

INFORMATION DISCLOSURE

To: - State Securities Commission of Vietnam;
- Hanoi Stock Exchange

Name of organization: HAIDUONG PUMP MANUFACTURING JOINT STOCK COMPANY

- Stock code: **CTB**
- Address: No. 2 Ngo Quyen Road, Cam Thuong Ward, Hai Duong City, Hai Duong Province
- Tel: 0220 3853496 Fax: 0220 3858606
- E-mail: info@hapuma.com

1. Contents of public information:

On March 17, 2025, Hai Duong Pump Manufacturing Joint Stock Company respectfully announced the disclosure of the amendments and additions to the documents of the 2025 Annual General Meeting of Shareholders.

2. This information was published on the company's website on 17/3/2025, as in the link <https://hapuma.com/information-disclosure/shareholder/>.

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

()Attached documents:*

- Resolution No.:04/2025/NQ-HĐQT/HAPUMA;
- The amendments and additions to the Documents of the 2025 Annual General Meeting of Shareholders.

Hai Duong, March 17, 2025
Person authorized to disclose information



Nguyễn Thi Thu Thuy

**RESOLUTION OF THE BOARD OF DIRECTORS
HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY**

**BOARD OF DIRECTORS
HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter on Organization and Operations of Hai Duong Pump Manufacturing Joint Stock Company;
- Pursuant to the Meeting Minutes of the Board of Directors dated March 17, 2025 (the fifth meeting - 2025),

RESOLVES:

Article 1. To approve the Amendments and Additions to the Documents of the 2025 Annual General Meeting of Shareholders.

The following amendments and additions to the documents of the 2025 Annual General Meeting of Shareholders are hereby approved:

- Supplementation of the Board of Directors' proposal regarding the modification of certain business lines of the Company and the maximum foreign ownership ratio.
- Amendment of the Agenda for the 2025 Annual General Meeting of Shareholders to incorporate the aforementioned content.
- Amendment of the Draft Resolution of the 2025 Annual General Meeting of Shareholders to include the aforementioned content

Article 2. Mr. Nguyen Trong Nam, Chief Executive Officer, is hereby authorized to carry out the disclosure of information in compliance with applicable regulations.

Article 3. This resolution shall come into effect on the date of signing. The Board of Directors, the Board of Management, and the relevant units and individuals shall be responsible for the enforcement of this resolution.

Recipients:

- Board of Directors,
- Supervisory Board;
- Filed by CA.

**ON BEHALF OF THE BOD
CHAIRMAN**



Nguyen Trong Tieu

(*) The English version of the disclosed information shall be aligned with the Vietnamese version. In case of any discrepancies or differing interpretations between the two versions, the Vietnamese version shall take precedence.



Hai Duong, March 17, 2025

No: 149 / TTr-HDQT/HAPUMA

PROPOSAL

*Regarding: Amendments to certain business lines of the Company
and the maximum foreign ownership ratio*

**To: The 2025 Annual General Meeting of Shareholders
Hai Duong Pump Manufacturing Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020
- Pursuant to the Securities Law No. 54/2019/QH14, approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP of the Government, dated December 31, 2020, detailing the implementation of several articles of the Securities Law;
- Pursuant to Circular No. 118/2020/TT-BTC of the Ministry of Finance, dated December 31, 2020, guiding several provisions on offering and issuing securities, public offerings, share repurchases, registering public companies, and canceling public company status
- Pursuant to the Charter on Organization and Operations of Hai Duong Pump Manufacturing Joint Stock Company,

The Board of Directors of Hai Duong Pump Manufacturing Joint Stock Company hereby submits the following matters for approval at the 2025 Annual General Meeting of Shareholders:

I. AMENDMENTS TO CERTAIN BUSINESS LINES OF HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY

Business line code	Current Content	Amendment
4659	Wholesale of Other Machinery, Equipment, and Machine Parts Details: <ul style="list-style-type: none">• Wholesale of pumps, taps and valves, water turbines, and industrial fans.• Wholesale of machinery, electrical equipment, and electrical materials, including electric motor generators, wires, and other equipment used in electrical circuits.• Wholesale of bearings, pump equipment and spare parts,	Wholesale of Other Machinery, Equipment, and Machine Parts Details: <ul style="list-style-type: none">• Wholesale of pumps, taps and valves, water turbines, and industrial fans.• Wholesale of machinery, electrical equipment, and electrical materials, including electric motor generators, wires, and other equipment used in electrical circuits.• Wholesale of bearings, pump equipment and spare parts,



Business line code	Current Content	Amendment
	valves, industrial fans, and other hydraulic equipment.	valves, industrial fans, and other hydraulic equipment. (Exclusion: The company shall not exercise export rights, import rights, or distribution rights for goods listed in the List of Goods for which foreign investors and foreign-invested economic organizations are not permitted to engage in export, import, or distribution activities).
4221	Construction of Power Works Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020.	Construction of Power Works Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020. (Exclusion: This does not include the transmission and dispatching of the national power system, nor the construction and operation of multi-purpose hydropower plants and nuclear power plants of special socio-economic importance).
4291	Construction of Hydraulic Works Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020.	Construction of Hydraulic Works Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020. (Exclusion: This does not include the transmission and dispatching of the national power system, nor the construction and operation of multi-purpose hydropower plants and nuclear power plants of special socio-economic importance).



II. REMOVAL OF THE FOLLOWING BUSINESS LINE FROM THE REGISTERED BUSINESS ACTIVITIES OF HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY

Business line code	Current Content
6810	Real Estate Business, Land Use Rights Owned, Used, or Leased Details: Leasing of offices, workshops, warehouses, and restaurants. (This business activity is only permitted on state-leased land when all legal conditions are met.)

III. MAXIMUM FOREIGN OWNERSHIP RATIO AT HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY

Pursuant to Point e, Article 139 of Decree No. 155/2020/ND-CP of the Government, dated December 31, 2020, detailing the implementation of certain provisions of the Law on Securities, the Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the maximum foreign ownership ratio in Hai Duong Pump Manufacturing Joint Stock Company at 51%.

At the same time, Clause 4.3 of Article 4 of the Company's Charter shall be supplemented as follows: *"The maximum foreign ownership ratio of the Company is 51%"*.

IV. AUTHORIZATION

The Board of Directors respectfully requests the 2025 Annual General Meeting of Shareholders to approve the assignment and authorization of the Board of Directors and the Board of Management to direct relevant departments in carrying out the necessary legal procedures to:

- Update the amended and supplemented information in the Company's Charter;
- Register the adjusted business lines as specified above; and
- Complete other related procedures with competent State agencies in accordance with the law

We respectfully submit this proposal for the consideration and approval of the Annual General Meeting of Shareholders.

Recipients:

- As submitted;
- Board of Directors,
- Supervisory Board;
- Filed in Office, by CA.

**ON BEHALF OF THE BOD
CHAIRMAN**


Nguyen Trong Tieu



AGENDA

OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY

Time: 09:00' Thursday - April 03, 2025

- Location: Meeting Room, 3rd Floor, Company Office Building - No. 2 Ngo Quyen Road, Cam Thuong Ward, Hai Duong City, Hai Duong Province.

No.	Estimated Time	Description
OPENING CEREMONY		
1	08h30-09h00	Shareholder reception, attendance registration, and distribution of meeting materials
2	09h00-09h05	Announcement of the Purpose and Opening of the General Meeting
3	09h05-09h10	Report on the Verification of the General Meeting's Convening Procedures and the Eligibility of Attending Shareholders
4	09h10-09h15	Introduction of the Chairperson and Secretary of the General Meeting, and the Appointment of the Vote Counting Committee
CONTENT OF THE GENERAL MEETING		
5	09h15-09h25	Approval of the Agenda and Working Regulation
6	09h25-09h55	<ul style="list-style-type: none"> - CEO's Report on Production and Business Results in 2024, Planned Targets and Implementation Measures for 2025 - Board of Directors' Report on the 2024 Results and Operational Directions for 2025; - Report on the Supervisory Board's Activities in 2024.
7	09h55-10h05	Discussion and Approval of the Board of Directors' Proposals on: <ul style="list-style-type: none"> • The audited financial statements for 2024; • The proposal for the distribution of profit after tax for 2024.
8	10h05-10h15	Discussion and Approval of the Board of Directors' Proposal Regarding Amendments to Certain Business Lines of the Company and the Maximum Foreign Ownership Ratio
9	10h15-10h45	Discussion and Voting on the Board of Directors' Proposal for the Share Issuance Plan to Increase Capital from Owner's Equity and the 2025 ESOP Program
10	10h45-11h00	Tea break
11	11h00-11h20	Discussion and Approval of the Board of Directors' Proposals on: <ul style="list-style-type: none"> • The targets and plans for 2025; • The selection of the audit firm for the 2025 financial statements; • Authorization for the Board of Directors to execute purchase/sale contracts and loan agreements with a value of up to VND 2,000 billion;



No.	Estimated Time	Description
		<ul style="list-style-type: none"> Authorization for the Board of Directors to select a securities management firm for undeposited shareholders' securities.
12	11h20-11h30	The Vote Counting Committee announces the results of the voting and resolutions made during the Annual General Meeting
13	11h30-11h55	Approval of the Draft Minutes and Resolutions of the Annual General Meeting
13	12h00	Closing





Hai Duong, April 3, 2025

No. 00287016/NQ-ĐHĐCĐ/HAPUMA

DRAFT

RESOLUTION

THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY

- Pursuant to the Securities Law No.54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to the Law on Enterprises No. 59/2020/QH14, approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter on Organization and Operations of Hai Duong Pump Manufacturing Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Hai Duong Pump Manufacturing Joint Stock Company held on April 3, 2025,

THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF HAI DUONG PUMP MANUFACTURING JOINT STOCK COMPANY RESOLVES:

Article 1. Approval of the entire content of the following reports:

- CEO's Report on Production and Business Results in 2024, Planned Targets and Implementation Measures for 2025
- Board of Directors' Report on the 2024 Results and Operational Directions for 2025;
- Report on the Supervisory Board's Activities in 2024.

Article 2. Approval of the Proposal by the Board of Directors regarding the audited Financial Statements for 2024, conducted by International Auditing and Valuation Company Ltd.

Article 3. Approval of the Proposal by the Board of Directors regarding the Profit after tax Distribution Plan for 2024, as follows:

Unit: VND

No.	Indicator	Amount (VND)
I	UNDISTRIBUTED PROFIT AFTER TAX	126,921,980,010
	- Of which:	
1	Undistributed profit after tax from previous years	79,604,691,009
2	Undistributed profit after tax for 2024	47,317,289,001
II	PROPOSED PROFIT DISTRIBUTION	29,316,000,000
1	Dividend payment (20% corresponding to 13,680,000 shares)	27,360,000,000

No.	Indicator	Amount (VND)
2	Allocation to Reward and Welfare Fund	300,000,000
3	Allocation to Management Board Bonus Fund (3.5% of profit after tax, rounded)	1,656,000,000
III	RETAINED PROFIT	97,605,980,010

Article 4. Approval of the Proposal by the Board of Directors regarding Amendments to Certain Business Lines of the Company and the Maximum Foreign Ownership Ratio. Specific provisions are as follows:

4.1. Amendments to certain business lines of Hai Duong Pump Manufacturing JSC.

Business line code	Current Content	Amendment
4659	<p>Wholesale of Other Machinery, Equipment, and Machine Parts</p> <p>Details:</p> <ul style="list-style-type: none"> Wholesale of pumps, taps and valves, water turbines, and industrial fans. Wholesale of machinery, electrical equipment, and electrical materials, including electric motor generators, wires, and other equipment used in electrical circuits. Wholesale of bearings, pump equipment and spare parts, valves, industrial fans, and other hydraulic equipment. 	<p>Wholesale of Other Machinery, Equipment, and Machine Parts</p> <p>Details:</p> <ul style="list-style-type: none"> Wholesale of pumps, taps and valves, water turbines, and industrial fans. Wholesale of machinery, electrical equipment, and electrical materials, including electric motor generators, wires, and other equipment used in electrical circuits. Wholesale of bearings, pump equipment and spare parts, valves, industrial fans, and other hydraulic equipment. <p>(Exclusion: The company shall not exercise export rights, import rights, or distribution rights for goods listed in the List of Goods for which foreign investors and foreign-invested economic organizations are not permitted to engage in export, import, or distribution activities).</p>
4221	<p>Construction of Power Works</p> <p>Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020.</p>	<p>Construction of Power Works</p> <p>Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020.</p> <p>(Exclusion: This does not include the transmission and dispatching of the national power system, nor the construction and operation of</p>

Business line code	Current Content	Amendment
		multi-purpose hydropower plants and nuclear power plants of special socio-economic importance).
4291	<p>Construction of Hydraulic Works</p> <p>Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020.</p>	<p>Construction of Hydraulic Works</p> <p>Details: In accordance with the Construction Law 2014, as amended and supplemented in 2020.</p> <p>(Exclusion: This does not include the transmission and dispatching of the national power system, nor the construction and operation of multi-purpose hydropower plants and nuclear power plants of special socio-economic importance).</p>

4.2. Removal of the following business line from the registered business activities of Hai Duong Pump Manufacturing JSC.

Business line code	Current Content
6810	<p>Real Estate Business, Land Use Rights Owned, Used, or Leased</p> <p>Details: Leasing of offices, workshops, warehouses, and restaurants. (This business activity is only permitted on state-leased land when all legal conditions are met.)</p>

4.3. Maximum foreign ownership ratio at Hai Duong Pump Manufacturing JSC.

- Pursuant to Point e, Article 139 of Decree No. 155/2020/ND-CP of the Government, dated December 31, 2020, detailing the implementation of certain provisions of the Law on Securities, the 2025 Annual General Meeting of Shareholders hereby approves the maximum foreign ownership ratio in Hai Duong Pump Manufacturing Joint Stock Company at 51%.
- At the same time, Clause 4.3 of Article 4 of the Company's Charter shall be supplemented as follows: *“The maximum foreign ownership ratio of the Company is 51%”*.

4.4. Authorization

The 2025 Annual General Meeting of Shareholders shall approve the assignment and authorization of the Board of Directors and the Board of Management to direct relevant departments in carrying out the necessary legal procedures to:

- o Update the amended and supplemented information in the Company's Charter;
- o Register the adjusted business lines as specified above; and

- Complete other related procedures with competent State agencies in accordance with the law

Article 5. Approval of the Proposal by the Board of Directors regarding the Issuance plan to increase charter capital by owner's equity sources and shares issuance for the employee stock ownership plan (ESOP 2025):

- Approval of the full content of Issuance plan to increase charter capital by owner's equity sources and shares issuance for the employee stock ownership plan (ESOP 2025);
- The General Meeting of Shareholders hereby authorizes the Board of Directors to implement the following tasks:
 - Approve the detailed plan, supplement, complete, and/or amend the plan for issuing shares to increase charter capital from owner's equity sources and the ESOP 2025 plan as required by the actual condition at the time of issuance or the competent authority. Execute all necessary legal procedures to complete the share issuance;
 - Decide the detailed issuance schedule, make any amendment and explanation to the State Securities Commission to register the share issuance plans, ensuring compliance with legal requirements and provide sufficient capital to the Company;
 - Approve the criteria and detailed list of employees eligible for the ESOP 2025 share issuance; approve the principles for determining the number of shares to be distributed to each eligible employee and the timeline for execution; develop additional principles and regulations related to the ESOP 2025 share issuance; amend, complete, and update the provisions of the ESOP 2025 documentation as required by the competent authorities. All of these actions must be in the best interests of the Company, shareholders, and comply with legal requirements;
 - Authorize the Board of Directors to approve the plan for foreign ownership ratio compliance;
 - Approve detailed uses of funds raised from the ESOP 2025 share issuance;
 - Sign all contracts, documents, and materials related to the share issuance and re-distribute any unallocated shares (if any);
 - Carry out necessary procedures to report the issuance results to the State Securities Commission;
 - Decide issuance timeline, execute any necessary procedures, and approve documentation for registering the additional securities with the Vietnam Securities Depository and Clearing Corporation and listing the newly issued shares on the Hanoi Stock Exchange in accordance with legal regulations;
 - Approve, implement procedures for amending the business registration certificate. Sign necessary documents relating to the increased charter capital, number of shares outstanding, and other related content in the Company's Charter. Execute other related procedures to complete the increasing charter capital;
 - Authorize the Board of Directors to perform any other tasks related to the share issuance to increase charter capital from owner's equity sources and the ESOP

2025 program, ensuring the success of the issuance in compliance with legal regulations and the Company's Charter;

- The Board of Directors has the right to authorizes the Chairman or the CEO to execute one or more of the above tasks.
- Authorize the Board of Directors to approve the plan for foreign ownership ratio compliance;
- Approve detailed uses of funds raised from the ESOP 2025 share issuance;
- Sign all contracts, documents, and materials related to the share issuance and re-distribute any unallocated shares (if any);
- Carry out necessary procedures to report the issuance results to the State Securities Commission;
- Decide issuance timeline, execute any necessary procedures, and approve documentation for registering the additional securities with the Vietnam Securities Depository and Clearing Corporation and listing the newly issued shares on the Hanoi Stock Exchange in accordance with legal regulations;
- Approve, implement procedures for amending the business registration certificate. Sign necessary documents relating to the increased charter capital, number of shares outstanding, and other related content in the Company's Charter. Execute other related procedures to comple the increasing charter capital;
- Authorize the Board of Directors to perform any other tasks related to the share issuance to increase charter capital from owner's equity sources and the ESOP 2025 program, ensuring the success of the issuance in compliance with legal regulations and the Company's Charter;
- The Board of Directors has the right to authorizes the Chairman or the CEO to execute one or more of the above tasks.

Article 6. Approval of the Proposal by the Board of Directors regarding the Key Targets for the 2025 Plan:

No	Indicator	Unit	2025 Plan
I	Business Operations		
1	Revenue from sales and services	VND billion	720
2	Profit before tax	VND billion	50
3	Dividend payment	%/year	10
II	Board of Directors, Supervisory Board, and Management Board Expenses		
1	Remuneration for Board of Directors and Supervisory Board	VND million	864
2	Management Board Bonus Fund		3.5% of profit after tax

Article 7. Approval of the Proposal by the Board of Directors regarding the Selection of the Auditing Firm for the fiscal year 2025. The 2025 Annual General Meeting of Shareholders authorizes the Board of Directors to select one of the following three qualified audit firms to conduct the audit of the Company's Financial Statements for the fiscal year 2025. The proposed firms are as follows:

1. AASC AUDITING FIRM COMPANY LIMITED

Business Registration No.: 0100111105

Address: 1 Le Phung Hieu Street, Trang Tien Ward, Hoan Kiem District, Hanoi.

2. INTERNATIONAL AUDITING AND VALUATION Co. Ltd.

Business Registration No.: 0106299213

Address: LK21 Bac Ha Residential Area, Mo Lao Ward, Ha Dong District, Hanoi.

3. BRANCH OF MOORE AISC AUDITING AND INFORMATICS SERVICES COMPANY LIMITED

Business Registration No.: 0300513041-002

Address: 6th Floor, No. 36, Hoa Binh 4 Alley, Minh Khai Street, Minh Khai Ward, Hai Ba Trung District, Hanoi.

Article 8. Approval of the Proposal by the Board of Directors to authorize the Board of Directors to enter into purchase contracts, sales contracts, and loan agreements, with a total value of up to VND 2,000 billion, in accordance with the principles of ensuring operational efficiency and protecting the Company's capital. The authorization period shall be from the 2025 Annual General Meeting of Shareholders, dated April 3, 2025, to the 2026 Annual General Meeting of Shareholders

Article 9. Approval of the Proposal by the Board of Directors to Select and Engage a Securities Management Firm for Non-Deposited Shares of Shareholders. Implementation Period: Within the year 2025.

Article 10. This resolution shall come into effect on the date of signing. The Board of Directors, the Supervisory Board, the Board of Management, and the relevant units and individuals shall be responsible for the enforcement of this resolution./.

Recipient:

- *As per Article 9;*
- *Shareholders;*
- *Company's website;*
- *Filed in office and by CA.*

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**

Nguyen Trong Tieu

