

Số: 20250516/RIC/CBTT

No.: .../...

Hà Long, ngày 16 tháng 05 năm 2025

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

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

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

1. Tên tổ chức/Name of organization: CÔNG TY CP QUỐC TẾ HOÀNG GIA

- Mã chứng khoán/ Stock code: RIC
- Địa chỉ/Address: Phường Bãi Cháy, thành phố Hà Long, tỉnh Quảng Ninh
- Điện thoại Tel: 02033.848.777 Fax: 02033.846.728
- Website: <http://royalhalonghotel.com/>

2. Nội dung thông tin công bố/Contents of disclosure:

Biên bản và Nghị quyết của Đại hội đồng cổ đông thường niên năm 2025

/ Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 16/05/2025 tại đường dẫn <http://royalhalonghotel.com> /This information was published on the company's website on .../.../... (date), as in the link

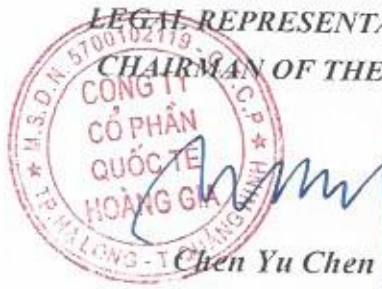
Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Tài liệu đính kèm/Attached documents:

Nghị quyết ĐHCĐ

NGƯỜI ĐẠI DIỆN PHÁP LUẬT
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ

LEGAL REPRESENTATIVE
CHAIRMAN OF THE BOD



Chen Yu Chen

No.: 01/2025/NQ-ĐHCĐTN

Ha Long City, May 16, 2025

**RESOLUTION OF
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF ROYAL INTERNATIONAL CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Royal International Corporation;
- Pursuant to the Regulations on the organization and operation of the 2025 Annual General Meeting of Shareholders as approved by the General Meeting;
- Pursuant to the Reports and Proposals submitted by the Board of Directors at the 2025 Annual General Meeting of Shareholders;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Royal International Corporation;

RESOLVES

Article 1: Approving the Report of the Board of Directors (BOD) and the Report of the Audit Committee (AC).

Article 2: Approving the financial statements for the fiscal year 2023 of Royal International Corporation audited by UHY Consulting and Audit Company Limited.

Article 3: Approving the financial statements for the fiscal year 2024 of Royal International Corporation audited by UHY Consulting and Audit Company Limited.

Article 4: Approving the Company's business plan for 2025 with the following targets:

Unit: USD

No	Indicator	2025 Plan
1	Total revenue from sales, service provision and business activities	7,223,094
2	Profit after tax	680,587

Article 5: Approving the total remuneration and operating expenses of the Board of Directors and the Audit Committee for the year 2025, with the following main content:

No	Content	Amount (VND)
1	Total remuneration for the Board of Directors and the Audit Committee in 2025	1,008,000,000
2	Estimated Expense Budget for BOD and AC in 2025	281,700,000
	Total	1,289,700,000

Article 6: Approving the proposal of the Board of Directors on the selection of an auditing Company to audit the Company's financial statements for the fiscal year 2025.

Article 7: Effectiveness

This Resolution was approved in its entirety by the 2025 Annual General Meeting of Shareholders of Royal International Corporation and takes effect from the date of signing. The Board of Directors shall base on this Resolution to implement.

ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRPERSON



Chen Yu Chen



No.: 01/2025/BBH - ĐHDCĐ

**MEETING MINUTES OF
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on the organization and operation of Royal International Corporation dated June 30, 2021, as amended and supplemented on November 11, 2021, and April 26, 2022.

I. GENERAL MEETING INFORMATION:

1.1. Company Information:

- Company name: Royal International Corporation
- Address: Bai Chay Ward, Ha Long City, Quang Ninh Province
- Enterprise Code: 5700102119 issued by the Department of Planning and Investment of Quang Ninh Province on July 1, 2008, 13th amendment dated September 8, 2023.
- Total number of voting shares of the Company: 70,368,754 shares.

1.2. Time and Venue:

- Time: 08:30 AM, May 16, 2025
- Venue: Meeting room at the headquarters of Royal International Corporation
- Meeting Form: Online meeting

1.3. Participants:

- Shareholders and duly authorized representatives.
- Members of the Board of Directors and the Audit Committee.
- Members of the Board of Management.
- Guests.

II. MEETING PROCEEDINGS:

- 2.1.** At 08:30 AM, Mrs. Pham Thi To Quyen reported on the shareholder eligibility check, with a total of 7 shareholders representing 50,492,346 shares, equivalent to 71.75% of the total number of voting shares.

Pursuant to the provisions of the Law on Enterprises and the Charter of Royal International Corporation, the 2025 Annual General Meeting of Shareholders meets all conditions to



proceed.

2.2. Mr. Pham Ngoc Thach introduced and submitted the president list for approval by the General Meeting of Shareholders, consisting of the following members:

- Ms. Chen Yu Chen – Chairwoman of the Board of Directors, Chair of the Meeting.
- Mr. Dau Quoc Dung – Independent member of the Board of Directors, Chairman of the Audit Committee.
- Mrs. Nguyen Mai Phuong – Non-executive Member of the Board of Directors.
- Mrs. Tran Thi Hong Lieu – Deputy General Director.
- Mrs. Nguyen Thi Thu Binh – Chief Accountant

The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

2.3. Mr. Pham Ngoc Thach introduced and submitted the Secretary and the list of the Vote Counting Committee for approval as follows:

a) **Secretary:**

- Ms. Tran Thu Ha – Deputy Director of Human Resources and Administration

b) **Vote Counting Committee:**

- Mrs. Pham Thi To Quyen – Head of the Committee
- Mr. Nguyen Van Lap – Member
- Mrs. Nguyen Thi Khuong Hoat – Member
- Mr. Pham Ngoc Thien – Head of Project Implementation Department, Software Joint Stock Company

The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

2.4. Mr. Pham Ngoc Thach invited the Presidium, Secretary, and Vote Counting Committee to take their working positions.

2.5. Ms. Chen Yu Chen delivered the Opening Speech of the Meeting.

2.6. Mrs. Tran Thi Hong Lieu presented the Agenda of the Meeting for approval. The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

2.7. Ms. Nguyen Mai Phuong presented the Regulations on Organizing the Meeting. The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

2.8. Ms. Chen Yu Chen – Chairwoman of the Board of Directors presented the Report on the activities of the Board of Directors.

- 2.9. Mr. Dau Quoc Dung – Independent BOD member and Chairman of the Audit Committee presented the Report of the Audit Committee.
- 2.10. Mrs. Nguyen Thi Thu Binh – Chief Accountant presented the proposal to approve the audited Financial Statements for the year 2023.
- 2.11. Mrs. Nguyen Thi Thu Binh – Chief Accountant presented the proposal to approve the audited Financial Statements for the year 2024.
- 2.12. Mrs. Tran Thi Hong Lieu – Board Member cum Deputy General Director presented the Business Plan Proposal for the year 2025 of the Company.
- 2.13. Mrs. Nguyen Mai Phuong – Member of the Board of Directors presented the Proposal for approval of the total remuneration and estimated expense budget of the Board of Directors and the Audit Committee for the year 2025.
- 2.14. Mr. Dau Quoc Dung – Independent BOD member and Chairman of the Audit Committee presented the Proposal on the selection of the auditing firm to audit the Financial Statements for the year 2025.
- 2.15. Mrs. Chen Yu Chen – Chair of the Meeting invited the General Meeting to raise questions, discuss, and vote on the meeting contents.
- 2.16. Mr. Pham Ngoc Thach reported on the second attendance check at 09.30 am, with 8 shareholders in attendance, representing 50,492,426 votes, equivalent to 71.75% of the total voting shares of the Company.
- 2.17. At the end of voting time, Mr. Pham Ngoc Thach announced the closure of the electronic voting system for all agenda contents.
- 2.18. The Meeting took a break while the Vote Counting Committee conducted the vote counting.
- 2.19. Mr. Pham Ngoc Thach invited the Meeting to resume the meeting
- 2.20. Mrs. Pham Thi To Quyen – Head of Vote Counting announced the vote counting results for the agenda contents as follows:
- a. **Approving the Report on activities of the Board of Directors and the Audit Committee:**
- The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.
- b. **Approving the Financial Statements for 2023 audited by UHY Consulting and Audit Company Limited:**
- The number of votes in favor accounted for 99.979%, votes against accounted for 0.021%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.
- c. **Approving the Financial Statements for 2024 audited by UHY Consulting and Audit**

Company Limited:

The number of votes in favor accounted for 99.979%, votes against accounted for 0.021%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

d. Approving the 2025 Business Plan:

The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

e. Approving the total remuneration and estimated expense budget of the Board of Directors and the Audit Committee for 2025:

The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

f. Approving the selection of the auditing company to audit the Financial Statements for 2025 of the Royal International Corporation:

The number of votes in favor accounted for 100%, votes against accounted for 0%, and votes with no opinion accounted for 0% of the total voting shares attending the Meeting.

2.21. Ms. Tran Thu Ha presented the draft Resolution and the Meeting Minutes of the 2025 Annual General Meeting of Shareholders before the Meeting.

The General Meeting voted to approve the Meeting Minutes and the Resolution of the 2025 Annual General Meeting of Shareholders, with a result of 99.979% of the total voting shares attending the Meeting.

2.22. The Meeting ended.

The 2025 Annual General Meeting of Shareholders of Royal International Corporation ended at 10.10 am on May 16, 2025.

SECRETARY OF THE MEETING


Tran Thu Ha

CHAIR OF THE MEETING


Chen Yu Chen



SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

**(Draft) VOTE COUNTING MINUTES
ON THE APPROVAL OF AGENDA ITEMS
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF ROYAL INTERNATIONAL CORPORATION**
Address: Bai Chay Ward, Ha Long City, Quang Ninh Province
(Business Registration Certificate No. 5700102119 issued by the Department of
Planning and Investment of Quang Ninh Province on July 1, 2008, 13th
amendment dated September 8, 2023)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on organization and operation of Royal International Corporation dated June 30, 2021, as amended and supplemented on November 11, 2021 and April 26, 2022.

I. General Information:

1. Meeting time: 08:30 AM, April 16, 2025
2. Place: The Company's Head Office, Bai Chay Ward, Ha Long City, Quang Ninh Province
3. Meeting format: Online
4. Total number of voting shares: 70,368,754 shares
5. Number of shareholders attending: 8 shareholders, representing 50,492,426 shares, equivalent to 71.75% of total voting shares
6. Members of the Vote Counting Committee include:
 - Ms. Pham To Quyen – Corporate Governance Officer – Head of Committee
 - Mr. Nguyen Van Lap – IT Director – Member
 - Ms. Nguyen Thi Khuong Hoat – Internal Audit Officer – Member
 - Mr. Pham Ngoc Tien – Head of Technical Department, Software Joint Stock Company – Member

II. Content and Vote Counting Results:

1. **Approval of the list of the Presidium:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%
(based on the total number of voting shares represented at the meeting)
2. **Approval of the Vote Counting Committee:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%



3. **Approval of the Meeting Agenda:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%
4. **Approval of the Rules of Order for the Meeting:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%
5. **Approval of the Reports of the Board of Directors and the Audit Committee:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%
6. **Approval of the audited financial statements for the year 2023:**
Votes in favor: 50,481,626 shares, equivalent to 99.979%
Votes against: 10,800 shares, equivalent 0.021 %
Abstentions:%
7. **Approval of the audited financial statements for the year 2024:**
Votes in favor: 50,481,626 shares, equivalent to 99.979%
Votes against: 10,800 shares, equivalent 0.021 %
Abstentions:%
8. **Approval of the 2025 business plan:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%
9. **Approval of the total remuneration and operating expenses of the Board of Directors and the Audit Committee in 2025:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%
10. **Approval of the selection of an auditing firm to audit the 2025 financial statements:**
Votes in favor: 50,492,426 shares, equivalent to 100%
Votes against:%
Abstentions:%

III. Conclusion:

Pursuant to the Law on Enterprises, the Charter on the organization and operation of Royal International Corporation, and the vote counting results, the General Meeting of Shareholders has approved the following matters:

1. Approval of the list of the Presidium;
2. Approval of the Vote Counting Committee;
3. Approval of the Meeting Agenda;
4. Approval of the Rules of Order for the Meeting;

5. Approval of the Reports of the Board of Directors (BOD) and the Audit Committee (AC);
6. Approval of the audited financial statements for the year 2023;
7. Approval of the audited financial statements for the year 2024;
8. Approval of the Company's business plan for 2025;
9. Approval of the total remuneration and operating budget for the BOD and AC in 2025;
10. Approval of the selection of an auditing firm to audit the 2025 financial statements;

The Vote Counting Minutes consist of 03 pages, were completed at __ hours __ minutes on May 16, 2025, and were read in full before the General Meeting.

**ON BEHALF OF THE VOTE
COUNTING COMMITTEE**
Head of the Committee



Pham Thi To Quyen



AGENDA



2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS ROYAL INTERNATIONAL CORPORATION

Time: 08:30 AM, Friday, May 16, 2025
Meeting format: Online

Estimated Time	Content
08:30 - 08:45	<ul style="list-style-type: none">- Registration for the General Meeting- Report on verification of shareholder status- Introduction of delegates, introduction and approval of the list of the Presidium- Introduction of the Secretariat and approval of the list of the Vote Counting Committee- Opening speech by the Chairman of the Board of Directors
08:45 - 08:55	- Approval of the Meeting Agenda
08:55 - 10:00	<p>Presentation of reports and voting by the General Meeting on the following matters:</p> <ul style="list-style-type: none">+ Approval of the Working Regulations of the Meeting;+ Approval of the Board of Directors' and Audit Committee's Reports;+ Approval of the audited 2023 Financial Statements;+ Approval of the audited 2024 Financial Statements;+ Approval of the Company's Business Plan;+ Approval of the total remuneration and operational budget of the Board of Directors and Audit Committee for 2025;+ Approval of the selection of the auditing firm to audit the 2025 Financial Statements;+ Other matters under the authority of the General Meeting of Shareholders.
10:00 - 10:30	<ul style="list-style-type: none">- Announcement of the end of voting period for meeting agenda items- Break- Vote counting
10:30 - 11:00	<ul style="list-style-type: none">- Announcement of vote counting results- Reading of the draft Minutes and Resolutions of the Meeting and submission for approval- Announcement of voting results on the Minutes and Resolutions of the Meeting- Closing

**REGULATIONS FOR CONDUCTING THE ANNUAL GENERAL
MEETING OF SHAREHOLDERS OF ROYAL INTERNATIONAL JOINT
STOCK COMPANY**

The Board of Directors respectfully submits to the General Meeting of Shareholders of Royal International Joint Stock Company for approval of the Regulations for organizing the 2025 Annual General Meeting of Shareholders ("Regulations") in the form of online meetings as a basis for conducting the General Meeting with the following detailed contents:

Điều 1: In accordance with the provisions of the law:

1. Under the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 ("Enterprise Law");
2. Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Securities Law ("Decree 155");
3. Under the Company's Charter of Organization and Operation dated June 30, 2021, amended and supplemented on November 11, 2021 and April 26, 2022 ("Charter");
4. Internal regulations on corporate governance were approved on June 30, 2021 ("Governance Regulations").

Điều 2: Subjects and scope of application

1. These regulations regulate the organization of the 2025 Annual General Meeting of Shareholders in an online form.
2. These Regulation applies to all Shareholders whose names are on the Company's Shareholder List as of April 15, 2025 and related individuals to exercise the rights of Shareholders at the General Meeting.

Điều 3: Definitions

1. Company or RIC: Royal International Joint Stock Company;
2. Shareholder: Shareholders of the Company as prescribed in Clause 2, Article 2 of this Regulation;

3. General Meeting of Shareholders: General Meeting of Shareholders;
4. Board of Directors: Board of Directors of the Company;
5. General Meeting: The Company's 2025 Annual General Meeting of Shareholders
6. An online meeting system is an electronic information page, application or technology, or electronic means provided and created by the Company from time to time for Shareholders to register to attend, vote, elect, and exercise their rights at the online meeting;
7. Online meeting: The 2025 Annual General Meeting of Shareholders is held on the online meeting system; Shareholders attending the online meeting can follow the General Meeting of Shareholders from various locations, domestically and internationally, through electronic means such as computers, smartphones, or other suitable technologies;
8. Online voting: Shareholders vote and elect on the online meeting system;
9. Remote voting: Shareholders send ballots and ballots to the Company via post, fax, email, or other electronic forms.

Điều 4: How to register to attend the General Meeting of Shareholders

1. Shareholders attending the General Meeting of Shareholders must register in the following ways:
 - a. Register for the online meeting system at <https://ric.dhcdonline.com>.
 - b. Contact the Company via phone number 0904076399 or email: bankiemphieuric@gmail.com
2. When registering on the Online Meeting System, Shareholders must fully declare the following information:
 - a. Personal information and identification documents match the information registered at VSDC;
 - b. Carefully study the Terms and Conditions and confirm that they have read, understood, and agreed to these Terms and Conditions;
 - c. Declare other necessary information as required to ensure that the Company correctly identifies the Shareholder/Authorized Person attending the General Meeting of Shareholders.
3. Shareholders may authorize other individuals/organizations or members of the Board of Directors to attend the online General Meeting of Shareholders.

4. Immediately after successfully registering on the Online Meeting System, the Company will send the Shareholder/Authorized Person the login information via the phone number and email that the Shareholder/Authorized Person has registered on the Online Meeting System, and the Shareholder/Authorized Person will use this information to access the Online Meeting System, exercise voting rights, online meetings and other rights (if any).
5. The Shareholder/Authorized Person needs to regularly monitor the emails sent to get information about meeting attendance and voting. The Shareholder/Authorized Person is only allowed to change the content registered on the Online Meeting System once. The Authorized Person is not allowed to change the information related to the Authorizing Shareholder and the information provided by the Authorized Person on the Online Meeting System. In case of further changes or need support, the Shareholder please contact the Company at 0904076399 or bankiemphieuric@gmail.com.

Điều 5: Determination of participation

Shareholders or authorized representatives are deemed to attend the General Meeting of Shareholders when participating in one of the following forms:

1. Attending the online meeting: Log in to the Online Meeting System throughout the General Meeting until the Organizing Committee announces the end of voting. In case a Shareholder has logged in but does not participate in voting after the voting time has expired, the Shareholder is still considered to have attended the General Meeting and is considered to have fully agreed with the order, procedures, meeting regulations, content, meeting agenda of the General Meeting of Shareholders, members of the vote counting committee, Minutes and Resolutions of the General Meeting of Shareholders.
2. Voting remotely according to the time specified in the Meeting Invitation. At the time of checking the qualifications of shareholders to attend the General Meeting of Shareholders, the Remote Voting Form sent by the Shareholder to the Company will be opened to determine the Shareholders attending the General Meeting.
3. Electronic voting on the Online Meeting System.

Điều 6: Conditions for holding a General Meeting of Shareholders

1. The general meeting is conducted when the number of shareholders attending the meeting represents more than 50% of the total voting shares.
2. The Board of Shareholders' Qualifications shall determine the attendance rate as a basis for the General Meeting to conduct the meeting, and determine the

voting rate based on the total number of shareholders attending according to the provisions of Clause 1 of this Article..

3. The Company must fully arrange equipment to transmit the content of the General Meeting to Shareholders on the Online Meeting System. In case the Online Meeting System is interrupted, the Chairman must summarize the interrupted content so that the attending Shareholders can grasp the information, or decide to temporarily suspend the General Meeting until the Online Meeting System operates normally.

Điều 7: Progress of the online General Meeting of Shareholders

1. Shareholders attending the online meeting log in to the Online Meeting System according to the Shareholder's account information and select the Online Meeting section. The Shareholder's electronic device will display the meeting screen, and the Shareholder will follow the General Meeting on this screen. Shareholders can only log in to the online meeting screen from 08:00 on May 16, 2025, or another time decided by the Chairman.
2. Shareholders refer to the Meeting Documents provided on the Company's website <https://royalhalonghotel.com/vi/our-announcement/> from April 24, 2025.
3. The agenda is approved by the General Meeting of Shareholders at the opening session. Issues arising outside the agenda will be voted on according to the provisions of Clause 4, Article 11 of this Regulation.
4. The Chairman presides over the General Meeting, and presents or assigns others to present the issues on the agenda. Depending on the decision of the Chairman, the order of presentation of the Reports may change to suit the progress of the meeting.

Điều 8: Discussion at the Congress

1. The discussion shall be conducted within the prescribed time and the scope of the issues presented in the approved agenda..
2. Shareholders who have opinions, discussions, and questions shall do so in the form of asking questions on the Online Support Center when attending the online General Meeting. The meeting secretary shall arrange, summarize the shareholders' questions, and forward them to the Chairman.

Điều 9: Voting method at online General Meeting of Shareholders

1. Vote electronically on the Online Meeting System at <https://ric.dhcdonline.com>, go to the link to the Online Meeting, select the "Voting" section, and vote on the meeting contents. Electronic voting can be done immediately after the

Shareholder/Authorized Person registers to attend the online meeting and successfully logs in or can be done at each time the voting content arises when following the online meeting.

2. Remote voting:
 - a. Fill in all the information on the Voting Form and select the boxes "Agree", "Disagree" or "No opinion" corresponding to the content to be approved on the Voting Form.
 - b. The voting form and election ballot must be sent to the Company before 17:00 on May 15, 2025, in one of the following forms:
 - Scan or take a photo and send it to the mailbox:
bankiemphieuric@gmail.com.
 - Send a message or send to Zalo address: 0904076399
 - Put it in a sealed envelope and send it to the Organizing Committee at the address provided in the Meeting Invitation.

Điều 10: Invalid voting ballots

Invalid ballots only apply to ballots sent to the Organizing Committee by remote voting when one of the following cases occurs:

1. The ballot is not sent to the Organizing Committee within the prescribed time limit;
2. The ballot is not in the prescribed form;
3. The ballot is erased, crossed out, edited, or has other content added that is not by regulations;
4. The required fields are not intact or do not contain enough information to serve the vote counting;
5. The ballot does not have the signature of the Shareholder or Authorized Person;
6. The ballot is left blank or votes for 02 or more opinions in the same voting content.

Điều 11: Determination of voting results

1. Principles for determining voting results
 - a. Voting results are only effective from the time the meeting is qualified to proceed according to Clause 1, Article 6 of this Regulation and this Regulation has been approved by the General Meeting.

- b. The results of electronic voting and remote voting are of equal value. In case Shareholders vote in different forms, and/or have different opinions, the final valid voting result of the Shareholders will be recorded.
 - c. Shareholders who have voted can only change their vote once. In case of needing to make further changes, Shareholders must notify the Chairman or the Vote Counting Committee to vote again, and can only vote again when the voting period is still valid.
 - d. Shareholders have the right to vote from the time of successful login. The end time of voting for each content will be determined according to the meeting agenda and depends on the progress of the General Meeting. The Chairman has the right to request the end of electronic voting on the Online Meeting System when the Shareholders attending the meeting have completed voting or at another time limit that the Chairman deems appropriate. Each ongoing or completed voting event will be announced on the Online Meeting System so that Shareholders are informed and can vote.
 - e. In case the Shareholders voting electronically have not completed voting due to the Online Meeting System being disconnected or for any other reason, the voting results will still be recorded for the issues that the Shareholders have voted on. Issues that have not been voted on will be recorded as Shareholders having no opinion on that issue. During the voting period, Shareholders can directly contact the Company for support in additional voting.
2. Voting content at the General Meeting
- a. Approval of the Presidium of the General Meeting;
 - b. Approval of the composition of the Vote Counting Committee;
 - c. Approval of the Meeting Agenda;
 - d. Approval of the Regulations for organizing the 2025 Annual General Meeting of Shareholders;
 - e. Report of the Board of Directors and Audit Committee for 2024;
 - f. Approval of the audited Financial Statements for 2023;
 - g. Approval of the audited Financial Statements for 2024;
 - h. Approval of the 2025 business plan;
 - i. Approval of the remuneration and working expenses of the Board of Directors and Audit Committee in 2025;

- j. Approval of the selection of an Auditing Company for the 2025 Financial Statements;
 - k. Approval of the Meeting Minutes and Resolutions of the General Meeting;
 - l. Other arising contents under the authority of the General Meeting of Shareholders according to the proposal of Shareholders and/or the decision of the Board of Directors/Chairman (if any).).
3. Determining the voting results for the contents in Clause 2 of this Article:
- a. Based on the voting results in the form of electronic voting and remote voting of Shareholders, the Vote Counting Committee will summarize the voting results and notify the Chairman, so that the Chairman can decide to continue with other contents according to the program.
 - b. Shareholders who have voted remotely and voted electronically for the contents in Clause 2 of this Article before the General Meeting begins are deemed to agree with these voting contents unless the Shareholders have different opinions and/or have sent their opinions to the Company before the time of determining the voting results for each voting issue.
4. Determining the voting results for the contents arising in Point 1 Clause 2 of this Article:
- a. In case Shareholders propose issues to be added to the program and are approved by the Chairman, such proposed issues will be announced and approved at the General Meeting, updated on the Online Meeting System for Shareholders to conduct additional voting and disclose information according to regulations.
 - b. In case a Shareholder who has voted remotely and voted electronically does not vote to supplement the issue at Point 1 Clause 2 of this Article, that Shareholder is determined to have no opinion on the proposed issue.
5. The voting content stated in Clause 2 of this Article may be adjusted, amended, or supplemented when the General Meeting votes to approve the Agenda of the General Meeting.
6. The vote counting results will be announced immediately after the completion of the vote counting and before the closing of the General Meeting..

Điều 12: Minutes of meeting and Resolution of the General Meeting of Shareholders

1. The draft Minutes of the Meeting and Resolutions of the General Meeting must be read and voted upon before the closing. The voting results shall be determined according to the provisions of Article 11 of these Regulations.
2. The Minutes of the Meeting and Resolutions of the General Meeting of Shareholders shall be announced and posted on the Company's website according to regulations.
3. The decisions of the General Meeting of Shareholders shall be approved according to the provisions of Article 21 of the Charter.

Điều 13: Rights and obligations of Shareholders/Authorized Persons when attending the General Meeting of Shareholders

1. Attend, discuss, and vote on all issues under the authority of the General Meeting of Shareholders and attend continuously throughout the General Meeting.
2. Shareholders who successfully log in to the Online Meeting System to attend the General Meeting after the opening of the meeting have the right to participate and vote after registration. The Chairman is not responsible for stopping the meeting, or re-presenting issues that have been presented previously.
3. Comply with the regulations of the General Meeting, respect the working results of the General Meeting of Shareholders, and the direction of the Chairman.
4. In case of attending the online meeting and voting electronically, Shareholders must equip themselves with appropriate audio and visual equipment and technology according to the Company's instructions to be able to connect and listen to all information of the meeting.
5. Commit to providing the Company with information serving the meeting completely and accurately and that is the information of the Shareholders themselves or the Authorized Person.
6. Keep account information, login password, and OTP code provided by the Company confidential; and be solely responsible for the use of the account, and voting results made from the provided account information.
7. Accept that any communication sent to or from the email address, phone, fax, or other online means that the Shareholder has registered, provided to the Company when registering to attend or on the shareholder list provided by VSDC is from the Shareholder himself, and is implicitly understood to have been sent to or from the Shareholder.

8. Shareholders understand that conducting online meetings, electronic voting or other electronic forms always has potential risks due to system errors, technical errors, transmission lines, viruses, errors of any third-party service provider or force majeure cases.

Điều 14: Rights and responsibilities of the Chairman

1. Conduct the meeting according to the agenda, rules, and regulations approved by the General Meeting of Shareholders.
2. Guide the General Meeting of Shareholders to discuss and vote on issues within the agenda of the General Meeting and related issues throughout the General Meeting.
3. Have the right to decide on the order, procedures, and events arising outside the agenda of the General Meeting.
4. Chair and resolve issues arising during the General Meeting.
5. Other rights and responsibilities as prescribed by law, the Charter, and the Company's Governance Regulations..

Điều 15: Responsibilities of the Shareholder Qualification Inspection Board

1. The Board of Shareholders' Qualifications Verification, assigned by the Chairman of the Board of Directors, is responsible for supporting the organization of the General Meeting of Shareholders, checking the registration and attendance of Shareholders to be valid and accurate..
2. Supporting the Ballot Counting Board in counting votes as required by the Ballot Counting Board.
3. Preparing a Report on the results of checking the qualifications of Shareholders attending the meeting.

Điều 16: Responsibilities of the Ballot Counting Committee


1. The Ballot Counting Committee is approved by the General Meeting of Shareholders upon the proposal of the Chairman.
2. Accurately and honestly determine the voting results of the Shareholders on the issues approved at the General Meeting.
3. Review and report to the Chairman any violations of the voting rules or complaints about the voting results.
4. Guide, inspect, and supervise the voting and organization of the vote counting; prepare the Minutes of the vote counting to be announced before the General Meeting of Shareholders.

Điều 17: Responsibilities of the meeting secretary

1. The meeting secretary is nominated by the Chairman. The meeting secretary performs the support tasks as requested by the Chairman, and honestly and accurately records the content of the General Meeting and the issues approved by the Shareholders in the Meeting Minutes.
2. Assists Shareholders in discussing and speaking at the General Meeting.
3. Draft Resolutions on the issues approved at the General Meeting.

Điều 18: Implementation provisions

1. Shareholders' data and information will be kept safe, secure, and used only for the purposes of the General Meeting, supporting and managing the Company's Shareholders.
2. This Regulation takes effect from the time it is approved by the General Meeting of Shareholders at the General Meeting. Shareholders, the Board of Directors, and relevant individuals are responsible for implementing this Regulation.

 **PRESIDENT**

Chen Yu Chen

REPORT

RESULTS OF THE BOARD OF DIRECTORS' ACTIVITIES IN 2024 AND ORIENTATION FOR ACTIVITIES IN 2025

The Board of Directors of Hoang Gia International Joint Stock Company reports to shareholders on the results of operations in 2024 and the direction of operations in 2025 as follows:

I. PERFORMANCE RESULTS OF THE BOARD OF DIRECTORS IN 2024

1. Board of Directors' Organizational Structure and Personnel in 2024

- | | | |
|--------------------------------|---|--|
| (1). Mrs. Chen, Yu - Chen | - | Chairman of the Board of Directors |
| (2). Mrs. Trần Thị Hồng Liễu | - | Board Member Executive |
| (3). Mrs. Nguyễn Mai Phương | - | Board Member |
| (4). Mrs. Trần Gia Ngọc Phương | - | Board Member |
| (5). Mr. Đậu Quốc Dũng | - | Independent Board Member,
Chairman of the Audit Committee |

2. Meeting situation and issuance of Resolutions

On June 28, 2024, Hoang Gia International Joint Stock Company held the 2024 Annual General Meeting of Shareholders; The meeting approved the following documents:

- Report on the activities of the Board of Directors and the Audit Committee in 2023;
- The Company's 2024 production and business plan;
- Approval of the dismissal of members of the Board of Directors;
- Approval of the Regulations on nomination, candidacy and election of members of the Board of Directors for the 2021-2025 term;
- Approval of the election of Ms. Tran Thi Hong Lieu as a member of the Board of Directors;

- Approval of the remuneration and working expenses of the Board of Directors and the Audit Committee in 2024;
- Approval of the selection of an auditing company to audit the 2024 Financial Statements.

Last year, the Board of Directors held 09 meetings and issued 09 Minutes and Resolutions. The issuance of Minutes and Resolutions ensured the correct procedures and processes in accordance with the provisions of law and the Company's Charter. The summary of the Resolutions is as follows:

- January 17, 2024, Dismissal of the position of Deputy General Director of the Company.
- March 5, 2024, Convening the 2024 Annual General Meeting of Shareholders
- May 4, 2024, Canceling the list of shareholders and extending the time to hold the 2024 Annual General Meeting of Shareholders;
- April 16, 2024, dismissing the position of Chief Accountant for Ms. Mai Thi Dung, appointing Ms. Nguyen Thi Thu Binh to hold the position of Acting Chief Accountant;
- June 7, 2024, Approving the documents of the General Meeting of Shareholders;
- June 24, 2024, approving the nomination of candidates for the Board of Directors;
- August 30, 2024, approving the borrowing and transactions at Vietnam Joint Stock Commercial Bank;
- September 26, 2024, approval of the Information Disclosure Regulation; - November 29, 2024, approval of capital mobilization from Ho Chi Minh City Development Joint Stock Commercial Bank (HDBank).

(Details of the Resolutions, decisions, and minutes of meetings are currently stored at the Board of Directors' Office and listed in detail in the 2024 governance report, which has been disclosed).

3. Results of implementation of duties and powers of the Board of Directors

Fully perform the functions and tasks as prescribed by the Law on Enterprises and the Company Charter; no member violates the law or professional ethics.

- Organize regular meetings to promptly issue important decisions, ensuring continuity and consistency in directing production and business activities.

- Monitor the performance of the Board of Directors (Executive Board) by analyzing financial reports, reporting on the progress of investment projects, as well as checking compliance with the law and internal procedures.

- Lead the right strategic direction, contributing to reducing the loss after tax in 2023 from (101.78) billion VND to only (27.2) billion VND in 2024.

- Promote the role of independent members, especially the Audit Committee, in assessing the transparency and legality of financial reports as well as operating procedures.

- Maintain stability in the Company's management apparatus, ensuring that there are no shareholder conflicts, conflicts of interest, or related legal issues.

- After being elected by the 2024 Annual General Meeting of Shareholders to add members, the Board of Directors has assigned tasks to each member based on the qualifications of each member in order to promote the capacity, intelligence and independence of each member. The Board of Directors operates in accordance with the Charter, Internal Regulations on Governance, Regulations on organization and operation of the Board of Directors approved by the General Meeting of Shareholders, ensuring the principles of centralization, democracy, collective leadership, and individual responsibility. The Board of Directors is always united and unified in will and action; in the meeting, there are debates and exchanges on issues with different opinions to reach consensus.

- The Board of Directors has fully prepared the program, content, and documents, convened and successfully organized the 2024 General Meeting of Shareholders, and the records and documents submitted to this General Meeting of Shareholders.

- Issue a plan to implement the Resolution of the 2024 General Meeting of Shareholders and direct and supervise the Executive Board in its implementation.;

- In order for the Company's business activities to be implemented quickly, without missing opportunities but still ensuring the requirements of independent and prudent management, the members of the Board of Directors have been proactive, responsible, and have enhanced the resolution of work through consultation, exchange, and asking for opinions in writing and by email..

- Regarding the selection of an auditor for the financial statements: The General Meeting authorized the Board of Directors to select an auditor for the financial statements for 2024, including the review of the Company's semi-annual financial statements, which is UHY Auditing and Consulting Company Limited.

- Regarding corporate governance: The Board of Directors has managed the Company in accordance with the provisions of law, the Company Charter, the Board of Directors Operating Regulations, the Internal Regulations on Corporate Governance, the Information Disclosure Regulations, and other Regulations and Regulations to ensure the interests of the Company and shareholders; creating favorable conditions for the Board of Directors to be proactive in production and business operations while still ensuring the management, direction, supervision, and prudence of the Board of Directors. On the other hand, the Board of Directors has directed the Executive Board to review, amend, supplement, and promptly issue regulations and regulations to ensure transparent operations.

- Regarding business performance:

- + In 2024, Total revenue reached: 133.3 billion VND

+ Profit after tax reached: (27.2) billion VND

In 2024, the Company's service business results were relatively good in the context of market fluctuations and business difficulties.

* Hotels and Villas: The number of guests staying at Hotels and Villas is still limited. The tourism - service industry in the region as well as in the locality has not yet fully recovered. In 2024, the flow of international visitors has not yet returned to the level before the outbreak of the epidemic. The total number of guests using accommodation services in 2024 reached over 39,470 people, still low compared to the current potential. The hotel room occupancy rate reached 31%.

* Royal International Convention Palace: After being completed and put into use from July 2022, the Royal International Convention Palace immediately became a venue that the locality in particular and the country in general prioritized for organizing major events of national and regional scale, welcoming many senior leaders of the Party, State and central ministries, corporations, and large enterprises. Typically: The 3rd APEC Business Advisory Council Conference (ABAC 3); East Asia Inter-Regional Tourism Forum (EATOF); Conference of the Ministry of Industry and Trade, Conference of the Vietnam Oil and Gas Group, General Department of Forestry, Round the World Yacht Race Conference, VCCI Conference, Ministry of Labor, Invalids and Social Affairs, Ministry of Public Security, Spring Meeting Conference of Secretaries of 4 border provinces and Guangxi Province - China... and many agencies and departments in the locality and neighboring provinces.

* International Club: The number of visitors to Royal Casino is still low. In 2024, the casino department still maintained 03 working shifts.

3. Performance of Independent Board Members

In 2024, Mr. Dau Quoc Dung, an independent member of the Board of Directors and Chairman of the Audit Committee, performed well in the role of independent supervision, supporting the improvement of transparency and efficiency in the Company's governance. Specifically as follows: Performing the function of independent supervision; Fully participating in meetings of the Board of Directors and the Audit Committee; Providing objective opinions on finance and risk management; Contributing to balancing the interests of shareholders, the Executive Board, and other stakeholders; Organizing meetings of the Audit Committee according to regulations; Monitoring the preparation and auditing of the 2024 Financial Statements.

The independent member of the Board of Directors found that the Company's Board of Directors did not make any decisions that infringed upon the rights and legitimate interests of small shareholders and minority shareholders while ensuring the balance and harmony of interests between groups of entities in the Company.

The Board of Directors assessed that Mr. Dau Quoc Dung had fulfilled his duties as an independent member of the Board of Directors well, fully ensuring the role of independent supervision, consulting, and criticism in 2024.

4. Board of Directors Performance Evaluation

- In 2024, under the direction and supervision of the Board of Directors, the Executive Board proactively implemented assigned plans, striving to overcome many difficulties in operation and management. Closely following the Resolutions of the General Meeting of Shareholders and the Resolutions of the Board of Directors to gradually stabilize business activities, meeting the goals, requirements, and directions of the General Meeting of Shareholders and the Board of Directors, the following results were achieved:

* Regarding business results: The Executive Board effectively implemented financial and business goals, completing the business target for 2024. Revenue reached 133.35 billion VND, and gross profit from sales reached 20.53 billion VND, reflecting the ability to operate flexibly, and optimize operating costs and resources.

* Regarding internal organization and management: The organizational management system is stable, with no errors in financial and human resource management. Direct and coordinate with specialized departments to ensure the smooth operation of the Company. Continue to maintain and amend internal processes in a professional and standardized manner.

* Regarding compliance with laws and internal regulations: There are no signs of law violations in the operations of the Executive Board. Financial reports and information disclosures are prepared on time, in accordance with regulations, transparently and honestly.

* Regarding the implementation of long-term strategies and orientations: upgrading the Villa area, some services and digital transformation are being researched and implemented.

* Recommendations: Although profits are high, the revenue structure is not really sustainable, it is necessary to continue to expand new revenue sources by exploiting new customer groups and leasing vacant commercial premises. Focus on developing successor personnel and risk management systems.

5. On the salary, remuneration and operating expenses of the Board of Directors

Based on the salary and remuneration of the Board of Directors approved by the 2024 General Meeting of Shareholders, the Board of Directors has paid salaries and remuneration to each member of the Board of Directors, taking into account full-time and part-time members to ensure savings. The total salary and remuneration of the Board of Directors paid in 2024 is VND 1,008,000,000, an average of VND 201,600,000/year/member, equal to 100% of the total remuneration approved by the 2024 General Meeting of Shareholders.

The payment of remuneration is made in accordance with the provisions of the Resolution of the General Meeting of Shareholders, ensuring transparency, publicity, and the right subjects.

Other expenses for members of the Board of Directors such as working means, travel, telephone, and meal allowance are in accordance with the regulations of the

company, ensuring maximum savings; in addition, the Board of Directors does not have any other expenses incurred.

II. ORIENTATION OF BOARD OF DIRECTORS' ACTIVITIES IN 2025

Entering 2025, the initial signs of the tourism and service industry are showing signs of improvement. The policies of the Government and localities will have a more or less positive impact on the tourism and service business activities of Quang Ninh province in general and the Company in particular. In this context, the Board of Directors of the Company has set out the following specific goals, directions and solutions:

1. On the implementation of duties and powers of the Board of Directors

In performing the function of managing the Company, the Board of Directors will fully exercise its rights and obligations in accordance with the provisions of law, the Company's Charter, the Board of Directors operating regulations, and the Resolutions of the General Meeting of Shareholders, for the benefit of the Company and shareholders. Lead and direct the effective implementation of the Resolutions and Decisions of the General Meeting of Shareholders, and at the same time issue timely and flexible Resolutions and Decisions for the Board of Directors and the executive apparatus to implement; direct more strongly and regularly inspect and supervise the implementation of such Resolutions and Decisions.

2. Administration

- Continue to review to develop new or amend, supplement internal regulations, rules, and procedures in accordance with the provisions of law and the Company's operations as a basis for strict governance, management, and operation, limiting risks for the enterprise, creating initiative in the operation of the Board of Directors. Continue to maintain and implement well the newly issued Regulations, Rules, and Regulations. Strengthen the supervision and direction of the Executive Board in monthly and quarterly production and business, striving to achieve and exceed the targets approved by the General Meeting of Shareholders.

- Implement digital transformation, and apply technology in governance and operation to achieve high efficiency.

- Enhance the role of specialized subcommittees at the Company such as the Finance Department, and Internal Audit Department. Communications Department, Cost Saving Department, Fire Prevention and Rescue Department, etc.

3. Business

- Actively seek new customers and maintain traditional customers who have cooperated with the Company for many years;

- Exploit customer sources, coordinate with airlines, domestic and foreign travel companies, to attract large enterprises, domestic and international tourists... to use the Company's services;

- Continue to exploit by leasing some commercial premises at the Hotel to increase revenue in addition to strengthening good cost control.

- Continue to maintain, consolidate, and develop close relationships with local authorities and agencies, seek support to develop business activities;;

4. Team building activities

- Restructure the human resources apparatus in a streamlined - efficient - professional manner, develop a human resources plan suitable to the actual situation of each stage; and have effective solutions to retain highly qualified human resources, while ensuring stable employment for workers.

- Effectively implement training and professional development plans for workers to gradually improve the quality of human resources. At the same time, recruit more qualified and experienced human resources to effectively operate, manage, and exploit the Hotel, Villa Area, Conference Palace, and restaurants.

5. Investment activities

- Proposing stimulus policies to increase revenue and profit sustainably.

The above is a report on the activities of the Board of Directors of the Company in 2024 and the strategic orientation for operations in 2025. With a tradition of nearly 30 years of construction and development and a spirit of solidarity and unity, the will to overcome difficulties, the Board of Directors believes that Hoang Gia International Joint Stock Company will soon overcome difficulties and challenges, and develop step by step.

The Board of Directors respectfully submits to the General Meeting of Shareholders for comments and consideration of the report.

Sincerely thank you!

ON BEHALF OF THE BOARD OF DIRECTORS

PRESIDENT



Chen Yu Chen



No. 02/BC-UBKT

Quang Ninh, April 23, 2025

ACTIVITY REPORT OF THE AUDIT COMMITTEE IN 2024

Dear Shareholders!

The Audit Committee consists of:

- Mr. Đậu Quốc Dũng: Independent Board Member, Chairman of Audit Committee.
- Mrs. Trần Gia Ngọc Phương: Member of Board of Directors, Member of Audit Committee.

I. Audit Committee Activities in 2024

1. Audit Committee Meetings:

In 2024, the Audit Committee held 02 regular meetings, with the participation of 2/2 members of the Audit Committee to discuss important issues related to financial activities and internal control of Hoang Gia International Joint Stock Corporation, and at the same time, made recommendations of the Audit Committee to the Executive Board on the Company's operations.

2. Supervise the activities of the Board of Directors

- The number and structure of members of the Board of Directors of Hoang Gia International Joint Stock Corporation are in accordance with the provisions of the Law on Enterprises 2020 and the provisions of Clause 4, Article 276 of Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities.

- In 2024, the Board of Directors held 09 meetings to discuss and approve important issues of the Company. The Board of Directors meetings were convened and conducted in accordance with the provisions on order and procedures prescribed in the Company's Charter and the provisions of the Law on Enterprises 2020.

- Remuneration, operating expenses, and other benefits of members of the Board of Directors and members of the Audit Committee in 2024 were paid by the Resolution of the 2024 Annual General Meeting of Shareholders dated June 28, 2024, and explained in the Company's 2024 Financial Statements.

3. Supervision of Financial statements

a. About financial statements:

- The company's quarterly and annual financial statements ensure honesty and

reasonableness before being submitted to the Board of Directors and the General Meeting of Shareholders.

- The financial statements have honestly and reasonably reflected the financial situation and business performance of the company in all important aspects.

- The coordination process between the Finance - Accounting Department, the independent auditing organization, and the Audit Committee is transparent, and fully informed, ensuring objectivity and efficiency.

b. Regarding the audit of the 2024 Financial Statements:

- The Audit Committee has coordinated with the Board of Directors to select UHY Auditing and Consulting Company Limited as the entity to review and audit the 2024 Financial Statements of Royal International Joint Stock Corporation. UHY Auditing and Consulting Company Limited is an auditing company approved by the State Securities Commission to audit public interest entities in the securities sector and is a highly reputable organization in the auditing industry. UHY Auditing and Consulting Company Limited has performed the audits of the Financial Statements by the scope and content agreed upon in the auditing service contract.

- The review and audit of the 2024 Financial Statements of Royal International Joint Stock Corporation was performed by the auditing company completely independently and objectively. The auditors performed the work independently and objectively, without detecting any conflicts of interest or signs affecting the integrity of the audit results of the Financial Statements.

4. Assessment of the Company's internal control and risk management system

- The Board of Directors and the Executive Board of Hoang Gia International Joint Stock Corporation have regularly followed market developments and built an internal control system that has been maintained at a stable level, with a clear organizational structure, suitable for the scale and field of operation of the Company.

- The inspection, supervision, and approval processes related to finance, procurement, contracts, and personnel have been implemented by internal regulations, contributing to improving governance efficiency, transparency of operations, and risk control in business operations.

- The internal audit department has conducted periodic inspections according to the annual plan approved by the Audit Committee and the Board of Directors, focusing on important areas such as finance and accounting, human resources, procurement, and operation of services of Hoang Gia Hotel.

- Some risks are well controlled such as legal risks, financial risks, and fire prevention and fighting safety. However, the management of operational risks and risks related to unusual events (natural disasters, health crises, business interruptions) requires increased updating and training for staff to minimize risks that may be encountered in hotel operations.

5. Compliance with the law

- The meetings of the Board of Directors were held in accordance with the prescribed procedures. The Board of Directors effectively supervised the activities of the Executive Board, monitored and supervised through reports, and regularly checked operational and financial indicators.

- The resolutions and decisions of the Board of Directors were implemented by the Executive Board promptly, by requirements, and in compliance with the law. The Executive Board also organized production and business activities by the plan approved by the General Meeting of Shareholders and the Board of Directors.

6. General assessment

- In 2024, the Audit Committee received close coordination and favorable conditions to perform its duties from the Board of Directors, the Executive Board, and the managers and employees of Hoang Gia International Joint Stock Corporation and was provided with full information and necessary documents to perform the functions of supervision and inspection, ensuring that the Company's business activities always follow the right direction and comply with the law.

- The internal control system is maintained and operates effectively, contributing to minimizing risks and improving the quality of operations of the Company's departments.

- The coordination between the Audit Committee and the Board of Directors, the Executive Board, and shareholders is assessed as effective, contributing to improving the quality of corporate governance and protecting the interests of stakeholders.

- Thanks to the good coordination of activities and information exchange between the Board of Directors, the Audit Committee, the Executive Board, and shareholders, in 2024, the business plans, resolutions, and decisions of the General Meeting of Shareholders and the Board of Directors were all agreed and supported by shareholders..

II. Recommendations and recommendations of the Audit Committee

With the role of independent supervision and protection of shareholders' rights, the Audit Committee would like to make proposals and recommendations to improve the effectiveness of corporate governance and enhance transparency in the operations of Hoang Gia International Joint Stock Corporation as follows:

- Due to several subjective and objective reasons, some contents have not been disclosed by the Company within the prescribed time. In 2025 and the following years, the Board of Directors, the Executive Board, and departments in the Company need to pay attention to the preparation and auditing of Financial Statements, preparation of Management Reports, and corporate governance documents to ensure completeness and timeliness to disclose information within the prescribed time limit. The information disclosure contents need to be fully displayed on the Company's official website, ensuring transparency and timeliness for shareholders to grasp.

- Continue to maintain the selection of reputable auditing units with audit experience for units operating in the hotel, tourism, and casino sectors to audit the Company's 2025 financial statements.

- Continue to improve the capacity of the internal audit department through training existing personnel and recruiting high-quality personnel.

III. Action Plan of the Audit Commission in 2025

- Supervise the preparation, review, audit, and disclosure of information for the 2025 Semi-Annual Financial statements, and 2025 Financial statements of Hoang Gia International Joint Stock Corporation, ensuring compliance with Vietnamese accounting standards and current legal regulations.

- Strengthen internal control and risk management, strengthen inspection and assessment of important business processes to detect and propose measures to minimize risks to the Company's management and business activities.

- Coordinate with the Board of Directors in implementing recommendations from the auditing organization and monitoring the implementation.

- Strengthen coordination with relevant parties, and establish a close coordination mechanism between the Audit Committee and the Board of Directors, the Executive Board, and functional departments in the Company to ensure effectiveness in the supervision and management of the Company.

The Audit Committee is committed to continuing to perform its supervisory role well, contributing to the sustainable and transparent development of Hoang Gia International Joint Stock Corporation. We respectfully submit to the General Meeting of Shareholders for consideration and approval of the full report.

Sincerely thank you, Shareholders./.

**CHAIRMAN OF THE AUDIT COMMITTEE
INDEPENDENT BOARD MEMBER**



Đâu Quốc Dũng

Hà Long, ngày 23 tháng 04 năm 2025

PROPOSAL

Regarding: “Approval of the Audited Financial Statements for 2023”

- Pursuant to the Law on Enterprises No. 59/2020/QH14,
- Pursuant to the Company's Charter of Organization and Operation;
- Pursuant to the audited financial statements for the year 2023 of the Company,

Dear Shareholders,

In 2023, global economic pressures such as high inflation and declining growth led to increases in cost of goods sold, selling expenses, and general administrative expenses, while consumer purchasing power declined due to tightened spending. The uneven recovery of tourism after the Covid-19 pandemic—especially in international markets—and intense competition from regional accommodation options directly impacted the Company's 2023 business results. The Company's Management actively sought every measure to stabilize operations; however, due to fierce competition in the regional service and tourism sectors, revenue did not improve compared to 2022. In 2023, the Company's profit after corporate income tax decreased by VND 41,313,527,793 compared to 2022.

Based on the minutes and resolution of the 2023 Annual General Meeting of Shareholders, the Board of Directors selected PwC Vietnam Co., Ltd. to audit the Company's 2023 financial statements. However, the extended review process affected the Company's ability to disclose information in accordance with legal regulations, resulting in RIC shares being subject to trading restrictions.

During the engagement with UHY Auditing and Consulting Co., Ltd.—the firm selected by the Board of Directors to audit the Company's 2024 financial statements—UHY also agreed to audit the Company's 2023 financial statements. Since the audit for the 2023 financial statements coincided with the time of organizing this year's Annual General Meeting, the Company's Executive Board engaged UHY Auditing and Consulting Co., Ltd. to carry out the 2023 audit. Following the submission of the audited 2023 financial statements, RIC shares resumed normal trading on the UPCOM stock exchange.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for ratification of the selection of UHY Auditing and Consulting Co., Ltd. as the auditor for the 2023 financial statements, and for approval of the 2023 audited financial statements conducted by UHY, with the summarized business results as follows:

No	Indicator	Actual in 2023 (VND)
1	Revenue	111.574.631.316
	Casino	66.739.185.151
	Hotel-villas	44.835.446.165
2	Profit after tax	(101.781.679.389)

*(The audited financial statement figures were published on the website:
<https://royalhalonghotel.com/vi/our-announcement/>)*

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



CHEN, YU-CHEN

Hà Long, ngày 23 tháng 04 năm 20253

PROPOSAL

Regarding: “Approval of the Audited Financial Statements for 2024”

- Pursuant to the Law on Enterprises No. 59/2020/QH14,
- Pursuant to the Company’s Charter dated June 30, 2024, as amended and supplemented on November 11, 2021,
- Pursuant to the audited financial statements for the year 2024 of the Company,

Dear Shareholders,

In 2024, the Company’s Board of Management actively sought all means to stabilize existing customer sources, explore new customers, promote sales channels, and improve service quality. As a result, revenue improved compared to 2023, and the after-tax profit for 2024 increased by VND 74,582,102,589 compared to 2023.

The Company’s Board of Directors submits to the General Meeting for approval of the 2024 Financial Statements audited by UHY Auditing and Consulting Co., Ltd. The summarized business results for 2024 are as follows:

No	Indicator	Implementation in 2023	Actual in 2024 (VND)
1	Revenue	111.574.631.316	133.354.210.704
	Casino	66.739.185.151	97.217.201.136
	Hotel-villas	44.835.446.165	36.137.009.568
2	Profit after tax	(101.781.679.389)	(27.199.576.800)

*(The audited financial statement figures were published on the website:
<https://royalhalonghotel.com/vi/our-announcement/>)*

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

CHEN, YU-CHEN

Ha Long, April 23 2025

PROPOSAL

Re: "Approval of the 2025 Business Plan"

- Pursuant to the Law on Enterprises No. 59/2020/QH14.
- Pursuant to the Company's Charter.

Dear Shareholders!

Based on the total revenue from sales, service provision, and business operations in 2024, and the market development plan for 2025, the Board of Directors of the Company estimates that the business results in 2025 will be profitable, specifically as follows:

Unit: USD

No	Criteria	2025 plan
1	Total revenue from sales, service provision, and business operations	7.223.094
2	Profit after tax	680.587

Above is the 2025 business plan of the Company.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



CHEN, YU-CHEN

Quang Ninh, April 23, 2025

PROPOSAL

*"Regarding the payment of remuneration and operational expenses
of the Board of Directors and Internal Audit Committee in 2025"*

To: The General Meeting of Shareholders of Hoang Gia International Corporation

Pursuant to the Law on Enterprises No. 68/2014/QH13 dated November 16, 2014;
Pursuant to the Charter of organization and operation of Hoang Gia International Corporation;

The Board of Directors of Hoang Gia International Corporation reports to the General Meeting of Shareholders on the payment of remuneration to the Board of Directors and the Audit Committee for 2024: implemented in accordance with the Resolution of the General Meeting of Shareholders in 2024;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the remuneration and operational expenses for the Board of Directors and the Audit Committee in 2025 as follows:

No.	Content	Amount (VND)
1	Total remuneration for the Board of Directors and Audit Committee 2025	1.008.000.000
2	Contingency for operational expenses of the BOD and Audit Committee 2025	281.700.000
	Total	1.289.700.000

The remuneration amount will be paid monthly and operational expenses will be reimbursed based on actual occurrence.

Respectfully submitted for consideration and approval.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN
CHEN, YU-CHEN





No. 2025.06/TT-HĐQT

Ha Long City, April 23, 2025

PROPOSAL

*(Re: Selection of an auditing firm to audit the financial statements in 2025
of Royal International corporation)*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Securities Law;
- Pursuant to the Company's Charter of Royal International corporation;

Dear Shareholders!

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the selection of an independent auditing firm to audit the Company's financial statements in 2025, with the following criteria:

- The auditing firm must be an independent auditing company on the list approved by the Ministry of Finance to audit public interest entities in the auditing field;
- The auditing firm must have experience in auditing financial statements of companies operating in the hospitality sector.

The Board of Directors submits this proposal to the General Meeting of Shareholders for approval and authorization for the Board to decide and select an auditing firm that meets the above criteria approved by the General Meeting of Shareholders to review and audit the Company's semi-annual and annual financial statements 2025.

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

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

Đặng Quốc Dũng