

STATEMENT

Approval of policies for transaction with Related Parties

**Respectfully to: ANNUAL GENERAL MEETING OF SHAREHOLDERS OF CLEVER
GROUP CORPORATION**

- Pursuant to the Enterprise Law No. 59/2020/QH14 and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 and guiding documents;
- Pursuant to the Charter of Clever Group Corporation;
- Based on the functions and duties of the Board of Directors,

To meet the business needs of and bring economic and strategic values to the Company, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for its consideration and approval of the policy regarding transactions arising during operation between Clever Group Corporation and its related parties as follows::

1. To approve of signing of contracts, transactions whose values are equal to or greater than 35%, or transactions leading to the total transaction whose value arising within 12 months from the date of the first transaction are equal to or greater than 35% of the total asset value of the Corporation indicated in the latest published financial statements, specifically as follows:
 - Signatories: Transactions between Clever Group Corporation and related parties according to the provisions of Clause 1, Article 167 of the Enterprise Law.
 - The representative of the Company signing the contract or transaction must notify the members of the BOD about the subjects related to such contract or transaction and enclose it with the draft contract or the main content of the transaction. The BOD shall decide on the approval of the contract or transaction within 15 days from the date of receipt of the notice. This contract must bring economic efficiency and benefits to the Company. In case of damage to the Company, the BOD and related parties must compensate for the arising damage and return to the Company the benefits obtained from the performance of the contract.
 - The main contents of the Transaction include: Transactions related to service provision, purchase and sale, supply, rental and lease of equipment, machinery, tools, means of production, assets; securities/capital trading; sale, liquidation of assets and investments of the Company, Subsidiaries; financial investment, project investment, loan and lending transaction, guarantee, implementation of security measures excluding the granting of loans, guarantee with Shareholders and related parties in accordance with the provisions of the laws.
 - Specific value of the transactions varies from time to time and each specific activity, on the basis of ensuring the interests of the Company.

2. Implementation time: From the date approved by the 2024 AGMS to the 2025 AGMS. Previously approved decision of the General Meeting of Shareholders having contents contrary to this Statement will be invalidated from the date when this Statement is approved.
3. The Board of Directors approves of these transactions and is responsible for reporting to the next year's Annual General Meeting of Shareholders. These transactions must comply with the provisions of the laws on reporting and information disclosure.
4. Assign the Legal Representative to: Assign to the Legal Representative to: (i) decide on the specific terms and conditions of the contract(s) or transaction(s) that has been aforementioned approved by the GMS and BOD; (ii) sign and implement/terminate the execution of the contract(s) or transaction(s) to ensure compliance with the laws and the benefits of the Company; and (iii) be responsible for the contract(s) and transaction(s) with related parties.

To respectfully submit to the GMS for consideration and approval.

Recipients:

- As above submission;
- Saved internally./.

**PP. BOARD OF DIRECTORS
CHAIRMAN OF BOARD OF DIRECTORS**

NGUYỄN KHÁNH TRÌNH