
Number: 46 /CBTT/2025

Binh Duong, April 1, 2025

UNUSUAL INFORMATION DISCLOSURE

**Dear: State Securities Commission
Hanoi Stock Exchange**

1. Organization name: VKC Holdings Joint Stock Company

- Stock code: VKC

- Address/Address: 854 National Highway 1K, Chau Thoi Quarter, Ward. Binh An, City. Di An, Binh Duong Province

- Contact phone: 0971.866.916

- E-mail: info@vkcholdings.vn Website: vkcholdings.vn

2. Contents of disclosure/Contents of disclosure:

- VKC Holdings Joint Stock Company updated the 2nd draft - set of documents for the 2025 Annual General Meeting of Shareholders at link address <https://vkcholdings.vn/tai-lieu.htm>,

3. This information was announced on the company's website on April 1, 2025 at link <https://vkcholdings.vn/quan-he-co-dong.htm>

We hereby pledge that the above published information is true and fully responsible before the law for the content of the published information.

Attached documents:

*Draft 2025 Annual General Meeting of
Shareholders Document Set*

VKC HOLDINGS JOINT STOCK COMPANY

Legal representative

(Sign, indicate full name, position, stamp)



PHAM HOANG PHONG

VKC HOLDINGS JOINT STOCK COMPANY
854 QL1K, Chau Thoi Hamlet, Binh An Ward, Di An City, Binh Duong
Website: www.vkcholdings.vn email: info@vkcholdings.vn



2ND SUPPLEMENTARY DRAFT

DOCUMENT
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
VKC HOLDINGS JOINT STOCK COMPANY

Binh Duong, April 4, 2025

**MEETING INVITATION****ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025****Dear Shareholders :****Shareholder code:****Address:****Registration Number:****Number of shares owned:**

The Board of Directors of VKC Holdings Joint Stock Company respectfully invites shareholders to attend the 2025 Annual General Meeting of Shareholders, specifically as follows:

1. Time: 08:00, April 4, 2025**2. Location:** No. 854 QL 1K, Chau Thoi Hamlet, Binh An Ward, Di An City, Binh Duong Province.**3. Congress content:** The Congress program and documents are posted and announced on the company's website at: www.vkcholdings/tai-lieu.htm and send printed copies to Shareholders when attending the Meeting .**4. Attend the conference:**

(i) Shareholders or authorized persons attending the meeting must bring the following documents:

- Meeting invitation.
- Identity card/citizen identification card/passport.
- Authorization letter to attend the meeting (*if the attendee receives authorization from a shareholder*).

(ii) If you are a shareholder To authorize another person to attend the Congress, please fill out the *Congress Attendance Authorization Form* or *another form as prescribed by civil law*.

(Note: The authorization letter must clearly state the name of the authorized individual or organization and must include the number of authorized shares. The authorization letter must be an original, signed and stamped with the red seal of VKC Holdings Joint Stock Company. In case of receiving authorization from an organizational shareholder, the authorization letter must have the seal of the authorizing organization).

(iii) Shareholders or groups of shareholders holding 05% or more of the total number of common shares have the right to propose issues to be included in the agenda of the 2025 Annual General Meeting of Shareholders. The proposal must be made in writing and sent to VKC Holdings at least 03 (three) working days before the opening date of the General Meeting, at the address: 854 National Highway 1K, Chau Thoi Quarter, Binh An Ward, Di An City, Binh Duong Province.

(iv) To ensure the organization is well prepared, we kindly request Shareholders to confirm their attendance and send a Power of Attorney (*if any*). before 4:00 p.m. on **March 31 , 2025** with the Shareholder Management Department of **VKC Holdings Joint Stock Company**:

- Phone: 097 186 6916
- Email: info@vkcholdings.vn

We are pleased to welcome shareholders at the meeting!

Binh Duong, March 11, 2025**REP. BOARD OF DIRECTORS****CHAIRPERSON***Thân Xuân Nghĩa*



SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

POWER OF ATTORNEY

ATTEND THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear: VKC Holdings Joint Stock Company

Shareholder Name ::

Legal representative (for organization):

ID card/CCCD/Passport/Business registration certificate number: issued on

Address:

Phone:

Total number of shares represented or owned: share

(Shareholders choose one of the two items below, check the appropriate box)

1. REGISTER FOR MEETING

2. AUTHORIZATION FOR

Name of

individual/organization:.....

ID card/CCCD/Passport/Business registration certificate number: issued on :
..... at

Address:

Phone: Email:.....

Number of authorized shares: share.

OR

In case a shareholder cannot attend and cannot authorize another person, the shareholder can authorize the Chairman of the Board of Directors of the company below:

Sta tus	Full name	Position	Check mark	Number of authorized shares
1	Than Xuan Nghia	Chairman of the Board		

Authorization content:

The authorized party is authorized to represent the Authorizing Party to attend the 2025 Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company held on April 4, 2025 and represent the Authorizing Party to vote to approve valid contents in the meeting agenda as a representative for the above authorized shares.

The authorized party is fully responsible for this authorization and commits to strictly comply with current regulations of the Law.

Note:

The authorization must comply with relevant provisions of civil law and the company's charter. The authorized person must bring his/her ID card/CCCD/Passport and authorization letter when attending the 2025 annual general meeting of shareholders.

This authorization is only valid when it is signed by both parties. For authorization from an organizational shareholder, the seal of the authorizing organization is required. This power of attorney will expire when the Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company ends.

....., date month year 2025
AUTHORIZED PARTY AUTHORIZED PARTY
(Sign and print full name)

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**PROGRAMME
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025****1 Time: 8:00 a.m., April 4, 2025****2. Location:** 854 QL1K, Binh An Ward, Di An City, Binh Duong Province**3. Specific program content:**

PROGRAM CONTENT	TIME	
OPENING OF THE CONGRESS		
<ul style="list-style-type: none"> Welcome delegates and shareholders. Check the qualifications of delegates; issue voting cards, ballots, election ballots and Congress documents. 	8:00	8:30
<ul style="list-style-type: none"> Organizational stability. Report on the results of the qualification examination of delegates attending the Congress. 	8:30	8:40
<ul style="list-style-type: none"> Introduction of Delegates and Meeting Chair. The Chairman introduces and approves the list of the Presidium (<i>Voting</i>) Appoint a secretariat. Through the composition of the Ballot Counting Committee. (<i>Voting</i>) Introducing the Delegate Qualification Examination Committee (<i>Voting</i>) Through the meeting agenda. (<i>Voting</i>) Through the Working Regulations and Election Regulations. (<i>Voting opinions</i>) 	8:40	8:55
<ul style="list-style-type: none"> Opening of the 2025 Annual General Meeting of Shareholders. 	8:55	9:00
CONFERENCE CONTENT		
<p>The Board of Directors, Board of Management and Board of Supervisors present the following contents:</p> <ol style="list-style-type: none"> Board of Directors' (BOD) performance report 2024. Board of Management' (BOM) report on business activities in 2024. Board of Supervisors (BOS) performance report 2024. <p>Presentations at the Congress:</p> <ol style="list-style-type: none"> Report on Approval of Audited Financial Statements for 2024. Proposal for selection of audit unit for financial statements in 2025. Report on Approval of Business and Production Results in 2024 Report on the 2025 Business Production Plan. Report on Approval of Remuneration and Bonus for the Board of Directors and Board of Supervisors in 2025 Other contents under the decision-making authority of the General Meeting of Shareholders 	9:00	9:30
<ul style="list-style-type: none"> Conference discussion 	9:30	10:00



<ul style="list-style-type: none">• Instructions on voting rules for meeting issues.• Conduct voting on reports and proposals.• Announce the results of the vote counting on the contents of the Proposal	10:00	10:15
<ul style="list-style-type: none">• Take a break	10:15	10:45
SUMMARY AND CLOSING OF THE CONGRESS		
<ul style="list-style-type: none">• The Secretariat reads the Draft Minutes and Resolution of the Shareholders' Meeting.• The General Meeting of Shareholders votes to approve the contents of the Minutes of the Meeting and the Resolution of the General Meeting of Shareholders.	11:10	11:30
<ul style="list-style-type: none">• Closing statement of the Congress.	11:30	11:45

Note: *The above General Meeting agenda may change depending on the actual situation during the organization of the 2025 Annual General Meeting of Shareholders.*



**REGULATIONS OF
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF VKC HOLDINGS JOINT STOCK COMPANY**

In order to ensure the 2025 Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company is successful, the Board of Directors has developed regulations, principles of work, conduct, and voting in the General Meeting for the General Meeting of Shareholders to approve as follows:

1. PURPOSE

- Ensure the order, principles of conduct and voting at the Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company take place in accordance with regulations and successfully.
- The Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the wishes and interests of shareholders and are in accordance with the law.

2. SUBJECTS AND SCOPE

- Subjects: All shareholders, representatives (authorized persons) and guests attending the Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company must comply with and comply with the provisions of this Regulation, the Company's Charter and current regulations of law.
- Scope of application: These regulations are used for organizing the 2025 Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company.

3. EXPLANATION OF TERMS/ACBREVIATIONS

- Company : VKC Holdings Joint Stock Company
- Board of Directors : Board of Directors
- BOS (BKS) : Board of Supervisors
- Supervisor : Member of Board of Supervisors
- Organizers (BTC) : Organizing Committee
- GMOS : General meeting of shareholders
- Representative : Shareholder, representative (authorized person)
- Congress : Shareholders' Meeting

4. REGULATIONS CONTENT

4.1 Conditions for holding a General Meeting of Shareholders

- The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes .
- In case the first meeting does not meet the conditions to be held according to the provisions of Clause 1, Article 18 of the Company's Charter , the notice of invitation to the second meeting shall be sent within 30 days *from* the date of the first meeting. The second General Meeting of



Shareholders shall be held when the number of shareholders attending the meeting represents at least 33% of the total number of shareholders. total number of votes or more.

- In case the second meeting does not meet the conditions for holding it as prescribed in Clause 2, Article 18 of the Company's Charter , the notice of invitation to the third meeting shall be sent within 20 days from the date of the planned second meeting. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

4.2 Conditions for shareholders to attend the meeting

Shareholders with voting rights of the Company according to the list finalized on March 7, 2025 are entitled to attend the General Meeting of Shareholders; can attend directly or authorize their representatives to attend. *Note: The authorization letter must clearly state the name of the authorized individual or organization and must include the number of authorized shares. The authorization letter must be an original, signed by a live signature, and stamped with the red seal of VKC Holdings Joint Stock Company. In case of receiving authorization from an institutional shareholder, the authorization letter must have the seal of the authorizing organization).* In case there is more than one authorized representative according to the provisions of law, the number of shares of each representative must be specifically determined.

4.3 Guests at the Congress

- As management positions of the Company, guests and members of the Organizing Committee of the Congress are not shareholders of the Company but are invited to attend the Congress.
- Guests are not allowed to speak at the Congress (*except in cases where they are invited by the Congress Chairman, or have registered in advance with the Congress Organizing Committee and have the consent of the Congress Chairman*).

4.4 Delegates attending the Congress must comply with the following regulations:

- Be on time, dress politely and formally, comply with security checks (if any), personal documents, etc. as required by the Congress Organizing Committee.
- Receive documents and papers for the Congress at the reception desk in front of the Congress hall.
- Late arriving shareholders have the right to register immediately and then have the right to participate and vote immediately at the General Meeting. The Chairman is not responsible for stopping the General Meeting to allow late arriving shareholders to register; the voting results of issues that have been voted on before the arrival of that delegate will not be affected.
- Leave your phone on vibrate or off, and go outside to talk when necessary.
- No smoking, keep order in the Congress room.
- Comply with the regulations of the Organizing Committee and the Congress Chairman.
- In case any delegate does not comply with the inspection regulations or the above measures and regulations, the Chairman, after careful consideration, may refuse or expel the above delegate from the Congress venue to ensure that the Congress proceeds normally according to the planned program.



4.5 Chairman and Presidium

- The presidium consists of the Chairman and Members.
- The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors;
- In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chairperson, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect the chairperson of the meeting from among the attendees and the person with the highest number of votes shall be the chairperson of the meeting;
- Except for the case specified in Point a, Clause 2, Article 19 of the Company's Charter, the person who signs the summons for the General Meeting of Shareholders shall preside over the General Meeting of Shareholders to elect the Chairman of the meeting and the person with the highest number of votes shall be appointed as the Chairman of the meeting.
- The chairman appoints one or more people to act as meeting secretaries.
- The Chairman of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.
- The Chairman has the right to postpone a General Meeting of Shareholders with sufficient number of registered attendees for no more than 03 working days from the date of the scheduled opening of the meeting and may only postpone the meeting or change the meeting location in accordance with the provisions of Clause 8, Article 146 of the Law on Enterprises.
- Duties of the Presidium:
 - Manage the activities of the Company's General Meeting of Shareholders according to the Board of Directors' planned agenda approved by the General Meeting of Shareholders;
 - Guide delegates and the Congress to discuss the contents of the program;
 - Draft and conclude necessary issues for the Congress to vote on;
 - Respond to questions requested by the Congress;
 - Resolve issues arising during the Congress.
- Working principles of the Presidium: The Presidium works according to the principles of collective, democratic centralism, and majority decision.

4.6 Secretary of the Congress

- The Chairman appoints one or more people to act as the meeting Secretary.
- Duties and powers:
 - Record fully and honestly the content of the Congress;
 - Receive registration forms for speaking from Delegates;



- Prepare meeting minutes and draft resolutions of the General Meeting of Shareholders ;
- Assist the Chairman in disclosing information related to the General Meeting of Shareholders and notifying Shareholders in accordance with the law and the Company's Charter.
- Other duties as required by the Chairman.

4.7 Counting Committee

- The General Meeting of Shareholders elects one or more people to the Ballot Counting Committee upon the proposal of the Chairman of the meeting. Candidates participating in the election or nomination (when conducting the election) are not allowed to participate in the Ballot Counting Committee.
- Duties of the Counting Committee:
 - Disseminate principles, rules, and instructions on voting and election methods.
 - Review and report to the Congress any violations of voting and election rules or complaints about voting and election results;
 - Check and record voting ballots, election ballots, prepare minutes of vote counting, announce results; transfer minutes to the Chairman.

4.8 Delegate Qualification Examination Board

- The Congress Delegate Qualification Examination Committee consists of 03 people, including 01 Head of the Committee and 02 members, introduced to the Congress by the Chairman.
- Duties of the Delegate Qualification Examination Committee:
 - Check the qualifications and status of shareholders and shareholder representatives attending the meeting.
 - The Head of the Delegate Qualifications Examination Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the meeting has a sufficient number of shareholders and authorized representatives with the right to attend the meeting representing more than 50% of the total number of votes, the General Meeting of Shareholders of the Company will be held.

4.9 Speaking at the Congress

- Delegates attending the Congress who wish to express their opinions must obtain the consent of the Congress Chairman. Delegates should speak briefly and focus on the key issues that need to be discussed, in accordance with the program content approved by the Congress or send their opinions in writing to the Congress Secretary for synthesis and reporting to the Chairman.
- The Chairman of the Meeting will arrange for delegates to speak in the order of registration, and at the same time answer shareholders' questions at the Meeting or record written responses later.

4.10 Voting on issues at the Congress

4.10.1 Principle



- All issues in the agenda and meeting content of the General Meeting must be discussed and voted publicly by the General Meeting of Shareholders.
- Voting cards, ballots and election ballots are printed, stamped and sent directly to delegates at the meeting by the Company (attached with the documents for attending the General Meeting of Shareholders). Voting cards, ballots and election ballots clearly state the delegate's code, full name, number of shares owned and authorized to vote of that delegate.
- The Chairman proposes voting methods for each issue in the agenda for the Congress to approve.
- The voting format is as follows:
 - Voting by raising Voting Cards: this form is used to pass issues such as: Approving the list of the Presidium; Approving the composition of the Ballot Counting Committee; Approving the Meeting Agenda; Approving the Working Regulations, Election Regulations, approving the Congress Minutes, Congress Resolutions and other contents at the Congress (if any)
 - Vote by filling out the Voting Form: Report of the Board of Directors on business activities in 2024; Report of the Board of Directors' activities in 2024; Report of the Board of Supervisors' activities in 2024; Audited financial statements in 2024 and vote to approve the contents of the Reports at the General Meeting.

4.10.2 Voting method

- Delegates vote to approve, disapprove or have no opinion on an issue put to vote at the Congress by raising the Voting Card or filling in the options on the Voting Card corresponding to the contents to be voted on as prescribed in Section 4.10.1.
- When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presidium. In case a delegate does not raise the Voting Card in all three votes of Approval, Disapproval or No opinion on an issue, it is considered as a vote of approval on that issue. In case a delegate raises the Voting Card more than one (01) time when voting Approval, Disapproval or No opinion on an issue, it is considered an invalid vote. In the form of voting by raising the Voting Card, the Member of the Delegate Qualification Examination Committee/Vote Counting Committee marks the delegate code and the corresponding number of votes of each shareholder Approval, Disapproval, No opinion and Invalid.
- When voting by filling out the Voting Form, for each content, delegates choose one of the three options "Agree", "Disagree", "No opinion" printed in the Voting Form by marking "X" or " " in the box they choose. After completing all the content to be voted on at the Congress, delegates send the Voting Form to the sealed ballot box at the Congress according to the instructions of the Ballot Counting Committee. The Voting Form must be signed and clearly state the full name of the delegate.

4.10.3 Validity of Voting Ballot

- **Valid ballot** The ballot is a pre-printed form issued by the Congress Organizing Committee, with the Company's red seal, no erasures, scratches, tears, or other content other than the regulations for this ballot, and must have a signature, below the signature must be the full name handwritten by the attending delegate.



On the voting ballot, the voting content (Report, Proposal) is valid when the delegate ticks one (01) out of three (03) voting squares.

➤ **Invalid ballot:**

- Add other content to the ballot;
- If the voting ballot does not follow the pre-printed form issued by the Congress Organizing Committee, the ballot does not have the Company's red seal or has been erased, edited, or has additional content other than the regulations for the ballot, the ballot does not have a signature, or does not fully state the full name of the delegate, then all voting content on the ballot is invalid.

4.10.4 Voting rules

Every 01 (one) common share is equivalent to one voting right. Each delegate attending representing one or more voting rights will be issued a Voting Card and a Voting Ballot .

- At the shareholder record date (March 7, 2025), the total number of shares of the Company is: 19,279,000 shares equivalent to 19,279,000 voting rights.
- Issues that need to be voted on at the General Meeting shall only be approved when approved by shareholders holding at least 50% of the total number of votes of all shareholders attending the meeting. In some cases, the voting issue is stipulated in Clause 1, Article 20 of the Company's Charter, and must be approved by 65% or more of the total number of votes of all shareholders attending the meeting .
- Note:
 - Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions with a value of 35% or more (of the total value of the Company's assets recorded in the most recent financial report; these contracts or transactions are only approved when the number of shareholders/authorized representatives representing 65% or more of the total remaining votes approve (according to according to Clause 4, Article 167, Law on Enterprises 2020).
 - Shareholders / authorized representatives of shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders do not have the right to vote on contracts and transactions with a value greater than 10% (of the total value of the Company's assets recorded in the most recent financial report) between the Company and such shareholder (according to Point b, Clause 3 and Clause 4, Article 167 of the Enterprise Law 2020).

4.10.5 Record voting results

- At the General Meeting, the General Meeting of Shareholders will approve the Vote Counting Committee.
- The Counting Committee is responsible for collecting ballots and election papers .
- The Vote Counting Committee will check the number of votes in favor, against, and without opinion for each content and is responsible for recording, counting, and reporting the results of the vote counting at the General Meeting of Shareholders.

**4.11 Election of additional members of the Board of Directors**

The election of additional members of the Board of Directors must be carried out in accordance with the Regulations on the election of members of the Board of Directors approved by the General Meeting of Shareholders at the meeting.

4.12 Minutes and Resolutions of Shareholders' Meeting

Minutes of the meeting and resolutions of the General Meeting of Shareholders must be read and approved before the closing of the Meeting.

5. Perform

- All delegates, representatives and guests attending the Congress are responsible for fully complying with the contents stipulated in this Regulation, the current regulations, rules and management regulations of the Company and relevant legal regulations.
- The convener of the General Meeting of Shareholders has the right to:
 - Require all meeting attendees to submit to screening or other security measures;
 - Request competent authorities to maintain order at the meeting; expel those who do not comply with the Chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.
- The contents not specified in detail in this regulation shall be uniformly applied according to the provisions of the Company Charter, the Enterprise Law 2020 and current legal documents of the State.

This Regulation takes effect immediately after being approved by the Company's General Meeting of Shareholders.

**REP. BOARD OF DIRECTORS
VKC HOLDINGS JOINT STOCK CO.
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**

Recipient:

- Shareholders' Meeting;
- Board of Directors, Executive Board, Supervisory Board;
- Note: VT, Secretary.



**REGULATIONS ON NOMINATION, CANDIDATE, AND ELECTION OF ADDITIONAL
MEMBERS OF
THE BOARD OF DIRECTORS AND SUPERVISORY BOARD FOR THE TERM 2021 - 2026
OF VKC HOLDINGS JOINT STOCK COMPANY**

The General Meeting's Ballot Counting Committee announces the Regulations on nomination, candidacy, and election of the Board of Directors and Supervisory Board at the 2025 Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company as follows:

I. Explanation of terms/acronyms

- Company : VKC Holdings Joint Stock Company
- Board of Directors : Board of Directors
- BOS (BKS) : Board of Supervisors
- Organizers (BTC) : Organizing Committee
- GMOS : General meeting of shareholders
- Representative : Shareholder, representative (authorized person)

II. Chairman at the congress:

The chairman at the congress is responsible for presiding over the election with the following specific tasks:

- Introducing the list of nominees and candidates for Board of Directors and Supervisory Board;
- Supervise voting and counting;
- Resolve election complaints (*if any*)

III. Regulations on nomination and candidacy for Board of Directors

- Number of Board members: 0 people
- Term: 2021 – 2026
- Maximum number of candidates for the Board of Directors: unlimited

1. Right to nominate and run for the Board of Directors: (*according to Article 25 of the Company Charter*)

Shareholders holding common shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors. The Board of Supervisors, Shareholders or groups of shareholders holding from 10% to less than 20% of the total number of shares with voting rights may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to less than 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

Nominated candidates must meet the criteria listed in Section 2 below.



In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the incumbent Board of Directors will introduce additional candidates or organize nominations according to the provisions of the Company Charter, Internal Regulations on Corporate Governance and the Board of Directors' Operating Regulations.

2. Candidate criteria for the Board of Directors:

Candidates for the Board of Directors must fully meet the following standards and conditions:

- Have full civil act capacity, not subject to prohibition from managing enterprises as prescribed in Clause 2, Article 17 of Enterprise Law 59/2020/QH14;
- Have professional qualifications and experience in business administration or in the company's field, industry or business line and do not necessarily have to be a shareholder of the company;
- Not to be a relative (wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, brother, sister, sibling, brother-in-law, sister-in-law, sister-in-law, brother-in-law of wife, brother-in-law of husband, sister-in-law of wife, sister-in-law of husband) of the General Director and other managers of the company; of the manager, person with the authority to appoint the manager of the parent company.
- A member of the Board of Directors of a company may concurrently be a member of the Board of Directors of a maximum of 05 other companies.

IV. Regulations on nomination and candidacy for the Board of Supervisors:

- Number of members of the Board of Supervisors: 0 people
- Term: 2021 – 2026
- Maximum number of candidates for the Board of Supervisors: unlimited.

1. Right to nominate and run for election:

Shareholders holding common shares have the right to aggregate their voting rights to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total number of shares with voting rights may nominate one (01) candidate; from 20% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to less than 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

Nominated candidates must meet the criteria listed in Section 2 below.

In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, the incumbent Board of Supervisors can nominate additional candidates or organize nominations according to the provisions of the Company Charter, Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors according to the provisions of law.



2. Criteria for candidacy for Board of Supervisors:

Candidates for the Board of Supervisors must meet all of the following criteria and conditions:

- Have full civil act capacity and not be prohibited from establishing and managing an enterprise as prescribed in Clause 2, Article 17 of the Enterprise Law 59/2020/QH14;
- Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the business operations of the enterprise;
- Not to be a relative (wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, brother, sister, sibling, brother-in-law, sister-in-law, sister-in-law, brother-in-law of wife, brother-in-law of husband, sister-in-law of wife, sister-in-law of husband) of a member of the Board of Directors, Director or General Director and other managers;
- Not a company manager; not necessarily a shareholder or employee of the company;
- Not working in the accounting or finance department of the Company;
- Not being a member or employee of an auditing organization approved to audit the company's financial statements in the previous 3 consecutive years.
- Other standards and conditions as prescribed by other relevant laws and the Company Charter.

V. Election principles:

- Comply with the provisions of law and the Company Charter.
- Voting rights are calculated based on the number of shares owned and represented. Election results are calculated based on number of voting shares of shareholders attending the meeting.
- At each election, a shareholder delegate may only use one vote corresponding to the number of shares owned or represented.
- The counting committee is nominated by the Presidium and approved by the congress. Members of the counting committee cannot be on the list of nominees and candidates for the Board of Directors or the Supervisory Board.

VI. Election method:

- The list of candidates for the Board of Directors and the Board of Supervisors is arranged in alphabetical order by name, with full names written on the ballot.
- Election method: (*According to Clause 3, Article 148 of the Enterprise Law 2020*)
 - Implement the cumulative voting method: according to which each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors or the Board of Supervisors.
 - Delegates have the right to cast all their votes for one or more candidates.
 - Each shareholder attending the meeting is given one ballot for the Board of Directors and one ballot for the Supervisory Board. When receiving the ballot, delegates must check the information on the ballot. If there are any errors, they must immediately notify the Vote Counting Committee.



- In case there are more candidates on the day of the congress, delegates can contact the Ballot Counting Committee to request a new ballot and must return the old ballot (before putting it in the ballot box).
- Ballot notes :
 - ✓ Delegates elect a maximum number of candidates equal to the number of members to be elected;
 - ✓ If voting for all votes for one candidate or dividing all votes equally among candidates, delegates check the box "**Vote equally**" for the respective candidates.
 - ✓ If the number of votes is not equal for each candidate, the delegate shall clearly write the number of votes in the "**Number of votes**" box of the corresponding candidates.

Note:

In case the delegate both checks the box "**Vote evenly**" and writes the number in the box "Number of votes", the result will be based on the number of votes in box "**Number of votes**".

- Ballots will be placed in sealed ballot boxes before counting.
- Valid ballot: is a ballot according to the pre-printed form issued by the organizing committee, with the Company's red seal, no erasures, scratches, or additional content other than the regulations for the ballot.
- The following ballots will be considered invalid:
 - Add other content to the ballot;
 - Ballots that do not follow the pre-printed form issued by the organizing committee, do not have the company's red seal, or have been erased, edited, or have additional content written outside the regulations for the ballot;
 - The number of candidates elected by the delegates is greater than the number of members to be elected ;
 - The ballot has the total number of votes for the candidates of the delegates greater than the total number of votes allowed to be cast;
 - No signature and full name of the attending delegate.
- After the voting is completed, the vote counting will be conducted under the supervision of the Counting Committee and the shareholder representative (if necessary).
- The vote counting committee is responsible for making minutes of vote counting, announcing results and, together with the chairman, resolving shareholders' questions, complaints (if any).
- The ballots after being counted will be stored according to regulations and opened at the request of the company's General Meeting of Shareholders.

VII. Principles of election to select candidates:

- The elected person is determined by the number of votes cast from high to low, starting with candidate with the highest number of votes until the required number of members is reached.



- In case two (02) or more candidates receive the same number of votes for the final member, a re-election will be held among the candidates with the same number of votes.
- If the first election results are not enough to elect the required number of members, the election will be held until the required number of members are elected.

VIII. Application documents for nomination and candidacy to be elected to the Board of Directors and Supervisory Board:

Application documents for candidacy and nomination for election to the Board of Directors and Supervisory Board include:

- Application for candidacy/nomination to be elected to the Board of Directors, Supervisory Board (*according to form*).
- Resume (*according to form*).
- Copies of the following documents: ID card/CCCD/Passport.
- Certificates certifying cultural and professional qualifications (if any).
- Certificate of ownership ratio of shareholders/group of shareholders satisfying the nomination conditions as prescribed in the Company's charter.

Nominees for the Board of Directors and the Supervisory Board must be responsible before the law and the General Meeting of Shareholders for the accuracy and honesty of the content of their documents.

Application documents must be sent to VKC Holdings Joint Stock Company **before 16:00. March 31, 2025 to the following address:**

VKC Holdings Joint Stock Company Office
Address: 854 National Highway 1K, Chau Thoi Quarter, Binh An Ward, Di An City, Binh Duong Province.

- **Phone:** 097 186 6916

Above is the entire regulation on nomination and election to the Board of Directors and Supervisory Board at the 2025 Annual General Meeting of Shareholders of VKC Holdings Joint Stock Company, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

This Charter comes into effect immediately after being approved by the General Meeting of Shareholders.

Recipient:

- Shareholders' Meeting;
- Board of Directors, Executive Board, Supervisory Board;
- Note: Office, Secretary.

REP. BOARD OF DIRECTORS

VKC HOLDINGS JOINT STOCK CO.

**CHAIRMAN
SIGNED**

THAN XUAN NGHIA



NOMINATION PAPER

MEMBER OF THE BOARD OF DIRECTORS FOR TERM 2021 – 2026

(Applicable to shareholders)

To: VKC HOLDINGS Joint Stock Company

- Shareholder name:
- ID card/CCCD/Passport/Business registration number:..... Date of issue:.....Place of issue:.....
- Legal representative *(if any)*:
- Number of shares owned *(As of the closing date of the list of shareholders attending the 2025 Annual General Meeting of Shareholders)* :.....shares
- Corresponding total value at face value: (VND)
- Corresponding total value at face value: (VND)

VKC Holdings Joint Stock Company would like to nominate me:

1. Grandparents:.....

ID card/CCCD/Passport number:..... Date of issue:..... Place of issue:.....

Permanent address:

Education:.....Major:

Currently owns: (shares)

Corresponding total value at face value:..... (VND)

Candidate for the Board of Directors of VKC Holdings Joint Stock Company for the 2021 - 2026 term

Thank you very much!

Attached documents:

- Copy of ID card/CCCD/Passport/Permanent residence registration.
- Candidate's resume.
- Certificates of cultural and professional qualifications (if any).

....., date..... month year...

Nominator

(Sign, seal and print full name)



NOMINATION PROPOSAL

MEMBER OF THE BOARD OF DIRECTORS FOR TERM 2021 – 2026

(Applicable to shareholder groups)

To: VKC Holdings Joint Stock Company

- Representative of shareholder group:
- ID card/CCCD/Passport/Business registration certificate number:.....Date of issue:.....Place of issue: (attach list of shareholder groups)
- Number of shares owned (as of the closing date of the list of shareholders attending the 2025 Annual General Meeting of Shareholders) of the shareholder group: shares
- Corresponding total value at face value: (VND)

VKC Holdings Joint Stock Company is requested to nominate us:

1. Grandparents:

ID card/CCCD/Passport number:..... Date of issue:..... Place of issue:.....

Permanent address:

Education:.....Major:

Currently owns: (shares)

Corresponding total value at face value:.....(VND)

Candidate for the Board of Directors of VKC Holdings Joint Stock Company for the 2021 - 2026 term

Thank you very much!

Attached documents:

- Copy of ID card/CCCD/Passport/Permanent residence registration.
- Candidate's resume.
- Certificates of cultural and professional qualifications (if any).

....., date..... month year
Representative of the group of
shareholders nominated
(Sign, seal and print full name)



LIST OF SHAREHOLDERS

ATTACHED PROPOSAL OF SHAREHOLDERS GROUP

(as per sample)

STT	Full name	ID card/CCCD/HC/GĐKD	Permanent address	Number of shares owned (as of record closing date)	Shareholder signature/ signature, seal if organization
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
.....					
Total					



NOMINATION PAPER

CONTROLLER FOR TERM 2021 – 2026

(Applicable to shareholders)

To: VKC Holdings Joint Stock Company

- Shareholder name:
- ID card/CCCD/Passport/Business registration certificate number:..... Date of issue:.....Place of issue:.....
- Legal representative (if any):
- Number of shares owned (As of the closing date of the list of shareholders attending the 2025 Annual General Meeting of Shareholders) :.....shares
- Corresponding total value at face value: (VND)
- Corresponding total value at face value: (VND)

VKC Holdings Joint Stock Company would like to nominate me:

2. Grandparents:

ID card/CCCD/Passport number: ,.....

Date of issue:Place of issue:

Permanent address:

Education: Major:

Currently owns:(shares)

Corresponding total value at face value:.....(VND)

Candidate for the Board of Supervisors of VKC Holdings Joint Stock Company for the term 2021 - 2026

Thank you very much!

Attached documents:

- Copy of ID card/CCCD/Passport/Permanent residence registration.
- Candidate's resume.
- Certificates of cultural and professional qualifications (if any).

....., date..... month year
Nominator
(Sign, seal and print full name)



NOMINATION PROPOSAL

CONTROLLER TERM 2021 – 2026

(Applicable to shareholder groups)

To: VKC Holdings Joint Stock Company

- Representative of shareholder group:
- ID card/CCCD/Passport/Business Registration Certificate No.: Date of issue: Place of issue: (attach list of shareholder groups)
- Number of shares owned (as of the closing date of the list of shareholders attending the 2025 Annual General Meeting of Shareholders) of the shareholder group: shares
- Corresponding total value at face value:(VND)

VKC Holdings Joint Stock Company is requested to nominate us:

2. Grandparents:

ID card/CCCD/Passport number: Date of issue: Place of issue:

Permanent address:

Education:Major:

Currently owns: (shares)

Corresponding total value at face value: (VND)

Candidate for the Board of Supervisors of VKC Holdings Joint Stock Company for the term 2021 - 2026

Thank you very much!

Attached documents:

- Copy of ID card/CCCD/Passport/Permanent residence registration.
- Candidate's resume.
- Certificates of cultural and professional qualifications (if any).

....., date..... month year ...
Representative of the group of
shareholders nominated
(Sign, seal and print full name)



**LIST OF SHAREHOLDER GROUPS ATTACHED TO THE NOMINATION PROPOSAL
OF THE SHAREHOLDER GROUP**

(as per sample)

STT	Full name	ID card/CCCD/HC/GĐKD	Expertise	Number of shares owned (as of record closing date)	Shareholder signature/ signature, seal if organization
1					
2					
3					
4					
5					
Total					



Phụ lục III

Appendix III

BẢN CUNG CẤP THÔNG TIN

CIRRICULLUM VITAE

(Ban hành kèm theo Thông tư số 96/2020/TT-BTC ngày 16 tháng 11 năm 2020 của Bộ trưởng Bộ Tài chính)

(Pronndgated with the Circular No 96/2020/TT-BTC on November 16, 2020 of the Minister of Finance)

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập - Tự do - Hạnh phúc

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

Bình Dương, ngày tháng năm 2025

....., day month year.....

BẢN CUNG CẤP THÔNG TIN/ CIRRICULLUM VITAE

Kính gửi:

- Ủy ban Chứng khoán Nhà nước;
- Sở Giao dịch chứng khoán.

To:

- The State Securities Commission;
- The Stock Exchange.

1/ Họ và tên /Full name:

2/ Giới tính/Sex:

3/ Ngày tháng năm sinh/Date of birth:

4/ Nơi sinh/Place of birth:

5/ Số CMND (ID No.):

Ngày cấp/Date of issue:

Nơi cấp/Place of issue:

6/ Quốc tịch/Nationality:

7/ Dân tộc/Ethnic:

8/ Địa chỉ thường trú/Permanent residence:

9/ Số điện/Telephone number:

10/ Địa chỉ email/Email:

11/ Tên tổ chức là đối tượng công bố thông tin/ Organisation's name subject to information disclosure rules: **Công ty Cổ Phần VKC Holdings (MCK: VKC)**

12/ Chức vụ hiện nay tại tổ chức là đối tượng công bố thông tin/ Current position in an organization subject to information disclosure:

13/ Các chức vụ hiện đang nắm giữ tại tổ chức khác/Positions in other companies: **Không**

14/ Số CP nắm giữ: **chiếm ...%** vốn điều lệ.

+ Đại diện (tên tổ chức là Nhà nước/cổ đông chiến lược/tổ chức khác) sở hữu/ Owning on behalf of (the



State/strategic investor/other organisation):

+ Cá nhân sở hữu/ *Owning by Individual:*

15/ Các cam kết nắm giữ (nếu có)/*Other owning commitments (if any):*

16/ Danh sách người có liên quan của người khai* /*List of affiliated persons of declarant:*

17/ Lợi ích liên quan đối với công ty đại chúng, quỹ đại chúng (nếu có)/*Related interest with public company, public fund (if any):* Không

18/ Quyền lợi mâu thuẫn với công ty đại chúng, quỹ đại chúng (nếu có)/ *Interest in conflict with public company, public fund (if any):* Không

Tôi cam đoan những lời khai trên đây là đúng sự thật, nếu sai tôi xin hoàn toàn chịu trách nhiệm trước pháp luật/*I hereby certify that the information provided in this cv is true and correct and I will bear the full responsibility to the law.*

**NGƯỜI KHAI /
DECLARANT**

(Ký, ghi rõ họ tên)

(Signature, full name)



BOARD OF DIRECTORS REPORT 2024

I. GENERAL SITUATION

In 2024 , based on the implementation of the role and functions of the Board of Directors, the Board of Directors of the Company directed and supervised the Board of Directors in handling and overcoming difficulties and violations of the Board of Directors. In the previous stage, carry out production and business activities, mobilize and manage capital resources.

However, the violations of the old management have greatly affected the production and business activities as well as the reputation and trust of the Company. The Board of Directors has continuously proposed solutions, sought solutions , dealt with the consequences and decided to handle previous violations according to the requirements of the agencies. By coordinating with relevant agencies to handle previous violations , seriously responding to and complying with requests from damaged investors, and trying to restore core business operations to overcome difficulties.

The Company's business and financial performance indicators in 2024 have not improved as net revenue recorded 24.87 billion VND (83% compared to 2023) and negative profit after tax of 158.52 billion VND (179% compared to 2023) .

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

1. Summary of Board of Directors meetings

The Board of Directors consists of 5 members and held 12 meetings. Specifically as follows:

STT	Resolution Number	Day	Content	Passage Rate
1	07/QNBN/2024	22/01/2024	Approving the dismissal of Mr. Nguyen Trung Truc from the position of Permanent Deputy General Director on January 22, 2024	3 /3
2	47/2024/VKC/NQ-HĐQT	April 16, 2024	Extension of time to hold the 2024 Annual General Meeting of Shareholders, Appointment of Vo Xuan An as Chief Accountant	3/3
3	55/2024/VKC-NQ-HĐQT	April 23, 2024	Approval of the dismissal of General Director Mr. Nguyen Van Thai effective from May 2, 2024, Approval of the temporary authorization for Mr. Than Xuan Nghia - Chairman of the Board of Directors to operate VKC Holdings Company until a new General Director replaces and receives the handover of the	3/3



STT	Resolution Number	Day	Content	Passage Rate
			legal representative and operations of the Company.	
4	74/2024/VKC-NQ-HĐQT	May 16, 2024	Approving the finalization of the list of shareholders attending the 2024 Annual General Meeting of Shareholders: General Meeting of Shareholders on June 29, 2024, closing date June 5, 2024	3/3
5	77/2024/VKC-NQ-HĐQT	06/06/2024	Through the appointment of Ms. Quach Linh Chi - to hold the position of person in charge of corporate governance.	3/3
6	84/2024/VKC-NQ-HĐQT	June 19, 2024	Through the selection of auction unit: Minh Phap Joint Stock Auction Company carries out procedures to auction Vinh Long land assets according to legal regulations.	3/3
7	82/2024/VKC-NQ-HĐQT	June 20, 2024	Appointment of General Director Pham Hoang Phong 6/24/24	3/3
8	93/2024/VKC-NQ-HĐQT	June 29, 2024	Approval of the 2nd General Meeting of Shareholders on July 26, 2024	3/3
9	176.1/2024/VKC-NQ-HĐQT	07/23/2024	Approving the supplementary proposal for debt cancellation and provisioning for bad debts. Approving the list of candidates eligible to run for the Board of Directors and Board of Supervisors. Approving the establishment of a committee to check the qualifications of delegates. Approving the supplementary update of the proposal for handling mortgaged assets at Vietnam Prosperity Joint Stock Commercial Bank.	5/5
10	112b/2024/VKC-NQ-HĐQT	06/09/2024	Approval of changing the VKC Company seal sample from 7/30/24.	5/5



STT	Resolution Number	Day	Content	Passage Rate
			The old seal is sealed and stored for use until 8/8/24 .	
11	148/2024/VKC-NQ-HĐQT	09/26/2024	Through capital contribution investment in 2 subsidiaries: Vinh Khanh Investment and Business Joint Stock Company, Vinh Khanh Plastic Cable Production Joint Stock Company	5/5
12	150a/2024/VKC/NQ-HĐQT	10/01/2024	Through the agreement on the transfer of assets in Vinh Long.	5/5
13	179/QDBN/HĐQT/2024	12/02/2024	Through the appointment of Chief Accountant of VKC Holdings Joint Stock Company.	5/5

2. Resolutions and Decisions of the Board of Directors

In 2024, the Board of Directors issued 13 Resolutions related to production and business operations, approval decisions, and other decisions. The resolutions and decisions issued by the Board of Directors were all agreed upon and agreed upon by the members and were in accordance with the Company's Charter.

3. Results of the Board of Directors' supervision of the Board of Directors and other executives:

The Chairman of the Board of Directors chaired the meetings of the Board of Directors and, on behalf of the Board members, attended meetings with the Board of Directors and Department Heads of the company to listen to reports on the organization and business operations, and gave direct instructions at the meetings. In addition, members of the Board of Directors also regularly receive notifications from the Chairman of the Board of Directors via text, email or phone about the company's operations to unify opinions and make decisions. Therefore, the Board of Directors always closely and promptly grasps to direct and urge the activities of the Board of Directors. Specifically, the Board of Directors has supervised the Board of Directors in the following basic activities:

- Organize the 2024 Annual General Meeting of Shareholders.
- Invested capital to establish 2 subsidiaries.
- Asset liquidation and inventory liquidation.
- Handling bank debt, bonds.
- Directing and orienting production and business activities of the entire Company.

4. The proposals have been approved by the 2024 annual general meeting of shareholders but have not been implemented.

- Submission No.: 08/2024/TTr-VKC-HĐQT "Regarding: Requesting approval of the asset transfer plan in Long An"

Reason: No partner found yet.



- Submission No.: 10/2024/TTr-VKC-HĐQT “Regarding: Ask for get high browse direction sentence transfer concession talent product or [service deduct](#) all debt for bond lot VKCH2123001 at My Phuoc Tan Van”.

Reason: No partner found yet

- Submission No.: 11/2024/TTr-VKC-HĐQT “Regarding: Ask for get high browse direction sentence Handling mortgaged assets at Military Commercial Joint Stock Bank.

Reason: No partner found yet

- Submission No.: 11/2024/TTr-VKC-HĐQT “Regarding: Ask for get high browse direction sentence Handling mortgaged assets at Vietnam Prosperity Joint Stock Commercial Bank (VPBank) Option 1”

Reason: No partner found yet

5. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors

In 2024 , the Board of Directors' remuneration was approved by the General Meeting of Shareholders as follows:

Unit: VND/month

STT	Member	Position	remuneration
I	Board of Directors		
1	Than Xuan Nghia	Chairperson	15,000,000
2	Ta Ngoc Bich	Member	8,000,000
3	Nguyen Trung Truc	Member	8,000,000
4	Pham Thi Lan	Member	8,000,000
5	Nguyen Quang Huy	Member	8,000,000

6. Board of Directors' operating direction in 2025

Continue to find solutions to handle the company's outstanding issues (bank debts, bond debts), as well as coordinate with authorities to search for and provide evidence and information related to violations in the issuance of the company's 200 billion bond lot.

Temporarily suspend production and business activities at the parent company (VKC) to focus on handling old backlogs and restoring VKC's core production and business activities through two subsidiaries (Vinh Khanh [Investment and Business](#) Joint Stock Company and Vinh Khanh Plastic Cable Production Joint Stock Company) .

III. REPORTING ON TRANSACTIONS



1. Transactions between a company, subsidiary, or company in which a public company controls 50% or more of the charter capital with a member of the Board of Directors and related persons of that member:

2024 Corporate Governance Report published on the Company's Website on January 15 , 2024 .

2. Transactions between Company with company in which a member of the Board of Directors is a founding member or a business manager within the last 3 years prior to the transaction:

2024 Corporate Governance Report published on the Company's Website on January 15 , 2024.

III. OTHER CONTENTS

Above is a summary report of the Board of Directors' activities on the implementation of the Resolution of the General Meeting of Shareholders in 2024 and the direction of activities in 2025 .

Respectfully submit to the Congress for consideration and approval!

**REP. BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS
SIGNED
THAN XUAN NGHIA**



BOARD OF MANAGEMENTS REPORT 2024

I. 2024 BUSINESS RESULTS REPORT

1. Production and business results in 2024 (Unit: VND)

No	Target	Results 2023	Results 2024	Results 2024/2023
1	Net revenue	29,966,045,220	24,870,207,591	83%
2	Cost of goods sold	36,361,630,312	38,927,246,599	107%
3	Financial revenue	302,614,827	36,611,700	12%
4	Financial costs, sales and business management	83,499,149,713	146,445,107,336	175%
5	Profit from business operations	(89,592,119,978)	(160,465,534,644)	
6	Other profits	1,173,797,157	2,554,273,526	
7	Profit before tax	(88,418,322,821)	(157,911,261,118)	
8	Profit after tax	(88,418,322,821)	(158,521,257,014)	

In 2024 Net revenue recorded reached 24.87 billion VND, equal to 83% compared to 2023, profit after tax was negative 158.52 billion VND (compared to 2023, negative 88.42 billion).

2. Operational situation in 2024

2.1. Evaluation of production and business performance

Hard:

The incident from the issuance of VKCH2123001 bond lot, especially after the incident of Mr. Do Thanh Nhan being arrested by the authorities for stock manipulation (April 20, 2022), immediately after that the entire leadership group of VKC Holdings Company fled one after another in the form of resignation. The issuance of 200 billion bonds, including a fictitious investment of 165 billion in the purchase of capital contributions and capital increase for Empty Company - Toccoo Vietnam Co., Ltd. causing a heavy burden of debt and interest for the Company . This caused commercial banks to stop providing credit to the Company, partners and customers to stop cooperating, causing the Company's production and business activities to almost completely stagnate.

At the same time, the Board of Directors of the old Company (period 2021 - 6/2022) has regulated cash flow, causing serious depletion and shortage of liquidity of working capital from VKC Company's financial resources. At the same time, the Bank tightened credit to the Company, which directly affected the Company's core cable business .



The company has lost the right to officially distribute tires, there is a shortage of good price distribution sources from the Factory to sell/distribute to Dealers and Points of Sale, so the tire business has seriously declined.

There is a lot of negative information about VKC Company, so it is very difficult to maintain old customers, and VKC Company cannot reach new partners and customers.

However, the new Board of Directors is determined to thoroughly handle the previous backlog, has made provisions for bad debts and the difficult-to-recover capital contribution of Khang Giang Hung Company, and at the same time requested to clear the bad debts of three branches at the 2024 Shareholders' Meeting (July 26, 2024).

Favorable:

VKC Holdings Company still retains a number of experienced personnel and a number of Partners who have been with the Company for many years. The Board of Directors (BOD) of VKC Holdings Company together with the new Executive Board always accompany and care for support, timely direction in work and resolutely restructure the Company's operations and production and business orientation.

2. 2. Financial situation 2024

a. Asset situation (Unit: VND)

Target	2023	2024	2024/2023	Proportion in 2023	Proportion in 2024
Current assets	255,873,795,983	193,510,686,593	75.6%	71.3%	79.4%
Long-term assets	102,817,439,202	50,335,560,992	49.0%	28.7%	20.6%
Total assets	358,691,235,185	243,846,247,585	68.0%	100.0%	100.0%

In general, the asset structure in 2024 remained similar to the previous year when short-term assets accounted for a larger proportion (more than 70%) in the asset structure.

figures of short-term assets and long-term assets have fluctuated significantly, the indicators all decreased compared to the beginning of the period in 2024:

- The main reason for the decrease in current assets is due to [the cancellation of receivables](#) of 03

Branches: HCM + Binh Duong + Vinh Long according to Resolution No. 110/NQ ĐCĐTN/VKC/2024 dated July 26, 2024.

- The main reason for the decrease in Long-term Assets is due to [the provision for difficult-to-recover capital contribution of Khang Gia Hung Company](#) according to Resolution No. 110/NQ ĐCĐTN/VKC/2024 dated July 26, 2024.

b. Liabilities status (Unit: VND)

Target	2023	2024	2024/2023	Proportion in 2023	Proportion in 2024
Short-term debt	442,839,184,037	485,425,229,710	109.6%	100.0%	100.0%
Long-term debt					
Total liabilities	442,839,18,037	485,425,229,710	109.6.0%	100.0%	100.0%



As of December 31, 2024, VKC's total liabilities were recorded at VND 485.42 billion, an increase of VND 42.59 billion, equivalent to 109.6% over the same period in 2023. All short-term debts of VKC are from loans and interest from financial institutions and bonds due for payment.

II. ORIENTATION OF PRODUCTION, BUSINESS AND OPERATION IN 2025

1. General situation in 2024:

❖ Hard

- The recovery of funds used for improper purposes from bond issuance has not had positive results although VKC Company has repeatedly filed lawsuits with the Ministry of Public Security and the Binh Duong Provincial Court.

- Receivables are large, but most of the receivables are not fully documented and clear, making them difficult to collect. Therefore, there is no additional source of money to pay debts or provide additional capital to maintain operations.

- Old production equipment consumes a lot of raw materials and uses a lot of labor, so products are difficult to compete on price with competitors.

- Lack of capital for operations, inability to mobilize new capital, many negative information greatly affects the reputation of VKC Company, so maintaining relationships as well as developing more customers, partners and developing new industries is extremely difficult.

❖ Favorable:

Establish and develop 2 subsidiaries, Vinh Khanh Investment and Business Joint Stock Company (VKB) and Vinh Khanh Plastic Cable Manufacturing Joint Stock Company (VKM) to have the opportunity to restore and develop production and business from these two companies.

2. Consolidated business production plan 2025 (billion VND):

No	INDICATORS	PLAN
1	Net revenue	26
2	Profit before tax	(51)
3	Dividends	

Note :

Loss of 51 billion (of which bond interest is 24.0 billion, bank interest is 22.0 billion, depreciation is 4 billion and other expenses are 1 billion).

Above is a summary report on 2024 Business and Production activities and 2025 Plan of the Board of Managements.

Respectfully submit to the Congress for consideration and approval!

GENERAL DIRECTOR

Signed

PHAM HOANG PHONG



SUPERVISORY BOARD REPORT 2024

The Board of Supervisors of VKC Holdings Joint Stock Company ("Company") respectfully presents to the General Meeting of Shareholders ("General Meeting, General Meeting of Shareholders") to consider and vote to approve the Report of the Board of Supervisors ("BOS") for 2024 with the following main contents:

I. MEMBERS AND MEETINGS OF THE SUPERVISORY BOARD

1. Member information

Status	Member	Title	Voting Share Ownership Ratio
1	Lam Hoang Hai	Prefect	0.00%
2	Pham Cong Tinh	Member	0.00%
3	Nguyen Thi Le (appointed on July 26, 2024)	Member	0.00%
4	Le Van Hiep (resigned June 10, 2024)	Member	0.00%

2. Board of Supervisors meetings

Status	Minutes number and date	Number of members attending	Content	Passage Rate
1	Minutes No. 01/2024/ BB-BKS March 19, 2024	3/3	Monitor the implementation of the Resolution of the General Meeting of Shareholders. Review the 2023 Financial Report.	100%
2	Minutes No. 02 /2024/ BB-BKS dated April 2, 2024	3/3	Financial Report Q1 2024.	100%
3	Minutes No. 03 /2024/ BB-BKS August 16, 2024	3/3	Monitor the implementation of the Resolution of the 2024 Annual General Meeting of Shareholders. Review the 2024 Semi-annual Financial Report .	100%



4	Minutes No. 04 /2024/ BB-BKS November 6, 2024	3/3	Monitor the implementation of the Resolution of the 2024 Annual General Meeting of Shareholders. Review the Financial Report for the 3rd Quarter of 2024.	100%
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3. Remuneration and salaries, bonuses of the Board of Supervisors

Status	Name and Title	Income (*)	Salary
1	Lam Hoang Hai	60,164,382	
2	Pham Cong Tinh	24,065,754	139.852.710
3	Nguyen Thi Le (appointed on July 26, 2024)	10,454,795	
4	Le Van Hiep (resigned June 10, 2024)	10,652,055	

(*) Including salary and/or other remuneration

II. ACTIVITIES OF THE SUPERVISION BOARD

Performing the tasks prescribed in the Company's Charter and the operating regulations of the Supervisory Board, in 2024, the Supervisory Board supervised the implementation of the Resolution of the General Meeting of Shareholders, supervised the Board of Directors (" **BOD** ") and the Board of Management (" **BOD** ") through:

- Participate in meetings of the Board of Directors as required, thereby the Board of Supervisors promptly grasps the actual business situation, participates in questioning and contributes opinions to the Board of Directors in implementing the Resolution of the General Meeting of Shareholders.
- Monitor the progress of implementation of the contents of the Shareholders' Meeting Resolution.
- Evaluate information in the Company's quarterly, 6-month and annual financial reports in accordance with current regulations .
- Supervise the Company's information disclosure in accordance with the provisions of the Securities Law and related legal documents .

III. WORK RESULTS OF THE BOARD OF SUPERVISION

1. Monitor the implementation of the Resolutions of the 2024 Shareholders' Meeting

During the year, the Company implemented the Resolution of the General Meeting of Shareholders, specifically:

- Business results in 2024: In 2024, the domestic economic situation is still difficult. In addition, the Company also liquidated fixed assets, inventories and transferred assets such as land lots in Vinh



Long province, resulting in revenue of VND 24,870 million, equivalent to 124.5% of the plan. Profit after tax was negative VND 158,521 million, equivalent to (263.9) % of the plan.

- The Board of Directors has directed the Board of Management to carry out the liquidation of fixed assets, inventories and transfer of assets such as land lots in Vinh Long province... the proceeds will be used to pay debts and supplement working capital for the Company.
- The Board of Directors continues to handle outstanding issues, trying to restore core business activities of cable production and tire trading.

2. Check your financial situation in 2024

Company 's Accounting Department in discussing with the independent auditor on the nature and scope of the audit, establishing working procedures with the independent auditor and other issues. Thereby, the Supervisory Board has participated in the process of issuing the Company's quarterly, 6-month and year-end financial statements . The Supervisory Board also reviewed and analyzed the fluctuations of key items on the financial statements and reported the review results to the Board of Directors. The following key issues were raised :

- Receivables and payables have not been fully collected from debt confirmation letters in the form of direct responses, have not been collected from evidence to assess the collectability of receivables, and the existence of balances cannot be checked by other audit procedures.
- Land use right certificate No. CO 387309 of land plot No. 4701, map sheet No. 5 (2AB.9) is valid until August 6, 2023. The Company has sent a document to the Department of Planning and Investment of Binh Duong province, requesting an extension of the land use term to implement the investment project of building a warehouse and storing goods. However, the document has not been approved yet.
- Short-term and long-term loans and financial lease debts spanning many years as stated in the Audit Report have not been resolved as stated in the Audit Report.
- December 31, 2024 , the Company has an accumulated loss after tax of 462,988 million VND; short-term debt 485,425 million VND greater than current assets 193,510 million dong with the amount of 291,915 million VND; the Company's overdue debts, bonds and interest on loans and bonds totaled 474,175 million VND. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

According to the explanation of the Board of Directors and the Board of Management, the Company has no significant plans to maintain its ability to operate continuously. The Company is also in the process of working with lenders to adjust the violated terms of the related loan contracts.

3. Supervise the activities of the Board of Directors and the Executive Board

In 2024, the Supervisory Board attended the meetings of the Board of Directors as requested, thereby promptly grasping the actual business situation and the implementation of the goals approved by the General Meeting of Shareholders. The Supervisory Board also supervised the management of the Board of Directors through close and regular coordination with departments to help the Company implement the planning , operations , compliance and finance.

4. Evaluation of coordination between the Supervisory Board and the Board of Directors and the



Executive Board

During the process of monitoring the Company's operations, the Board of Supervisors has been provided with timely information as requested by the Board of Directors, the Executive Board and management staff, creating all conditions for the Board of Supervisors to complete its tasks. There have been no requests for inspection or complaints from Shareholders.

5. Independent Audit Selection

The Supervisory Board has informed the Board of Directors of the procedures for submitting to the General Meeting of Shareholders for approval of the selection of an independent auditing company for the 2025 fiscal year at the most recent General Meeting of Shareholders.

IV. BOARD OF SUPERVISION'S ACTIVITY PLAN IN 2025

In order to perform the duties of the Supervisory Board in accordance with the provisions of the Enterprise Law, the Company Charter and the Supervisory Board's Operating Regulations, the Supervisory Board's expected operating plan for 2025 is as follows:

1. Monitor the implementation of the Company Charter and Resolutions of the General Meeting of Shareholders;
2. Supervise the administration and management of the Company by the Board of Directors and the Executive Board;
3. Check and evaluate quarterly, 6-month and annual financial reports;
4. Check and monitor the implementation of the 2025 business plan;

Respectfully submit to the Congress for consideration and approval!

REP. BOARD OF SUPERVISION

PREFECT

SIGNED

LAM HOANG HAI



Number: 01/2025/TTr-VKC- BOD

Binh Duong, April 4 , 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Approval of the audited report 2024)

Dear : General Meeting of Shareholders of VKC Holdings Joint Stock Company

Pursuant to Point f, Clause 1, Article 14 of the Charter of VKC Holdings Joint Stock Company, the rights and obligations of the General Meeting of Shareholders regarding the approval of the Company's annual audited financial statements are stipulated.

Financial report of 2024 has been audited by the Audit and Consultant Chuan Viet Company Ltd. attaches this report and publishes information on the company's website, the Stock Exchange website, the State Securities Commission and other mass media.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Best regards!

REP. BOARD OF DIRECTORS

CHAIRPERSON

SIGNED

THAN XUAN NGHIA



Number: 02/2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Selecting a company to audit the 2025 Financial Statements)

Dear : General Meeting of Shareholders of VKC Holdings Joint Stock Company

Based on the proposal and recommendation of the Board of Supervisors on the selection of an approved auditing organization to audit the Company's financial statements in 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the principles and proposals for selecting an independent auditing unit to audit the Company's financial statements in 2025 as follows:

1. Principles and guidelines for selecting an independent audit unit:

- A reputable auditing company licensed to operate in Vietnam, approved by the State Securities Commission to conduct audits for organizations and enterprises with public interests;
- The auditing company has a team of highly specialized auditors, with priority given to companies with extensive experience in auditing businesses operating in the manufacturing and trading sectors.
- No conflict of interest;
- Have reasonable fees in accordance with the scope of audit requested by the Company.

2. Proposal to select an independent auditing company for 2025 financial statements:

VIETVALUES AUDITING AND CONSULTING COMPANY LIMITED (*VIETVALUES*)

In case the Board of Directors cannot negotiate with the above unit or the above unit is not qualified for auditing, the General Meeting of Shareholders authorizes the Board of Directors to select another auditing unit from the list of auditing companies approved by the State Securities Commission.

Respectfully submit to the General Meeting of Shareholders to assign the Board of Directors the responsibility to implement and authorize the General Director to negotiate the terms of implementation and sign the contract with the auditing unit according to the submitted unit.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Best regards!

REP. BOARD OF DIRECTORS

CHAIRPERSON

SIGNED

THAN XUAN NGHIA



Number: 03/2025/TTr-VKC- BOD

Bình Dương, April 4, 2025

SHAREHOLDERS MEETING PROPOSAL*(Re: Result of Business report 2024)***Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Company**

Festival copper manage treat glasses program Grand festival copper neck winter see consider and information via conclude fruit active dynamic business 2024, as follows:

Stat us	Target	Unit	Explanation	Data (Unit: VND)
1	Total revenue	VND	1	24,870,207,591
	<i>In there:</i>			
	<i>Net revenue from sales and services</i>	VND		24,870,207,591
	<i>Financial revenue</i>	VND		36,611,700
2	Profit before tax	VND	2	(157,911,261,118)
3	Undistributed profit after tax this year	VND	3	(158,521,257,014)
4	Corporate income tax is reduced	VND	4	
5	Profits for distribution of funds	VND	5 = 3-4	(158,521,257,014)
6	0% welfare bonus fund deduction	VND	6 = 5 x 0%	-
7	0% development investment fund deduction	VND	7 = 5 x 0%	-
8	Provision for bonus fund for Company managers	VND	8	-
9	Profit to pay dividends	VND	9 = 5-6-7-8	(158,521,257,014)
10	Cash dividend payment 0%	VND	10 = 0% charter capital	-
11	Last year's profit carried forward to this year	VND	11	(304,467,307,079)
12	Remaining undistributed earnings	VND	12 = 9-10+11	(462,988,564,093)

Respectfully submit to the General Meeting of Shareholders for approval .

Best regards!

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**

*Number: 04/2025/TTr-VKC- BOD**Binh Duong, April 04, 2025***SHAREHOLDERS MEETING PROPOSAL***(Re: Business Plan 2025)***Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Company**

1/ Based on the 2024 production and business performance, the Company's restructuring and development orientation in 2025, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2025 business plan as follows:

<u>Status</u>	<u>Consolidated indicators</u>	<u>Unit</u>	<u>Plan 2025</u>
<u>1</u>	<u>Net revenue from sales and services</u>	<u>Million Dong</u>	<u>26,000</u>
<u>2</u>	<u>Profit before tax</u>	<u>Million Dong</u>	<u>(51,000)</u>
<u>3</u>	<u>Dividends</u>	<u>%</u>	<u>0</u>

Note : Loss of 51 billion includes (bond interest of 24 billion, bank interest of about 22 billion, depreciation of 4 billion, other losses of 1 billion) .

2/ Authorize the Board of Directors to decide in detail on the restructuring of the company's asset portfolio (including joint ventures, associations, cooperation, purchase and sale of company assets) in accordance with the authority prescribed in the company's charter and to perform the necessary tasks to achieve the proposed business results.

3/ Review and adjust business goals and orientations for 2025 in accordance with market developments as well as the company's actual business situation.

4/ The Board of Directors is authorized to re-authorize the General Director of the company to perform a number of tasks within the scope of the above authorization.

Respectfully submit to the General Meeting of Shareholders for approval .

Best regards!

REP. BOARD OF DIRECTORS**CHAIRPERSON****SIGNED****THAN XUAN NGHIA**



Number: 05/2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL**(Re: Remuneration Approval of BOD and BOS for 2024 and Plan Remuneration for 2025)****Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Company**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and effective from January 10, 2021 and guiding documents;
- Base according to the law Proof number 54/2019/QH14 dated November 26, 2019;
- Base according to the organization's charter and the Company's activities VKC Holdings Joint Stock Company .

To ensure funding for the Board of Directors and the Board of Supervisors to carry out governance and inspection and supervision work, the Board of Directors submit to the General Meeting of Shareholders for approval the budget of 2025 to pay the remuneration for the Board of Directors and the Board of Supervisors as follows:

1. Enemy labor Board of Directors and BKS Satisfied spend year 2024 is:

Total remuneration paid by the Board of Directors in 2024 is: 485,326,033 VND

Total remuneration paid by the Board of Directors in 2024 is: 105,336,986 VND

In there

I	BOARD OF DIRECTORS	AMOUNT OF REMUNERATION	PART-TIME INCOME
1	Than Xuan Nghia	180,493,150	
2	Nguyen Trung Truc	96,263,016	348,554,580
3	Nguyen Van Thai	28,405,480	213,049,156
4	Le Minh Chi	54,706,850	
5	Pham Thi Lan	41,819,179	
6	Ta Ngoc Bich	41,819,179	49,240,845
7	Nguyen Quang Huy	41,819,179	
II	BOARD OF SUPERVISION		
1	Lam Hoang Hai	60,164,382	



2	Nguyen Thi Le	10,454,795	
3	Pham Cong Tinh	24,065,754	139,852,710
4	Le Van Hiep	10,652,055	

2. Payment plan of remuneration for member Board of Directors and Board of Supervisors in 2025 :

Title	Salary/year
Board of Directors	200,000,000

Respectfully submit to the General Meeting of Shareholders for approval .

Best regards!

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**



No.: 06 /2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Submit for changing the company management structure)

Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Co.

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Circular 116/2020/TT-BTC on December 31, 2020 on guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP;
- Pursuant to other relevant current legal documents;
- Based on the needs of the actual situation,

According to the provisions of Clause 1, Article 137 of the Law on Enterprises 2020, a Joint Stock Company is allowed to choose an operating model with or without a Board of Supervisors in the organizational and governance structure of the company. This provision is consistent with the diverse practices and realities of enterprises in terms of ownership scale and corporate governance methods.

Based on the provisions of law, the Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for consideration and approval: Changing the Company's governance structure according to Point a, Clause 1, Article 137 of the Law on Enterprises 2020 as follows:

- Current management structure: General Meeting of Shareholders, Board of Directors, Board of Supervisors and General Director.
- New management structure: General Meeting of Shareholders, Board of Directors, General Director.

Under this new structure, the Company will abolish the Supervisory Board under the General Meeting of Shareholders and instead establish an Internal Audit Board (Audit Committee under the Enterprise Law 2020) under the Board of Directors.

At the same time, approve the dismissal of all current members of the Board of Supervisors to establish the Audit Committee./ .

List of Board of Supervisors members:

1. Mr. Lam Hoang Hai
2. Mr. Pham Cong Tinh
3. Mrs. Nguyen Thi Le

Respectfully submit to the General Meeting of Shareholders for approval !

Best regards!

REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA



No: 07/2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Request for approval of Asset transfer plan in Long An)

Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Co.

The Board of Directors of VKC Holdings Joint Stock Company (“Company” or “VKC”) respectfully submits to the General Meeting of Shareholders the following asset transfer plan:

I. ASSET TRANSFER PLAN

A. Overview of Asset transfer:

1) Information land plot:

- a) Plot Land number: 209, Map sheet number: 17
- b) Land address: Commune Tan Trach, District Can Duoc, Long An province
- c) Area of land: 596m²
- d) Form of Use: Own use

2) Information of asset attached above land

- a) Warehouse area 135.88 m², level 4 project.

B. Purpose of Asset transfer:

The proceeds from the transfer of assets will be used to pay off due debts or supplement working capital for the Company.

C. Transfer method and implementation time

- Transfer method: find partners who need to transfer assets .
- Implementation time: In 2025 or/and before the 2026 Annual General Meeting of Shareholders.

D. Determination of selling price:

- Selling price is determined according to market price or other price determination bases .

II. THROUGH AUTHORIZATION

The General meeting of Shareholders authorizes for Board of Directors to decide through other issues related to asset transferring according to actual situation of company.

Respectfully submit to the General Meeting of Shareholders for approval !

Best regards!

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**



No: 08/2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Approval for collateral treatment plan at Vietnam Prosperity Commercial JSC Bank (VPBank))

Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Company

The Board of Directors of VKC Holdings Joint Stock Company ("Company" or "VKC") respectfully submits to the General Meeting of Shareholders for approval the asset handling plan as follows:

I. ASSET TREATMENT PLAN

A. Overview of Asset

1) Information land plot

- a) Plot Land number: 9183, map sheet number: 4 (2BA.8)
- b) Land Address: Ward Binh An, Town Commune Di An, Binh Duong
- c) Area of land: 13,485.8m²
- d) Form of Use: Own use

2) Information of asset attached above land

Factory, construction area build is 2,823.5 m², level 3 project.

B. Processing Purpose:

To fully pay the debt according to the Credit line granted Contract No. 036/2022/HDHM/VPB-VKC dated February 16, 2022 at Vietnam Prosperity Joint Stock Bank. Commercial (VPBank).

C. Direction of treatment method:

The agreement to execute the judgment to the third party designated by the Board of Directors of VKC Joint Stock Company, including related parties of insiders, if any. The designated party satisfies the following conditions (attached is the draft transfer contract):

1. Accept to use cash or borrow from organizations and individuals to receive the transfer of assets listed in Section A, Part 1. The transfer value is determined as the total amount paid to VPBank to settle the debt and taxes related to the transfer .
2. Within 03 years from the date the third party is granted the land use right certificate, VKC Company has the right to repurchase or assign the transfer to any other party as requested by the Board of Directors of VKC Company .
3. Interest rate: not more than 12%/year on the total amount that the third party has paid to VPBank and the costs and taxes related to the transfer.
4. VKC Company has the right to offer for sale and redeem the assets ; after deducting interest and fees , the Third party will receive a remuneration of no more than 30% of the profit if the sale is successful. VKC Company does not need to pay interest or any



fees to the Third Party at present. The Board of Directors of VKC designates another unit to redeem, not necessarily VKC Company to redeem it.

The Board of Directors will work with VPBank to choose the best possible option.

II. THROUGH AUTHORIZATION

The General meeting of Shareholders authorizes for Board of Directors to decide through other issues related to asset handling based on the actual situation of the Company. At the same time, approve transactions with related parties according to the provisions of Clause 2, Article 164 and Article 167 of the Enterprise Law 2020, Clause 5, Article 293 of Decree 155/2020/ND-CP.

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED**

THAN XUAN NGHIA



No: 09 /2054/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Approval for collateral treatment plan at Military Commercial Joint Stock Bank (MB Bank)

Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Company

The Board of Directors of VKC Holdings Joint Stock Company ("Company" or "VKC") respectfully submits to the General Meeting of Shareholders for approval the asset handling plan as follows:

I. ASSET TREATMENT PLAN

A. Overview of Asset

1) Information land plot

- a) Plot Land number: , map sheet number:
- b) Land Address: Ward Binh An, Town Commune Di An, Binh Duong
- c) Area of land: 6,475.57m²
- d) Form of Use: Own use

2) Information of asset attached above land

Currently, this asset is being managed by Debt Management and Asset Exploitation Company Limited - Military Commercial Joint Stock Bank and is in the process of auctioning off assets to recover debt.

B. Processing Purpose:

To fully pay the debt according to the Credit line granted Contract No. 41787.21.101. 301602.TD dated August 23, 2021 at Military Commercial Joint Stock Bank.

C. Direction of treatment method:

The agreement to execute the judgment to the Third party designated by the Board of Directors of VKC Joint Stock Company, including related parties of insiders, if any. The designated party satisfies the following conditions (attached is the draft transfer contract):

1. Accept to use cash or borrow from organizations and individuals to receive the transfer of assets listed in Section A, Part 1. The transfer value is determined as the total amount paid to MBBank to settle the debt and taxes related to the transfer .
2. Within 03 years from the date the third party is granted the land use right certificate, VKC Company has the right to repurchase or assign the transfer to any other party as requested by the Board of Directors of VKC Company .
3. Interest rate: not more than 12%/year on the total amount that the third party has paid to MBBank and the costs and taxes related to the transfer.
4. VKC Company has the right to offer for sale and redeem the assets ; after deducting interest and fees , the Third Party will receive a remuneration of no more than 30% of the profit if



the sale is successful. VKC Company does not need to pay interest or any fees to the Third Party at present. The Board of Directors of VKC designates another unit to redeem, not necessarily VKC Company to redeem it.

The Board of Directors will work with MBBank to choose the best possible option.

II. THROUGH AUTHORIZATION :

The General meeting of Shareholders authorizes for Board of Directors to decide through other issues related to asset handling based on the actual situation of the Company. At the same time, approve transactions with related parties according to the provisions of Clause 2, Article 164 and Article 167 of the Enterprise Law 2020, Clause 5, Article 293 of Decree 155/2020/ND-CP.

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Binh Duong, date2025

Number: ... /HĐCN/VKC/2025

USE RIGHTS TRANSFER CONTRACT

- Pursuant to the Civil Code No. 91/2015/QH13 dated November 24, 2015;
- Based on the ability and land use needs of both parties.

Today, on the day of month year , at We have the following names:

Party A: VKC HOLDINGS JOINT STOCK COMPANY_(Transferor)

.

.....

.....

.....

.....

.....

Party B: (Assignee)

.....

..... Party A is the legal land user of the land area according to the land use right certificate No. , registration number of the certificate issuance book issued on located at

.....

.....

.....

The parties now agree to acknowledge the following facts:

Article 1: Subject of transfer

Party B agrees to accept the transfer and Party A agrees to transfer the entire land area for land plot number , map sheet number according to land use right certificate number , book entry number issued by Department of Natural Resources and Environment of province issued on located at of Party A according to actual status with agreed price of transfer tax is borne by Party B.

Article 2: Agreement and Payment Method.

.....



Article 3: Commitments of the parties

- Within 3 years from the date of being granted the land use right certificate, VKC Company has the right to repurchase or assign the transfer to any other party as requested by the Board of Directors of VKC Company.
- Interest rate: not exceeding 12%/year on the total amount that **Party B** has paid to VPBank and the costs and taxes related to the transfer.
- VKC Company has the right to offer for sale and redeem the assets ; after deducting interest and fees , **Party B** will receive a remuneration of no more than 30% of the profit if the sale is successful. VKC Company does not need to pay interest or any fees to **Party B**. The Board of Directors of VKC designates another unit to redeem, not necessarily VKC Company. redeem.
- The land transfer price in Article 1 is a fixed price regardless of market prices going up or down or whether the measured land area is surplus or deficit.
- **Party A** commits to support **Party B** in legal transfer procedures related to the above land plot.

Article 4: Dispute resolution and other agreements.

- The parties shall give priority to resolving issues arising on the basis of agreement. In case of failure to reach an agreement and a lawsuit must be filed, the two parties shall agree that the Court where the dispute is resolved shall be the People's Court where the real estate in Article 1 is located (Di An City People's Court, Binh Duong Province).
- This record is made in 04 (four) copies, each copy consists of 03 (three) pages, each party keeps 02 (two) copies, with equal legal value.

Party A

(sign, address, full name)

Party B

(sign, address, full name)



No: 10/2054/TTr-VKC- BOD

Binh Duong, April 04 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Approval for Debts cancellation)

Dear: General Meeting of Shareholders of VKC Holdings Joint Stock Company

Dear : General Meeting of Shareholders of VKC Holdings Joint Stock Company

During the production and business activities, VKC Holdings Joint Stock Company has many customers and partners with close and trustworthy relationships. However, there are also cases that have caused many difficulties for the Company in debt-related issues.

According to the current documents kept by the Accounting Department at the company, according to the list of bad debts of organizations and individuals with the total amount owed to VKC Holdings Company up to the present time is: 62,511,715,436 VND (*In words: Sixty-two billion, five hundred and eleven million, seven hundred and fifteen thousand, four hundred and thirty-six dong*).

In 2024, the Company established a Debt Collection Board to collect debts. The Debt Collection Board has conduct screening and classification into groups of subjects based on criteria: if units with sufficient basis to conduct that debt collection will be carried out; if a group of units does not have sufficient grounds to determine the debt, verification will be carried out. Collect documents to conduct debt collection procedures according to law.

PROPOSAL OF DEBTS CANCELATION

Through the work of collecting documents, evidence, verification, and contacting relevant organizations and individuals, the Company has identified a number of organizations and individuals related to the debts (on file) of 02 individual:

1. Ms. Nguyen Thi Loan: 25,330,876,560 VND
 2. Tran Thi Huong Anh : 16,243,997,518 VND
- Total : 41,574,874,078 VND**

Through verification, the Debt Collection Department confirmed the above two debts as follows:

+ There is not enough documents and evidence to sue Ms. Nguyen Thi Loan and Ms. Tran Thi Huong Anh to recover the above debt.

+ The Debt Collection Department has sent letters to Ms. Nguyen Thi Loan and Ms. Tran Thi Huong Anh many times to confirm the debt but has not been able to contact them. At the same time, the Debt Collection Department has also gone to the local police station of Ms. Nguyen Thi Loan and Ms. Tran Thi Huong Anh but has not been able to contact and verify the relatives of these two women.



This is the basis for determining that the debt of Ms. Nguyen Thi Loan and Ms. Tran Thi Huong Anh of the company is not sufficient to recover according to regulations.

In order to bring the Company's operations closer to the actual situation, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the cancellation of debts that do not have sufficient basis to continue to recover as presented above.

At the same time, authorize the Board of Directors to carry out procedures to notify the competent authorities of capital loss, in accordance with the Charter as well as the Internal Governance Regulations of the Company.

For the list of other receivables, the Board of Directors continues to direct the Board of Directors to closely urge relevant Departments to continue reviewing and implementing according to plan.

Respectfully submit to the General Meeting of Shareholders for approval !

Best regards!

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**



No: 11 /2054/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Selling treasury shares)

Dear: Annual General Meeting of Shareholders 2025

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Circular 116/2020/TT-BTC dated December 31, 2020 on guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP;
- Pursuant to Securities Law No. 70/2006/QH11 and Securities Law No. 62/2010/QH12 and documents guiding the implementation of the Securities Law;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law No. 54/2019/QH14;
- Pursuant to Decree No. 58/2012/ND-CP dated July 20, 2012 guiding the Securities Law No. 62/2010/QH12 and Decree No. 60/2015/ND-CP amending and supplementing a number of articles of Decree 58/2012/ND-CP;
- Pursuant to Circular 162/2015/TT-BTC dated October 26, 2015 guiding the public offering of securities, offering shares for exchange, issuing additional shares, repurchasing shares, selling treasury shares and public offering of shares;
- Pursuant to Circular No. 120/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance regulating the trading of listed stocks, registration of trading and fund certificates, corporate bonds, and listed secured warrants on the securities trading system;
- Pursuant to other relevant current legal documents;

The Board of Directors respectfully submits to the General Meeting of Shareholders the plan to sell treasury stocks as follows:

I. Necessity

The Company currently has 721,000 treasury shares with a total book value of VND 3,811,929,315 (cost price is VND 5,287/share). From 2024 onwards, VKC's share price has always fluctuated at a lower level than the cost price of purchasing treasury shares. Selling treasury shares will help the Company recover capital to supplement business capital and increase the Company's total assets and equity. Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the above stock sale plan.

II. Treasury stock sale plan

1. Purpose of sale



Additional capital for the Company's business operations.

2. Treasury shares sale plan

- Total number of treasury shares the Company is holding according to the data in the 2024 Audited Financial Statement: 721,000 shares.
- Total number of treasury shares expected to be sold: 721,000 shares.
- Purpose of selling treasury shares: To supplement capital for the Company's business operations.
- Expected transaction time and Securities Company designated as agent to carry out treasury stock sale transaction: To be proactively decided by the Board of Directors.
- Principle of price determination: Ensure compliance with legal regulations and not lower than 1,000 VND.

3. Assignment and Delegation to the Board of Directors

- Assign and authorize the Board of Directors to proactively organize and implement tasks related to the sale of treasury shares in accordance with current laws and the Company's charter.
- Authorize the Board of Directors to proactively decide on amending the content of the treasury stock sale plan in case it is necessary to amend or supplement it at the request of a competent authority (State Securities Commission, Stock Exchange) when carrying out information reporting/disclosure procedures or when it is deemed necessary to adjust the treasury stock sale plan.
- Authorize the Board of Directors to carry out all other necessary tasks and procedures to complete the above treasury stock sale plan in accordance with the provisions of law.

Respectfully submit to the General Meeting of Shareholders for approval !

Best regards!

REP. BOARD OF DIRECTORS

CHAIRPERSON

SIGNED

THAN XUAN NGHIA



No: 12 /2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Approval of the plan to receive the transfer of assets in Long An to exchange for receivables of Mr. Tran Van Ton)

Dear: Annual General Meeting of Shareholders 2025

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020.
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019.
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of organization and operation of Saigon Thuong Tin Real Estate Joint Stock Company.
- Other relevant legal documents.

The Board of Directors of VKC Holdings Joint Stock Company ("Company" or "VKC") respectfully presents to the General Meeting of Shareholders the plan to receive the transfer of assets as follows:

A. Overview of transferred Asset

1) Information land plot

- a) Plot Land number: 218 , map sheet number: 17
- b) Land Address: Hamlet 6, Commune Tan Trach, District Can Duoc, Long An province
- c) Area of land: 403 m²
- d) Form of Use: Own use

2) Information of asset attached above land

None

B. Processing Purpose:

Swap of receivables of Mr. Tran Van Ton (*according to the audited financial statements as of December 31, 2024, in note V.6b*).

C. Transfer method and implementation time

- **Transfer method:** Swap receivables.
- **Implementation time:** In 2025 or/and before the 2026 Annual General Meeting of Shareholders.

D. Determine the swap price

- The swap price is determined to be equal to Mr. Tran Van Ton's receivable debt of 5,684,110,000 (*Five billion six hundred eighty-four million one hundred and ten thousand Dong*) .



II. THROUGH AUTHORIZATION

The General meeting of Shareholders authorizes for Board of Directors to decide through other issues related to asset transferring based on the actual situation of the Company at the proper time.

Respectfully submit to the General Meeting of Shareholders for approval !
Best regards!

REP. BOARD OF DIRECTORS

CHAIRPERSON

SIGNED

THAN XUAN NGHIA



No: 13 /2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

Etc. Cancellation of Public Company Status

Dear: Annual General Meeting of Shareholders 2025

- Pursuant to the amended Law No. 56/2024/QH15 for listed or registered companies as prescribed in Clause 4, Article 135 of the Securities Law 2019;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 ;
- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of VKC Holdings Joint Stock Company.

I. PLAN:

At Point a, Clause 1, Article 32 of the Securities Law No. 54/2019/QH14, amended and supplemented at Clause 11, Article 1 of Law No. 56/2024/QH15, there are provisions on public companies: “1. A public company is a joint stock company falling into one of the following two cases: a) A company with contributed charter capital of VND 30 billion or more, equity capital of VND 30 billion or more and at least 10% of voting shares held by at least 100 investors who are not major shareholders”.

Clause 2, Article 10 of Law No. 56/2024/QH15 stipulates: "The provisions on equity at Point a, Clause 11, Article 1 of this Law shall take effect from January 1, 2026".

According to the audited Consolidated Financial Statements as of December 31, 2024 of VKC Holdings Joint Stock Company, the owner's equity is less than 30 billion, specifically **negative owner's equity of 241,578,982,125**. Therefore , the Company does not meet the conditions to be a public company.

II. THROUGH AUTHORIZATION:

The General meeting of Shareholders authorizes for Board of Directors to proactively organize implementation and choose the appropriate time.

Respectfully submit to the General Meeting of Shareholders for approval!

REP. BOARD OF DIRECTORS

CHAIRPERSON

SIGNED

THAN XUAN NGHIA



No: 14/2025/TTr-VKC- BOD

Binh Duong, April 04, 2025

SHAREHOLDERS MEETING PROPOSAL

(Re: Dismissal, Supplement election for member of Board of Directors period 2021 – 2026)

Dear: Annual General Meeting of Shareholders 2025

The Board of Directors of VKC Holdings Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the Dismissal, Supplement election for member of the Board of Directors, as follows:

1. Approval of resigned member of Board Member:

On March 25 2025, Board of Directors received the resignation letter of Mr. Nguyen Quang Huy, a member of Board of Directors.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the following content: Accept the resignation and dismissal of Mr. Nguyen Quang Huy from the Board of Directors.

2. Supplement election for member of Board of Directors period 2021 – 2026 as after:

In case the General Meeting of Shareholders approves the resignation and dismissal of Mr. Nguyen Quang Huy as a member of the Board of Directors, the election of additional members of the Board of Directors will be as follows:

- Mission Term : 2021 – 2026
- Quantity application for Board of Directors: Are not limit regime
- Standards for candidates to join the Board of Directors - According to Clause 1, Article 155 of the Law on Enterprises Decree 59/2020/QH14 and Article 275 of Decree 155/2020/ND-CP.

3. Approval of application list for Board of Directors in period 2021 – 2026:

- Name application list (CV attached).
 1. Mr. Lam Hoang Hai.
 2. Mr. Pham Hoang Phong.

Other contents related to the election of the Board of Directors for the 2021 - 2026 term are applied, according to the election regulations of the Board of Directors and the Board of Supervisors at the 2025 Annual General Meeting of Shareholders.

Respectfully submit to the General Meeting of Shareholders for approval!

Best regards!

**REP. BOARD OF DIRECTORS
CHAIRPERSON
SIGNED
THAN XUAN NGHIA**