



CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM  
Độc lập - Tự do - Hạnh phúc  
SOCIALIST REPUBLIC OF VIETNAM  
*Independence – Freedom – Happiness*

Hà Nam, ngày 25 tháng 04 năm 2025

*Ha Nam, April 25, 2025*

**CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ  
CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SGDCK HÀ NỘI**  
**INFORMATION DISCLOSURE ON THE STATE SECURITIES COMMISSION'S  
AND HANOI STOCK EXCHANGE'S ELECTRONIC INFORMATION PORTAL**

Kính gửi/To: Ủy ban Chứng khoán Nhà nước/ *State Securities Commission*  
Sở Giao dịch Chứng khoán Hà Nội/ *Hanoi Stock Exchange*

1. Tên tổ chức: Công ty Cổ phần Đầu tư và Xây lắp Trường Sơn

*Name of organization: Truong Son Investment and Construction Joint Stock Company*

- Mã chứng khoán: TSA

*Securities code: TSA*

- Địa chỉ: Khu công nghiệp Châu Sơn, Phường Châu Sơn, Thành phố Phú Lý, Tỉnh Hà Nam, Việt Nam

*Address: Chau Son Industrial Park, Chau Son Ward, Phu Ly City, Ha Nam Province, Vietnam*

- Điện thoại liên hệ/Tel: 0226.221.0666

- Người thực hiện công bố thông tin: Bà Đặng Thị Chinh

*Information Disclosure Officer: Mrs Dang Thi Chinh*

- Loại thông tin công bố:

*Type of Information Disclosure:*

☒ 24h

*24h*

☐ 72h

*72h*

☐ bất thường

*Extraordinary*

☐ theo yêu cầu

*Upon request*

☒ định kỳ

*Periodic*

2. Nội dung thông tin công bố:

*Content of disclosure:*

Công ty Cổ phần Đầu tư và Xây lắp Trường Sơn công bố thông tin Nghị quyết, Biên bản họp Đại hội đồng cổ đông thường niên năm 2025 và tài liệu họp đính kèm.



*Truong Son Investment and Construction Joint Stock Company announces that resolution, minutes of the 2025 Annual General Meeting of shareholders, and attached meeting documents.*

3. Địa chỉ website đăng tải toàn bộ nội dung công bố thông tin là <http://www.truongsonhn.com.vn/>

*Website address for full disclosure content: <http://www.truongsonhn.com.vn/>*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

*We hereby certify that the disclosed information is truthful and we take full responsibility before the law for the content of the information disclosed.*

**Nơi nhận/Recipients:**

- Như trên/As above;
- Lưu VP/ Office archives.

**NGƯỜI ỦY QUYỀN CBTT  
AUTHORIZED INFORMATION  
DISCLOSURE OFFICER**



**Đặng Thị Chinh**





*Ha Nam, April 25, 2025*

**RESOLUTION**  
**THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**TRUONG SON INVESTMENT AND CONSTRUCTION JOINT STOCK**  
**COMPANY**

- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019, of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter on the organization and operation of Truong Son Investment and Construction Joint Stock Company;
- Pursuant to the Vote Counting Minutes of the Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company dated April 25, 2025;
- Pursuant to the Meeting Minutes of the Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company dated April 25, 2025.

The General Meeting of Shareholders has unanimously resolved to approve the resolution of the Meeting with the following key contents:

**RESOLUTION**

**Article 1. Approved the Report on the performance of the Board of Directors in 2024 and the plan for 2025 (Attached Report No. 75/BC-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 2. Approved the Report on the performance of the General Director Board in 2024 and the plan for 2025 (Attached Report No. 76/BC-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 3. Approved on the implementation of matters authorized by the General Meeting of Shareholders in 2024 (Attached Report No. 77/BC-TSA).**

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*



The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 4. Approved Report on the activities of the Supervisory Board in 2024 and the plan for 2025 (Attached Report No. 78/BC-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 5. Approved of the audited financial statements for the year 2024 (Attached Proposal No. 79/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 6. Approved of the profit distribution plan for the year 2024 (Attached Proposal No. 80/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 7. Approved of the authorization for the Board of Directors to select the auditing firm for the year 2025 (Attached Proposal No. 81/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 8. Approved of the cash dividend payment for the year 2024 (Attached Proposal No. 82/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 9. Approved for the issuance of shares for dividend payment in 2024 (Attached Proposal No. 83/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 10. Approved for the issuance of shares under the employee stock option program in 2025 (Attached Proposal No. 84/TTr-TSA).**



The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 11. Approved of the adjustment plan for the use of proceeds from the 2024 public offering of shares (Attached Proposal No. 85/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 12. Approved of the implementation of the Company's stock listing registration on the Ho Chi Minh City Stock Exchange (HOSE) (Attached Proposal No. 86/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 13. Approved the Authorization for the Board of Directors to decide on certain matters within the authority of the General Meeting of Shareholders (Attached Proposal No. 87/TTr-TSA).**

The General Meeting unanimously approved with **21.541.700** votes, representing **21.541.700** voting shares, accounting for **100%** of the total voting shares of the attending shareholders.

**Article 14. Implementation Clauses**

This resolution was approved by the General Meeting of Shareholders and takes effect from April 25<sup>th</sup> 2025.

The Board of Directors of Truong Son Investment and Construction Joint Stock Company, the Board of Managements, and relevant departments and units are responsible for implementing this resolution, ensuring the interests of shareholders and the Company, and complying with legal regulations.

**Recipients:**

- Shareholders, Company's Website;
- Members of the Board of Directors, the Board of Controllers, the Board of Managements;
- Archives VT.

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



**Nguyen Van Truong**

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Ha Nam, April 25, 2025

**WORKING REGULATIONS**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**TRUONG SON INVESTMENT AND CONSTRUCTION JOINT STOCK**  
**COMPANY**

Pursuant to the Notice of the Board of Directors of the Company dated February 27, 2025, regarding the organization of the General Meeting of Shareholders.

To ensure the meeting is conducted effectively, in accordance with the planned agenda, and in compliance with the Company's Charter, the Board of Directors of Truong Son Investment and Construction Joint Stock Company has established the working regulations of the General Meeting with the following specific provisions:

**Target:**

- Ensure the principles of transparency, fairness, and democracy;
- Facilitate the organization and smooth conduct of the General Meeting of Shareholders

**CHAPTER I**  
**GENERAL PROVISIONS**

**Article 1. Scope**

- 1.1. This regulation is applied to the organization of the 2025 Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company (hereinafter referred to as the "Company").
- 1.2. This regulation specifically stipulates the rights and obligations of the parties participating in the General Meeting, as well as the conditions and procedures for conducting the Meeting.

**Article 2. Regulated entities**

Shareholders and participants are responsible for complying with the regulations set forth in this charter.

**CHAPTER II**  
**RIGHTS AND OBLIGATIONS OF PARTICIPANTS**

**Article 3. Participants of the 2025 Annual General Meeting of Shareholders**

Shareholders who own shares of the Company as listed in the shareholder registry as of March 24, 2025.

**Article 4. Rights and obligations of Shareholders**

**4.1. Rights of Shareholder attending the GMS**

- All shareholders of the Company have the right to attend and vote on matters within the authority of the General Meeting of Shareholders
- In case a shareholder is unable to attend the Meeting, they may authorize another person to attend and vote on their behalf. This authorization must be made in writing using the form attached to the Company's Invitation to the General Meeting of Shareholders and must be signed as follows:

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- + If the authorizing shareholder is an individual, the authorization letter must be signed by both the shareholder and the authorized representative attending the meeting.
- + If the authorizing shareholder is an organization, the authorization letter must be signed by the authorized representative, the legal representative of the shareholder, and the authorized representative attending the meeting.
- In addition to the materials distributed at the Meeting, each shareholder attending the General Meeting of Shareholders will receive one Voting Ballot, which indicates the number of voting shares the shareholder holds or is authorized to represent. This Voting Ballot is used when the Chairperson calls for a vote on matters discussed and/or put to the Meeting for opinion.
- Shareholders arriving late to the General Meeting of Shareholders have the right to register immediately and thereafter participate and vote at the Meeting. However, the Chairperson is not responsible for pausing the Meeting to allow latecomers to register, and the validity of voting sessions conducted prior to their arrival will not be affected.

#### **4.2. Obligations of Shareholder attending the GMS**

- Shareholders attending the Meeting must dress appropriately, ensuring a formal and respectful appearance.
- Attend the General Meeting of Shareholders in full compliance with the Company's regulations. If unable to attend, shareholders must authorize a representative to participate as per the established rules.
- Shareholders or their representatives attending the Meeting must complete the registration procedures with the Meeting Organizing Committee.
- Comply with the conditions and procedures stipulated in the Company's Charter and this Regulation.
- Strictly adhere to the Working Regulations of the 2025 Annual General Meeting of Shareholders and respect the resolutions and outcomes of the Meeting

### **Article 5. Rights and obligations of the Chairperson**

#### **5.1 Chairperson**

The Chairperson of the Meeting shall be the Chairperson of the Board of Directors or a person authorized by the Chairperson of the Board of Directors to preside over the General Meeting of Shareholders. The authorized person must be a member of the Board of Directors.

#### **5.2 Chairperson's Rights and Obligations**

- Conduct the General Meeting in an orderly and lawful manner according to the approved agenda.
- In the event of any issues arising outside the agenda of the General Meeting, the Chairperson shall consult with other members of the Organizing Committee (before the Meeting begins) or the Presidium (during the Meeting) to determine the appropriate resolution. However, if there are differing opinions, the decision supported by the Chairperson shall be final.
- Has the authority to take necessary measures to conduct the Meeting in an orderly and reasonable manner, ensuring compliance with the approved agenda and reflecting the majority opinion of attendants.
- Has the right to postpone the Meeting, even when the required number of attendees is present, to a later time and location as decided by the Chairperson



without requiring approval from the Meeting, if deemed necessary in the following cases:

- The meeting venue does not have sufficient seating capacity to accommodate all attendees comfortably.
- Any attendee engages in disruptive behavior, causing disorder, or poses a risk that prevents the meeting from proceeding fairly and legally.
- A postponement is necessary to ensure that the proceedings of the General Meeting are conducted properly.

The maximum postponement period shall not exceed three days from the scheduled opening date of the meeting.

#### **Article 6. Rights and Obligations of the Presidium**

6.1 The Presidium consists of members of the Board of Directors and the Executive Board.

6.2 Duties of the Presidium:

- Acts as the highest governing body overseeing the proceedings of the General Meeting.
- Guides and addresses shareholders' inquiries regarding the issues presented in the meeting agenda.
- Presides over and manages the voting process on matters discussed during the meeting in accordance with legal regulations and the Company's Charter.

#### **Article 7. Rights and Obligations of the Secretariat**

7.1. The Secretary of the General Meeting of Shareholders is appointed by the Chairperson and is responsible for assisting the Chairperson in recording and preparing the minutes of the General Meeting of Shareholders.

7.2 The Secretary is accountable for ensuring the accuracy, completeness, and integrity of the minutes of the 2025 Annual General Meeting of Shareholders.

7.3 The Secretary performs other tasks as assigned by the Chairperson during the recess of the meeting.

#### **Article 8. Rights and Obligations of The Shareholder's Eligibility Verification Committee and The Vote Counting Committee.**

8.1 The Shareholder Eligibility Verification Committee is established by the Organizing Committee of the General Meeting and is responsible for:

- Preparing the list of shareholders attending the meeting.
- Collecting and verifying invitations and proxies for meeting attendance.
- Ensuring that attending shareholders meet the required qualifications and composition.
- Preparing and presenting the shareholder eligibility verification report before the General Meeting.
- Distributing meeting materials and voting ballots to shareholders before they enter the conference hall.

8.2 The Vote Counting Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders. The committee consists of three members introduced by the Chairperson and elected by the General Meeting from among the attending delegates. Members of the Vote Counting Committee cannot simultaneously serve as the Secretary of the

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Meeting. The Vote Counting Committee is responsible for guiding the voting procedures, supervising and overseeing the voting process, organizing the vote counting, preparing the vote counting report, and announcing the results before the General Meeting and submitting the vote counting report to the Chairperson after the announcement.

- 8.3 The Vote Counting Committee is accountable for the accuracy and integrity of the vote counting results.

### **CHAPTER III**

#### **ORDER OF PROCEEDINGS OF THE GENERAL MEETING**

##### **Article 9. Conditions for Conducting the General Meeting**

The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares of the Company, as per the list of shareholders invited to the meeting at the time of convening the General Meeting.

##### **Article 10. Procedures for Conducting the General Meeting**

- 10.1 The General Meeting is expected to take place within half a day.  
10.2 The General Meeting will sequentially discuss and approve the matters outlined in the Agenda of the General Meeting of Shareholders.  
10.3 Order of Proceedings of the General Meeting (as Meeting Agenda)

##### **Article 11. Approval of Resolutions of the 2025 Annual General Meeting of Shareholders**

- 11.1 Resolutions and Decisions of the General Meeting shall only be valid if they are approved by shareholders owning and representing more than 50% of the total voting shares of all attending shareholders.  
11.2 Decisions of the General Meeting of Shareholders regarding the types and total number of shares of each type, changes in business sectors and industries, changes in the company's management structure, investment projects, or the sale of assets valued at 35% or more of the company's most recent financial report, as well as the reorganization or dissolution of the company, shall only be approved if they receive at least 65% of the total voting shares of all attending shareholders.

##### **Article 12. Handling Cases where The General Meeting of Shareholders cannot be held**

- 12.1 If, within 30 minutes from the scheduled opening time, the required number of shareholder representatives as stipulated in Article 8 of this Regulation is not met, the General Meeting of Shareholders must be reconvened within 30 days from the date the first meeting was deemed unsuccessful.  
12.2 For the reconvened General Meeting of Shareholders (Second Meeting) to be valid, it must have shareholders representing at least 33% of the total voting shares of the Company. If the Second Meeting still fails to meet the required quorum within 30 minutes from the scheduled opening time, a Third Meeting must be convened within 20 days from the intended date of the Second Meeting.  
12.3 In the Third Meeting, any number of attending shareholders shall constitute a valid quorum and shall have the right to decide on all matters of the 2025 Annual General Meeting of Shareholders.



### **Article 13. Minutes of the 2025 Annual General Meeting of Shareholders**

All contents of the 2025 Annual General Meeting of Shareholders must be recorded in minutes by the Meeting Secretary. The meeting minutes shall be read and approved before the meeting is adjourned and shall be kept at the company.

## **CHAPTER IV OTHER REGULATIONS**

### **Article 14. Other Regulations**

- 14.1** Shareholders attending the General Meeting who wish to speak must obtain the approval of the Chairperson. Shareholders shall keep their statements concise and focused on key discussion points relevant to the approved agenda of the meeting. The Chairperson will arrange the speaking order based on registration and address shareholders' inquiries accordingly;
- 14.2** Shareholders may be disqualified from attending the General Meeting of Shareholders by the Presidium if they deliberately fail to comply with the meeting regulations, engage in disruptive behavior, cause disorder, or take actions that directly interfere with the management of the meeting.

## **CHƯƠNG V IMPLEMENTATION CLAUSES**

### **Article 15. Effectiveness of the Regulations**

These Regulations consist of 5 chapters and 15 articles and are adopted by the Board of Directors of Truong Son Investment and Construction Joint Stock Company for the 2025 Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company, which will be held on April 25<sup>th</sup> 2025. These Regulations shall take effect immediately upon approval by the General Meeting of Shareholders.

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



**Nguyen Van Truong**



## **REPORT ON THE PERFORMANCE OF THE BOARD OF DIRECTORS IN 2024 AND PLAN FOR 2025**

To: The Annual General Meeting of Shareholders 2025

Truong Son Investment and Construction Joint Stock Company

In 2024, the Board of Directors of Truong Son Investment and Construction Joint Stock Company (TSA) successfully fulfilled its functions and duties in accordance with legal regulations and the Company's Charter. The Board of Directors managed the company, formulated business strategies, and supervised the executive management of the General Director. The key achievements in 2024 are as follows:

### **I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

#### **1. Structure of the Board of Directors in 2024**

The Board of Directors currently consists of 05 members, with Mr. Nguyen Van Truong serving as the Chairman. The details are as follows:

No.	Board Member	Position in the Board	Appointment Date	Dismissal Date	Position in the Company
1	Mr: Nguyen Van Truong	Chairman	01/14/2019	-	None
2	Mr: Doan Van Thanh	Member	04/15/2022	-	General Director
3	Mr: Dang Van Thuyet	Non-Executive Member	01/04/2021	-	None
4	Mr: Nguyen Xuan Chinh	Non-Executive Member	01/04/2021	-	None
5	Mr: Dang Tran Thanh	Independent Member	04/15/2022	-	None

#### **2. Activities of the Board of Directors in 2024 under the Enterprise Law and the Company's Charter**

In 2024, the Board of Directors managed and directed the Company in compliance with the Enterprise Law, the Company's Charter, and the resolutions of the General Meeting of Shareholders.

***a. Meetings of the Board of Directors***

No.	Board Member	Position	Start Date as Board Member	End Date as Board Member	Meetings Attended	Attendance Rate	Reason for Absence
1	Mr: Nguyen Van Truong	Chairman	01/14/2019	-	14/14	100%	-
2	Mr: Doan Van Thanh	Member	04/15/2022	-	14/14	100%	-
3	Mr: Dang Van Thuyet	Member	01/04/2021	-	14/14	100%	-
4	Mr: Nguyen Xuan Chinh	Member	01/04/2019	-	14/14	100%	-
5	Mr: Dang Tran Thanh	Member	04/15/2022	-	14/14	100%	-

***b. Supervision of the Board of Directors over the General Director***

In 2024, the Board of Directors carried out regular and timely supervision and guidance of the General Director's activities in accordance with its functions and authority, ensuring compliance with the Enterprise Law and the Company's Charter:

- The Board of Directors regularly supervised the General Director's activities through direct Board meetings, the General Director's monthly briefings, and various reports (quarterly, semi-annual, and annual financial reports, as well as operational reports).
- The Board of Directors held direct discussions on matters deemed necessary, with clear assignments to the General Director for implementation.



- Ensuring that all activities of the General Director strictly comply with legal regulations, the resolutions of the General Meeting of Shareholders, and the decisions of the Board of Directors.

*c. Activities of the subcommittees under the Board of Directors: None.*

*d. Resolutions/Decisions of the Board of Directors:*

No	Resolution/Decision Number	Date	Content	Approval Rate
1	21/NQ-TSA	02/22/2024	Board resolution on organizing the 2024 Annual General Meeting of Shareholders.	100%
2	37/NQ-TSA	04/22/2024	Board resolution on electing the Vice Chairman of the Board for the 2022-2027 term.	100%
3	59/NQ-HĐQT	05/13/2024	Board resolution on the detailed plan for the public offering of additional shares.	100%
4	62/NQ-HĐQT	05/13/2024	Board resolution on approving the registration dossier for the public offering of shares.	100%
5	73/NQ-TSA	06/26/2024	Board resolution on selecting the audit firm for 2024.	100%
6	94/NQ-HĐQT	08/13/2024	Board resolution on continuing to implement the plan for issuing additional shares and the detailed capital utilization plan from the offering.	100%
7	95/NQ-HĐQT	08/13/2024	Board resolution on approving the registration dossier for the public offering of shares.	100%
8	101/NQ-HĐQT	08/15/2024	Board resolution on amending the Company's business lines and activities.	100%
9	107/NQ-TSA	08/26/2024	Board resolution on organizing the 2nd Extraordinary General Meeting of Shareholders in 2024.	100%

10	110/NQ-HĐQT	08/29/2024	Board resolution on continuing to implement the public offering of additional shares and the capital utilization plan.	100%
11	130/NQ-HĐQT	10/08/2024	Board resolution on adjusting the maximum foreign ownership ratio in the Company's 2024 public offering of additional shares.	100%
12	145/NQ-HĐQT	10/23/2024	Board resolution on correcting and adjusting certain information in the registration dossier for the 2024 public offering of additional shares.	100%
13	158/NQ-HĐQT	12/13/2024	Board resolution on implementing the public offering of additional shares and finalizing the shareholder list for rights issue.	100%
14	164/NQ-HĐQT	12/23/2024	Board resolution on correcting information regarding the implementation of the public offering of additional shares and finalizing the shareholder list for rights issue.	100%

**II. REMUNERATION, OPERATIONAL EXPENSES, AND OTHER BENEFITS OF THE BOARD OF DIRECTORS AND EACH MEMBER OF THE BOARD OF DIRECTORS.**

The Board of Directors of the Company reports on the remuneration paid to the Board of Directors in 2024 and the projection for 2025 as follows:

*Unit: VND*

No.	Description	Amount in 2024	Projected Amount in 2025
1	Remuneration for the Chairman of the Board of Directors	36.000.000	36.000.000
2	Remuneration for Board Members (04 members)	96.000.000	96.000.000
	<b>Total:</b>	<b>132.000.000</b>	<b>132.000.000</b>



### **III. PLAN AND ORIENTATION FOR THE BOARD OF DIRECTORS' ACTIVITIES IN 2025**

#### **1. Board Structure in 2025**

In 2025, the Company anticipates no changes in the members of the Board of Directors.

#### **2. Operational Orientation of the Board of Directors in 2025**

In 2025, the Board of Directors will focus on directing several key activities of the Company as follows:

- The Board of Directors' activities will always be based on compliance with legal regulations, adhering to the principles of majority rule, honesty, and prudence to ensure the effective implementation of the resolutions of the Annual General Meeting of Shareholders;
- Regarding corporate governance:
  - The Company will continue to improve the working environment, maintain internal and external training programs to enhance human resource quality.
  - The corporate culture will be effectively applied in the Company's daily operations, contributing to making the working environment more attractive.
  - Compliance with the Company's Charter and internal regulations will be strictly monitored to ensure transparency in business operations while respecting the legitimate rights and interests of shareholders.

### **IV. INDEPENDENT BOARD MEMBER'S ASSESSMENT REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 (Attached as Appendix 01).**

The above is the report on the activities of the Board of Directors of the Company, respectfully submitted to the General Meeting of Shareholders for review, consideration, and approval.

**Respectfully submitted to the Annual General Meeting of Shareholders 2025./.**

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**Nguyen Van Truong**





Ha Nam, April 25, 2025

**APPENDIX 01:**

**ASSESSMENT REPORT  
OF THE INDEPENDENT BOARD MEMBER ON  
THE BOARD OF DIRECTORS' ACTIVITIES IN 2024**

Regarding the Company's Board of Directors (BoD) activities in 2024, the independent BoD member provides the following overall assessment:

- The BoD has operated with responsibility and transparency in corporate governance, complying with all regulations applicable to public companies. BoD meetings were convened in a timely manner and conducted in accordance with the procedures specified in the Company's Charter and Internal Governance Regulations. The meeting agendas were thoroughly discussed, evaluated, and carefully considered by all members to establish directions and solutions that would yield the highest benefits for the Company.
- Matters related to business strategy, market expansion, technology investment, and management system development were regularly reviewed and assessed during periodic meetings.
- Decisions made at BoD meetings were adopted based on the majority principle, with meeting minutes fully documented and signed by the attending members.

**1. Organizational Structure**

The Board of Directors currently consists of 05 members, including 01 independent member. All BoD members actively and fully participate in strategic planning, compliance oversight, and governance practices, ensuring adherence to corporate governance standards.

**2. Operational Mechanism**

- In 2024, the BoD held 14 meetings. These meetings were convened and conducted with specific schedules, well-prepared documentation, and full compliance with the Company's Charter and legal regulations. Meeting discussions were comprehensive, with thorough assessments and debates among BoD members.
- Key topics, including corporate strategy, business planning, finance, corporate culture, and management system development, were closely reviewed and monitored in collaboration with the Executive Board.
- Adjustments to investment plans and new strategic directions were independently researched, legally and scientifically substantiated, and debated between the BoD and the Executive Board.

**3. Governance and Oversight Performance**

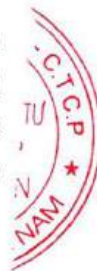
- Overall, the BoD has effectively fulfilled its role in implementing the plans, policies, and strategic directions established by the General Meeting of Shareholders (GMS).



- The BoD adhered to corporate governance regulations, convening both periodic and extraordinary meetings to promptly issue decisions aligned with actual business conditions.
- The BoD duly performed its leadership, advisory, and supervisory functions over the Executive Board, ensuring compliance with legal regulations while balancing the interests of the Company and its shareholders.
- BoD members holding positions in the Executive Board regularly attended both periodic and extraordinary meetings. Important decisions made by the Executive Board were analyzed, debated, and consulted with BoD members and the BoD Chairman to safeguard the Company's interests.
- BoD members proactively identified their roles and responsibilities in supporting the Executive Board, sharing experiences, engaging in interactions, and providing governance expertise.

#### **4. Conclusion**

- The BoD has fully exercised its ownership representation function in supervising the Company's management activities, providing timely direction, and ensuring the effective use of resources to achieve the objectives set by the GMS while complying with legal regulations and the Company's Charter.
- Alongside its governance and oversight responsibilities, the BoD has closely collaborated with the Executive Board to devise solutions addressing business challenges in 2024.
- Despite significant economic downturns in 2024, the BoD has demonstrated high responsibility, unity, and cooperation in performing its duties with honesty and prudence. The BoD has decisively implemented governance measures, directed the Executive Board in executing the GMS and BoD Resolutions, and safeguarded the interests of the Company and its shareholders.



### **INDEPENDENT BOARD OF DIRECTOR'S MEMBER**

**Dang Tran Thanh**

## REPORT ON THE PERFORMANCE OF THE GENERAL DIRECTOR BOARD IN 2024 AND PLAN FOR 2025

To The 2025 Annual General Meeting of Shareholders

Truong Son Investment and Construction Joint Stock Company

The Executive Board (EB) hereby reports to the General Meeting of Shareholders on the business performance in 2024 and the plan for 2025 as follows:

### **I. BUSINESS PERFORMANCE IN 2024**

Under the direction of the Board of Directors and the efforts of the Executive Board and all employees, the Company has strived to achieve the following results in 2024:

Unit: VND

Indicator	2024 Target	2024 Actual	Completion Rate (%)
Revenue	550.000.000.000	654.222.770.225	118,94%
Profit after tax	25.550.000.000	23.543.117.683	92,15%
Expected dividend (%)	8%	-	-

### **II. EXECUTIVE BOARD STRUCTURE IN 2024**

In 2024, the Executive Board consisted of two members as follows:

No.	Name	Position in EB	Other Position(s)
1	Mr. Doan Van Thanh	General Director	Member of the Board of Directors
2	Mr. Le Son Tung	Deputy General Director	None

### **III. PLAN AND ORIENTATION OF THE EXECUTIVE BOARD FOR 2025**

#### **1. Personnel Structure for 2025**

In 2025, the Company does not anticipate any changes in the members of the Executive Board.

#### **2. Business Plan for 2025**



Based on the current business situation, the Executive Board submits the 2025 business plan for approval by the General Meeting of Shareholders.

The projected indicators are as follows:

Unit: VND

Indicator	Unit	Planned Execution
Charter capital	VND	400.000.000.000
Revenue	VND	690.000.000.000
Profit after tax	VND	26.500.000.000
Profit after tax/Revenue	%	3,84%
Profit after tax/Charter capital	%	6,625%
Dividend	%	10%

In 2025, despite ongoing challenges in the overall economy and the Company's industry, the Company will strive to achieve its planned business targets:

Revenue target: The total revenue for 2025 is estimated at 690 billion VND.

- Profit after tax target: The profit after tax attributable to the Company's shareholders is expected to be approximately 26,5 billion VND.
- Dividend target: The Company plans to distribute dividends to shareholders this year if business results show significant growth compared to the previous year.

The above is the activity report of the Executive Board, respectfully submitted to the General Meeting of Shareholders for review and approval.

**Respectfully submitted to the 2025 Annual General Meeting of Shareholders./.**

**On behalf of the Executive Board**

**General Director**

  
**Doan Van Thanh**



*Ha Nam, April 25, 2025*

## **REPORT**

*Re: Report on the implementation of the matters  
authorized by the General Meeting of Shareholders in 2024*

**To : The General Meeting of Shareholders of Truong Son Investment  
and Construction Joint Stock Company**

The Board of Directors ("BOD") respectfully reports to the General Meeting of Shareholders ("GMS") on the results of implementation of the matters authorized by the GMS to the BOD at the GMS sessions held in 2024, as follows:

**I. Results of the implementation of matters related to the public offering of additional shares to existing shareholders in 2024 to increase the charter capital**

**1. Legal basis**

The offering was implemented in accordance with prevailing laws and based on internal documents and decisions of the Company, including:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments and guiding documents;
- Law on Securities No. 54/2019/QH14 dated November 26, 2019, of the National Assembly of the Socialist Republic of Vietnam;
- Decree No. 155/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain articles of the Law on Securities;
- Charter of Organization and Operation of Truong Son Investment and Construction Joint Stock Company;
- Resolution of the 1st Extraordinary GMS in 2024 No. 06/NQ-TS dated January 5, 2024, approving the plan for public offering of additional shares to existing shareholders to increase charter capital in 2024 (Proposal No. 03/TTr-TS);
- Resolution of the BOD No. 59/NQ-BOD dated May 13, 2024, on the detailed plan for public offering of additional shares;





- Resolution of the BOD No. 110/NQ-BOD dated August 29, 2024, on continuing implementation of the public offering plan and detailed capital use plan;
- Resolution of the 2nd Extraordinary GMS in 2024 No. 143/NQ-TS dated October 21, 2024, attached with Report No. 139/BC-TSA on the implementation of the public offering plan to increase charter capital in 2024;
- Resolution of the BOD No. 145/NQ-BOD dated October 23, 2024, on the correction and adjustment of certain contents in the 2024 public offering registration dossier;
- Certificate of public offering registration No. 225/GCN-UNCK dated December 6, 2024, issued by the Chairman of the State Securities Commission;
- Resolution of the BOD No. 164/NQ-BOD dated December 23, 2024, on correction of offering information and finalization of shareholder list entitled to purchase shares;
- Decision No. 79/QD-UBCK dated February 7, 2025, on approval for extension of offering distribution under the public offering registration certificate;
- Resolution of the BOD No. 39/NQ-BOD dated February 28, 2025, on allocation of unsold shares from the public offering to existing shareholders;

## **2. Results of the share offering**

### **2.1. General information on the offering**

- Share name: Shares of Truong Son Investment and Construction Joint Stock Company.
- Type of shares: Common shares.
- Number of shares registered for offering: 3.500.000 (Three million, five hundred thousand) shares.
- Offering price: VND 10.000 (Ten thousand dong) per share.
- Offering target: Shareholders whose names were on the rights list on January 3, 2025.

### **2.2. Offering results**

- Total number of successfully offered shares: 3.500.000 (Three million, five hundred thousand) shares, of which:
  - Number of shares successfully offered through exercising purchase rights by existing shareholders: 2.920.530 (Two million, nine hundred twenty thousand, five hundred thirty) shares;
  - Number of shares successfully reallocated by the BOD: 579.470 (Five hundred seventy-nine thousand, four hundred seventy) shares (\*).

- Total amount paid by shareholders/investors into escrow account: VND 35.000.000,000 (Thirty-five billion dong).
- Incurred costs (VSDC transfer fees): VND 1.100.000 (One million, one hundred thousand dong).
- Total net proceeds from the offering: VND 34.998.900.000 (Thirty-four billion, nine hundred ninety-eight million, nine hundred thousand dong)
- Closing date of the offering (completion of payment by shareholders/investors): March 10, 2025.
- Foreign ownership ratio after the offering: 0%.

(\*): *These shares are subject to transfer restrictions for one year from the closing date of the offering.*

The offering results are reflected in the following documents:

- BOD Resolution No. 42/NQ-BOD dated March 11, 2025, on the results of the public offering of additional shares to increase charter capital;
- Official Dispatch No. 261/UBCK-QLCB dated March 17, 2025, regarding TSA's report on the results of the public offering;
- Business Registration Certificate No. 0700210210 issued by the Ha Nam Department of Planning and Investment, initially on August 29, 2002, and amended for the 17th time on March 31, 2025.

### **3. Result of charter capital increase**

Based on the actual results and the authorization by the GMS, the BOD has updated Article 6, Clause 1 of the Company Charter "Charter Capital, Shares, Founding Shareholders" as follows:

#### **Previous content:**

##### ***"Article 6. Charter Capital, Shares, Founding Shareholders***

1. The Company's charter capital is **VND 350.000.000.000** (*in words: Three hundred fifty billion dong*).

The total charter capital is divided into 35.000.000 shares with a par value of VND 10.000 per share."

#### **Updated content:**

##### ***"Article 6. Charter Capital, Shares, Founding Shareholders***

1. The Company's charter capital is **VND 385.000.000.000** (*in words: Three hundred eighty-five billion dong*).



The total charter capital is divided into 38.500.000 shares with a par value of VND 10.000 per share.”

The BOD has also completed other legal procedures regarding the capital increase, including amending the Business Registration Certificate (amended for the 17th time on March 31, 2025) and disclosing information on changes in outstanding shares to competent authorities and shareholders, ensuring transparency and legal compliance.

#### **4. Result of transferring additional shares to shareholders**

##### **4.1. Result of additional registration with the Vietnam Securities Depository and Clearing Corporation (VSDC)**

On April 1, 2025, VSDC issued a certificate of share quantity adjustment for TSA, with the following information:

- Security name : Shares of Truong Son Investment and Construction Joint Stock Company
- Security code : TSA
- ISIN code : VN000000TSA6
- Par value : VND 10.000
- Type of share : Common share
- Increased quantity : 3.500.000 shares
- Total securities : 38.500.000 shares
- Registered quantity : 38.500.000 shares
- Registration form : Book entry
- VSDC deposit commencement date : April 3, 2025

##### **4.2. Result of additional trading registration with Hanoi Stock Exchange (HNX)**

On April 15, 2025, HNX issued Decision No. 444/QD-SGDHN approving the change in trading registration of TSA shares, with the following details:

- Security name : Shares of Truong Son Investment and Construction Joint Stock Company
- Security code : TSA
- Stock exchange : UpCOM

- Par value : VND 10.000/share
- Type of security : Common share
- Offering method : Public offering of additional shares
- Number of additional shares : 3.500.000 shares (Three million, five hundred thousand shares)  
for trading registration
- Total par value of additional shares for trading registration : VND 35.000.000.000 (Thirty-five billion dong)
- Total shares registered for trading : 38.500.000 shares (Thirty-eight million, five hundred thousand shares)
- Total par value of registered shares : VND 385.000.000.000 (Three hundred eighty-five billion dong)
- First trading date of additional registered shares : Awaiting official dispatch from HNX

#### **5. Result of capital utilization**

The BOD has used the proceeds from the public offering in accordance with the purposes approved by the GMS.

During implementation, in line with actual circumstances, the BOD made adjustments to the detailed capital use plan. These adjustments have been fully and timely disclosed on information channels as prescribed, ensuring transparency for shareholders and compliance with the regulations of competent authorities.

Detailed progress and result of fund usage will be presented in a separate proposal at this meeting for the GMS's review and approval.

#### **II. Report on the implementation of the Company's share listing on the Stock Exchange**

The BOD has taken necessary steps regarding the listing of the Company's shares on the Stock Exchange.

After a comprehensive review and assessment, the BOD has selected the Ho Chi Minh City Stock Exchange (HSX) as the venue for the Company's share listing.

The detailed listing plan and relevant contents will be presented in a separate proposal at this meeting for the General Meeting of Shareholders to review and approve.



This is the BOD's report on the matters authorized by the GMS for implementation in 2024. We respectfully submit this for the GMS's consideration and approval

**ON BEHALF OF THE BOARD OF DIRECTORS**



**Nguyen Van Truong**





Ha Nam, April 25, 2025

**REPORT ON THE PERFORMANCE OF THE SUPERVISORY BOARD  
IN 2024 AND PLAN FOR 2025**

To: The Annual General Meeting of Shareholders 2025

Truong Son Investment and Construction Joint Stock Company

The Supervisory Board (SB) hereby reports to the General Meeting of Shareholders on the results of operations in 2024 and the plan for 2025 as follows:

**A. RESULTS OF OPERATIONS IN 2024**

**I. Organizational Structure of the Supervisory Board**

The Company's Supervisory Board consists of 03 members, as follows:

No.	Supervisory Board Member	Position	Date of Appointment/Termination	Professional Qualification
1	Ms. Chu Hai Yen	Head of the SB	04/01/2021	Bachelor's in Accounting
2	Ms. Hoang Thi Thao	SB Member	04/01/2021	Bachelor's in Accounting
3	Mr. Nguyen Van Thoa	SB Member	04/01/2021	Civil Engineering

**1. Activities carried out by the Supervisory Board in 2024**

- Monitored and inspected the management and implementation of the 2024 profit plan by the Board of Directors and the Executive Board, ensuring the legality and rationality of business activities in 2024 in accordance with the resolutions of the 2024 General Meeting of Shareholders.
- Examined the accuracy, legality, honesty, and prudence in the organization of accounting, statistical work, and financial reporting. Reviewed the semi-annual report and the audited financial statements of 2024.
- In 2024, the Supervisory Board held meetings to evaluate accounting and financial activities, business performance, corporate governance, and operations



of the Company for the first six months and the entire year of 2024.

## **2. Summary of meetings and decisions of the Supervisory Board**

- The Supervisory Board held regular quarterly meetings throughout the year.
- Based on the actual business situation in 2024, the Supervisory Board made the following recommendations to the Board of Directors:
  - Successfully complete the ongoing electrical installation, energization, and concrete pole projects.
  - Continue expanding operations and implementing key strategic projects.

## **II. Results of the Supervisory Board's Activities in 2024**

### **1. Supervision of the Board of Directors, the Executive Board, and management personnel**

- In 2024, the Board of Directors and the Executive Board demonstrated high responsibility and prudence in corporate management, fulfilling managerial duties and prioritizing the Company's interests.
- The Board of Directors and the Executive Board generally complied with legal regulations in administrative management, transactions, and their assigned functions as stipulated by the Law on Enterprises, the Company's Charter, and the resolutions of the General Meeting of Shareholders.
- The resolutions of the Board of Directors were issued lawfully based on Board meeting minutes and were in accordance with the Company's Charter.
- The resolutions and decisions of the Board of Directors focused on implementing the resolutions of the General Meeting of Shareholders, were issued in a timely manner, and effectively fulfilled the Board's management function.
- The Executive Board closely followed the resolutions and decisions of the Board of Directors, maintaining strategic objectives while making practical adjustments, implementing various management and technical solutions to achieve the targets set by the General Meeting of Shareholders.

### **2. Evaluation of coordination between the Supervisory Board, the Board of Directors, the Executive Board, and shareholders**

- The Supervisory Board was fully provided with information regarding the decisions of the Board of Directors.
- The Executive Board implemented the resolutions of the Board of Directors and regularly reported on their execution to both the Board of Directors and the Supervisory Board.

### **3. Compliance with State policies and the Company's Charter**

In April 2024, the Company successfully organized the Annual General Meeting

of Shareholders in accordance with the provisions of the Law on Enterprises 2020.

The Company's charter capital is VND 385.000.000.000, divided into 38.500.000 common shares with a par value of VND 10.000 per share..

The structure of capital-contributing shareholders is as follows (based on the list of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders as of 24/03/2025):

No.	Category	Number of Shares Owned	Value (VND)	Percent age (%)
<b>I.</b>	<b>Domestic Shareholders</b>	<b>35.000.000</b>	<b>350.000.000.000</b>	<b>100</b>
1	Individual Shareholders	34.945.400	349.454.000.000	99,84
2	Institutional Shareholders	54.600	54.600	0,16
<b>II.</b>	<b>Foreign Shareholders</b>	<b>0</b>	<b>0</b>	<b>0</b>
1	Individual Shareholders	0	0	0
2	Institutional Shareholders	0	0	0
	<b>Total</b>	<b>35.000.000</b>	<b>350.000.000.000</b>	<b>100</b>

The Company has prepared the shareholder register in accordance with regulations.

#### 4. Audit of Financial Statements

##### 4.1. Financial Indicators as of December 31, 2024

Unit: VND

No.	Item	Actual Performance
1	Charter Capital	350.000.000.000
2	Net Revenue	652.666.751.902
3	Total Profit Before Tax	29.559.081.944
4	Net Profit After Tax	23.543.117.683

Summary of the Company's Financial Position as of December 31, 2024.

#### Assets:

Unit: VND

Indicator	Amount (VND)
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*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English*



<b>I. Current Assets</b>	<b>449.292.431.882</b>
1. Cash and Cash Equivalents	123.206.220.051
2. Short-term Financial Investments	3.142.990.803
3. Short-term Receivables	234.659.240.978
4. Inventory	86.397.093.362
5. Other Current Assets	1.886.886.688
<b>II. Non-current Assets</b>	<b>193.837.714.002</b>
1. Fixed Assets	148.128.126.640
2. Long-term Work in Progress	32.490.867.752
3. Long-term Financial Investments	0
4. Other Non-current Assets	4.647.745.052
<b>Total Assets</b>	<b>643.130.145.884</b>

**Liabilities and Equity:**

Unit: VND

<b>Indicator</b>	<b>Amount (VND)</b>
<b>I. Liabilities</b>	<b>246.892.686.417</b>
1. Short-term Liabilities	240.775.138.194
2. Long-term Liabilities	6.117.548.223
<b>II. Owner's Equity</b>	<b>396.237.459.467</b>
1. Owner's Capital Investment	350.000.000.000
2. Retained Earnings	46.237.459.467
<b>Total Liabilities and Equity</b>	<b>643.130.145.884</b>

**4.2. Financial Management**

- Regarding financial expenditure: The Company has complied with the current financial expenditure regulations;
- Reconciliation of receivables, payables, and advances has been properly conducted;
- Initial recording, accounting books, and financial reporting: The Company applies the Journal Voucher accounting method, with accounting books and financial reports prepared and stored in accordance with current regulations;
- Allocation to reserves: Implemented in accordance with the prevailing Financial Regulations;

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English*

- Fixed Asset and Work Equipment Management: The Company conducted an inventory of fixed assets and work equipment at 0:00 on January 1, 2023, and 0:00 on January 1, 2024. Fixed asset and work equipment records have been established, maintained, and depreciation calculated in compliance with prevailing regulations;
- Compliance with tax obligations: The Company has declared and fully paid all applicable taxes.

## **5. Organizational Structure, Labor, Salaries, and Employee Benefits**

### **5.1. Organizational Structure**

- Currently, in addition to the Board of Directors, Supervisory Board, and Executive Board, the Company has the following functional departments: Organization – Administration Department, Technical Department, Accounting Department, Construction & Bidding Department, Business Department, Equipment Management Department, Representative Office, and teams such as Construction Team No. 1, 2, 3..., Building Team No. 1, 2, 3..., Mechanical Workshop, Pile Workshop, Pole Workshop, Electrical & Mechanical Team, Vehicle Team;
- The establishment and definition of roles and responsibilities of these departments are carried out in accordance with the Enterprise Law, the Company's Charter, and operational regulations;
- The appointment and rotation of current positions comply with relevant regulations.

### **5.2. Labor and Salaries**

Labor: As of December 31, 2024, the Company has a total of 147 employees.

Salaries: The Company currently applies the regional minimum wage for employees working under labor contracts as stipulated in Clause 1, Article 3 of Decree 157/2018/ND-CP.

## **III. Remuneration, Operating Expenses, and Other Benefits of the Supervisory Board and Each Member of the Supervisory Board**

The Supervisory Board reports on the remuneration paid to the Supervisory Board in 2024 and the projected remuneration for 2025:

*Unit: VND*

<b>No.</b>	<b>Description</b>	<b>Amount in 2024</b>	<b>Projected Amount in 2025</b>
1	Remuneration for the Head of the Supervisory Board	12,000,000	12,000,000



2	Remuneration for Supervisory Board Members (02 persons)	24,000,000	24,000,000
	<b>Total:</b>	<b>36,000,000</b>	<b>36,000,000</b>

## **B. PLAN FOR 2025**

### **I. Supervisory Board Personnel Structure for 2025**

In 2025, no changes in the personnel structure of the Supervisory Board are anticipated.

### **II. Work Plan of the Supervisory Board for 2025**

To fulfill its supervisory duties under the Law on Enterprises and the Company's Charter, the Supervisory Board submits the following work plan for 2025 to the General Meeting of Shareholders:

- Assess the financial statements, monitor, inspect the rationality, reasonableness, legality, and prudence in the management and operation of business activities, particularly in accounting, statistical organization, and financial reporting of the Company.
- Prepare and submit the Supervisory Board's activity report to the General Meeting of Shareholders as stipulated in the Company's Charter.
- Oversee the auditing of the 2025 financial statements and coordinate with the independent auditor to review the impact of accounting errors.
- Supervise the exercise of capital management functions and the protection of shareholders' rights.
- Assign members to attend training courses, professional development programs, and updates on new policies and regulations.
- Coordinate with the Legal Compliance and Inspection Department to handle complaints, denunciations, and petitions within its jurisdiction.
- Conduct ad-hoc inspections and specialized audits upon request by the Board of Directors, shareholders, or a group of shareholders in accordance with Article 115 of the Law on Enterprises 2020.

## **C. RECOMMENDATIONS OF THE SUPERVISORY BOARD TO THE GENERAL MEETING OF SHAREHOLDERS**

- Maintain stability and enhance efficiency in existing business sectors;
- Develop an appropriate investment strategy and exercise caution in launching new investment areas;
- Strengthen enforcement and strictly apply sanctions for violations of the Company's regulations, rules, and operational guidelines;

- Formulate policies to supplement and enhance human resource quality to meet the growing demands of business operations;
- Improve forecasting capabilities to mitigate risks in business activities.

The above constitutes the Supervisory Board's report on its activities in 2024 and the operational plan for 2025, respectfully submitted to the General Meeting of Shareholders for review and approval

**Respectfully submitted to the 2025 Annual General Meeting of Shareholders ./.**

**ON BEHALF OF THE SUPERVISORY BOARD**

**HEAD OF THE BOARD**



**Chu Hai Yen**



Ha Nam, April 25, 2025

## PROPOSAL

*Re: Approval of 2024 audited financial statements*

To The 2025 Annual General Meeting of Shareholders

Truong Son Investment and Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;
- Pursuant to the Charter on Organization and Operation of Truong Son Investment and Construction Joint Stock Company;

In accordance with the resolution of the 2024 Annual General Meeting of Shareholders regarding the authorization of the Board of Directors to select the audit firm for 2024, the Board of Directors has decided to appoint **International Auditing and Valuation Co., Ltd.** as the audit firm to conduct the financial statement audit for 2024. The Board of Directors of Truong Son Investment and Construction Joint Stock Company hereby submits to the Annual General Meeting of Shareholders for approval the 2024 audited financial statements, as audited by **International Auditing and Valuation Co., Ltd.**

The audited financial statements for 2024 of the Company have been published on the Company's website via the following link: <https://truongsonhn.com.vn/>

Respectfully submitted to the 2025 Annual General Meeting of Shareholders for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Nguyen Van Truong

*Ha Nam, April 25 2025*

**PROPOSAL**

***Re: Approval of the profit distribution plan for 2024***

***To*** The 2025 Annual General Meeting of Shareholders

Truong Son Investment and Construction Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Truong Son Investment and Construction Joint Stock Company;
- Pursuant to the 2024 business performance results of Truong Son Investment and Construction Joint Stock Company.

To ensure long-term benefits for shareholders and facilitate the Company's capital accumulation for future expansion, the Board of Directors proposes the following profit distribution plan for 2024:

*Unit: VND*

No.	Description	Amount
1	Net profit after tax for 2024	23.543.117.683
2	Accumulated profit as of 31/12/2024	46.237.459.467
3	Fund appropriation	-
3.1	Bonus Fund	-
3.2	Welfare Fund	-
3.3	Financial Reserve Fund	-
4	Payment of cash dividends at a rate of 5%	19.250.000.000
5	Issuance of shares for dividend payment at a rate of 5%	19.250.000.000
6	Issuance of bonus shares under the employee stock option program (ESOP)	5.000.000.000
7	<b>Remaining profit after distribution</b>	<b>2.737.459.467</b>

Respectfully submitted to the General Meeting of Shareholders for approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**  
  
**Nguyen Van Truong**

*\*This English translation is equivalent to and consistent with the original Vietnamese version.  
In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*





*Ha Nam, April 25, 2025*

## PROPOSAL

***Re: Authorization for the BoD to select the auditing firm for the year 2025***

To The 2025 Annual General Meeting of Shareholders

Truong Son Investment and Construction Joint Stock Company

*Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*Pursuant to the Charter of Truong Son Investment and Construction Joint Stock Company.*

The Supervisory Board hereby submits to the Annual General Meeting of Shareholders for consideration and approval the selection of an auditing firm to conduct the semi-annual financial review and the audited financial statements for 2025 as follows:

### 1. Criteria for Selecting the Auditing Firm

The auditing firm selected to audit Truong Son Investment and Construction Joint Stock Company must meet the following criteria:

- Be a reputable independent auditing firm approved by the State Securities Commission to conduct audits for listed entities;
- Have highly qualified professionals and experienced auditors specializing in financial statement audits, in accordance with Vietnamese Accounting Standards (VAS) and Vietnamese Corporate Accounting Regulations;
- Have no conflicts of interest in auditing the Company's financial statements;
- Offer reasonable and competitive service fees.

### 2. List of Proposed Auditing Firms

The Supervisory Board submits to the General Meeting of Shareholders the list of auditing firms proposed for auditing the Company's 2025 financial statements and requests authorization for the Board of Directors to select a suitable auditing firm to perform the audit.

- KPMG Limited Liability Company (KPMG)
- AAC Auditing and Accounting Limited Liability Company (AAC)

- International Auditing and Valuation Limited Liability Company – Hanoi Branch

In the event that negotiations with the above-listed auditing firms regarding implementation timelines and service fees are unsuccessful, the General Meeting of Shareholders authorizes the Board of Directors to select another independent auditing firm from the list of firms approved by the State Securities Commission to audit entities of public interest, to conduct the financial statement audit for Truong Son Investment and Construction Joint Stock Company in 2025.

**Respectfully submitted to the General Meeting of Shareholders for approval./.**

**ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF THE BOARD**



**Chu Hai Yen**







No.: 82/TTr-TSA

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Ha Nam, April 25, 2025

## PROPOSAL

**Re: approval of cash dividend payment plan for 2024**

**To: The Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities 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, detailing the implementation of certain provisions of the Law on Securities;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, guiding certain contents on offering, issuance of securities, public tender offer, share repurchase, registration of public companies, and cancellation of public company status;
- Pursuant to the Charter of Truong Son Investment and Construction Joint Stock Company;
- Pursuant to the business performance of the Company.



Now, the plan for cash dividend payment plan for 2024 is formulated as follows:

### 1. Plan for cash dividend payment for 2024

- Dividend payout ratio in cash: 5% of the par value per share (each ordinary share receives VND 500).
- Payment method: In cash.
- Recipients of cash dividends: Existing shareholders whose names appear on the shareholder list finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) on the record date for exercising the right to receive cash dividends.
- Source of implementation: Undistributed after-tax profit as of December 31, 2024, based on the audited financial statements of the Company for 2024.

- Expected implementation period: In the second quarter of 2025, the specific time will be authorized to the Board of Directors for decision.

## 2. Authorization

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters related to the above-mentioned cash dividend payment, specifically:

- Determining the record date for identifying shareholders entitled to receive dividends and the payment date;
- Specifying the timeline and method of cash dividend payment;
- Carrying out other related tasks necessary to complete the cash dividend payment plan in accordance with applicable laws

Respectfully submitted to the General Meeting of Shareholders for approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**Recipients:**

- Members of BoD, SB;
- The Annual GMS 2025;
- Archive.



**Nguyen Van Truong**





Ha Nam, April 25, 2025

## PROPOSAL

**Re: approval of plan for issuing shares to pay dividends for 2024**

**To: The Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities 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, detailing the implementation of certain provisions of the Law on Securities;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, guiding certain contents on offering, issuance of securities, public tender offer, share repurchase, registration of public companies, and cancellation of public company status;
- Pursuant to the Charter of Truong Son Investment and Construction Joint Stock Company;
- Pursuant to the business performance and capital needs of the Company

Now, the plan for share issuance to pay dividends is formulated as follows:

**1. Issuance plan:**

<b>1. Share name:</b>	Shares of Truong Son Investment and Construction Joint Stock Company
<b>2. Share type:</b>	Common shares.
<b>3. Par value per share:</b>	VND 10.000 per share (In words: Ten thousand dong per share).
<b>4. Number of outstanding</b>	38.500.000 shares (In words: Thirty-eight million, five

shares:	<i>hundred thousand shares).</i>
<b>5. Dividend payout ratio in shares for 2024:</b>	5%.
<b>6. Dividend payment method:</b>	By shares.
<b>7. Eligible recipients:</b>	Existing shareholders whose names are recorded in the list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) on the last registration date to exercise the right to receive shares issued for dividend payment.
<b>8. Maximum number of shares expected to be issued:</b>	1.925.000 shares ( <i>In words: One million, nine hundred twenty-five thousand shares).</i>
<b>9. Maximum total par value of shares expected to be issued:</b>	VND 19.250.000.000 ( <i>In words: Nineteen billion, two hundred fifty million dong).</i>
<b>10. Exercise ratio:</b>	100:5 (meaning that on the last registration date for exercising rights, each existing shareholder owning 01 share will receive 01 right to receive dividends in shares, and every 100 rights will be entitled to receive 05 new shares).
<b>11. Source of implementation:</b>	Undistributed after-tax profit as of December 31, 2024, based on the audited financial statements of the Company for 2024, ensuring compliance with legal regulations.
<b>12. Transfer restrictions:</b>	Shares issued for dividend payment to existing shareholders are not subject to transfer restrictions. Shares currently under transfer restrictions will still receive shares from the issuance. The right to receive dividends in shares is non-transferable.
<b>13. Plan for handling fractional shares and odd-lot shares (if any):</b>	The number of shares issued for dividend payment will be rounded down to the nearest whole number. All fractional shares (decimal parts) (if any) will be canceled and not issued.  <i>Example: On the last registration date for exercising</i>



	<i>the right to receive dividends for 2024, shareholder A holds 1,234 shares. With the allocation ratio of 100:5, shareholder A will receive an additional 61.7 new shares. According to the rounding principle stated above, the number of dividend shares that shareholder A will receive is 61 shares; the fractional 0.7 share will be canceled.</i>
<b>14. Expected implementation period:</b>	<p>In the second quarter of 2025, after the State Securities Commission announces the receipt of the complete report on the issuance of shares for dividend payment by the Company.</p> <p>The specific timing will be decided by the Board of Directors of the Company.</p>

## **2. Registration of additional securities and supplementary transaction registration**

All newly issued shares will be registered for additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and supplementary transaction registration on the Hanoi Stock Exchange (HNX) in accordance with regulations.

## **3. Authorization**

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters related to the share issuance for dividend payment:

- Carrying out necessary procedures for issuance approval in accordance with the approved plan, including supplementing, amending, and completing dossiers to ensure compliance with current legal regulations.
- Selecting the last registration date to finalize the list of shareholders entitled to receive dividends after receiving notification of complete and valid documentation from the State Securities Commission, ensuring compliance with prevailing laws.
- Registering additional securities and Supplementary transaction registration of newly issued shares at the Vietnam Securities Depository and Clearing Corporation and the Hanoi Stock Exchange after completing the issuance.
- Amending and supplementing the Company's charter regarding changes in the number of shares and charter capital after completing the issuance based on the actual results of the issuance and reporting to the General Meeting of Shareholders at the nearest

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- Completing procedures for amending the Company's Enterprise Registration Certificate related to the changes in the number of shares and charter capital based on the actual issuance results with the competent State authorities after completing the issuance.
- Besides the above-mentioned authorizations, during the implementation of the issuance plan, the General Meeting of Shareholders authorizes the Board of Directors to supplement, amend, and finalize the issuance plan as required by regulatory authorities and/or in accordance with actual circumstances, ensuring compliance with prevailing laws and safeguarding the rights of shareholders and the Company.
- Performing other related tasks.

Respectfully submitted to the General Meeting of Shareholders for approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS**

***Recipients:***

- Members of BoD, SB;
- The Annual GMS 2025;
- Archive.



**Nguyen Van Truong**





Ha Nam, April 25, 2025

## PROPOSAL

### Re: Approval of plan issuance of shares under the Employee Stock Ownership Plan (ESOP)

#### To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities 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, detailing the implementation of certain provisions of the Law on Securities;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, guiding certain contents on offering, issuance of securities, public tender offers, share buybacks, registration of public companies, and revocation of public company status;
- Pursuant to the Charter of Truong Son Investment and Construction Joint Stock Company;
- Pursuant to the Company's business operations and capital needs.

The following plan for issuing shares under the Employee Stock Ownership Plan is hereby proposed:

#### I. Plan for Issuance of Bonus Shares under the Employee Stock Ownership Plan.

1. Share Name:	Shares of Truong Son Investment and Construction Joint Stock Company.
2. Type of Shares:	Common shares.
3. Par Value:	VND 10,000 per share (In words: Ten thousand Vietnamese dong per share).

<b>4. Total Outstanding Shares:</b>	38.500.000 shares <i>(In words: Thirty-eight million, five hundred thousand shares).</i>
<b>5. Estimated Outstanding Shares before the Issuance:</b> <b>Specifically:</b> - After completing the share issuance for dividend payment, the estimated number of additional shares:	40.425.000 shares <i>(In words: Forty million, four hundred twenty-five thousand shares)</i>  1.925.000 shares <i>(In words: One million, nine hundred twenty-five thousand shares)</i>
<b>6. Maximum Number of Shares to be Issued:</b>	500.000 shares <i>(In words: Five hundred thousand shares).</i>
<b>7. Total Estimated Issuance Value at Par Value:</b>	VND 5,000,000,000 <i>(In words: Five billion Vietnamese dongs).</i>
<b>8. Issuance Ratio (Number of Shares to be Issued / Outstanding Shares):</b>	1,30%.
<b>9. Source of Funds</b>	Undistributed post-tax profits as of December 31, 2024, according to the audited financial statements of 2024, ensuring compliance with legal regulations.
<b>10. Issuance Method:</b>	- Issuance of bonus shares under the Employee Stock Ownership Plan.
<b>11. Issuance Beneficiaries:</b>	- Employees of the Company (hereinafter referred to as "Employees") in accordance with the ESOP Regulations issued by the Board of Directors (BOD).
<b>12. Eligibility and List of Employees Participating in the Plan:</b>	- The General Meeting of Shareholders (GMS) authorizes the BOD to determine the eligibility criteria, list of eligible employees, allocation principles, and implementation timeline.
<b>13. Transfer Restrictions:</b>	- Shares issued under this plan will be subject to a transfer restriction of one year from the issuance completion date.

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail*

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<b>14. Purpose of Issuance:</b>	<ul style="list-style-type: none"> <li>- Attract highly skilled employees and align employee benefits with corporate interests;</li> <li>- Motivate managerial staff and employees to contribute to the Company's growth.</li> </ul>
<b>15. Expected Implementation Timeline:</b>	<ul style="list-style-type: none"> <li>- After completing the issuance of shares for the 2024 dividend payment and upon confirmation from the State Securities Commission of Vietnam (SSC) regarding the receipt of all issuance documents, expected in 2025. The GMS authorizes the BOD to determine the appropriate issuance timing to safeguard shareholder interests and comply with legal regulations.</li> </ul>

## **II. Additional Securities Registration and Supplementary transaction registration**

All newly issued shares will be registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and supplementary transaction registration on the Hanoi Stock Exchange (HNX) in accordance with regulations.

## **III. Authorization**

The General Meeting of Shareholders authorizes the Board of Directors to decide on all matters related to the issuance of shares under the Employee Stock Ownership Plan, including but not limited to:

- Issuing regulations, determining eligibility criteria, the list of Employees participating, and allocation principles ensuring that the number of issued shares does not exceed the approved limit.
- Selecting the appropriate time for implementation.
- Approving measures to ensure compliance with foreign ownership limits.
- Completing necessary procedures for issuance approval, including supplementing, amending, and finalizing the application to ensure legal compliance.
- Registering additional securities and supplementary transaction registration with the Vietnam Securities Depository and Clearing Corporation and the Hanoi Stock Exchange after completing the issuance.
- Amending and adjusting the Company's charter capital concerning changes in the number of shares and charter capital after issuance, reporting to the GMS at the next

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- Amending the Company's Enterprise Registration Certificate regarding the number of shares and charter capital based on the actual issuance results with the competent State authority.
- In addition to the above authorizations, during the issuance process, the GMS authorizes the BOD to amend, supplement, and finalize the issuance plan as required by the State regulatory agencies and/or in response to actual circumstances, ensuring compliance with the law and safeguarding the interests of shareholders and the Company.
- Performing other related tasks.

The proposal is hereby submitted to the General Meeting of Shareholders for approval./.

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

**Recipients:**

- Members of the BoD, SB;
- Annual GMS 2025;
- Archive.



**Nguyen Van Truong**





*Ha Nam, April 25, 2025*

## **PROPOSAL**

*Re: Approval of the plan to adjust the use of proceeds from the 2024 public share offering*

**To : The General Meeting of Shareholders of**

**Truong Son Investment and Construction Joint Stock Company**

The Board of Directors (the “BOD”) would like to report to the General Meeting of Shareholders (the “GMS”) on the progress of utilizing the proceeds from the 2024 public offering of additional shares up to the present time, and at the same time, submit for the GMS’s approval the proposed detailed adjustment to the use of the remaining proceeds from the offering, with the following contents:

**A. Report on the Utilization of Proceeds from the Public Offering**

**I. Legal Grounds**

The use of proceeds from the offering has been carried out based on the following legal regulations and internal corporate documents:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments and guiding documents;
- Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam;
- Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of several articles of the Law on Securities;
- Charter of organization and operation of Truong Son Investment and Construction Joint Stock Company;
- Extraordinary GMS Resolution No. 06/NQ-TS dated January 5, 2024, approving the plan to offer additional shares to existing shareholders for the purpose of increasing charter capital in 2024 (Proposal No. 03/TTr-TS);
- BOD Resolution No. 59/NQ-BOD dated May 13, 2024, regarding the detailed plan for the public offering of additional shares;
- BOD Resolution No. 110/NQ-BOD dated August 29, 2024, on continuing the implementation of the public offering plan and the detailed plan for the use of proceeds from the offering;



- Report on offering results No. 43/BC-TSA dated March 11, 2025;
- BOD Resolution No. 57/NQ-BOD dated March 18, 2025, on the adjustment of the detailed plan for using the proceeds from the public offering of additional shares;
- Report No. 58/BC-TSA dated March 18, 2025, submitted to the State Securities Commission regarding the change in the use of proceeds.

## II. Results of Capital Utilization

As of the date of the 2025 Annual General Meeting of Shareholders, the Company has used the proceeds in accordance with the purposes announced to shareholders/investors and regulatory authorities:

- Total net proceeds from the offering: VND 34.998.900.000.
- Announced capital utilization plan and intended amounts:
  - Repayment of bank loans: VND 17.500.000.000;
  - Supplementing working capital for business operations: VND 17.500.000.000.
- Total amount used: VND 17.500.000.000. All of this amount has been used by TSA to repay principal and interest on bank loans, with the following details:

No.	Purpose of Capital Use	Credit Contract	Lending Bank	Amount (VND)
1	Repayment of bank loan	236630.24.770.2145251.TD	Military Commercial Joint Stock Bank – Ha Nam Branch	10.012.837.617
		23/23/HĐCTD/HNA	Joint Stock Commercial Bank for Foreign Trade of Vietnam – Ha Nam Branch	3.848.051.551
		01/2023/3586897/HĐTD	Joint Stock Commercial Bank for Investment and Development of Vietnam – Ha Nam Branch	3.639.110.832
Total				17.500.000.000

- Remaining balance: VND 17.498.900.000.

## B. Adjustment of the Detailed Plan for the Use of Remaining Proceeds



The Board of Directors (“BOD”) has resolved to adjust the detailed plan for the use of the remaining proceeds from the public offering, specifically the portion originally intended for “Supplementing working capital for production and business activities”, in order to ensure effective capital allocation in line with actual implementation and the Company’s operational needs.

**I. Detailed Plan Approved under Resolution No. 110/NQ-BOD dated August 29, 2024**

The working capital supplementation plan is specified as follows:

No.	Capital Use Item		Planned Amount (VND)	Ratio (*)	Expected Disbursement Time
<b>1</b>	<b>Purchase of steel and iron for production</b>		<b>8.000.000.000</b>	<b>22,86%</b>	Quý IV/2024. Sau khi hoàn thành đợt chào bán thêm cổ phiếu ra công chúng
1.1	Partial payment for steel plate under Contract No. 02.01.24 HĐNT/ĐTC-TS-MB dated 02/01/2024	Northern Industrial Steel Production and Trading JSC	200.000.000		
1.2	Partial payment for steel under Master Contract No. 02.01.2024 HĐNT-TS-KPH dated 02/01/2024	Phu Hung Metal Co., Ltd	7.800.000.000		
<b>2</b>	<b>Purchase of sand and stone for production</b>		<b>1.500.000.000</b>	<b>4,29%</b>	
2.1	Partial payment for stone and crushed sand under Master Contract No. 02.05.24 HĐNT-TS-TRANSCO dated 02/05/2024	Transco Trading and Transport Co., Ltd	1.500.000.000		
<b>3</b>	<b>Purchase of cement for production</b>		<b>5.000.000.000</b>	<b>14,29%</b>	
3.1	Partial payment for cement under Master Contract No. 020124 HĐNT-TS-TN dated 02/01/2024	Thanh Nam Trading JSC	5.000.000.000		
<b>4</b>	<b>Purchase of pole flanges and pile head flanges for production</b>		<b>2.000.000.000</b>	<b>5,71%</b>	
4.1	Partial payment for electric pole flanges under Master Contract No. 02.01.24 HĐNT/ĐTC-TS dated 02/01/2024	Thanh Cong Mechanical Casting Co., Ltd	300.000.000		

No.	Capital Use Item		Planned Amount (VND)	Ratio (*)	Expected Disbursement Time
4.2	Partial payment for electric pole flanges under Master Contract No. 02.01.24 HĐNT/ĐTT-TS dated 02/01/2024	Thanh Thang Mechanical Casting Co., Ltd	200.000.000		
4.3	Partial payment for pile head flanges under Master Contract No. 02/01/2024/HĐNT/HB-TS/2024 dated 02/01/2024	Hung Bac Metal Production and Trading JSC	600.000.000		
4.4	Partial payment for pile head flanges under Master Contract No. 02.01.2024 HĐNT/TC-TS dated 02/01/2024	Tien Cuong Co., Ltd	900.000.000		
5	<b>Purchase of coal for production</b>		<b>1.000.000.000</b>	<b>2,86%</b>	
5.1	Partial payment for fine coal under Master Contract No. 02.01.24 HĐNT-TS-GAVICO dated 02/01/2024	Gavico Investment and Development JSC	1.000.000.000		
	<b>Total</b>		<b>17.500.000.000</b>	<b>50%</b>	

(\*) Ratio calculated as each item's amount over the total mobilized capital.

The specific disbursement amounts for each Master Contract shall be assigned by the BOD to the General Director, who will allocate the funds based on actual circumstances after the completion of the public offering, ensuring that the disbursed amounts for each item comply with the plan approved by the BOD. Payments under the master contracts may include, but are not limited to: direct payments to suppliers upon receipt of complete documentation; payment of outstanding liabilities arising from the listed contracts; and payments based on actual implementation progress and supplier requests.

## II. Content of the Adjustment Plan to be Submitted for Approval by the General Meeting of Shareholders

The plan to supplement working capital is as follows:

No.	Capital Use	Estimated Amount	Proportion (*)	Estimated Time of Use
1	Costs for purchasing steel and iron for production	6.200.000.000	17,71%	



No.	Capital Use		Estimated Amount	Proportion (*)	Estimated Time of Use
1.1	Costs for purchasing steel and iron for production	Thang Yen Trading Co., Ltd	3.500.000.000		Q2 and/or Q3 of 2025.
1.2	Partial payment for steel and cement under Framework Agreement No. 03012025 HĐNT-TY-TS dated 03/01/2025	Kim Khi Phu Hung Co., Ltd	2.700.000.000		
2	<b>Costs for purchasing sand and stone for production</b>		<b>2.500.000.000</b>	<b>7,14%</b>	
2.1	Partial payment for stone, sand, and transport under Economic Contract No. 02.01.25 HĐKT-TS-TRANSCO dated 02/01/2025	Transco Transport Trading Co., Ltd	2.500.000.000		
3	<b>Costs for purchasing cement for production</b>		<b>3.000.000.000</b>	<b>8,57%</b>	
3.1	Partial payment for cement under Economic Contract No. 08/2025/ HĐKT/TN-TS dated 01/01/2025	Thanh Nam Trading Joint Stock Company	3.000.000.000		
4	<b>Costs for purchasing pole flanges and pile head flanges for production</b>		<b>4.300.000.000</b>	<b>12,29%</b>	
4.1	Partial payment for electric pole flanges under Framework Agreement No. 02.01.25 HĐNT/ĐTC-TS dated 02/01/2025	Thanh Cong Mechanical Casting Co., Ltd	1.000.000.000		
4.2	Partial payment for pile head flanges under Framework Agreement No. 02.01.25 HĐNT/HB-TS dated 02/01/2025	Hung Bac Metal Production and Trading Joint Stock Company	1.500.000.000		
4.3	Partial payment for pile head flanges under Framework Agreement No. 02.01.25 HĐNT/TC-TS dated 02/01/2025	Tien Cuong Co., Ltd	1.800.000.000		
5	<b>Costs for importing coal for production</b>		<b>1.500.000.000</b>	<b>4,29%</b>	
5.1	Partial payment for coal under Economic Contract No. 02.01.25 HĐKT/TS-GVC dated 02/01/2025	Gavico Investment and Development JSC	1.500.000.000		

No.	Capital Use	Estimated Amount	Proportion (*)	Estimated Time of Use
	Total	17.500.000.000	50%	

(\*) The percentage calculated by dividing the amount allocated for each item by the total initially planned capital mobilization (VND 35.000.000.000).

The allocation of funds for each framework agreement shall be delegated by the Board of Directors to the General Director based on actual conditions but must ensure payment amounts are within the categories approved by the Board of Directors. Payment under the framework agreements includes but is not limited to: direct payment to suppliers upon completion of required payment documents; payment of liabilities incurred under the above-mentioned agreements; and payments aligned with actual progress as requested by the suppliers listed above.

### III. Reasons for the Adjustment

The adjustment plan is proposed by the Board of Directors based on practical implementation and for the following key reasons:

- Due to the offering process taking longer than expected, payments to suppliers of raw materials under the plan approved by the BOD Resolution No. 110/NQ-HĐQT dated 29/08/2024 have become due, forcing the Company to use other capital sources for settlement;
- To align with market conditions, actual demand, and the production material import plan, the Company and its partners signed new framework agreements at the beginning of 2025;
- The Company also proactively reviewed and adjusted the list of suppliers, eliminating unsuitable entities and adding new partners, thereby improving the efficiency of material supply. These adjustments were made in a flexible manner and closely aligned with actual business operations.

**Conclusion:** The adjustment is necessary to adapt to the current context, ensure the progress of business operations, and optimize the use of the Company's financial resources.

### IV. Proposal for Delegation/Authorization to the Board of Directors by the General Meeting of Shareholders

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval and authorization for the Board of Directors to have full authority to decide, adjust, and implement in detail the plan for using the remaining proceeds from the offering in



a flexible manner, in accordance with practical needs and legal regulations. The Board of Directors shall also be responsible for:

- Reporting and registering changes with the State Securities Commission regarding changes in fund usage;
- Fully and promptly disclosing information in accordance with regulations;
- Assigning the General Director to negotiate, sign, and make payments to suppliers under each specific contract;
- Reporting the results of implementation at the nearest General Meeting of Shareholders;

The contents of the authorization by the General Meeting of Shareholders to the Board of Directors regarding the use of the proceeds from the offering, as approved by previous General Meeting of Shareholders Resolutions, shall remain in effect.

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

**ON BEHALF OF THE BOARD OF  
DIRECTORS**

**CHAIRMAN**



**Nguyen Van Truong**





No.: 86/TTr-TSA

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Ha Nam, April 25, 2025

## PROPOSAL

*Re: Implementation of share listing registration of the Company  
on the Ho Chi Minh City Stock Exchange*

**To : The General Meeting of Shareholders of  
Truong Son Investment and Construction Joint Stock Company**

The Board of Directors ("BOD") respectfully reports to the General Meeting of Shareholders ("GMS") on the progress of implementing the plan to list the Company's shares on the Stock Exchange, and concurrently submits the following matters for the GMS's approval:

### **I. Approval of the Company's share listing on the Ho Chi Minh City Stock Exchange**

The 2nd Extraordinary General Meeting of Shareholders in 2024, under Resolution No. 143/NQ-GMS dated October 21, 2024 (attached with Proposal No. 141/TTr-TSA), approved the policy of listing TSA shares and authorized the BOD to choose to list the shares on either the Hanoi Stock Exchange (HNX) or the Ho Chi Minh City Stock Exchange ("HSX").

After conducting thorough research and assessment of the listing conditions, evaluation criteria, long-term benefits, as well as alignment with the Company's development orientation at both Exchanges, the BOD believes that: **"listing on HSX is the optimal plan, offering more practical value to the Company"**.

#### **1. Expected values for the Company upon listing on HSX**

- Enhance the Company's image and credibility in the stock market;
- Improve share liquidity, thereby attracting interest from institutional and strategic investors both domestically and internationally;
- Strengthen access to large capital sources to support business and production development;
- Ensure transparent share valuation, close to the enterprise's intrinsic value.

#### **2. Review of listing conditions on HSX**



The conditions for share listing are stipulated in Article 109, Decree No. 155/2020/ND-CP:

No.	Condition	Status	Basis
1	Being a joint stock company with charter capital contributed at the time of listing registration of at least VND 30 billion according to the latest audited financial statement, and a market capitalization of at least VND 30 billion calculated by the weighted average price of the most recent public offering, or the average reference price of the shares traded on the Upcom trading system over the last 30 sessions prior to the date of listing registration, or the weighted average price in the initial public offering of an equitized enterprise.	<b>Satisfied</b>	- The 2024 audited financial statement records TSA's charter capital at VND 350,000,000,000;
2	Approval of the listing by the General Meeting of Shareholders.	<b>Satisfied</b>	Resolution No. 143/NQ-GMS dated October 21, 2024 of the 2nd Extraordinary General Meeting of Shareholders in 2024 (attached with Proposal No. 141/TTr-TSA).
3	Having traded on the Upcom trading system for at least 02 years, except for organizations that have made a public offering or are equitized enterprises.	<b>Satisfied</b>	<ul style="list-style-type: none"> <li>- The Company has made a public offering under the Certificate No. 225/GCN-UNCK dated December 06, 2024 issued by the Chairman of the State Securities Commission;</li> <li>- The Company submitted a report on the results of the offering under Report No. 43/BC-TSA dated March 11, 2025 and received Official Letter No. 261/UBCK-QLCB from the State Securities Commission regarding the reporting documents.</li> </ul>
4	The return on equity (ROE) of the	<b>Satisfied</b>	- The 2023 and 2024 audited

No.	Condition	Status	Basis
	year immediately preceding the listing registration must be at least 5%, and business results of the 02 consecutive years before the registration year must be profitable; no overdue debts over 01 year as of the listing registration date; no accumulated losses based on the latest audited financial statement or the reviewed semi-annual report if registering after the reporting period.		financial statements of TSA recorded net profits of VND 10.01 billion and VND 23.54 billion respectively; - ROE in 2024 (calculated as net profit after tax divided by average equity during the year) was 6.12%; - The Company confirms there are no overdue debts over 01 year as of the listing registration date.
5	Except for equitized enterprises, the organization must have at least 15% of voting shares held by at least 100 non-major shareholders; for charter capital of VND 1,000 billion or more, the minimum is 10%.	<b>Satisfied</b>	Based on the shareholder list dated March 24, 2025 issued by the Vietnam Securities Depository and Clearing Corporation.
6	Shareholders who are individuals or organizations represented by the Chairman, BOD members, Head and members of the Supervisory Board, CEO (General Director), Deputy CEOs, Chief Accountant, Finance Director and equivalent managerial positions elected or appointed by the GMS or BOD, and related major shareholders, must commit to retain 100% of their shares for 06 months from the first trading date and 50% for the next 06 months, excluding state-owned shares they represent.	<b>Satisfied</b>	The mentioned shareholders commit to retain their shares in accordance with regulations at the time of listing registration on HSX.
7	The company and its legal representative must not have been sanctioned within 02 years prior to the listing registration for violations prohibited in securities activities and the stock market as per Article 12 of the Securities Law.	<b>Satisfied</b>	The Company and its legal representative have made a commitment that no such violations occurred within 02 years before the listing registration.



No.	Condition	Status	Basis
8	Having a securities company as the listing advisor, except when the applicant is a securities company	Satisfied	Authorization granted to the BOD to select an appropriate securities company

### 3. Listing Plan of TSA Shares on HSX

The Board of Directors (BOD) has issued Resolution No. ... dated .../.../2025 approving the policy on listing the Company's shares on the Ho Chi Minh City Stock Exchange (HSX), with the following key contents:

- Name of shares to be listed: Shares of Truong Son Investment and Construction Joint Stock Company.
- Stock code: TSA (currently registered for trading on UpCOM).
- Par value: VND 10,000 (Ten thousand dong) per share.
- Type of shares: Common shares.
- Stock exchange for listing registration: HSX.
- Total number of outstanding shares at present: 38,500,000 shares.
- Total number of shares to be listed: All outstanding shares of TSA at the time of listing registration.
- Implementation timeline: Within the year 2025.

## II. Proposal to the General Meeting of Shareholders (GMS) for Authorization to the Board of Directors

The BOD respectfully submits to the GMS for consideration and approval of authorizing the BOD to carry out all tasks related to the Company's share listing process, specifically as follows:

- Develop a detailed plan for stock listing, including but not limited to determining the record date for shareholder entitlements and the timing for delisting from the UpCOM market;
- Register for trading on the HOSE (Ho Chi Minh Stock Exchange); prepare the necessary documents and legal procedures in accordance with legal regulations and the actual conditions of the market and the Company; including but not limited to determining the listing price and the first trading day;
- The authorized contents related to share listing approved in previous resolutions of the GMS shall remain effective.

The BOD shall be responsible for reporting the implementation results of the  
aforementioned assigned/authorized tasks at the next GMS.

**ON BEHALF OF THE BOARD OF  
DIRECTORS**

**CHAIRMAN**



**Nguyen Van Truong**





Ha Nam, April 25, 2025

## PROPOSAL

***Re: Authorization for the Board of Directors to decide on certain matters under the authority of the General Meeting of Shareholders***

***To:*** The 2025 Annual General Meeting of Shareholders  
Truong Son Investment And Construction Joint Stock Company

***Pursuant to:***

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;*
- *Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;*
- *The Charter on the organization and operation of Truong Son Investment And Construction Joint Stock Company;*
- *The actual business operations of the Company.*

To facilitate and proactively handle arising matters during the year, the Board of Directors of Truong Son Investment And Construction Joint Stock Company respectfully submits to the General Meeting of Shareholders for discussion and approval that the following matters under the authority of the General Meeting of Shareholders shall not be included:

- Approval of the company's development orientation;
- Decision on the types of shares and the total number of shares of each type to be offered; decision on the annual dividend rate for each type of share;
- Election, dismissal, and removal of members of the Board of Directors and Supervisory Board;
- Decision on investment or sale of assets valued at 35% or more of the total asset value recorded in the company's latest financial statements;
- Decision on amending the company's Charter (Except for the matters already approved by the GMS and authorized to the BoD for implementation);
- Approval of the annual financial statements;
- Decision on repurchasing more than 10% of the total number of issued shares of each type;
- Consideration and handling of violations by members of the Board of Directors or Supervisory Board that cause damage to the company and its shareholders;
- Decision on the reorganization or dissolution of the company;

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- Decision on the budget or total remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- Approval of internal governance regulations; regulations on the operation of the Board of Directors and the Supervisory Board;
- Approval of contracts and transactions between the company and related persons as stipulated in Clause 3, Article 167 of the Law on Enterprises No. 59/2020/QH14.

The General Meeting of Shareholders authorizes the Board of Directors to amend and supplement the company's business lines; update and amend the company's charter in accordance with the revised business lines; and report on the implemented changes in the nearest General Meeting of Shareholders.

**Respectfully submitted to the 2025 Annual General Meeting of Shareholders for discussion and approval./.**

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRPERSON**



**Nguyen Van Truong**





Ha Nam, April 25<sup>th</sup> 2025

**MEETING MINUTES**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**TRUONG SON INVESTMENT AND CONSTRUCTION JOINT STOCK**  
**COMPANY**

**Company's name:** Truong Son Investment and Construction Joint Stock Company

**Headquarters:** Chau Son Industrial Park, Chau Son Ward, Phu Ly City, Ha Nam Province.

**Certificate of Enterprise Registration:** No 0700210210, registered for the first time on August 29<sup>th</sup> 2002 issued by the Department of Planning and Investment of Ha Nam Province, registered for the 17<sup>th</sup> amendment on March 31<sup>st</sup>, 2025.

Today, on April 25<sup>th</sup> 2025, at 8h45' in the Headquarters's Hall, the 2025 Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company is conducted with the following agenda:

**I. PART 1: OPENING OF THE GENERAL MEETING OF SHAREHOLDERS**

**1. Participants**

**Shareholders and Shareholders' representative**

The total number of shareholders and shareholder representatives eligible to attend the 2025 Annual General Meeting of Shareholders is **176** shareholders, owning and representing a total of **35.000.000** shares, equivalent to 100% of the total voting shares of the Company.

The General Meeting has heard **Ms. Tran Thi Thanh Huong** – Head of the Shareholder Eligibility Verification Committee announce the results of the verification of shareholder eligibility and shareholder representatives attending the meeting as follows:

The total number of shareholders and shareholder representatives entitled to attend the 2025 Annual General Meeting of Shareholders is **176** shareholders, owning and representing a total of **35.000.000** voting shares, equivalent to **35.000.000** votes, accounting for 100% of the total voting shares of the Company.

The total number of shareholders and shareholder representatives actually attending the 2025 Annual General Meeting of Shareholders is 41 delegates, owning or representing **21.541.700 voting rights**, equivalent to 61,55% of the total voting shares of Truong Son Investment and Construction Joint Stock Company.

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According to the provisions of the Enterprise Law 2020 and the Company's Charter, the 2025 Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company has met all the necessary conditions to proceed. Shareholders and shareholder representatives attending the meeting have the right to vote based on the number of shares they own or represent.

## **2. Opening of the General Meeting**

The General Meeting has carried out the following procedures:

- Stating the reasons for convening the General Meeting and introducing the participants.
- Introducing **Mr. Nguyen Van Truong** – Chairman of the Board of Directors as the Chairperson of the meeting.
- The Chairperson of the General Meeting introduces the Presidium, the Secretariat, and proposes the Voting Committee for the General Meeting to elect.

### **2.1. The Presidium**

The General Meeting approved the Presidium consisting of four members:

Mr: Nguyen Van Truong	- Chairman
Mr: Doan Van Thanh	- Member
Mr: Dang Van Thuyet	- Member
Mr: Nguyen Xuan Chinh	- Member

### **2.2. The Secretariat**

The General Meeting approved the Secretariat consisting of two members.

Mr: Bui Hoa My	- Chairman
Ms: Lai Thi Van Anh	- Member

### **2.3. The Vote Counting Committee**

The General Meeting approved the Vote Counting Committee consisting of three members:

Mr: Le Son Tung	- Chairman
Ms: Do Thu Huyen	- Member
Ms: Phan Thi Ngoc My	- Member

The General Meeting voted to approve the composition of the Presidium, the Secretariat, and the Vote Counting Committee by a show of hands, with an approval rate of 100% of the total voting shares held by shareholders or authorized representatives (**21.541.700** voting shares).

## **3. Agenda and Regulations of the General Meeting**

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The General Meeting listened to Mr. Nguyen Van Truong, on behalf of the Presidium, read:

- The agenda of the 2025 Annual General Meeting of Shareholders.
- The working regulations and voting principles.

The General Meeting proceeded with voting on the Meeting Agenda, Working Regulations, and Voting Principles by a show of hands, achieving a approval rate of 100% of the voting shares of shareholders/authorized representatives (21.541.700 voting shares).

## **II. PART 2: MATTERS PRESENTED AT THE GENERAL MEETING**

1. Mr. Doan Van Thanh – A member of the Presidium presented to the General Meeting:
  - + Report on the performance of the Board of Directors in 2024 and the plan for 2025;
  - + Report on the performance of the General Director Board in 2024 and the plan for 2025;
  - + Report on the implementation of matters authorized by the General Meeting of Shareholders in 2024;
2. Mrs Chu Hai Yen – Head of the Board of Supervisors presented to the General Meeting:
  - + Report on the performance of the Supervisory Board in 2024 and the plan for 2025;
3. Mr. Nguyen Xuan Chinh – A member of the Presidium presented to the General Meeting:
  - + Approval of the audited financial statements for the year 2024
  - + Approval of the profit distribution plan for the year 2024;
  - + Approval of the authorization for the Board of Directors to select the auditing firm for the year 2025;
4. Mr. Doan Van Thanh – A member of the Presidium presented to the General Meeting:
  - + Approval of the cash dividend payment for the year 2024;
  - + Proposal for the issuance of shares for dividend payment in 2024;
  - + Proposal for the issuance of shares under the employee stock option program in 2025;
5. Mr. Dang Van Thuyet – A member of the Presidium presented to the General Meeting:
  - + Approval of the adjustment plan for the use of proceeds from the 2024 public offering of shares;
  - + Approval of the implementation of the Company's stock listing registration on the Ho Chi Minh City Stock Exchange (HOSE);

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- + Approval of Authorization for the Board of Directors to decide on certain matters within the authority of the General Meeting of Shareholders.

### **III. PART 3: DISCUSSIONS OF SHAREHOLDERS**

**Question 1:** According to the audited financial statements for 2024, revenue from the manufacturing segment has increased significantly. Does the company have any plans to invest in upgrading or expanding its production lines? And will the output be sufficient to meet customer demand?

**Answer:** The Board of Directors has held meetings and planned the construction of a new factory for concrete poles and piles. However, to ensure efficiency, the company is currently evaluating key factors such as location, cost, workforce availability, and labor resources to support the factory's operations. Therefore, Truong Son Company aims to establish an additional concrete pole and pile production plant by 2025.

**Question 2:** Has the administrative boundary reorganization affected the progress of implementation, construction, and acceptance of current projects?

**Answer:** Currently, Truong Son is carrying out projects across various localities and provinces, including some that are affected by the recent administrative boundary mergers. However, following the guidance of the General Secretary that “we all share the same homeland, Vietnam, so we are one family,” the implementation of projects continues as planned, without disruption.

**Question 3:** The Board of Directors proposed a plan to switch to the HSX (Ho Chi Minh Stock Exchange). When is the expected timeline for submitting the application and completing the process (if any)?

**Answer:** Regarding the plan to list shares on the Ho Chi Minh Stock Exchange (HSX), the Presidium announced that Truong Son has signed a consulting contract with a reputable securities company. The company expects to submit the application within May. The goal is to complete the listing process in 2025, and the company is strongly committed to accomplishing this as soon as possible.

### **IV. PART 4: THE GENERAL MEETING CONDUCTED VOTING AND THE VOTING RESULTS ARE AS FOLLOWS:**

1. Mr. Le Son Tung - Head of the Vote Counting Committee presented the voting procedures and methods, stating that votes would be cast directly into the ballot box using the Voting Ballot.
  - Each attending shareholder is issued one Voting Ballot (for each issue) indicating the total number of voting rights.
  - Total number of shareholders/representatives participating in the voting: 41 delegates.

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- Total number of Voting Ballots distributed to attending shareholders: 41 Voting Ballots.
  - Total number of Voting Ballots collected: 41 Voting Ballots.
2. Mr. Le Son Tung - Head of the Vote Counting Committee announces the voting results at the General Meeting (with the vote counting minutes attached).

**Matter 1: Report on the performance of the Board of Directors in 2024 and the plan for 2025 (Attached with Report No. 75/BC-TSA)**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 2: Report on the performance of the General Director Board in 2024 and the plan for 2025 (Attached with Report No. 76/BC-TSA)**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

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- + Total number of abstentions: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 3: Approved on the implementation of matters authorized by the General Meeting of Shareholders in 2024 (Attached Report No. 77/BC-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 4: Approved Report on the activities of the Supervisory Board in 2024 and the plan for 2025 (Attached Report No. 78/BC-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

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**Matter 5: Approved of the audited financial statements for the year 2024 (Attached Proposal No. 79/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 6: Approved of the profit distribution plan for the year 2024 (Attached Proposal No. 80/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 7: Approved of the authorization for the Board of Directors to select the auditing firm for the year 2025 (Attached Proposal No. 81/TTr-TSA).**

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- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 8: Approved of the cash dividend payment for the year 2024 (Attached Proposal No. 82/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 9: Approved for the issuance of shares for dividend payment in 2024 (Attached Proposal No. 83/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

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- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 10: Approved for the issuance of shares under the employee stock option program in 2025 (Attached Proposal No. 84/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 11: Approved of the adjustment plan for the use of proceeds from the 2024 public offering of shares (Attached Proposal No. 85/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.

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- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 12: Approved of the implementation of the Company's stock listing registration on the Ho Chi Minh City Stock Exchange (HOSE) (Attached Proposal No. 86/TTr-TSA).**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of invalid votes: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: **0 votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

**Matter 13: Approved the Authorization for the Board of Directors to decide on certain matters within the authority of the General Meeting of Shareholders. (Attached with Proposal No. 87/TTr-TSA)**

- Total number of votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid votes: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.



- + Total number of invalid votes: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes in favor: **21.541.700 votes**, accounting for 100% of the total votes of the shareholders attending the meeting and voting.
- + Total number of votes against: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.
- + Total number of abstentions: 0 **votes**, accounting for 0% of the total votes of the shareholders attending the meeting and voting.

#### **V. PART V: APPROVAL OF THE MEETING MINUTES, RESOLUTIONS OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS, AND CLOSING OF THE MEETING**

Mr. Bui Hoa My – On behalf of the Secretariat, read the draft meeting minutes and the draft Resolution of the General Meeting with the following approved contents:

*The General Meeting approved matters 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12 and 13 with an approval voting rate of 100% of the total votes of all shareholders/authorized representative attending and voting at the meeting.*

The General Meeting unanimously approved the full text of the Minutes and the Resolution of the 2025 Annual General Meeting of Shareholders by a show of hands, with an approval voting rate of 100% of the total votes of shareholders/proxies (21.541.700 votes).

The Chairman of the General Meeting – Mr. Nguyen Van Truong – declared the meeting adjourned.

This minutes was prepared at 11h00' on 25/04/2025 at the 2025 Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company.

**HEAD OF THE SECRETARIAT**



**Bui Hoa My**

**CHAIRMAN**



**Nguyen Van Truong**

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*Ha Nam, April 25, 2025*

**PRINCIPLES AND VOTING PROCEDURES**  
**AT 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF TRUONG**  
**SON INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**  
*(Held on April 25, 2025)*

**A. PRINCIPLES OF SPEAKING AT THE GENERAL MEETING**

**I. Shareholders who wish to propose a request at the General Meeting of Shareholders must adhere to the following principles:**

- Shareholders are only allowed to contribute opinions during the discussion session of the General Meeting.
- Shareholders must raise their hand to request permission from the Chairperson and may only speak after receiving approval. At any given time, only one shareholder is allowed to speak.
- If multiple shareholders wish to speak simultaneously, the Chairperson will invite them to present their opinions in turn.
- The Chairperson has the right to interrupt a shareholder's speech if deemed necessary.
- All contributions and questions will be collected simultaneously and addressed sequentially.
- In case of differing opinions, a majority vote may be conducted.

**II. Proposals Must Meet the Following Conditions**

- Proposals must be concise and clear. In cases where a proposal is complex and requires extensive presentation time, shareholders may submit it in writing to the Organizing Committee at least three days before the General Meeting.
- Proposals should not repeat issues that have already been addressed. The content of the proposal must not violate the law or exceed the authority of the company.

**B. PRINCIPLES OF VOTING AT THE GENERAL MEETING**

**I. Voting principle**

- Compliance with the Company's Charter, legal regulations, and accuracy.
- Shareholders or authorized representatives shall cast their votes following the instructions of the Voting Committee. Voting on the Members of the Presidium, the Secretariat, the Voting Committee, and the General Meeting Agenda shall be conducted by a show of hands.
- Mỗi Each shareholder's voting rights correspond to the number of shares they own





or represent by authorization.

- A ballot is only valid if it meets the stipulated requirements.
- Voting results are calculated as a percentage of the total shares represented by valid ballots relative to the total shares of all attending shareholders.

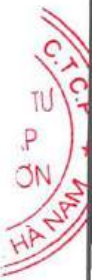
## **II. Voting Procedures**

### **1. General Regulations**

- Voting on reports and resolutions of the General Meeting of Shareholders shall be conducted publicly and directly under the direction of the Presidium and only with the ballots issued by the Organizing Committee.
- Shareholders or their authorized representatives (hereinafter referred to as "shareholders") eligible to vote at the General Meeting will be issued **one Voting Ballot**. Specifically:
  - White Ballot – Used for voting on the matters presented at the General Meeting.
- The Voting Ballots shall be collected by members of the Voting Committee, counted, and recorded immediately after collection.
- Information on the Voting Ballot:
  - Full name of the shareholder or authorized representative.
  - Number of shares owned or represented: The total number of voting shares held or represented by the shareholder.
  - Content of the vote.
  - The official seal of Truong Son Investment and Construction Joint Stock Company.
- Classification of Voting Ballots
  - Valid Voting Ballot: Must follow the official format issued by the Organizing Committee, with the company's official seal, must not be torn, erased, altered, or corrected in any way and must be marked correctly according to the instructions on the ballot.
  - Invalid Voting Ballot: Any ballot that does not comply with the above validity requirements.

### **2. Voting Method**

- For the White Voting Ballot:
  - If the shareholder agrees with the voting matter, they shall mark an (X) in Column (1) and leave Columns (2) and (3) blank.
  - If the shareholder disagrees, they shall mark an (X) in Column (2) and leave Columns (1) and (3) blank.



- If the shareholder abstains from voting, they shall mark an (X) in Column (3) and leave Columns (1) and (2) blank.
- Each shareholder shall use only one Voting Ballot, on which all the matters requiring voting at the General Meeting are clearly listed.
- Shareholders must choose one of the three voting options: **Agree, Disagree, or Abstain.**

### 3. Summarizing the Results

- The Head of the Voting Counting Committee is responsible for announcing the voting results for each matter presented at the General Meeting.
- The voting results must be recorded in the Minutes of the General Meeting of Shareholders.

### III. Approval of Voting Results

1. Matters subject to voting at the General Meeting of Shareholders shall be approved if they receive more than **50%** of the total voting shares of the shareholders entitled to vote, who are present either in person or through an authorized representative at the General Meeting. In cases involving amendments and supplements to the Company's Charter, approval requires at least **65%** of the total voting shares of the shareholders entitled to vote, who are present either in person or through an authorized representative at the General Meeting.
2. Procedural and organizational matters related to the General Meeting of Shareholders: The Chairperson's decision shall be final, and all attending shareholders must comply.

### IV. Validity

The principles and voting procedures, as well as the speaking regulations, shall take effect immediately upon approval at the General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company.

Sincere thanks to the General Meeting of Shareholders!

**ON BEHALF OF THE GENERAL MEETING  
ORGANIZING COMMITTEE  
CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyen Van Truong**





Ha Nam, April 25<sup>th</sup> 2025

## VOTE COUNTING MINUTES

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

We were elected by the General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company, convened on April 25, 2025, to serve as the Vote Counting Committee, consisting of:

- |                          |                         |
|--------------------------|-------------------------|
| 1. Mr.: Le Son Tung      | – Head of the Committee |
| 2. Ms.: Do Thu Huyen     | – Member                |
| 3. Ms.: Phan Thi Ngoc My | – Member                |

The Vote Counting Committee has duly performed its duties and unanimously records the minutes as follows:

- Total number of shareholders entitled to attend the meeting: **176 shareholders**, owning and representing a total of **35.000.000 voting shares**, equivalent to **35.000.000 voting ballots**.

- Total number of shareholders/proxies actually at 10:45 AM attending and voting at the 2025 Annual General Meeting of Shareholders: **41 delegates**, owning or representing **21.541.700 voting shares**, equivalent to **21.541.700 voting ballots**, accounting for **61,55% of the total voting ballots**.

#### I. The General Meeting of Shareholders voted on the following matters

**Matter 1:** Report on the performance of the Board of Directors in 2024 and the plan for 2025;

**Matter 2:** Report on the performance of the General Director Board in 2024 and the plan for 2025;

**Matter 3:** Report on the implementation of matters authorized by the General Meeting of Shareholders in 2024;

**Matter 4:** Report on the activities of the Supervisory Board in 2024 and the plan for 2025;

**Matter 5:** Approval of the audited financial statements for the year 2024;

**Matter 6:** Approval of the profit distribution plan for the year 2024;

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*



**Matter 7:** Approval of the authorization for the Board of Directors to select the auditing firm for the year 2025;

**Matter 8:** Approval of the cash dividend payment for the year 2024;

**Matter 9:** Proposal for the issuance of shares for dividend payment in 2024;

**Matter 10:** Proposal for the issuance of shares under the employee stock option program in 2025;

**Matter 11:** Approval of the adjustment plan for the use of proceeds from the 2024 public offering of shares;

**Matter 12:** Approval of the implementation of the Company's stock listing registration on the Ho Chi Minh City Stock Exchange (HOSE);

**Matter 13:** Approval of Authorization for the Board of Directors to decide on certain matters within the authority of the General Meeting of Shareholders.

## **II. Vote Counting Results**

### **Voting Method:**

- Each attending shareholder was issued **one voting ballot** (for each matter), indicating the total number of votes corresponding to the total number of common shares they own/represent by proxy.

- Total number of shareholders/proxies participating in the vote: 41 delegates, owning or representing **21.541.700 voting shares**, equivalent to **21.541.700 voting ballots**.

- Shareholders/proxies directly placed their voting ballots into the ballot box prepared by the Meeting Organizing Committee.

- The total number of voting ballots issued to the shareholders actually attending the General Meeting is: 41 voting ballots, corresponding to 41 delegates participating in the voting at the General Meeting, owning or representing **21.541.700 voting shares**, equivalent to **21.541.700 votes**.

- The total number of voting ballots collected is: 41 voting ballots, corresponding to 41 delegates participating in the voting at the General Meeting, owning or representing **21.541.700 voting shares**, equivalent to **21.541.700 votes**.

### **Voting results for each matter are as follows:**

**Matter 1:** Report on the performance of the Board of Directors in 2024 and the plan for 2025;

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*



- Total number of voting ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

+ Total number of valid ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of invalid ballots: **0** ballots, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots in favor: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots against: **0** ballots, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of abstention ballots: **0** ballots, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 2: Report on the performance of the General Director Board in 2024 and the plan for 2025;**

- Total number of voting ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

+ Total number of valid ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of invalid ballots: **0** ballots, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots in favor: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots against: **0** ballots, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of abstention ballots: **0** ballots, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 3: Approved on the implementation of matters authorized by the General Meeting of Shareholders in 2024;**

- Total number of voting ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 4: Approved Report on the activities of the Supervisory Board in 2024 and the plan for 2025;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 5: Approved of the audited financial statements for the year 2024;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*



- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 6: Approved of the profit distribution plan for the year 2024;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 7: Approved of the authorization for the Board of Directors to select the auditing firm for the year 2025;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*

- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 8: Approved of the cash dividend payment for the year 2024;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 9: Approved for the issuance of shares for dividend payment in 2024;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.



- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 10: Approved for the issuance of shares under the employee stock option program in 2025;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 11: Approved of the adjustment plan for the use of proceeds from the 2024 public offering of shares;**

- Total number of voting ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

- + Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.
- + Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

*\*This English translation is equivalent to and consistent with the original Vietnamese version. In case of any discrepancies or differences in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.*

+ Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 12: Approved of the implementation of the Company's stock listing registration on the Ho Chi Minh City Stock Exchange (HOSE);**

- Total number of voting ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

+ Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

**Matter 13: Approved the Authorization for the Board of Directors to decide on certain matters within the authority of the General Meeting of Shareholders.**

- Total number of voting ballots: **21.541.700** ballots, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting on this matter.

Including:

+ Total number of valid ballots: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of invalid ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots in favor: **21.541.700 ballots**, accounting for 100% of the total voting ballots of the shareholders attending the meeting and voting.

+ Total number of ballots against: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting.

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+ Total number of abstention ballots: **0 ballots**, accounting for 0% of the total voting ballots of the shareholders attending the meeting and voting

These minutes are prepared in 02 copies for filing in the records and documents of the 2025 Annual General Meeting of Shareholders.

*Location: Company Hall – Chau Son Industrial Park, Chau Son Ward, Phu Ly City, Ha Nam Province.*

**Vote Counting Committee  
Members**

*(Signature, Full Name)*



**Phan Thi Ngoc My**

**Vote Counting Committee  
Members**

*(Signature, Full Name)*



**Do Thu Huyen**

**Head of the Vote Counting  
Committee**

*(Signature, Full Name)*



**Le Son Tung**





**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

*Ha Nam, April 25, 2025*

**REPORT ON SHAREHOLDER ELIGIBILITY VERIFICATION FOR THE 2025  
ANNUAL GENERAL MEETING OF SHAREHOLDERS TRUONG SON  
INVESTMENT AND CONSTRUCTION JOINT STOCK COMPANY**

The total number of shareholders and authorized representatives entitled to attend the 2025 Annual General Meeting of Shareholders is **176** persons, holding and representing a total of **35.000.000** common shares, equivalent to **100%** of the total voting shares.

The total number of shareholders and authorized representatives actually attending the 2025 Annual General Meeting of Shareholders is **41** delegates, holding or representing **21.541.700** common shares, equivalent to **61,55%** of the total voting shares of Truong Son Investment and Construction Joint Stock Company.

In accordance with the Law on Enterprises and the Company's Charter, the 2025 Annual General Meeting of Shareholders of Truong Son Investment and Construction Joint Stock Company satisfies all conditions to be conducted. The attending shareholders and authorized representatives have the right to vote in proportion to the shares they own or represent..

**ON BEHALF OF THE SHAREHOLDER  
ELIGIBILITY VERIFICATION COMMITTEE  
HEAD OF COMMITTEE**

**Tran Thi Thanh Huong**

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