

# CREATE CAPITAL VIỆT NAM JOINT STOCK COMPANY

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CREATE CAPITAL VIET NAM

## DOCUMENTS

### 2025 ANNUAL SHAREHOLDERS' MEETING

*Hanoi, April, 2025*



**CREATE CAPITAL VIỆT NAM JOINT-STOCK COMPANY LIMITED**  
Head office: BT3.1 Tay Mo Urban Functional Area, 272 Huu Hung, Tay Mo,  
Nam Tu Liem, Hanoi.  
Business registration number: 0105087537  
Phone: 024.6292.5566 Website: <https://createcapital.vn/>

**SCHEDULE FOR ATTENDANCE AT THE 2025 ANNUAL GENERAL  
MEETING OF SHAREHOLDERS**

**(Date: 26/04/2025)**

**Venue: Room 205 – 2nd Floor, National Convention Center, Me Tri Ward, Nam Tu  
Liem District, Hanoi City.**  
**Time: 8h30, 26 April 2025.**

Time	Content
8h30 – 9h00	Greeting to the shareholders.
	Register shareholders for the General Meeting.
9h00-9h20	Shareholder Qualification Check Report.
	Statement of reasons, introduction of participants.
	Opening of the General Meeting.
	Election of Presidium, Secretariat, and Counting Committee
	Introduction to the Congress program; Working regulations
9h20 – 10h00	1. Approval of the Board of Directors' Report No. 01/2025/CRC/BC-HĐQT-ĐHĐCĐ on the 2024 operational results and the operational plan and orientation for 2025.
	2. Approval of the Board of Management's Report No. 01/2025/CRC/BC-TGD-ĐHĐCĐ on the 2024 business performance and the operational plan and orientation for 2025.
	3. Approval of the Supervisory Board's Report No. 01/2025/CRC/BC-BKS-ĐHĐCĐ.
	4. Approval of the Proposal on the 2025 business plan (Proposal No. 01/2025/CRC/TT-ĐHĐCĐ).
	5. Approval of the 2024 audited financial statements (Proposal No. 02/2025/CRC/TTr-ĐHĐCĐ).
	6. Approval of the selection plan for the auditing firm for 2025 (Proposal No. 03/2025/CRC/TTr-ĐHĐCĐ).

	7. Approval of the 2024 post-tax profit distribution plan and remuneration for the Board of Directors and Supervisory Board in 2025 (Proposal No. 04/2025/CRC/TTr-DHĐCĐ).
	8. Approval of the amendment to business registration content (Proposal No. 05/2025/CRC/TTr-DHĐCĐ).
	9. Approval of the plan to increase charter capital through stock dividend distribution (Proposal No. 06/2025/CRC/TTr-DHĐCĐ).
	10. Approval of the plan to acquire shares in CRC Solar Cell Joint Stock Company (Proposal No. 07/2025/CRC/TTr-DHĐCĐ).
	11. Approval of the investment plan for the CRC Premier Granite Porcelain Tile Factory Project (Proposal No. 08/2025/CRC/TTr-DHĐCĐ).
	12. Approval of the private share placement plan to increase charter capital (Proposal No. 09/2025/CRC/TTr-DHĐCĐ).
	13. Approval of the investment plan for upcoming projects in the following years (Proposal No. 10/2025/CRC/TTr-DHĐCĐ).
	14. Approval of authorization for the Board of Directors to carry out certain tasks on behalf of the General Meeting of Shareholders between the 2025–2026 sessions (Proposal No. 11/2025/CRC/TTr-DHĐCĐ).
10h00 – 10h30	The Meeting proceeds with discussion
	The Meeting proceeds with voting and election of the Board of Directors and Supervisory Board
10h30 – 10h45	Break
10h45 – 11h00	Announcement of vote counting results
11h00 – 11h10	Approval of the draft Minutes and Resolution of the General
11h10 – 11h20	Closing

## ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

### VOTING BALLOT

#### PART I – SHAREHOLDER INFORMATION

Shareholder/Authorized Representative of Shareholder:	
Citizen ID/ Passport number:	
Date of issue:	Place of issue:
Number of voting shares:                                  shares	

#### PART II – VOTING ITEMS

No.	Voting Items	Agree (1)	Disagree (2)	No opinion (3)
1.	Approval of the Board of Directors' Report No. 01/2025/CRC/BC-HĐQT-ĐHĐCĐ on the 2024 operational results and the operational plan and orientation for 2025.			
2.	Approval of the Board of Management's Report No. 01/2025/CRC/BC-TGD-ĐHĐCĐ on the 2024 business performance and the operational plan and orientation for 2025.			
3.	Approval of the Supervisory Board's Report No. 01/2025/CRC/BC-BKS-ĐHĐCĐ.			
4.	Approval of the Proposal on the 2025 business plan (Proposal No. 01/2025/CRC/TT-ĐHĐCĐ).			
5.	Approval of the 2024 audited financial statements (Proposal No. 02/2025/CRC/TTr-ĐHĐCĐ).			
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7.	Approval of the 2024 post-tax profit distribution plan and remuneration for the Board of Directors and Supervisory			

	Board in 2025 (Proposal No. 04/2025/CRC/TTr–ĐHĐCĐ).			
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13.	Approval of the investment plan for upcoming projects in the following years (Proposal No. 10/2025/CRC/TTr–ĐHĐCĐ).			
14.	Approval of authorization for the Board of Directors to carry out certain tasks on behalf of the General Meeting of Shareholders between the 2025–2026 sessions (Proposal No. 11/2025/CRC/TTr–ĐHĐCĐ).			

*Note: Shareholders should mark (X) in the box corresponding to their opinion.*

**Shareholder/Authorized Representative  
of Shareholder**  
*(Sign and Full Name)*

**DRAFT**

**RESOLUTION**

**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CREATE CAPITAL VIETNAM JOINT STOCK COMPANY LIMITED**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter of Create Capital Vietnam Joint Stock Company;*
- *Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders No. ....../2025/CRC/BB-DHĐCĐ dated April 26, 2025,*

**RESOLVES:**

**Article 1.** The 2025 Annual General Meeting of Shareholders of Create Capital Vietnam Joint Stock Company Limited approved the following matters:

1. Approval of the Board of Directors' Report No. 01/2025/CRC/BC-HĐQT-DHĐCĐ on the 2024 operational results and the operational plan and orientation for 2025.
2. Approval of the Board of Management's Report No. 01/2025/CRC/BC-TGD-DHĐCĐ on the 2024 business performance and the operational plan and orientation for 2025.
3. Approval of the Supervisory Board's Report No. 01/2025/CRC/BC-BKS-DHĐCĐ.
4. Approval of the Proposal on the 2025 business plan (Proposal No. 01/2025/CRC/TT-DHĐCĐ).
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14. Approval of authorization for the Board of Directors to carry out certain tasks on behalf of the General Meeting of Shareholders between the 2025–2026 sessions (Proposal No. 11/2025/CRC/TTr-DHĐCĐ).

### **Article 2. Implementation Responsibilities**

The Board of Directors, the Board of Management of the Company, and all relevant individuals and departments shall be responsible for implementing this Resolution.

### **Article 3. Effectiveness of Enforcement**

This Resolution takes effect from the date of signing./.

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

**Chairman of the Board of Directors**

***Recipients:***

- Shareholders;
- Members of the  
BOD, Board of  
Management,  
Supervisory Board;
- Filed: Admin. and  
HR Department.

**Mai Anh Tam**

*Hanoi, date 26 month 04 year 2025*

**REGULATIONS ON OPERATIONS AND VOTING AT THE  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
CREATE CAPITAL VIETNAM JOINT STOCK COMPANY LIMITED**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter of Create Capital Vietnam Joint Stock Company Limited,*

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1: Scope and applicable subjects**

1. These Regulations apply to the organization of the Annual General Meeting of Shareholders (hereinafter referred to as the “**General Meeting**” or “**AGM**”) of Create Capital Vietnam Joint Stock Company Limited (hereinafter referred to as the “**Company**”).
2. These Regulations specifically stipulate the rights and obligations of shareholders, authorized representatives attending the meeting, and other participants, as well as the conditions and procedures for conducting the General Meeting.
3. Shareholders, authorized representatives, and all participants are responsible for complying with the provisions of these Regulations.

**Article 2: Purposes**

These Regulations are intended to ensure that the General Meeting is conducted in accordance with proper procedures and legal regulations; to guarantee that the Meeting is carried out in an orderly, safe, and timely manner in line with the approved agenda; and to ensure that shareholders can exercise their legitimate rights and interests in a democratic, equal, and united manner, reflecting the will of the majority of attendees for the benefit of shareholders and to support the sustainable development of the Company.

**Article 3. Meeting Agenda**

1. The agenda of the General Meeting of Shareholders shall be published on the Company's website in accordance with legal regulations.



2. A shareholder or group of shareholders holding 5% or more of the total number of voting common shares has the right to propose items to be included in the meeting agenda. Proposals must be made in writing and sent to the Company no later than 3 working days before the opening date of the General Meeting. The proposal must clearly state: the name of the shareholder, the quantity of each type of share held by the shareholder/group of shareholders, shareholder code, and the proposed issue to be included in the agenda.

The Board of Directors shall accept and include the proposal in the tentative agenda and meeting content, unless the proposal is submitted past the deadline, is incomplete or inaccurate, or the proposed issue is not within the authority of the General Meeting of Shareholders.

## **CHAPTER II**

### **RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN GENERAL MEETING**

#### **Article 4: Obligations**

1. Dress appropriately and respectfully;
2. Present valid personal identification, invitation letter, and power of attorney (if applicable) at the shareholder verification desk;
3. Maintain order and refrain from causing disruption or disorder during the Meeting;
4. Sit in the designated seat or area as arranged by the Organizing Committee, and strictly comply with the seating arrangements;
5. Fully comply with the direction of the Chairperson and only speak when permitted by the Chairperson;
6. Audio or video recording of the Meeting must be publicly declared and approved by the Chairperson.

#### **Article 5: Rights of Shareholders**

1. Shareholders of the Company have the right to directly attend the General Meeting or authorize another person to attend by using a Power of Attorney.
2. Shareholders may express opinions, contribute ideas, and vote on matters within the agenda and under the authority of the General Meeting, in accordance with the law and the Company's Charter.
3. Shareholders or shareholder representatives arriving late may still register and gain the right to vote immediately after registration. The Chairperson of the Meeting is

not obligated to pause the Meeting for late registration, and the validity of voting sessions already conducted shall not be affected.

4. Shareholders shall be publicly informed by the Organizing Committee about the agenda of the General Meeting in accordance with legal regulations and the Company's Charter.
5. Shareholders shall receive materials related to the contents of the Meeting and voting ballots after completing registration with the Shareholder Eligibility Verification Committee.

#### **Article 6: Rights and obligations of the Chairperson of the General Meeting**

1. The Chairperson of the Meeting is the Chairman of the Board of Directors or an authorized member of the Board of Directors, acting as the presiding officer of the General Meeting of Shareholders.
2. The Chairperson has the authority to conduct the Meeting in an orderly and lawful manner, following the approved agenda.
3. In the event of issues arising outside the official agenda, the Chairperson shall consult with other members of the Organizing Committee (before the Meeting begins) or with the Presidium (during the Meeting) to determine a resolution. However, in the case of differing opinions, the opinion supported by the Chairperson shall be decisive.
4. The Chairperson has the authority to take necessary measures to ensure the Meeting proceeds in a reasonable, orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.
5. The Chairperson has the right to postpone the Meeting, even if a quorum has been met, to a later time and at a venue of their choosing without needing the approval of the General Meeting, if it is determined that:
  - The venue does not have adequate seating for all participants;
  - Any attendee engages in disruptive behavior that could jeopardize the fairness and legality of the Meeting;
  - Communication facilities at the venue do not adequately support shareholder participation in discussions and voting.
  - The postponement period must not exceed three working days from the originally scheduled date of the Meeting.

## **Article 7. Rights and obligations of the Shareholder Eligibility Verification Committee**

1. The Shareholder Eligibility Verification Committee is established by the Organizing Committee of the General Meeting and has the following functions and responsibilities:
  - a) Verify the eligibility of shareholders or authorized representatives attending the Meeting: Request shareholders or their representatives to present personal identification documents, the meeting invitation, and the power of attorney (for authorized representatives).
  - b) Distribute to shareholders and authorized representatives: voting cards, ballots, and other related materials.
  - c) Announce to the General Meeting the results of the eligibility verification at the following times:
    - + Before the opening of the General Meeting;
    - + Before each voting session of the General Meeting if there is a change in the number of registered shareholders (e.g., late arrivals).
2. The Shareholder Eligibility Verification Committee has the right to establish a supporting unit to assist in fulfilling its duties.

## **Article 8. Vote Counting Committee**

1. The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting through voting. The Committee is responsible for:
  - a) Explaining the voting procedures and principles;
  - b) Reviewing and reporting to the General Meeting on any violations of voting procedures or any complaints regarding voting results;
  - c) Organizing the vote counting process;
  - d) Monitoring and supervising the voting activities of shareholders and their representatives;
  - e) Determining and announcing the voting results on matters approved by the General Meeting;
  - f) Handing over the vote counting results to the Secretary of the Meeting.;
  - g) Delivering the voting results to the Secretary of the General Meeting.
2. The Vote Counting Committee has the right to establish a supporting unit to assist in fulfilling its duties.

3. The Vote Counting Committee is responsible for the accuracy and integrity of the announced vote counting results.
4. Principles of voting and vote counting:
  - a) The Vote Counting Committee shall inspect the ballot box in the presence of shareholders.
  - b) Voting shall begin once the distribution of ballots has been completed and shall end when the last shareholder casts their vote into the ballot box.
  - c) Vote counting must be conducted immediately after the voting concludes.
  - d) The vote counting results shall be documented in writing and announced to the General Meeting by the Head of the Vote Counting Committee.

#### **Article 9. Secretary of the General Meeting**

1. Assisting the Chairperson and the General Meeting is the Secretary of the Meeting, who is nominated by the Chairperson.
2. The Secretary has the following duties:
  - a) Accurately and fully record the contents of the General Meeting;
  - b) Assist the Chairperson in announcing documents, conclusions, or notices to shareholders when requested;
  - c) Be responsible to the Chairperson and the General Meeting of Shareholders for their duties; accurately and fully record the entire proceedings of the Meeting and all matters approved by shareholders, including any issues reserved during the Meeting; receive written comments from shareholders; prepare the minutes of the General Meeting and the Resolution on matters approved at the Meeting.

### **CHAPTER III**

### **ORGANIZATION**

#### **Article 10: Conditions for the General Meeting**

The General Meeting shall be conducted when shareholders or authorized representatives attending the Meeting represent more than 50% of the total voting shares, based on the shareholder list finalized at the record date. If, after 60 minutes from the scheduled start time stated in the meeting agenda sent to shareholders, the number of registered attendees still does not represent more than 50% of the total voting shares according to the finalized shareholder list, the meeting shall be deemed not to meet the conditions to proceed.

#### **Article 11: Conducting the General Meeting**

1. The General Meeting shall elect the Vote Counting Committee, approve the meeting agenda, approve the Regulations of the 2024 Annual General Meeting of Shareholders, and elect the Chairperson of the meeting (if applicable) based on the majority vote principle.
2. The General Meeting shall proceed in accordance with the approved order and content of the agenda.
3. The General Meeting shall conduct discussions and vote on the proposed matters;

#### **Article 12. Voting on the items**

1. Opinions of shareholders or shareholder representatives at the General Meeting, except for the election of members to the Board of Directors and the Supervisory Board, shall be openly discussed and voted upon by marking only one of the following boxes on the voting ballot for each issue: Agree / Disagree / No opinion.
2. Resolutions of the General Meeting related to types of shares and the total number of shares of each type, changes to business lines, restructuring of the company's management structure, reorganization or dissolution of the enterprise, or decisions on investment projects or asset sales with a value equal to or greater than 35% of the company's total assets as stated in the latest audited financial statements shall be passed when approved by shareholders representing at least 65% of the total voting shares of all shareholders present and voting at the meeting.
3. Other matters shall be approved when shareholders representing more than 50% of the total voting shares of all shareholders present and voting at the meeting vote in favor.

#### **Article 13: Discussion in the General Meeting**

1. Principles:
  - a) Shareholders may only provide opinions during the discussion session of the General Meeting.
  - b) Shareholders must raise their hand to request permission from the Chairperson and may only speak after being granted permission. Only one shareholder may speak at a time.
  - c) If multiple shareholders wish to speak at the same time, the Chairperson will invite them to speak in turn.
  - d) The Chairperson has the right to interrupt any statement if deemed necessary.
  - e) All comments will be gathered and addressed in order.

2. Shareholder comments and discussions must meet the following conditions:
  - a. Be concise and focused on key topics relevant to the approved agenda of the General Meeting.
  - b. Avoid repeating previously discussed issues.
  - c. Must not violate the law, relate to personal matters, or exceed the authority of the enterprise.

#### **Article 14: Documentation and Resolutions at General Meeting**

The contents of the General Meeting must be recorded by the Secretary in the Minutes of the Meeting. The Minutes and the Resolution of the General Meeting shall be read aloud and approved by a show-of-hands vote using the voting cards before the conclusion of the meeting.

### **CHAPTER IV. ENFORCEMENT PROVISIONS**

#### **Article 15: Effectiveness of the Regulation**

1. These Regulations consist of IV Chapters and 15 Articles and shall take effect immediately after being approved by the General Meeting of Shareholders through voting.
2. These Regulations may be amended from time to time based on proposals by the Company's Board of Directors and must be approved by the General Meeting of Shareholders through voting.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**  
*(Signed)*

**Mai Anh Tam**

**REPORT OF THE BOARD OF DIRECTORS ON  
THE BUSINESS PERFORMANCE IN 2024,  
PLANS AND ORIENTATION FOR 2025**

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

The Board of Directors of Create Capital Vietnam Joint Stock Company Limited hereby reports to the AGM on the implementation of the Resolution of the Annual General Meeting of Shareholders 2024, the business performance in 2025, and the Board of Directors' plan for 2025 as follows:

**I. Implementation results of the Resolution of the Annual General Meeting of Shareholders 2024**

**1. Business performance 2024**

**Table 1: Business performance 2024 - Consolidation**

<b>Targets</b>	<b>Unit</b>	<b>Plan 2024</b>	<b>Performance 2024</b>	<b>% Performance 2024/ Plan 2024</b>
1. Net revenue	Billion dong	780	464,7	59,6%
2. Profit before tax	Billion dong	61,3	66,98	109,2%
3. Profit after tax	Billion dong	56	66,1	118%

**Table 2: Business performance 2024 - Parent company**

<b>Targets</b>	<b>Unit</b>	<b>Plan 2024</b>	<b>Performance 2024</b>	<b>% Performance 2024/ Plan 2024</b>
1. Net revenue	Billion dong	480	298,6	62,2%
2. Profit before tax	Billion dong	31,8	27,9	87,7%
3. Profit after tax	Billion dong	26,5	27	101,9%

In 2024, the global situation remained complex and unpredictable, with numerous risks and uncertainties. Military conflicts continued to escalate, strategic competition among major powers intensified, many countries reinforced trade protection policies, public debt and budget deficits increased, and some major economies experienced

downturns. Additionally, disruptions in global supply chains impacted global peace, stability, and economic growth.

During the year, the Company successfully completed a public offering of shares to increase its charter capital to VND 600,000,000,000 (Six hundred billion Vietnamese dong). Furthermore, the Company completed the merger of CRC Solar Cell solar panel factory by acquiring 85.71% of the charter capital of CRC Solar Cell Joint Stock Company, (project owner of the factory).

Although the revenue growth rate only reached 59,6% Consolidation, 62,2% Parent company as planned and approved by the General Meeting of Shareholders, the Board of Directors took measures to control costs and adjust business strategies, ensuring that the profit target was still achieved.

## **2. Implementation of other tasks:**

**- Selection of an Auditing Firm:** Under the authorization of the General Meeting of Shareholders, the Board of Directors selected an auditing firm to review the financial statements for the accounting period ending on June 30, 2024, and to audit the financial statements for the fiscal year ending on December 31, 2024. The selected firm was AFC Vietnam Auditing Co., Ltd., in accordance with Contract No. 041/2024/HDKT-AFCVN.HT dated July 15, 2024. This information has been publicly disclosed on the Company's website and the Ho Chi Minh City Stock Exchange.

### **- Implementation of Projects:**

+ "CRC Solar Panel Manufacturing Factory" Project in Da Nang City: The Company is still in the process of completing legal documents to continue project implementation. The progress has been hindered by issues related to the planning of electricity and water supply for projects in the Danang High-Tech Park.

+ "Create Capital Vietnam Solar Battery Factory" Project in Yen Bai Province: Due to a shift in the Company's business strategy and investment advantages in Yen Bai Province, the Company has decided to change the investment purpose from the "Create Capital Vietnam Solar Battery Factory" Project to the "CRC Premier Granite Porcelain Tile Factory" Project. Details of this investment adjustment will be presented at the General Meeting for approval in a separate proposal.

**- Change in Business sectors:** Due to the Company's development strategy and the need for further research on regulations regarding foreign ownership limits, the Company has not yet completed the process of modifying its business sectors with the relevant state authorities in 2024. At this General Meeting, the Board of Directors respectfully requests shareholders and shareholder representatives to vote on the business sector modification to ensure compliance with legal regulations and alignment with the Company's production and business strategy.

**- Private Placement of Shares to Increase Charter Capital:** The Annual General Meeting of Shareholders 2024 approved the Private Share Placement Plan to increase charter capital. However, due to extended document preparation, this plan no longer aligns with the Company's development strategy. Therefore, the Board of Directors has decided



to cancel and not proceed with the private share placement plan previously approved by the Annual General Meeting of Shareholders 2024. Details of the cancellation will be presented at the General Meeting for approval in a separate proposal.

## **II. Activities of the Board of Directors**

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

The Annual General Meeting of Shareholders 2024 approved the election of the Board of Directors for the 2024-2029 term, including: Mr. Mai Anh Tam, Ms. Duong Thi Huyen, Mr. Le Thanh Nhan, Mr. Hoang Trung Kien, Mr. Pham Van Truong.

In exercising its rights and obligations, on June 26, 2024, the Board of Directors convened a meeting and elected Mr. Mai Anh Tam as Chairman of the Board of Directors for the 2024-2029 term.

Thus, the Board of Directors for the 2024-2029 term consists of five members, with Mr. Mai Anh Tam serving as Chairman of the Board of Directors, specifically as follows:

<b>No.</b>	<b>Full name</b>	<b>Position</b>	<b>Remark</b>
1	Mai Anh Tam	Chairman of BOD	
2	Duong Thi Huyen	Member of BOD	
3	Hoang Trung Kien	Member of BOD	
4	Pham Van Truong	Member of BOD	
5	Le Thanh Nhan	Member of BOD	Independent member of BOD

### **2. Activities of the Board of Directors in 2024 in accordance with the Law on Enterprises and the Company's Charter**

In 2024, the Board of Directors diligently and seriously carried out corporate governance, brand development, investor relations, human resources strategy, and other responsibilities within the scope of its authority and duties as stipulated in the Company's Charter and applicable laws.

The Board of Directors assigned specific tasks to its members and strengthened the advisory role of management personnel. Board members made significant efforts to fulfill their responsibilities, acting in the best interest of shareholders while ensuring a harmonious balance with the interests of the Company and its stakeholders.

- ***Board of Directors' Meetings***

In 2024, the Board of Directors held 13 meetings, with full attendance from all board members. Each meeting was well-prepared, ensuring compliance with proper procedures and regulations. Throughout the year, the Board issued 13 Resolutions, which were disclosed in the Company's 2024 Corporate Governance Report.

- ***Supervision of the Board of Management***

In 2024, the Board of Directors actively monitored and provided timely direction to the Executive Board, ensuring compliance with the Law on Enterprises and the Company's Charter:

- The Board regularly supervised the activities of the Executive Board through direct board meetings, weekly/monthly executive meetings, and periodic operational reports;
- The Board conducted direct working sessions on necessary matters, assigning specific tasks to the Executive Board for implementation.
- The Board ensured that all activities of the Executive Board complied with legal regulations, the resolutions of the General Meeting of Shareholders, and the decisions of the Board of Directors.

### **3. Remuneration, Operating Expenses, and Other Benefits of the Board of Directors**

In 2024, the Company paid a total of VND 60,000,000 (sixty million Vietnamese dong) as remuneration for the Board of Directors for the year 2023. This payment was made in accordance with Resolution No. 1506/2024/CRC/NQ-DHĐCĐ, issued by the Annual General Meeting of Shareholders 2024 on June 15, 2024.

### **4. Transactions Between the Company and Related Parties**

The approval process and procedures for transactions between the Company and related parties were carried out in full compliance with the Law on Enterprises, the Securities Law, and the Company's Internal Governance Regulations. All transactions between the Company and related parties have been disclosed in the 2024 Corporate Governance Report.

### **5. Activities of the Independent Board Member and Their Evaluation of the Board of Directors' Performance**

#### ***a) Activities of the Independent Board Member***

The Board of Directors includes one independent board member, Mr. Le Thanh Nhan. With professional expertise and extensive experience in the Company's core business sectors, the independent board member has made significant contributions to the Board's decision-making processes. In 2024, the independent board member actively participated in all Board decisions and matters within its jurisdiction, ensuring transparency, conflict-of-interest control, and protection of the interests of the Company and its shareholders.

#### ***b) Evaluation of the Board of Directors' Performance by the Independent Board Member***

In 2024, the Board of Directors adopted flexible strategies to adapt to changes in the business landscape, given the negative macroeconomic conditions. The Board's timely strategic directions for the Company and its subsidiaries ensured that the Company stayed on course with the business objectives and strategic direction approved by the Annual General Meeting of Shareholders 2024, despite economic challenges.

The Board of Directors promptly approved and issued resolutions within its authority to adjust corporate governance and business operations as needed. It also provided timely guidance and maintained strict oversight of the Executive Board, ensuring the effective implementation of the Company's goals, strategies, and business plans.

#### **Plans of the Board of Directors in 2025:**

##### **(i) Business plan 2025:**

<b>Targets</b>	<b>Unit</b>	<b>Plan of Parent company</b>	<b>Plan of Consolidation</b>
Revenue	Billion dong	600	1.000
Profit after tax	Billion dong	45	87

(ii) Other plans:

- Expand investment in the production of Granite Porcelain tiles through the CRC Premier Granite Porcelain Tile Factory Project at Minh Quan Industrial Park, Yen Bai Province (adjusted from the original solar panel manufacturing plant project).

- Continue investing in the Solar Panel Manufacturing Plant Project at the High-Tech Park in Da Nang to produce photovoltaic cells.

- Maintain revenue streams from the agriculture, construction materials, and solar power sectors, while remaining agile in investment activities to respond to market trends and ensure efficient capital utilization.

- Strengthen, consolidate, and develop the Company's brand.

- Enhance risk management, ensure financial security, and strengthen cost control measures to optimize operational efficiency.

- Ensure the Board of Directors operates in full compliance with legal regulations, upholding majority rule, honesty, and prudence, to effectively implement resolutions of the General Meeting of Shareholders and provide timely reports as required.

The Board of Directors hereby presents this report on 2024 activities, along with the 2025 business plan and strategic direction, for review and approval by the Annual General Meeting of Shareholders.

***Respectfully submitted for consideration and approval!***

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

*(Signed)*

**Mai Anh Tam**

**REPORTS OF THE BOARD OF MANAGEMENT  
ON THE BUSINESS PERFORMANCE 2024,  
PLANS AND ORIENTATION 2025**

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

Board of Management Create Capital Vietnam Joint Stock Company Limited would like to report to the General Meeting on the Company's business activities in 2024 and operational orientation for 2025.

**I. Business Performance of the Company.**

**1.1. Summary of Key Performance Indicators Achieved in 2024 (Based on the 2024 Audited Consolidated Financial Statements)**

*Unit: Million dong*

<b>Targets</b>	<b>2023</b>	<b>2024</b>	<b>% of increase &amp; decrease</b>
Total value of assets	647.983	1.214.924	87,5%
Net revenue	354.308	464.663	31,1%
Profit before tax	30.323	66.977	120,9%
Profit after tax	29.453	66.090	124,4%

**1.2. Business performance of key segments:**

❖ Revenue structure:

*Unit: Million dong*

<b>Net Revenue (NR)</b>	<b>2023</b>		<b>2024</b>	
	<b>Value</b>	<b>%/NR</b>	<b>Value</b>	<b>%/ NR</b>
1. Revenue of Good sales	<b>297.425</b>	<b>83,9%</b>	<b>334.154</b>	<b>71,9%</b>
a. Agricultural Products	128.386	36,2%	175.761	37,8%
b. Construction materials	134.765	38%	113.940	24,5%
c. Battery/inverter	34.013	9%	44.452	9,5%
d. Machine, equipment	260	0,07%	0	0
2. Revenue from Real Estate	<b>0</b>	<b>0</b>	<b>22.200</b>	<b>4,8%</b>
3. Revenue from Service Provision	<b>56.883</b>	<b>16%</b>	<b>108.308</b>	<b>23,3%</b>
<b>Total</b>	<b>354.308</b>	<b>100%</b>	<b>464.663</b>	<b>100%</b>

❖ Consolidated Profit Structure:

❖ Unit: Million dong

Consolidated Profit (CP)	2023		2024	
	Value	%/CP	Value	%CP
1. Consolidated profit from goods sales	11.676	23,3%	19.154	26,4%
a. Agricultural Products	5.777	11,5%	6.564	9%
b. Construction materials	4.462	8,9%	5.217	7,19%
c. Battery/inverter	1.313	2,6%	7.373	10,16%
d. Machine, equipment	124	0,25%		
2. Consolidated profit from Real Estate	0	0	200	0,28%
3. Service Provision vụ	38.358	76,6%	53.229	73,3%
<b>Total</b>	<b>50.034</b>	<b>100%</b>	<b>72.583</b>	<b>100%</b>

### 1.3. Financial Situation

- The Company's total consolidated assets as of December 31, 2024, were recorded at 1.214 billion VND, an increase of 87,5% compared to December 31, 2023.

- The Company's total liabilities as of December 31, 2024, stood at 394,4 billion VND, increasing/decreasing by 60,6% compared to the same period in 2023, specifically:

+ Short-term debt: 257.8 billion.

+ Long-term debt: 136.6 billion.

(due to outstanding debt of Solar Power Projects and Solar Battery Plant Projects of Subsidiaries).

- The management of liabilities and due payments has been well-executed. No overdue debts arose during the year.

- The preparation, auditing, and disclosure of quarterly and annual financial statements were conducted in compliance with legal regulations for listed companies.

### 1.4. Private Share Offering

According to the 2024 Annual General Meeting of Shareholders' Resolution, the Company approved a plan for private share issuance to increase charter capital. However, due to prolonged document preparation, the plan no longer aligns with the Company's development direction and is currently not being implemented.

### 1.5. Other activities

- Human resources management and employee benefits have been timely executed, meeting work requirements. Employees are guaranteed stable jobs and relatively high incomes compared to industry peers. Unions and internal organizations are supported in their activities, contributing to improving employees' well-being and strengthening teamwork. Internal training programs have been conducted to enhance professional skills and job performance for staff.

- Risk management and internal control activities have been strengthened to improve business efficiency, assess, and address potential risks arising during operations.
- Corporate communications have been reinforced, ensuring timely disclosure of information in compliance with legal regulations and transparency requirements in corporate governance.

## **II. Business Plan for 2025**

### **1. Business Operation Orientation for 2025**

- Strengthen capital management to enhance capital efficiency. Based on the 2025 business results approved by the General Meeting of Shareholders, assign revenue, profit, and other targets to each subsidiary and department.
- Maintain and operate ongoing projects effectively to ensure strong profitability, specifically:
  - + Rooftop solar power projects: maintain good operation of rooftop solar power projects, increase capacity to ensure electricity revenue according to the set plan.
  - + Production and processing of solar panels: increase production, processing, improve product quality, develop sales, after-sales, develop and improve installation systems and installation instructions.
  - + Agricultural projects: boost revenue, ensure product quality, promote products widely to distributors and consumers.
- Develop the CRC product brand into a reputable and strong brand in both domestic and international markets.
- Focus on training and improving professional expertise for employees. Encourage staff to participate in training courses to enhance their skills and meet job requirements.

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

- Maintain and expand the customer network to achieve revenue targets.
- Implement reasonable cost control measures.
- Strengthen management and supervision of projects and subsidiaries.
- Ensure transparent and effective corporate governance to protect the interests of shareholders and stakeholders.

This report summarizes the Board of Management's activities in 2024 and outlines the strategic business plan for 2025.

***Respectfully submitted to the General Meeting of Shareholders for review and approval!***

**ON BEHALF OF BOARD OF MANAGEMENT  
GENERAL DIRECTOR  
(Signed)**

**Duong Thi Huyen**

## **REPORT OF THE SUPERVISORY BOARD**

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

- Pursuant to the functions and duties of the Supervisory Board as stipulated in the Charter of Create Capital Vietnam Joint Stock Company Limited;
- Pursuant to Resolution No. 1506/2024/CRC/NQ-ĐHĐCĐ dated June 15, 2024, of the 2024 Annual General Meeting of Shareholders of Create Capital Vietnam Joint Stock Company Limited;
- Pursuant to the business performance results of Create Capital Vietnam Joint Stock Company Limited in 2024;
- Pursuant to the 2024 audited financial statements of Create Capital Vietnam Joint Stock Company Limited;
- Pursuant to the Supervisory Board's operational regulations,

The Supervisory Board hereby submits this report to the 2025 Annual General Meeting of Shareholders, presenting the results of its activities in 2024 and outlining the plans and directions for 2025 as follows:

### **I. Supervisory Board's Activities in 2024**

#### **1. Composition of the Supervisory Board for the 2024-2029 Term**

The 2024 Annual General Meeting of Shareholders approved the election of the Supervisory Board members for the 2024-2029 term, including:

No.	Full name	Position
1	Phạm Thị Huế	Head of the Supervisory Board
2	Hà Thị Hiến	Member of the Supervisory Board
3	Ngô Thị Thu Giang	Member of the Supervisory Board

#### **2. Activities of the Supervisory Board in 2024**

Over the past year, the Supervisory Board proactively fulfilled its responsibilities on behalf of shareholders, overseeing all business activities, governance, and management of the Company in accordance with the Law and the Company's Charter. Specific activities

included:

- Monitoring the implementation of resolutions issued by the General Meeting of Shareholders (GMS) and the Board of Directors (BOD) in 2024.
- Reviewing and verifying financial reports to assess the accuracy and reasonableness of financial data, ensuring compliance with current Vietnamese accounting standards and regulations.
- Supervising the Company's information disclosure in accordance with legal requirements;
- Examining and verifying transactions between the Company and related parties.

In 2024, the Supervisory Board held four official meetings. In addition to these formal meetings, members frequently engaged in discussions to complete their assigned duties. Furthermore, Supervisory Board members actively participated in all Board of Directors and Executive Board meetings, ensuring the fulfillment of their responsibilities and authority.

## **II. Remuneration, Operating Expenses, and Other Benefits of the Supervisory Board**

The Supervisory Board's remuneration expenses for 2023, paid in 2024, amounted to VND 18 million, in accordance with the resolution of the 2024 Annual General Meeting of Shareholders. The detailed remuneration for each Supervisory Board member is disclosed in the 2024 audited financial statements of the Parent Company.

## **III. Supervisory Board's Oversight of the Board of Directors and the Board of Management**

### **1. Oversight of the Board of Directors (BOD)**

- In 2024, the BOD held regular and extraordinary meetings in compliance with the Law on Enterprises and the Company's Charter. All meetings convened by the BOD had full attendance from BOD members and Supervisory Board members;
- The meetings focused on executing the resolutions of the General Meeting of Shareholders (GMS) and implementing the Company's development strategies. Meeting materials were adequately prepared, and meeting times and venues complied with legal and internal corporate regulations.
- The BOD operated within its functions and responsibilities, aligning with the Law on Enterprises and the Company's Charter;
- The BOD provided dynamic, breakthrough-oriented leadership, accurately forecasting market conditions and adopting cautious and effective management measures to meet governance requirements and corporate development strategies.

### **2. Oversight of the Board of Management**

- In 2024, the Board of Management implemented various solutions, executed action programs, and mobilized resources to optimize business processes, expand market share, and enhance operational efficiency while maintaining sustainable growth.
- The Executive Board promptly executed BOD resolutions;



- The Executive Board operated in compliance with its functions, responsibilities, and regulations, aligning with the Law on Enterprises and the Company's organizational and operational charter;
- The Executive Board maintained a regular schedule of weekly and monthly meetings, as well as extraordinary meetings to address emerging issues. These meetings focused on solving operational and managerial challenges efficiently;
- The internal control system operated continuously across the Parent Company and its subsidiaries, helping mitigate potential risks and ensuring corporate stability.

### **3. Oversight Report on the Coordination between the Supervisory Board, Board of Directors, and Board of Management**

During the execution of its duties, the Supervisory Board received full support from the Board of Directors, the Board of Management, and other management departments, enabling it to fulfill its responsibilities effectively. In 2024, the Supervisory Board did not receive any shareholder requests requiring special audits of the Company's investment and business activities.

## **IV. Oversight of the Company's Financial Activities**

- The Company's financial activities in 2024 were transparent and fully compliant with legal regulations and the Company's organizational charter.
- Cash flow, capital, and asset management processes ensured maximum security and minimized risks for the Company.
- The financial reports accurately reflected the Company's financial position in a transparent, fair, and reasonable manner.
- All financial reports were prepared and disclosed periodically in accordance with the information disclosure requirements for a publicly listed company.

## **V. Conclusion and Recommendations**

### **1. Conclusion**

- The Board of Directors and the Board of Management have effectively managed the Company in compliance with legal regulations, the Company's Charter, and the resolutions of the General Meeting of Shareholders (GMS).
- The Supervisory Board agrees with the reports and financial figures presented by the Board of Directors and the Board of Management at the 2025 Annual General Meeting of Shareholders.

### **2. Recommendations**

As the Company continues to grow rapidly in scale and adapt to technological advancements, the Supervisory Board proposes the following recommendations to enhance competitiveness and business efficiency:

- Focus on workforce training to improve employees' expertise and attract, retain, and compensate top talent in alignment with the Company's growth;

- The Board of Directors and Board of Management should exercise caution when evaluating future investment projects to ensure investment efficiency and capital security;
- Continuously optimize work processes to enhance business operations;
- Improve product and service quality while strengthening market forecasting efforts to mitigate business risks.

Above is the report on the Supervisory Board's performance in 2024.

*Respectfully submitted to the General Meeting of Shareholders for review and approval!*

**ON BEHALF OF SUPERVISORY BOARD  
HEAD OF THE BOARD  
(Signed)**

**Pham Thi Hue**

No.: 01/2025/CRC/TTr-DHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the 2025 Business Plan*

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

- *Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Based on the actual business situation,*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2025 business plan of the Company, with the following key financial targets:

**1. Approval Key Financial Targets for 2025 Financial Statements**

<b>Targets</b>	<b>Unit</b>	<b>Parent Company's Plan</b>	<b>Consolidated Plan</b>
Revenue	Billion dong	600	1.000
Profit after tax	Billion dong	45	87

2. Approving the cancellation of the private share offering plan to increase charter capital as stated in Proposal No. 08/2024/TT-DHĐCĐ according to Resolution No. 1506/2024/CRC/NQ-DHĐCĐ approved by the 2024 Annual General Meeting of Shareholders on June 15, 2024 due to the prolonged preparation of documents, the plan and time of capital use are no longer suitable for the Company's development orientation at the present time.

*Respectfully submitted to the General Meeting of Shareholders for review and approval!*

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN  
(Signed)**

**Mai Anh Tam**

**PROPOSAL**

*Re: Approval of the Audited Financial Statements for 2024*

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

- *Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Based on the audited separate and consolidated financial statements for 2024 of Create Capital Vietnam Joint Stock Company Limited,*

The Board of Directors of Create Capital Vietnam Joint Stock Company Limited respectfully submits to the General Meeting of Shareholders for approval the content of the audited separate and consolidated financial statements for 2024, audited by AFC Vietnam Audit Company Limited.

The full version of the separate and consolidated financial statements for 2024 has been fully published on the Company's website: [www.createcapital.vn](http://www.createcapital.vn), under the "CRC Shareholder Relations" section.

***Respectfully submitted to the General Meeting of Shareholders for review and approval!***

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN  
(Signed)**

**Mai Anh Tam**

No.: 03/2025/CRC/TTr-ĐHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the audit firm selection plan for 2025*

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

- *Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on April 17, 2020;*
- *Pursuant to Decision No. 2559/QĐ-BTC dated November 20, 2024, of the Ministry of Finance regarding the approval for auditing firms and practicing auditors to audit public interest entities in 2025;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*

The Board of Directors of Create Capital Vietnam Joint Stock Company Limited hereby submits to the General Meeting of Shareholders for approval of the selection of an independent audit firm for the Company's 2025 financial statements as follows:

**Conditions for selecting an audit firm:**

- Must be a reputable independent audit firm approved to audit listed companies in accordance with securities laws;
- Must have an audit team with integrity, high ethical standards, extensive expertise, and experience to ensure the quality of financial statement audits;
- Must offer reasonable audit fees in line with the scope, content, and schedule of the audit required by the Company.

The General Meeting of Shareholders authorizes the Board of Directors to decide on the selection of an audit firm that meets the above criteria and assigns the General Director to sign the audit service contract with the selected audit firm for reviewing and auditing the Company's 2025 financial statements.

***Respectfully submitted to the General Meeting of Shareholders for review and approval!***

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN  
(Signed)**

**Mai Anh Tam**

No.: 04/2025/CRC/TTr-ĐHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the Profit Distribution Plan for 2024 and Remuneration  
for the Board of Directors and the Supervisory Board in 2024*

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

- *Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Pursuant to the audited separate and consolidated financial statements for 2024 of Create Capital Vietnam Joint Stock Company Limited,*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the profit distribution plan for 2024 and the remuneration for the Board of Directors and the Supervisory Board in 2024, as follows:

**1. Approval the Plan for the Distribution of After-Tax Profit for 2024:**

No.	Items	Amount (VND)
1	After-Tax Profit of the Parent Company for 2024	27.012.196.916
2	Appropriation to Funds	0
2.1	<i>Development Investment Fund</i>	0
2.2	<i>Bonus and Welfare Fund</i>	0
3	Remuneration for the Board of Directors (BOD) and the Supervisory Board (SB)	156.000.000
4	Undistributed After-Tax Profit as of the End of the Previous Period	62.916.118.374
5	Cumulative Undistributed After-Tax Profit	89.928.315.290
6	Stock Dividend Payment at a Rate of 15%	84.000.000.000
7	Retained Earnings	5.928.315.290

**Notes:** The details of the 2024 Plan for Dividend Payment in Shares will be presented to the 2025 Annual General Meeting of Shareholders in Proposal No. 06/2025/CRC/TTr-ĐHĐCĐ dated April 26, 2025.

**2. Approval of the remuneration payment for the Board of Directors (BOD) and the Supervisory Board (SB) for 2024 and the remuneration payment plan for 2025:**

**2.1. Remuneration payment plan for the BOD and SB in 2024:**

Total remuneration for the Board of Directors in 2024: VND 120 million (Each BOD member will receive a remuneration of VND 2 million per person per month).

Total remuneration for the Supervisory Board in 2024: VND 36 million (Each SB member will receive a remuneration of VND 1 million per person per month).

**2.2. Remuneration payment plan for the BOD and SB in 2025:**

Total remuneration for the Board of Directors in 2025: VND 120 million per year.

Total remuneration for the Supervisory Board in 2025: VND 36 million per year.

***Respectfully submitted to the General Meeting of Shareholders for review and approval!***

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

*(Signed)*

**Mai Anh Tam**

No.: 05/2025/CRC/TTr-DHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the Registration for Changing the Business Registration Details*

**To: The General Meeting of Shareholders of Create Capital Vietnam  
Joint Stock Company Limited**

Upon reviewing the company's business registration information, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following amendments to the company's business registration details:

**1. Approval the Adjustment of the Company's English Name:**

- Company name in English before the change: CREATE CAPITAL VIETNAM JOINT STOCK COMPANY LIMITED.

- Company name in English after the change: CREATE CAPITAL VIETNAM JOINT STOCK COMPANY.

**2. Approval the Addition, Adjustment, and Amendment of Certain Business Lines of the Company**

**2.1. Addition of Business Lines:**

No.	Name of the Added Business Lines	Code
1	Sản xuất sản phẩm chịu lửa Chi tiết: Sản xuất gạch, ngói chịu lửa	2391
2	Sản xuất vật liệu xây dựng từ đất sét Chi tiết: Sản xuất vật liệu xây dựng bằng gốm sứ không chịu lửa	2392

**2.2. Amendment and Update of Specific Business Lines of the Company, Specifically:**

No.	(Code) Registered Investment and Business Lines Before Adjustment	(Code) Registered Investment and Business Lines After Adjustment
1	(4620) Buôn bán nông, lâm sản nguyên liệu ( trừ gỗ, tre, nứa) và động vật sống	(4620) Buôn bán nông, lâm sản nguyên liệu (trừ gỗ, tre, nứa) và động vật sống



	Chi tiết: Không kinh doanh, chế biến xử lý các động vật hoang dã, quý hiếm bao gồm động vật sống và chế phẩm từ chúng	Chi tiết: Không thực hiện khai thác và kinh doanh rừng tự nhiên (bao gồm khai thác gỗ và sản phẩm, đánh bắt động vật hoang dã quý hiếm, quản lý quỹ gen cây trồng, vật nuôi và vi sinh vật sử dụng trong nông nghiệp)
2	(4661) Buôn bán nhiên liệu, rắn lỏng khí và các sản phẩm liên quan	(4661) Buôn bán nhiên liệu, rắn lỏng khí và các sản phẩm liên quan  Không thực hiện kinh doanh, phân phối đối với các hàng hóa thuộc Danh mục hàng hóa nhà đầu tư nước ngoài, tổ chức kinh tế có vốn đầu tư nước ngoài không được thực hiện quyền xuất khẩu, quyền nhập khẩu, quyền phân phối theo quy định của pháp luật.
3	(4653) Bán buôn máy móc, thiết bị, phụ tùng, máy nông nghiệp	(4653) Bán buôn máy móc, thiết bị, phụ tùng, máy nông nghiệp  Không thực hiện kinh doanh, phân phối đối với các hàng hóa thuộc Danh mục hàng hóa nhà đầu tư nước ngoài, tổ chức kinh tế có vốn đầu tư nước ngoài không được thực hiện quyền xuất khẩu, quyền nhập khẩu, quyền phân phối theo quy định của pháp luật.
4	(6810) Kinh doanh bất động sản, quyền sử dụng đất thuộc chủ sở hữu, chủ sử dụng hoặc đi thuê  Chi tiết: Kinh doanh bất động sản	(6810) Kinh doanh bất động sản, quyền sử dụng đất thuộc chủ sở hữu, chủ sử dụng hoặc đi thuê  Chi tiết: Kinh doanh bất động sản  Không thực hiện Đầu tư xây dựng hạ tầng nghĩa trang, nghĩa địa để chuyển nhượng quyền sử dụng đất gắn với hạ tầng
5	(4659) Bán buôn máy móc, thiết bị và phụ tùng máy khác  Chi tiết: buôn bán máy móc, thiết bị và phụ tùng khai khoáng, xây dựng; Bán buôn máy móc, thiết bị và phụ tùng máy sử dụng cho sản xuất công nghiệp	(4659) Bán buôn máy móc, thiết bị và phụ tùng máy khác  Chi tiết: buôn bán máy móc, thiết bị và phụ tùng khai khoáng, xây dựng; Bán buôn máy móc, thiết bị và phụ tùng máy sử dụng cho sản xuất công nghiệp  Không kinh doanh, phân phối đối với các hàng hóa thuộc Danh mục hàng hóa nhà đầu tư nước ngoài, tổ chức kinh tế có vốn đầu tư nước ngoài không được thực hiện quyền xuất khẩu, quyền

6	(4221) Xây dựng công trình điện (trừ xây dựng và vận hành thủy điện đa mục tiêu và điện hạt nhân)	(4221) Xây dựng công trình điện (Không Xây dựng và vận hành thủy điện đa mục tiêu và điện hạt nhân có ý nghĩa đặc biệt quan trọng về kinh tế - xã hội;)
7	(1040) Sản xuất dầu, mỡ động thực vật Chi tiết: không bao gồm chế biến, sản xuất dầu, mỡ động vật hoang dã quý hiếm, thực vật quý hiếm	(1040) Sản xuất dầu, mỡ động thực vật Chi tiết: không bao gồm khai thác, chế biến, sản xuất dầu, mỡ động vật hoang dã quý hiếm, thực vật quý hiếm
8	(3512) Truyền tải và phân phối điện Chi tiết: hoạt động truyền tải điện và phân phối điện (ngoại trừ hoạt động truyền tải, điều độ hệ thống điện quốc gia)	(3512) Truyền tải và phân phối điện Chi tiết: hoạt động truyền tải điện và phân phối điện ( ngoại trừ: hoạt động truyền tải, điều độ hệ thống điện quốc gia, vận hành thủy điện đa mục tiêu và điện hạt nhân có ý nghĩa đặc biệt quan trọng về kinh tế - xã hội)
9	(2420) Sản xuất kim loại quý và kim loại màu Chi tiết: sản xuất kim loại màu	(2420) Sản xuất kim loại quý và kim loại màu Chi tiết: sản xuất kim loại màu. Không sản xuất, kinh doanh, phân phối kim loại quý và đá quý
10	(4662) Bán buôn kim loại và quặng kim loại - Bán buôn quặng kim loại - Bán buôn sắt thép - Bán buôn kim loại khác Không thực hiện phân phối các sản phẩm hàng hóa mà tổ chức kinh tế có vốn đầu tư nước ngoài không được quyền phân phối theo quy định của pháp luật theo từng thời điểm	(4662) Bán buôn kim loại và quặng kim loại - Bán buôn quặng kim loại - Bán buôn sắt thép - Bán buôn kim loại khác Không thực hiện kinh doanh, phân phối đối với các hàng hóa thuộc Danh mục hàng hóa nhà đầu tư nước ngoài, tổ chức kinh tế có vốn đầu tư nước ngoài không được thực hiện quyền xuất khẩu, quyền nhập khẩu, quyền phân phối theo quy định của pháp luật
11	(5510) Dịch vụ lưu trú ngắn ngày Chi tiết: khách sạn	(5510) Dịch vụ lưu trú ngắn ngày Chi tiết: khách sạn Không Kinh doanh dịch vụ lữ hành, trừ dịch vụ lữ hành quốc tế phục vụ khách du lịch quốc tế đến Việt Nam.
12	(4312) Chuẩn bị mặt bằng (Trừ hoạt động dò mìn, nổ mìn)	(4312) Chuẩn bị mặt bằng (Không kinh doanh dịch vụ, dò mìn, nổ mìn)

13	(4321) Lắp đặt hệ thống điện	(4321) Lắp đặt hệ thống điện Không lắp đặt, vận hành thủy điện đa mục tiêu và điện hạt nhân có ý nghĩa đặc biệt quan trọng về kinh tế - xã hội
14	(4632) Bán buôn thực phẩm Chi tiết: kinh doanh thực phẩm chức năng (chỉ kinh doanh các ngành nghề này, khi cơ quan nhà nước có thẩm quyền cho phép)	(4632) Bán buôn thực phẩm Chi tiết: kinh doanh thực phẩm chức năng (chỉ kinh doanh các ngành nghề này, khi cơ quan nhà nước có thẩm quyền cho phép) Không thực hiện kinh doanh, phân phối đối với các hàng hóa thuộc Danh mục hàng hóa nhà đầu tư nước ngoài, tổ chức kinh tế có vốn đầu tư nước ngoài không được thực hiện quyền xuất khẩu, quyền nhập khẩu, quyền phân phối theo quy định của pháp luật.

### 3. Thông qua việc thay đổi nội dung đăng ký thuế

- Nội dung đăng ký thuế trước khi thay đổi: Kế toán trưởng: Vũ Thị Thủy.
- Nội dung đăng ký thuế sau khi thay đổi: Kế toán trưởng: Nguyễn Thị Thúy Nga.

### 4. Thông qua việc sửa đổi Điều lệ Công ty

Sửa đổi Điều lệ Công ty cổ phần Create Capital Việt Nam tương ứng với việc thay đổi tên Công ty viết bằng tiếng nước ngoài, thay đổi, điều chỉnh ngành, nghề kinh doanh và thay đổi nội dung đăng ký thuế theo mục 1, mục 2 và mục 3 nêu trên.

### 5. Tổ chức thực hiện

Thông qua việc giao và ủy quyền cho Hội đồng quản trị triển khai các công việc liên quan đến thay đổi nội dung đăng ký doanh nghiệp của Công ty, bao gồm nhưng không giới hạn ở các công việc sau:

- Lựa chọn, quyết định thời điểm thích hợp và ban hành quyết định về việc thực hiện thủ tục thay đổi nội dung đăng ký doanh nghiệp đã được Đại hội đồng cổ đông thông qua với cơ quan nhà nước có thẩm quyền phù hợp với tình hình thực tế của Công ty.

- Ký kết các hồ sơ, giấy tờ; thực hiện các thủ tục liên quan đến việc thay đổi nội dung đăng ký doanh nghiệp tại cơ quan Nhà nước có thẩm quyền, bao gồm cả việc điều chỉnh nội dung chi tiết trong phạm vi các nội dung thay đổi, các ngành nghề cũng như chi tiết các mã ngành, nghề đã được Đại hội đồng cổ đông thông qua tại Tờ trình này theo yêu cầu của cơ quan đăng ký kinh doanh, cơ quan nhà nước có thẩm quyền; sửa đổi Điều lệ Công ty phản ánh việc thay đổi nội dung đăng ký doanh nghiệp của Công ty.

details within the scope of the changes, business lines, and the corresponding codes as approved by the General Meeting of Shareholders in this Proposal, as required by the business registration authority. This includes amending the company's Charter to reflect the changes in the company's business registration details.

Perform other tasks related to changing the company's business registration content in accordance with legal regulations.

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

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

*(Signed)*

**Mai Anh Tam**

No.: 06/2025/CRC/TTr-DHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the Share Issuance Plan for Dividends for the Year 2024*

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

- *Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and the relevant amendments and implementation guidelines;*
- *Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and the relevant amendments and supplements, as well as implementation guidelines;*
- *Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of several provisions of the Securities Law;*
- *Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, guiding certain provisions on securities offerings, public purchase offers, share buybacks, public company registration, and the cancellation of public company status;*
- *Pursuant to the Charter of Organization and Operation of Create Capital Vietnam Joint Stock Company Limited,*

In line with the Company's need to expand its production and business activities in the upcoming period, with the aim of increasing benefits for the shareholders, the Board of Directors of Create Capital Vietnam Joint Stock Company Limited respectfully submit to the General Meeting of Shareholders for approval of the Plan for issuing shares to pay dividends in 2024 as follows:

- 1. Issuing organization** : Create Capital Vietnam Joint Stock Company Limited.
- 2. Name of issued shares** : Shares of Create Capital Vietnam Joint Stock Company Limited.
- 3. Stock code** : CRC
- 4. Type of shares** : Common shares.
- 5. Par value** : 10.000 VND/share.
- 6. Current charter capital** : 600.000.000.000 VND
- 7. Number of shares in circulation** : 60.000.000 shares
- 8. Method of issuance** : Issuance of shares to pay dividends.

- 9. Number of shares : 8.400.000 shares.**  
expected to be issued
- 10. Total issuance value at : 84.000.000.000 VND.**  
par value (estimated)
- 11. Issuance target :** Existing shareholders of the Company on the record date to exercise their rights to receive the dividend payment shares.
- 12. Issuance ratio :** **14%**, corresponding to the exercise ratio of 100:14. Based on the record date, existing shareholders will receive 1 right for each share owned, and for every 100 rights, they will receive an additional 14 shares.
- 13. Method for handling fractional shares :** The additional shares issued to shareholders will be rounded down to the nearest whole number. Any fractional shares arising (if any) will be canceled.  
*Example: On the record date, shareholder A owns 155 shares. The number of shares shareholder A will receive is  $(155 \div 100 \times 14) = 21.7$  shares. After rounding down to the nearest whole number, shareholder A will receive 21 shares. The remaining 0.7 shares will be canceled.*
- 14. Transfer of rights :** The right to receive shares from the dividend payment share issuance is non-transferable. Treasury shares (if any) are not eligible to exercise rights.
- 15. Expected issuance time :** Expected in 2025.
- 16. Source of funds :** Retained earnings based on the audited 2024 financial statements.
- 18. Plan for the use of funds from the issuance :** After the issuance is completed, the increased charter capital will be used to supplement the operating capital of the Company.
- 19. Registration and additional listing :** The General Meeting of Shareholders commits to additional listing and registration for all the shares issued after the completion of the issuance, in accordance with current regulations.
- 20. Related restrictions :** Shares issued for dividend payments are not subject to transfer restrictions. Shares under transfer restriction (if any) can still receive shares from the issuance..

We respectfully submit to the General Shareholders' Meeting for approval the delegation/authorization to the Board of Directors of the Company to decide on issues related to the 2024 dividend issuance as follows:

- Decide on and carry out all necessary work and procedures related to implementing and completing the share issuance;
- Supplement, amend, finalize and/or approve/authorize the completion of all documentation for the share issuance plan in accordance with the actual operational needs of the Company, in compliance with legal regulations, ensuring shareholder rights, following the guidelines of state management authorities, and submitting them for approval and implementing share issuance procedures in accordance with regulations;
- Choose the appropriate time for the record date and the time for launching the share issuance;
- Implement changes to the business registration certificate and amend the provisions regarding charter capital and shares in the Company's Articles of Association after the completion of the share issuance according to the newly increased charter capital and report to the General Shareholders' Meeting at the nearest meeting;
- Handle fractional shares from the share issuance;
- Register and list the newly issued shares in accordance with securities and stock market regulations;
- In addition to the above-authorized matters, during the process of implementing the share issuance plan, the General Shareholders' Meeting delegates/authorizes the Board of Directors to proactively supplement, amend, and finalize the issuance plan (including decisions on matters not presented in this proposal) according to the requirements of the state management authorities to ensure the capital increase is carried out legally and in compliance with regulations, safeguarding the rights of shareholders and the Company..

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the Proposal on the Plan for issuing shares to pay dividends in 2024 of Create Capital Vietnam Joint Stock Company with the above contents.

***Respectfully submit for the General Meeting of Shareholders' consideration and approval!***

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

*(Signed)*

**Mai Anh Tam**

No.: 07/2025/CRC/TTr-ĐHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the Plan to Purchase Shares of CRC Solar Cell Joint Stock Company*

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

- *Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Pursuant to the Charter on Organization and Operation of CRC Solar Cell Joint Stock Company;*
- *Based on the actual situation,*

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the plan to purchase shares of CRC Solar Cell Joint Stock Company as follows:

In 2024, CRC Solar Cell Joint Stock Company became a subsidiary of Create Capital Vietnam Joint Stock Company Limited ("CRC"), and CRC's current ownership percentage in CRC Solar Cell Joint Stock Company is 85.71%.

*Some information about CRC Solar Cell Joint Stock Company is as follows:*

- Company Name: CRC Solar Cell Joint Stock Company
- Business Registration Certificate No.: 5400372178, issued by the Department of Planning and Investment of Hoa Binh Province on September 19, 2011, with the 9th amendment on May 10, 2024..
- Headquarters Address: Lot 9, Street No. 1, Luong Son Industrial Park, Hoa Son Commune, Luong Son District, Hoa Binh Province.
- Charter Capital: VND 350,000,000,000 (Three hundred fifty billion VND), equivalent to 35,000,000 shares.
- Par Value: VND 10,000 per share.
- Main Business Area: Manufacture of solar panels and accumulators (main product: manufacture of solar panels).
- CRC Solar Cell Joint Stock Company began operating its solar panel manufacturing plant in 2022, based on Investment Certificate No. 5373525236 issued on January 14,



2020, with the second amendment on December 7, 2021, at plot No. 205, map sheet F48-116-123-c, Luong Son Industrial Park, Hoa Son Commune, Luong Son District, Hoa Binh Province. The plant's design capacity is:

- Manufacture and processing of solar panels with an annual capacity of 300MW, equivalent to 800,000 panels per year.
  - Manufacture and processing of solar cell panels (small panels) used for producing solar panels with an annual capacity of 500MW, equivalent to 100,000,000 products per year.
- Business Performance of the Last 2 Years:

*Unit: Million VND*

<b>Targets</b>	<b>2023</b>	<b>2024</b>
Total Asset Value	549.448	546.194
Net Revenue from Goods Sales and Service Provision	267.804	178.918
Gross Profit from Goods Sales and Service Provision	54.817	29.096
Net Profit from Operating Activities	23.739	12.710
Profit After Tax	21.886	12.654

**Source:** *Independent financial statements for 2023 and audited financial statements for 2024 of CRC Solar Cell JSC of CRC Solar Cell Joint Stock Company*

With the goal of continuing to increase its ownership stake in CRC Solar Cell Joint Stock Company, Create Capital Vietnam Joint Stock Company plans to purchase an additional 4,300,000 shares at a purchase price of VND 10,000 per share, corresponding to a total transfer value of VND 43,000,000,000 (*Forty-three billion VND*).

After completing the share transfer, CRC's ownership stake in CRC Solar Cell Joint Stock Company is expected to be **98%** of the charter capital.

The Board of Directors is authorized to:

- Select and decide the appropriate timing for the share transfer based on the company's actual situation.
- Sign all documents related to the share transfer.
- Perform other tasks related to the share transfer from shareholders of CRC Solar Cell Joint Stock Company in compliance with legal regulations.

***Respectfully submitted for consideration and approval by the General Meeting of Shareholders!***

**ON BEHALF OF BOARD OF DIRECTORS**  
**CHAIRMAN**  
*(Signed)*

**Mai Anh Tam**

No.: 08/2025/CRC/TTT-DHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of Investment in the CRC Premier  
Granite Porcelain Tile Manufacturing Plant Project*

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

- *Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Based on the actual situation,*

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval of the investment in the **CRC Premier Granite Porcelain Tile Manufacturing Plant Project**, as follows:

- Total investment amount: VND 986,235,000,000 (*Nine hundred eighty-six billion, two hundred thirty-five million VND*).
- Capacity: 10,000,000 m<sup>2</sup> of Granite Porcelain tiles per year.
- Project location: Minh Quan Industrial Park, Yen Bai Province.
- Project implementation schedule:
  - + Capital contribution schedule: Until Q4/2026.
  - + Compensation and site clearance schedule: From Q1/2022 to Q2/2025;
  - + Land acquisition, lease, and registration schedule: From Q2/2025 to Q1/2026;
  - + Completion of construction permits, environmental, fire safety, and building license procedures: From Q1/2026 to Q3/2026;
  - + Commencement of construction and construction of project components: From Q4/2026 to Q2/2027;
  - + Installation of machinery and equipment: Q3/2027;
  - + Project operational commencement: Q4/2027.

The project is adjusted from the Create Capital Vietnam Solar Panel Factory Project.

**Delegation of authority to the Board of Directors:**

- + To decide on detailed on issues related to the above Project such as: land, environment, fire prevention and fighting, construction design, capital, time, implementation progress, etc.

+ To adjust the approved project policy contents to suit the actual situation and development orientation of the Company at the time of adjustment.

+ To signing documents and files serving the Project's activities: proposal documents, adjustment documents, land documents, environment, construction, fire prevention and fighting documents, etc.

+ To arrange capital for effective investment, ensuring the principle of preserving and developing the Company's capital; decide on financial loans from individuals and organizations to invest in the above Project and sign documents, files, and carry out necessary procedures to get loans.

*Respectfully submitted to the General Meeting of Shareholders for review and approval!*

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

*(Signed)*

**Mai Anh Tam**

No.: 09/2025/CRC/TTT-ĐHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Approval of the private placement plan to increase charter capital*

**To: The Annual general meeting of Shareholders 2025**

- *Pursuant to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly on April 17, 2020, and its amendments and implementation guidelines;*
- *Pursuant to the Securities Law No. 54/2019/QH14, passed by the National Assembly on November 26, 2019, and its amendments, supplements, and implementation guidelines;*
- *Pursuant to Decree No. 155/2020/ND-CP, dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *Pursuant to Circular No. 118/2020/TT-BTC, dated December 31, 2020, guiding certain aspects of securities offering, issuance, public tender offers, share repurchases, public company registration, and public company delisting;*
- *Pursuant to the Charter on the organization and operation of Create Capital Vietnam Joint Stock Company Limited,*

In consideration of the company's need to expand its business operations in the near future to enhance shareholder value, the Board of Directors of Create Capital Vietnam Joint Stock Company Limited respectfully submits to the General Meeting of Shareholders for approval the Private Placement Plan to Increase Charter Capital as follows:

**I. PRIVATE PLACEMENT PLAN**

- 1. Name of the shares to be offered** : Shares of Create Capital Vietnam Joint Stock Company Limited
- 2. Type of shares** : Common shares
- 3. Par value** : 10,000 VND per share
- 4. Expected number of shares to be offered** : 38,300,000 shares
- 5. Total value of shares to be offered at par value** : 383,000,000,000 VND
- 6. Purpose of offering** : To supplement capital and enhance financial capacity

7. **Offering method** : Private placement to professional securities investors
8. **Criteria for selecting investors** : Domestic professional securities investors with financial capability and a willingness to support and accompany the company in the future.
9. **Target investors** : Domestic professional securities investors as defined in Section 9.  
The General Meeting of Shareholders authorizes the Board of Directors to identify and select domestic professional securities investors in compliance with prevailing regulations, ensuring compliance with foreign ownership limits and cross-ownership restrictions.
10. **Number of investors to be offered** : No limit.  
The General Meeting of Shareholders authorizes the Board of Directors to determine the specific number of professional securities investors participating in the private placement.
11. **List of target investors** : The General Meeting of Shareholders authorizes the Board of Directors to identify, select, and approve the list of professional securities investors participating in the private placement and determine the number of shares allocated to each investor..
12. **Offering price** : **10.000 VND per share**
13. **Pricing principles** :

◆ **Pricing principles:**

- *Book value method: Based on the audited consolidated financial statements as of December 31, 2024*

Book value per share = Shareholder equity / Outstanding shares

$$= 820,475.201.681 / 60.000.000$$

$$= 13.674 \text{ VND per share}$$

- *Market value method: Based on the average closing price over 10 trading sessions on the Ho Chi Minh City Stock Exchange (from March 17, 2025, to March 28, 2025), which is 7,126 VND per share.*

*Average price based on both methods:*

Method	Share Price (VND)
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Book Value	13.674
Market Value	7.126
<b>Average Price</b>	<b>10.400</b>

❖ **Final offering price determination:**

To optimize capital raising and maximize company benefits, the Board of Directors proposes an offering price of **10,000 VND per share**.

- 14. Transfer of purchase rights :** Not allowed.
- 15. Share transfer restrictions :** Shares issued in this private placement will be subject to a one-year transfer restriction from the completion date of the offering, except for: transfers between professional securities investors; transfers pursuant to legally effective court judgments, arbitration decisions, or inheritance in accordance with the law.
- 16. Handling of unsold shares :** + Any unsold shares due to investors declining full or partial purchases will be reallocated to other domestic professional securities investors by the Board of Directors.  
+ If the legal distribution period expires and unsold shares remain, the remaining shares will be canceled, and the Board of Directors will announce the closure of the offering.
- 17. Expected offering period :** Planned for 2025, continuing until the offering is completed. The General Meeting of Shareholders authorizes the Board of Directors to determine the most suitable time for the offering.
- 18. Supplementary listing registration :** The General Meeting of Shareholders commits to registering the additional listing and depository of the newly issued shares after the offering is completed, in compliance with current regulations.

## **II. PLAN FOR UTILIZING FUNDS RAISED FROM THE PRIVATE PLACEMENT**

The total expected proceeds from the private placement of shares amount to 383 billion VND (based on the proposed offering price). Create Capital Vietnam Joint Stock Company Limited (CRC) plans to utilize these funds as follows:

<b>No.</b>	<b>Content</b>	<b>Amount (VND)</b>
1	Acquiring shares of the subsidiary – CRC Solar Cell Joint Stock Company	43.000.000.000

2	Investing in the Granite Porcelain Tile Manufacturing Plant Project – CRC Premier (“the Project”)	250.000.000.000
3	Repaying bank loans (principal and/or interest)	90.000.000.000
	<b>Total</b>	<b>383.000.000.000</b>

In the event that the shares are not fully distributed as planned and the total capital raised does not meet expectations, the General Meeting of Shareholders authorizes the Board of Directors to consider securing additional funds through loans from institutions or individuals to supplement the shortfall or to flexibly manage existing capital sources..

Success Rate of the Offering: No specific success rate is required.

### **1. Acquiring shares of the subsidiary – CRC Solar Cell Joint Stock Company**

In accordance with the resolutions of the Annual General Meeting of Shareholders in 2022 and 2023, regarding the offering of shares to existing shareholders to increase charter capital from 300 billion VND to 600 billion VND, CRC has completed the required legal procedures and finalized the share offering in April 2024. The entire amount of 300 billion VND raised from this capital increase was used by the company to purchase 30,000,000 shares of CRC Solar Cell Joint Stock Company at a price of **10,000 VND per share**. As of December 31, 2024, CRC's ownership in CRC Solar Cell Joint Stock Company stood at **85.71%**.

#### *Overview of CRC Solar Cell:*

- Company Name: CRC Solar Cell Joint Stock Company
- Enterprise Registration Certificate No.: 5400372178, issued by the Department of Planning and Investment of Hoa Binh Province (initially issued on September 19, 2011, 9<sup>th</sup> latest amendment on May 10, 2024).
- Head Office Address: Lot 9, Street No.1, Luong Son Industrial Park, Hoa Son Commune, Luong Son District, Hoa Binh Province.
- Charter Capital: 350.000.000.000 (*Three hundred fifty billion VND*) (35 million shares).
- Par Value: 10,000 VND per share
- Main Business Activities: Manufacturing of batteries and accumulators, specializing in solar panels
- CRC Solar Cell Joint Stock Company began operating its solar panel manufacturing plant in 2022, based on Investment Registration Certificate No. 5373525236, initially issued on January 14, 2020, and amended for the second time on December 7, 2021. The plant is located at Plot No. 205, Map Sheet No. F48-116-123-c, Luong Son Industrial Park, Hoa Son Commune, Luong Son District, Hoa Binh Province. The plant's designed production capacity is as follows::



- Manufacturing and processing solar panels with a capacity of 300MW per year, equivalent to 800,000 panels per year.
- Manufacturing and processing solar cell sheets (small solar cells used to produce solar panels) with a capacity of 500MW per year, equivalent to 100,000,000 units per year.

With the goal of increasing its ownership stake in CRC Solar Cell Joint Stock Company, Create Capital Vietnam Joint Stock Company plans to acquire an additional 4,300,000 shares at a price of 10,000 VND per share, amounting to a total transaction value of 43 billion VND. After completing the acquisition, CRC's ownership in CRC Solar Cell Joint Stock Company is expected to increase to **98%** of charter capital.

## **2. Regarding the investment in the Granite Porcelain Tile Manufacturing Plant Project - CRC Premier:**

Create Capital Vietnam Joint Stock Company has received an Investment Registration Certificate from the Yen Bai Province Industrial Parks Management Board with the project code 6186632788, dated February 28, 2025. The key information regarding the project in the Investment Registration Certificate is as follows:

- Project Name: Granite Porcelain Tile Manufacturing Plant CRC Premier
- Investor: Create Capital Vietnam Joint Stock Company Limited
- Project Objective: To invest in building the Granite Porcelain Tile Manufacturing Plant CRC Premier using modern, environmentally friendly technology. The Granite Porcelain tile products will meet the increasing demand of both domestic and export markets, yielding high economic efficiency for the enterprise. Additionally, the project aims to contribute to the state budget, create jobs for the local workforce, and support the industrialization and modernization process of Yen Bai Province.
- Project Scale:
  - Land area to be used: 80,234.74 m<sup>2</sup>
  - Design capacity: Granite Porcelain Tiles: 10,000,000 m<sup>2</sup> per year.
- Project Location: Minh Quan Industrial Park, Yen Bai Province
- Total Project Investment: 986,235,000,000 VND (Nine hundred eighty-six billion, two hundred thirty-five million VND), in which:
  - Investor's contributed capital: 296,235,000,000 VND
  - Mobilized capital: 690,000,000,000 VND
- Project Operation Duration: 50 years from the date the investor receives the land lease decision or the decision on the land use purpose conversion.
- Project Implementation Schedule as per the Investment Registration Certificate:
  - Compensation and site clearance progress: From Q1/2022 to Q2/2025;

- Completion of land acquisition, leasing procedures: From Q2/2025 to Q1/2026;
- Completion of construction, environment, fire prevention, and building permit procedures: From Q1/2026 to Q3/2026;
- Commencement and construction of project components: From Q4/2026 to Q2/2027;
- Installation of machinery and equipment: Q3/2027;
- Project operational commencement: Q4/2027.

### **3. Regarding the repayment of bank loans (principal and/or interest)**

As of December 31, 2024, and March 31, 2025, the outstanding bank loan balance of the Parent Company was VND 137 billion and VND 133 billion, respectively. The Company plans to offer shares to raise equity capital in order to reduce the pressure of repaying loans (principal and/or interest) and to enhance the Company's financial capacity.

## **III. APPROVAL OF AUTHORIZATION TO THE BOARD OF DIRECTORS**

We respectfully submit to the General Meeting of Shareholders for approval the authorization for the Board of Directors (BOD) to decide on matters related to the private placement of shares as follows:

- Decide on and carry out the necessary work and procedures related to the implementation and completion of the share offering;
- Supplement, amend, finalize and/or approve/authorize/approve all documents to amend/finalize the private placement plan in accordance with the actual operational needs of the Company, comply with legal regulations, ensure the rights of shareholders, follow the guidance of the state management agencies, present these to the state management agencies for approval, and implement the procedures for the share offering according to regulations;
- Approve a plan to ensure that the share issuance complies with regulations regarding foreign ownership limits;
- Select an appropriate time to implement the share offering;
- Amend the business registration certificate and amend clauses related to charter capital and shares in the Company's Charter after completing the share offering, in line with the new increased charter capital, and report to the General Meeting of Shareholders at the next meeting;
- Address any unallocated shares (if any) as outlined in the offering plan;
- Prepare a detailed capital usage plan for each purpose of the funds raised from the offering. Balance and use the capital in accordance with the Company's business situation, ensuring effective use of capital and shareholder benefits; adjust the allocation of the proceeds from the offering for the approved purposes and/or change the usage purposes in accordance with actual circumstances, legal

regulations, and report to the General Meeting of Shareholders on any adjustments related to this capital usage plan; Signing of share transfer documents, project capital use documents, loan documents, and other documents related to the use of capital raised from the offering.

- Select professional securities investors to distribute the offered shares.
- Register for custody and apply for additional listing of the new shares issued in accordance with the laws on securities and securities markets;
- In addition to the above authorizations, during the execution of the share offering plan, the General Meeting of Shareholders authorizes the Board of Directors to proactively supplement, amend, and finalize the share offering plan (including decisions on matters not presented in this Proposal) as required by state management agencies, ensuring that the Company's capital raising is legal, compliant, and in the best interest of shareholders and the Company.

The Board of Directors respectfully submits the Proposal for the private placement of shares to increase the charter capital of Create Capital Vietnam Joint Stock Company Limited for the General Meeting of Shareholders to consider and vote for approval..

***Respectfully submit for the General Meeting of Shareholders' consideration and approval!***

**ON BEHALF OF BOARD OF DIRECTORS**  
**CHAIRMAN**  
*(Signed)*

**Mai Anh Tam**

No.: 10/2025/CRC/TTr-ĐHĐCĐ

*Hanoi, April 26th, 2025*

## **PROPOSAL**

*Re: Approval of the Investment Plan for Projects in the Coming Years*

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

- *Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Based on the actual business situation,*

To facilitate the survey and research of Projects in the coming years, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the implementation plan for the following Projects:

### **1. Approval the implementation of the CRC Solar Solar Panel Manufacturing Plant Project**

- Total investment amount: VND 1,174,100,000,000 (*One thousand one hundred seventy-four billion one hundred million VND*).

- Capacity:

+ Production of solar panels (modules) with a capacity of 1,000,000 panels/year, equivalent to 540MW/year.

+ Production of solar cell panels with a capacity of 400,000,000 panels/year, equivalent to 2,000MW/year

+ Production of crystalline silicon semiconductor panels with a capacity of 800,000,000 panels/year, equivalent to 4,000MW/year.

- Project location: Lot A11-2, High-Tech Manufacturing Area, Da Nang Hi-Tech Park, Hoa Lien Commune, Hoa Vang District, Da Nang City.

- Project implementation schedule:

+ Capital contribution and fundraising schedule: From Q4/2023 to Q3/2025;

+ Basic construction and commissioning schedule: From Q2/2024 to Q3/2025;

+ Machinery installation, trial operation, and production commencement schedule: Q4/2025.

This project was approved by the 2024 Annual General Meeting of Shareholders.

### **2. Approval the implementation of Giao Hoa Industrial Park Infrastructure Development and Business Project**

- Total investment amount: VND 3,070,000,000,000 (*Three thousand seventy billion VND*).

- Project scale: Invest in the construction and operation of Giao Hoa Industrial Park infrastructure, focusing on developing industries aligned with the industrial modernization program of Ben Tre Province until 2030, with a vision toward 2045. The Giao Hoa Industrial Park is planned as a multi-sector industrial park with clean, low-pollution, and high-tech industries, including: Electronics, high-tech industries, and power industries; Agricultural and aquatic product processing industries; Garment and footwear manufacturing industries for export; Consumer goods manufacturing industries; Mechanical industries focusing on automation; Other non-polluting industries.

- Project location: Giao Long Commune, Chau Thanh District, Ben Tre Province.

**3. Approval the investment in building power grid infrastructure at Phu Thuan Industrial Park, Binh Dai District, Ben Tre Province**

- Total investment amount: VND 750,000,000,000.

- Capacity: 50MW Solar Power Plant.

- Project location: Binh Dai District, Ben Tre Province.

**4. Approval the investment Tan Lap 1 Waste Treatment Plant Project:**

- Total investment amount: VND 640,000,000,000 (excluding land use fees, (if any)).

- Capacity: Approximately 750 tons of waste per day.

- Project location: Tan Lap Waste Disposal Site (existing) in Tan Lap Commune, Tan Phuoc District, Tien Giang Province.

**5. Authorize and delegate to the Board of Directors:**

+ To decide on detailed on issues related to the above Project such as: land, environment, fire prevention and fighting, construction design, capital, time, implementation progress, etc.

+ To adjust the approved project policy contents to suit the actual situation and development orientation of the Company at the time of adjustment.

+ To signing documents and files serving the Project's activities: proposal documents, adjustment documents, land documents, environment, construction, fire prevention and fighting documents, etc.

+ To arrange capital for effective investment, ensuring the principle of preserving and developing the Company's capital; decide on financial loans from individuals and organizations to invest in the above Project and sign documents, files, and carry out necessary procedures to get loans.

***Respectfully submitted to the General Meeting of Shareholders for review and approval!***

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN**

*(Signed)*

**Mai Anh Tam**

No.: 11/2025/CRC/TTr-DHĐCĐ

*Hanoi, April 26th, 2025*

**PROPOSAL**

*Re: Delegate authority to the Board of Directors to perform certain tasks of the General Meeting of Shareholders between the 2025–2026 sessions*

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

- *Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on April 17, 2020;*
- *Pursuant to the Charter on Organization and Operation of Create Capital Vietnam Joint Stock Company Limited;*
- *Based on the actual business situation.*

To ensure flexibility in the management and operation of the Company, to provide timely directives that enable the Company to seize business opportunities, enhance competitiveness, and ensure that the Company's business activities remain adaptable to current regulations while maximizing shareholder benefits, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the delegation of authority to the Board of Directors. The Board of Directors shall be authorized to proactively decide and exercise certain rights and obligations within the authority of the General Meeting of Shareholders, as stipulated in Clause 2, Article 138 of the Enterprise Law 2020, except for the provisions stated in Points (d) and (đ) of Clause 2, Article 138 of the Enterprise Law 2020.

The Board of Directors is responsible for carrying out the delegated matters in strict compliance with legal regulations and the Company's Charter. If any delegated matters arise during the 2025–2026 General Meeting of Shareholders sessions, a full report must be presented at the nearest shareholders' meeting.

***Respectfully submitted to the General Meeting of Shareholders for review and approval!***

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**

*(Signed)*

**Mai Anh Tam**

