THE SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom - Happiness

No.: 40/CDL.2025

Ho Chi Minh City, March 10th, 2025

# INFORMATION DISCLOSURE

- To: The State Securities Commission of Vietnam;
  - Vietnam Stock Exchange;
  - Ho Chi Minh Stock Exchange.
- Name of organization: REE Corporation Share code: REE Address: 364 Cong Hoa Street, Ward 13, Tan Binh District, Ho Chi Minh City, Vietnam Telephone: 84-28-38100017 Email: ree@reecorp.com
   Fax: 84-28-38100337 Website: www.reecorp.com
- Content of disclosure: REE Corporation respectfully announced the Materials for the Annual General Meeting of Shareholders for the fiscal year 2024.
- This information was published on the REE's website on March 10<sup>th</sup>, 2025 as in the link https://www.reecorp.com.

REE hereby certify that information provided is true and correct and we bear full responsibility to the law.



364 Cong Hoa Street, Ward 13, Tan Binh District, HCMC Tel: 84-28-38100017 – Website: www.reecorp.com



Ho Chi Minh City, March 10th, 2025

# INVITATION

# The Annual General Meeting For The Fiscal Year 2024

#### To: Shareholders

CÔNG TY CÔ PHÂN DIÊN LANH

> Alain Xavier Cany Chairman

The Board of Directors of REE Corporation would like to invite Shareholders to attend the Annual General Meeting ("AGM") for the fiscal year 2024:

Time:	08:00, Tuesday, April 1 <sup>st</sup> , 2025 (reception from 07:30)
Venue:	e.town 1 Building Meeting Hall
	(364 Cong Hoa Street, Ward 13, Tan Binh District, Ho Chi Minh City, Vietnam)
Participants:	Shareholders of REE registered per the shareholder list finalised on February 28th, 2025.
Admission:	Shareholders are kindly requested to bring the Invitation and ID card (for Vietnamese citizens), or Passport (for Foreign nationals), or Introduction letter (for Institutional Shareholders).
	In case of proxy, Shareholders are kindly requested to complete the Power of Attorney form per the attachment or available on the Company website at www.reecorp.com.
Agenda:	<ul> <li>Report on the Company's strategy and the implementation of the AGM's resolution dated March 29<sup>th</sup>, 2024;</li> </ul>
	<ul> <li>Report on business operations and results in 2024. Business objectives and outlook for 2025;</li> </ul>
	<ul> <li>Profit distribution plan for the fiscal year 2024;</li> </ul>
	<ul> <li>Approving the amending and supplementing of the Company's Charter;</li> </ul>
	<ul> <li>Election of additional Board Member for the remaining term of 2023 – 2027;</li> <li>Other AGM matters.</li> </ul>
Materials:	All relevant materials of the AGM will be posted on REE's website (www.reecorp.com).
Others:	To ensure adequate preparation, Shareholders are kindly requested to confirm attendance by telephone or e-mail; return the Power of Attorney form to REE by post, fax or e-mail before 5:00 PM, March 31 <sup>th</sup> , 2025. Alternatively, Shareholders may visit our website to confirm attendance or delegate the Board of Directors to vote in the AGM:
	<ul> <li>Telephone: 84-28-3810 0017 Ext.: 237 (<i>Ms. Huong – Finance Department</i>)</li> <li>Fax: 84-28-3810 0337</li> </ul>
	Email: huong.ll@reecorp.com     Website: www.reecorp.com
Parking for AGM	
	<ul> <li>Motorbikes: entrance at Gate No. 5 (Ap Bac Street), parking in the e.town 4 Building basement.</li> </ul>
	<ul> <li>Cars: entrance at Gates No. 1 &amp; 3 (Cong Hoa Street) and Gate No. 6 (Ap Bac Street), parking per security staff instruction.</li> </ul>
This announcem	ent replaces the Invitation Letter in case Shareholders have not received REE's invitation.
	Board of Directors
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#### SOCIALIST REPUBLIC OF VIETNAM

Independence- Freedom- Happiness

\_\_\_\_\_, March \_\_\_\_\_, 2025

#### **POWER OF ATTORNEY**

#### RE: ATTENDANCE AND EXERCISE OF SHAREHOLDER'S RIGHTS AT THE ANNUAL GENERAL MEETING FOR THE FISCAL YEAR 2024

#### To: REE Corporation

1-	In	e Authorising party ("Principal"):
	Na	me of Shareholder:
	ID/	Passport/Business Registration No.:
	Da	te of issue: Place of issue:
	Ad	dress:
		ephone:
11-	The	e Authorised party ("Proxy"): (please mark "X" to select)
		Board of Directors of REE Corporation
		Other: (please fill out the information below)
		Name of Individual/Organization:
		ID/Passport/Business Registration No.:
		Date of issue:
		Address:
		Telephone:

The Principal and the Proxy mutually agree on the followings:

#### Article 1: Scope of the Power of Attorney

The Proxy shall be entitled to represent the shares which are currently held by the Principal (based on the shareholder list finalised on February 28<sup>th</sup>, 2025) to attend and exercise the shareholder rights at the Annual General Meeting for the fiscal year 2024 of REE Corporation, to be held on April 1<sup>st</sup>, 2025.

#### Article 2: Responsibilities

. . . . . . .

The Principal shall be fully responsible for this authorisation and raises no objection regarding the volume of shares currently held based on the shareholder list finalised on February 28<sup>th</sup>, 2025. The Proxy undertakes to strictly comply with the scope of the Power of Attorney stated in Article 1. Further authorisation from the Proxy is not allowed.

#### **Article 3: Duration**

This Power of Attorney shall take effect from the signing date and remain valid until the end of April 1<sup>st</sup>, 2025.

The Authorising Party (Signature, full name and seal) The Authorised Party (Signature, full name and seal)

Shareholders unable to attend the meeting may authorize another person to attend, or shareholders may visit the Company website at www.reecorp.com to delegate the Board of Directors to vote in the AGM.



# MATERIALS

# The Annual General Meeting for the Fiscal Year 2024



53, street, Ward 13, Tan Binh District, HCMC 38160017 Website: www.reecorp.com



# THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

# THE ANNUAL GENERAL MEETING AGENDA

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1	Opening:
1	The opening statement – Introduction to the attending delegates
2	Report on the shareholders' ratio attending the Annual General Meeting ("AGM")
3	Approving the Presiding AGM panel, Secretary, and Board election committee of the AGM.
4	Approving the AGM's agenda.
5	Approving the regulations for the proceeding of the AGM.
11	The AGM agenda:
1	Report on the implementation of the AGM's resolution dated March 29 <sup>th</sup> , 2024 and the company's development strategy.
2	Report of business results in 2024 and the Business plan for 2025 (Report presented in the Annual Report)
3	Report of the BOD's independent members in the Audit Committee.
4	Proposal on the appointment of the Independent Auditor for the year 2025
5	Proposal on Profit distribution for fiscal year 2024 and the dividend plan for 2025.
6	Proposal on remuneration of the Board of Directors and its Subcommittees in 2025.
7	Proposal on amending and supplementing the Company's Charter
8	Proposal on relinquishing of Board Member and List of the candidates for election of additional Board Members for the remaining term of 2023 - 2027.
	Election of additional Board Members:
9	- Approving the election rules
	- The election proceeding
111	Discussion and voting:
1	AGM discussion by shareholders and voting by shareholders on the proposals and matters above.
2	Election results of additional Board Members for the remaining term of 2023 – 2027.
3	Approving the AGM's Minutes of meeting and AGM's Resolution.
IV	Closing.

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# THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

# RULES OF PROCEDURE

#### 1 General regulations

- 1.1 The Rules of Procedure are for use to convene the Annual General Meeting of Shareholders ("Meeting") of REE Corporation.
- 1.2 These Rules specify the rights and obligations of the parties in the Meeting as well as the conditions and procedures for conducting the meeting.
- 1.3 Shareholders and related parties shall be responsible for compliance with the provisions of these Rules.

#### 2 Rights and Obligations of the Presiding Committee

- 2.1 The Presiding Committee consists of the Chairwoman, the members of the Board of Directors *(if any)* and the General Director. The Chairwoman is also the Chairperson presiding over the Meeting.
- 2.2 Duties of the Presiding Committee:
  - Chair the Annual General Meeting of Shareholders for the fiscal year 2024;
  - Conduct the Meeting in accordance with the procedures and in a manner that reflects the wishes of the majority of shareholders and/or participating shareholder representatives;
  - Guide shareholders in discussing, the order of discussion, and conclude necessary issues for the Meeting to vote on;
  - Answer questions raised by the Meeting;
  - Present to the Meeting and collect voting opinions of the shareholders on issues at the Meeting according to the principle of majority.

# 3 Rights and Obligations of the Secretariat

- 3.1 The Secretary shall be introduced by the Organising Committee of the Annual General Meeting of Shareholders and is responsible to the Chairwoman and the Meeting for its tasks.
- 3.2 Rights and obligations of the Secretariat:
  - Record full and accurate minutes of the Meeting;
  - Assist the Chairperson in publishing the draft documents, conclusions, decisions of the Meeting and the Chairperson's announcement to shareholders upon request;
  - Receive the registration forms for speaking of the shareholders.

# 4 Rights and Obligations of the Vote Counting Committee

- 4.1 The Vote Counting Committee is nominated by the Organising Committee and approved by the Annual General Meeting of Shareholders.
- 4.2 Rights and Obligations of the Vote Counting Committee:
  - To inspect and supervise the voting of shareholders and/or shareholder representatives;
  - To conduct the counting of votes;
  - To prepare a minute of vote counting and announce it to the Meeting;
  - Deliver all voting ballots and minutes of vote counting to the Secretariat.

- 5 Rights and Obligations of the Committee for Checking the Conditions for Convening the Annual General Meeting of Shareholders
  - 5.1 The Committee for Checking the Conditions for Convening the Meeting is nominated by the Board of Directors.
  - 5.2 The Committee for Checking the Conditions for Convening the Meeting shall check the eligibility of shareholders attending the Meeting, distribute materials relevant to the Meeting and report to the Meeting on the results of the check on conditions for convening the Meeting.
  - 6 Rights and Obligations of Shareholders Attending the Annual General Meeting of Shareholders 6.1 Attendance conditions:

Shareholders or proxies who own the voting shares of the company on February 28<sup>th</sup>, 2025 (*the last record date*) are entitled to attend the Annual General Meeting of Shareholders for the fiscal year 2024.

- 6.2 Rights and Obligations of Eligible Shareholders Attending the Meeting:
  - Each shareholder or proxy must bring identification (ID card or passport ...), an invitation letter or Power of Attorney form to the Meeting to present to the Committee for Checking the Conditions for Convening the Meeting to check the shareholder's eligibility to attend. Shareholders are only officially allowed to attend and vote at the Meeting after completing the registration procedures and verifying that their shareholder or proxy status is valid with the Committee for Checking the Conditions for Convening the Meeting.
  - Each shareholder attending the meeting will receive meeting materials including: reading materials, ballot papers for the Board of Directors, voting cards, questions and writing papers. The ballots/cards will have the shareholder's code, number of shares owned, and the shareholder is responsible for immediately notifying the Committee for Checking the Conditions for Convening the Meeting of any errors related to the shareholder's information (*if any*).
  - Shareholders attending the Meeting are responsible for attending the Meeting from start to finish. In the event a shareholder, for force majeure reasons, has to leave before the end of the Meeting, they must contact the Organising Committee of the Meeting to notify and submit in writing their personal opinions on the issues to be voted on at the Meeting. In the event a shareholder leaves the meeting before the end of the Meeting without notifying and submitting in writing their personal opinion to the Organising Committee, that shareholder shall be deemed to have agreed to all matters to be voted on at the Meeting. During the meeting, shareholders who need to go outside the hall for personal reasons need to maintain order to avoid disturbing other shareholders as well as disrupting the meeting process and the work of the Chairperson.
  - A proxy authorised by a shareholder to attend the meeting is not allowed to re-authorise to another person.
  - During the meeting, shareholders must comply with the guidance of the Chairperson, conduct themselves respectfully and not cause disorder.
  - Shareholders must be disciplined in their speech, and comply with the rules for using and preserving documents.
  - Shareholders or proxies attending the Meeting must strictly comply with the Rules of Procedure of the Meeting. Shareholders or proxies attending the Meeting who violate these Rules, depending on severity, will be considered by the Chairperson and subject to appropriate response measures in accordance with Point b, Clause 7, Article 146 of the Enterprise Law 2020.

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Shareholders and proxies attending the Meeting who arrive late have the right to register immediately, then have the right to participate and vote immediately at the Meeting, but the Chairperson is not responsible for stopping the Meeting for late shareholders to register and the validity of preceding voting will not be affected.

#### 7 Convening the Meeting

The Annual General Meeting of Shareholders shall be convened when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares on February 28<sup>th</sup>, 2025 (*the last record date*).

#### 8 Discussion during the Meeting

When asking questions or expressing opinions, shareholders may write the content of their question on a question form and submit it to the Presiding Committee or raise their hand to request to speak. Shareholders may only begin speaking when invited to do so by the Chairperson. Each shareholder may speak for no more than three (03) minutes. The content of the speech should be concise and avoid repetition.

#### 9 Voting Procedures

- 9.1 Shareholders or their proxies vote on issues at the Meeting by raising their voting cards.
- 9.2 Shareholders or their proxies who are entitled to attend the meeting have the right to vote on all matters under the authority of the Annual General Meeting of Shareholders. The voting right corresponds to the number of owned shares and/or the number of authorized shares.
- 9.3 Issues voted on at the meeting shall be passed when approved by a majority of shareholders owning and/or representing more than 50% or 65% of the total number of voting shares of all shareholders present at the Meeting, in accordance with the provisions of Clauses 1 and 2 of Article 20 of the Company's Charter.

#### 10 Elections

Specified in detail in the Rules of Election attached to the Meeting documents.

# **11** Terms of Implementation

- 11.1 The above are the Rules of Procedure of the Annual General Meeting of Shareholders for the 2024 fiscal year of REE Corporation with 11 (eleven) items.
- 11.2 REE Corporation, all shareholders and proxies attending the Annual General Meeting of Shareholders for the fiscal year 2024 shall be responsible for the implementation of these Rules.



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# THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

# REPORT OF THE BOARD OF DIRECTORS' INDEPENDENT MEMBER IN THE AUDIT COMMITTEE

The Audit Committee would like to report to the Annual General Meeting ("AGM") the results of operations and supervision in 2024 as follows:

#### I. Audit Committee composition and activities:

#### 1. Committee composition:

The Audit Committee under the Board of Directors ("BOD") of REE Corporation includes 2 members, of which:

No.	Full name	Position	Title	Start/End date
1	Do Le Hung	Independent member of BOD	Chairman	Starting from 31 March 2023
2	Hsu Hai Yeh	Non-executive members of BOD	Member	Starting from 31 March 2023

#### 2. Audit Committee operating mechanism:

The Audit Committee operates in accordance with the Audit Committee Operating Regulations issued by the Board of Directors pursuant to the Company Charter and current regulations (Law on Enterprise 2020, Law on Securities 2019, Decree 155 Guiding the Law on Securities, Circular 116 Guiding the Law on Enterprise 2020 and Decree 155).

#### 3. Audit Committee meetings and members attendance:

No.	Member	Meeting attendance	Attendance ratio
1	Mr. Do Le Hung	4/4	100%
2	Ms. Hsu Hai Yeh	4/4	100%

#### 4. Remuneration and operating expenses of the Audit Committee:

- Details of the Audit Committee members' remuneration are presented in the Board of Directors' activity report. In addition to this remuneration, the Audit Committee members do not receive any other benefits or remuneration.
- The Audit Committee's operating expenses for 2024 were in compliance with the company's internal regulations..

#### 5. Supervisory activities on Corporate governance matters conducted by Audit Committee:

- The Audit Committee supervises corporate governance matters via the meetings, deliberations and practices relating to the issuance of the Board of Directors' resolutions; supervises the compliance with the issued resolutions and supervises the delegation of powers and duties between the Board of Directors and General Director.
- Supervisory activities of the Audit Committee are conducted via the reporting and correspondence with the Board of Management, Chief Financial Officer, Chief Accountant, Head of Internal Audit, Head of Internal Control and Risk Management, Head of Legal and

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independent auditors.

- In the course of carrying out its tasks, the Audit Committee coordinates well with members of the Board of Directors, the members of the Board of Management, the relevant management staff, and consistently receives cooperation from the Board of Management.
- The Audit Committee reports the results of its supervision to the Board of Directors on a quarterly or ad hoc basis.

#### II. Audit Committee supervision results:

- 1. Implementation of Board of Directors resolutions and recommendations of the Audit Committee:
  - All critical issues were openly discussed amongst the Board of Directors. The issues were thoroughly discussed, evaluated and went through a consensus decision-making process before any resolutions were issued.
  - The CEO and the Board of Management constantly adheres to and implements the issued resolutions from the Board of Directors.
  - The Audit Committee supervisory reports were reviewed by the Board of Directors. Approved recommendations were transferred to the Board of Management and relevant departments for implementation.

#### 2. Financial reporting and accounting system:

- The Audit Committee approved the 2024 audited financial statements of the Group. The 2024 audited financial statements were prepared and presented in accordance with the Vietnam Accounting Standards (VAS). No material errors were recognised that could impair the reliability of financial statements.
- The Audit Committee periodically reviewed quarterly and interim financial statements, and clarified key financial and investment information.
- No unusual fluctuations in any material asset items or business results were discovered. Accounting policies and principles underlying accounting provisions were consistently applied and had no significant changes. Any new developments in the application of accounting policies were thoroughly reviewed, evaluated, discussed and agreed upon by the Audit Committee and the independent auditors before implementation.

#### 3. Transactions with related parties:

 Transactions with related parties were rigorously controlled and complied with prevailing regulations, the Company Charter and the Company's regulations relating to controlling transactions with related parties, no material matters were discovered. In 2024, the company issued a Conflict of Interest Management Regulation. This regulation has supported the company in enhancing the effectiveness of monitoring transactions with related parties.

#### 4. Internal control and risk management system:

- Substantial improvements have been recorded in risk management and internal control activities.
- Operational procedures have been issued to member companies of the Group, with key risks identified and monitored, allowing for timely discovery, assessment and appropriate response.
- Key difficulties, impediments and risks are identified and promptly reported or raised at monthly Management meetings with the attendance of the highest level of management for decisive and effective response and resolution.
- The Company has planned and is piloting a risk management method and process in a

Report of the BOD's independent member in the Audit Committee

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number of business units prior to scaling them more widely across the entire Group. The self-assessment control method has also been gradually implemented, raising the management responsibility of the heads of units in relation to potential key risks.

- Over the past year, due to unforeseeable fluctuations in the global and domestic economic and financial situation, market, financial and credit risks remained at a high level and have adversely impacted business activities. The Board of Directors and the Board of Management are deeply aware of these challenges and have therefore closely followed and given prompt direction to mitigate risks that could negatively affect the achievement of business goals.
- 5. Internal audit:
  - Internal audit plays an important role in corporate governance and has been organised in accordance with the prevailing regulations and widely accepted practices.
  - The internal audit team has assisted the Board of Management in promptly identifying emerging key risks, weaknesses in the internal control and risk management system, and recommended appropriate solutions to enhance the effectiveness of risk control and management.
  - In 2024, the internal audit team completed its assignments in the approved annual work plan.
  - The Audit Committee maintains oversight to ensure internal audit activities are quality and effective.
  - Over the past year, the Board of Directors has focused on strengthening internal audit resources to meet the company's audit needs and the expectations of the Audit Committee.

#### 6. Legal compliance matters:

- The Group's legal team supports the business units on legal issues, monitors and regularly updates relevant laws and regulations relating to corporate governance and industry regulations, as well as evaluate the legal risks of relevant policies and the specific matters to make appropriate recommendations to ensure the Group's legal compliance.
- The Audit Committee conducted quarterly legal risk evaluation based on the reports of the Board of Management to ensure appropriate control of identified legal risks.

#### 7. Assess the results and quality of the independent audit firm:

Audit Committee assessed that Ernst & Young Vietnam have fulfilled their responsibilities and duties pursuant to the audit contract signed with theGroup, met the expectations of Audit Committee in key criteria including: reliability, honesty and quality of the audit report on the financial statements; compliance with the required audit deadline; compliance with codes of professional ethics, guarantee of independence and neutrality when making the auditor's opinion.

On behalf of the Audit Committee

Do Le Hung Chairman of the Audit Committee

Report of the BOD's independent member in the Audit Committee

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# THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

#### PROPOSAL

#### Appointment of the Independent Auditor for 2025

#### Dear Shareholders,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly dated June 17<sup>th</sup> 2020 and documents guiding the implementation of the Law on Enterprises;
- Pursuant to REE Corporation's Charter;
- Pursuant to the list of auditing companies approved by the State Securities Commission;
- To enhance business performance, financial transparency, risk management, and deliver value to stakeholders.

The Board of Directors of REE Corporation respectfully submits to the Annual General Meeting of Shareholders for the fiscal year 2024 ("AGM") the following principles and proposals for appointing an independent auditor to audit the Company's 2025 financial statements:

#### 1. Principles and guidelines for appointing the independent auditor:

- Reputable international auditing companies are allowed to operate in Vietnam and are approved by the State Securities Commission to audit organisations and public companies.
- The auditing company has a team of highly qualified auditors, with priority given to companies with extensive experience in auditing businesses operating in the fields of refrigeration, electrical and mechanical engineering, real estate, and energy.
- There is no conflict of interest.
- Fees are reasonable and appropriate for the scope of audit required by REE Corporation.

#### 2. Proposal to appoint the independent auditor for the 2025 financial statements

The Board of Directors of REE Corporation respectfully submits to the Annual General Meeting of Shareholders to authorise the Board of Directors or the Audit Committee to appoint one of the following four auditing companies to audit the 2025 financial statements of REE Corporation:

- Deloitte Vietnam Company Limited
- Ernst & Young Vietnam Company Limited
- KPMG Vietnam Company Limited
- Price Waterhouse Cooper Vietnam Company Limited



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# THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

#### PROPOSAL

# Profit Distribution for the Fiscal Year 2024 and Dividend Plan for the Fiscal Year 2025

Dear Shareholders,

- Pursuant to the Company's Charter on profit distribution;
- Pursuant to the Annual General Meeting's resolution for the fiscal year 2023 held on March 29<sup>th</sup>, 2024;
- Pursuant to the consolidated financial statements of REE Corporation for the financial year ending December 31<sup>st</sup>, 2024, audited and confirmed by Ernst & Young Vietnam Ltd.

The Board of Directors proposes to the Annual General Meeting ("AGM") the Profit Distribution Plan for 2024 as follows:

	Unit: VNL
2024 Profit after tax (1)	1,993,385,852,649
- Less associate companies' 2024 equity accounting profit	(717,040,007,469)
- Add cash dividends received from associate companies in 2024	939,494,592,363
2024 Distributable profit	2,215,840,437,543
2024 Dividend proposed at 25% (2), in which:	1,177,533,500,000
- 10% cash dividend	471,013,400,000
- 15% share dividend (100:15 share split)	706,520,100,000
Retained earnings (1) – (2)	815,852,352,649

#### I. Dividend for 2024:

#### 1. 2024 cash dividends

Pursuant to the Annual General Meeting's resolution for the fiscal year 2023 held on March 29<sup>th</sup>, 2024, the Board of Directors has approved to pay cash dividends for 2024 as follows:

- Dividend: 10%/par value (1,000 VND/share)
- Payment method: in cash
- Source of payment: the Company's undistributed earnings
- The last record date: February 28th, 2025
- Payment date: April 4<sup>th</sup>, 2025

#### 2. 2024 share dividends:

The Board of Directors proposes share dividends for 2024 of 15% on the charter capital with the Plan to issue dividend shares as follows:

- Share name: share of REE Corporation
- Share type: common shares
- Form of share: registered shares
- Share par value: VND 10,000/share (ten thousand Vietnamese Dong per share)



- Issuance purpose: paying 2024 dividends in shares
- Source of share dividends: the Company's retained earnings
- Number of shares to be issued: 70,652,010 shares
- Total par value: VND 706,520,100,000
- Share issue ratio: 100:15 (Shareholders receive 15 new shares for every 100 owned shares)
- Issue plan and handling of odd shares:
  - Shareholders holding restricted shares are entitled to receive dividend payments in shares for 2024.
  - Transfer of right to dividend shares: Shareholder's right to receive 2024 dividend shares is not transferable.
  - Shares issued for 2024 dividend payment are transferable after listing of the shares.
  - Rounding and handling of odd shares (*if any*): The number of shares to be distributed will be rounded down to the nearest unit. The remaining number of odd shares will be cancelled.
- Dividend shares issued to: the Shareholder list, to be finalised after obtaining approval for dividend share issue from the authorities.
- Estimated time of issue: within 2025

The Board of Directors proposes that the Annual General Meeting authorises the Board of Directors to implement the following:

- Issue 2024 dividend shares after obtaining approval from the State Securities Commission.
- After share issuance, authorise the Board of Directors to complete relevant procedures for share registration with the Vietnam Securities Depository and Clearing Corporation, register for listing of the issued shares on Ho Chi Minh City Stock Exchange, and register for a charter capital increase corresponding to the number of issued shares at the competent state management agency.
- Performing the other related procedures to complete the assigned tasks.
- The Board of Directors is authorised to delegate to the General Director to perform some all of the specific tasks mentioned above.

#### II. Dividend plan for 2025:

With the strategy of sustainable development and growth, and to ensure the equity capital investment and development of new projects, the Board of Directors proposes to the Annual General Meeting of Shareholders to approve:

- The maximum cash dividend advance payment for 2025 is 10% of charter capital; and
- Authorise the Board of Directors to decide on the implementation time, perform other related procedures to implement and complete the advance dividend payment for 2025.



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#### THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

#### PROPOSAL

#### Remuneration of the Board of Directors and Board Committees

#### Dear Shareholders,

The Board of Directors reports on the remuneration of the Board of Directors and Board Committees in 2024 and the proposal for 2025 as follows:

- Remuneration of the Board of Directors and Board Committees in 2024:

The resolution of the Annual General Meeting ("AGM") for the fiscal year 2023 held on March 29<sup>th</sup>, 2024 approved the total remuneration for the Board of Directors and Board Committees for the fiscal year 2024 to be VND 11,280,000,000. Total remuneration paid in 2024 was VND 10,710,000,000.

 Proposed remuneration of the Board of Directors and Board Committees in 2025: The Board of Directors hereby proposes the total remuneration of the Board of Directors and Board Committees for the fiscal year 2025 will be VND 11,280,000,000.

On behalf of the Board of Directors Alain Kavier Cany Charman

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#### THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

#### PROPOSAL

#### Amending, supplementing the Company's Charter

Dear Shareholders,

- Pursuant to the Law on Enterprise No. 59/2020/QH14 issued by the National Assembly dated June 17<sup>th</sup>, 2020, effective from January 1<sup>st</sup>, 2021;
- Pursuant to the Law on Securities No. 54/2019 issued by National Assembly dated November 26<sup>th</sup>, 2019, effective from January 1<sup>st</sup>, 2021;
- Pursuant to Law No. 03/2022/QH15 issued by National Assembly dated January 11<sup>th</sup>, 2022, effective from March 1<sup>st</sup>, 2022;
- Pursuant to the Decree No. 155/2020/ND-CP issued by the Government dated December 31<sup>st</sup>, 2020, elaboration of some articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC issued by the Ministry of Finance dated December 31<sup>st</sup>, 2020, providing guidance on some issues of corporate governance applicable to public companies in accordance with Decree No. 155/2020/ND-CP dated December 31<sup>st</sup>, 2020 of the Government, elaboration of some articles of the Law on Securities;
- Based on the operation needs of REE Corporation.

The current Charter of REE Corporation has been amended and supplemented to align with the contents of the above legal documents and the Company's business operation needs. However, upon review, the Company identified that there are still some clauses of the Charter that are not consistent with the legal documents on wording. Therefore, the Board of Directors would like to seek the approval of the Annual General Meeting of Shareholders ("AGM") on April 1<sup>st</sup>, 2025 to approve the further modification and supplementation of Company's Charter to complete the revised Charter of the Company as attached in the Appendix.

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# APPENDIX

# ATTACHED PROPOSAL AMENDING, SUPPLEMENTING THE COMPANY'S CHARTER AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE FISCAL YEAR 2024 April 1<sup>st</sup>, 2025

Π	Current Charter	Proposed Amendments and Supplements	Reasons
1	Article 5. The charter capital, shares and founding shareholders		
2	<ul> <li>Clause 2:</li> <li>2. The Company can change its charter capital when the General Meeting of Shareholders approves and in accordance with the provisions of law.</li> <li>Article 19. Procedures for conducting the meeting and voting at a start of the start o</li></ul>	<ul> <li>Proposal to amend Clause 2 with the following content:</li> <li>2. The Company can change its charter capital when the General Meeting of Shareholders approves and/or in accordance with the provisions of law.</li> <li>General Meeting of Shareholders</li> </ul>	Amended to comply with Articles 132 and 133 of the Law on Enterprises.
	<ul> <li>Clause 2:</li> <li>2. Upon registration of shareholders, the company shall issue a voting ballot to each shareholder or proxy with voting rights which shall indicate registration number, full name of the shareholder, full name of the proxy and number of votes of such shareholder. Voting shall be executed by agreeable, non-agreeable and non-opinion vote. The total number of the affirmative and negative votes and abstentions in respect of each issue shall be announced by the Chairperson of the meeting immediately after voting on such issue. The General Meeting of Shareholders shall elect a person who shall be responsible to count the votes or supervise the counting of votes at the request of the Chairperson. The number of members of the Vote-Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson.</li> </ul>	<ul> <li>Proposal to amend Clause 2 with the following content:</li> <li>2. Upon registration of shareholders, the company shall issue a voting ballot to each shareholder or proxy with voting rights which shall indicate registration number, full name of the shareholder, full name of the proxy and number of votes of such shareholder. Voting shall be executed by agreeable, non-agreeable and non-opinion vote. The total number of the affirmative and negative votes and abstentions in respect of each issue shall be announced by the Chairperson of the meeting immediately after voting on such issue. The General Meeting of Shareholders shall elect a person who shall be responsible to count the votes or supervise the counting of votes at the request of the Chairperson. The number of members of the Vote-Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson.</li> </ul>	Amend the phrase "phiếu biểu quyết" ("voting ballot" in Vietnamese) for consistency throughout the Charter.



Π	Current Charter	Proposed Amendments and Supplements	Reasons
3	Article 20. Approving the resolutions of General Meeting of Sha	reholders	
	<ul> <li>Clause 1:</li> <li>1. Except for the case stipulated in Clause 2 and Clause 3 of Article 20, the resolutions of the General Meeting of Shareholders must be passed by more than 50% of the total votes of the Shareholders who are present in person at the meeting.</li> <li>a. Approval of annual financial statement;</li> <li>b. Short-term and long-term development plan of the company;</li> <li>c. Removal and dismissal member of the Board of Directors;</li> <li>d. And other issues.</li> </ul>	<ul> <li>Proposal to amend Clause 1 with the following content:</li> <li>1. Except for the case stipulated in Clause 2 and Clause 3 of Article 20, the resolutions of the General Meeting of Shareholders must be passed by more than 50% of the total votes of the Shareholders attending and voting at the meeting.</li> <li>a. Approval of annual financial statement;</li> <li>b. Short-term and long-term development plan of the company;</li> <li>c. Removal and dismissal member of the Board of Directors;</li> <li>d. And other issues.</li> </ul>	Amended to comply with Clause 5, Article 7 of Law No. 03/2022/QH15 (amended Clauses 1 and 2, Article 148 of the Law on Enterprises).
4	<ul> <li>Article 20. Approving the resolutions of General Meeting of Sha</li> <li>Clause 2:</li> <li>2. Resolutions of the General Meeting of Shareholders on amendment of and supplement to the Charter, on classes of shares and quantity of shares offered for sale; merger, re- organization and dissolution of the Company, Change of the company management structure establishment of subcommittees within the Board of Directors, change of business lines and sectors, investment projects or sales of assets equal to or greater than 35% of the total assets of the Company and its subsidiaries based on the most recent audited financial statements, will only be approved 65% or more of the total votes of the Shareholders who are present at the meeting of the General Meeting of Shareholders.</li> </ul>	<ul> <li>Proposal to amend Clause 2 with the following content:</li> <li>2. Resolutions of the General Meeting of Shareholders on amendment of and supplement to the Charter, on classes of shares and quantity of shares offered for sale; merger, re- organization and dissolution of the Company, Change of the company management structure establishment of subcommittees within the Board of Directors, change of business lines and sectors, investment projects or sales of assets equal to or greater than 35% of the total assets of the Company and its subsidiaries based on the most recent audited financial statements, will only be approved 65% or more of the total voting ballots of the Shareholders attending and voting at the meeting of the General Meeting of Shareholders.</li> </ul>	Amended to comply with Clause 5, Article 7 of Law No. 03/2022/QH15 (amended Clauses 1 and 2, Article 148 of the Law on Enterprises).

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Π	Current Charter	Proposed Amendments and Supplements	Reasons
5	Article 23. Demand for cancellation of resolutions of the Gener	al Meeting of Shareholders	
	<ul> <li>Within ninety (90) days from the date of receipt of a meeting minutes of the General Meeting of Shareholders or the minutes of results of counting written opinion forms at the General Meeting of Shareholders, Shareholders, groups of Shareholders stipulated at Clause 2 Article 115 of Law on Enterprise shall have the right to request a court or an arbitration to consider and cancel a resolution of the General Meeting of Shareholders in the following cases:</li> <li>1. The formality and procedures for convening a meeting of the General Meeting of Shareholders did not comply with the Law on Enterprises and this Charter, except for the case stipulated at Clause 2 Article 152 of Law on Enterprise.</li> <li>2. The content of the resolution breached the Law or this Charter. <ul> <li>In case where a resolution of the General Meeting of Shareholders is cancelled in accordance with a decision of a court or an arbitration, the convenor of a meeting of the General Meeting of Shareholders at which such resolution is cancelled may consider re-organizing the General Meeting of Shareholders at which such resolution is cancelled may consider re-organizing the General Meeting of Shareholders at which such resolution is cancelled may consider re-organizing the General Meeting of Shareholders at which such resolution is cancelled may consider re-organizing the General Meeting of Shareholders within thirty (30) days in accordance with the sequence and procedures stipulated in the Law on Enterprise and this Charter.</li> </ul> </li> </ul>	<ul> <li>Proposal to amend Article 23 with the following content:</li> <li>Within ninety (90) days from the date of receipt of a resolution or a meeting minutes of the General Meeting of Shareholders or the minutes of results of counting written opinion forms at the General Meeting of Shareholders, Shareholders, groups of Shareholders stipulated at Clause 2 Article 115 of Law on Enterprise shall have the right to request a court or an arbitration to consider and cancel a resolution of the General Meeting of Shareholders in the following cases:</li> <li>1. The formality and procedures for convening a meeting of the General Meeting of Shareholders constitute material violations of the Law on Enterprises and this Charter, except for the case stipulated at Clause 2 Article 152 of Law on Enterprise.</li> <li>2. The content of the resolution breached the Law or this Charter.</li> <li>In case where a resolution of the General Meeting of Shareholders is cancelled in accordance with a decision of a court or an arbitration, the convenor of a meeting of the General Meeting of Shareholders at which such resolution is cancelled may consider re-organizing the General Meeting of Shareholders within thirty (30) days in accordance with the sequence and procedures stipulated in the Law on Enterprise and this Charter.</li> </ul>	Amended to comply with Article 151 of the Law on Enterprises.

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Π	Current Charter	Proposed Amendments and Supplements	Reasons
6	Article 28. Meetings of the Board of Directors		
	<ul> <li>Clause 1:</li> <li>1. Initial meeting of a new term of the Board of Directors in order to elect a Chairperson and to pass other resolutions within its authority must be conducted within seven (07) working days from the date of completing the election of the Board of Directors for that term. Such a meeting shall be convened by the member who obtains the highest number of votes. If two or more members obtain the same highest number of votes, such members shall elect a person amongst them to convene the meetings of the Board of Directors by a majority vote.</li> </ul>	<ul> <li>Proposal to amend Clause 1 with the following content:</li> <li>1. Initial meeting of a new term of the Board of Directors in order to elect a Chairperson and to pass other resolutions within its authority must be conducted within seven (07) working days from the date of completing the election of the Board of Directors for that term. Such a meeting shall be convened by the member who obtains the highest number of votes. If two or more members obtain the same highest number of votes, such members shall elect a person amongst them to convene the meetings of the Board of Directors by a majority vote.</li> </ul>	Amend the sentence to clarify its meaning (in Vietnamese) while preserving the original intent of the clause.
7	Article 28. Meetings of the Board of Directors		
	<ul> <li>Clause 3:</li> <li>3. Extraordinary meetings: The Chairperson must convene meetings of the Board of Directors, shall not be delayed without a legitimate reason, when any of the following subjects makes a written request specifying the purpose of the meeting and the issues to be discussed: <ul> <li>a. Independent member of the Board of Directors;</li> <li>b. General Director or at least another five (05) Executives;</li> <li>c. At least two (02) members of the Board of Directors.</li> </ul> </li> </ul>	<ul> <li>Proposal to amend Clause 3 with the following content:</li> <li>3. Extraordinary meetings: The Chairperson must convene meetings of the Board of Directors, shall not be delayed without a legitimate reason, when any of the following subjects makes a written request specifying the purpose of the meeting and the issues to be discussed: <ul> <li>a. Independent member of the Board of Directors;</li> <li>b. General Director or at least another five (05) Executives;</li> <li>c. At least two (02) members of the Board of Directors.</li> </ul> </li> </ul>	Amend to comply with Point c Clause 2 Article 157 Law on Enterprises (in Vietnamese).
8	Article 38. Appointment, dismissal, rights and responsibilities of	f General Director	
	<ul> <li>Clause 4:</li> <li>4. Dismissal: Board of Directors may dismiss the General Director when majority members of the Board of Directors with the voting rights approve for it and appoint a new General Director as replacement.</li> </ul>	<ul> <li>Proposal to amend Clause 4 with the following content:</li> <li>4. Dismissal: Board of Directors may dismiss the General Director when majority members of the Board of Directors with the voting rights approve for it and appoint a new General Director as replacement.</li> </ul>	Amend the sentence to clarify its meaning (in Vietnamese) while preserving the original intent of the clause.



Π	Current Charter	Proposed Amendments and Supplements	Reasons
9	Article 55. Effective date		
	<b>Clause 1:</b> This Charter consists of 58 Articles, approved by the General Meeting of Shareholders of REE Corporation amended, supplemented, and approved together the context of this Charter enters into force at the General Meeting of Shareholders on <b>March 29<sup>th</sup></b> , <b>2024</b> .	<b>Proposal to amend Clause 1 with the following content:</b> This Charter consists of 58 Articles, approved by the General Meeting of Shareholders of REE Corporation amended, supplemented, and approved together the context of this Charter enters into force at the General Meeting of Shareholders on April 1 <sup>st</sup> , 2025.	The Charter takes effect from the date it is approved by the Annual General Meeting of Shareholders.



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364 Cong Hoa Street, Ward 13, Tan Binh District, HCMC Tel: 84-28-38100017 Website: www.reecorp.com



# THE ANNUAL GENERAL MEETING OF SHAREHOLDERS April 1<sup>st</sup>, 2025

# VOTING RULES FOR ELECTING Additional member of the Board of Directors for the remaining term of 2023 – 2027

- Pursuant to Clause 3, Article 20 of REE Corporation's Charter;
- Pursuant to Clause 3, Article 148 of the Enterprise Law passed by the National Assembly on June 17<sup>th</sup>, 2020.

Voting rules for electing additional Board Member for the remaining term of 2023 – 2027 of REE Corporation is shown below:

#### 1. Number and term:

- Number: 1 (one) member of the Board of Directors
- Term: the remaining term of 2023 2027

#### 2. Rule of electing: Method of cumulative voting

The clause 3 of Article 148 of the Enterprise Law specified: Unless otherwise prescribed by the company's charter, the voting of members of the Board of Directors and the Board of Controllers must be conducted using cumulative voting. Under this method, each shareholder possesses a total number of votes equal to the number of shares they hold multiplied by the number of members to be elected to the Board of Directors or the Board of Controllers. Shareholders have the right to allocate all or a portion of their votes to one or more candidates. The elected members of the Board of Directors or the Board of Controllers are determined by ranking candidates based on the number of votes received, from highest to lowest, until the required number of members as stipulated in the company charter is reached. In the event that two or more candidates receive the same number of votes for the final seat on the Board of Directors or the Board of Controllers, a re-election shall be held among those candidates with equal votes, or the selection shall be made based on voting regulations or the company charter.

In which:

- Total votes of each shareholder = Total ownership shares x 1 (number of members to be elected).
- Voting rate = (Total votes for candidate/total shares of shareholders attended at the meeting) x 100%.

#### 3. Voting principle:

- The voting ballot is printed in blue-color paper, chopped with the red seal of REE Corporation.
- The voting ballot:
  - Part 1: the code of shareholder, total shares owned and total shares for voting
  - Part 2: List of candidates
- One voting ballot represents the voting rights corresponding to the number of shares held by Shareholders.



# How to vote:

Shareholders should enter the number of votes for each candidate in the corresponding blank box under the column "Number of votes for the candidates".

- Principles of being elected:
  - The candidate with the highest number of votes will be elected to the Board of Directors.
  - In the event that two or more candidates receive the same number of votes for the final seat, a re-election shall be held among those candidates with equal votes, or the selection shall be made as prescribed by the company.

# Template of voting ballot:

	ANNUAL GENERA	E CORPORATION AL MEETING OF SHAREHOLDERS April 1 <sup>st</sup> , 2025	FORM
		April 1 , 2023	
	V	OTING BALLOT	
	THE BC	DARD OF DIRECTORS	
	FOR THE REMA	AINING TERM OF 2023 – 2027	
		Part I	
Code of share	holder: 0001	raiti	
	s owned: 2,000 shares		
	$2,000 \times 1 = 2,000 \text{ votes}$		
	2,000 2,000		
		Part II	
	Lis	st of candidates	
No.	Full name	Number of votes for the (write the number of votes in	And and the state of the second s
1			
2			

# Notes:

- 1. Shareholders are only entitled to vote for the candidates within the total number of owned shares, the total number of votes for the candidates must be less than or equal to the total number of votes owned by the shareholder.
- 2. If the shareholder does not accumulate votes for the candidates, then the space shall be left blank and the vote shall be deemed valid.
- 3. The valid election ballot:
  - The total number of votes for the candidates is less than or equal to the total number of votes of shareholders;
  - The number of votes for the candidate is written in numbers or in words in the blank boxes in the column "Number of votes for the candidates";
  - A blank ballot.

4. The invalid ballot:

- Mark an X in the box for one or more candidates;
- Shareholder erase or rubbed out the candidate's name, delete, correct, add or name incorrectly which is not included in the list of candidates, or adding other information/symbols;



- Shareholders vote in excess of their total votes;
- The form is not issued by the company or without a company seal;
- The ballot is not intact;
- Shareholders vote in "%" of votes.
- 5. Principle of vote counting:
  - The vote counting shall be carried out by the Vote Counting Committee in the witness of the shareholders;
  - The voting starts when the delivery of voting ballots is completed and ends up when the last shareholder puts his/her voting ballot into the ballot box;
  - · The vote counting must be carried out right after the closing of voting;
  - The result of vote counting must be made in writing and announced by the Vote Counting Committee in the witness of the Annual General Meeting of Shareholders.

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SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom - Happiness

No.: \_\_\_\_/2025/ÐHĐCĐ-NQ

Ho Chi Minh City, April 1st, 2025

# THE ANNUAL GENERAL MEETING'S RESOLUTION OF REE CORPORATION

# *Re: Approval of reports and proposals submitted to the Annual General Meeting for the fiscal year 2024 on April 1st, 2025*

#### THE ANNUAL GENERAL MEETING OF REE CORPORATION

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17<sup>th</sup>, 2020;
- Pursuant to the Charter of REE Corporation;
- Pursuant to the Meeting Minutes of the Annual General Meeting for the fiscal year 2024 ("AGM") held on April 1<sup>st</sup>, 2025.

#### **RESOLVED THAT**

<u>Article 1:</u> Report on the implementation of the AGM's resolution dated March 29<sup>th</sup>, 2024, and the Company's development strategy by the Board of Directors.

#### Article 2: Report on business results in 2024 and the Business Plan for 2025

2024 business results:

- Revenue : VND \_\_\_\_\_\_ billion, an increase/decrease of \_\_\_\_\_% over 2023
- Profit after tax : VND \_\_\_\_\_\_ billion, an increase/decrease of \_\_\_\_\_% over 2023

2025 business plan:

- Revenue : VND \_\_\_\_\_ billion, an increase/decrease of \_\_\_\_% over 2024
- Profit after tax : VND \_\_\_\_\_\_ billion, an increase/decrease of \_\_\_\_\_% over 2024
- Article 3: Report on activities of the Audit Committee.

Article 4: Report of the BOD's independent member in the Audit Committee.

Article 5: Appointment of the Independent Auditor for the fiscal year 2025

The AGM authorized the Board of Directors or the Audit Committee to appoint one of the following four auditing companies to audit the 2025 financial statements of REE Corporation:

- Deloitte Vietnam Company Limited
- Ernst & Young Vietnam Company Limited
- KPMG Vietnam Company Limited
- Price Waterhouse Cooper Vietnam Company Limited

# <u>Article 6:</u> Profit distribution for the fiscal year 2024 and dividend plan for the fiscal year 2025 2024's profit distribution

	Unit: VND
2024 profit after tax (1)	1,993,385,852,649
- Less associate companies' 2024 equity accounting profit	(717,040,007,469)
- Add cash dividends received from associate companies in 2024	939,494,592,363
2024 distributable profit	2,215,840,437,543
2024 dividend proposed at 25% (2), in which:	1,177,533,500,000
- 10% cash dividend	471,013,400,000
- 15% share dividend (100:15 share split)	706.520.100.000
Retained earnings (1) – (2)	815,852,352,649

#### Dividend for 2024:

#### 1- 2024 cash dividends:

- The Board of Directors has proposed to pay cash dividends for 2024 as follows:
- Dividend: 10%/par value (1,000 VND/share)
- Payment method: in cash
- Source of payment: the Company's undistributed earnings
- The last record date: February 28<sup>th</sup>, 2025
- Payment date: April 4<sup>th</sup>, 2025

#### 2- 2024 share dividend:

The Annual General Meeting of Shareholders approved share dividend for 2024 of 15% on the charter capital with the Plan to issue dividend shares as follows:

- Share name: share of REE Corporation
- Share type: common shares
- Form of share: registered shares
- Share par value: VND 10,000/share (ten thousand Vietnamese Dong per share)
- Issuance purpose: paying 2024 dividends in shares
- Source of share dividends: the Company's retained earnings
- Number of shares to be issued: 70,652,010 shares
- Total par value: VND 706,520,100,000
- Share issue ratio: 100:15 (Shareholders receive 15 new shares for every 100 owned shares)
- Issue plan and handling of odd shares:
  - Shareholders holding restricted shares are entitled to receive dividend payments in shares for 2024.
  - Transfer of right to dividend shares: Shareholder's right to receive 2024 dividend shares is not transferable.
  - Shares issued for 2024 dividend payment are transferable after listing of the shares.
  - Rounding and handling of odd shares (*if any*): The number of shares to be distributed will be rounded down to the nearest unit. The remaining number of odd shares will be cancelled.
- Dividend shares issued to: the Shareholder list, to be finalised after obtaining approval for dividend share issue from the authorities.
- Estimated time of issue: within 2025.

The Annual General Meeting authorised the Board of Directors to implement the following:

- After share issuance, authorise the Board of Directors to complete relevant procedures for share registration with the Vietnam Securities Depository and Clearing Corporation, register for listing of the issued shares on Ho Chi Minh City Stock Exchange, and register for a charter capital increase corresponding to the number of issued shares at the competent state management agency.
- Performing the other related procedures to complete the assigned tasks.

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The Board of Directors is authorised to delegate to the General Director to perform some or all
of the specific tasks mentioned above.

#### Dividend plan for 2025:

The Annual General Meeting of Shareholders approved the maximum advance cash dividend payment for 2025 is 10% of charter capital, and authorised the Board of Directors to decide on the implementation time, perform other related procedures to implement and complete the advance dividend payment for 2025.

#### Article 7: Proposal on remuneration of the Board of Directors and Board committees for 2025

Resolved that:

- The total remuneration of the Board of Directors and Subcommittees paid in 2024 was VND 10,710,000,000.
- The total remuneration of the Board of Directors and Board Committees for the fiscal year 2025 will be VND 11,280,000,000.

#### Article 8: Amending, supplementing the Charter

The Annual General Meeting approved the amending and supplementing the Charter as follows:

Current Charter	Amendments and Supplements	
Article 5. The charter capital, shares and founding	shareholders	
Clause 2:	Clause 2:	
<ol> <li>The Company can change its charter capital when the General Meeting of Shareholders approves and in accordance with the provisions of law.</li> </ol>	2. The Company can change its charter capital when the General Meeting of Shareholders approves <b>and/or</b> in accordance with the provisions of law.	
Article 19. Procedures for conducting the meeting	and voting at General Meeting of Shareholders	
Clause 2:	Clause 2:	
2. Upon registration of shareholders, the company shall issue a voting card to each shareholder or proxy with voting rights which shall indicate registration number, full name of the shareholder, full name of the proxy and number of votes of such shareholder. Voting shall be executed by agreeable, non-agreeable and non-opinion vote. The total number of the affirmative and negative votes and abstentions in respect of each issue shall be announced by the Chairperson of the meeting immediately after voting on such issue. The General Meeting of Shareholders shall elect a person who shall be responsible to count the votes or supervise the counting of votes at the request of the Vote-Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson.	2. Upon registration of shareholders, the company shall issue a voting card to each shareholder or proxy with voting rights which shall indicate registration number, full name of the shareholder, full name of the proxy and number of votes of such shareholder. Voting shall be executed by agreeable, non-agreeable and non-opinion vote. The total number of the affirmative and negative votes and abstentions in respect of each issue shall be announced by the Chairperson of the meeting immediately after voting on such issue. The General Meeting of Shareholders shall elect a person who shall be responsible to count the votes or supervise the counting of votes at the request of the Chairperson. The number of members of the Vote-Counting Committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson.	
Article 20. Approving the resolutions of General M	eeting of Shareholders	

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Current Charter	Amendments and Supplements
<ol> <li>Except for the case stipulated in Clause 2 and Clause 3 of Article 20, the resolutions of the General Meeting of Shareholders must be passed by more than 50% of the total votes of the Shareholders who are present in person at the meeting.</li> <li>a. Approval of annual financial statement;</li> <li>b. Short-term and long-term development plan of the company;</li> <li>c. Removal and dismissal member of the Board of Directors;</li> <li>d. And other issues.</li> </ol>	<ol> <li>Except for the case stipulated in Clause 2 and Clause 3 of Article 20, the resolutions of the General Meeting of Shareholders must be passed by more than 50% of the total votes of the Shareholders attending and voting at the meeting.         <ul> <li>Approval of annual financial statement;</li> <li>Short-term and long-term development plan of the company;</li> <li>Removal and dismissal member of the Board of Directors;</li> <li>And other issues.</li> </ul> </li> </ol>
Article 20. Approving the resolutions of General N	leeting of Shareholders
<ul> <li>Clause 2:</li> <li>2. Resolutions of the General Meeting of Shareholders on amendment of and supplement to the Charter, on classes of shares and quantity of shares offered for sale; merger, re-organization and dissolution of the Company, Change of the company management structure establishment of subcommittees within the Board of Directors, change of business lines and sectors, investment projects or sales of assets equal to or greater than 35% of the total assets of the Company and its subsidiaries based on the most recent audited financial statements, will only be approved 65% or more of the total votes of the Shareholders who are present at the meeting of the General Meeting of Shareholders.</li> </ul>	<ul> <li>Clause 2:</li> <li>2. Resolutions of the General Meeting of Shareholders on amendment of and supplement to the Charter, on classes of shares and quantity of shares offered for sale; merger, re-organization and dissolution of the Company, Change of the company management structure establishment of subcommittees within the Board of Directors, change of business lines and sectors, investment projects or sales of assets equal to or greater than 35% of the total assets of the Company and its subsidiaries based on the most recent audited financial statements, will only be approved 65% or more of the total voting cards of the Shareholders attending and voting at the meeting of the General Meeting of Shareholders.</li> </ul>
Article 23. Demand for cancellation of resolutions Within ninety (90) days from the date of receipt of a meeting minutes of the General Meeting of Shareholders or the minutes of results of counting written opinion forms at the General Meeting of Shareholders, Shareholders, groups of Shareholders stipulated at Clause 2 Article 15 of Law on Enterprise shall have the right to request a court or an arbitration to consider and cancel a resolution of the General Meeting of shareholders in the following cases: The formality and procedures for convening a meeting of the General Meeting of Shareholders did not comply with the Law on Enterprises and this Charter, except for the	<ul> <li>Within ninety (90) days from the date of receipt of a resolution or a meeting minutes of the General Meeting of Shareholders or the minutes of results of counting written opinion forms at the General Meeting of Shareholders, Shareholders, groups of Shareholders stipulated at Clause 2 Article 115 of Law on Enterprise shall have the right to request a court or an arbitration to consider and cancel a resolution of the General Meeting of Shareholders in the following cases:</li> <li>1. The formality and procedures for convening a meeting of the General Meeting of Shareholders for convening a shareholders constitute material violations</li> </ul>

2. The content of the resolution breached the Law or this Charter.

on Enterprise.

case stipulated at Clause 2 Article 152 of Law

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of the Law on Enterprises and this Charter, except for the case stipulated at Clause 2

Article 152 of Law on Enterprise.

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Current Charter	Amendments and Supplements
In case where a resolution of the General Meeting of Shareholders is cancelled in accordance with a decision of a court or an arbitration, the convenor of a meeting of the General Meeting of Shareholders at which such resolution is cancelled may consider re- organizing the General Meeting of Shareholders within thirty (30) days in accordance with the sequence and procedures stipulated in the Law on Enterprise and this Charter.	<ul> <li>2. The content of the resolution breached the Law or this Charter.</li> <li>In case where a resolution of the General Meeting of Shareholders is cancelled in accordance with a decision of a court or an arbitration, the convenor of a meeting of the General Meeting of Shareholders at which such resolution is cancelled may consider re- organizing the General Meeting of Shareholders within thirty (30) days in accordance with the sequence and procedures stipulated in the Law on Enterprise and this Charter.</li> </ul>
Article 28. Meetings of the Board of Directors	
<ul> <li>Clause 1:</li> <li>1. Initial meeting of a new term of the Board of Directors in order to elect a Chairperson and to pass other resolutions within its authority must be conducted within seven (07) working days from the date of completing the election of the Board of Directors for that term. Such a meeting shall be convened by the member who obtains the highest number of votes. If two or more members obtain the same highest number of votes, such members shall elect a person amongst them to convene the meetings of the Board of Directors by a majority vote.</li> </ul>	<ul> <li>Clause 1:</li> <li>1. Initial meeting of a new term of the Board of Directors in order to elect a Chairperson and to pass other resolutions within its authority must be conducted within seven (07) working days from the date of completing the election of the Board of Directors for that term. Such a meeting shall be convened by the member who obtains the highest number of votes. If two or more members obtain the same highest number of votes, such members shall elect a person amongst them to convene the meetings of the Board of Directors by a majority vote.</li> </ul>
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<ul> <li>Clause 3:</li> <li>3. Extraordinary meetings: The Chairperson must convene meetings of the Board of Directors, shall not be delayed without a legitimate reason, when any of the following subjects makes a written request specifying the purpose of the meeting and the issues to be discussed:</li> <li>a. Independent member of the Board of Directors;</li> <li>b. General Director or at least another five (05) Executives;</li> <li>c. At least two (02) members of the Board of Directors.</li> </ul>	<ul> <li>Clause 3:</li> <li>3. Extraordinary meetings: The Chairperson must convene meetings of the Board of Directors, shall not be delayed without a legitimate reason, when any of the following subjects makes a written request specifying the purpose of the meeting and the issues to be discussed:</li> <li>a. Independent member of the Board of Directors;</li> <li>b. General Director or at least another five (05) Executives;</li> <li>c. At least two (02) members of the Board of Directors.</li> </ul>
Article 38. Appointment, dismissal, rights and resp	
Clause 4:	Clause 4:
4. Dismissal: Board of Directors may dismiss the General Director when majority members of the Board of Directors with the voting rights	4. Dismissal: Board of Directors may <b>dismiss</b> the General Director when majority members of the Board of Directors with the voting rights

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Current Charter	Amendments and Supplements	
approve for it and appoint a new General Director as replacement.	approve for it and appoint a new General Director as replacement.	
Article 55. Effective date		
Clause 1:	Clause 1:	
This Charter consists of 58 Articles, approved by the General Meeting of Shareholders of REE Corporation amended, supplemented, and approved together the context of this Charter enters into force at the General Meeting of Shareholders on <b>March 29<sup>th</sup></b> , <b>2024</b> .	This Charter consists of 58 Articles, approved by the General Meeting of Shareholders of REE Corporation amended, supplemented, and approved together the context of this Charter enters into force at the General Meeting of Shareholders on <b>April 1<sup>st</sup>, 2025</b> .	

#### Article 9: The relinquishing of Board Member

Resolved that Mr. Huynh Thanh Hai will resign from the position of Board Member as of April 1st, 2025.

<u>Article 10:</u> Approved on candidate list to supplement Board Member for the remaining term of 2023 – 2027

- Full name: Date of birth: Nationality:
- Full name: Date of birth: Nationality:

Article 11: Result of election to supplement Board Member for the remaining term of 2023 - 2027

No.	Name of candidate	Total shares of election	% elected
1			
2			

REE CORPORATION ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS Chairperson

**Alain Xavier Cany**