

**CLEVER GROUP  
CORPORATION****SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness**

No: 01/2025/NQ-DHDCD.ADG

Hanoi, date 24 month 4 year 2025

**RESOLUTION  
2025 Annual General Meeting of Shareholders****2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CLEVER GROUP CORPORATION**

- Pursuant to the Enterprise Law No. 59/2020/QH14 and guiding documents;
- Pursuant to the Securities Law No. 54/2019/QH14 and guiding documents;
- Pursuant to the Company Charter of Clever Group Corporation;
- Pursuant to the reports and statements from the 2025 Annual General Meeting of Shareholders;
- Pursuant to the minutes of the Annual General Meeting of Shareholders of Clever Group Corporation dated April 24, 2025,

**TO RESOLVE THAT**

**Article 1. Approval of the 2024 Separate Financial Statements and the Consolidated Financial Statements audited by CPA Vietnam Auditing Company Limited – Northern Branch.**

**Article 2. Approval of 2024 profit distribution plan**

The company has not plan to distribute its 2024 profits in 2025.

**Article 3. Approval of the 2025 Business Plan**

*Unit: Million VND*

Categories	2024 Plan	2024 Performance	Achievement ratio	2025 Plan
Parent Company's Revenue	405,000	366,636	90.5%	435,000
Parent Company's After-tax Profit	30,400	13,682	45.0%	22,500
Consolidated Revenue	590,000	464,186	78.7%	560,000
Consolidated After-tax Profit	53,440	21,030	39.4%	30,800

**Article 4. Approval of the complete Statement No. 02/2025/TTr-HĐQT.ADG dated April 2, 2025, regarding the approval of the 2024 Operation Report and its accompanying Reports, including:**

- The 2024 Operation Report of the Board of Directors No.02/2025/BC-ADG, dated April 2, 2025 (Report attached)
- The 2024 Operation Report of the Executive Board No.03/2025/BC-ADG, dated April 2, 2025 (Report attached)

- The 2024 Operation Report of the Audit Committee No.04/2025/BC-ADG, dated April 2, 2025 (Report attached)
- The 2024 Operation Report of the independent Board members in the Audit Committee No.05/2025/BC-ADG, dated April 2, 2025 (Report attached)

**Article 5. Approval of the complete Statement No.03/2025/TTr-HĐQT.ADG dated April 2, 2025, regarding the selection of the auditing company for the 2025 Financial Statements.**

1. CPA Vietnam Auditing Company Limited;
2. Deloitte Vietnam Company Limited;
3. UHY Auditing & Consulting Company Limited;
4. Moore AISC Auditing and Informatics Services Company Limited

Authorization is granted to the Board of Directors to select one of the four auditing companies listed above to audit the Company's 2025 Financial Statements, determine audit cost levels, and sign service contracts with the independent auditing firm.

**Article 6. Approval of the complete Statement No.04/2025/TTr-HĐQT.ADG dated April 2, 2025, regarding the policy on transactions between the Company and related parties (Statement attached)**

**Article 7. Approval of the complete Statement No.05/2025/TTr-HĐQT.ADG dated April 2, 2025, regarding the amendment of the Company's business lines and the Company Charter corresponding to the changes, specifically:**

**1. Changes in the company's business lines:**

Addition of the following business lines:

No.	Supplemented business lines	Business codes	Main business line
1	Wholesale of computers, computer peripheral equipment and software	4651	
2	Retail sale of computers, peripheral units, software and telecommunications equipment in specialized stores	4741	
3	Software publishing	5820	
4	Computer programming activities	6201	
5	Computer consultancy and computer system management	6202	
6	Data processing, hosting and related activities (Except for data processing relating to telecommunications)	6311	

**2. Amendment to the Company Charter:**

The Company Charter will be amended to align with the changes in business lines.

Specifically, Clause 1 of Article 4 concerning the Company's business lines in the Charter will be revised. The amended Charter is enclosed.

3. Other content is mentioned in the Statement No.05/2025/TTr-HĐQT.ADG.

**Article 8. Approval of the dismissal of a Board member:**

Considering Mr. Lee SangSeok's Resignation Letter request dated April 2, 2025, the AGMS unanimously approves the dismissal of Mr. Lee SangSeok from the position of Board member.

Effective date of dismissal: April 24, 2025.

**Article 9. Approval of the election result for a Board member**

Mr. Seo JeongKyo is elected as a Board member effective from April 24, 2025.

Term: According to the current term of the Board of Directors, specifically: Term 2023 – 2028, from April 15, 2023, to April 15, 2028.

Mr. Seo JeongKyo has rights and duties as stipulated in the Company Charter, Internal governance regulations, and applicable laws.

**Article 10. Entry into force**

This Resolution was unanimously approved by the Annual General Meeting Of Shareholders on April 24, 2025.

The Board of Directors is authorized to implement the content approved in this Resolution and fulfill the obligation to disclose information in accordance with legal regulations.

Members of the Board of Directors, Executive Board, and relevant individuals, departments, or divisions are responsible for enforcing this Resolution in compliance with legal regulations and the Company Charter of Clever Group Corporation.

**Recipients:**

- As Article 10;
- Shareholders;
- SSC; HOSE;
- Saved internally./.

**PP. GENERAL MEETING OF SHAREHOLDERS**

**Chairman of Board of Directors**

**NGUYEN KHANH TRINH**