



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

Số/No.: 38/TCO- CBTT

TP. Hồ Chí Minh, ngày 20 tháng 06 năm 2025
HCM city, June 20, 2025

CÔNG BỐ THÔNG TIN TRÊN
CỔNG THÔNG TIN ĐIỆN TỬ
CỦA ỦY BAN CHỨNG KHOÁN
NHÀ NƯỚC VÀ SGDCK TP.HCM

DISCLOSURE OF INFORMATION ON
THE STATE SECURITIES
COMMISSION'S PORTAL AND
HOCHIMINH STOCK EXCHANGE'S PORTAL

Kính gửi/ To:

- Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*
- Sở Giao dịch chứng khoán TP.HCM/ *Hochiminh Stock Exchange*

1. Tên tổ chức / Organization name: CÔNG TY CỔ PHẦN TCO HOLDINGS

- Mã chứng khoán/ *Security Symbol*: TCO
- Địa chỉ trụ sở chính/ *Address*: Lầu 10, Vietcombank Tower, Số 5 Công Trường Mê Linh, Phường Bến Nghé, Quận 1, Thành phố Hồ Chí Minh, Việt Nam
- Điện thoại/ *Telephone*: 076 806 4686
- Người thực hiện công bố thông tin/ *Submitted by*: Ông/ Mr. Bùi Lê Quốc Bảo

Loại thông tin công bố : ☐ định kỳ ☒ bất thường ☐ 24h ☐ theo yêu cầu

Information disclosure type: ☐ Periodic ☒ Irregular ☐ 24 hours ☐ On demand

2. Nội dung thông tin công bố (*)/ Content of Information disclosure (*):

- Nghị quyết, Biên bản họp ĐHĐCĐ thường niên 2025 của Công ty cổ phần TCO Holdings tổ chức ngày 20/06/2025. / *Resolution, Minutes of the 2025 Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company held on June 20, 2025.*

3. Công ty đã đăng tải các tài liệu này trên website tại địa chỉ/ We have also posted these documents on our website at: <https://tcoholdings.vn/vn/quan-he-nha-dau-tu.html>.

Chúng tôi 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 declare that all information provided in this paper is true and accurate; we shall be legally responsible for any misrepresentation.*

NGƯỜI ĐẠI DIỆN THEO PHÁP LUẬT
LEGAL REPRESENTATIVE



BÙI LÊ QUỐC BẢO

**RESOLUTION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
TCO HOLDINGS JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to the Charter on Organization and Operation of TCO Holdings Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders No. 02/2025/BBH-ĐHĐCĐ dated 20/06/2025.

RESOLVES

Article 1: Approval of the 2024 Report on the Activities of the Board of Directors and the 2025 Business Plan

Article 2: Approval of the 2024 Report on the Activities of the Independent Board Member in the Audit Committee and the 2025 Business Plan

Article 3: Approval of the Report of the Company's General Director on the 2024 Business Performance and the 2025 Business Plan

Article 4: Approval of Proposal No. 01 on the Audited 2024 Consolidated and Separate Financial Statements

Article 5: Approval of Proposal No. 02 on the 2024 Business Performance Results and 2024 Profit Distribution

Article 6: Approval of Proposal No. 03 on the 2025 Business Plan

Article 7: Approval of Proposal No. 04 on the Remuneration of the Board of Directors

Article 8: Approval of Proposal No. 05 on the Selection of the Audit Firm for the 2025 Financial Statements

Article 9: Approval of Proposal No. 06 on Related Party Transactions

Article 10: Approval of Proposal No. 07 on the Dismissal and Election of Additional Members of the Board of Directors for the Remaining Term 2023-2028



▪ **Approval of the dismissal of the member of the Board of Directors:**

Mr. Tran Anh Dung - Member of the Board of Directors cum Chairman of the Audit Committee

▪ **Approval of the list of candidates for members of the Board of Directors, including:**

- Mr Vo Ngoc Thiem *(Curriculum Vitae attached)*

RESULTS OF THE ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS:

Full name	Title	Number of votes	Voting percentage
Vo Ngoc Thiem	Independent Member of the Board of Directors	19.829.964	100%

Mr. Vo Ngoc Thiem was elected as a member of the Board of Directors, meeting the criteria and conditions to become an independent member of the Board of Directors.

The Resolution was fully approved by the 2025 Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company at the meeting. The Board of Directors, the General Director, and relevant individuals are responsible for implementing this resolution. This resolution is effective from the date of signing.

Recipients:

- *Shareholders' Meeting;*
- *Board of Directors, General Director;*
- *Information disclosure;*
- *Archive.*

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



NGUYEN HOANG NAM

MEETING MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

- Company Name : TCO Holdings Joint Stock Company.
(hereinafter referred to as “the Company”)
- Head Office Address : 10th Floor, Vietcombank Tower, No. 5 Cong Truong Me Linh Street, Ben Nghe Ward, District 1, Ho Chi Minh City.
- Business Code : 0200793081, registered for the 21st amendment by the Department of Planning and Investment of Ho Chi Minh City on 24/12/2024.
- Start Time : 08:30 A.M. on June 20, 2025.
- Meeting Format : In-person congress.
- Meeting Venue : Me Linh Hall 2&3 - 1st Floor, Renaissance Riverside Hotel Saigon, 8-15 Ton Duc Thang Street, Ben Nghe Ward, District 1, Ho Chi Minh City.

PART I: ATTENDEES

1. The Company's Board of Directors and Board of Management, including the following members:

- Mr. Nguyen Hoang Nam - Chairman of the Board of Directors
- Mr. Bui Le Quoc Bao - Member of the Board of Directors cum General Director
- Mr. Tran Anh Dung - Member of the Board of Directors
- Mr. Nguyen The An – Chief Accountant

2. Attendees:

Shareholders/Proxies of shareholders who have completed the registration procedures for attendance as stipulated in the Company's Charter of Organization and Operation.

3. Representative of the independent audit firm - Ernst & Young Vietnam Limited.

PART II: OPENING OF THE MEETING

1. Report on Delegate Eligibility Verification

- Reporter: Ms. Hoang Dieu My - Head of the Delegate Eligibility Verification Committee
- Report Content:



- Total number of shareholders invited: All shareholders named in the shareholder list as of 05/05/2025, owning 31.320.622 shares equivalent to 31.320.622 voting rights of TCO Holdings Joint Stock Company.
- At 09 hour 00 minute, the number of delegates attending the General Meeting: 23 delegates, representing 19.829.792 voting rights, accounting for 63,3123 % of the total voting rights of all shareholders with voting rights.

Based on the provisions of current law and the Company's Charter, the Annual General Meeting of Shareholders 2025 of TCO Holdings Joint Stock Company is duly qualified to proceed.

2. Flag Salute, Declaration of Reason

3. Introduction of the Presidium, including:

Mr. Nguyen Hoang Nam - Chairman of the Board of Directors, Chairman of the General Meeting

Mr. Bui Le Quoc Bao - Member of the Board of Directors

Mr. Tran Anh Dung - Member of the Board of Directors

4. The Chairman introduces the General Meeting Secretariat, including:

Ms. Lu Kieu An - Head of Department

Mr. Le Vinh Phuc – Member

The General Meeting proceeded with open voting and unanimously approved the personnel of the General Meeting Secretariat.

5. The Chairman introduces and approves the Vote Counting Committee, including:

Mr. Nguyen Viet Anh - Head of the Vote Counting Committee

Ms. Cao Thi My Anh - Member of the Vote Counting Committee

The General Meeting proceeded with open voting and unanimously approved the personnel of the Vote Counting Committee.

6. Ms. Lu Kieu An, on behalf of the Presidium, approved the Working Regulations at the General Meeting.

The General Meeting proceeded with open voting and unanimously approved the working regulations.

7. Ms. Lu Kieu An, on behalf of the Presidium, approved the Regulations on Nomination, Candidacy, and Election of additional members to the Board of Directors for the remaining term of 2023-2028 at the General Meeting.

The General Meeting proceeded with open voting and unanimously approved the Election Regulations.

8. Ms. Lu Kieu An, on behalf of the Presidium, approved the General Meeting Agenda.

The General Meeting proceeded with open voting and unanimously approved the General Meeting Agenda.

Detailed voting results for the following contents: approval of the Presidium, Secretariat, Vote Counting Committee, General Meeting Agenda, Working Regulations, and Election Regulations at the General Meeting are as follows:

From the opening time until 9 hour 30 minute, the number of delegates attending the General Meeting: 23 delegates, representing 19.829.792 voting rights, accounting for 63,3123 % of the total voting rights of all shareholders with voting rights.

➤ Voting Results:

Total number of valid ballots: 23 representing 19.829.792 voting rights, accounting for 100% of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 23 representing 19.829.792 voting rights, accounting for 100% of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.

PART III: MEETING AGENDA

A. THE GENERAL MEETING HEARS REPORTS

Content 01: Report on the Board of Directors' activities in 2024 and Business Plan for 2025

Presenter: Mr. Nguyen Hoang Nam - Chairman of the Board of Directors

Content 02: Report on the activities of the Independent Board Member in the Audit Committee in 2024 and Business Plan for 2025

Presenter: Mr. Tran Anh Dung – Independent Board Member

Content 03: Report of the Company's Board of Management on the business performance in 2024 and Business Plan for 2025

Presenter: Mr. Bui Le Quoc Bao – General Director

B. THE GENERAL MEETING HEARS THE CONTENTS OF THE PROPOSALS

Content 04: Proposal No. 01 on Approving the Audited Consolidated and Separate Financial Statements for 2024

Presenter: Mr. Bui Le Quoc Bao – General Director

Content 05: Proposal No. 02 on Business Performance in 2024 and Profit Distribution for 2024

Presenter: Mr. Bui Le Quoc Bao – General Director

Content 06: Proposal No. 03 on Business Plan for 2025

Presenter: Mr. Bui Le Quoc Bao – General Director

Content 07: Proposal No. 04 on Board of Directors' Remuneration

Presenter: Mr. Bui Le Quoc Bao – General Director

Content 08: Proposal No. 05 on Selecting an Audit Firm for the 2025 Financial Statements

Presenter: Mr. Nguyen Hoang Nam - Chairman of the Board of Directors

Content 09: Proposal No. 06 on Related Party Transactions

Presenter: Mr. Nguyen Hoang Nam - Chairman of the Board of Directors

Content 10: Proposal No. 07 on Dismissal and Election of Additional Board Members for the Remaining Term 2023-2028

Presenter: Mr. Nguyen Hoang Nam - Chairman of the Board of Directors

PART IV. SHAREHOLDER OPINIONS:

The discussion content at the General Meeting has been recorded by the Secretariat in the **Appendix** attached to these Minutes.

PART V. SHAREHOLDER VOTING

From the opening time until 10 h 30 am, the number of delegates attending the General Meeting: 27 delegates, representing 19.829.964 voting shares, accounting for 63,3128 % of the total voting shares of all shareholders with voting rights.

Statistics on ballots issued, ballots collected, and ballots not collected:

Total number of voting ballots issued: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.
In which:

Total number of voting ballots collected: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.

Total number of voting ballots not collected: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting

The General Meeting heard presentations and voted by secret ballot on the following contents:

Content 1: Approval of the Board of Directors' 2024 Activity Report and 2025 Activity Plan

➤ Voting results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 26 representing 19.825.776 voting rights, accounting for 99,9789 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 1 representing 4.188 voting rights, accounting for 0,0211 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 1 was approved with a ratio of 99,9789 % of the total voting shares of shareholders attending and voting.

Content 2: Approval of the 2024 Activity Report of the independent Board of Directors member in the Audit Committee and 2025 Activity Plan

➤ Voting results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 2 was approved with a ratio of 100 % of the total voting shares of shareholders attending and voting.

Content 3: Approval of the Company's General Director Board Report on the 2024 Business Performance and 2025 Activity Plan

➤ Voting results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 26 representing 19.825.776 voting rights, accounting for 99,9789 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 1 representing 4.188 voting rights, accounting for 0,0211 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 3 has been approved with a ratio of 99,9789 % of the total voting shares of shareholders attending and voting.

Content 4: Approval of Proposal No. 01 on the Audited Consolidated and Separate Financial Statements for 2024.

➤ Voting Results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 4 has been approved with a ratio of 100% of the total voting shares of shareholders attending and voting.

Content 5: Approval of Proposal No. 02 on Business Performance Results for 2024 and Profit Distribution for 2024.

➤ Voting Results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 5 has been approved with a ratio of 100 % of the total voting shares of shareholders attending and voting.

Content 6: Approval of Proposal No. 03 on the Business Production Plan for 2025.

➤ Voting Results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 26 representing 19.825.776 voting rights, accounting for 99,9789 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 1 representing 4.188 voting rights, accounting for 0,0211 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 6 has been approved with a ratio of 99,9789 % of the total voting shares of shareholders attending and voting.

Content 7: Approval of Proposal No. 04 on the Remuneration of the Board of Directors.

➤ Voting Results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 26 representing 19.825.776 voting rights, accounting for 99,9789 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 1 representing 4.188 voting rights, accounting for 0,0211 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 7 has been approved with a ratio of 99,9789 % of the total voting shares of shareholders attending and voting.

Content 8: Approval of Proposal No. 05 on the Selection of an Audit Firm for the 2025 Financial Statements

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 8 has been approved with a ratio of 100 % of the total voting shares of shareholders attending and voting.

Content 9: Approval of Proposal No. 06 on Related Party Transactions

For this content, the number of shares with voting rights (after excluding 1 voting vote of a shareholder with related interests: Mr. Bui Le Quoc Bao owns 6.315.107 shares) is: 13.514.857 shares

The vote counting results after excluding voting rights are as follows:

Total number of valid ballots: 26 representing: 13.514.857 voting shares, accounting for: 100 % of the total voting shares of shareholders attending and voting, of which:

- *Total number of approving ballots: 26 representing: 13.514.857 voting shares, accounting for: 100 % of the total voting shares of shareholders attending and voting.*
- *Total number of dissenting ballots: 0 representing: 0 voting shares, accounting for: 0 % of the total voting shares of shareholders attending and voting.*
- *Total number of abstaining ballots: 0 representing: 0 voting shares, accounting for: 0 % of the total voting shares of shareholders attending and voting.*

Total number of invalid ballots: 0 representing: 0 voting shares, accounting for: 0 % of the total voting shares present at the meeting.

Thus, Content 9 has been approved with a ratio of 100 % of the total voting shares of shareholders attending and voting.

Content 10: Approval of Proposal No. 07 on the Dismissal and Election of Additional Board of Directors Members for the Remaining Term of 2023-2028

➤ Voting results:

Total number of valid ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting, in which:

- *Total number of approved ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing 0 voting rights, accounting for 0% of the total voting rights of the shareholders attending and voting.

Thus, Content 10 has been approved with a percentage of 100% of the total voting shares of shareholders attending and voting.

ELECTION RESULTS:

At 10 h 38 am, shareholders attending the General Meeting: 27 shareholders and shareholder representatives, owning and representing ownership of 19.829.964 voting shares, accounting for 63,3128 % of the Company's total voting shares, proceeded with the election with the following results:

Total number of ballots issued: 27 representing 19.829.964 voting shares, accounting for 100 % of the total voting rights of the shareholders attending and voting.

Total number of ballots collected: 27 representing 19.829.964 voting shares, accounting for 100 % of the total voting rights of the shareholders attending and voting.

Total number of ballots not collected: 0 representing 0 voting shares, accounting for 0% of the total voting rights of the shareholders attending and voting.

Total number of valid ballots: 27 representing 19.829.964 voting shares, accounting for 100 % of the total voting rights of the shareholders attending and voting.

Total number of invalid ballots: 0 representing 0 voting shares, accounting for 0% of the total voting rights of the shareholders attending and voting.

Full Name	Nominated Position	Number of Votes	Voting Rate
Mr. Vo Ngoc Thiem	Member of BOD	19.829.964	100%

Thus, Mr. Vo Ngoc Thiem has been elected as a member of the Board of Directors, meeting the standards and conditions to become an independent member of the Board of Directors.

PART VI: APPROVAL OF THE MEETING MINUTES

From the opening time until 10 h 38 am, the number of delegates attending the General Meeting: 27 delegates, representing 19.829.964 voting shares, accounting for 63,3128 % of the total voting shares of all shareholders with voting rights.

Presenter: Ms. Lu Kieu An read the meeting minutes.

The General Meeting voted and unanimously approved the full text of the minutes of the 2025 Annual General Meeting of Shareholders, with the voting results as follows:

Total number of valid ballots: 27 representing: 19.829.964 voting shares, accounting for: 100 % of the total voting rights of the shareholders attending and voting, of which:

- *Total number of approved ballots: 27 representing 19.829.964 voting rights, accounting for 100 % of the total voting rights of the shareholders attending and voting.*
- *Total number of disapproved ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*
- *Total number of abstained ballots: 0 representing 0 voting rights, accounting for 0 % of the total voting rights of the shareholders attending and voting.*

Total number of invalid ballots: 0 representing: 0 voting shares, accounting for: 0 % of the total voting rights of the shareholders attending and voting.

These minutes are made in 03 copies and kept at TCO Holdings Joint Stock Company.

The General Meeting concluded at 12:00 A.M. on the same day.

ON BEHALF OF THE SECRETARIAT

SECRETARY



LU KIEU AN

ON BEHALF OF THE PRESIDIUM

CHAIRPERSON



NGUYEN HOANG NAM

APPENDIX SHAREHOLDER OPINIONS

(Attached to Minutes of the 2025 Annual General Meeting of Shareholders No. 02/2025/BBH-DHDCD dated 20/06/2025)

Shareholder 1: NGUYEN CHI THAN – TCO 001139

Rice prices have fallen sharply compared to last year and are at a low. They are expected to have difficulty increasing until the end of 2025. How do such rice price fluctuations affect TCO's business results? What solutions does the business have to limit the impact of negative developments in rice prices?

Mr. Bui Le Quoc Bao – CEO:

- We believe that Vietnam's rice exports in 2025 are likely to decrease both in volume and price compared to 2024. The room for rice exports in 2025 is very limited given that the 2024 baseline is already high, while there are many adverse factors affecting the market, especially with India easing its rice export restrictions. In 2025, rice prices may be lower than those in 2023-2024 and could even be lower than in 2022 or only slightly higher. At the end of the calendar year, many major rice-growing countries, including Vietnam, began their harvest season, specifically the Winter-Spring harvest, causing Vietnamese rice prices to fall quickly. Importers are also cautious to ensure compliance with legal issues as inspection teams visit, leading them to limit new orders. At the same time, importers are exploring many new sources, so they are not in a hurry to sign contracts with Vietnam. Therefore, the number of year-end orders signed at the beginning of this year is not very large. We assess that the supply this year is also quite abundant.
- TCO is currently operating in the drying, milling, and polishing stages within the rice value chain, which are the safest stages in the value chain. However, due to limited export potential, this also affects TCO's customers and indirectly impacts TCO itself.
- However, the rice industry is still an essential sector related to national food security, so the Government continues to prioritize stability, continuously amend and supplement decrees and create conditions for development.
- The new policies are expected to open up favorable directions for businesses, including support for penetrating new markets such as Ghana, Ivory Coast and China. At the same time, the Government are also proposing to open credit rooms to ensure working capital for seasonal production.
- Assessing the overall situation remains challenging, so TCO has set a cautious plan, progressing step by step steadily according to the established roadmap.

Shareholder 2: TRAN THI MY HA – TCO 001152

The business plan for the 2025 fiscal year targets revenue of 3,000 billion VND and net profit after tax of 44 billion VND. How does the company assess the execution of this plan for the remaining two quarters? Why is the profit margin so low?

Mr. Nguyen The An – Chief Accountant

- In the first quarter, the company's revenue reached 488 billion and profit after tax reached 33 billion.
- In 2025, it will be a transitional year changing the financial reporting period (from December 31 to September 30), so the company has only 2 quarters to achieve revenue of 2.5 trillion and net profit of 11 billion. The company sets these goals based on expectations:
 - ✓ The company will acquire an additional rice milling and polishing factory;
 - ✓ The Summer-Fall season takes place from June to September and is expected to yield positive results.

- ✓ The profit target is set cautiously, aiming to meet shareholder expectations while ensuring safety and stability for the Company's operations.

TCO has completed the acquisition of the Enterprise Tower office building. In the first quarter, office rental revenue was quite high, with a good profit margin. So how does the investment in this building contribute to TCO's overall business results?

Mr. Nguyen The An – Chief Accountant

- The real estate sector is identified as a supportive area for the Company's core business activities. Owning real estate assets not only offers potential future appreciation but also serves as important collateral when the business engages with banks.
- For the rice trading industry, working capital is a key factor. However, in the context of awaiting further supportive policies from the Government, banks currently place great emphasis on collateral when considering loan approvals. Therefore, investing in real estate will help the business strengthen its financial capacity and enhance its ability to access capital to support production and business operations.

The rice sector has high revenue but thin profit margins, and many enterprises in the market are affected. So, does TCO have any potential or advantages for continued development?

Mr. Nguyen The An – Chief Accountant

- In recent years, the government has paid special attention to the agricultural sector, especially the rice industry, with many policies being implemented to promote sustainable development for this strategic commodity.
- At TCO, we participate in the rice value chain in processes such as drying, milling, and polishing, with low profit margins but less impact from fluctuations in material or raw material prices.
- Unlike large enterprises that expand across the entire value chain from cultivation, fertilizer supply, and materials to processing, TCO's strategy in the early stages is to select the most stable stages to build a solid development foundation.
- After consolidating its position in the current links, the company will consider expanding into the next stages of the rice industry's value chain, with the highest goal of ensuring safety and investment efficiency, providing sustainable benefits for shareholders.

Shareholder 3: PHAM PHAN HONG NGOC – TCO 1140

Currently, does TCO engage in direct rice export activities? If so, what proportion does this segment account for in the current revenue structure? At the same time, has the company been granted a rice export license?

Mr. Nguyen Hoang Nam, Chairman of the Board: Currently, we are actively completing the procedures to obtain a rice export license and are very hopeful about receiving this license soon. Once we have the license, TCO will be able to export directly to major partners with whom TCO has established close cooperation. Direct exporting will help eliminate intermediaries, significantly improving profit margins. We expect that export activities will contribute about 30% of total revenue in the near future.

Mr. Bui Le Quoc Bao - CEO: The process of obtaining an export license for TCO has reached 80%, with the remaining 20% awaiting feedback from the Import-Export Department (Ministry of Industry and Trade). TCO hopes to receive the direct rice export license by the end of June or early July.



TCO HOLDINGS JOINT STOCK COMPANY

Address: 10th Floor, Vietcombank Tower, No. 05 Cong Truong Me Linh,
Ben Nghe Ward, District 1, HCMC
Phone: 076 806 4686 Website: tcoholdings.vn

AGENDA

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

I. TIME AND VENUE:

- **Time:** 08:30 A.M, Friday, June 20, 2025
- **Venue:** Me Linh 2&3 Hall - 1st Floor, Renaissance Riverside Hotel Saigon, 8-15 Ton Duc Thang Street, Ben Nghe Ward, District 1, Ho Chi Minh City

II. AGENDA:

Time	Content
8:30 – 8:45	Welcoming guests and verifying the status of delegates and shareholders: <ul style="list-style-type: none">• Welcoming delegates and shareholders;• Verifying the status of delegates, distributing voting cards, ballot papers, election ballots, and meeting documents.
8:45 – 9:00	Opening the Meeting: <ul style="list-style-type: none">• Report on the verification of the status of delegates attending the Meeting;• Statement of reasons, introduction of the Chairperson;• Approval of the Working Regulation; Regulation on nomination, candidacy, and election of additional members of the Board of Directors for the remaining term 2023-2028.• The Chairperson introduces and approves the list of the Presidium, the Delegate Status Verification Committee, and the Vote Counting Committee;• Approval of the Meeting program;
9:00 – 10:00	The Board of Directors and Board of Management present the following contents: <ul style="list-style-type: none">• Report on the activities of the Board of Directors in 2024 and the activity plan for 2025;• Report on the activities of the independent member of the Board of Directors in the Audit Committee in 2024 and the activity plan for 2025;• Report of the Company's Board of Management on the production and business performance in 2024 and the activity plan for 2025.
	Contents of the Submissions to the Meeting: <ul style="list-style-type: none">• Proposal No. 01 Approval of the audited consolidated and separate financial statements for 2024;• Proposal No. 02 Production and business performance results in 2024 and Profit distribution for 2024;• Proposal No. 03 Production and business plan for 2025;• Proposal No. 04 Remuneration of the Board of Directors;• Proposal No. 05 Selection of the audit firm for the 2025 financial statements;

Time	Content
	<ul style="list-style-type: none"> • Proposal No. 06 Submission on related party transactions; • Proposal No. 07 Dismissal and election of additional members of the Board of Directors for the remaining term 2023-2028; • Other contents (if any).
	Meeting discussion
10:00 – 10:15	Voting instructions and Voting on the reports and submissions
10:15 – 10:45	Announcement of voting results
10:45 – 10:50	Election instructions and conducting the election of additional members of the Board of Directors
10:50 – 11:05	Break - Counting voting ballots
11:05 – 11:15	Announcement of voting ballots
11:15 – 11:30	<p>The Secretariat reads the draft Meeting Minutes and General Meeting of Shareholders Resolution;</p> <p>The Meeting votes to approve the content of the Meeting Minutes and General Meeting of Shareholders Resolution.</p>
11:30 – 11:50	Announcement of the Closing.

**WORKING REGULATION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
TCO HOLDINGS JOINT STOCK COMPANY**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*
- *Law on Securities No. 54/2019/QH14 dated 26/11/2019 and accompanying sub-law documents;*
- *Decree No. 155/2020/ND-CP Detailing the Implementation of a Number of Articles of the Law on Securities passed on 31/12/2020;*
- *Charter on Organization and Operation of TCO Holdings Joint Stock Company;*
- *Internal Corporate Governance Regulation of TCO Holdings Joint Stock Company.*

To ensure the successful organization of the 2025 Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company, the Board of Directors develops the working regulation, principles of conduct, and voting procedures for the Meeting for the General Meeting of Shareholders to approve as follows:

1. PURPOSE

- To ensure that the procedures, principles of conduct, and voting at the Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company are carried out in accordance with regulations and achieve good success.
- The Resolutions of the General Meeting of Shareholders shall express the unified will of the General Meeting of Shareholders, meet the aspirations and interests of shareholders, and comply with the law.

2. APPLICABLE SUBJECTS AND SCOPE

- **Applicable Subjects:** All shareholders, representatives (authorized persons) of shareholders owning shares of TCO Holdings Joint Stock Company, and invited guests attending the Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company must comply with and adhere to the provisions of this Regulation, the Company's Charter, and current legal provisions.
- **Scope of Application:** This Regulation shall be used for organizing the 2025 Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company.

3. EXPLANATION OF TERMS/ABBREVIATIONS

- Company : TCO Holdings Joint Stock Company
- BOD : Board of Directors
- Organizing Committee : Organizing Committee



- GMS : General Meeting of Shareholders
- Delegate : Shareholders, representatives (authorized persons)
- Meeting : General Meeting of Shareholders

4. REGULATION CONTENT

4.1 Conditions for convening the General Meeting of Shareholders

- The meeting of the General Meeting of Shareholders shall be convened when the number of attendees represents over 50% of the total voting shares.
- In case the required number of attendees is not met within thirty (30) minutes from the scheduled opening time of the meeting, the meeting convener shall cancel the meeting. The notice for the second meeting must be re-convened within thirty (30) days from the date scheduled for the first General Meeting of Shareholders. The second convened General Meeting of Shareholders shall only be held when the attending members are shareholders and their authorized representatives representing at least 33% of the total voting shares.
- In case the second meeting cannot be held due to the insufficient number of attendees within thirty (30) minutes from the scheduled opening time, the meeting convener has the right to cancel the meeting. The notice for the third meeting must be sent within twenty (20) days from the date scheduled for the second meeting, and in this case, the General Meeting of Shareholders shall be held regardless of the number of attending shareholders and the proportion of voting shares of the attending shareholders.

4.2 Conditions for shareholder attendance

Shareholders with voting rights of the Company according to the list finalized as of 05/05/2025 are entitled to attend the GMS; they may attend directly or authorize their representative to attend. In case there is more than one authorized representative as stipulated by law, the number of shares represented by each representative must be specifically determined.

4.3 Guests at the Meeting

- These are the Company's management positions, guests, and members of the Meeting Organizing Committee who are not Company shareholders but are invited to attend the Meeting.
- Guests do not participate in speaking at the Meeting *(unless invited by the Meeting Chairperson, or having registered in advance with the Meeting Organizing Committee and received the consent of the Meeting Chairperson)*.

4.4 Delegates attending the Meeting must comply with the following regulations

- Be punctual, dress politely and formally, comply with security checks (if any), personal identification documents, etc., as required by the Meeting Organizing Committee.
- Receive documents and papers for the Meeting at the reception area before the Meeting hall.
- Late delegates have the right to register immediately and then have the right to participate and vote immediately at the Meeting. The Chairperson is not responsible for stopping the Meeting

to allow late delegates to register their attendance; the voting results on matters that have been voted on before such delegates arrived will not be affected.

- Keep phones on vibrate mode or turned off, and go outside to talk if necessary.
- No smoking, maintain order in the Meeting room.
- Comply with the regulations of the Organizing Committee and the Chairperson presiding over the Meeting.
- In case any delegate fails to comply with the inspection regulations or the aforementioned measures and regulations, the Chairperson, after careful consideration, may refuse or expel such delegate from the Meeting venue to ensure the Meeting proceeds normally according to the planned agenda.

4.5 Chairperson and Presiding Board

- The Presiding Board consists of the Chairperson and Members.
- The Chairman of the Board of Directors shall act as Chairperson or authorize another member of the Board of Directors to act as Chairperson of the General Meeting of Shareholders convened by the Board of Directors.
- In case the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one among them to act as Chairperson of the meeting based on the majority principle.
- In other cases, the person who signed the notice convening the General Meeting of Shareholders shall preside over the meeting for the General Meeting of Shareholders to elect the Chairperson of the meeting, and the person with the highest number of votes shall be appointed as the Chairperson of the meeting.
- The Chairperson has the right to take necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda and reflecting the will of the majority of attendees.
- The Chairperson has the right to postpone the General Meeting of Shareholders which has a sufficient number of registered attendees for a maximum of no more than 03 working days from the scheduled opening date of the meeting, and may only postpone the meeting or change the meeting venue in accordance with the provisions of Clause 8, Article 146 of the Law on Enterprises.
- Duties of the Presiding Board:
 - Preside over the activities of the Company's General Meeting of Shareholders according to the agenda proposed by the Board of Directors and approved by the General Meeting of Shareholders;
 - Guide delegates and the Meeting in discussing the contents on the agenda;
 - Present drafts and conclude necessary matters for the Meeting to vote on;
 - Answer questions requested by the Meeting;

- Resolve issues arising during the Meeting.
- Working principles of the Presiding Board: The Presiding Board works on the principle of collectivity, democratic centralism, and decision-making by majority.

4.6 Meeting Secretary

- The Chairperson shall appoint one or more persons to act as Secretary of the meeting.
- Duties and Powers:
 - Record fully and accurately the content of the Meeting;
 - Receive registration forms for speaking from Delegates;
 - Prepare the Meeting Minutes and draft the Resolution of the General Meeting of Shareholders;
 - Assist the Chairperson in disclosing information related to the General Meeting of Shareholders and notifying Shareholders in accordance with the law and the Company's Charter;
 - Other duties as required by the Chairperson.

4.7 Vote Counting Committee

- The General Meeting of Shareholders shall elect one or more persons to the Vote Counting Committee upon the proposal of the Chairperson of the meeting. Candidates participating in nomination or self-nomination (when conducting elections) shall not be members of the Vote Counting Committee.
- Duties of the Vote Counting Committee:
 - Disseminate the principles, regulations, and instructions on how to vote and elect.
 - Review and report to the Meeting cases of violation of voting or election regulations or complaints regarding voting or election results;
 - Count and record voting ballots and election ballots, prepare the vote counting minutes, announce the results; submit the minutes to the Chairperson.

4.8 Shareholder Eligibility Verification Committee

- The Shareholder Eligibility Verification Committee of the Meeting consists of 03 persons, including 01 Head and 02 member, introduced to the Meeting by the Chairperson.
- Duties of the Shareholder Eligibility Verification Committee:
 - Verify the credentials and status of shareholders and shareholder representatives attending the meeting.
 - The Head of the Shareholder Eligibility Verification Committee shall report to the General Meeting of Shareholders on the attendance of shareholders. If the meeting has a sufficient number of shareholders and authorized representatives entitled to attend the meeting representing over 50% of the total voting shares, the Company's General Meeting of

Shareholders shall be held.

4.9 Speaking at the Meeting

- Delegates attending the Meeting who wish to speak must obtain the consent of the Chairperson of the Meeting. Delegates shall speak concisely and focus on the key issues for discussion, in accordance with the agenda approved by the Meeting, or submit their opinions in writing to the Meeting Secretary for compilation and reporting to the Chairperson.
- The Chairperson of the Meeting shall arrange for delegates to speak in the order of registration, and simultaneously address shareholders' questions at the Meeting or record them for a written response later.

4.10 Voting on issues at the Meeting

4.10.1 Principles

- All issues on the agenda and content of the Meeting must be discussed and voted on openly by the General Meeting of Shareholders.
- Voting Cards, Voting Ballots, and Election Ballots are printed by the Company, stamped with a seal, and delivered directly to delegates at the meeting (along with the GMS attendance documents). The Voting Card, Voting Ballot, and Election Ballot clearly state the delegate code, full name, number of shares owned, and authorized voting shares of that delegate.
- The Chairperson shall propose the forms of voting for each issue on the agenda for the Meeting to approve.
- Forms of voting are as follows:
 - o Voting by raising Voting Cards: This form is used to approve issues such as: Meeting Agenda; Meeting Working Regulations; Regulations on nomination, self-nomination, and election of additional members of the Board of Directors for the remaining term 2023-2028; Presidium Personnel; Vote Counting Committee Personnel; approval of the Meeting Minutes, Meeting Resolution, and other contents at the Meeting (if any);
 - o Voting by filling in the Voting Slip: this method is used to approve the Reports and proposal at the General Meeting.

4.10.2 Voting method

- o Representatives shall vote to Approve, Disapprove, or Abstain on an issue put to a vote at the General Meeting by raising their Voting Card or filling in the options on the Voting Slip corresponding to the contents requiring a vote as stipulated in Section 4.10.1.
- o When voting by raising the Voting Card, the front side of the Voting Card must be raised high towards the Presidium. If a representative does not raise the Voting Card during all three voting instances (Approve, Disapprove, or Abstain) for an issue, they shall be

deemed to have voted in favor of that issue. If a representative raises the Voting Card more than one (01) time when voting Approve, Disapprove, or Abstain on an issue, it shall be considered an invalid vote. For voting by raising the Voting Card, members of the Shareholder Eligibility Verification Committee/Vote Counting Committee shall mark the representative code and the corresponding number of votes for each shareholder who Approves, Disapproves, Abstains, or casts an Invalid vote.

- When voting by filling in the Voting Slip, for each content item, representatives shall select one of the three options “Approve”, “Disapprove”, or “Abstain” pre-printed on the Voting Slip by marking “X” or “✓” in the chosen box. After completing all contents requiring a vote at the General Meeting, representatives shall submit the Voting Slip to the sealed ballot box at the General Meeting according to the instructions of the Vote Counting Committee. The Voting Slip must bear the representative's signature and full name.

4.10.3 Validity of the Voting Slip

- **A valid Voting Slip** is a slip according to the pre-printed form issued by the Organizing Committee of the General Meeting, bearing the Company's red seal, without erasure, alteration, tearing, damage, etc., without any content added other than what is stipulated for this slip, and must have the signature, below which the full handwritten name of the attending representative must be provided.

On the voting slip, the voting content (Reports, Proposal) is valid when the representative marks one (01) of the three (03) voting boxes.

- **Invalid Voting Slip:**
 - Writing additional content on the voting slip;
 - A voting slip not according to the pre-printed form issued by the Organizing Committee of the General Meeting, a slip without the Company's red seal or that has been erased, altered, or has content added other than what is stipulated for the voting slip, a slip without a signature, or without the representative's full name, in which case all voting content on the voting slip is invalid.

4.10.4 Voting rules

Each 01 (one) ordinary share is equivalent to one voting right. Each attending representative representing one or more voting rights will be issued a Voting Card and a Voting Slip.

- As of the shareholder record date (05/05/2025), the total shares of the Company are: 31,320,622 shares equivalent to 31,320,622 voting rights.
- Issues requiring a vote at the General Meeting shall only be approved when they receive the approval of shareholders owning over 50% of the total votes of all attending shareholders participating and voting at the meeting. Specifically, in some cases of voting issues regulated

in Clause 3 Article 25 of the Company Charter, approval from 65% or more of the total votes of all attending shareholders participating and voting at the meeting is required.

- Note:

- Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions valued at 35% or more (of the total asset value of the Company recorded in the most recent financial statements; these contracts or transactions are only approved when the number of shareholders/authorized representatives holding 65% or more of the remaining total voting shares vote in favor (pursuant to Clause 4, Article 167, Law on Enterprises 2020).
- Shareholders/authorized representatives of shareholders holding 51% or more of the total voting shares or persons related to such shareholders do not have the right to vote on contracts and transactions valued at more than 10% (of the total asset value of the Company recorded in the most recent financial statements) between the Company and such shareholders (pursuant to Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020).

4.10.5 Recording Voting and Election Results

- At the Meeting, the General Meeting of Shareholders will approve the Vote Counting Committee.
- The Vote Counting Committee is responsible for collecting voting ballots and election ballots.
- The Vote Counting Committee will check the number of votes for approve, disapprove, abstent for each item and is responsible for recording, compiling statistics, and reporting the voting results at the GMS.

4.11 Election of the Board of Directors

The election of members of the BOD must be conducted in accordance with the Regulations on Nomination, Candidacy, and Election of additional members of the BOD for the term 2023 – 2028 and approved by the General Meeting of Shareholders at the meeting.

4.12 Minutes and Resolutions of the GMS

All contents at the General Meeting of Shareholders must be recorded by the Meeting Secretary in the Minutes of the General Meeting of Shareholders. The Minutes of the General Meeting of Shareholders must be read and approved before the closing of the Meeting.

5. Implementation

- All delegates, representatives, and guests attending the Meeting are responsible for fully complying with the provisions stipulated in these Regulations, the current regulations, internal rules, and management regulations of the Company, and relevant legal provisions.
- The convener of the GMS has the right to:
 - Request all attendees to undergo inspection or other security measures;

- Request the competent authorities to maintain order during the meeting; expel individuals who do not comply with the Chairperson's authority, deliberately disrupt order, obstruct the normal proceedings of the meeting, or fail to comply with security screening requirements from the General Meeting of Shareholders.
- Matters not specifically regulated in these regulations shall be uniformly applied in accordance with the provisions of the Company's Charter, the Law on Enterprises 2020, and current state legal documents.

These regulations shall take effect immediately after being approved by the GMS of the Company.

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

Recipients:

- GMS;
- Members of the BOD, BOM;
- Archive: AD, Secretary.



NGUYEN HOANG NAM

**REGULATION ON NOMINATION, CANDIDACY, ELECTION OF
ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS FOR THE
REMAINING TERM 2023 - 2028
TCO HOLDINGS JOINT STOCK COMPANY**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;*
- *Law on Securities No. 54/2019/QH14 dated 26/11/2019 and accompanying sub-law documents;*
- *Decree 155/2020/ND-CP Detailing the implementation of a number of articles of the Law on Securities adopted on 31/12/2020;*
- *Charter on Organization and Operation of TCO Holdings Joint Stock Company;*
- *Internal Regulation on Corporate Governance of TCO Holdings Joint Stock Company.*

The General Meeting Vote Counting Committee announces the Regulation on nomination, candidacy, and election of additional members of the Board of Directors at the 2025 Annual General Meeting of Shareholders of TCO Holdings Joint Stock Company as follows:

I. Explanation of terms/abbreviations:

- Company : TCO Holdings Joint Stock Company
- BOD : Board of Directors
- OC : Organizing Committee
- GMS : General Meeting of Shareholders
- Delegates : Shareholders, representatives (authorized persons)

II. Chairperson of the Meeting:

The Chairperson of the Meeting is responsible for presiding over the election with the following specific tasks:

- Introducing the list of nominees and candidates for the Board of Directors;
- Supervising voting and vote counting;
- Resolving complaints about the election (if any).

III. Regulation on Nomination and Candidacy for the Board of Directors:

- Number of Board of Directors members: 01 person
- Term: 2023 – 2028
- Maximum number of Board of Directors candidates: Unlimited

1. Right to Nominate and Candidacy for the Board of Directors:

Shareholders or groups of shareholders holding from 5% to less than 10% of the total voting shares are entitled to nominate one (01) candidate; from 10% to less than 30% are entitled to nominate up to two (02) candidates; from 30% to less than 40% are entitled to nominate up to three (03) candidates; from 40% to less than 50% are entitled to nominate up to four (04) candidates; from 50% to less than 60% are entitled to nominate up to five (05) candidates; from 60% to less than 70% are entitled to nominate up to six (06) candidates; from 70% to less than 80% are entitled to nominate up to seven (07) candidates; and from 80% to less than 90% are entitled to nominate up to eight (08) candidates.

Nominated candidates must meet the criteria specified in section 2 below.

In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to a mechanism stipulated by the company in the Internal Regulation on Corporate Governance.

2. Criteria for candidates participating in the Board of Directors: *Candidates participating in the Board of Directors must fully meet the following criteria and conditions (according to Article 155 of Law on Enterprises 59/2020/QH14, Decree 155/2020/ND-CP)*

- Having full civil act capacity and not being subject to prohibition from managing enterprises as stipulated in Clause 2, Article 17 of Law on Enterprises 59/2020/QH14;
- Having professional qualifications and experience in business administration or in the company's business sector, industry, or profession and not necessarily being a shareholder of the company;
- Must not be a person with family relationships (spouse, natural father, natural mother, adoptive father, adoptive mother, father-in-law (husband's side), mother-in-law (husband's side), father-in-law (wife's side), mother-in-law (wife's side), natural child, adopted child, son-in-law, daughter-in-law, full brother, full sister, full sibling, brother-in-law (sister's husband), brother-in-law (brother's wife), sister-in-law (brother's wife), sister-in-law (sister's husband), wife's full brother, husband's full brother, wife's full sister, husband's full sister, wife's full sibling, husband's full sibling) with the General Director and other managers of the company; with the manager, person with authority to appoint the manager of the parent company;
- A member of the company's Board of Directors may concurrently be a member of the Board of Directors of no more than 05 other companies.

IV. Election Principles:

- Strictly comply with the provisions of law and the Company Charter.
- Voting rights are calculated based on the number of shares owned or represented. The election results are calculated based on the number of voting shares of attending shareholders.
- For each election, a shareholder representative may only use one ballot corresponding to the number of shares owned or represented.
- The Vote Counting Committee shall be nominated by the Presiding Board and approved by the General Meeting. Members of the Vote Counting Committee shall not be named in the list of nominations and candidates for the Board of Directors or the Supervisory Board.

V. Voting Method:

- The list of candidates for the Board of Directors is arranged in alphabetical order by name, with full first and last names written on the ballot paper.
- Voting Method: (According to Clause 3, Article 148 of the Law on Enterprises 2020)
 - Cumulative voting method shall be applied: accordingly, each shareholder has a total number of voting shares corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors.
 - Attending representatives have the right to cast all of their total votes for one or several candidates.
 - Each attending shareholder shall be issued one ballot paper for the Board of Directors. Upon receiving the ballot paper, representatives must check the information recorded on the ballot paper; if there are any errors, they must immediately notify the Vote Counting Committee.
 - In case additional candidates arise on the day of the meeting, representatives may contact the Vote Counting Committee to request a new ballot paper and must return the old one (before casting it into the ballot box).
 - How to fill in the Ballot Paper:
 - ✓ Representatives shall vote for a maximum number of candidates equal to the number of members to be elected;
 - ✓ If casting all votes for one candidate or distributing all votes evenly among candidates, representatives shall mark the “Cumulative Voting (Even)” box for the corresponding candidates.
 - ✓ If casting an uneven number of votes for each candidate, representatives shall clearly write the number of votes in the “Number of Votes” box for the corresponding candidates.

Note:

In case a representative both marks the “Cumulative Voting (Even)” box and writes the number in the number of votes box, the result shall be taken from the number of votes in the “Number of Votes” box.

- The ballot papers shall be placed in the ballot box which has been sealed before the vote counting begins.
- Valid ballot paper: is a ballot paper printed according to template issued by the organizing committee, bearing the Company's red seal, without any erasure, alteration, or additional content other than what is prescribed for the ballot paper.
- The following ballot papers shall be considered invalid:
 - Adding other content to the ballot paper;

- Ballot paper not according to the printed template issued by the organizing committee, ballot paper without the company's red seal, or which has been erased, altered, or has added content other than what is prescribed for the ballot paper;
 - The number of candidates voted for by the representative is greater than the number of members to be elected;
 - Ballot paper where the total number of votes for the candidates by the representatives is greater than the total allowed votes;
 - Lacking the signature and full name of the attending representative.
- After the voting concludes, the vote counting shall be conducted under the supervision of the Vote Counting Committee and shareholder representatives (if necessary).
 - The Vote Counting Committee is responsible for preparing the vote counting minutes, announcing the results, and together with the presiding board, resolving shareholders' questions and complaints (if any).
 - The ballot papers, after being counted, shall be stored according to regulations and opened upon the request of the company's General Meeting of Shareholders.

VI. Principles for electing candidates:

- Elected persons are determined by the number of votes received, ranked from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached.
- In case two (02) or more candidates receive the same number of votes for the last member position, a re-election will be conducted among the candidates who received an equal number of votes.
- If the result of the first election does not yield the required number of elected members, elections will continue until the required number of members is elected.

VII. Documents for nomination and candidacy for election to the Board of Directors:

Documents for candidacy and nomination for election to the Board of Directors include:

- Application for candidacy/nomination for election to the Board of Directors (*as per form*).
- Curriculum Vitae (*as per form*).
- Copies of the following documents: ID Card/Citizen ID Card/Passport.
- Degrees and certificates proving educational level and professional qualifications (if any).

The person nominating a candidate for the Board of Directors shall be responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the content in their submitted documents.

Please submit the documents to TCO Holdings Joint Stock Company before **04:00 P.M. on June 9, 2025**, at the following address:

Office of TCO Holdings Joint Stock Company

***Regulation on Nomination, Candidacy, Election of the Board of Directors for the remaining term
2023 – 2028***

Address: 10th Floor, Vietcombank Tower, No. 5 Cong Truong Me Linh Street, Ben Nghe Ward, District 1, Ho Chi Minh City

Phone: 0768 064 686

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

This regulation shall take effect immediately upon approval by the General Meeting of Shareholders.

ON BEHALF OF THE BOARD OF DIRECTORS

Recipient:

- GMS;
- BOD Members, Board of Management;
- Archive: Office, Secretary.



CHAIRMAN

NGUYEN HOANG NAM



**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024,
OPERATIONAL DIRECTION FOR 2025**

**To: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
TCO HOLDINGS JOINT STOCK COMPANY;**

Dear Esteemed Shareholders!

The Board of Directors (BOD) of TCO Holdings Joint Stock Company reports to the General Meeting of Shareholders (GMS) on the BOD's activities in 2024 and the operational direction and tasks for 2025 of TCO Holdings Joint Stock Company, specifically as follows:

I. BOD MEMBER STRUCTURE IN 2024

The BOD of TCO Holdings Joint Stock Company currently has 03 members, including 01 independent BOD member. The BOD structure is quite balanced among members with knowledge and experience in governance, agriculture, and finance, while also ensuring that at least 1/3 of the BOD members are independent BOD members and do not participate in executive management to ensure independence and objectivity in the BOD's operations. The list of BOD members in 2024 is as follows:

No.	Member of the Board of Directors	Position	Date of commencement/cessation as a member of the Board of Directors	
			Appointment Date	Dismissal Date
1	Mr. Pham Anh Tuan	Chairman of the BOD	18/11/2023	12/09/2024
2	Mr. Tran Anh Dung	Independent Member of the BOD	18/11/2023	
3	Mr. Bui Le Quoc Bao	Member of the BOD	18/11/2023	
4	Mr. Nguyen Hoang Nam	Chairman of the BOD	12/09/2024	

The activities of the BOD members are assigned specific tasks, and they collectively participate in supervising, directing, and urging the Company's Executive Board to implement the Resolutions of the GMS and the BOD.

All BOD members comply with the regulations limiting the concurrent holding of BOD positions in other companies.

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

The Company's BOD performed its duties in 2024 in accordance with its functions, powers, and assigned tasks. The BOD's activities were carefully considered, complying with the Enterprise Law,



the Company Charter, and internal corporate governance regulations, ensuring objectivity, transparency, alignment with the strategic direction for the Company's overall development, and respecting the legitimate rights and interests of shareholders. The key issues are as follows:

- BOD members are assigned specific tasks, performing the role of leading, directing, managing, and supervising the Company's operations;
- Supervising the implementation of the 2024 business plan and executing the contents approved by the GMS;
- The BOD ensures the number of BOD meetings and the number of attending members;
- Holding quarterly BOD meetings to evaluate and propose solutions for managing production and business activities, as well as amending and supplementing the Company's rules and regulations to comply with legal provisions and the Company Charter;
- The BOD directed and supervised the executive board in developing the production and business plan and investment plan for 2025, along with implementation solutions;
- Supervising the Company's divestment and investment activities in its subsidiaries;
- Supervising the activities of the General Director;
- Supervising the preparation of separate financial statements and the consolidation of the Company's financial statements with those of its subsidiaries;
- Reviewing and strengthening corporate governance activities and risk control activities.

1. Summary of Board of Directors Meetings

In 2024, the BOD held 29 regular and extraordinary meetings, conducted in person with the full participation of members. The BOD meetings were organized and conducted in accordance with the Company Charter and were unanimously approved by 100% of the attending members, with records maintained as required.

Through these meetings, the Board of Directors issued 29 Resolutions related to production and business management, dividend payments, approval decisions, and other decisions. The resolutions and decisions issued by the Board of Directors were agreed upon and consented to by the members and were consistent with the Company Charter. Specifically as follows:

No.	Resolution/Decision Number	Date	Content	Approval Rate
1	01/2024/NQ-HDQT	30/01/2024	Approve transactions with Related Persons in 2024.	100%
2	02.1/2024/NQ-HDQT	23/02/2024	Approve the plan to ensure share issuance complies with foreign ownership limits.	100%
3	02.2/2024/NQ-HDQT	23/02/2024	Approve the implementation of the plan to issue shares to swap shares for shareholders of An Vi Import Export Corporation.	100%
4	02.3/2024/NQ-HDQT	23/02/2024	Approve the registration dossier for issuing shares to swap shares for shareholders of An Vi Import Export Corporation.	100%
5	03/2024/NQ-HDQT	27/02/2024	Approve the record date for exercising the right to attend the General Meeting of	100%

			Shareholders.	
6	04/2024/NQ-HDQT	27/02/2024	Reassign duties and issue the Regulation on Information Disclosure.	100%
7	05/2024/NQ-HDQT	07/03/2024	Adjust the registration file for share issuance to swap shares for shareholders of An Vi Import Export Corporation.	100%
8	06/2024/NQ-HDQT	28/03/2024	Extend the time for holding the 2024 Annual General Meeting of Shareholders.	100%
9	07/2024/NQ-HDQT	03/05/2024	Approve the content and documents for the 2024 Annual General Meeting of Shareholders.	100%
10	08/2024/NQ-HDQT	08/05/2024	Approve the implementation of the share issuance plan.	100%
11	09/2024/NQ-HDQT	08/05/2024	Approve the registration file for share issuance to swap shares for shareholders of An Vi Import Export Corporation.	100%
12	10/2024/NQ-HDQT	29/05/2024	Approve the termination of the operation of the representative office in Thanh Hoa province and the business location in Hanoi of the company.	100%
13	11/2024/NQ-HDQT	24/06/2024	Select the audit firm for the 2024 Financial Statements.	100%
14	11.2/2024/NQ-HDQT	24/06/2024	Contribute additional capital to TCO Real Estate Joint Stock Company.	100%
15	12/2024/NQ-HDQT	04/07/2024	Approve the record date for exercising the right to attend the 2024 Extraordinary General Meeting of Shareholders	100%
16	13/2024/NQ-HDQT	10/07/2024	Issue the regulation on Capital Representative of TCO Holdings Joint Stock Company	100%
17	14/2024/NQ-HDQT	16/07/2024	Temporarily suspend the implementation of the registration file for share issuance to swap shares for shareholders of An Vi Import Export Corporation	100%
18	15/2024/NQ-HDQT	30/07/2024	Guarantee by TCO Holdings Joint Stock Company for the debt obligations of TCO Real Estate Joint Stock Company	100%
19	15.2/2024/NQ-HDQT	30/07/2024	Receive the transfer of contributed capital in Enterprise Investment Limited Liability Company	100%
20	16/2024/NQ-HDQT	01/08/2024	Approve the content of the 2024 Extraordinary General Meeting of Shareholders	100%

21	17/2024/NQ-HDQT	16/08/2024	Change company logo, seal	100%
22	18/2024/NQ-HDQT	20/08/2024	Approve the resignation letter of a member of the Board of Directors	100%
23	19/2024/NQ-HDQT	28/08/2024	Terminate the operation of Ho Chi Minh City Branch	100%
24	20/2024/NQ-HDQT	12/09/2024	Change key personnel	100%
25	21/2024/NQ-HDQT	18/09/2024	Implement the plan to increase charter capital through share issuance to pay dividends, issue shares from owner's equity according to the 2024 Extraordinary General Meeting of Shareholders Resolution	100%
26	22/2024/NQ-HDQT	28/10/2024	Adjust Resolution No. 21/2024/NQ-HDQT dated September 18, 2024 of the Board of Directors	100%
27	23/2024/NQ-HDQT	31/10/2024	Guarantee by TCO Holdings Joint Stock Company for the debt obligations of TCO Logistics One Member Limited Liability Company	100%
28	24/2024/NQ-HDQT	04/11/2024	Approve the record date for exercising the right to receive stock dividends and the right to receive shares issued from increasing charter capital from the company's equity	100%
29	25/2024/NQ-HDQT	29/11/2024	Issue the company's organizational chart	100%
30	26/2024/NQ-HDQT	30/11/2024	Approve the results of share issuance for dividend payment and share issuance for increasing charter capital from equity, Amendment to the Enterprise Registration Certificate and Amendment to the Company's Charter of Organization and Operation; Register additional shares at Vietnam Securities Depository and Clearing Corporation (VSDC) and register additional listing of shares at Ho Chi Minh City Stock Exchange (HOSE)	100%
31	27/2024/NQ-HDQT	10/12/2024	Approve the Plan for Private Placement of Convertible Bonds in 2024	100%
32	28/2024/NQ-HDQT	10/12/2024	Approve the registration dossier for the private placement of convertible bonds in 2024	100%
33	29/2024/NQ-HDQT	30/12/2024	Approve the organization of obtaining shareholder opinions in writing	100%

2. Activities of the independent members of the Board of Directors and the independent members' evaluation results of the Board of Directors' activities

The independent member of the Board of Directors, who is also the Chair of the Audit Committee, is responsible for the following matters:

- Monitoring the implementation status of the General Meeting of Shareholders' Resolutions;
- Monitoring the reasonableness and validity of business activities in accordance with the resolutions of the 2024 General Meeting of Shareholders;
- Monitoring the operational and management activities of the General Director;
- Monitoring risk management and compliance implementation;
- The members of the Board of Directors fully participated in the meetings, performed their roles correctly, and proposed many solutions to develop and improve the Company's development strategies.

❖ **Independent Board of Directors member's evaluation:** *The independent member of the Board of Directors did not identify any significant risks arising in the compliance with laws, the Charter, and the Company's governance.*

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

In 2024, the General Director organized and managed the Company's business operations in strict compliance with the provisions of law, the Charter, the Governance Regulations, the Company's Internal Regulations, as well as the Resolutions of the General Meeting of Shareholders and the Board of Directors.

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

The salaries and remuneration of each member of the Board of Directors are disclosed in the audited 2024 Financial Statements, specifically as follows:

Full Name	Position	Remuneration and Salary (VND)
Mr. Nguyen Hoang Nam	Chairman of the BOD	18,166,667
Mr. Bui Le Quoc Bao	Member of the BOD	430,402,031
Mr. Tran Anh Dung	Independent Member of the BOD	36,000,000
Mr. Pham Anh Tuan	Chairman of the BOD (dismissed 12/09/2024)	795,324,122
TOTAL		1,279,892,820

III. REPORT ON TRANSACTIONS

1. Transactions between the company, its subsidiaries, companies controlled by the public company holding 50% or more of the Charter Capital, and members of the Board of Directors and their related persons:

Related Party	Transaction Content	Value (VND)
TCO Real Estate	Capital Contribution	260,000,000,000
	Lending	4,800,000,000
	Repaying Loan	4,800,000,000
	Dividend	4,080,050,000
	Receiving Dividend	2,286,700,000
	Providing Services	360,000,000
Nam An Group Corporation	Purchasing Goods	13,641,200,000
	Borrowing	4,606,000,000
	Repaying Loan	4,606,000,000
	Loan Interest	157,604,547
TCO Logistics	Dividend	10,150,290,000
	Receiving Dividend	7,116,870,000
	Providing Services	270,000,000
	Lending	7,000,000
	Repaying Loan	7,000,000
TCO Agri	Dividend	9,657,700,000
	Receiving Dividend	7,319,520,000
	Providing Services	1,254,000,000
	Lending	1,254,000,000
	Repaying Loan	360,000,000
Mr. Bui Le Quoc Bao	Repaying Loan	3,431,558,000
	Business Trip Advance	50,943,424
	Advance Repayment	30,371,345
	Borrowing Money	-
Mr. Pham Anh Tuan	Business Trip Expenses	295,370,678
	Business Trip Advance	251,500,000
	Advance Repayment	74,865,231
	Payment on Behalf	50,866,400
Ms. Lu Kieu An	Business Trip Advance	21,320,800
Mr. Nguyen The An	Advance for business trip expenses	10,000,000

2. Transactions between the company and companies in which a member of the Board of Directors was a founding member or a business manager within the last 03 years prior to the transaction date:

Related party	Transaction content	Value (VND)
New Star Food Processing Joint Stock Company (related party of Mr. Nguyen Hoang Nam)	Goods purchase	4,914,000,000

IV. ACTIVITIES OF THE AUDIT COMMITTEE

The specific activities of the Audit Committee in 2024 are as follows:

- Monitoring the business operations and financial status of the Company and its member companies;
- Reviewing separate Financial Statements; consolidated Financial Statements for the quarters in 2024 and for the entire year 2024;
- Monitoring compliance with laws, adherence to the Company Charter, and implementation of Resolutions that have been approved by the Board of Directors, the General Director, and management levels;
- Evaluating the operational effectiveness of the internal governance system by reviewing internal control and risk management reports;
- Monitoring the preparation of the corporate governance status report.

V. CONTENTS APPROVED IN GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS BUT NOT YET IMPLEMENTED

+ Convertible bond issuance plan:

On 12/09/2024, the Resolution of the 2024 Extraordinary General Meeting of Shareholders No. 02/2024/NQ-ĐHĐCĐ approved the 2024 private placement convertible bond issuance plan.

On 07/02/2025, the Resolution of the General Meeting of Shareholders by written opinion No. 01/2025/NQ-ĐHĐCĐ approved the cancellation of the 2024 private placement convertible bond issuance plan and simultaneously approved the 2025 private placement convertible bond issuance plan.

Currently, the dossier for the 2025 private placement convertible bond issuance plan is in the process of explaining related contents of the issuance plan to the State Securities Commission.

VI. BOARD OF DIRECTORS' OPERATIONAL DIRECTION FOR 2025

With the orientation of becoming a multi-industry investment group developing based on 3 main pillars: agriculture with a focus on rice; transportation, logistics services with a focus on river transport and real estate with a focus on office leasing, the Board of Directors identified a number of main plans and goals:

- Complete the restructuring process, 03 main business lines all operate stably and effectively;
- Complete the Financial Management, Operation Management and Risk Management systems in a professional, transparent and effective manner to ensure the sustainable development of the enterprise;
- Search and attract institutional investors to participate in co-investment, international credit

institutions to finance to ensure sustainable financial resources, promote growth and expand business activities;

- Focus on developing, increasing production scale and capturing the rice market;
- Search for potential M&A targets to complete the ecosystem. Cooperate and associate with reputable domestic and foreign partners to enhance existing values as well as develop new projects.

The above is a summary report of the Board of Directors' activities regarding the Board of Directors' Activity Report for 2024, and the Operational Direction for 2025.

Submitted to the General Meeting of Shareholders for consideration and approval!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HOANG NAM

**REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS IN
THE AUDIT COMMITTEE**

**To: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
TCO HOLDINGS JOINT STOCK COMPANY**

The independent member of the Board of Directors presents the report to the General Meeting of Shareholders on activities in 2024 as follows:

1. List of Independent Members of the Board of Directors

As of the reporting date, the composition of the Board of Directors of TCO Holdings Joint Stock Company includes 1/3 independent members (accounting for 33% of the total number of members of the Board of Directors), in compliance with the provisions of the Law on Enterprises No. 59/2020/QH14 and also in compliance with the provisions in Clause 4, Article 276 of Decree 155/2020/ND-CP guiding the Law on Securities, as well as the Company's Charter and relevant Regulations.

The list of independent members of the Board of Directors ("BOD") during the year and as of the date of this report is as follows:

No.	Full name	Position at the Company	Appointment date	Dismissal date
1	Tran Anh Dung	Independent Member of the Board of Directors, Chairman of the Audit Committee	18/11/2023	

2. Report of the Independent Member of the Board of Directors in the Audit Committee

2.1 Assessment of the activities of the Board of Directors and the Executive Board

The independent member of the Board of Directors has supervised the activities of the Board of Directors and the Board of Management during the fiscal year 2024 in the following specific aspects:

► ***Financial reporting, business performance, and financial status of the Company:***

- The financial statements prepared and disclosed have truthfully and reasonably reflected the financial status of the Company, in compliance with Vietnamese Accounting Standards, Vietnamese Corporate Accounting System, and relevant legal provisions regarding the preparation and presentation of financial statements;
- The auditing firm, Ernst & Young Viet Nam Limited was selected to ensure reliability, truthfulness, compliance with audit deadlines, adherence to professional regulations, and to ensure independence and objectivity when providing audit opinions;
- Resolutions and decisions were issued validly, within authority, and in compliance with the information disclosure requirements for listed companies;
- Business results in 2024:

Unit: Million VND

Indicator	Plan 2024	Actual 2024	Actual 2024 / Plan 2024	Actual 2024 / Actual 2023
Consolidated revenue	2,500,000	3,538,240	141.5%	12.000.9%
Consolidated profit after tax	25,000	21,274	85.1%	235.4%

2.1 Assessment of the activities of the Board of Directors and the Board of Management

► *Compliance with regulations on organizing BOD meetings:*

- The BOD has fully complied with the provisions of law and the Company's Charter in its operation and management;
- BOD meetings were convened and conducted in strict accordance with the procedures and formalities stipulated in the Company's Charter. The contents of the BOD meetings were fully reported, discussed, and evaluated in a spirit of openness, fairness, transparency, and prudence to provide the best directions and solutions for the Company;
- In 2024, the BOD held 29 meetings, which were fully attended by BOD members who demonstrated high responsibility and contributed opinions to the discussion topics. Minutes were prepared for the meetings, and Resolutions were issued for implementation.
- The decisions of the BOD at the meetings were in compliance with legal provisions, the Company's Charter, the Internal Regulations on Corporate Governance, the Resolutions of the Annual and Extraordinary General Meetings of Shareholders ("GMS") and were consistent with the strategies approved and reported at the GMS.

► *Supervisory activities over the Board of Management:*

- In 2024, the General Director fully fulfilled the responsibility of reporting, explaining, and disclosing information regarding business performance in a complete and transparent manner. The General Director complied with the requirements for submitting and seeking opinions on matters within the approval authority of the Board of Directors at the Board of Directors meetings;
- The Audit Committee did not detect any unusual cases in the operations of the General Directors and other management personnel of TCO Holdings Joint Stock Company.
- The Audit Committee believes that the management personnel of TCO Holdings Joint Stock Company have demonstrated high responsibility in their operations and have proactively developed business plans suitable for the domestic and international situation.

► *Internal Audit Board Supervision Activities:*

- The Internal Audit Board has fully and correctly performed its responsibilities and authorities; in accordance with the fundamental principles, standards, and professional ethics principles of Internal Audit ("IA") as stipulated by law, the Company's IA regulations, IA procedures, and IA methods.

► *The Company's Internal Control and Risk Management System:*

- The Board of Directors and the Company's Board of Management have regularly monitored market developments, forecasted, and proposed suitable business plans to mitigate economic risks, legal risks, industry-specific risks, and other risks.
- The Company's Board of Management has reviewed, supplemented, and newly issued documents, including regulations on the organization and operation of specialized departments, and regulations related to operational activities, to enhance the effectiveness of the internal control system.

- The Independent Board Member identified changes in legal regulations related to the activities of Board Members and the Audit Committee; Advised the Board of Directors on an organizational structure/method suitable for the new legal regulations, market practices, and the Company's needs.
 - Through periodic assessment, the Internal Audit Board conducted risk-oriented Internal Audit and made recommendations to improve the Company's management processes and risk management activities.
- **Transactions between the Company, its subsidiaries, companies controlled by the public company holding 50% or more of the Charter Capital, and Board of Directors Members and their related persons**
- In the year 2024, the Company signed and executed transaction contracts with member companies, all with a value less than 10% of the Company's total assets recorded in the latest financial statements. The signing and execution of contracts complied strictly with the provisions of the Company Charter. Details of these transactions were disclosed by the Company in the audited 2024 financial statements, the 2024 Corporate Governance Report, and information disclosure was carried out in accordance with regulations.
 - The Company has complied with relevant regulations regarding the approval authority, monitoring, and disclosure of Transactions between Company insiders, their related persons, and the Company or its subsidiaries. These transactions were disclosed in accordance with legal regulations.
 - **Transactions between the Company and companies where a Board of Directors Member was a founder or enterprise manager within the last 03 years prior to the transaction date:** In the year 2024, the Company signed and executed transaction contracts with member companies, all with a value less than 10% of the Company's total assets recorded in the latest financial statements. The signing and execution of contracts complied strictly with the provisions of the Company Charter. Details of these transactions were disclosed by the Company in the audited 2024 financial statements, the 2024 Corporate Governance Report, and information disclosure was carried out in accordance with regulations.

2.2 Audit Committee (AC) Activity Report

► ***AC Meetings, Conclusions, and Recommendations:***

- In the year 2024, the AC held 02 meetings with the full participation of members to supervise the implementation of internal audit work and other related professional matters at the Company. After each meeting as well as at the end of the 2024 financial year, the AC compiled and reported activity results to the Board of Directors.

► ***Coordination between the Audit Committee and the Board of Directors, General Director, and shareholders:***

- The Audit Committee actively coordinates with the Board of Directors, General Director, and shareholders in performing compliance tasks as stipulated in the promulgated Audit Committee regulations.
- The Audit Committee has also received coordination and support from the Board of Directors, the Board of Management, and departments within the Company, as well as its member companies, and has received full and timely documents and information as requested.



- As of the record date for shareholders to exercise their right to attend the 2025 Annual General Meeting of Shareholders, the Audit Committee has not received any feedback or complaints from the esteemed shareholders regarding violations by the Board of Directors, the Board of Management, or the Audit Committee during their operations.
- ***Remuneration, operating expenses, and other benefits of the Audit Committee and each Audit Committee member:***
 - A member of the Board of Directors who is also a member of the Audit Committee receives remuneration based on one position, which is a member of the Board of Directors. The remuneration, operating expenses, and other benefits of the Audit Committee and each Audit Committee member comply strictly with the provisions of the Law on Enterprises and the Company's Charter. Detailed information has been presented in the Company's Financial Statements for 2024.
- ***Operational Orientation of the Audit Committee in 2025***
 - Continue to fully perform the responsibilities and authorities of the Audit Committee in strict compliance with the provisions of the law, the charter, and the operational regulations of the Audit Committee.
 - Continue to supervise the operations of the Board of Directors and the Board of Management in accordance with the Resolution of the General Meeting of Shareholders, the Resolution of the Board of Directors, the Company's Charter, and implement the proposals and recommendations of the Audit Committee / Internal Audit Department.
 - Direct and supervise the Internal Audit Department in performing risk-oriented internal audit activities for the Company and its subsidiaries, and ad-hoc internal audits as requested by the Board of Directors.
 - Conduct regular and ad-hoc inspections as requested by shareholders to ensure the interests of shareholders and the rights of employees.
 - Implement the review and improvement of the Company's internal regulations to align with current provisions, in order to perfect the system.

3. Proposals of the Independent Member of the Board of Directors

The Audit Committee and the Independent Member of the Board of Directors propose the following recommendations:

- The General Meeting of Shareholders approves the list of independent audit firms for the fiscal year 2025 as proposed by the Audit Committee;
- The Board of Directors provides orientation, establishes mechanisms, allocates resources and budget to direct and supervise the improvement of risk control processes, enhance awareness among personnel in building corporate culture and risk management, and strengthen the quality and capacity of human resources.
- Strengthen meetings between the independent member of the Board of Directors and the Executive Board to enhance the independent member's critical role; Actively exchange information through regular meetings of the Board of Directors, operational review meetings of the Board of Management, and other ad-hoc meetings (if necessary) to closely monitor the Company's business and financial situation;
- The Board of Management and the Company's management officers continue to support, coordinate, and interact with the Audit Committee to minimize risks, enhance control efficiency and operational effectiveness in order to achieve the assigned goals and tasks.

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

**INDEPENDENT MEMBER OF THE
BOARD OF DIRECTORS**



TRẦN ANH DŨNG



**TCO HOLDINGS
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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Ho Chi Minh City, date 30 month 05 year 2025

**REPORT OF THE GENERAL DIRECTOR
ON BUSINESS PERFORMANCE IN 2024**

**To: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
TCO HOLDINGS JOINT STOCK COMPANY**

The General Director of TCO Holdings Joint Stock Company hereby reports to the General Meeting of Shareholders on the business performance in 2024 as follows:

I. REPORT ON PERFORMANCE IN 2024

1. Status of achieving business targets in 2024

Unit: Million VND

Items	Plan 2024	Actual 2024	Actual 2024/ Plan 2024	Actual 2024/ Actual 2023
Consolidated Revenue	2,500,000	3,538,240	141.5%	12,000.9%
Consolidated profit after tax	25,000	21,274	85.1%	235.4%

2. Financial Status

Unit: Million VND

Items	Year 2024	Year 2023	% increase /decrease
Total assets	1,953,327	1,183,079	65.1%
Equity	336,935	318,579	5.8%
Equity	313,206	187,110	67.4%
Share premium	0	29,927	-
Development investment fund	0	2,781	-
Undistributed profit after tax	23,338	95,755	-75.6%

3. Key Financial Ratios

Liquidity Ratios

Indicators	Unit	Year 2024	Year 2023
Liquidity Ratios			
Current Ratio (Current Assets / Current Liabilities)	Times	1.05	1.05
Quick Ratio [(Current Assets - Inventory) / Current Liabilities]	Times	0.98	0.98

Capital Structure Ratios

Indicators	Unit	Year 2024	Year 2023
Debt-to-Total Assets Ratio	%	82.8	73.1
Debt-to-Equity Ratio	%	479.7	271.4

Operating Efficiency Ratios

Indicators	Unit	Year 2024	Year 2023
Inventory Turnover (Cost of Goods Sold / Average Inventory)	Times	53.34	0.82
Total Asset Turnover (Net Revenue / Average Total Assets)	Times	0.03	2.26

Profitability Ratios

Indicators	Unit	Year 2024	Year 2023
Net Profit Margin	%	0.60	30.70
Return on Equity (ROE)	%	6.50	2.29
Return on Assets (ROA)	%	1.36	0.95
Operating Profit Margin	%	29.0	1.0

4. Key Investment Events in 2024

No.	Content	Results achieved
1	Acquisition of 100% contributed capital of Enterprise Investment Company Limited	In August 2024, the Company completed the acquisition of 100% of Enterprise's capital, a limited liability company with two or more members established under Vietnam's Law on Enterprises according to Business Registration Certificate No. 0318412291, first issued by the Department of Planning and Investment of Ho Chi Minh City on April 16, 2024. Enterprise's main business line is Real Estate Business. The Group acquired Enterprise with the purpose of owning the Enterprise Tower office building.

5. Organization and Personnel**Company's Board of Management as of the reporting date**

No.	Full name	Position
1	Bui Le Quoc Bao	General Director
2	Nguyen The An	Chief Accountant

Changes in the Board of Management during the year: None

II. GENERAL DIRECTOR'S ASSESSMENT

1. Assessment of Production and Business Performance

2024 marked a clear milestone after restructuring and changing strategic operational direction, with initial achievements in all 03 main sectors: Agriculture, Logistics – transportation, and Real Estate. Specifically:

Unit: Million VND

Indicator	Year 2024	Proportion 2024 (%)
Revenue from foodstuff - rice sales	3,387,892	95.75%
Transportation revenue	133,458	3.77%
Rental revenue	16,876	0.48%
Net revenue	3,538,226	100%

In 2024, the Company achieved record revenue of over VND 3,500 Billion, reaching 141.5% of the plan; Profit After Tax also reached VND 21.3 Billion, completing 85.1% of the plan and increasing by 235.4% compared to 2023.

1.1 Agriculture sector focusing on rice

- In 2024, revenue from the rice sector accounted for up to 95.75%, which is identified as the core sector, and the expansion of the ecosystem and other sectors will revolve around this area.
- In the development strategy for 2025 and vision to 2030, TCO Holdings aims to rise to the TOP 05 in the rice sector. Along with this is the pursuit of developing circular agriculture, creating sustainable value and contributing to Vietnam's Net Zero target by 2050.
- Currently, TCO Agri Joint Stock Company owns a rice milling factory in Phu Tan, An Giang with the following production capacity information:
 - + Factory area: 12,756 m²
 - + Rice drying capacity: 1,100 tons/day
 - + Rice hulling capacity: 1,100 tons/day
 - + Polishing and whitening capacity: 800 tons/day
 - + Color separation capacity: 800 tons/day.

1.2 Logistics – Transportation Sector

- Directly operating at TCO Logistics Joint Stock Company and TCO Logistics One Member Limited Liability Company.
- Logistics – transportation remains an important piece in the Company's operations, with relatively stable revenue over the years. Due to fierce competition as well as quite complex economic fluctuations recently, the Board of Management is also very cautious with investment and expansion plans.

1.3 Real Estate and Investment Sector

- TCO Real Estate Joint Stock Company and Enterprise Investment Company Limited are the member units responsible for this sector.
- In 2024, the Company completed the investment and put the Enterprise Tower building into operation. This is an office building located at 290 Ben Van Don, Ward 2, District 4, Ho Chi Minh City, with a scale of 02 basement floors and 16 above-ground floors, with a total

floor area of nearly 5,000m², located in the city center. This is an extremely prime location, situated on the facade of Ben Van Don along Ben Nghe canal, with very convenient transportation, easily connecting to Districts 1, District 5, District 7, District 8, District 10 within just a few minutes' drive. Especially central city locations such as Ben Thanh Market, Nguyen Hue Walking Street, Nha Rong Wharf, Saigon Notre-Dame Basilica... or other financial and administrative centers such as Ho Chi Minh City Stock Exchange, Ho Chi Minh City People's Committee, State Bank of Vietnam - Ho Chi Minh City Branch...

2. Financial Performance Review

2.1 Asset Situation

Unit: Million VND

Indicator	Year 2024		Year 2023		Increase/Decrease (%)
	Value	Proportion	Value	Proportion	
Current assets	1,073,302	54.95%	864,898	73.11%	24.10%
Long-term assets	880,025	45.05%	318,181	26.89%	176.58%
Total assets	1,953,327	100.00%	1,183,079	100.00%	65.11%

- The Company's consolidated total assets as of 31/12/2024 reached 1,953.3 VND Billion, an increase of 65.11% compared to 2023. Of which: Current assets accounted for 54.95% of total assets and non-current assets accounted for 45.05% of total assets. The structure of current and non-current assets is well-balanced, suitable for the Company's operating model.

2.2 Capital Situation

Indicator	Year 2024		Year 2023		Increase/Decrease (%)
	Value	Proportion	Value	Proportion	
Liabilities	1,616,392	82.75%	864,500	73.07%	86.97%
Equity	336,935	17.25%	318,579	26.93%	5.76%
Total Liabilities and Equity	1,953,327	100.00%	1,183,079	100.00%	65.11%

- The Company's consolidated total capital as of 31/12/2024 reached 1,953.3 VND Billion, of which liabilities were VND 1,616 Billion (82.75% of total capital), and equity was VND 336.9 Billion (17.25% of total capital). The Company's consolidated equity as of 31/12/2024 reached VND 336.9 Billion, an increase of VND 18.4 Billion, equivalent to a 5.76% increase compared to the end of 2023.

III. BUSINESS AND INVESTMENT PLAN FOR 2025

1. General Outlook for 2025:

The global economy in 2025 is expected to continue a slow recovery due to many complex and unpredictable factors, particularly geopolitical tensions, trade-technology wars, and increasing trade protectionism, which are causing commodity prices and inflation to rise again, interest rates to decrease slower than expected, thus slowing down global growth; risks related to

energy security, food security, cybersecurity, and natural disasters, extreme climate events remain persistent...

2. Business Plan for 2025

Based on the business results of the first 03 months of 2025, and considering the market situation and the Company's actual conditions, the Board of Management has developed and submitted to the Board of Directors the business plan for 2025 with the following specific objectives:

- + Consolidated Revenue for 2025: VND 3,000 billion
- + Consolidated Profit: VND 44 billion

3. Some Implementation Solutions

- Continue implementing the investment plan to upgrade and expand infrastructure (warehouses, yards, vehicles and equipment, etc.).
- Conduct M&A of potential companies to expand the ecosystem.
- Attract institutional investors to co-invest and international credit institutions to provide financing to ensure sustainable financial resources, promote growth, and expand business operations.
- Strengthening inspection and supervision of subsidiaries and member units.
- Apply utility software and enterprise management software to all areas of the Company's production and business activities.

For more detailed information, we invite esteemed shareholders and investors to refer to the 2024 Annual Report on the Company's website at: <https://tcoholdings.vn/vn/quan-he-nha-dau-tu.html>

This is the Report of the Company's Board of Management on the production and business situation in 2024 and the operational plan for 2025.

Submitted to the General Meeting of Shareholders for consideration and approval!


GENERAL DIRECTOR
BUI LE QUOC BAO

PROPOSAL

Re: Approval of the 2024 audited consolidated and separate Financial statements

To: General Meeting of Shareholders of TCO Holdings Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on 17/06/2020;
- Pursuant to Law on Securities No. 54/2019/QH14 approved by the National Assembly on 26/11/2019;
- Pursuant to the Charter on Organization and Operation of TCO Holdings Joint Stock Company;
- Pursuant to the 2024 audited consolidated and separate Financial statements.

Pursuant to Clause 1 Article 19 of the Charter of TCO Holdings Joint Stock Company stipulating the rights and obligations of the General Meeting of Shareholders regarding the approval of the Company's annual audited financial statements.

The Board of Directors of TCO Holdings Joint Stock Company hereby submits to the General Meeting of Shareholders for voting and approval of the consolidated and separate financial statements for the year 2024 audited by Ernst & Young Viet Nam Limited. *The detailed financial statements have been published on the website at: <https://tcoholdings.vn/>*

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

Thank you!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYỄN HOANG NAM

No.: 02 / TTr-DHCD

Ho Chi Minh City, date 30 month 05 year 2025

PROPOSAL

Re: Business results for 2024 and Profit distribution for 2024

To: General Meeting of Shareholders of TCO Holdings Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to the Charter on Organization and Operation of TCO Holdings Joint Stock Company;
- Pursuant to the consolidated and separate audited financial statements for 2024.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the consolidated business results for 2024, the plan for fund appropriation and dividend distribution as follows:

No.	Item	Unit	Notes	Figure
1	Net revenue	VND	1	3,538,239,728,906
2	Profit before tax	VND	2	33,843,993,882
3	Profit after tax for distribution this year	VND	3	21,274,109,471
4	Corporate income tax reduction	VND	4	0
5	Profit for distribution to funds	VND	5 = 3-4	21,274,109,471
6	Profit for dividend payment	VND	6 = 5	21,274,109,471
7	Retained earnings from previous year brought forward	VND	7	2,063,725,736
8	Dividend payment (*)	VND	8	0
9	Remaining undistributed profit	VND	9 = 6+7-8	23,337,835,207

(*) In 2024, the Company will not distribute dividends to focus resources on business operations.

Thank you sincerely!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

NGUYEN HOANG NAM

No.: 03 / TTr-DHĐCĐ

Ho Chi Minh City, date 30 month 05 year 2025

PROPOSAL

Re: 2025 Business Plan

To: General Meeting of Shareholders of TCO Holdings Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;
- Pursuant to Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;
- Pursuant to the Charter of Organization and Operation of TCO Holdings Joint Stock Company.

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

No.	Indicator	Unit	2024 Actual	2025 Plan	
				Value	%/2024
1	Consolidated Revenue	Billion VND	3,538.2	4,000	13%
2	Consolidated Profit After Tax	Billion VND	21.2	58	173%

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

Thank you!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



NGUYEN HOANG NAM

No.: 04 / TTr- ĐHĐCĐ

Ho Chi Minh City, date 30 month 05 year 2025

PROPOSAL

Re: Board of Directors' Remuneration

To: General Meeting of Shareholders of TCO Holdings Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to the Charter on Organization and Operation of TCO Holdings Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the matter of the Board of Directors' remuneration as follows:

1. Final settlement of the Board of Directors' remuneration for 2024 as follows:

No.	Full name	Position	Remuneration (VND)	Notes
1	Mr. Nguyen Hoang Nam	Chairman of the Board of Directors, Member Audit Committee	18,166,667	Appointment Date: 12/09/2024
2	Mr. Pham Anh Tuan	Chairman of the Board of Directors, Member Audit Committee	41,833,333	Dismissal Date: 12/09/2024
3	Mr. Bui Le Quoc Bao	Member of the Board of Directors, General Director	36,000,000	
4	Mr. Tran Anh Dung	Independent Member of the Board of Directors, Chairman Audit Committee	36,000,000	
	TOTAL		132,000,000	

Total remuneration amount for 2024 implemented is: VND 132 Million

2. Proposed remuneration payment plan for the Board of Directors in 2025:

- Chairman of the Board of Directors: 5.000.000 VND/month
- Member of the Board of Directors: 3.000.000 VND/month

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

Thank you sincerely!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

A red circular stamp of Công ty Cổ phần TCO Holdings. The stamp contains the text "CÔNG TY CỔ PHẦN TCO HOLDINGS" around the top edge and "M.S.D.N: 0280793081" around the bottom edge. In the center is a stylized logo. A blue ink signature is written across the stamp.

NGUYEN HOANG NAM

No.: 05 / TTr- ĐHĐCĐ

Ho Chi Minh City, date 30 month 5..year 2025

PROPOSAL

Re: Selection of audit firm for Financial Statements

To: General Meeting of Shareholders of TCO Holdings Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to Decree 155/2020/ND-CP Detailing the implementation of a number of articles of the Law on Securities passed on 31/12/2020;
- Pursuant to the Charter of Organization and Operation of TCO Holdings Joint Stock Company.

Pursuant to Resolution No. 01/2024/NQ-ĐHĐCĐ of the Annual General Meeting of Shareholders 2024 dated 24/05/2024, the General Meeting of Shareholders agreed to adjust the fiscal year "from January 01 to December 31 of the calendar year to from October 01 to September 30 of the calendar year". Accordingly, to ensure compliance with legal regulations, TCO Holdings Joint Stock Company will prepare financial statements including:

- Transitional period report: from 01/01/2025 to 30/09/2025;
- New fiscal year report: from 01/10/2025 to 30/09/2026.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the list of audit firms to audit the Financial Statements for the transitional period and the new fiscal year as follows:

1. Ernst & Young Viet Nam Limited (E&Y);
2. Kpmg Limited (KPMG);
3. Deloitte Vietnam Audit Company Limited (DELOITTE);
4. Pwc (Vietnam) Limited (PWC);
5. Moore Aisc Auditing And Informatics Services Company Limited (MOORE AISC);
6. A&C Auditing And Consulting Company Limited (A&C).

Authorize the Board of Directors to select and sign a contract with an auditing unit according to the above list or the list of auditing companies and auditors approved to audit public interest entities in the securities sector in the above fiscal year..

Respectfully submit to the General Meeting of Shareholders for consideration.

Thank you sincerely!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

NGUYEN HOANG NAM

No.: 06 / TTr- DHDCD

Ho Chi Minh City, date 30 month 05 year 2025

PROPOSAL

Re: Approval of revenue and cost generating contracts between the Company and related parties and other matters under the authority of the General Meeting of Shareholders

To: General Meeting of Shareholders of TCO Holdings Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to Decree No. 155/2020/ND-CP Detailing the Implementation of a Number of Articles of the Law on Securities passed on 31/12/2020;
- Pursuant to the Charter on Organization and Operation of TCO Holdings Joint Stock Company;

To ensure flexibility in the management and operation of the Company and proactively seize business opportunities, the Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders for approval of certain matters under its authority as follows:

1. Approval of arising internal transactions entered into in accordance with legal regulations, the value of each of which falls under the authority of the General Meeting of Shareholders as stipulated by the Charter and relevant laws (“**Related Transactions**”), including but not limited to the transactions listed below between the Company and its subsidiaries (“**Group Companies**”):
 - a) Transactions for buying and selling goods
 - b) Transactions for transferring ownership, granting the right to use trademarks, initiatives, technical improvements, copyrights, and other intellectual property objects, whether or not they have been registered for protection;
 - c) Cost sharing transactions; whereby shared costs include but are not limited to information technology service costs, management costs, costs of other services, and actual operating costs incurred, consistent with market prices and allocated based on agreements between the aforementioned companies according to the principles of transparency, equality, reasonableness, consistency with market practices and legal regulations;
 - d) Borrowing and lending transactions
 - e) Based on optimizing cash flow and financial activities of the parties, (i) guarantee transactions, whereby any company provides a guarantee for another company within the Group Companies; and (ii) pledge and mortgage transactions, whereby any company uses its assets to secure the obligations of another company within the Group Companies.

2. Authorization for the Chairman of the Board of Directors, and allowing the Chairman of the Board of Directors to sub-delegate to another manager of the Company:

- a) To decide on the specific terms and conditions of the Related Transactions and related contracts, agreements, documents, including any agreements to amend, supplement, terminate, or replace the Related Transactions (if any); and
- b) To sign and execute the Related Transactions and related contracts, agreements, documents, including any agreements to amend, supplement, terminate, or replace the Related Transactions (if any).

Term of authorization: from the date of approval by the General Meeting of Shareholders until the 2026 Annual General Meeting of Shareholders makes a different decision

3. List of expected transaction companies:

Entity	Relationship
TCO Logistics Joint Stock Company Tax Code: 0318204301 Address: 290 Ben Van Don, Ward 02, District 4, Ho Chi Minh City.	Direct Subsidiary
TCO Agri Joint Stock Company and/or TCO Agri Joint Stock Company - An Giang Branch Tax Code: 0318204118 Address: 10th Floor, Vietcombank Tower, No. 05 Cong Truong Me Linh, Ben Nghe Ward, District 1, Ho Chi Minh City	Direct Subsidiary
TCO Real Estate Joint Stock Company Tax Code: 0318204291 Address: 10th Floor, Vietcombank Tower, No. 05 Cong Truong Me Linh, Ben Nghe Ward, District 1, Ho Chi Minh City	Direct Subsidiary
TCO Logistics One-Member Limited Liability Company <i>(formerly: An Gia Transportation Service Joint Stock Company)</i> Tax Code: 0316357461 Address: 320 Ben Van Don, Ward 02, District 4, Ho Chi Minh City	Indirect Subsidiary
Enterprise Investment Company Limited Tax Code: 0318412291 Address: 290 Ben Van Don, Ward 02, District 4, Ho Chi Minh City, Vietnam	Indirect Subsidiary

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

Sincerely!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HOANG NAM

No.: 07 / TTr- DHDCCD

Ho Chi Minh City, date 10 month 06 year 2025

PROPOSAL

Regarding the removal and supplementary election of a Member of the Board of Directors for the remaining term 2023 - 2028

To: General Meeting of Shareholders of TCO Holdings JSC

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26/11/2019;
- Pursuant to Decree 155/2020/ND-CP dated 31/12/2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of TCO Holdings Joint Stock Company;

The Board of Directors respectfully submits the following matter to the General Meeting of Shareholders for approval:

1. Removal of a Member of the Board of Directors as follows:

Mr. Tran Anh Dung - Position: Independent Member of the Board of Directors cum Chairman of the Audit Committee

2. Supplementary election of a Member of the Board of Directors for the remaining term 2023 - 2028 as follows:

- Number of BoD members : 01 person
- Terms : 2023 - 2028
- Maximum number of BoD candidates : Unlimited
- Criteria for candidates participating in the Board of Directors (*According to Clause 1, Article 155 of the Law on Enterprises 59/2020/QH14 and Article 275 of Decree 155/2020/ND-CP*)

3. Approval of the list of candidates for Member of the Board of Directors for the remaining term 2023 - 2028:

- Mr. Vo Ngoc Thiem Major: Bachelor of Accounting – Auditing

Other contents related to the supplementary election of a Member of the Board of Directors for the remaining term 2023 - 2028 shall be applied according to the election regulations for the Board

of Directors at the 2025 Annual General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for consideration.

Thank you sincerely!

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



NGUYEN HOANG NAM



**TCO HOLDINGS JOINT
STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Ho Chi Minh City, June 09, 2025

**LIST OF CANDIDATES FOR THE POSITION OF
INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS
REMAINING TERM 2023–2028**

No.	Full Name of Candidate	Notes
1.	Võ Ngọc Thiêm	Nominated by shareholder Bùi Lê Quốc Bảo, who holds 20.16% of the total voting shares

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CURRICULUM VITAE

1. Full Name: Võ Ngọc Thiêm 2. Gender: male
3. Date of Birth: 01/07/1992 4. Place of Origin: Quang Ngai
5. Nationality: Viet Nam 6. Ethnicity: Kinh
7. ID Card/Citizen ID/Passport No. [Hidden] Date of Issue:
8. Permanent Address: [Hidden]
9. Contact phone number: [Hidden] 10. Email: Thiemvo2609@gmail.com
11. Education Level: University graduate
12. Professional Qualifications: Bachelor of Accounting – Auditing
13. Work History:



Time Period	Position	Name of Organization/Company
6/2014 – 09/2016	Corporate Client Officer	BIDV Bank – Ben Nghe Branch
10/2016 – 05/2019	Credit Approval Officer	VietinBank Head Office
06/2019 – 12/2024	Deputy Head of Large Corporate Clients	VietinBank – Branch 4, Ho Chi Minh City

14. Companies where the candidate currently holds the position of member of the Board of Directors or other management positions:

Time Period	Position	Organization/Company Name
01/2024 – Present	Co-Founder cum Deputy General Director	Golden Gate General Trading JSC
10/2024 – Present	General Director	Green Mart JSC
03/2019 – Present	Owner cum General Director	T2N Development Co., Ltd

15. Report on contributions to the Company (in case the candidate is currently a member of the Company's Board of Directors): None
16. Violations of law (if any): None
17. Related interests with the Company (if any): None
18. Conflicting interests with the Company (if any): None
19. Debts owed to the Company (if any): None

20. Number of shares held (as of .../.../...) shares, accounting for% of charter capital, including: None

21. Related persons and number of shares held: None

I hereby declare that the above statements are completely true, and I shall be held responsible before the law if they are false.

Ho Chi Minh City, June 01st, 2025

Declarant

singed