr. Nguyen Ngoc Quy – Chairman of the Board

1. Name:	Nguyen Ngoc Quy
2. Date of birth:	02/22/1978
3. Nationality:	Vietnam
4. Education level:	Bachelor
5. Professional	Information Technology

competence:	

6. Positions held at the Issuing Organization:

Time	Working unit	Position
From 2017 – 02/2022	Nagakawa Group JSC	Member of the Board
From 02/2022 - present	Nagakawa Group JSC	Chairman of the Board

7. Positions held at other organizations:

Time	Working unit	Position
From 2013 – 2019	Investment and Technical Development JSC	Deputy Director
From 2019 - 2020	Nagakawa Ho Chi Minh City JSC	Deputy Director
From 2021 - present	Viet Phuc Hung Yen Joint Stock Company	Director

8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization

	Number of shares owned	**Ownership rate**
- Mr. Nguyen Ngoc Quy	29,495 shares	0,07%
- Authorized representative	0 shares	0%
- Related people	1,323 shares	0,003%

9. Related persons who are also shareholders, insiders of the Issuing Organization

No.	Full Name	Relation ship	Position at Issuer	Number of shares at Issuer	Ownership ratio
1	Nguyen Nam Cao	Brother	None	1,323 shares	0,003%

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	- Salary: 227,445,852 dong - Remuneration: 212,000,000 đồng	- Salary: 320,485,333 dong - Remuneration: 212,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None

10.4 Contracts, transactions being implemented or signed and not yet implemented

- Issuing organization	None
- Subsidiary/Company held by the Issuer control power over 50%	None

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: Mr. Nguyen Ngoc Quy is currently receiving a Director's salary at Viet Phuc Hung Yen Joint Stock Company; and remuneration as Chairman of the Board of Directors at Nagakawa Group Joint Stock Company. *Conflict of Interest Control Plan*: Contracts and transactions between NAG and Mr. Nguyen Ngoc Quy/Viet Phuc Hung Yen Joint Stock Company must be approved by the General Meeting of Shareholders/Board of Directors, comply with the Company's Charter and the Enterprise Law regarding transactions between the Company and related parties.

3.1.2. Ms Nguyen Thi Huyen Thuong - Vice Chairman of the Board of Directors

1. Name:	Nguyen Thi Huyen Thuong	
2. Date of birth:	10/13/1983	
3. Nationality:	Vietnam	
4. Education level:	Master	
5. Professional competence:	Business administration	
6. Positions held at the Issuing Organization:		
Time	Working unit	Position
From 2004 - 2006	Nagakawa Group JSC	Head of Human Resources Administration Department
From 2006 - 2008	Nagakawa Group JSC	Deputy Head of Import-Export Department
From 2008 - 2010	Nagakawa Group JSC	Head of Import-Export Department
From 2010 - 2020	Nagakawa Group JSC	Vice Chairman of the Board cum Deputy Director
From 2020 - present	Nagakawa Group JSC	Vice Chairman of the Board cum General Director
7. Positions held at other organizations: None		
8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:		
	Number of shares owned	**Ownership rate**
- **Ms Nguyen Thi Huyen Thuong**	2,785,136 shares	7.21%

- Authorized representative	0 shares	0%
- Related people	13,931,309 shares	36.07%

9. Related persons who are also shareholders, insiders of the Issuing Organization:

No.	Full Name	Relationship	Position at Issuer	Number of shares at Issuer	Ownership ratio
1	Nguyen Duc Kha	Dad	None	13,931,309 shares	36.07%

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	- Salary: 829,370,000 dong - Remuneration: 176,000,000 dong	- Salary: 805,871,583 dong - Remuneration: 176,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	Không có	Không có

10.3 Contracts, transactions being implemented or signed and not yet implemented:

- Issuing organization	None
- Subsidiary/Company held by the Issuer control power over 50%	None

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None

3.1.3. Ms Truong Dao Hai Ha - Member of the Board of Directors

1. Name:	Truong Dao Hai Ha
2. Date of birth:	10/12/1981
3. Nationality:	Vietnam
4. Education level:	Master degree

5. Professional competence:	Master of Accounting

6. Positions held at the Issuing Organization:

Time	Working unit	Position
From 2013 - 2015	Nagakawa Group JSC	Accounting staff
From 2015 - present	Nagakawa Group JSC	Member of the Board of Directors

7. Positions held at other organizations:

Time	Working unit	Position
From 2015 - present	KLW Vietnam Garment Joint Stock Company	Chief Accountant

8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:

	Number of shares owned	**Ownership rate**
- **Ms Truong Dao Hai Ha**	0 share	0%
- Authorized representative	0 share	0%
- Related people	6,886 shares	0.02%

9. Related persons who are also shareholders, insiders of the Issuing Organization

No.	Full Name	Relationship	Position at Issuer	Number of shares at Issuer	Ownership ratio
1	Dao Gia Dung	Husband	None	6,886 shares	0.02%

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	- Remuneration: 106,000,000 dong	- Remuneration: 106,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None

3.1.4. Mr. Doan Duc Hoa - Independent Member of the Board of Director

1. Name:	Doan Duc Hoa	
2. Date of birth:	11/09/1978	
3. Nationality:	Vietnam	
4. Education level:	Master degree	
5. Professional competence:	Master of Urban Management, Construction Engineer	
6. Positions held at the Issuing Organization:		
Time	Working unit	Position
From 02/2022 - present	Nagakawa Group JSC	Independent Member of the Board of Directors
7. Positions held at other organizations:		
Time	Working unit	Position
From 2004 - 2014	Investment and Construction Joint Stock Company No. 4	Specialist
From 2014 -2019	An Thinh Tien Construction Joint Stock Company	Director
From 2019 - present	Alphanam Group – Project Management Board Muong Hoa Sapa	Deputy Project Management Board
From 2019 - present	Infrastructure Construction Limited Company And Fanxipang Landscape	General Director
8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:		
	Number of shares owned	**Ownership rate**
- **Mr Doan Duc Hoa**	0 share	0%
- Authorized representative	0 share	0%
- Related people	1,351 shares	0.03%
9. Related persons who are also shareholders, insiders of the Issuing Organization		

No.	Full Name	Relationship	Position at Issuer	Number of shares at Issuer	Ownership ratio
1	Dang Thi Lan Phuong	Wife	None	1,351 shares	0.03%

10. Related benefits to the Issuing Organization		
	2024	**2025**
10.1 Remuneration, salary	- Remuneration: 106,000,000 dong	- Remuneration: 106,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	
11. Debts to the Issuing Organization: None		
12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None		

3.1.5. Mr. Pham Anh Tuan - Member of the Board of Director

1. Name:	Pham Anh Tuan
2. Date of birth:	05/27/1977
3. Nationality:	Vietnam
4. Education level:	Bachelor
5. Professional competence:	Bachelor of Chinese

6. Positions held at the Issuing Organization:		
Time	Working unit	Position
Year 2012	Nagakawa Group JSC	Head of Import-Export Department
From 02/2022 - present	Nagakawa Group JSC	Member of the Board of Directors
7. Positions held at other organizations:		
Time	Working unit	Position

From 2013 -2015	KLW Vietnam Garment JSC	Head of Human Resources Administration and Import-Export
From 2016 -2022	KLW Vietnam Garment JSC	Head of Production Department
From 2022 - present	Nagakawa Hung Yen Factory	Director

8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:

	Number of shares owned	**Ownership rate**
- **Mr Pham Anh Tuan**	0 shares	0,00%
- Authorized representative	0 shares	0,00%
- Related people	0 shares	0,00%

9. Related persons who are also shareholders, insiders of the Issuing Organization: None

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	- Remuneration: 106,000,000 dong	- Remuneration: 106,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None

3.2. Supervisory Board Members

3.2.1. Ms. Nguyen Thi Thu Thao - Head of the Supervisory Board

1. Name:	Nguyen Thi Thu Thao
2. Date of birth:	08/10/1977

3. Nationality:	Vietnam
4. Education level:	Bachelor
5. Professional competence:	Bachelor of Accounting

6. Positions held at the Issuing Organization:

Time	Working unit	Time
From 2003 to 2006	Nagakawa Group JSC	Head of production department
From 2007 to 2013	Nagakawa Group JSC	Factory director
From 2012 to present	Nagakawa Group JSC	Head of the Supervisory Board

7. Positions held at other organizations:

Time	Time	Time
From 2001 to 2003	From 2001 to 2003	From 2001 to 2003
From 2014 to present	From 2014 to present	From 2014 to present

8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:

	Number of shares owned	**Ownership rate**
- **Mr Nguyen Thi Thu Thao**	0 share	0,00%
- Authorized representative	0 share	0,00%
- Related people	0 share	0,00%

9. Related persons who are also shareholders, insiders of the Issuing Organization: None

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	- Remuneration: 88,000,000 dong	- Remuneration: 88,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None

3.2.2. Ms. Vu Hai Yen - Member of the Supervisory Board

1. Name:	Vu Thi Hai Yen	
2. Date of birth:	11/13/1983	
3. Nationality:	Vietnam	
4. Education level:	Master degree	
5. Professional competence:	Master of Economic Management	
6. Positions held at the Issuing Organization:		
Time	Working unit	Position
From 2006 - 2013	Nagakawa Group JSC	Cost accountant
From 2017 - present	Nagakawa Group JSC	Member of the Supervisory Board
7. Positions held at other organizations:		
Time	Time	Time
From 2005 - 2006	Accounting Department - Tung Chi Commercial Co., Ltd	Accountant
From 2015 - present	Accounting Department - Anh Tuan JSC	Chief Accountant
8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:		
	Number of shares owned	**Ownership rate**
- **Mr Vu Hai Yen**	0 share	0,00%
- Authorized representative	0 share	0,00%
- Related people	0 share	0,00%
9. Related persons who are also shareholders, insiders of the Issuing Organization: None		
10. Related benefits to the Issuing Organization		
	2024	**2025**
10.1 Remuneration, salary	- Remuneration: 44,000,000 dong	- Remuneration: 44,000,000 dong

10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	
11. Debts to the Issuing Organization: None		
12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None		

1.1.1. Ms. Pham Thi Hue Anh - Member of the Supervisory Board

1. Name:	Pham Thi Hue Anh	
2. Date of birth:	05/24/1980	
3. Nationality:	Vietnam	
4. Education level:	Master degree	
5. Professional competence:	Bachelor of Finance and Accounting, Master of Business Administration	
6. Positions held at the Issuing Organization:		
Time	Working unit	Position
From 2006 - 2011	Nagakawa Vietnam JSC	Accounting staff
From 02/2022 - present	Nagakawa Group JSC	Member of the Supervisory Board
7. Positions held at other organizations:		
Time	Time	Time
From 2002 - 2005	COMA18 JSC	Accounting staff
From 2007 – 2016	FSI technology Commercial Investment and Development JSC	Head of Finance - Accounting Department
From 2016 - present	FSI technology Commercial Investment and Development JSC	Deputy General Director
8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:		

	Number of shares owned	Ownership rate
- **Ms Pham Thi Hue Anh**	0 share	0,00%
- Authorized representative	0 share	0,00%
- Related people	0 share	0,00%
9. Related persons who are also shareholders, insiders of the Issuing Organization: None		
10. Related benefits to the Issuing Organization		
	2024	**2025**
10.1 Remuneration, salary	- Remuneration: 44,000,000 dong	- Remuneration: 44,000,000 dong
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	
11. Debts to the Issuing Organization: None		
12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None		

3.3. Executive Board

3.3.1 Ms Nguyen Thi Huyen Thuong – General Director

As presented in VI.3.1.2.

3.3.2 Ms Huy Thi Dung – Deputy General Director

1. Name:	Huy Thi Dung	
2. Date of birth:	06/01/1979	
3. Nationality:	Vietnam	
4. Education level:	Bachelor	
5. Professional competence:	Bachelor of Accounting	
6. Positions held at the Issuing Organization:		
Time	Working unit	Position

From 2006 - 2007	Nagakawa Group JSC	Chief Accountant
From 2008 - 2010	Nagakawa Group JSC	Chief Accountant - Nagakawa Group JSC Hanoi Branch
From 2010 - present	Nagakawa Group JSC	Chief Accountant
From 2010 - 2021	Nagakawa Group JSC	Chief Accountant
From 2021 – October 2023	Nagakawa Group JSC	Deputy General Director cum Chief Accountant
From October 2023 - present	Nagakawa Group JSC	Deputy General Director

7. Positions held at other organizations:

Time	Working unit	Position
From 2002 - 2005	Lucky Star JSC	Chief Accountant

8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:

	Number of shares owned	**Ownership rate**
- **Ms Huy Thi Dung**	46,098 shares	0.12%
- Authorized representative	0 share	0,00%
- Related people	0 share	0,00%

9. Related persons who are also shareholders, insiders of the Issuing Organization: None

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	Salary: 651,836,692VND	Salary: 601,608,250 VND
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None

3.3.3 Ms Nguyen Thi Bich Thuy - Deputy General Director

1. Name:	Nguyen Thi Bich Thuy	
2. Date of birth:	12/29/1980	
3. Nationality:	Vietnam	
4. Education level:	Bachelor	
5. Professional competence:	Bachelor of Business Administration	
6. Positions held at the Issuing Organization:		
Time	Working unit	Position
From 2022 - present	Nagakawa Group JSC	Deputy General Director
7. Positions held at other organizations:		
Time	Working unit	Position
From 2008 - 2010	Truong Hai Auto JSC	In charge of PR Marketing
From 2010 - 2013	Pamas Clinic Company	Marketing Manager
From 2013 - 2015	Bao Son Group	Business Marketing Director
From 2015 - 2022	KAROFI Group	Managing Director
8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:		
	Number of shares owned	**Ownership rate**
- **Ms Nguyen Thi Bich Thuy**	10,800 shares	0.03%
- Authorized representative	0 share	0,00%
- Related people	0 share	0,00%
9. Related persons who are also shareholders, insiders of the Issuing Organization: None		
10. Related benefits to the Issuing Organization		
	2024	**2025**

10.1 Remuneration, salary	Salary: 580,605,007 VND	Salary: 701,696,583VND
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	
11. Debts to the Issuing Organization: None		
12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None		

3.4 Chief accountant

1. Name:	Trinh Thi Phuong
2. Date of birth:	11/08/1983
3. Nationality:	Vietnam
4. Education level:	Master degree
5. Professional competence:	Master of Accounting

6. Positions held at the Issuing Organization:

Time	Working unit	Position
From 2021 – 10/2023	Nagakawa Group JSC	Head of Finance and Accounting Department
From 10/2023 - present	Nagakawa Group JSC	Chief Accountant

7. Positions held at other organizations:

Time	Working unit	Position
From 2006 - 2007	Shinil Todimax JV Company	General Accountant
From 2007 - 2009	Dai Viet A Tourism Co., Ltd. Chau	General Accountant
From 2009 - 2011	LOD Human Resource Development JSC	Accounting In-charge

From 2011 - 2016	Tam Kim JSC	Chief Accountant
From 2016 - 2018	Tan Viet Biotechnology JSC Tan Viet	Head of Internal Control
From 2018 - 2020	Dong A Plastic Group JSC A	Head of Finance Dept.

8. Number and percentage of securities owned by individuals, authorized representatives and related persons at the Issuing Organization:

	Number of shares owned	**Ownership rate**
- **Ms Trinh Thi Phuong**	520 shares	0.00001%
- Authorized representative	0 share	0,00%
- Related people	0 share	0,00%

9. Related persons who are also shareholders, insiders of the Issuing Organization: None

10. Related benefits to the Issuing Organization

	2024	**2025**
10.1 Remuneration, salary	Salary: 436,214,556 VND	Salary: 319,378,142 VND
10.2 Other benefits (bonuses; shares received under the option program for employees (quantity, price)...)	None	None
10.3 Contracts, transactions being implemented or signed and not yet implemented		
- Issuing organization	None	
- Subsidiary/Company held by the Issuer control power over 50%	None	

11. Debts to the Issuing Organization: None

12. Related interests in other businesses operating in the same industry as the Issuer or that are major customers/suppliers of the Issuer: None

VII. INFORMATION ABOUT THE OFFERING

1. Type of stock

Common stock.

2. Par value of share

10,000 dong/share.

3. Total number of shares offered

19,310,116 shares

4. Total value of shares offered at par value

193,101,160,000 dong

5. Expected offering price

10,000 dong/share.

6. Pricing method

The principles for determining stock prices are based on book value, market value, and an assessment of the degree of share dilution after issuance.

- **Book value: at 12/31/2025**

Book Value/BV per share of Nagakawa Group Joint Stock Company:

BV = Equity / Number of outstanding shares

BV = 477,091,534,585 / 38,620,233 = 12,353 VND/share. *(According to NAG's self-prepared consolidated financial report for Q4 2025).*

BV = 477,387,587,347 / 38,620,233 = 12,361 VND/share. *(According to NAG's self-prepared consolidated financial report for Q4 2025).*

- **Market value:**

The average trading price of NAG shares over the last 30 trading sessions from January 7, 2026 to February 24, 2026 was: 7,677 VND/share.

- **Level of stock dilution:**

On the ex-dividend date, the reference price of the stock will be adjusted according to the following formula:

$$P = \frac{P\,t-1+(I\,x\,PR)}{1+I}$$

Where:

P: is the reference price of the stock on the ex-dividend date (stock price after dilution);

Pt-1: is the stock price before the ex-dividend date (stock price before dilution) – Assumption: VND 11,000/share;

I: is the capital increase ratio, I = 2:1 (shareholders owning 01 NAG share on the record date for exercising the right will receive 01 purchase right, and for every 02 purchase rights, they can buy 01 additional share);

PR: is the price at which the stock will be sold to holders of the purchase right in the new offering – VND 10,000/share

$$P = (11{,}000 + 50\% \times 10{,}000)/(1 + 50\%) = 10{,}667 \text{ (VND)}.$$

7. Distribution methods

The newly issued shares are offered to existing shareholders through a rights issue with a rights exercise ratio of 2:1 (meaning that on the record date for exercising the rights, each shareholder owning 1 share is entitled to 1 right, and for every 2 rights, they can purchase 1 additional new share).

The number of shares that investors do not subscribe to or pay for will be distributed by the Board of Directors as authorized by the General Meeting of Shareholders, based on criteria and selection of investors with the need and financial capacity, at a price no lower than the offering price to existing shareholders (while ensuring that the offering conditions and the rights and obligations of shareholders are no more favorable than those offered to existing shareholders).

This offering is not underwritten.

The handling of shares not subscribed or paid for by investors must comply with the provisions of Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020, and the regulations on capital investment by parent and subsidiary companies as stipulated in Clause 2, Article 195 of the Enterprise Law.

The shares not subscribed or paid for by investors during the subsequent distribution will be subject to a transfer restriction for one year from the date of completion of the issuance, in accordance with Clause 2, Article 42, Decree No. 155/2020/ND-CP dated December 31, 2020.

8. Register to purchase shares

➢ ***Share subscription period***

Within 7 working days from the effective date of the Certificate of Registration for Public Offering, the issuing organization shall announce the offering on mass media in accordance with current laws on securities and the securities market; simultaneously, it shall announce the record

date for shareholders, the ex-dividend date, and the time and place for exercising the rights.

Existing shareholders shall register to exercise their rights or transfer their rights and deposit the share purchase price into the escrow account within a minimum of 20 days as prescribed by law.

- ***Number of shares registered for purchase and minimum number of shares registered for purchase***

This is the number of shares that existing shareholders are entitled to purchase according to the exercise ratio approved by Extraordinary General Meeting Resolution No. 02/2025/NQ-ĐHĐCĐ-NAG dated August 22, 2025.

There is no minimum number of shares that can be purchased.

- ***Payment methods***

Existing shareholders must register to exercise or transfer their rights and deposit the proceeds into the escrow account within a minimum of 20 days as stipulated by law.

- For shareholders who have deposited their securities: Deposit the proceeds for the additional share issuance at the depository member. The amount of the share purchase will be aggregated by the Vietnam Securities Depository and Clearing Corporation and transferred to the Company's escrow account as prescribed;

- For shareholders who have not deposited their securities: Shareholders must register at the Office of Nagakawa Group Joint Stock Company – Hanoi Branch (Address: 3rd Floor, Gold Tower Building, 275 Nguyen Trai Street, Khuong Dinh Ward, Hanoi City, Vietnam) within the share distribution period and deposit the proceeds into the escrow account

- ***Transfer of shares***

After the Company completes the offering and finalizes the securities registration changes, the newly issued shares will be allocated by the Vietnam Securities Depository and Clearing Corporation to the securities accounts of shareholders who have deposited their securities. Shareholders who have not deposited their securities will receive the Certificate of Ownership of the newly issued shares at the Office of Nagakawa Group Joint Stock Company - Hanoi Branch (Address: 3rd Floor, Gold Tower Building, 275 Nguyen Trai Street, Khuong Dinh Ward, Hanoi City, Vietnam), or have the information about the new number of shares added to their already issued Certificate of Ownership.

- ***Plan for handling unsold shares***

The Board of Directors has full authority to decide on the distribution of shares not subscribed for/rejected by existing shareholders at a price no lower than the offering price. Any shares not

fully sold during the subsequent distribution will be subject to a one-year transfer restriction from the date of completion of the issuance.

9. Proposed Share Distribution Schedule

No.	Content of Work	Time
1	Certificate of Registration for Offering is Effective	T
2	Publicize information about the offering on mass media public	T to T+7
3	Determine the final ownership list closing date, create and provide final ownership list	T+7 to T+14
4	Coordinate with VSDC, BVSC to allocate and announce purchase right to shareholders	T+14 to T+21
5	Register to exercise rights, transfer rights and pay to buy shares into Escrow Account	T+21 to T+42
6	Summarize the exercise of purchase rights of existing shareholders. Prepare a report to the BOD for the BOD to decide on how to handle unsold shares (if any)	T+43 to T+55
7	Handling unsold shares	T+55 to T+60
8	Report the results of the issuance to the SSC	T+62
9	Carry out additional depository procedures and register additional listing	T+72

The actual route may change depending on Nagakawa's needs, while ensuring compliance with relevant laws and regulations.

10. Restrictions on the transfer of shares

Shares issued to existing shareholders and those receiving transfer of subscription rights from existing shareholders are not subject to transfer restrictions.

Fragmented shares, or shares not subscribed for or paid for by investors during subsequent distributions, will be subject to transfer restrictions for one year from the date of completion of the issuance, in accordance with Clause 2, Article 42, Decree No. 155/2020/ND-CP dated December 31, 2020.

11. Blocked account receives funds for stock purchases

All proceeds from the offering will be transferred to the Nagakawa Group Joint Stock

Company's blocked account as follows:

- Bank Name: Vietnam Commercial and Industrial Bank - Thanh An Branch

- Account Number: 111602719666

- Account Name: NAGAKAWA GROUP JOINT STOCK COMPANY

12. Measures to ensure compliance with regulations on foreign ownership

The Company's Board of Directors has approved a plan to ensure the issuance of shares complies with regulations on foreign investor ownership ratios as follows:

- Shareholders of the Company who are foreign investors and economic organizations with foreign investors owning more than 50% of the charter capital at the time of closing the shareholder list for exercising rights are only permitted to:

(i) Exercise rights according to the approved capital increase plan;

(ii) And/or transfer the right to purchase (sell/buy) with other foreign investors and other economic organizations with foreign investors owning more than 50% of the charter capital in the offering to existing shareholders;

(iii) Sell the right to purchase to Vietnamese investors;

(iv) Not accept the transfer of the right to purchase from Vietnamese shareholders.

- In the event that shares are not issued by shareholders exercising their rights during the capital increase plan, the Company's Board of Directors shall not distribute these shares to foreign investors or economic organizations in which foreign investors own more than 50% of the charter capital.

13. Related taxes

➢ **VAT:**

Based on Article 1 of Government Decree No. 44/2023/ND-CP dated June 30, 2023, on the policy of reducing value-added tax according to Resolution 101/2023/QH15 dated June 24, 2023, of the National Assembly, the Company is currently applying a Value-Added Tax rate of 8% as prescribed by law.

➢ **Corporate Income Tax:**

Based on (1) Law amending and supplementing a number of articles of the Law on Corporate Income Tax No. 32/2013/QH13 dated June 19, 2013; (2) Decree No. 218/2013/ND-CP dated December 26, 2013 detailing a number of articles of the Law on Corporate Income Tax and the Law amending and supplementing a number of articles of the Law on Corporate Income Tax; (3) Circular No. 96/2015/TT-BTC dated June 22, 2015, guiding Corporate Income Tax under Decree No. 12/2015/ND-CP dated February 12, 2015, of the Government detailing the implementation

of the Law amending and supplementing a number of articles of the Laws on taxes and amending and supplementing a number of articles of the Decrees on taxes and amending and supplementing a number of articles of Circular No. 78/2014/TT-BTC dated June 18, 2014; (4) Circular No. 119/2014/TT-BTC dated August 25, 2014; (5) Circular No. 151/2014/TT-BTC dated October 10, 2014, of the Ministry of Finance; (6) Circular No. 96/2015/TT-BTC dated June 22, 2015, of the Ministry of Finance; (7) Circular No. 80/2021/TT-BTC dated September 29, 2021 of the Ministry of Finance guiding the implementation of some articles of the Law on Tax Management and Decree No. 126/2020/ND-CP dated October 19, 2020 of the Government detailing some articles of the Law on Tax Management, Corporate Income Tax of the Company is calculated based on taxable income in the year with an applicable tax rate of 20%.

➢ **Other taxes:**

For individual investors:

Income from dividends and income from the transfer of shares is subject to Personal Income Tax at the following tax rates:

- Income from the transfer of securities:

+ For domestic investors: the tax rate on income from the transfer of securities is 0.1% on the selling price of each securities transfer as stipulated in Point 2, Article 16 of Government Decree No. 12/2015/ND-CP dated February 12, 2015, detailing the implementation of the Law amending and supplementing a number of articles of the Laws on Taxes and amending and supplementing a number of articles of the Decrees on Taxes.

+ For foreign investors: Income from securities transfers is subject to a Personal Income Tax rate of 0.1% on the total amount received from the transfer, as stipulated in Point 2, Article 20 of Circular No. 111/2013/TT-BTC dated October 1, 2013, on "Income from capital investment and income from capital transfer".

- Income from dividends: According to Circular No. 111/2013/TT-BTC, income of individuals from dividends is considered taxable income with a flat tax rate of 5%. In the case of investors receiving dividends in cash, Personal Income Tax is calculated by multiplying the dividend paid each time by the tax rate of 5%. In the case of receiving dividends in the form of shares or bonus shares, investors are not required to pay tax upon receiving the shares. However, when transferring these shares, the investor is obligated to pay tax and the tax rate will be the same as for transferring securities.

For institutional investors:

- Income from securities transfer: Domestic organizations: According to Circular No. 78/2014/TT-BTC dated June 18, 2014, income from capital transfer and securities transfer is other income subject to a Corporate Income Tax rate of 22% (from January 1, 2016, the Corporate

Income Tax rate will be 20%).

Specifically for foreign enterprises and foreign organizations operating in Vietnam not under the Enterprise Law or the Investment Law, income from the transfer of securities will be subject to corporate income tax at a rate of 0.1% on taxable revenue, as guided by Circular No. 103/2014/TT-BTC dated August 6, 2014.

- Income from dividends: exempt from tax as stipulated in Clause 6, Article 4 of the 2008 Corporate Income Tax Law.

14. Information about commitments

The company commits to ensuring compliance with the regulations under Decree 155/2020/ND-CP and the Regulations on listing securities on the Stock Exchange regarding the listing of additional shares within thirty (30) days from the date of completion of the public offering of additional shares or from the date of issuance of the amended Business Registration Certificate. The specific time is guided in section VII.9 of this prospectus.

- Immediately after the completion of the public offering of shares, Nagakawa Group Joint Stock Company commits to:

+ Reporting the issuance results to the State Securities Commission;

+ Submitting documents and carrying out the registration of additional deposit for all shares actually offered to the public in accordance with the regulations of the Vietnam Securities Depository and Clearing Corporation;

+ Submitting documents and carrying out the registration of additional listing for all shares actually offered to the public at HNX.

15. Information about other securities offered or issued in the same tranche:

None.

VIII. PURPOSE OF THE OFFER

The offering is conducted in accordance with Resolution No. 02/2025/NQ-ĐHĐCĐ-NAG of the Extraordinary General Meeting of Shareholders 2025 dated August 22, 2025, and the Board of Directors of the Company approving the plan to issue additional shares to existing shareholders and other related documents. Accordingly, the total amount of capital expected to be raised from the offering is **VND 193,101,160,000**, and the purpose of this offering is to repay the Company's outstanding loans.

IX. PLAN FOR USING THE PROCEEDS RAISED FROM THE OFFERING

1. Expected amount of money to be raised from the issuance

Expected amount of money to be raised from the issuance

Item	Number of shares issued	Expected price (dong)	Expected amount collected (dong)
Offering additional shares to the public	**19,310,116**	10,000	193,101,160,000
Sum	**19,310,116**		193,101,160,000

2. Plan for using the capital raised from the issuance

The total amount of capital expected to be raised from the offering is **VND 193,101,160,000**. The company plans to use all proceeds from the offering to repay its bank loans, specifically as follows:

No.	Objectives	**Estimated capital expenditure (VND)**	**Projected capital utilization schedule**
1	Repaying the loan to Vietnam Joint Stock Commercial Bank for Industry and Trade (Vietinbank) *According to credit agreement No. 1504/2025 – HĐCVHM/NHCT320 - HTGT dated April 16, 2025*	100,000,000,000	Q4/2025 – Q1/2026
2	Repayment of loans to the Vietnam Investment and Development Bank (BIDV) *According to credit agreement No. 01/2024/367653/HĐTD dated September 15, 2024 and credit agreement No. 01/2025/367653/HĐTD dated October 31, 2025*	93,101,160,000	Q4/2025 – Q1/2026
Sum		**193,101,160,000**	

- In the event that the Company fails to sell all registered shares within the stipulated offering period, and the proceeds from the offering are insufficient, the priority order for the purpose, amount of funds, and other funding sources will be as follows:

+ Priority order: The actual proceeds from the offering will be prioritized for disbursement to

repay maturing loans from the aforementioned banks according to the principle: loans due first will be repaid first, regardless of the bank, ensuring payment obligations and optimizing the Company's capital utilization efficiency.

+ Amount of funds and other funding sources: To achieve the purposes approved by the Extraordinary General Meeting of Shareholders, depending on the actual situation, the Board of Directors will implement the following solutions:

(i) Request an extension of the offering period to continue selling the remaining shares, ensuring compliance with legal regulations;

(ii) Supplement the remaining capital deficit through other forms such as bank loans, corporate bond issuance, and other solutions in accordance with the law and the Company's internal regulations to implement the set plans.

- For temporarily idle funds not yet used, based on actual needs, the Board of Directors has the right to decide to open term deposit contracts to earn interest while ensuring compliance with the capital utilization plan approved by the General Meeting of Shareholders, the interests of shareholders and the Company.

3. Detailed information on the proposed use of funds for implementation

3.1. Repayment of loan from Vietinbank according to Loan Agreement No. 1504/2025 – HĐCVHM/NHCT320 - HTGT dated April 16, 2025

- Lender: Vietnam Joint Stock Commercial Bank for Industry and Trade (Vietinbank).

- Relationship between Vietinbank and the Company and its related parties: None.

- Loan limit: VND 400,000,000,000.

- Interest rate: As stated on each Promissory Note.

- Loan term: The loan term for each loan is calculated from the day following the date the Lender disburses the loan until the date the Borrower must repay the entire principal and interest. The loan term for each loan is stated on the Promissory Note but is not more than 7 months. In the case of deferred payment L/C/UPAS L/C: The total loan term + deferred payment period of the L/C/UPAS L/C payment period shall not exceed 7 months.

- Loan purpose: To supplement working capital for production and business activities.

- Expected repayment period: Q1 and Q2 of 2026.

- Outstanding loan balance as of January 14, 2026: VND 396,517,370,634.

3.2. Repay the loan from BIDV according to Loan Agreement No. 01/2025/367653/HĐTD dated October 31, 2025

- Lender: Vietnam Investment and Development Bank (BIDV).

- Relationship between BIDV and the Company and its related parties: None.

- Loan limit: VND 400,000,000,000 (Including the entire outstanding short-term loan balance, guarantee balance, and L/C issuance balance of the Customer at the Bank, carried over from specific short-term loan agreements, guarantee agreements, and L/C issuance agreements under Loan Limit Agreement No. 01/2024/367653/HĐTD dated September 15, 2024).

- Interest rate: As stated on each promissory note.

- Loan term: Determined according to each specific loan agreement.

- Loan purpose: To supplement working capital, issue guarantees, and open L/Cs to support the Customer's production and business activities.

- Expected repayment period: Q1 and Q2 of 2026.

- Outstanding loan balance as of January 19, 2026: VND 386,638,247,246.

X. PARTNERS INVOLVED IN THE OFFERING

1. Audit organization:

NHAN TAM VIET AUDIT COMPANY LIMITED

Head Office: 2nd Floor, Platinum Residences Building, 06 Nguyen Cong Hoan Street, Giang Vo Ward, Hanoi City, Vietnam.

Phone: (84-24) 3761 3399 Fax: (84-24) 3761 5599

2. Consulting organization:

BAO VIET SECURITIES JOINT STOCK COMPANY

Address: 8 Le Thai To Street, Hoan Kiem Ward, Hanoi City, Vietnam

Phone: (84-24) 3928 8080 Fax: (84-24) 3928 9888

➢ **Opinion of the Consulting Organization on the offering:**

Based on the issuance plan approved by the Extraordinary General Meeting of Shareholders, the Company plans to offer 19,310,116 shares to existing shareholders at a ratio of 2:1 with an offering price of VND 10,000 per share.

As of now, the average trading price of NAG shares over the past 30 trading sessions (from January 7, 2026 to February 24, 2026) is VND 7,677 per share. This price is currently lower than the par value and the offering price to existing shareholders (VND 10,000 per share). However, it can be said that the price movement of NAG shares in the past period is only a short-term fluctuation. After receiving the Certificate of Registration for the share offering from the State Securities Commission, the expected time for exercising the right to purchase for existing shareholders is Q2/2026. At that time, the price movement of NAG shares on the market could be affected by many factors such as: the macroeconomic situation, market conditions, and the company's business results in 2025... Depending on the economic outlook of Vietnam in 2026, as well as the business performance of NAG, the price movement of NAG shares in 2026 may change, thereby reflecting the likelihood of success of the offering.

Please note that the above comments are given from the perspective of an advisory organization, based on selectively collected information and based on securities finance theory, and do not imply a guarantee of the value of the securities or the certainty of the forecasts. This commentary is for reference only when investors make their own investment decisions.

XI. OTHER IMPORTANT INFORMATION THAT MAY AFFECT INVESTOR DECISIONS

None.

XII. APPENDIX

1. Business Registration Certificate of Nagakawa Group Joint Stock Company (25th amendment registered on September 22, 2025).
2. Resolution of the Extraordinary General Meeting of Shareholders of Nagakawa Group Joint Stock Company No. 02/2025/NQ-ĐHĐCĐ-NAG dated August 22, 2025.
3. Resolution of the Board of Directors of Nagakawa Group Joint Stock Company No. 11/HĐQT/NQ-NAG dated October 21, 2025 approving the public offering of shares.
4. Resolution of the Board of Directors of Nagakawa Group Joint Stock Company No. 13/HĐQT/NQ-NAG dated October 21, 2025 on the plan to ensure the issuance of shares meets the regulations on foreign investor ownership ratio.
5. Charter of Organization and Operation of Nagakawa Group Joint Stock Company.
6. Audited separate and consolidated financial statements for 2023 and 2024 of Nagakawa Group Joint Stock Company.
7. Reviewed separate and consolidated semi-annual financial statements for 2025 of Nagakawa Group Joint Stock Company.
8. Self-prepared separate and consolidated financial statements for Q4.2025 of Nagakawa Group Joint Stock Company.

Phu Tho, February 26th 2026

NAGAKAWA GROUP JOINT STOCK COMPANY

CHAIRMAN OF THE BOARD OF DIRECTORS

(signed)

Nguyen Ngoc Quy

GENERAL DIRECTOR

(signed)

Nguyen Thi Huyen Thuong

CHIEF ACCOUNTANT

(signed)

Trinh Thi Phuong

BAO VIET SECURITIES JOINT STOCK COMPANY

GENERAL DIRECTOR

(signed)

Nhu Dinh Hoa