



# **TABLE OF CONTENTS**

## **DOCUMENTS FOR ANNUAL GENERAL**

### **MEETING OF SHAREHOLDER**

#### **APRIL 25<sup>TH</sup>, 2025**

1. Voting procedure
2. 2025 Annual General Meeting of Shareholders agenda
3. Report on the 2024 business performance
4. Board of Directors report on performance of 2020-2025 term, the orientation for the 2025-2030 term
5. Board of Supervisors 2024 report
6. 2025 Business Plan
7. Submission on the remuneration for the Board of Directors and Board of Supervisors in 2024 and the remuneration plan in 2025
8. Submission on the distribution of 2024 profit and the 2025 allocation to welfare fund
9. Submission on the admendments of the Company Charter
10. Submission on the approval of contracts with related parties
11. Audited 2024 Financial Statements
12. 2024 Annual Report



<b>VOTING PROCEDURES</b> <b>AT THE 2025 ANNUAL GENERAL MEETING OF</b> <b>SHAREHOLDERS</b>
---

### 1. General Meeting of Shareholders eligibility

In accordance with Clause 1, Article 145 of the Law on Enterprises, a General Meeting of Shareholders can be held when the attending shareholders represent more than 50% of the total voting shares.

### 2. General Rules

- a. Each share owned or represented is equivalent to one vote.
- b. Each shareholder or authorized representative, hereinafter referred to as "Shareholder," attending the Meeting will receive one **"Shareholder Card"** and one **"Voting Ballot"** which indicates the Shareholder's name, Shareholder code, and the number of shares the Shareholder owns and/or represents.
- c. **Shareholder Card:** (white) Used for voting to elect the Presidium, the Secretariat, to approve the Meeting agenda, and for voting on other matters at the Meeting.
- d. **Voting Ballot:** (blue) Used for voting by ballot. The Voting Ballot will specify the issues to be voted on and how Shareholders can indicate their decisions.
- e. Based on Clauses 1 and 2, Article 148 of the Law on Enterprises, the minimum approval thresholds are calculated based on the number of voting shares of the voting shareholders present:
  - **65% or more** for issues regarding: Types of shares and the total number of shares of each type; Changes in business lines and sectors; Changes to the company's organizational management structure according to Article 137 of the Law on Enterprises; Investment projects or the sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial statements; Reorganization or dissolution of the Company.
  - **More than 50%** for all remaining issues.

### 3. Implementation:

**Shareholder Card:** Used to vote to elect the Presidium, the Secretariat, to approve the Meeting agenda, and to vote on any other matters arising at the Meeting by raising the Shareholder Card.

**Voting Ballot:** All other issues (except for the election of the Board of Directors and the Board of Supervisors) will be voted on by ballot. Shareholders vote (Agree, Disagree) on an issue by marking the corresponding box on the Voting Ballot and then submitting the Voting Ballot to the Meeting organizers.

**Note:** *Kindly retain your Shareholder Card and Voting Ballot until the end of the Meeting.*



## ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 AGENDA

**Date: April 25<sup>th</sup>, 2025**

NO.	CONTENTS	TIME (AM)
1	<b>Procedures</b>	
1.1	<b>Shareholder registration and qualification check</b> Shareholders or their representatives present the following documents to the Shareholder Qualification Check Committee: - Citizen ID card / Passport / Level 2 e-ID - Power of Attorney (in case of proxy-granted attendance) Upon verification of valid documents, shareholders will receive the Meeting documents, Shareholder Ballot, and Voting Ballot.	08:00 – 08:30
1.2	<b>Opening</b> - Declaration of the meeting's purpose - The Shareholders Qualification Check Committee reports on shareholder attendance - Introduction of the Presidium and the Secretariat	08:30 – 08:45
2	<b>Adoption of the Meeting Agenda</b>	08:45 – 08:50
3	<b>Election of the Supervisory Board and Vote Counting Board</b>	08:50 – 09:00
4	<b>Adoptions of reports:</b> - Report on the 2024 Business Performance; - BOD's Report on the 2020-2025 term performance and the orientation for the 2025-2030 term; - BOS's Report on the 2024 performance ⇒ <i>Shareholders' comments</i>	09:00 – 09:40
5	<b>Adoption of the 2025 Business Plan</b> ⇒ <i>Shareholder's comments</i>	09:40 – 10:00
6	<b>Adoption of the BOD's Submissions</b> - Submission of the 2024 remuneration of BOD and BOS and 2025 remuneration plan; - Submission of the distribution of 2024 profit and the 2025 allocation to welfare fund - Submission of amendment of company charter. - Submission of related-party transactions. ⇒ <i>Shareholder's comments</i>	10:00 – 10:25
7	<b>Voting on the contents of the sections 4, 5, 6 above and other decisions under the AGMS's authority</b> - Adoption of the Audited Financial Statements of 2024 - Selection of the Auditing Company for the 2025's fiscal year	10:25 – 11:00
8	<b>Break</b>	11:00 – 11:15

NO.	CONTENTS	TIME (AM)
9	<b>Adoption of the Minute – Resolution of the 2025 AGMS</b> <b>Conclusion and end of the Meeting</b>	11:15 – 11:40

*\* List of Abbreviations:*

- 1. AGMS: Annual General Meeting of Shareholders*
- 2. BOD: Board of Directors*
- 3. BOS: Board of Supervisors*

# REPORT ON THE BUSINESS PERFORMANCE OF 2024

\*\*\*\*\*

March, 2025

## I. General assessment of the 2024 business situation

In 2024, the global economy continued to face numerous difficulties and challenges, but the Vietnamese economy still recorded positive results. In this context, VTC Telecommunications demonstrated outstanding efforts, achieving remarkable accomplishments, and solidifying a strong position in the field of telecommunications and information technology.

Despite signs of improvement in the economic situation compared to 2023, the Company still faced significant challenges, including:

- Competition: The telecommunications and information technology market continued to experience fierce competition, especially with the entry of many new businesses and the presence of international corporations.
- Political instability: Political instability around the world has had a significant impact on the company's production and business operations.
- Inflation and economic recession: Although inflation in Vietnam was controlled at 3.5%, pressure on production costs and product prices remained a significant challenge. The risk of a global economic recession became increasingly apparent, directly affecting purchasing power and investment demand in the market.

However, with the strong determination of all employees, along with the strategic leadership throughout the Board of Directors (BOD) and the Board of Management (BOM), the company achieved positive business results, successfully completing the set plans, thereby affirming its position and potential for sustainable development in the future.

## II. 2024 business performance

### 1. 2024 business indicators

*Unit: Billion VND*

No.	Indicator	2023 result	2024 plan	2024 result	Compared to 2024 plan	Compare to 2023 result
1	Consolidated Revenue	179.09	230.00	236.60	103%	132%
2	Consolidated Profit before tax	2.69	4.70	6.33	135%	235%
3	Consolidated Profit after tax	0.31	3.50	3.59	103%	1158%
4	Consolidated Profit after tax of parent company shareholders	0.91	3.10	3.53	114%	388%

All 2024 business indicators increased compared to 2023 and exceeded the targets set at the beginning of the year, demonstrating the success in planning and implementing effective business strategies. The company's growth and business results during the year are assessed to be in line with the market's difficulties, consistent with the development of the domestic Telecommunications and Information Technology industry, and in accordance with VNPT Group's orientation.

## 2. 2024 Business Operations

### 2.1 Information Technology Services

The technical services market continued to experience intense competition, with provincial/city telecom units cutting costs and reducing service prices, while the trend of self-maintenance and servicing by telecom units also significantly narrowed the traditional technical services market in recent years. The company proactively reduced service prices and optimized project implementation processes to ensure quality and save costs, using service quality as a competitive advantage. Revenue from service provision in 2024 reached 144.4 billion VND, an increase of 43% compared to 2023.

**Installation, maintenance, and optimization services:** Thanks to a team of experienced technicians, the Company effectively implemented installation, maintenance, optimization, and alert handling services, which were highly appreciated by customers. In 2024, VTC provided services in Ho Chi Minh City, Binh Duong, and Dong Nai with outstanding revenue growth compared to 2023.

**Vessel monitoring services:** In April 2024, the T2 satellite disconnection incident of Thuraya affected the fishing vessel monitoring service. Currently, the company has coordinated with the VNPT Vinaphone Co. and Thuraya to resolve the incident, promptly addressing disconnection incidents for fishing vessels to maintain service development and maintain its leading position in the fishing vessel monitoring service market. The Company is cooperating with equipment suppliers and other satellite companies to diversify product options for customers.

**Information technology and digitization services:** In 2024, the Company recorded significant growth in information technology, information security, and digitization services. This is a service segment that the company focuses on developing to shift from traditional telecom services to align with strategic orientations such as information security and digitization in the current period. We have implemented and recorded revenue from Intelligent Operation Center (IOC) projects and digital transformation projects at ministries and agencies, and continues to target customers inside and outside the VNPT Group in the coming time.

### 2.2 Commercial Business

In 2024, the electronic telecom product market continued to face fierce competition. The increase in interest rates has pushed up product costs, leading to a significant increase in

production and import costs and time. To maintain competitiveness, VTC was forced to cut costs, reduce prices, and accept low profit margins in commercial contracts. The company's commercial products have also gradually shifted from hardware products to software and copyright products to bring about better efficiency than before.

Commercial revenue reached 74 billion VND, an increase of 25% compared to 2023. Commercial revenue mainly comes from telecom equipment, Thuraya satellite terminal equipment, and software products.

Recognizing the fiercely competitive digital product and service market with a diverse number of products and difficulty in penetrating and developing sales, the Company has oriented the development of digital product commerce associated with VNPT Group's product and service. Currently, the Company has completed technical connections with Vinaphone for Kaspersky security software and vnEdu education products to be able to deploy commerce on Vinaphone's platforms. Revenue from digital products in 2024 reached 6.5 billion VND, and the goal is to achieve good growth in 2025.

### **2.3 Research and Development Activities**

VTC always strives to develop products and solutions that are in line with domestic and international technology trends. The focus of 2024 is to optimize the portfolio of products, services, apply 4.0 technology and digital transformation, contributing to the common value chain of VNPT Group and shaping core products to bring into business in the market.

The Company has been participating in the VNPT Group's digital transformation service supply chain for Government customers, ministries, departments, and businesses. Typical projects include: Digitalization of land database, Intelligent Operation Center (IOC), Event Warning Transmission Equipment Service (EOC), Information Storage System, Intelligent Communication System (ICS) and digital transformation projects in provinces/cities.

In 2024, the Company cooperated with satellite companies and airlines in Vietnam to develop satellite in-flight connectivity service. The Company was also granted a license to provide this service by the Ministry of Information and Communications, affirming its pioneering position in the field of satellite information in Vietnam.

### **2.4 Business activities of the subsidiary**

the traditional scratch card market shrank, while the subsidiary - Smart Technology Investment and Development Joint Stock Company (STID)'s new products and solutions are in the process of completion and have not been widely accepted by the market, revenue reached 37.8 billion VND, an increase of 37% compared to the same period in 2023.

STID has shifted its focus to information technology products and services. The provision of information technology equipment has generated revenue, but profits have not met expectations due to the company's application of competitive pricing to accumulate experience. In addition, STID has also shifted its development towards security and



information safety products and solutions through development cooperation with security firms such as Darktrace, Kaspersky, MSOne... and developed citizen identification authentication solutions. These product solutions are in the process of completion, trial implementation at banks, schools, public administrative organizations... market capacity is still small because these are new segments that the market is beginning to accept.

### **3. Other management activities**

#### **3.1 Financial accounting management**

The company ensures sufficient capital supply for production and business activities in 2024. The management and use of capital is carried out flexibly, planning capital sources according to each business stage, and regularly inspecting and monitoring progress to manage financial resources and incurred costs effectively and economically.

The company's financial situation is reflected transparently and truthfully, ensuring that owner's equity is preserved and developed. Debts are closely monitored, with efforts to accelerate debt recovery to maintain stable cash flow.

#### **3.2 Personnel management**

The company has arranged and allocated resources reasonably, focusing on the strengths of each unit to improve operational efficiency. Optimizing management processes and applying digital transformation to operations helps ensure smooth production and business operations, increasing labor productivity.

In 2024, recruitment and training were strengthened to supplement high-quality human resources. Implementing internal training in a practical direction, combining face-to-face and online methods, focusing on information technology expertise and digital product business, to build a team suitable for long-term development strategies.

We continue to apply a performance-based salary policy, creating motivation to improve labor productivity. The cost allocation method in project implementation is maintained, helping to optimize budget, shorten implementation time and improve the efficiency of resource use.

*Respectfully./.*

**Recipients:**

- BOD and BOS members;
- Shareholders;
- Company's archive.

**GENERAL DIRECTOR**



**Bùi Văn Bằng**

**ANNEX: 2024 BUSINESS PERFORMANCE**

*Unit: Billion VND*

No.	Indicator	2023 result	2024 plan	2024 result	Compared to 2024 plan	Compared to 2023 result
<b>Parent company (VTC)</b>						
1	Revenue	151.54	190.00	215.47	113%	142%
2	Profit before tax	3.31	3.40	6.05	178%	183%
3	Profit after tax	1.09	2.50	3.43	137%	315%
<b>Subsidiary (STID)</b>						
1	Revenue	27.60	40.00	37.84	95%	137%
2	Profit before tax	-1.52	1.30	0.28	22%	
3	Profit after tax	-1.50	1.00	0.17	17%	
<b>Consolidated</b>						
1	Consolidated revenue	179.09	230.00	236.60	103%	132%
2	Consolidated profit before tax	2.69	4.70	6.33	135%	235%
3	Consolidated profit after tax	0.31	3.50	3.59	103%	1158%
4	Consolidated profit after tax of parent company shareholders	0.91	3.10	3.53	114%	388%

# **REPORT**

## **PERFORMANCE OF 2020-2025 TERM (6<sup>TH</sup> TERM) BOARD OF DIRECTORS AND THE ORIENTATION FOR THE 2025-2030 TERM (7<sup>TH</sup> TERM)**

\*\*\*\*\*

April, 2025

## **To: The General Meeting of Shareholders of VTC Telecommunications JSC**

The Board of Directors (BOD) for the 2020-2025 term of VTC Telecommunications JSC was elected at the 2020 Annual General Meeting of Shareholders held on June 25<sup>th</sup>, 2020. At the 2025 Annual General Meeting of Shareholders, we - the Board of Directors hereby report on our performance of the 2020-2025 term (the 6th term) and outlines the operational direction for the 2025-2030 term (the 7th term) as follows:

### **PART ONE**

#### **ASSESSMENT OF THE 2020-2025 TERM PERFORMANCE (6TH TERM)**

##### **I. General situation of the 2020-2025 period**

The 2020-2025 period was marked by significant global events, including the COVID-19 pandemic, global economic recession, and political conflicts that disrupted supply chains and fueled inflation. The telecommunications industry experienced intense competition among domestic and international enterprises. In response to these challenges, the BOD determined that VTC Company demonstrated rapid adaptation, effective restructuring, cost optimization, market expansion, and investment in digital technology to maintain operational stability.

VTC continued to maintain its competitive position in the telecommunications market, with a diverse customer base and expanded product and service offerings focused on integration, digitalization, and information security. The company benefits from a high-quality, experienced workforce in information technology and digital transformation, well-suited to VTC's development transformation model. The optimized governance model ensures efficient and flexible operations.

However, VTC Company also faced certain challenges, including project delays due to investment and supply chain disruptions, declining traditional service revenue, intense competition, high operating costs, and cash flow difficulties due to rising bank interest rates. Our subsidiary (STID) was also affected by the decline of the traditional scratch card market and the shift towards developing security and information safety solutions.

##### **II. Evaluation of the 2020-2025 term BOD's performance**

###### **1. Business performance**

In accordance with the resolutions of the General Meeting of Shareholders, the BOD implemented the annual production and business plans and directions. The BOD exercised its oversight function to ensure the achievement of set targets in alignment with the objectives, orientations, and plans. However, due to the multiple impacts of the pandemic, economic downturn, and trade wars throughout the term, revenue and profit declined significantly, falling short of the annual business plans. Nevertheless, key indicators were maintained at a safe level.

During the 2020-2025 term, VTC faced major fluctuations in the business environment, particularly the severe impact of the COVID-19 pandemic in 2021-2022. However, the

company implemented appropriate strategies to overcome difficulties, maintain stability, and continue to grow.

VTC proactively restructured operations, optimized costs to ensure continued operation without staff reductions, expanded markets, actively sought information to develop new projects to replace those with delayed investment plans, and expanded the development of new products and services to ensure revenue growth and fulfill annual business plans.

The results of the key performance indicators are as follows:

- Total Revenue: Maintained an average annual level of approximately 250 billion VND, with particularly strong development of revenue outside the VNPT group's market, ensuring that the outside-VNPT revenue ratio was maintained at 40-50% of total revenue.
- Profit After Tax: Remained stable despite competitive pressure and increased costs.
- Dividend Payout Ratio: Ensured shareholder benefits even in the most challenging periods; despite significant profit decline, the company still ensured dividend payouts to shareholders with an average payout ratio of 8%.

During the 2020-2025 term, VTC underwent a significant strategic shift from providing traditional telecommunications services to developing digital, security, and information safety products and services, aligning with market trends and VNPT's direction. The company focused on strong investment in digital services and IT solutions, expanding the product portfolio to align with technology trends. This process involved a 2-3 year research and development phase from the beginning of the term, and has now yielded clear results with many products being well-received by the market and generating stable revenue, such as the Event Warning Transmission Equipment Service (EOC); Intelligent Communication Solution (ICS); Kaspersky Security Products; vnEdu Digital Education Products; in-flight connectivity (IFC), information security services, etc.

These products not only helped VTC expand its market but also created a competitive advantage in the context of a challenging traditional telecommunications industry. The successful transition to the digital transformation sector has helped the company achieve stable revenue and affirm its role in VNPT's digital ecosystem. Expansion of the market and growth of revenue outside VNPT.

*Unit: Billion VND*

	<b>Indicator</b>	<b>2020</b>	<b>2021</b>	<b>2022</b>	<b>2023</b>	<b>2024</b>
1	Total Revenue	428.76	140.85	261.29	179.09	236.6
2	Profit After Tax	11.4	0.51	1.29	0.31	3.59
3	Average Owner's Equity	97.06	93.08	86.04	82.53	80.288
4	Charter Capital	45.35	45.35	45.35	45.35	45.35
5	ROE (%)	20.6%	0.9%	2.3%	0.6%	7.9%
6	Dividend (%)	12%	6%	7%	7%	7%

## **2. Governance between the Board of Directors and the Board of Management**

During the 2020-2025 term, in the context of a volatile economic and market environment with potential risks and challenges, the Board of Management (BOM) proactively implemented flexible measures, adjusting business strategies to align with the actual situation, while effectively responding to increasing market competition. The BOM highly appreciates the dedicated leadership of the Chairman, whose decisive and detailed direction in each business activity ensured the safety and efficiency of the company's operations, helping the BOM achieve positive business results. This also demonstrates the spirit of solidarity and strict adherence to the policies and resolutions of the General Meeting of Shareholders and the BOD.

In terms of management, the BOM has always proactively reported and sought guidance from the BOD. The orientations and resolutions of the BOD were passed with high consensus, ensuring alignment with the practical requirements of business operations. The decisions were implemented decisively yet cautiously, reflecting the effective leadership of the BOD and the BOM. As a result, the working atmosphere throughout the company has been vibrant, united, and highly effective.

The BOD acknowledges the achievements of the 2020-2025 term, specifically as follows::

- Timely identification of market trends, focusing on research and development to expand the company's application products in line with new technology trends and the direction of the VNPT Group. VTC has focused on developing infrastructure, databases, and application software to meet the requirements of the digital transformation process.
- Direction and management of the company's operations in a stable and consistent manner, pursuing the goal of sustainable development and applying modern technology. In particular, the company has focused on developing strengths in technical services, gradually and successfully transitioning from traditional services to new services, while developing information security services, enhancing competitiveness, and stabilizing the market.
- Strengthening corporate governance on a technology platform, improving work efficiency, and implementing optimization solutions to save costs, improve business efficiency, and ensure financial security for the company.
- Maintaining the stability of the BOM team, while focusing on training and developing personnel in an appropriate and effective direction, meeting the needs of the company's business expansion.

The close coordination and solidarity of the BOM, together with the strict adherence to the policies and resolutions of the General Meeting of Shareholders and the BOD, have made an important contribution to the overall success of the company.

To maintain and build upon the achievements, the Board of Directors is deeply aware of the responsibilities and tasks assigned by the General Meeting of Shareholders. We commit to continuing to operate actively and consistently in its direction, while strengthening close coordination with the BOM, to bring the highest efficiency to the company's business operations.

## PART TWO: REPORT ON THE BOARD OF DIRECTORS' PERFORMANCE IN 2024

### 1. 2024 business performance

The year 2024 marked the recovery of the Vietnamese economy. According to statistics, the telecommunications industry's revenue grew by approximately 8% compared to the previous year, driven by increased demand for broadband Internet services and digital technology solutions. The digital transformation trend continued to drive investment in 5G infrastructure and cloud computing, while value-added services such as IoT and AI were also deployed more widely. In addition, increased cooperation between network operators and technology companies created many new business opportunities, helping the telecommunications industry not only recover but also achieve significant growth.

#### 2024 business performance

- Consolidated revenue: 236.6 billion VND, reaching 103% of the plan;
- Consolidated profit after tax: 3.59 billion VND, reaching 103% of the plan;
- Consolidated profit after tax of shareholders of the parent company: 3.53 billion VND, reaching 114% of the plan.

In 2024, the company exceeded the business targets set by the 2023 General Meeting of Shareholders, with growth and business results aligned with the positive developments in the market. The company implemented new strategic directions, focusing on the development of digital products and services, delivering sustainable value and stable revenue sources for the future. These orientations are not only in line with the development trends of the domestic information technology industry but also closely follow the strategy of the VNPT Group, creating a solid foundation for the company's business operations in the coming years.

### 2. The Board of Directors' performance in 2024

In 2024, the BOD of VTC demonstrated strong leadership and close, timely direction of the company's business activities. The BOD successfully organized the following meetings:

- 01 Annual General Meeting of Shareholders in 2024.
- 09 Board of Directors meetings and instances of collecting opinions from Board members to direct the Company's business operations.

The BOD closely monitored the actual situation of the company, based on which to issue policies, Resolutions, and Decisions, creating the most favorable conditions for the BOM to perform its business tasks. The Resolutions and Decisions were passed with the unanimous agreement and consensus of all members of the BOD.

### 3. Dividends and Remuneration of the Board of Directors and Board of Supervisors

According to Resolution No. 01/2024/NQ-ĐHĐCĐ dated April 25<sup>th</sup>, 2024, the General Meeting of Shareholders approved the dividend payout for 2023 at a rate of 7% in cash. The Company has allocated the 2023 dividend of 3,170,400,100 VND (equivalent to 7%). In 2024, VTC needs to focus financial resources on implementing contracts, so the



2023 dividend has not yet been paid. The company has completed the procedures to finalize the shareholder list and will pay the 2024 dividend on April 24<sup>th</sup>, 2025.

**Remuneration for the BOD and BOS in 2023:** The 2024 Annual General Meeting of Shareholders approved the remuneration for the BOD and the BOS in 2023 at 33,440,000 VND. The Company paid the remuneration for the Board of Directors and the Supervisory Board in 2023 on March 17<sup>th</sup>, 2025.

**Remuneration for the BOD and BOS in 2024:** The Resolution of the 2024 Annual General Meeting of Shareholders stipulates the remuneration for the BOD and BOS as follows:

*“The remuneration for the BOD and BOS in 2024 is paid based on the consolidated profit after tax attributable to the parent company’s shareholders in 2024, as follows:*

- ✓ *In case of achieving the profit target, the remuneration for the BOD/BOS is: 114 million VND (the growth rate is equivalent to the growth rate of the consolidated profit after tax attributable to the parent company’s shareholders plan for 2024 / consolidated profit after tax attributable to the parent company’s shareholders realized in 2023).*
- ✓ *In case of not achieving the profit target, the remuneration for the BOD/BOS is calculated as: 114,000,000 VND multiplied by the profit target achievement rate.*
- ✓ *In case of exceeding the plan: for every 1% exceeding the consolidated profit after tax target attributable to the parent company's shareholders, an additional 2% of the achieved remuneration is awarded, but the maximum increase does not exceed 20% of the 2024 salary fund for dedicated management personnel.*
- ✓ *In case of a loss: no remuneration is paid to the BOD/BOS.”*

In 2024, the consolidated profit after tax attributable to the parent company's shareholders reached 3,526 million VND, achieving 114% of the target; Based on the above regulations on the remuneration of the BOD/BOS, the total remuneration for the BOD/BOS in 2024 is:

$$114,000,000 + 114,000,000 \times (14\% \times 2) = 145,920,000 \text{ VND}$$

#### 4. Investment in the Subsidiary

In 2024, the subsidiary continued to shift from traditional scratch card production to information technology product and service activities in line with market trends. The business performance of the subsidiary showed more positive signs compared to 2023.

In 2024, VTC did not invest additional capital in the subsidiary. The capital invested by VTC in the subsidiary as of December 31<sup>st</sup>, 2024, is as follows:

*Unit: Billion VND*

Subsidiary	Charter Capital	Contributed Capital	Additional contribution in 2024	Total Contributed Capital	Rate in charter capital
Smart Technology Investment and Development JSC (STID)	32	19.2	-	19.2	60%



## PART THREE

### OPERATIONAL ORIENTATION FOR THE 2025 - 2030 PERIOD

#### 1. Business plan for the 2025 - 2030 term (7th term)

Building on the strong transformation in the 2020-2025 term, VTC continues to promote the exploitation of completed digital products, while optimizing revenue from strategic services in the 2025-2030 period. The projects that continue to be pursued focus on implementation to develop revenue and profit include: In-flight connectivity (IFC), high-bandwidth low-Earth orbit satellite services, fishing vessel monitoring and exploitation log services, provision of network security solutions, and other digital products to meet market demand and VNPT's development orientation.

The Board of Directors sets the following business development goals for the year 2025:

##### 2025 Business Plan:

- Consolidated revenue: 255.53 billion VND, reaches 108% compared to 2024;
- Consolidated profit after tax: 3.85 billion VND, reaches 107% compared to 2024;
- Dividend payment ratio: 7,49% per share, reaches 107% compared to 2024.

Regarding the Business Plan for the 2025 – 2030 term, the BOD strives to achieve the double-digit growth targets, specifically:

- Average growth rate of consolidated revenue: 10%
- Average growth rate of consolidated profit after tax: 10%
- Average growth rate of dividend payment ratio: 12%

#### 2. Development strategy and Implementation solutions for the 2025 - 2030 term

VTC aims for sustainable development, anticipating technology trends and expanding the market. To achieve this goal, the BOD proposes the following development strategies and implementation solutions:

- Research and develop new products and services. Promote research and application of advanced technologies such as AI, Big Data, IoT, 5G, WiFi5, and WiFi6 to provide advanced telecommunications and digitalization solutions, contributing to VNPT's value chain.
- Leverage the development of new technologies such as artificial intelligence, blockchain, and cloud computing to create new solutions and services. Develop products in an integrated direction, focusing on digital content and exploiting market data: Build a digital ecosystem to meet digital transformation needs.

- Proactively grasp core technologies, invest in research and development to master key technologies, and build production capacity. Seek and cooperate to produce new products in line with the trend of technology replacing scratch cards to effectively exploit the production capacity of the subsidiary STID.
- Transform the business model: From passive to proactive, from selling products to providing platforms, applying revenue sharing and long-term leasing models.
- Strategic cooperation: Continue to seek and cooperate with new partners to develop and improve new service solutions: Event Warning Transmission Equipment Service (EOC), Intelligent Communication System (ICS); In-flight connectivity service (IFC), Exploitation Log, security and information safety solutions, etc
- Market expansion: Leverage the VNPT system, develop customers outside VNPT, and expand international cooperation. Proactively seek new markets, and coordinate with provincial/city telecommunications companies in deploying and providing the Company's and VNPT Group's information technology products and applications. Focus on customers, concentrate on improving customer service capabilities. Develop strategic plans tailored to each market and to meet the specific needs of each market.
- Modern governance: Review and optimize the management apparatus towards streamlining, strengthen supervision and risk control, and ensure efficient operation. Develop appropriate financial plans to ensure funding for business operations.
- Build a team: Develop a professional Sales, Pre-sales, and After-sales teams, enhance strategic thinking, analytical, persuasive, and customer experience skills. At the same time, attract and train high-quality personnel to meet the business goals of the new term.

The above is the report of the BOD on the performance of the 2020-2025 term and the strategic direction for the 2025-2030 period. In the 2020-2025 term, VTC overcame challenges, maintained growth, and built a solid foundation. With strong internal resources, a clear strategy, and the support of esteemed shareholders, VTC is ready to reach further and affirm its position in the market.

We kindly request the General Meeting of Shareholders' approval of the foregoing.

*Respectfully./.*

**Recipient:**

- BOD and BOS members;
- Shareholders;
- Company's archive.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**



**Lê Xuân Tiến**

# **BOARD OF SUPERVISORS REPORT ON THE 2024 FISCAL YEAR PERFORMANCE**

\*\*\*\*\*

March, 2025

## **BOARD OF SUPERVISORS REPORT ON THE 2024 FISCAL YEAR PERFORMANCE**

**To: General Meeting of Shareholders of VTC Telecommunications JSC**

### **Basis of the report:**

- The charter of VTC Telecommunications JSC regarding the functions, duties, and authority of the Board of Supervisors (BOS).
- The company Separate and Consolidated financial statements of 2024, audited as of March 17<sup>th</sup>, 2025;

To fulfill the responsibilities and authority stipulated in the company charter, during the 2024 fiscal year, we - the BOS carried out our assigned duties and hereby reports to the General Meeting of Shareholders as follows:

### **A. PERFORMANCE OF BOS**

- I. We conducted an oversight of the company's operational and financial performance, monitored the performance of the Board of Directors (BOD), the Board of Management (BOM), and managerial staff; coordinated with the BOD and the BOM.
- II. We supervised and reviewed the implementation of the resolution of the 2024 Annual General Meeting Shareholders, as well as the 2024 profit plan.
- III. We conducted inspections to ensure compliance with the company's regulations, charter, and the reasonableness of management and operational activities in production and business. We also reviewed and monitored the issuance of resolutions and decisions by the BOD and the BOM.
- IV. We assessed the reasonableness, legality, accuracy, and prudence in organizing accounting, statistical work, and preparing financial statements. We studied the six-month report, which was reviewed by the audit company, and the 2024 financial statements of the company, audited by MOORE AISC Auditing and IT Services Co., Ltd.

In 2024, we organized inspections to evaluate compliance with legal regulations and internal policies in the fields of production, business, and financial-accounting management. These inspections were conducted in two phases: the first six months and the last six months of the year.

We also participated in expanded meetings of the BOD to stay informed about production and business activities and provided input on relevant issues.

## B. RESULTS OF SUPERVISORY AND INSPECTION PERFORMANCE

### I. Production and Business Performance in 2024

#### 1. Overview

2024 continued to be a challenging year for telecommunications and information technology enterprises, marked by numerous difficulties and obstacles.

In terms of overall production and business performance in 2024, the company's business results improved compared to 2023 and met the revenue and profit targets set for the year.

Amid intense competition in the telecommunications and IT markets in 2024, the BOD and BOM ensured stable business operations to maintain market share. However, profit margins on projects remained low, resulting in modest profits. Additionally, the company made a significant strategic shift from providing traditional telecommunications services to developing digital products, services, and information security solutions, aligning with market trends and the direction of VNPT. The focus was on investing in digital services, IT solutions, and expanding the product portfolio to suit technological trends.

Unit: billion VND

No.	Indicator	2023 result	2024 plan	2024 result	Compared to 2024 plan	Compared to 2023 result
<b>Parent company (VTC)</b>						
1	Revenue	151.54	190.00	215.47	113%	142%
2	Profit before tax	3.31	3.40	6.05	178%	183%
3	Profit after tax	1.09	2.50	3.43	137%	315%
<b>Subsidiary (STID)</b>						
1	Revenue	27.60	40.00	37.84	95%	137%
2	Profit before tax	-1.52	1.30	0.28	22%	
3	Profit after tax	-1.50	1.00	0.17	17%	
<b>Consolidated</b>						
1	Revenue	179.09	230.00	236.60	103%	132%
2	Profit before tax	2.69	4.70	6.33	135%	235%
3	Profit after tax	0.31	3.50	3.59	103%	1158%
4	Profit after tax of parent company shareholders	0.91	3.10	3.53	114%	388%

#### Comments on the company's Business Performance:

- **Assessment of business efficiency and the level of completion of the 2024 business plan:**

In 2024, consolidated revenue reached 236.60 billion VND, an increase of 32% compared to 2023 and 103% of the 2024 plan. In particular, for the parent company's

business operations, the parent company's revenue reached 215.47 billion VND, achieving 113% of the plan, and PAT reached 3.43 billion VND, achieving 137% of the plan. The subsidiary company's revenue reached 37.84 billion VND, achieving 95% of the plan, and Profit after tax (PAT) was 0.17 billion VND.

Consolidated PAT reached 3.59 billion VND, an increase of 1158% compared to 2023 and 103% of the 2024 plan; consolidated PAT of the parent company shareholders reached 3.53 billion VND, an increase of 288% compared to 2023 and 114% of the 2024 plan.

The increase in revenue in 2024 compared to 2023 and exceeding the initial target for the year shows that the company's business strategies are proving effective, taking advantage of market opportunities to achieve good business results.

Efficiency of investment capital of shareholders: The PAT/ owner's equity investment ratio of the company in 2024 was 7.9%.

## **2. Regarding the financial situation in 2024**

The Consolidated Financial Statements of VTC Telecommunications JSC for 2024 were issued on March 17, 2025, and have been audited by MOORE AISC Auditing and IT Services Co., Ltd. The Auditing company issued Audit Report No. A0624082-HN/MOOREAISHN-TC dated March 17, 2025, with an unmodified opinion.

The company has fully complied with the requirements of current Vietnamese Accounting Standards and the Enterprise Accounting System in organizing financial and accounting work, performing bookkeeping, accounting, and preparing complete quarterly financial statements, ensuring accuracy, truthfulness, and legality.

In 2024, the financial market experienced many fluctuations, and lending interest rates continuously increased, leading to a 13.5% increase in the company's financial expenses compared to 2023. Due to limited capital, the company still had to mobilize additional loan capital to ensure funding for the implementation of economic contracts. The interest expense for 2024 was 11.27 billion VND. The company's outstanding loan balance is mainly short-term loans to implement commercial contracts. As of December 31<sup>st</sup>, 2024, the company's outstanding short-term loan balance was 79.73 billion VND.

Advances: The company's advances in 2024 increased compared to 2023. These advances were mainly made by employees to implement ongoing contracts and projects that have not yet been settled, thus not fully reimbursed within the period.

## **II. Results of supervising the management and administration responsibilities of the BOD and the BOM**

### **1. Implementation of Resolutions of the General Meeting of Shareholders and Resolutions of the BOD**

According to Resolution No. 01/2024/NQ-ĐHĐCĐ dated April 25, 2024, the Annual General Meeting of Shareholders approved the payment of dividends for 2023 at a payout ratio of 7% in cash. The company has allocated dividends for 2023 as 3,170,400,100 VND (equivalent to 7%). In 2024, the company needed to focus financial resources on project implementation, so the dividend payment for 2023 has not yet been made. Currently, the company has completed the procedures for closing the shareholder list and will pay the 2023 dividend on April 24<sup>th</sup>, 2025.

Based on the Resolution No. 01/2024/NQ-ĐHĐCĐ dated April 25<sup>th</sup>, 2024 regarding the remuneration of the BOD and BOS for 2023, the company has allocated remuneration for the BOD and BOS for 2023 as 33,440,000 VND. The remuneration payment was made on March 17<sup>th</sup>, 2025.

## 2. Results of supervising the management and administration responsibilities of the BOD and the BOM

In 2024, the BOD successfully organized the Annual General Meeting of Shareholders on April 25<sup>th</sup>, 2024, and held meetings to gather opinions from its members to review the business performance and issue resolutions and decisions based on the consensus and approval of Board members.

The BOD's resolutions were within its authority and complied with the resolution of the General Meeting of Shareholders, the Enterprise Law, the Securities Law, company charter, and other relevant legal regulations.

## 3. Capital investment in the subsidiary and its efficiency

In 2024, VTC did not make any additional capital investments in the subsidiary. The capital of VTC in the subsidiary as of December 31<sup>st</sup>, 2024, remained unchanged:

Subsidiary	Charter capital	Contributed capital	Additional contribution in 2024	Total contributed capital	Rate in charter capital
Smart Technology Investment and Development JSC (STID)	32 billion VND	19.2 billion VND	-	19.2 billion VND	60%

Investment Efficiency in the Subsidiary: The 2024 production and business activities of STID showed positive signs compared to 2023. STID operated profitably, with financial indicators remaining strong and within safe limits, demonstrating the effectiveness of STID's shift from the traditional scratch card market to the IT market. However, most of its products are still in the development and commercialization phase or still being evaluated by customers, so revenue and profit have not yet met expectations.

## 4. Coordination between the BOS, BOD, BOM, and managerial staff

Over the past year, the BOS has received positive cooperation from the BOD, the BOM, and management personnel of various units. This included providing periodic



financial statements, decisions of the BOD, necessary documents for inspection and supervision work, as well as assigning staff to work with the BOS upon request.

The Supervisory Board monitored the implementation of resolutions from the General Meeting of Shareholders, the BOD, and decisions of the BOM in business activities in accordance with current regulations.

The BOS was invited to attend BOD meetings, gaining insight into the discussions and content of these meetings, and provided recommendations aligned with its functions and duties.

Expanded Board meetings also included the BOS to offer opinions, ensuring the company's activities were appropriate and safeguarded shareholders' interests.

## **C. CONCLUSION AND RECOMMENDATIONS**

### **I. Conclusion**

The company's activities over the past year complied with the Enterprise Law, Securities Law, the company charter, relevant regulations, and adhered to the resolutions of the General Meeting of Shareholders and the BOD. The company's information disclosure also complied with applicable regulations for listed companies.

The company maintained stable operations, achieving a significant strategic shift from traditional telecommunications services to developing digital products and services. Thus allowed the company to expand its customer range and access numerous business opportunities.

Additionally, VTC optimized its internal processes to ensure seamless production and business operations, while steadily developing a high-quality IT workforce to focus on research and product expansion, laying a foundation for future business development.

### **II. Recommendations**

#### **1. On compliance with regulations and resolutions of the General Meeting of Shareholders**

Continuing maintaining compliance with legal regulations, the company charter, internal policies, and resolutions of the General Meeting of Shareholders.

#### **2. On production and business performance**

- The BOD and BOM should evaluate the effectiveness of each business segment, the market's growth potential, and speed of development. Based on the company's strengths and direction, prioritize business segments to maximize efficiency in 2025, focusing on areas with competitive advantages and high profit margins.
- Conduct market research and assess the effectiveness of new products to develop appropriate business strategies for successfully launching products on the market, thereby increasing revenue and profit.



- Given the nature of its business, VTC frequently needs to mobilize additional loan capital for operations. Therefore, it should analyze and evaluate the economic efficiency of projects before signing contracts, prioritizing those with short implementation timelines and ensuring swift, concise execution to reduce financial costs and enhance business efficiency.

### **3. On financial investment in subsidiaries**

- Production and business activities of Smart Technology Investment and Development Joint Stock Company (STID): Actively seek partners, research and expand products, explore production cooperation options to optimally utilize the company's existing production capacity, while expanding services, the market, finding new customers, as well as improving revenue and profit.

### **4. On financial and accounting operations**

- The company continues to strictly maintain financial and accounting work, ensuring that accounting books are fully and appropriately recorded and reasonably reflect the company's financial situation at any time, and ensuring compliance with Vietnamese Accounting Standards, the Vietnamese Accounting System, and relevant legal regulations, as well as the internal rules.
- Continue to improve the system of regulations and professional procedures, creating a legal framework for business activities based on compliance with legal regulations and enhancing professionalism. Strengthen internal inspection and control, risk management, and ensure financial safety ratios.
- Strictly manage finances, control cash flow and inventory, increase capital turnover for each contract and project to reduce costs and increase operational efficiency.
- Strengthen the forecasting work, develop appropriate financial plans, ensure the capital for production and business activities, and ensure VTC's finances are safe and efficient.

*Sincerely./.*

**Recipients:**

- Shareholders;
- BOD and BOS members
- Company's archive.

**ON BEHALF OF THE BOARD OF SUPERVISORS  
HEAD OF BOARD OF SUPERVISORS**



**Nguyễn Thiện Lợi**

# **BUSINESS PLAN OF 2025**

\*\*\*

April, 2025

## I. 2025 BUSINESS ORIENTATION

In 2025, the global economy continues to face instability due to geopolitical competition, energy crises, and inflationary pressures. The OECD forecasts that global economic growth will reach only about 2.7%. In Vietnam, the National Assembly has set a GDP growth target of 6.5-7%, controlling inflation at 4.5%, however, the telecommunications and IT market is heavily affected by factors such as declining revenue from traditional services, increased costs due to bandwidth policies and 5G network investment and operating costs, and adjustments in electricity prices.

The telecommunications - IT industry in 2025 continues to grow thanks to the 5G, AI, IoT, cloud computing and data security trends, but competition is increasingly fierce with the participation of international corporations and domestic enterprises.

It is expected that 2025 will be a challenging year for telecommunications and information technology enterprises due to the high growth rate of the digital service market with the focus on development by the Government, Ministries and Departments. With the general development situation and trends of the world as well as in the country; VNPT Group's strategic orientation for telecommunications and information technology development, VTC also has a general understanding of the 2025 market as follows:

### ➤ Advantages

- VNPT's policies and orientations: The company benefits from VNPT's pioneering role in national digital transformation, with 56/63 provinces/cities having signed cooperation agreements with the Provincial People's Committees valid until 2025-2030, creating great opportunities for VTC to participate in providing IT solutions such as IOC, EOC, ICS, and Cameras for local authorities. In addition, VNPT's orientation to promote cooperation with Ministries, Departments and State-owned groups/corporations and enterprises opens up a potential market for digital management and data digitization products.
- Market trends: The demand for 5G, AI, IoT, cloud computing and data security technologies is increasing strongly, in line with VTC's key products in integrated technology, information technology and information security. The growth trend of the telecommunications industry from 2024 is forecast to continue to grow in 2025, creating conditions for VTC to exploit the market inside and outside VNPT.
- Vietnam's economic growth: The Government sets a GDP growth target of 6.5-7%, even 8% as directed by the Prime Minister, creating a favorable business environment, promoting investment projects to be implemented quickly in 2025.

- Internal achievements: VTC's digital products have affirmed their position in the VNPT ecosystem, along with support from the Group's technology orientation to enhance competitiveness and be ready to develop and dominate the market.

➤ **Difficulties**

- Pressure from the international market: Global economic growth in the period 2021-2025 is only about 3.3%/year combined with high inflation, increasing operating costs and technology investment. Global mobile ARPU reduction creates price competition pressure.
- Domestic fluctuations: Reduction in revenue from traditional MVNO services, increased 5G operating costs and electricity prices, along with pressure from bandwidth policies affecting investment efficiency and project profits.
- Fierce competition: The participation of international corporations and domestic enterprises in the digital service market requires VTC to invest and focus more on developing new products and services to maintain market share, especially when VNPT Group encourages reducing dependence on the internal market.
- Internal resources: The market lacks high-quality IT personnel to meet new technologies (5G, AI, IoT), the cost of investing in high-tech infrastructure increases, along with financial management pressure (receivables, inventory, fluctuations in interest rates and exchange rates).
- The rapid change of technology, the complexity of regulations and policies on information security, privacy, data use and user needs are also constantly changing, which is a major challenge when companies need to ensure the capacity and ability to respond promptly to changes and require more investment in technology solutions to develop new products and services.

From the assessment of difficulties, advantages of the 2025 market and the assessment of the Company's internal resources, the Company's BOM sets out the following key objectives and tasks for 2025:

**I. 2025 Business Growth Objectives**

- The company maintains its important role in VNPT Group, maintains internal market share, expands the market outside VNPT to increase revenue and profit, and strives to complete the profit and dividend targets assigned by the General Meeting of Shareholders.
- Developing key products, digital products and services based on 5G, AI, IoT, data infrastructure and modern application software, developing data security service

solutions in cyberspace to ensure information security and contribute to national digital transformation.

- Preserve and develop capital, ensuring shareholders' rights.
- Ensure employment and stable income for employees.

**Details of the 2025 business plan indicators are as follows:**

*Unit: billion VND*

No.	Indicator	2024 result	2025 plan	Compared to 2024 result
I	Consolidated revenue	236.600	255.530	108%
II	Consolidated profit before tax	6.330	6.500	103%
III	Consolidated profit after tax	3.590	3.850	107%
IV	Consolidated profit after tax of parent company shareholders	3.530	3.772	107%
V	Dividend	7%	7.49%	107%

## II. Specific tasks and solutions

### 1. Market development and business

Focus on promoting revenue from key products and services in 2025 such as Event Warning Transmission Equipment Services (EOC); Intelligent Communication Solution (ICS); Kaspersky Security Products, vnEdu Digital Education Products; In-flight Connectivity Service (IFC), WiFi5, WiFi6, Information Security Services, etc. Maintain stable traditional revenue, adhere to VNPT's orientation on mobile data growth, subscriber ARPU and fixed broadband services. Business operations are managed flexibly, sensitively, and catch up with trends through digitizing customer touch points, applying AI/Big Data to optimize experiences and applying 5G services.

#### 1.1 Service activities

- For service revenue: Information technology technical service activities are always an important and core business segment of the company, so the focus and concentration on developing information technology technical service activities both in terms of quality and quantity are always set out in the annual business plan, setting the goal of service quality as a competitive advantage.

- IT technical service activities are improved in quality, shifting from traditional to data digitization, security, 5G, IoT, early warning, and synchronized with VNPT's strategy of "intelligentizing" services with AI, machine learning and assembly architecture. The company closely follows the maintenance and installation plans of provincial/city Telecommunications, and at the same time advises on integrated solutions (IOC, EOC, ICS) for corporate and government customers, expanding the market outside VNPT.
- Develop plans to implement each project and strengthen supervision to ensure project progress is on schedule, optimizing costs and acceptance implementation processes.

## 1.2 Commercial activities

- Commercial revenue accounts for a high proportion, however, the proportion of revenue from this segment tends to decrease due to fierce competition in electronic telecommunications products, along with a shortage of raw materials, inflation increasing product prices, and logistics transportation costs, so the profit from the commercial segment is not high. The company will focus on commercial projects associated with accompanying services to promote the company's strengths; prioritize software projects and value-added services, reducing dependence on low-competitive electronic telecommunications products to increase profits from commercial contracts.
- Proactively seek and exploit new markets through links with provincial/city Telecommunications, VNPT Vinaphone, VNPT IT... providing IT solutions such as Intelligent Operation Center (IOC); Land data digitization; Event Warning Transmission Equipment (EOC), Intelligent Communication Solution (ICS)
- Develop business scenario plans to deploy digital products and services that the company has built and established in previous years: Digital services (insurance, Kaspersky, Edu, Office 365, Adobe, SmartCA...); combine to complete the DigiShop online sales channel, apply AI to enhance customer experience.

## 1.3 Research and Development activities

- In 2025, the Company continues to invest in research and development activities to capture technology trends, create breakthroughs and differentiated product values for customers.
- Continue to seek and cooperate with new partners to develop and complete new service solutions: WiFi 5, WiFi 6, In-Building Solution (IBS); In-flight Connectivity (IFC); Low-Earth orbit high-bandwidth satellite services; Fishing vessel monitoring and exploitation log services; Network security service solutions, along with other digital products to meet market needs and VNPT's development orientation...
- Take advantage of the development of new technologies such as artificial intelligence, blockchain and cloud computing to create new solutions and services. Develop products in an integrated direction, focusing on digital content, exploiting market data

in accordance with the orientation of VNPT Group and the telecommunications and information technology industry.

#### **1.4 The operation of the subsidiary**

- Scratch card products and digital signature devices (USB Token): strongly focus on customer care, in order to maintain market share for traditional customers, promote sales to new customers when there is demand such as some lottery companies producing scratch cards.
- Electronic identification solution products and software through citizen ID cards are assessed to still be a major trend and need in 2025, focusing on accelerating business implementation, especially coordinating with companies with large service platforms such as Gtel, VNPT provinces/cities, ... to expand sales to banks, schools, healthcare, financial institutions, public administration, ...
- Security and information safety products and solutions in cooperation with firms: Darktrace, Kaspersky, MSOne The company has had initial results, and continues to promote trial implementation in units: VTV, VNPT, HOSE, MobiFone to evaluate results for business cooperation in 2025.
- Restructure personnel and optimize the factory to suit the current business situation, Seek/cooperate to produce new products in line with technology trends to replace scratch card products in order to effectively exploit the company's production capacity.

#### **2. Corporate governance and administration**

- Operating work is innovated, responsibilities are clear, and supervision is strict at each stage, optimizing the synergy process between departments.
- The business model shifts to an integrated SI platform, from simple solutions to integrated solutions, from a traditional buy-sell model to a platform supply model with revenue-profit sharing or long-term leasing.
- Continuously improve the business model, improve the internal management system to optimize operations and optimize costs;
- Continue to implement solutions to centralize and transparentize support departments to improve operational efficiency, manage risks well and ensure compliance.

#### **3. Financial activities**

- Develop a suitable financial plan to ensure flexible cash flow, diversify capital sources and manage finances intelligently through digitization.
- Focus on planning capital sources according to the business plan for each stage, strengthen effective control of business projects, implement project control from the beginning, and take risk prevention measures to minimize costs. Inventory



management, receivables are closely monitored, and efforts are made to accelerate recovery progress.

#### **4. Organizational model and human resources**

In order to successfully implement the business strategy in the new phase in line with the digital transformation trend, the Board of Management (BOM) identifies human resources as a core factor, so it is necessary to focus on developing a strong team both in quality and quantity, especially high-quality information technology human resources. The BOM develops a human resource plan to suit and meet the new business orientation.

- Focusing on recruiting and training high-quality IT personnel in 5G, AI, IoT and building a team of professional Sales, Pre-sales, After-sales.
- Strengthening internal training, build a corporate culture that changes to suit the new business context and production and business situation.
- Operating a breakthrough salary and bonus mechanism, promote units to increase revenue, especially digital service revenue, to create motivation for units and individuals to increase production and business efficiency and labor productivity; Assign responsibility to Company Leaders, Unit Leaders, and Departments to promote revenue completion.
- Bringing policies to encourage research and innovation to create motivation for dedication to the development of the company and VNPT Group.

We kindly request the General Meeting of Shareholders' approval of the foregoing.

*Sincerely,*

***Recipients:***

- BOD and BOS members;
- Shareholders;
- Company's archive.

**GENERAL DIRECTOR**



**Bùi Văn Bằng**



## SUBMISSION

*(Regarding the remuneration for the Board of Directors and Board of Supervisors in 2024 and the remuneration plan in 2025)*

### **To: The General Meeting of Shareholders of VTC Telecommunications JSC**

- *Pursue the Law of Enterprises of the Socialist Republic of Vietnam*
- *Pursue the Charter of VTC Telecommunications JSC;*
- *Base on the Business performance results of VTC Telecommunications JSC in 2024;*
- *Pursue the Resolution of the 2024 Annual General Meeting of Shareholders of VTC Telecommunications JSC dated April 25<sup>th</sup>, 2024*

### **1. Remuneration for the BOD and BOS in 2024**

The Resolution of the 2024 Annual General Meeting of Shareholders stipulates the remuneration for the BOD and BOS as follows:

*“The remuneration for the BOD and BOS in 2024 is paid based on the consolidated profit after tax attributable to the parent company’s shareholders in 2024, as follows:*

- ✓ *In case of achieving the profit target, the remuneration for the BOD/BOS is: 114 million VND (the growth rate is equivalent to the growth rate of the consolidated profit after tax attributable to the parent company’s shareholders plan for 2024 / consolidated profit after tax attributable to the parent company’s shareholders realized in 2023).*
- ✓ *In case of not achieving the profit target, the remuneration for the BOD/BOS is calculated as: 114,000,000 VND multiplied by the profit target achievement rate.*
- ✓ *In case of exceeding the plan: for every 1% exceeding the consolidated profit after tax target attributable to the parent company's shareholders, an additional 2% of the achieved remuneration is awarded, but the maximum increase does not exceed 20% of the 2024 salary fund for dedicated management personnel.*
- ✓ *In case of a loss: no remuneration is paid to the BOD/BOS”*

In 2024, the consolidated profit after tax attributable to the parent company's shareholders reached 3,526 million VND, achieving 114% of the target; Based on the

above regulations on the remuneration of the BOD/BOS, the total remuneration for the BOD/BOS in 2024 is:

$$114,000,000 + 114,000,000 \times (14\% \times 2) = 145,920,000 \text{ VND}$$

## 2. Remuneration Plan for the BOD and BOS in 2025

The remuneration for the BOD and BOS in 2025 will be paid based on the consolidated profit after tax attributable to the parent company's shareholders in 2025, as follows:

- ✓ In case of achieving the profit target, the remuneration for the BOD/BOS is: 156,100,000 VND (equal to 7% growth of the remuneration for the BOD/BOS in 2024).
- ✓ In case of not achieving the profit target, the remuneration for the BOD/BOS is calculated as: for every 1% reduction of the targeted consolidated profit after tax of parent company's shareholders, a 1% reduction of the achieving-target remuneration will be process.
- ✓ In case of exceeding the plan: for every 1% exceeding the targeted consolidated profit after tax of parent company's shareholders, an additional 2% of the achieved remuneration is awarded, but the maximum increase does not exceed 20% of the 2025 salary fund for dedicated management personnel.
- ✓ In case of a loss: no remuneration is paid to the BOD/BOS.

We respectfully proposed that the General Meeting of Shareholders consider and approve the remuneration payment for the BOD, BOS in 2024 and the remuneration plan for the BOD, BOS in 2025.

*Sincerely,*

**Recipients:**

- BOD and BOS members;
- Shareholders;
- Company's archive

**ON BEHALF OF THE B.O.D  
CHAIRMAN**



**Lê Xuân Tiến**

## **SUBMISSION**

*on the distribution of 2024 profit and the 2025 allocation to welfare fund*

### **To: General Meeting of Shareholders of VTC Telecommunications JSC**

- Pursuant to the Enterprise Law of the Socialist Republic of Vietnam;
- Pursuant to the Charter of VTC Telecommunications JSC;
- Based on the 2024 business results of VTC Telecommunications JSC.

Hereby, the Board of Directors (BOD) of VTC Telecommunications JSC respectfully submits to the General Meeting of Shareholders for approval of the plan to distribute 2024 profits and to allocate 2025 welfare fund as follows:

#### **I. 2024 profits distribution plan:**

	(Unit: VND)
<b>1. Profit after tax in 2024</b>	<b>3,593,669,869</b>
1.1. Profit after tax of parent company shareholders	3,526,320,980
1.2. Profit after tax of non-controlling shareholders	67,348,889
<b>2. Distribution of 2024 profit after tax of parent company shareholders as follows:</b>	<b>3,526,320,980</b>
2.1. Dividend payout of 7%	3,170,400,100
2.2. Allocation to welfare fund	355,920,880
<b>2024 profit after tax of parent company shareholders</b>	
<b>3. after dividend payout &amp; fund allocation [(3) = (1.1) - (2)]</b>	<b>0</b>

#### **II. 2025 welfare fund allocation plan:**

In 2025, VTC plan to allocate the welfare fund as follows:

$$2025 \text{ welfare fund} = 381,000,000 \text{ VND} \times \frac{2025 \text{ profit after tax result}}{2025 \text{ profit after tax plan}}$$

We kindly request the General Meeting of Shareholders' approval of the foregoing.

*Respectfully./.*

**Recipient:**

- BOD and BOS members;
- Shareholders;
- Company's archive.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**



**Lê Xuân Tiến**

No.: 03/TT-HĐQT

Ho Chi Minh City, March 17<sup>th</sup>, 2025

## SUBMISSION

(Regarding the amendment of the Company Charter)

**To: The General Meeting of Shareholders of VTC Telecommunications JSC**

- Pursue the Law on Enterprises of the Socialist Republic of Vietnam;;
- Pursue the Law on Securities of the Socialist Republic of Vietnam;
- Pursue the Circular No. 116/2020/TT-BTC dated December 31<sup>st</sup>, 2020, providing guidelines on corporate governance for public companies under Decree No. 155/2020/NĐ-CP dated December 31<sup>st</sup> 2020, detailing the implementation of certain articles of the Law on Securities;
- Pursue the 2022 Charter of VTC Telecommunications JSC;
- Base on the actual business operations of the company.

Based on the practical requirements of the Company's management and operations, we - the Board of Directors (BOD) has reviewed the current Company Charter. Through the review, we have identified several clauses in the Company Charter that require amendments and supplements to ensure compliance with the Law on Enterprises, the Law on Securities, and relevant guiding regulations, as well as to meet the demands of the governance and operations of VTC in the current and future periods.

The BOD hereby submits to the General Meeting of Shareholders for consideration and approval the proposed amendments and supplements to the Company Charter, as detailed in the attached Schedule.

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Recipients:**

- BOD and BOS members;
- Shareholders;
- Company's archive.



**Lê Xuân Tiến**

## SCHEDULE: EXPLANATORY OF AMENDMENTS AND SUPPLEMENTS TO THE COMPANY CHARTER

(Included with Submission No. 03/TT-HĐQT dated March 17<sup>th</sup>, 2025)

No.	Article, Clause	Initial Content	Proposed Content	Explanation
1	Article 2: Name, Form, Head Office, Branches, Representative Offices, Business Locations, and Operating Term of the Company	Address: 750 (3 <sup>rd</sup> Floor) Dien Bien Phu Street, Ward 11, District 10, Ho Chi Minh City	Address: 750 (3 <sup>rd</sup> Floor) Dien Bien Phu Street, Ward 10, District 10, Ho Chi Minh City	Update the Company's address to match the current administrative address. This is due to the reorganization of commune-level administrative units according to Resolution No. 1278/NQ-UBTVQH15 dated November 14 <sup>th</sup> 2024, of the National Assembly Standing Committee on the arrangement of commune-level administrative units of Ho Chi Minh City for the 2023 – 2025 period.
2	Article 4: The Company's Business Objectives		Re-list the Company's business lines in a table format, including the columns: No., Business Line Name, Business Line Code. Modify the business lines as follows: 1. Delete the Market research and public opinion polling industry (code 7320); 2. Change the Labor supply and management (code 7830) to Domestic labor supply and management (code 78301).	Change the list format for easier reference and further additions, and adjust the business lines to align with the company's actual business operations.
3	Article 7: Share Certificates		Add Clause 5: In the event of any change in a shareholder's contact address, the shareholder must promptly notify the Company for updating in the Register of Shareholders. The Company is not responsible for shareholders failing to receive information and notices (such as	Addition to comply with Article 122 of the Law on Enterprises

No.	Article, Clause	Initial Content	Proposed Content	Explanation
			meeting invitations and accompanying documents; share offering notices; written opinion ballots, etc.) or for being unable to contact shareholders due to not notify the company of changes in the shareholder's address.	
4	Article 15, Clause 2, Point r: Rights and Obligations of the General Meeting of Shareholders	2. The General Meeting of Shareholders shall discuss and approve the following issues: [...] r) The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the Company's total assets as recorded in the most recent financial statements; <del>In certain cases where it is deemed necessary to seize opportunities, the General Meeting of Shareholders authorizes the Board of Directors to decide on transactions in Clause 1 and Clause 3, Article 167 of the Law on Enterprises, the Board of Directors must ensure compliance with the law and the economic efficiency of these transactions and report to the General Meeting of Shareholders at the next meeting after implementation; this authorization is implemented through a Resolution of the General Meeting of Shareholders.</del>	2. The General Meeting of Shareholders shall discuss and approve the following issues: [...] r) The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the Company's total assets as recorded in the most recent financial statements;	Update in accordance with Article 167 of the 2020 Law on Enterprises and Official Letter No. 913/UBCK-GSDC dated February 23 <sup>rd</sup> 2022, of the State Securities Commission.
5	Article 16, Clause 3: Authorization to Attend the General	3. The voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the	3. The voting ballot of the person authorized to attend the meeting within the scope of	Changed wording to clarify content of terms

No.	Article, Clause	Initial Content	Proposed Content	Explanation
	Meeting of Shareholders	<p>following cases occurs, except in the following cases:</p> <p>a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity or has difficulty in cognition or behavior control;</p> <p>b) The principal has revoked the authorization;</p> <p>c) The principal has revoked the authority of the person performing the authorization.</p> <p>This provision shall not apply in the event that the Company receives notice of one of the above events within twenty-four (24) hours prior to the opening of the General Meeting of Shareholders or before the meeting is reconvened.</p>	<p>authorization is invalid when one of the following cases occurs:</p> <p>a) The authorized person is dead, has limited civil act capacity or has lost civil act capacity or has difficulty in cognition or behavior control;</p> <p>b) The principal has revoked the authorization;</p> <p>c) The principal has revoked the authority of the person performing the authorization.</p> <p>This provision shall only apply in the event that the Company receives notice of one of the above events at least twenty-four (24) hours before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.</p>	
6	Article 25: Members of the Board of Directors		Add Clause 6: “A member of the Board of Directors may concurrently serve as a member of the Board of Directors in a maximum of 05 other companies.”	Addition to comply with Clause 3, Article 275 of Decree 155/2020/NDD-CP.

*\*Note: Since the official and legal version of the Company Charter is written in Vietnamese, this English translation is for reference only.*



## SUBMISSION

(on the approval of the contracts with Related Parties)

### **To: General Meeting of Shareholders of VTC Telecommunication JSC**

- Pursuant to the Law on Enterprises of the Socialist Republic of Vietnam;
- Pursuant to the Charter of VTC Telecommunication JSC;
- Pursuant to the 2025 Business Plan of VTC Telecommunication JSC;
- Pursuant to Submission No. 04/TT-TGD dated April 23<sup>rd</sup>, 2025 of the General Director of VTC Telecommunication JSC on reporting the Company's contracts with Related Persons.

Based on the 2025 business plan, the Company plans to participate in bidding packages organized by the Vietnam Posts and Telecommunications Group (VNPT Group) and its affiliated units and members, some of which have a value greater than 35% of the company's total assets according to the most recent audited financial statements. Therefore, the Board of Directors (BOD) prepares this report to seek the opinion of the General Meeting of Shareholders to approve the transaction contracts with related parties - VNPT Group and its affiliated units and members, to ensure compliance with legal regulations and implementation of the 2025 business plan.

The BOD of VTC Telecommunication JSC respectfully submits to the General Meeting of Shareholders for consideration and approval of the following content:

#### **1. Information about trading contracts**

##### **Transaction object**

- Related parties: Vietnam Posts and Telecommunications Group (VNPT Group: Shareholder owning 46.73% of the total common shares of the company) and its affiliated units and members.

##### **Contract content**

- Contracts expected to be signed with VNPT Group and its subsidiaries and members in 2025 and 2026 on the provision of electronic telecommunications, information technology products and services or other cooperation projects.
- Contract value: Is the winning bid price. Expected to be greater than 35% of the company's total assets according to the audited financial statements on December 31, 2024.
- Contract content: Ensure compliance with the Model Contract and Bidding Documents according to the Law on Bidding, Circular 22/2024/TT-BKHĐT dated November 17<sup>th</sup>, 2024 and relevant legal regulations.

**List of projects expected to participate in bidding and if winning the bid, will be implemented and signed contracts from 2025 to the 2026 Annual General Meeting of Shareholders : (According to the attached list)**

The Company commits to participate in public and transparent bidding, comply with the Law on Bidding, ensure that transactions with VNPT Group and its affiliated units and members are conducted fairly, transparently, and optimize benefits for the Company and shareholders.

## **2. Board of Directors Proposal**

Pursuant to Article 167 of the Law on Enterprises, the Board of Directors respectfully requests the General Meeting of Shareholders to:

- Approve VTC Telecommunications JSC to sign economic contracts on the provision of electronic telecommunications products and services, information technology or other cooperation projects with VNPT Group and its affiliated units and members from 2025 to the 2026 Annual General Meeting of Shareholders according to the attached list.
- Assign the BOD to sign contracts and report to the General Meeting of Shareholders at the next Annual General Meeting of Shareholders.

We kindly request that the General Meeting of Shareholders consider and approve the above contents.

*Best regards./.*

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Recipient:**

- Member of BOD/BOS;
- Shareholders;
- Archive.



**Lê Xuân Tiến**

## PROJECT LIST

*attached with Submission No. 06/TT-HĐQT dated April 23<sup>rd</sup>, 2025)*

No.	Estimated name	Client	Estimated project value (Unit: VND)	Main Contract Details
1	Solar system for HCM	Ho Chi Minh City Telecommunications (VNPT Ho Chi Minh)	135,000,000,000	Commercial contract to supply solar energy systems for telecommunications stations in southern provinces.
2	Equipping IBS system for T1 terminal of Long Thanh airport	Ho Chi Minh City Telecommunications (VNPT Ho Chi Minh)	110,000,000,000	Commercial contract to supply IBS equipment for Terminal T1 of Long Thanh airport
3	Supply of Equipment and Services for 4G/5G Radio Network in 25 Provinces for Vinaphone Network, 2024–2025	Network Infrastructure Corporation (VNPT NET)	103,000,000,000	Commercial contract to provide equipment and provide 4G/5G wireless network services for 25 provinces using equipment from VTC's partner ZTE
4	Development of Radio Network in Ha Tinh and Quang Binh Provinces and Expansion of Vinaphone Network in 25 Provinces in 2025	Network Infrastructure Corporation (VNPT NET)	105,000,000,000	Commercial contract to supply ZTE equipment and provide 4G/5G wireless network services for the area of Ha Tinh and Quang Binh provinces and expand Vinaphone network to 25 provinces by 2025
5	Connecting IDCs to telecommunication stations	Network Infrastructure Corporation (VNPT NET)	110,000,000,000	Commercial contract for equipping DWDM backbone transmission system for main network nodes, IDC (Including equipment, license , and related services)
6	Northwest transmission system equipment	Network Infrastructure Corporation (VNPT NET)	91,114,450,200	Commercial contract for the supply of transmission equipment and services associated with the equipment such as survey, design, system integration installation, training and technical support warranty for the Northwest transmission system. Part of the 2024 Northwest Transmission System Expansion Project.

### VTC Telecommunication JSC

750 Dien Bien Phu, Ward 10, District 10, HCM City, Vietnam

Tel: (+848) 3833.1106

Website : [www.vtctelecom.com.vn](http://www.vtctelecom.com.vn)

Email : [info@vtctelecom.com.vn](mailto:info@vtctelecom.com.vn)

7	Installation of DWDM Backbone Transmission System	Network Infrastructure Corporation (VNPT NET)	500,000,000,000	Commercial contract to supply transmission equipment and related services, including surveying, design, system integration, training, and technical support for the DWDM Backbone Transmission System.
8	Supply of Partial Storage Systems, Servers, and Switching Equipment for VNPT IT's Priority System	VNPT Information Technology Company (VNPT IT)	100,000,000,000	Commercial contract to supply storage systems, servers, and switching equipment for VNPT IT's priority cloud system.

Note: Contract values will be determined based on the winning bid price (not exceeding the estimated project value).

---

**VTC Telecommunication JSC**

750 Dien Bien Phu, Ward 10, District 10, HCM City, Vietnam

Tel: (+848) 3833.1106

Website : [www.vtctelecom.com.vn](http://www.vtctelecom.com.vn)

Email : [info@vtctelecom.com.vn](mailto:info@vtctelecom.com.vn)