

INFORMATION DISCLOSURE

To:

- The State Securities Commission;
- The Hanoi Stock Exchange.

- Organization name: **SONADEZI GIANG DIEN SHAREHOLDING COMPANY**
- Securities code: **SZG**
- Head office address: No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province.
- Phone number: (0251) 38333 88
- Fax:(028) (0251) 38333 99
- Email: szg@sonadezi-giangdien.vn

Content of Information Disclosure:

Disclosing the invitation letter and draft documents for the Annual General Meeting of Shareholders in 2026.

This information is also published on the Company's website on the same day at the link: <http://www.sonadezi-giangdien.vn/quan-he-co-dong/thong-tin-co-phieu>

Attached Documents:

*Meeting Invitation No: *96*/TM-SZG-HĐQT dated *30*/3/2026;*

Draft documents for the 2026 Annual General Meeting of Shareholders

Sonadezi Giang Dien Shareholding Company confirms that the information disclosed here is true and fully takes responsibility before the law for the content of the disclosed information./

Best regards.

Recipients:

- *As above;*
- *File: Doc. of the BoD*



GENERAL DIRECTOR

Hoang Sy Quyet

INVITATION
ANNUAL GENERAL MEETING OF SHAREHOLDERS - 2026

To: Shareholders of Sonadezi Giang Dien Shareholding Company

- Organization name: **Sonadezi Giang Dien Shareholding Company**
- Address: No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province
- Business Registration Certificate No.: 3603474037 issued by the Department of Planning and Investment of Dong Nai Province
- Telephone: 0251.3833388 Fax: 0251.3833399
- E-mail: szg@sonadezi-giangdien.vn Website: www.sonadezi-giangdien.vn

Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company, the Board of Directors of the Company cordially invites Shareholders to attend the 2026 Annual General Meeting of Shareholders (AGM) as follows:

1. Time: 8:00 AM, Monday, April 20, 2026.

2. Venue: Meeting Room 3.18, Sonadezi Building, No. 1, Street 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province.

3. Content:

<http://www.sonadezi-giangdien.vn>/The content and documents for the 2026 Annual General Meeting of Shareholders will be posted on the website: www.sonadezi-giangdien.vn from 30/3/2026 and printed copies will be provided to Shareholders upon attendance.

4. Registration:

To ensure proper logistical arrangements, Shareholders are requested to *Register for Attendance* at Sonadezi Giang Dien Shareholding Company or send the Registration Form to the address below before April 13, 2026.

5. Authorization to attend:

If a Shareholder authorizes another person to attend the meeting, please fill out the *Proxy Form* or another form in accordance with civil law regulations and send the signed Proxy Form to the address below before April 13, 2026, or present it when the authorized person arrives at the meeting.

(Note: The Power of Attorney must clearly state the name of the authorized individual or organization and the number of authorized shares. In case of authorization from an institutional shareholder, the Power of Attorney must bear the seal of the authorizing organization.)

6. Address for document submission and support contact:

Sonadezi Giang Dien Shareholding Company

Address: Giang Dien Industrial Park Office, Road No.6, Giang Dien Industrial Park,
Trang Bom Commune, Dong Nai Province

Tel: (0251) 3833388 – Fax: (0251) 3833399

Contact: Ms. Ta Thao Linh Mobile: 0911.234.668

7. Shareholders or authorized representatives attending the meeting are requested to bring the original copies of the following documents:

- ID card/Citizen identification card/Passport.
- Meeting Invitation Letter and Power of Attorney (If any)

We look forward to welcoming you.

Sincerely,

Recipients: *See*

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN**



Nguyen Thi Hanh



SONADEZI CORPORATION
SONADEZI GIANG DIEN
SHAREHOLDING COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

.....,, 2026

REGISTRATION/PROXY FORM FOR MEETING ATTENDANCE

Annual General Meeting of Shareholders -2026
of Sonadezi Giang Dien Shareholding Company

Name of individual/organization:

Business Registration Certificate (organization):.....

Date of issue:...../...../..... Place of issue:.....

Representative (organization):

ID card number:..... Date of issue:/...../.....Place of issue:
.....

Contact address

Telephone:.....Fax:.....Email:.....

Total number of shares owned:.....

In words:.....

Register to attend

Authorize attendance to:

Mr./Ms.:.....

+ ID card number:.....Date of issue:...../...../.....Place of
issue:.....

+ Contact telephone:.....

Or:

Ms. Nguyen Thi Hanh

Chairwoman of the Board of Directors

Mr. Hoang Sy Quyet

General Director

Is authorized to attend and vote on my behalf at the 2026 Annual General Meeting of Shareholders of Sonadezi Giang Dien Shareholding Company to be held on April 20, 2026.

Authorized representative
(Sign and write full name)

.....,, 2026
Attendee/Proxy registrant
(Sign & write full name)
(Affix seal if an organization)

Note: please send the Registration/Proxy form to the address: Giang Dien Industrial Park Office, Road No.6, Giang Dien Industrial Park, Trang Bom Commune, Dong Nai Province or fax: 0251.3833399 before April 13, 2026.



AGENDA FOR THE GENERAL MEETING OF SHAREHOLDERS
ANNUAL GENERAL MEETING OF SHAREHOLDERS - 2026

Time	Content	Implemented
8:00 – 8:30	- Welcoming delegates and shareholders - Registering the list of attending shareholders, distributing meeting documents	Organizing Committee
8:30 – 8:45	- Flag salute, stating the reasons, introducing delegates and attendees	MC
8:45 – 8:50	- Reporting the results of the meeting eligibility verification	Organizing Committee
8:50 – 9:00	- Approving the composition of the Chairperson, Secretary Committee - Approving the list of the Vote Counting Committee - Approving the Working Regulations of the meeting - Approving the Meeting Agenda	MC Chairperson
9:00 – 9:45	Approving Reports and Proposals (1) Report on business performance in 2025 and plan for 2026 (2) Report on the activities of the Board of Directors in 2025 and plan for 2026 (3) Report of the Board of Supervisors (4) Proposal on the approval of the audited Financial Statements for 2025 (5) Proposal on the approval of the final settlement of remuneration in 2025, and the remuneration plan and operating budget for 2026 of the Board of Directors and the Board of Supervisors (6) Proposal on the 2025 Profit After Tax distribution plan (7) Proposal on the profit distribution plan and dividend payout Percentage for 2026 (8) Proposal on selecting an auditing firm for the 2026 Financial Statements (9) Proposal on amending and supplementing the Charter and the Regulations on Corporate Governance of Sonadezi Giang Dien Shareholding Company Shareholders discussion	Chairperson
9:45 – 10:00	Voting to approve the aforementioned contents	Chairperson
10:00 – 10:15	Break - Vote counting	Vote Counting Committee
10:15 – 10:30	- Reporting the vote counting results - Approving the Meeting Minutes and the Resolution of the GMS	Vote Counting Committee Secretary Committee
10:30	Closing remarks and adjournment	Chairperson

Dong Nai, March ...^{50th}..., 2026

**WORKING REGULATIONS
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS - 2026**

Article 1. General Provisions

1. These working regulations apply to the organization of the 2026 Annual General Meeting of Shareholders (GMS) of Sonadezi Giang Dien Shareholding Company.

2. These regulations specifically define the rights and obligations of meeting participants, the conditions and procedures for conducting the meeting, and voting methods.

3. Shareholders and participants are responsible for complying with these regulations.

Article 2. Chairperson – Rights and Obligations of the Chairperson

1. The Chairperson of the meeting is the Chairman of the Board of Directors.

2. The Chairperson has the following rights and obligations:

- Implement necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of participants.

- Guide shareholders in discussions;

- Present drafts and conclude necessary issues for the GMS to vote on;

- Respond to issues requested by shareholders;

- Decide on the sequence, procedures, and issues arising outside the agenda of the GMS meeting.

Article 3. Rights and Obligations of the Meeting Eligibility Verification Committee

1. The Meeting Eligibility Verification Committee is nominated by the Organizing Committee.

2. The Meeting Eligibility Verification Committee organizes the registration for shareholders/shareholder representatives attending the meeting, distributes meeting materials, and reports the results of the meeting eligibility verification to the GMS.

Article 4. Secretary – Rights and Obligations of the Secretary

1. The Secretary is introduced by the Chairperson and is responsible to the Chairperson and the GMS for their duties.

2. Duties of the Secretary:

- Record the content of the meeting fully and accurately;

- Assist the Chairperson in announcing drafts of documents, Minutes, and draft Resolutions of the GMS, as well as announcements from the Chairperson to shareholders when requested.

- Receive registration slips for speeches and record shareholders' comments.

Article 5. Vote Counting Committee - Rights and Obligations of the Vote Counting Committee:

1. The Vote Counting Committee is nominated by the Chairperson and approved by the GMS.

2. The Vote Counting Committee has the following duties:

- Inspect and supervise the voting/election process of shareholders/shareholder representatives.

- Organize the counting of votes/ballots.

- Prepare the vote counting minutes and announce them before the GMS.

- Return the voting/election ballots and the Vote Counting Minutes to the Chairperson.

Article 6. Rights and Obligations of Shareholders Attending the GMS

1. Shareholders or shareholder representatives who own voting shares of the Company according to the list finalized as of March 23, 2026, have the right to attend the 2026 Annual GMS.

2. A person authorized to attend the meeting may not re-authorize another person.

3. A shareholder is considered to be present and voting at the General Meeting of Shareholders in the following cases:

- Attending and voting directly at the meeting;

- Authorizing another person to attend and vote at the meeting;

- Sending voting ballots to the meeting via mail, fax, or email.

4. Each shareholder or shareholder representative (hereinafter collectively referred to as shareholders) must provide identification documents such as ID card/Citizen ID/Passport and a Power of Attorney (in case of authorization) when registering to attend the meeting.

5. Each shareholder attending the meeting will receive materials including reports, proposals, voting cards, voting ballots, blank paper, and pens. The voting cards and ballots shall state the shareholder's full name, shareholder ID, and the number of shares owned and represented. Shareholders must immediately notify the Organizing Committee to correct any errors related to their information during registration.

6. During the meeting, shareholders must comply with the Chairperson's guidance, behave in a civilized and polite manner, and not cause disorder. When needing to leave the meeting room for personal reasons, shareholders must maintain order to avoid disturbing other shareholders or interrupting the meeting process and the Chairperson's work.

7. Shareholders must maintain confidentiality and properly follow the regulations on the use and preservation of documents.

8. When shareholders have comments for discussion or need to debate, they should raise their hands; only when invited by the Chairperson shall the shareholder begin to speak. Each shareholder shall speak for no more than 03 minutes; the content must be concise, brief, and avoid repetition. Shareholders may write their opinions on paper and submit them to the Secretary Committee or the Chairperson.

9. Shareholders arriving after the meeting has opened may still register and have the right to vote immediately after registration. In this case, the validity of the contents already voted upon remains unchanged.

10. Shareholders attending the meeting must strictly comply with these regulations. If violated, depending on the severity, the Chairperson will consider and apply disciplinary measures in accordance with Clause 7, Article 146 of the 2020 Law on Enterprises and the Company Charter.

Article 7. Conditions for Conducting the Meeting

1. The GMS meeting shall be conducted when the number of shareholders attending represents more than 50% of the total voting shares of the Company.

2. In case the first meeting does not meet the conditions for conduct as prescribed in Clause 1 of this Article, the convening of the second meeting shall be carried out in accordance with the provisions of the Law on Enterprises and the Company Charter.

Article 8. Voting Procedures

1. All shareholders entitled to attend the meeting have the right to vote on issues under the authority of the GMS; the voting right corresponds to the number of shares owned and the number of shares authorized.

2. When registering to attend the meeting, the Company will provide each shareholder or authorized shareholder representative with 01 Voting Card and 02 Voting Ballots:

+ The Voting Card contains the name of the shareholder or shareholder representative and the total number of voting shares of that shareholder.

+ The content on Voting Ballot No. 1 includes the issues to be voted on at the meeting.

+ The content on Voting Ballot No. 2 is for the approval of the Minutes and the Resolution of the 2026 Annual GMS.

3. Shareholders or shareholder representatives will vote by raising their Voting Card; at the same time, they shall mark the Voting Ballot. Shareholders or shareholder representatives must sign the voting ballot before handing it over to the Vote Counting Committee.

4. Regarding the voting contents of Ballot No. 1, voting at the meeting is conducted by raising the Voting Card; the Vote Counting Committee will directly count the number of "**Disapprove**" shares, then count the number of "**Abstain**" shares, and finally count the number of "**Approve**" shares.

5. After the Meeting has finished voting on the issues on Voting Ballot No. 1, the Vote Counting Committee will collect these Voting Ballots to count the votes and announce the accurate voting results for each content and issue voted on at the meeting. The Head of the Vote Counting Committee will announce the vote counting results before the General Meeting of Shareholders.

6. Resolutions are passed when approved by shareholders owning more than 50% of the total voting shares of all shareholders attending and voting at the meeting.

7. In case of any questions regarding the voting results, the Chairperson will consider and decide immediately at the meeting.

8. When the meeting concludes, the Vote Counting Committee will collect Voting Ballots No. 2 to produce the voting results, the Minutes, and the Resolution of the General Meeting of Shareholders.

Article 9. Regulations on Voting Ballots

Voting Ballots with one of the following factors are invalid:

- Ballots not issued by the Organizing Committee according to the prescribed form;
- Voting ballots sent to the meeting via mail, fax, or email after 8:30 AM on April 20, 2026.
- Ballots with no boxes checked or with 2 or more boxes checked for a single voting content;
- Ballots that are erased, deleted, or have corrections to the symbols marked in the boxes in a manner not in accordance with regulations;
- Ballots filled out, written, or drawn outside the prescribed boxes;
- Ballots without the shareholder's signature;
- Ballots that are torn and no longer have intact boxes for filling or lack sufficient information for control and vote counting.

Article 10. Minutes and Resolution of the GMS

The Secretary will record the proceedings of the meeting.

The Minutes and Resolution of the GMS must be announced and approved before the meeting is adjourned.

Immediately after being approved by the GMS of Sonadezi Giang Dien Shareholding Company, the Organizing Committee, all shareholders, and shareholder representatives attending the 2026 Annual GMS are responsible for implementing these regulations.

Recipients: *Uuu*

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRWOMAN



Nguyen Thi Hanh

SONADEZI GIANG DIEN SHAREHOLDING COMPANY
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

April 20, 2026



VOTING BALLOT 01

- Full name of shareholder/authorized representative:

- Shareholder ID:.....

- Number of shares owned/represented:
 shares

Signature of
 shareholder/authorized
 representative:

No.	Voting content	Approve	Disapprove	Abstain
01	Approve the composition of the Chairperson			
02	Approve the composition of the Vote Counting Committee			
03	Approve the Working Regulations and the Agenda of the Annual General Meeting of Shareholders 2026			
04	Approve the Report on business results in 2025 and plan for 2026			
05	Approve the Report on the Activities of The Board of Directors in 2025 and plan for 2026			
06	Approve the Report of the Board of Supervisors			
07	Approve the audited Financial Statements for 2025			
08.1	Approve the settlement of remuneration in 2025 for the Board of Directors and the Board of Supervisors			
08.2	Approve the plan for remuneration payment and operating expenses in 2026 for the Board of Directors and the Board of Supervisors			
09	Approve the profit distribution for 2025			

No.	Voting content	Approve	Disapprove	Abstain
10	Approve the profit distribution plan and the dividend payout ratio plan for 2026			
11	Approve the plan for selecting an auditing firm for the 2026 Financial Statements			
12.1	Approve the supplementation and amendment of the Charter of Sonadezi Giang Dien Shareholding Company			
12.2	Approve the supplementation and amendment of the Regulations on Corporate Governance of Sonadezi Giang Dien Shareholding Company			

Note:

- Shareholders shall only select 1 voting option for each content;
- Shareholders vote by marking an X in the selected box;
- In case a shareholder changes their opinion, circle the previously selected box and mark an X in the new selected box;
- In case a shareholder re-selects a circled box, black out  the circled box.





Sonadezi Giang Dien Shareholding Company
ANNUAL GENERAL MEETING OF SHAREHOLDERS - 2026

April 20, 2026

VOTING BALLOT 02

- Full name of shareholder/shareholder representative:.....

- Shareholder ID:

- Number of shares owned/represented:

..... shares

Signature of
shareholder/shar
eholder
representative:

No.	Content of voting	Approve	Disapprove	Abstain
01	Approval of the Minutes of the Annual General Meeting of Shareholders 2026			
02	Approval of the Resolution of the Annual General Meeting of Shareholders 2026			

Note:

- Shareholders may only select one voting option for each content;
- Shareholders vote by marking an X in the selected box;
- In case a shareholder changes their opinion, circle the previously selected box and mark an X in the new selected box; 
- In case a shareholder re-selects a previously circled box, blacken  the circled box.

REPORT
Results of Business Operations in 2025 and Business Plan for 2026

To: The Annual General Meeting of Shareholders in 2026

A. RESULTS OF BUSINESS OPERATIONS IN 2025:

I. General situation:

The year 2025 remained a challenging year for the global economy amidst the prolonged negative impacts of extreme climate change and geopolitical conflicts across multiple continents. Global inflation showed a downward trend; however, the effects of escalating geopolitical tensions as well as new trade barriers from major nations (typically, since April 2025, the United States has increased reciprocal tariffs applied to 185 countries and territories, including Vietnam) have increasingly deepened their impact on the decisions of international investors. They are becoming more cautious and prioritizing the maintenance of existing operations over expanding production scales, leading to a decline in the demand for land leasing in industrial parks.

Furthermore, following the Government's policy on provincial mergers aimed at streamlining administrative apparatus, reducing budget burdens, and enhancing management efficiency, some legal procedures still lack specific guidance. This has caused difficulties in the project implementation process, directly affecting the progress and the effectiveness of investment attraction.

In light of the above situation, the Company has implemented a series of solutions to achieve the set business targets, including: maximizing the reduction of inefficient costs, adjusting the progress of capital construction investment to align with market conditions and the Company's capital resources; applying flexible sales policies along with timely and effective support for customers such as extending payment deadlines and changing payment methods to suit customers' financial situations. This helps increase customer commitment and long-term loyalty, thereby enhancing the Company's image and reputation, and creating leverage to attract new investments.

II. Key business indicators:

(Unit: million VND)

No.	Indicators	Year 2025		Implementation against plan (%)
		Plan	Implemented	
1	Total revenues	483,332	684,286	141.58 %
2	Profit after tax	172,038	236,633	137.55%

No.	Indicators	Year 2025		Implementation against plan (%)
		Plan	Implemented	
3	Taxes and payables	77,953	143,429	183.99%
4	ROE (%)	26.66%	34.70%	130.16%
5	Dividend (%)	15 %	20 % (expected)	133.33%

III. Marketing and sales of key products:

No.	Description	Plan 2025	IMPLEMENTED	
			Implemented year 2025	% Cumulative Implemented vs Plan of the year
1	Industrial park land lease			
-	Signing of Agreements	60,000 m ²	56,907.7 m ²	94.85%
-	Signing of Contract	144,000 m ²	161,893.7 m ²	112.42%
2	Factory for lease/transfer			
	Signing of Appendix to Lease Contract or Factory Transfer Contract	06 units	07 units	116.67%
-	Signing of Appendix to Lease Contract (Small Factory, Factory 08, Factory 41)		03 units	
-	Signing of Transfer Contract (Factory 02, 03, 04, 05)		04 units	
3	Office at Sonadezi Building (*)			
-	Signing of Office Lease Contract	798 m ²	179 m ²	
-	Re-signing of Office Lease Contract	1,752 m ²	2,965 m ²	

(*) The implemented figures are calculated as of September 30, 2025. Since October 01, 2025, the Company has transferred the Sonadezi Building to Sonadezi Corporation.

IV. Capital construction investment:

(Unit: million VND)

No.	Name of project/ item	Plan value 2025	Implemented 2025	% Implemented 2025 vs Plan 2025	Work performed
1.	Giang Dien Industrial Park	19,850.0	380.46	1.92%	Conducted site clearance for leased plots within the Industrial Park; carried out landscaping and tree planting along roads DCD.02 and DCD.07
2.	Independent audit work	1,100.0			The audit unit is auditing the completed construction items of the Giang Dien Industrial Park Project phase 3 (batch 4) and the Factory Cluster for lease at Giang Dien Industrial Park.
	Total	20,950.0	380.46	1.85%	

During 2025, the State implemented a policy to streamline the administrative apparatus, reduce budget burdens, and enhance management efficiency by merging provinces, transitioning to a two-tier local government model, and abolishing the district level. Consequently, legal procedures have undergone many changes and lack specific guidance, leading to delays in the implementation of capital construction investment as planned. On the other hand, based on business conditions, the Board of Management has adjusted the implementation of capital construction investment to match actual needs in order to reduce costs and increase the efficiency of capital usage.

The Company continues to monitor the guidance and directives from State authorities to ensure timely adjustments and investment implementation in alignment with the Company's strategic plans, specifically as follows:

- Regarding the extension of the implementation schedule for the Giang Dien Industrial Park Infrastructure Construction and Operations project: The Company was granted the 4th revision of Investment Registration Certificate (IRC) on January 26, 2026.

- The implementation of the partial adjustment of the 1/2000 scale construction zoning planning for Giang Dien Industrial Park:

- + Currently, the industrial land fund available for lease at Giang Dien Industrial Park is about **35 ha/332.8 ha of industrial land** and is expected to be filled for lease in 2026 and 2027. Therefore, the Company is implementing a plan to adjust the functional zoning of Giang Dien Industrial Park to increase the industrial land fund for lease at Giang Dien Industrial Park by **about 30 ha**.

- + The implementation of the partial adjustment of the 1/2000 scale construction zoning planning for Giang Dien Industrial Park includes: updating the construction density according to the new standard QCVN 01:2021/BXD dated May 19, 2021, and partially adjusting the land use function planning to optimize

and increase the land fund for factories and warehouses in the Industrial Park, increasing the investment efficiency of the project. However, the above work must be consistent with the future development orientation of urban, rural, and functional areas, so after the General Urban Planning of Trang Bom, Dong Nai Province, is approved in 2045, the Company will continue to implement it. Expected to be completed in the second quarter of 2026.

- **Giang Dien Residential – Service Area Project (Area B):** The project is currently awaiting guidance and formal documentation from the Competent State Authorities. Key updates are as follows:

- + November 13, 2025: The Dong Nai Provincial People's Committee issued Document No. 9699/UBND-KTN to the Prime Minister, recommending approval for the Investor to proceed with the project. This applies to cases where site location agreements were secured, and land compensation was underway before July 1, 2014.
- + February 6, 2026: Sonadezi Giang Dien Shareholding Company submitted a proposal to the Dong Nai Department of Finance requesting amendments to certain contents of the Investment Policy Decision and the project's investment schedule. Specifically, the Company proposed extending the project implementation timeline to span from 2018 to 2031. On February 12, 2026, the Department of Finance returned the application dossier, pending further instructions from higher competent authorities (Steering Committee 751) to establish a basis for advising the Provincial People's Committee on subsequent procedures.
- + **Future Outlook:** The Company will resubmit the application for the adjustment of the Investment Policy Decision once the Department of Finance provides official notification and specific guidance on the necessary procedures to continue project implementation in accordance with statutory regulations.

V. **Land and project development:**

- **Giang Dien Industrial Park project:** Currently, the Company has relatively completed the tasks belonging to the project and has finished the application for Land Use Rights Certificates (LURC) with an area of 4,067,206 m². In which: Shared infrastructure land: 45 LURCs with an area of 413,495 m² (including 02 LURCs/536 m² of infrastructure land from the 3rd phase which have not yet been adjusted to the name of Sonadezi Giang Dien; the 1st and 4th phases have been completed and adjusted to the Company's name), Industrial land: 110 LURCs with an area of 3,653,711 m²; at the same time, actively coordinating with relevant units to resolve some obstacles in the application for land lease for the 6th phase with an area of 1.36 ha and monitoring the Tam Phuoc Ward People's Committee in enforcing the remaining 02 households (0.62 ha).
- **Giang Dien Residential - Service Area project:** As of December 31, 2025, the Company has completed compensation and site clearance for 104/171 households, with an area of 63.50/104.02 ha. The project has been temporarily suspended, and the Company is monitoring the Dong Nai Provincial People's Committee regarding the

resolution of difficulties and obstacles related to the determination of the Investor and the extension of the schedule in the Project's Investment Policy Decision.

- **An Binh Residential Area expansion project:** During the year, the Company has been actively resolving outstanding tasks regarding the application for LURCs (5 units) for the villa plots; monitoring the Tran Bien Ward in establishing enforcement procedures for the remaining 05 households.
- **Project on the road connecting Giang Dien Industrial Park with the National Highway 1A bypass:** The Company continues to carry out management and operation work, preventing re-encroachment and avoiding any distortion of the project's land boundaries.
- **Drainage canal project for Giang Dien Industrial Park (881.2 m2 area):** Currently, the drainage canal for the Industrial Park has completed construction and has been connected to the road connecting Giang Dien Industrial Park with the National Highway 1A bypass. The Company is temporarily suspending the application for land lease because Sonadezi Corporation is requesting to terminate the canal investment project.
- **Project on capital contribution and investment cooperation with Phuoc Binh Company to sublease a portion of land at Phuoc Binh Industrial Park:**
 - + Sonadezi Giang Dien Company has implemented business cooperation and capital contribution through signing a Business Cooperation Contract (BCC) with Phuoc Binh Investment Co., Ltd. (Phuoc Binh Company) to sublease a portion of land at Phuoc Binh Industrial Park of 35 ha. This project has completed important initial legal requirements regarding planning, environment, and land. Specifically, the project has been approved by the Prime Minister to be added to the planning of industrial parks in Dong Nai province according to Official Dispatch No. 964/TTg-CN dated June 17, 2009; approved by the Prime Minister for the Industrial Park planning in Decision No. 586/QĐ/TTg dated July 03, 2024, on approving the Dong Nai Provincial Planning for the 2021-2030 period, with a vision to 2050. The project has also been approved by the Dong Nai Provincial People's Committee for the 1/500 scale detailed planning in Decision No. 344/QĐ-UBND dated January 29, 2019, approved by the Ministry of Natural Resources and Environment for the environmental impact assessment report in Decision No. 1674/QĐ-BTNMT dated July 04, 2019, and has been agreed upon by local authorities regarding the policy for several initial investment project legal procedures. At the same time, Phuoc Binh Company has also paid for compensation and site clearance for a part of the project... Currently, Phuoc Binh Company is continuing to petition the Provincial People's Committee to resolve difficulties and obstacles related to the implementation of procedures for extending the Build-Transfer (BT) contract with State management agencies. This is a potential project for the future, once the legal difficulties and obstacles are resolved.
 - + Up to this point, Sonadezi Giang Dien Company has disbursed funds according to the schedule of the Business Cooperation Contract (BCC) signed with Phuoc Binh Investment Co., Ltd. with the amount of: VND 618,257,500,000.

- **Project on land subleasing at Phuoc An Industrial Park:**

- + Sonadezi Giang Dien Shareholding Company has entered into an Agreement in Principle for Land Sublease and Infrastructure Usage with Phuoc An Port Investment and Operation Joint Stock Company (PAP) to sublease a land area of 14.24 hectares within Phuoc An Industrial Park.
- + As of the reporting date, Phước An Industrial Park (IP) has finalized all essential legal procedures. Key regulatory milestones include: Approved by the People's Committee of Dong Nai Province for Phuoc An Port Investment & Operation JSC (PAP) via Decision No. 1368/QD-UBND dated September 23, 2025; The 1/2,000 scale construction zoning plan was ratified by the Dong Nai People's Committee under Decision No. 995/QD-UBND dated March 28, 2025; The Ministry of Natural Resources and Environment (MONRE) approved the Environmental Impact Assessment (EIA) via Decision dated January 12, 2026; Appraised by the Dong Nai Industrial Zones and Economic Zones Authority per Document No. 1867/KCNKKT-QHXD dated November 6, 2025; Design appraisal for the fire-fighting system and safety infrastructure was granted by the Fire Prevention and Rescue Police Department – Dong Nai Provincial Police via Document No. 39/TD-PCCC dated February 3, 2026; The project has been granted land lease and Land Use Rights Certificates (LURCs) by the relevant authorities for 315.82 out of 330 hectares for the investment and operation of industrial park infrastructure. To date, Sonadezi Giang Dien Shareholding Company has disbursed a total of VND 600,000,000,000 in accordance with the payment schedule of the In-principle Land Sublease and Infrastructure Usage Agreement signed with PAP. On March 19, 2026, the Board of Directors approved Proposal No. 21/TTr-SZG (dated March 13, 2026) regarding a strategic adjustment of the sublease location within Phước An IP. Specifically, the designated site was transitioned from Lot B-CN04 to Lot B-CN03. Consequently, on March 24, 2026, the Company and PAP formally executed Sublease Agreement No. 01/HDTD-PAIP for Lot B-CN03.

VI. Other contents:

- Shareholder situation of the Company: According to the list of shareholders closed as of December 31, 2025, the total number of shareholders of the Company is 126 shareholders, including 06 institutional shareholders (holding 63.41% of total Shares) and 120 individual shareholders (holding 36.59% of total Shares).
- In 2025: The Company completed the payment of dividends for 2024 at a rate of 15% of the par value of Shares according to the Resolution of the 2025 Annual General Meeting of Shareholders (15% of Charter Capital).
- Investment in Tin Nghia Corporation (TID) shares: The Company received dividends for 2024 from TID at a rate of 11%, equivalent to VND 10.89 billion.
- Information disclosure: Full and timely information disclosure in accordance with legal regulations for a public company.
- Human resources management: Recruited 03 new personnel; appointed/re-appointed 03 personnel with appropriate expertise for each job position, and organized training/coaching courses for Employees to meet work requirements.

- Implementation of regimes and policies for employees: The Company has fully implemented the regimes and policies regarding salary, Social Insurance, Health Insurance, Unemployment Insurance, allowances, etc., for employees, organized annual health check-ups, and participated in Bao Viet insurance for employees. In addition, the Company also cares for and looks after the spiritual life of Employees through practical activities such as: giving gifts to female Employees on March 08 and October 20; giving gifts to children of Employees on June 01 and the Mid-Autumn Festival; rewarding children of Company Employees with excellent academic achievements...
- Social and charitable activities: The Company supported and presented gifts to families in difficult circumstances during the "Tet Quan-Dan" program for the 2025 Year of the Snake, the Elderly Association of Trang Bom District on the occasion of the 2025 Year of the Snake, supported the "Mutual Affection" movement for the 2025 Year of the Snake of Tam Phuoc Ward, supported the "For the Poor" fund of An Vien Commune in 2025, and supported the "Join hands to eliminate temporary and dilapidated houses" program to build Great Solidarity houses in Dong Nai Province, etc., with a total amount of 136 million VND.

B. BUSINESS PLAN FOR 2026:

I. Some business indicators:

(Unit: million VND)

No.	Indicators	Implemented Year 2025	Plan year 2026	% Plan 2026 vs Implemented 2025
1	Total revenues	684,286	513,798	75.09%
2	Profit after tax	236,633	196,635	83.10%
3	Taxes and payables	143,429	115,970	80.86%
4	ROE (%)	34.70%	26.08%	75.16%
5	Dividend (%)	20 %	20%	100.00%

II. Marketing and business plan for key products:

No.	Content	Plan 2026
1	Industrial park land lease	
-	Signing of Agreement	190,000 m ²
-	Signing of Contract	200,000 m ²
2	Factory for lease/transfer	
-	Signing of Appendix to Lease Extension Contract or Transfer Contract	02 units

III. Capital construction investment plan:

(Unit: million VND)

No.	Name of project/work	Plan 2026	Implementation content
1	Giang Dien Industrial Park	37,510	Construction and completion of industrial park technical infrastructure and some other auxiliary items.
	Total	37,510	

IV. Land and project development plan:

- **Giang Dien Industrial Park project:** Continue to carry out the application for Land Use Rights Certificates (LURC) for the industrial park infrastructure for the remaining area. Strengthen coordination with relevant units to resolve outstanding obstacles in the land lease application process. Simultaneously, monitor the Departments, Boards, and Sectors in implementing the enforcement of the remaining 02 households (0.62ha) according to regulations.
- **Giang Dien Residential - Service Area project (Zone B):** Continue to monitor the Dong Nai Provincial People's Committee regarding the removal of difficulties and obstacles related to the determination of the Investor and the extension of the schedule in the Investment Policy Decision of the Project.
- **An Binh Residential Area expansion project:** Continue to coordinate with relevant units to complete the application for LURC for 05 villa plots in accordance with the law. Monitor the Departments, Boards, and Sectors in implementing the enforcement of the remaining 05 households.
- **Project on the road connecting Giang Dien Industrial Park to the National Highway 1A bypass:** The Company continues to carry out management and operation, preventing re-encroachment, and avoiding distortion of the project's land boundaries.
- **Project on capital contribution and investment cooperation with Phuoc Binh Company to sublease a portion of land at Phuoc Binh Industrial Park:** The Company continues to monitor the project implementation progress and coordinate with Phuoc Binh Investment Co., Ltd. to resolve difficulties and obstacles of the Project to promote the signing of the land sublease contract when eligible according to the law.
- **Project on land subleasing at Phuoc An Industrial Park:** The Company will implement the signing of the land sublease contract when eligible according to regulations and research investment and project development to submit to competent authorities for approval according to regulations before implementation.

C. OPERATIONAL DIRECTIONS FOR 2026:

Facing potential advantages and difficulties from the volatile global socio-economic and political situation, to complete the set business plan, the Company has determined to synchronously implement the following solutions:

- Continue to apply preferential policies to attract new investments, while considering support for customers based on actual conditions; build marketing plans and business solutions to improve business efficiency.
- Study the investment, construction, and business plan for the leased land at Phước An Industrial Park, and submit it to the competent authorities for approval and implementation.
- Control costs, consider investment according to actual needs on the basis of ensuring investment efficiency and balancing the Company's capital sources.
- Focus resources on resolving obstacles, accelerating the progress of site clearance and receiving compensation for the Company's key projects, while accelerating the adjustment of the industrial park construction planning to soon have more new land funds to serve production and business needs.
- Continue the work of training employees and improving the quality of human resources to ensure production and business. Build a free and creative working environment, bringing many opportunities for career advancement.

Sincerely.

Recipients: *luc*

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN



Nguyen Thi Hanh

REPORT

Activities of the Board of Directors in 2025 and operational plan for 2026

To: The Annual General Meeting of Shareholders in 2026

I. REPORT ON ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025:

1. Members of the Board of Directors in 2025:

In 2025, the members of the Board of Directors of the company included:

No.	Name	Position	Start date/end date as a member of the Board of Directors	
			Date of appointment	Date of dismissal
1	Ms. Nguyen Thi Hanh	Chairwoman of the Board of Directors	December 18, 2023 (appointed as Chairman of the Board of Directors)	
			April 07, 2022 (appointed as member of the Board of Directors)	
2	Mr. Tran Hoai Nam	Member of the Board of Directors	April 07, 2022	
3	Mr. Ngo Xuan Quang	Member of the Board of Directors	April 07, 2022	
4	Mr. Tran Tan Nhat	Member of the Board of Directors	April 07, 2022	
5	Mr. Hoang Sy Quyet	Member of the Board of Directors	May 21, 2024	

2. Report on meetings and decisions of the Board of Directors:

In 2025, the Board of Directors held 05 meetings and conducted 19 written consultations on matters within its authority. The Board of Directors issued 28 Resolutions and Decisions to lead, manage, supervise, and resolve issues in the company's production and business activities in a timely manner. Tasks were performed in accordance with Resolution No. 188/NQ-SZG dated April 18, 2025, of the 2025 Annual General Meeting of Shareholders.

The attendance rate of Board of Directors members at meetings was 5/5, reaching 100%. All meetings were attended by the Head of the Board of Supervisors to review and discuss important issues as well as ensure the legality of the issued decisions.

Important matters approved:

- Approved the price framework for land subleasing and factory leasing at Giang Dien Industrial Park;
- Approved the policy for transferring factories and subleasing land attached to factories at Giang Dien Industrial Park;
- Approved the transfer transaction of the Sonadezi Building with Sonadezi Corporation;
- Approved quarterly production and business plans, and contractor selection plans for projects at Giang Dien Industrial Park;
- Approved the policy for implementing and signing contracts/appendices and transactions with related parties in 2026;
- And several other matters within its authority.

Meetings and activities of the Board of Directors were organized and conducted in accordance with the Company Charter and current laws; Meeting minutes, Resolutions, and Decisions approving matters within the functions and duties of the Board of Directors in the company's activities were approved by the majority of Board of Directors members, ensuring implementation in accordance with regulations.

3. Direction and supervision of the General Director:

In 2025, the Board of Directors performed its role of orientation and supervision of the General Director well. Through regular inspection and evaluation of the implementation of Resolutions and Decisions, it ensured that all activities of the General Director were aligned with strategic goals, while providing necessary guidance in a timely manner. Under the supervision of the Board of Directors, the General Director exceeded the production and business plan, ensuring the maximum benefits for the company and shareholders.

In general, the General Director has always adhered to the annual directions and tasks and remained flexible in management. The General Director regularly reported and discussed with the Board of Directors to make timely adjustments to the company's production and business activities. In addition, the activities of the Board of Directors, the General Director, and the Board of Supervisors were always closely coordinated, ensuring the management-executive relationship was implemented in accordance with the law, the charter, and the company's internal regulations.

4. Remuneration, reward and operating expenses of the Board of Directors in 2025:

(Unit: VND)

No.	Content	Date of appointment	Remuneration 2025	Reward 2025	Total
1	Ms. Nguyen Thi Hanh	Appointed on December 18, 2023	292,413,000	131,328,446	423,741,446
2	Mr. Tran Hoai Nam	Appointed on April 07, 2022	233,931,000	131,328,446	365,259,446
3	Mr. Ngo Xuan Quang	Appointed on April 07, 2022	233,931,000	134,328,446	368,259,446
4	Mr. Hoang Sy Quyet	Appointed on May 21, 2024	233,931,000	134,828,446	368,259,446
5	Mr. Tran Tan Nhat	Appointed on April 07, 2022	233,931,000	131,328,446	365,259,446
6	Mr. Truong Dinh Hiep	Appointed on April 07, 2022 Dismissed on May 21, 2024		32,258,065	32,258,065
Total remuneration and reward 2025			1,228,137,000	694,900,295	1,923,037,295

Operating expenses 2025: 0 VND

5. Report on transactions between the Company and related parties of the Company, or between the Company and major shareholders, insiders, and persons related to insiders:

(Details are provided – Notes to the Financial Statements 2025 has been disclosed on March 27, 2026).

6. Report on transactions between the Company and enterprises in which members of the Board of Directors are founding members or have held managerial positions within the last three (03) years prior to the transaction:

(Appendix II – Report on Corporate Governance of the Company in 2025 has been disclosed).

II. OPERATIONAL PLAN OF THE BOARD OF DIRECTORS FOR 2026:

Given the economic forecast of facing many unpredictable fluctuations, the Board of Directors needs to maximize its role in strategic orientation and comprehensive supervision to ensure the company maintains stability. The key plans of the Board of Directors include:

1. Maintain quarterly meetings, extraordinary meetings (if necessary), and written consultations with Board of Directors members to implement the Resolution of the General Meeting of Shareholders and matters related to corporate governance.

2. Strengthen inspection and supervision of the implementation of Resolutions and Decisions of the Board of Directors to ensure the General Director follows the correct orientation and achieves high efficiency, while building flexible strategies and solutions to improve marketing and business performance.

3. Promote research and implementation of real estate and service projects suitable to the company's development orientation.

4. For current projects: focus on completing the construction of infrastructure items at Giang Dien Industrial Park to meet customer needs, while accelerating the progress of the Giang Dien Residential and Service Area project to diversify residential real estate products.

5. Perform timely, transparent, and public disclosure of information regarding corporate governance to shareholders, investors, and authorities. Maintain an appropriate dividend policy, ensuring a harmonious balance of interests between shareholders and the company.

6. Closely follow and direct the General Director to complete human resource management mechanisms and policies, arranging personnel to suit the company's production and business needs. At the same time, focus on planning, training, and developing the leadership team; build human resource policies linked to work performance and the long-term development of the company.

7. Update and complete the internal management regulation system in a timely manner with changes in the legal system and actual situation to improve the efficiency of management and administration.

Uc
Recipients:

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN**



Nguyen Thi Hanh



SONADEZI CORPORATION
SONADEZI GIANG DIEN
SHAREHOLDING COMPANY

No. 03/SZG-BKS

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Dong Nai, March 30th, 2026

REPORT OF THE BOARD OF SUPERVISORS
On the inspection and supervision of business performance in 2025

To: The General Meeting of Shareholders of Sonadezi Giang Dien Joint Stock Company

Pursuant to the Charter of Sonadezi Giang Dien Joint Stock Company;

Pursuant to the functions and duties of the Board of Supervisors;

Pursuant to the Operating Regulations of the Board of Supervisors;

The Board of Supervisors hereby reports to the General Meeting of Shareholders on the results of inspection and supervision of business operations and the assessment of the Board of Supervisors's activities in 2025 at Sonadezi Giang Dien Joint Stock Company as follows:

I. Activities of the Board of Supervisors

1. Organizational structure of the Board of Supervisors

Members of the Board of Supervisors in 2025:

Full name	Position	Date of re-appointment/ appointment/dismissed
Ms. Trinh Thi Hoa	Head	Appointed on April 18 th , 2025
Ms. Nguyen Thi Huyen Trang	Head	Dismissed on April 18 th , 2025
Ms. Nguyen Tu Loan	Member	Re-appointed on April 7 th , 2022
Mr. Tran Viet Long	Member	Appointed on April 7 th , 2022

2. Performance results of the Board of Supervisors

In 2025, the Board of Supervisors conducted inspections and supervision of compliance with legal regulations, the Company's Charter, and internal regulations in the management and administration of business operations by the Board of Directors and the Executive Management, specifically:

- Reviewing the Company's audited financial statements for 2024;
- Assessing the activities of the Board of Directors and Executive Management; reviewing the financial statements and business performance results for 2024;

- Approving reports and submissions of the Board of Supervisors to the 2025 Annual General Meeting of Shareholders;

- Coordinating with the Board of Directors and the Executive Management in preparing documents and organizing the 2025 Annual General Meeting of Shareholders;

- Discussing and recommending the selection of an independent audit firm to review and audit the Company's financial statements based on the list approved by the 2025 Annual General Meeting of Shareholders;

- Reviewing the legality and procedural compliance in issuing Decisions and Resolutions of the Board of Directors and the Chief Executive Officer;

- Reviewing the Company's financial statements for 2025;

- Coordinating and monitoring the Company's information disclosure activities;

- Performing other duties within the functions and responsibilities of the Board of Supervisors.

3. Remuneration and bonuses of the Board of Supervisors in 2025

Unit: VND

Member of the Board of Supervisors	Position	Bonus	Remuneration	Total
Ms. Ngo Thi Thu Hien	Head (dismissed from May 21 st , 2024)	21,505,376	-	21,505,376
Ms. Nguyen Thi Huyen Trang	Head (dismissed from April 18 th , 2025)	52,312,072	28,520,000	80,832,072
Ms. Trinh Thi Hoa	Head (appointed from April 18 th , 2025)	18,068,181	67,480,000	85,548,181
Ms. Nguyen Tu Loan	Member	52,442,815	48,000,000	100,442,815
Mr. Tran Viet Long	Member	53,442,815	48,000,000	101,442,815

(Bonuses paid include the remaining bonus of 2024 and the bonus of 2025; figures are based on the audited 2025 financial statements.)

4. Summary of meetings of the Board of Supervisors

In 2025, the Board of Supervisors held 09 meetings in both online and in-person formats. Meeting contents focused on reviewing and approving draft reports of the Board of Supervisors and discussing other matters within its functions, duties, and professional scope.

II. Coordination between the Board of Supervisors, the Board of Directors, and the Executive Management:

The Board of Supervisors was invited to attend meetings of the Board of Directors and provided opinions on issues relating to business operations and corporate governance, thereby promptly capturing operational developments and management decisions.

Functional departments fully cooperated in providing documents and explanations, facilitating the Board of Supervisors in fulfilling its duties. The Board of Supervisors was also provided with adequate information in accordance with legal regulations and the Company's Charter.

During the year, no requests, recommendations, or complaints were received from shareholders concerning management and administration activities.

Overall, coordination among the Board of Directors, Executive Management, and the Board of Supervisors was closely maintained in compliance with regulations. However, for investment decisions, further enhancement in efficiency assessment, risk control, and transparency during implementation is required.

III. Supervision results of the Board of Directors

The Board of Directors held periodic meetings in accordance with the Company's Charter and Operating Regulations. In 2025, the Board of Directors conducted 05 meetings and 19 written consultations, issuing 28 Resolutions and Decisions to direct, manage, supervise, and promptly address issues in the Company's business operations, while implementing tasks under Resolution No. 188/NQ-SZG dated April 18th, 2025 of the 2025 Annual General Meeting of Shareholders.

All Resolutions and Decisions were issued within proper authority with sufficient attendance as prescribed; meeting minutes were fully recorded. Attendance rate of Board members was 5/5 (100%). The Head of the Board of Supervisors attended meetings to jointly review and discuss key issues.

Key matters reviewed and approved included:

- Approval of land sublease pricing framework and factory lease rates at Giang Dien Industrial Zone;
- Policy on transfer of factories and sublease of land associated with factories at Giang Dien Industrial Zone;
- Approval of the transfer transaction of the Sonadezi Building with Sonadezi Corporation;
- Quarterly business plans and contractor selection plans for project packages at Giang Dien Industrial Zone;
- Policy on transactions with related parties in 2026;
- Other matters within authority.

IV. Supervision results of the Executive Management

The Executive Management directly operated business activities in accordance with functions and duties stipulated in the Company's Charter, implementing operations based on resolutions of the General Meeting of Shareholders and decisions of the Board of Directors.

1. Business performance results

Total revenue and profit after tax reached VND 684 billion and VND 237 billion, equivalent to 141.58% and 137.55% of the plan. The overachievement was partly due to revenue from the transfer of the Sonadezi Building.

The proposed dividend rate submitted to the General Meeting of Shareholders is 20%, equal to 133% of the plan.

2. Marketing and business results of main products

Industrial land leasing:

Memorandum of Understanding (MoU) area reached 56,907.7 m² (94.85% of plan), not achieving the target. However, officially contracted area reached 161,893.7 m² (112.42% of plan), indicating effective conversion from MoU to formal contracts, contributing to revenue assurance.

Factory leasing/transfer: The Company signed 07 appendices/contracts, achieving 116.67% of plan, including leases of small factories and transfers of factories (NX 02, 03, 04, 05). This demonstrates positive and efficient asset exploitation.

Office leasing at Sonadezi Tower: New leasing area reached only 179 m² versus the plan of 798 m². However, renewed lease area reached 2,965 m², exceeding the plan (1,752 m²), showing customer retention. Notably, the Sonadezi Tower was transferred from October 1, 2025, therefore results reflect only the first nine months.

3. Construction investment

Implementation of the 2025 investment plan remained below target (with several items recording very low completion rates). Key projects such as Giang Dien Industrial Zone and the An Binh Residential-Service Area Expansion were delayed due to legal procedural bottlenecks, planning adjustments, and site clearance issues. Certain activities, including environmental works and operational items, achieved only about 53% to 61% of the planned targets. In addition, limitations in the adjustment of the Giang Dien Industrial Zone master plan and the available leasable land bank adversely affected the Company's short-term capacity for exploitation and revenue generation.

Basic construction investment reached 31.09% of the annual plan, which was lower than expected, mainly due to legal procedural constraints and the need to adjust the investment schedule in line with actual conditions.

4. Land management and project development

Legal procedures, site clearance, and coordination with authorities affected overall project progress.

5. Other activities

The Company complied with corporate governance regulations and shareholder rights, including shareholder structure management, dividend payment, and organization of shareholder meetings. Human resource management, training, and employee policies were timely implemented.

The Company also actively fulfilled social responsibility through welfare and charitable activities.

V. Review of Financial Statements

The Company's 2025 financial statements were prepared in accordance with Vietnamese Accounting Standards and relevant regulations, audited by A&C Auditing and Consulting Co.,Ltd., and disclosed in compliance with regulations.

The auditor issued a qualified opinion relating to: A business cooperation contract with Phuoc Binh Investment Co.,Ltd.; Principle Contract No. 03/HĐNT-PAIP dated August 18th, 2025 with Phuoc An Port Petroleum Investment and Exploitation JSC. These items are of significant value and lack sufficient basis to fully assess legal status, investment efficiency, and recoverability.

The Board of Supervisors recommends continued review, strengthened control, and close monitoring to mitigate risks.

VI. Supervision results of business operations and financial position

1. Business performance in 2025

The results of implementing the resolution of the General Meeting of Shareholders regarding the business and production plan are reflected in several key indicators as follows:

Unit: VND million

No.	Indicator	2025		Delta achieved (%)
		Plan	Actual	
1	Total revenue	483,332	684,286	141.58 %
2	Profit after corporate income tax	172,038	236,633	137.55%
3	Taxes and other obligations to the State Budget	77,953	143,429	183.99%
4	ROE (%)	26.66%	34.70%	130.16%
5	Dividend (%) (proposed)	15 %	20 %	133.33%

(Source: Audited financial statements 2025)

In 2025, despite continued economic challenges, the Company made concerted efforts to implement various management solutions and exceeded its targets in most key performance indicators. Specifically, total revenue reached VND 684,286 million (141.58% of the plan), profit after tax amounted to VND 236,633 million (137.55% of the plan), and the return on equity (ROE) reached 34.70% (130.16% of the plan).

The Board of Supervisors notes that, excluding revenue from the transfer of the Sonadezi Building, the Company's actual revenue reached approximately 107% of the plan. The recognition of this revenue increased the revenue-completion rate to 141.58%

of the plan. However, this amount does not generate profit; therefore, the Company's profit still primarily comes from its core business activities. Accordingly, the revenue indicator should be reviewed to exclude this extraordinary factor in order to accurately reflect the Company's operating performance.

2. Financial position and capital preservation & development

Unit: VND million

No.	Indicator	Jan 1 st , 2025	Dec 31 st , 2025	Change	
				Value	Delta change (%)
I	Total assets	3,919,075	4,793,390	874,314	22.31%
1	Current assets	1,774,235	2,314,513	540,278	30.45%
2	Non-current assets	2,144,840	2,478,877	334,037	15.57%
II	Total capital	3,919,075	4,793,389	874,314	22.31%
1	Liabilities	3,011,430	3,737,348	725,918	24.11%
1.1	Short-term liabilities	213,195	228,118	14,923	7.00%
1.2	Long-term liabilities	2,798,235	3,509,230	710,995	25.41%
2	Equity	907,645	1,056,041	148,396	16.35%

In terms of asset structure, current assets increased by 30.45%, mainly due to the rise in receivables related to the land lease security deposit under Principle Contract No. 03/HĐNT-PAIP dated August 18th, 2025 with Phuoc An Port Petroleum Investment and Exploitation Joint Stock Company. Meanwhile, non-current assets increased by 15.57%, primarily attributable to newly recognized long-term receivables arising from the business cooperation contract signed on January 21st, 2025 with Phuoc Binh Investment Co., Ltd.

Regarding capital structure, total liabilities increased by 24.11%, mainly due to higher advance payments received from customers for land sublease and infrastructure leasing at Giang Dien Industrial Zone. At the same time, equity increased by approximately 16%, resulting from allocations to the development investment fund and retained earnings.

Main financial ratios:

No.	Indicator	Unit	2024	2025
1	Asset structure			
	Non-current assets / Total assets	%	54.73	51.71
	Current assets / Total assets	%	45.27	48.29
2	Capital structure			

No.	Indicator	Unit	2024	2025
1	Asset structure			
	Liabilities / Total capital	%	76.84	77.97
	Equity / Total capital	%	23.16	22.03
3	Current ratio			
	Liquidity	times	8.32	10.15
	Quick ratio	times	7.78	9.64
4	Profitability ratio			
	ROA	%	4.72	4.94
	ROE	%	29.81	34.70
	Net profit margin	%	42.04	36.42

As at December 31st, 2025, the asset structure shifted toward an increase in current assets and a decrease in non-current assets, indicating an improvement in liquidity. Meanwhile, the capital structure maintained a high and increasing proportion of liabilities, reflecting a continued reliance on financial leverage.

Liquidity ratios show that the Company adequately ensured its ability to meet due obligations. In terms of profitability, ROA declined while ROE increased due to the impact of financial leverage. At the same time, the net profit margin decreased, indicating a narrowing profit margin trend.

Overall, the Company expanded its scale and maintained sound liquidity, but it is necessary to closely manage the capital structure, enhance asset utilization efficiency, and strictly control receivables in order to ensure financial safety and sustainable development.

3. Supervision of external investment and business cooperation

Tin Nghia: The fair value of the Company's share investment at year-end amounted to VND 228.69 billion, a decrease compared with the beginning of the year; however, dividend income remained stable.

Phuoc An: The Company paid a deposit of VND 600 billion under the principle land lease agreement. As at December 31st, 2025, the project had not yet completed legal procedures. However, by March 2026, the official contract had been signed and legal formalities were largely completed, thereby mitigating potential risks.

Phuoc Binh: The business cooperation contract has a total value of VND 1,236,515,000,000. The Company has paid approximately VND 618 billion. The maximum cooperation term is 24 months, with a minimum annual rate of return of 8% in the event that Phuoc Binh Investment Co., Ltd. breaches its contractual commitments. As of December 31st, 2025, Phuoc Binh is continuing to work with the competent authorities to resolve issues related to the extension procedures of the BT Contract.

VII. Assessment of transactions between the Company and members of the Board of Directors, the General Director, and their related persons; and transactions between the Company and any enterprise in which a member of the Board of Directors or the General Director is a founding member or has held a managerial position within the past three years prior to the transaction:

Transactions with related parties have been fully disclosed in the audited 2025 financial statements. All such transactions were reported and approved by the Board of Directors in accordance with the authority prescribed in the Company's Charter, thereby ensuring transparency, fairness, and alignment with the Company's interests.

VIII. Recommendations

The Supervisory Board recommends that the Board of Directors and the Board of Management:

Focus on resolving legal obstacles to accelerate the implementation of key projects; at the same time, review and adjust investment plans in line with actual conditions, strengthen cost control, and improve capital efficiency.

Conduct a comprehensive review and assessment of investments, business cooperation arrangements, and large-value deposits; develop and implement risk control measures to ensure capital recoverability.

Enhance transparency and complete legal documentation for transactions, particularly those involving external partners.

Ensure the separation and independent evaluation of core business performance.

Expedite project implementation in parallel with improving the efficiency of capital utilization.

Continue to improve the internal control system and strengthen risk management capacity.

The above is the report of the Supervisory Board on the inspection and supervision of business operations in 2025 at Sonadezi Giang Dien Joint Stock Company.

Recipients:

- As above;
- Archive: Administration, Board of Supervisors.

**ON BEHALF OF THE BOS
HEAD**



Trinh Thi Hoa

PROPOSALS

Regarding the approval of the audited 2025 financial statements

To: The Annual General Meeting of Shareholders in 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders;

The Board of Directors hereby submits to the General Meeting of Shareholders for consideration the 2025 financial statements audited by A&C Auditing and Consulting Co., Ltd. and reviewed by the Board of Supervisors (2025 financial statements attached).

Including the following key indicators:

(Unit: VND)

No.	Indicators	Value
1	Total assets	4,793,389,533,463
2	Owner's equity	1,056,041,411,129
3	Total revenues	684,285,863,696
4	Total expenses	390,403,276,810
5	Total profit before tax	293,882,586,886
6	Corporate income tax	57,249,088,284
7	Profit after tax	236,633,498,602

Above is the content of the audited 2025 financial statements, submitted to the General Meeting of Shareholders for consideration and approval.

Sincerely,

Uuu
Recipients:

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN



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Nguyen Thi Hanh

FINANCIAL STATEMENTS
FOR THE FISCAL YEAR ENDED 31 DECEMBER 2025

SONADEZI GIANG DIEN
SHAREHOLDING COMPANY



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STATEMENT OF THE BOARD OF MANAGEMENT

The Board of Management of Sonadezi Giang Dien Shareholding Company (hereinafter referred to as “the Company”) presents this statement together with the Financial Statements for the fiscal year ended 31 December 2025.

Business highlights

Sonadezi Giang Dien Shareholding Company has been operating in line with the Business Registration Certificate No. 3603474037, initially registered on 01 July 2017 and 3rd amended on 22 December 2023, granted by Dong Nai Province Department of Planning and Investment (now Dong Nai Province Department of Finance).

On 16 December 2021, the Company’s stocks were officially listed on Hanoi Stock Exchange under the stock code of SZG.

Head office

- Address : 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran-Bien Ward, Dong Nai Province, Vietnam
- Tel. : (0251) 3833 388
- Fax : (0251) 3833 399

The Company’s principal business activity as in the Business Registration Certificate is to trade real estate, land use right of owners, users or lessees (only operating if satisfying the conditions as prescribed by the laws and the Article 11 of the Law No. 66/2014/QH13 dated 25 November 2014 on real estate trading).

Board of Directors and Executive Board

The Board of Directors and the Executive Board of the Company during the year and as of the date of this statement include:

The Board of Directors

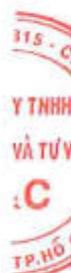
Full name	Position	Appointing date
Ms. Nguyen Thi Hanh	Chairwoman	Appointed on 18 December 2023
Mr. Tran Hoai Nam	Member	Appointed on 07 April 2022
Mr. Tran Tan Nhat	Member	Appointed on 07 April 2022
Mr. Ngo Xuan Quang	Member	Appointed on 07 April 2022
Mr. Hoang Sy Quyet	Member	Appointed on 21 May 2024

The Supervisory Board

Full name	Position	Reappointing/appointing/resigning date
Ms. Trinh Thi Hoa	Head of the Board	Appointed on 18 April 2025
Ms. Nguyen Thi Huyen Trang	Head of the Board	Resigned on 18 April 2025
Ms. Nguyen Tu Loan	Member	Reappointed on 07 April 2022
Mr. Tran Viet Long	Member	Appointed on 07 April 2022

The Board of Management

Full name	Position	Appointing date
Mr. Hoang Sy Quyet	General Director	Appointed on 18 December 2023
Mr. Ngo Xuan Quang	Deputy Director	General Appointed on 07 April 2022



SONADEZI GIANG DIEN SHAREHOLDING COMPANY
STATEMENT OF THE BOARD OF MANAGEMENT (cont.)

Legal Representative

The Company's legal representative during the year and as of the date of this statement is Mr. Hoang Sy Quyet - General Director (appointed on 18 December 2023).

Auditors

A&C Auditing and Consulting Co., Ltd. has been appointed to perform the audit on the Company's Financial Statements for the fiscal year ended 31 December 2025.

Responsibilities of the Board of Management

The Board of Management of the Company is responsible for the preparation of the Financial Statements to give a true and fair view of the financial position, the financial performance and the cash flows of the Company during the year. In order to prepare these Financial Statements, the Board of Management must:

- select appropriate accounting policies and apply them consistently;
- make judgments and estimates reasonably and prudently;
- state clearly whether the accounting standards applied to the Company are followed or not, and all the material differences from these standards are disclosed and explained in the Financial Statements;
- prepare the Financial Statements of the Company on the going-concern basis, except for the cases that the going-concern assumption is considered inappropriate;
- design and implement effectively the internal control system to minimize the risks of material misstatements due to frauds or errors in the preparation and presentation of the Financial Statements.

The Board of Management hereby ensures that all the proper accounting books of the Company have been fully recorded and can fairly reflect the financial position of the Company at any time, and that all the accounting books have been prepared in compliance with the applicable Accounting System. The Board of Management is also responsible for managing the Company's assets and consequently has taken appropriate measures to prevent and detect frauds and other irregularities.

The Board of Management hereby commits to the compliance with the aforementioned requirements in preparation of the Financial Statements.

Approval of the Financial Statements

The Board of Management hereby approves the accompanying Financial Statements, which give a true and fair view of the financial position as of 31 December 2025 of the Company, its financial performance and its cash flows for the fiscal year then ended, in conformity with the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and relevant statutory requirements on the preparation and presentation of the Financial Statements.

For and on behalf of the Board of Management,



Hoang Sy Quyet
General Director

Date: 25 March 2026



No. 1.0484/26/TC-AC

INDEPENDENT AUDITOR'S REPORT**To: THE SHAREHOLDERS, THE BOARD OF DIRECTORS AND THE BOARD OF MANAGEMENT
SONADEZI GIANG DIEN SHAREHOLDING COMPANY**

We have audited the accompanying Financial Statements of Sonadezi Giang Dien Shareholding Company (hereinafter referred to as "the Company"), which were prepared on 25 March 2026 (from page 6 to page 42) including the Balance Sheet as of 31 December 2025, the Income Statement, the Cash Flow Statement for the fiscal year then ended and the Notes to the Financial Statements.

Responsibility of the Board of Management

The Company's Board of Management is responsible for the preparation, true and fair presentation of the Financial Statements in accordance with the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and relevant statutory requirements on the preparation and presentation of the Financial Statements; and responsible for the internal control as the Company's Board of Management determines necessary to enable the preparation and presentation of the Financial Statements to be free from material misstatement due to fraud or error.

Responsibility of Auditors

Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical standards and requirements and plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the preparation and true and fair presentation of the Financial Statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors, as well as evaluating the overall presentation of the Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Basis for qualified audit opinion

On 21 January 2025, the Company signed the Business Cooperation Contract with Phuoc Binh Investment Company Limited to implement the project of investment in, construction and trading of infrastructure of Phuoc Binh Industrial Park in Phuoc Binh Commune, Dong Nai Province, with the total contractual investment amount of VND 1,236,515,000,000. The total amount actually invested by the Company as of 31 December 2025 was VND 618,257,500,000 (see Note No. V.5b in the Notes to the Financial Statements). This business cooperation investment is not secured by any collaterals. To date, this Project has not yet received the approval from People's Committee of Dong Nai Province either for investment policy or the investor. With the available documents and information, we are unable to determine the nature of this business cooperation, assess the efficiency and feasibility of the Project, or evaluate the financial capacity of the counterparty receiving the contributed capital. Therefore, we are unable to determine the appropriateness to recognize the value of this Business Cooperation Contract under "Other long-term receivables" item (Code 216) in the Balance Sheet as at 31 December 2025, as well as unable to assess the recoverability of the investment amount or the certainty of the enjoyable profit in 2025 corresponding to the minimum rate of return, or measure any potential impairment (if any) of the receivables for this business cooperation.



Additionally, as mentioned in Note No. V.5a in the Notes to the Financial Statements, the Company also signed the Framework Contract No. 03/HĐNT-PAIP dated 18 August 2025 with Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company (hereinafter referred to as "Phuoc An") to lease land in Phuoc An Industrial Park, Phuoc An Commune, Dong Nai Province, with the total deposit of VND 600,000,000,000, equivalent to 95% of the contract value. This deposit is not secured by any collateral. With the available documents, we have not been able to determine whether Phuoc An is qualified to sign the land sublease contract in accordance with regulations or determine the nature of this Framework Contract or assess the recoverability of the related deposit as of 31 December 2025. On 19 March 2026, the Company's Board of Directors approved the Proposal No. 21/TTr-SZG dated 13 March 2026 of the General Director regarding the change of the location of the land lot intended for sublease in Phuoc An Industrial Park, Dong Nai Province, from Land Plot B-CN04 under the above Framework Contract to Land Plot B-CN03. On 24 March 2026, the Company and Phuoc An signed Contract No. 01/HĐTĐ-PAIP to sublease Land Plot B-CN03. With the available documents, we do not have sufficient information to assess whether Land Plot B-CN03 of Land Lots No. 209, 222, 223 on Map No. 73 in Phuoc An Industrial Park, Dong Nai Province, satisfies the conditions for Phuoc An to sign land sublease contract in accordance with regulations or not.

We have not been able to obtain sufficient reliable evidence to determine whether the nature of the transactions under the above-mentioned contracts involves joint control or not.

Qualified opinion of Auditors

In our opinion, except for the effects of the matters described in the "Basis for qualified audit opinion" paragraph, the Financial Statements give a true and fair view, in all material respects, of the financial position as of 31 December 2025 of Sonadezi Giang Dien Shareholding Company, its financial performance and its cash flows for the fiscal year then ended, in conformity with the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and relevant statutory requirements on the preparation and presentation of the Financial Statements.

For and on behalf of
A&C Auditing and Consulting Co., Ltd.



Tran Thi Thuy Quyen
Partner
Audit Practice Registration Certificate No. 1539-2023-008-1
Authorized Signatory



Vo Thanh Cong
Auditor
Audit Practice Registration Certificate No. 1033-2023-008-1

Ho Chi Minh City, 25 March 2026



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SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Bien Hoa City, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

BALANCE SHEET

As of 31 December 2025

Unit: VND

ITEMS	Code	Note	Ending balance	Beginning balance
A - CURRENT ASSETS	100		2,314,512,754,690	1,774,235,113,712
I. Cash and cash equivalents	110	V.1	703,535,985,647	648,255,427,367
1. Cash	111		24,435,985,647	25,255,427,367
2. Cash equivalents	112		679,100,000,000	623,000,000,000
II. Short-term financial investments	120		219,325,919,999	349,325,919,999
1. Trading securities	121	V.2	219,325,919,999	219,325,919,999
2. Provisions for devaluation of trading securities	122		-	-
3. Held-to-maturity investments	123		-	130,000,000,000
III. Short-term receivables	130		1,275,060,665,453	660,168,203,435
1. Short-term trade receivables	131	V.3	66,036,895,933	47,200,752,650
2. Short-term prepayments to suppliers	132	V.4	600,807,265,189	599,665,992,013
3. Short-term inter-company receivables	133		-	-
4. Receivables according to the progress of construction contract	134		-	-
5. Receivables for short-term loans	135		-	-
6. Other short-term receivables	136	V.5a	617,449,004,917	18,328,731,977
7. Allowance for short-term doubtful debts	137	V.6	(9,232,500,586)	(5,027,273,205)
8. Deficit assets for treatment	139		-	-
IV. Inventories	140		116,315,416,029	115,926,094,552
1. Inventories	141	V.7	116,315,416,029	115,926,094,552
2. Allowance for devaluation of inventories	149		-	-
V. Other current assets	150		274,767,562	559,468,359
1. Short-term prepaid expenses	151	V.8a	274,767,562	559,468,359
2. Deductible VAT	152		-	-
3. Taxes and other receivables from the State	153		-	-
4. Trading Government bonds	154		-	-
5. Other current assets	155		-	-

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SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Bien Hoa City, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

Balance Sheet (cont.)

ITEMS	Code	Note	Ending balance	Beginning balance
C - LIABILITIES	300		3,737,348,122,334	3,011,430,271,234
I. Current liabilities	310		228,118,409,350	213,194,774,083
1. Short-term trade payables	311	V.13	7,105,056,536	10,706,856,015
2. Short-term advances from customers	312	V.14	4,175,430,184	4,175,430,184
3. Taxes and other obligations to the State Budget	313	V.15	8,214,435,312	12,534,625,046
4. Payables to employees	314	V.16	5,987,013,000	5,845,000,004
5. Short-term accrued expenses	315	V.17a	19,614,530,576	19,336,469,375
6. Short-term inter-company payables	316		-	-
7. Payables according to the progress of construction contracts	317		-	-
8. Short-term unearned revenue	318	V.18a	132,212,263,739	101,992,312,377
9. Other short-term payables	319	V.19a,c	35,747,759,507	44,180,066,716
10. Short-term borrowings and financial leases	320		-	-
11. Provisions for short-term payables	321		-	-
12. Bonus and welfare funds	322	V.20	15,061,920,496	14,424,014,366
13. Price stabilization fund	323		-	-
14. Trading Government bonds	324		-	-
II. Non-current liabilities	330		3,509,229,712,984	2,798,235,497,151
1. Long-term trade payables	331		-	-
2. Long-term advances from customers	332		-	-
3. Long-term accrued expenses	333	V.17b	16,145,242,089	16,656,124,012
4. Inter-company payables for working capital	334		-	-
5. Long-term inter-company payables	335		-	-
6. Long-term unearned revenue	336	V.18b	3,443,371,252,039	2,699,908,346,466
7. Other long-term payables	337	V.19b,c	49,713,218,856	81,671,026,673
8. Long-term borrowings and financial leases	338		-	-
9. Convertible bonds	339		-	-
10. Preferred shares	340		-	-
11. Deferred income tax liability	341		-	-
12. Provisions for long-term payables	342		-	-
13. Science and technology development fund	343		-	-



SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Bien Hoa City, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

Balance Sheet (cont.)

ITEMS	Code	Note	Ending balance	Beginning balance
D - OWNER'S EQUITY	400		1,056,041,411,129	907,645,136,227
I. Owner's equity	410		1,056,041,411,129	907,645,136,227
1. Owner's capital	411	V.21	548,980,000,000	548,980,000,000
- Ordinary shares carrying voting rights	411a		548,980,000,000	548,980,000,000
- Preferred shares	411b		-	-
2. Share premiums	412		-	-
3. Bond conversion options	413		-	-
4. Other sources of capital	414		-	-
5. Treasury stocks	415		-	-
6. Differences on asset revaluation	416		-	-
7. Foreign exchange differences	417		-	-
8. Investment and development fund	418	V.21	193,123,613,645	94,403,770,564
9. Business arrangement supporting fund	419		-	-
10. Other funds	420		-	-
11. Retained earnings	421	V.21	313,937,797,484	264,261,365,663
- Retained earnings accumulated to the end of the previous period	421a		148,638,613,463	264,261,365,663
- Retained earnings of the current period	421b		165,299,184,021	-
12. Construction investment fund	422		-	-
II. Other sources and funds	430		-	-
1. Sources of expenditure	431		-	-
2. Fund to form fixed assets	432		-	-
TOTAL LIABILITIES AND OWNER'S EQUITY	440		4,793,389,533,463	3,919,075,407,461

Dong Nai, 25 March 2026



Luong Anh Tu
Preparer



Nguyen Duy Hoa
Chief Accountant



Hoang Sy Quyet
General Director



SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Bien Hoa City, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

INCOME STATEMENT

For the fiscal year ended 31 December 2025

Unit: VND

ITEMS	Code	Note	Current year	Previous year
1. Revenue from sales of goods and provisions of services	01	VI.1	649,700,056,032	439,780,982,222
2. Revenue deductions	02		-	-
3. Net revenue	10		649,700,056,032	439,780,982,222
4. Cost of sales	11	VI.2	345,495,451,957	177,333,630,942
5. Gross profit	20		304,204,604,075	262,447,351,280
6. Financial income	21	VI.3	29,717,671,514	23,067,685,935
7. Financial expenses	22	VI.4	138,172,971	671,800,093
In which: Interest expenses	23		102,889,371	1,175,109,492
8. Selling expenses	25	VI.5	10,363,295,214	20,737,505,348
9. General and administration expenses	26	VI.6	33,545,571,907	35,092,620,563
10. Net operating profit	30		289,875,235,497	229,013,111,211
11. Other income	31	VI.7	4,868,136,150	227,972,948
12. Other expenses	32	VI.8	860,784,761	77,706,257
13. Other profit	40		4,007,351,389	150,266,691
14. Total accounting profit before tax	50		293,882,586,886	229,163,377,902
15. Current income tax	51	V.15	57,249,088,284	44,298,087,907
16. Deferred income tax	52		-	-
17. Profit after tax	60		<u>236,633,498,602</u>	<u>184,865,289,995</u>
18. Basic earnings per share	70	VI.9	<u>4,247</u>	<u>3,255</u>
19. Diluted earnings per share	71	VI.9	<u>4,247</u>	<u>3,255</u>


Luong Anh Tu
Preparer


Nguyen Duy Hoa
Chief Accountant

Dong Nai, 25 March 2026


Hoang Sy Quyet
General Director



SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Bien Hoa City, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

CASH FLOW STATEMENT

(Indirect method)

For the fiscal year ended 31 December 2025

Unit: VND

ITEMS	Code	Note	Current year	Previous year
I. Cash flows from operating activities				
1. Profit before tax	01		293,882,586,886	229,163,377,902
2. Adjustments				
- Depreciation/(Amortization) of fixed assets and investment properties	02	V.9, 10, 11	75,978,504,376	78,532,502,474
- Provisions and allowances	03	V.2, 6	4,205,227,381	3,178,295,414
- Exchange gain/(loss) due to revaluation of monetary items in foreign currencies	04		-	-
- Gain/(loss) from investing activities	05	VI.1,2,3,7	(57,837,547,267)	(23,067,685,935)
- Interest expenses	06	VI.4	102,889,371	1,175,109,492
- Others	07		-	-
3. Operating profit before changes of working capital	08		316,331,660,747	288,981,599,347
- Increase/(decrease) of receivables	09		(1,231,158,167,771)	413,134,528,533
- Increase/(decrease) of inventories	10		(389,321,477)	16,286,773,881
- Increase/(decrease) of payables	11		728,068,230,485	393,552,414,542
- Increase/(decrease) of prepaid expenses	12		9,084,856,500	8,189,852,331
- Increase/(decrease) of trading securities	13		-	-
- Interest paid	14		-	(1,385,587,368)
- Corporate income tax paid	15	V.15	(59,000,000,000)	(43,946,104,884)
- Other cash inflows	16		-	-
- Other cash outflows	17	V.20	(5,252,317,570)	(4,207,577,265)
Net cash flows from operating activities	20		(242,315,059,086)	1,070,605,899,117
II. Cash flows from investing activities				
1. Purchases and construction of fixed assets and other non-current assets	21	12, VII	(1,309,715,649)	(33,934,099,944)
2. Proceeds from disposals of fixed assets and other non-current assets	22	VI.1,2,7	219,901,856,849	-
3. Cash outflow for lending, buying debt instruments of other entities	23		-	(260,900,000,000)
4. Cash recovered from lending, selling debt instruments of other entities	24		130,000,000,000	130,900,000,000
5. Investments in other entities	25		-	-
6. Withdrawals of investments in other entities	26		-	-
7. Interest earned, dividends and profits received	27	V.5a; VI.3	31,350,476,166	19,952,381,828
Net cash flows from investing activities	30		379,942,617,366	(143,981,718,116)

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SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Bien Hoa City, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

Cash Flow Statement (cont.)

ITEMS	Code	Note	Current year	Previous year
III. Cash flows from financing activities				
1. Proceeds from issuing stocks and capital contributions from owners	31		-	-
2. Repayment for capital contributions and re-purchases of stocks already issued	32		-	-
3. Proceeds from borrowings	33		-	-
4. Repayment for borrowing principal	34		-	(248,904,064,286)
5. Payments for financial lease principal	35		-	-
6. Dividends and profit paid to the owners	36	V.21a	(82,347,000,000)	(70,637,960,000)
<i>Net cash flows from financing activities</i>	40		<u>(82,347,000,000)</u>	<u>(319,542,024,286)</u>
Net cash flows during the year	50		55,280,558,280	607,082,156,715
Beginning cash and cash equivalents	60	V.1	648,255,427,367	41,173,270,652
Effects of fluctuations in foreign exchange rates	61		-	-
Ending cash and cash equivalents	70	V.1	<u>703,535,985,647</u>	<u>648,255,427,367</u>

Dong Nai, 25 March 2026


 Luong Anh Tu
 Preparer


 Nguyen Duy Hoa
 Chief Accountant


 Hoang Sy Quyet
 General Director

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SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

NOTES TO THE FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

I. GENERAL INFORMATION

1. Ownership form

Sonadezi Giang Dien Shareholding Company (hereinafter referred to as “the Company”) is a joint-stock company.

2. Business field

The Company’s business field is trading industrial park infrastructure.

3. Principal business activities

The Company’s principal business activities are to trade real estate, land use right of owners, users or lessees, to sell workshops, and to provide water supply and waste treatment services.

4. Normal operating cycle

The normal operating cycle of the Company is within 12 months.

5. Statement of information comparability on the Financial Statements

The corresponding figures of the previous year can be comparable with the figures of the current year.

6. Headcount

As of the balance sheet date, the Company’s headcount is 79 (headcount at the beginning of the year: 98).

II. FISCAL YEAR AND ACCOUNTING CURRENCY UNIT

1. Fiscal year

The fiscal year of the Company is from 01 January to 31 December annually.

2. Accounting currency unit

The accounting currency unit is Vietnamese Dong (VND) because the Company’s transactions are primarily made in VND.

III. APPLICABLE ACCOUNTING STANDARDS AND SYSTEM

1. Applicable Accounting System

The Company applies the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, which were issued together with the Circular No. 200/2014/TT-BTC dated 22 December 2014, the Circular No. 53/2016/TT-BTC dated 21 March 2016 as well as other Circulars guiding the implementation of Vietnamese Accounting Standards of the Ministry of Finance in preparation and presentation of the Financial Statements.



SONADEZI GIANG DIEN SHAREHOLDING COMPANY

Address: 1st Floor, No. 1, Road 1, Bien Hoa 1 Industrial Park, Tran Bien Ward, Dong Nai Province, Vietnam

FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

2. Statement of the compliance with the Accounting Standards and System

The Board of Management ensures to follow all the requirements of the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, which were issued together with the Circular No. 200/2014/TT-BTC dated 22 December 2014, the Circular No. 53/2016/TT-BTC dated 21 March 2016 as well as other Circulars guiding the implementation of Vietnamese Accounting Standards of the Ministry of Finance in preparation and presentation of the Financial Statements.

On 27 October 2025, the Ministry of Finance issued the Circular No. 99/2025/TT-BTC ("Circular 99") providing guidance on Enterprise Accounting System in replacement to the Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance guiding the Enterprise Accounting System ("Circular 200"), as well as the Circular No. 75/2015/TT-BTC dated 18 May 2015 and Circular No. 53/2016/TT-BTC dated 21 March 2016 of the Ministry of Finance amending and supplementing some articles of Circular 200. The provisions of Circular 99 shall be applied to bookkeeping, preparation and presentation of the Financial Statements for the fiscal year beginning from 01 January 2026.

IV. APPLICABLE ACCOUNTING POLICIES

1. Accounting convention

All the Financial Statements are prepared on the accrual basis (except for the information related to cash flows).

2. Cash and cash equivalents

Cash includes cash on hand and cash in bank. Cash equivalents are short-term investments with a maturity of three months or less from the date of investment, which can be readily converted into a known amount of cash and are not subject to significant risks in conversion to cash at the reporting date.

3. Financial investments

Trading securities

Investments classified as trading securities are those held by the Company for the trading purpose with the aim of making profit.

Trading securities are recognized at costs. The cost of trading securities is determined based on the fair value of payments at the time the transaction plus other costs directly attributable to the acquisition of the trading securities.

The recognition date for trading securities is the date the Company obtains ownership rights, specifically as follows:

- For listed securities: recognized at the time of order-matching (T+0).
- For unlisted securities: recognized at the time of legally obtaining ownership in accordance with applicable laws and regulations.

Interest, dividends and profit incurred prior to the acquisition of trading securities are deducted to the cost of such securities. Interest, dividends and profit incurred after the acquisition of such securities are recorded in the Company's financial income. Dividends received in the form of shares are accounted for by tracking only the increase in the number of shares held, with no recognition of the value of the shares received.



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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

Exchange shares are measured at fair value at the exchange date. The fair value of the shares is measured as follows:

- For shares of listed companies, the fair value of the shares is the closing price listed on the stock market on the exchange date. If the stock market is not trading on the exchange date, the fair value of the shares is the closing price of the trading session immediately preceding the exchange date.
- For unlisted shares traded on the UPCOM, the fair value of the shares is the closing price on the UPCOM on the exchange date. If the UPCOM is not trading on the exchange date, the fair value of the shares is the closing price of the trading session immediately preceding the exchange date.
- For other unlisted shares: the fair value of the shares is the price agreed by the parties under the contracts or the carrying amounts of shares at the time of exchange.

The fair value of trading securities is measured as follows:

- For securities listed on the stock market: the closing price on the most recent trading date by the balance sheet date.
- For shares registered for trading on the UPCOM, including public companies not yet listed and state-owned enterprises undergoing equitization through public offerings: the average reference price over the 30 consecutive trading days immediately preceding the balance sheet date, as published by the Stock Exchange.

Increases/(decreases) in the provisions for impairment of trading securities that must be recognized at the balance sheet date are recorded into financial expenses.

Gain or loss from transfer of trading securities is recognized into financial income or financial expenses. Cost is determined using the moving weighted average method.

Held-to-maturity investments

An investment is classified as a held-to-maturity investment when the Company has the intention and ability to hold it to maturity. The Company's held-to-maturity investment only includes term deposits for the purpose of collecting periodic interest.

Held-to-maturity investments are initially recognized at cost including the acquisition cost and other transaction costs. After initial recognition, these investments are recorded at recoverable value. Interest income from these held-to-maturity investments after acquisition date is recognized in the Income Statement on an accrual basis. Interest incurred prior to the Company's acquisition of held-to-maturity investments is deducted into the costs at the acquisition time.

When there is reliable evidence proving that a part or the whole investment cannot be recovered and the loss is reliably measured, the loss is recognized as financial expenses during the year and directly deducted into the investment costs.

4. Receivables

Receivables are recognized at the carrying amounts less allowances for doubtful debts.

The classification of receivables as trade receivables and other receivables is made according to the following principles:

- Trade receivables reflect receivables concerning the commercial nature arising from purchase and sale transactions between the Company and customers who are independent to the Company.
- Other receivables reflect receivables not concerning the commercial nature and irrelevant to purchase and sale transactions.



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Allowance is made for each doubtful debt on the basis of the ages of debts after offsetting against liabilities (if any) or estimated loss as follows:

- As for overdue debts:
 - 30% of the value of debts overdue between 6 months and less than 1 year.
 - 50% of the value of debts overdue between 1 year and less than 2 years.
 - 70% of the value of debts overdue between 2 years and less than 3 years.
 - 100% of the value of debts overdue more than 3 years.
- As for doubtful debts: Allowance is made on the basis of the estimated loss.

Increases/(decreases) in the obligatory allowance for doubtful debts as of the balance sheet date are recorded into general and administration expenses.

5. Inventories

Inventories are recognized at the lower of cost or net realizable value.

Cost of inventories is determined as follows:

- For materials, merchandise: Costs comprise costs of purchases and other directly relevant costs incurred in bringing the inventories to their present location and conditions.
- Work-in-process: Costs comprise costs of main materials, and other directly relevant costs.

Stock-out costs are determined in accordance with the weighted average method and recorded in line with the perpetual method.

Net realizable value is the estimated selling price of inventories in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Allowance for devaluation of inventories is recognized for each type of inventories when their costs are higher than their net realizable values. Increases/(decreases) in the obligatory allowance for devaluation of inventories as of the balance sheet date are recorded into costs of sales.

6. Prepaid expenses

Prepaid expenses comprise actual expenses incurred and relevant to financial performance in several accounting periods. Prepaid expenses of the Company mainly include expenses of tools and land rental. These prepaid expenses are allocated into costs over the prepayment period or period in which corresponding benefits are realized.

Expenses of tools

Expenses of tools in use are allocated into costs in accordance with the straight-line method for the maximum period of 36 months.

Land rental

Prepaid land rental reflects the rental prepaid for the land being used by the Company and is allocated into costs in accordance with the straight-line method over the lease term.



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7. Operating leased assets

A lease is classified as an operating lease if it transfers substantially all the risks and rewards incident to ownership belonging to the lessor. The lease expenses are allocated in the Company's operation costs in accordance with the straight-line method over the lease term and do not depend on the method of lease payment.

8. Tangible fixed assets

Tangible fixed assets are presented at historical costs less accumulated depreciation. Historical costs of tangible fixed assets comprise all costs incurred by the Company to acquire the assets up to the time when it is brought to its working condition for its intended use. Subsequent costs are added to historical costs of fixed assets only if it is probable that future economic benefits associated with the asset will flow to the Company. Subsequent costs that do not meet the above conditions will be recognized as operation costs during the year.

Upon disposal or liquidation of a tangible fixed asset, its historical cost and accumulated depreciation are derecognized, then any gain or loss incurred from such disposal is included in the income or the expenses during the year.

Tangible fixed assets are depreciated in accordance with the straight-line method over their estimated useful lives. The depreciation period applied is as follows:

<u>Fixed assets</u>	<u>Years</u>
Buildings and structures	05–30
Machinery and equipment	06–15
Vehicles	06–30
Office equipment	03–08
Other tangible fixed assets	05

9. Intangible fixed assets

Intangible fixed assets are presented at initial costs less accumulated amortization.

Initial costs of intangible fixed assets include all costs incurred by the Company to acquire the assets up to the time when it is brought to its working condition for its intended use. Subsequent costs relevant to intangible fixed assets are recognized as operation costs during the period in which they are incurred, unless such costs are directly attributable to a specific intangible fixed asset and increase the future economic benefits expected to be derived from that asset.

Upon disposal or liquidation of an intangible fixed asset, its initial costs and accumulated amortization are derecognized, then any gain or loss incurred from such disposal is included in the income or the expenses during the year.

The Company's intangible fixed assets include:

Land use rights

Land use right comprises all the actual costs incurred by the Company that are directly attributable to the land in use, including payments made to obtain the land use right, compensation and site clearance costs, land levelling costs, registration fees, etc. Land use right is amortized over the land granting period (50 years).



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Computer software

Expenses attributable to computer software, which is not a part associated with the relevant hardware, will be capitalized. Costs of computer software include all the expenses paid by the Company until the date the software is put into use. Computer software is amortized in accordance with the straight-line method in 3 years.

10. Investment property

Investment property comprises land use rights, buildings, parts of buildings, or infrastructure that are owned by the Company or held under a finance lease and are used to earn rentals or for capital appreciation. Investment property is stated at cost less accumulated depreciation. The cost of investment property includes all expenditures incurred by the Company or the fair value of consideration given in exchange to acquire the investment property up to the date of purchase or completion of construction.

Subsequent expenditure relating to investment property incurred after initial recognition is recognized as an expense, unless it is probable that such expenditure will result in future economic benefits from the investment property in excess of the performance assessed at initial recognition, in which case the expenditure is capitalized and added to the costs of the investment property.

When the investment property is sold or disposed, its cost and accumulated depreciation are derecognized, then any gain or loss arising from such disposals is included in the income or the expenses during the year.

Transfers from owner-occupied property or inventories to investment property are made only when the owner ceases to use the property and begins to lease it out under an operating lease to another party, or when the construction phase is completed. Transfers from investment property to owner-occupied property or inventories are made only when the owner commences use of the property or begins its development with an intention for sales. Transfers between investment property and owner-occupied property or inventories do not result in any change in the cost or carrying amount of the property at the date of transfer.

Investment property that is used to earn rental income is depreciated using the straight-line method over its estimated useful life. The depreciation years of the investment property are as follows:

<u>Fixed assets</u>	<u>Years</u>
Land use right	08-48
Buildings	10-45
Infrastructure	05-20

11. Construction-in-progress

Construction-in-progress reflects the expenses (including relevant interest expenses following the accounting policies of the Company) directly attributable to assets under construction, machinery and equipment under installation for purposes of production, leasing and management as well as the repair of fixed assets in progress. These assets are recorded at historical costs and not depreciated.

12. Contractual arrangement

A Business Cooperation Contract ("BCC") is an agreement between the Corporation and contractual partners to jointly carry out economic activities without forming an independent legal entity. These activities are controlled by one of the parties in accordance with the BCC agreement. A BCC may take the form of an after-tax profits sharing arrangement. The parties involved in the BCC agree to share after-tax profits, but not less than the level agreed upon between the parties.



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A BCC that shares after-tax profits is a BCC in the form of jointly controlled operations or one controlled by one party.

- If the BCC stipulates that the parties to the BCC are entitled to a fixed profit regardless of the business results of the contract, then the nature of the contract is a property lease.
- If the BCC stipulates that the parties to the BCC shall share profits if the BCC's operations are profitable, and shall bear losses, the nature of the BCC is to share revenue and costs, and the parties must have the right, conditions and ability to jointly control the operations and cash flow of the BCC.
- If the Company is the party being responsible for accounting and tax payment, the Company shall recognize all revenue and costs related to the BCC, then allocate the proportion of revenue and costs to the parties involved in the BCC during the period.
- If the Company is not the party being responsible for accounting and tax payment, the Company shall recognize the revenue and cost corresponding to the share from the BCC on the Income Statement.

The Company shall recognize its capital contributed for business cooperation as other receivables and recognize capital contributions it received for business cooperation as other payables. Any gain or loss from business cooperation shall be recognized as financial income or financial expenses in accordance with the portion agreed between the parties.

13. Payables and accrued expenses

Payables and accrued expenses are recorded for the amounts payable in the future associated with the goods and services received. Accrued expenses are recorded based on reasonable estimates for the amounts payable.

The classification of payables as trade payables, accrued expenses and other payables is made on the basis of following principles:

- Trade payables reflect payables of commercial nature arising from the purchase of goods, services, or assets, of which the seller is an independent entity with the Company.
- Accrued expenses reflect expenses for goods, services received from suppliers or supplied to customers but have not been paid, invoiced or lack of accounting records and supporting documents; pay on leave payable to employees; and accrual of operation expenses.
- Other payables reflect payables of non-commercial nature and irrelevant to purchase, sales of goods or provisions of services.

The payables and accrued expenses are classified as short-term and long-term items in the Balance Sheet on the basis of their remaining term as of the balance sheet date.

14. Owner's capital

The contributed capital is recorded according to the actual amounts invested by the shareholders.

15. Profit distribution

Profit after tax is distributed to the shareholders after appropriation for funds under the Charter of the Company as well as legal regulations and voted to approve by the General Meeting of Shareholders.

The distribution of profits to the shareholders is made with consideration toward non-cash items in the retained earnings that may affect cash flows and payment of dividends such as profit due to revaluation of assets contributed as investment capital, profit due to revaluation of monetary items, financial instruments and other non-cash items.

Dividends are recorded as payables after being voted to approve by the General Meeting of Shareholders and announcement of dividend payment of the Board of Directors.



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Notes to the Financial Statements (cont.)

16. Recognition of revenue and income

Revenue from provisions of services

Revenue from provisions of services shall be recognized when all of the following conditions are satisfied:

- The amount of revenue can be measured reliably. When the contract stipulates that the buyer is entitled to return the services provided under specific conditions, the revenue is recognized only when these specific conditions no longer exist and the buyers retain no right to return the services provided.
- The Company received or shall probably receive the economic benefits associated with the provision of services.
- The stage of completion of the transaction at the end of reporting period can be measured reliably.
- The costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

In the case that the services are provided in several years, the determination of revenue is done on the basis of the volume of work done as of the balance sheet date.

Revenue from operating lease

Income from leases of operating assets is recognized in accordance with the straight-line method during the lease term. Rentals received in advance for several periods are allocated to revenues in consistence with the lease term.

In case the lease term accounts for more than 90% of the useful life of the assets, income is recognized once for all rental paid in advance when all of the following conditions are satisfied:

- The lessee has no right to unilaterally terminate the leasing contract and the Company has no responsibility for refunding the amount received in advance in any case and any mode.
- The rental received in advance is not less than 90% of the total estimated rental gained from the Contract during the lease term and the lessee must pay all rental within 12 months from the commencement of asset lease.
- Almost risks and benefits attached to asset ownership are transferred to the lessee.
- The costs of the lease can be measured reliably.

Interest

Interest is recorded, based on the term and the actual interest rate applied in each particular period.

Dividends received

Dividends received are recognized when the Company has the right to receive dividends from the capital contribution.

17. Expenses

Expenses are those that result in outflows of the economic benefits and are recorded at the time of transactions or when incurrence of the transaction is reliable regardless of whether payment for expenses is made or not.

Expenses and their corresponding revenues are simultaneously recognized in accordance with matching principle. In the event that matching principle conflicts with prudence principle, expenses are recognized based on the nature and regulations of accounting standards in order to guarantee that transactions can be fairly and truly reflected.



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18. Corporate income tax

Corporate income tax includes current income tax and deferred income tax.

Current income tax

Current income tax is the tax amount computed based on the assessable income. The assessable income is different from accounting profit due to the adjustments of temporary differences between tax and accounting figures, non-deductible expenses as well as those of non-taxable income and losses brought forward.

Deferred income tax

Deferred income tax is the amount of corporate income tax payable or refundable due to temporary differences between book values of assets and liabilities serving the preparation of the Financial Statements and the values for tax purposes. Deferred income tax liabilities are recognized for all the temporary taxable differences. Deferred income tax assets are recorded only when there is an assurance on the availability of assessable income in the future against which the temporarily deductible differences can be used.

Carrying values of deferred corporate income tax assets are considered as of the balance sheet date and will be reduced to the rate that ensures enough assessable income against which the benefits from part of or all of the deferred income tax can be used. Deferred corporate income tax assets, which have not been recorded before, are considered as of the balance sheet date and are recorded when there is certainly enough assessable income to use these unrecognized deferred corporate income tax assets.

Deferred income tax assets and deferred income tax liabilities are determined at the estimated rate to be applied in the year when the assets are recovered or the liabilities are settled based on the effective tax rates as of the balance sheet date. Deferred income tax is recognized in the Income Statement. In the case that deferred income tax is related to the items of the owner's equity, corporate income tax will be included in the owner's equity.

The Company shall offset deferred tax assets and deferred tax liabilities if:

- The Company has the legal right to offset current income tax assets against current income tax liabilities; and
- Deferred income tax assets and deferred income tax liabilities are relevant to corporate income tax which is under the management of one tax authority either:
 - Of the same subject to corporate income tax; or
 - The Company has intention to pay current income tax liabilities and current income tax assets on a net basis or recover tax assets and settle tax liability simultaneously in each future period to the extent that the majority of deferred income tax liabilities or deferred income tax assets are paid or recovered.

19. Related parties

A party is considered a related party of the Company in case that party is able to control the Company or to cause material effects on the financial decisions as well as the operations of the Company. A party is also considered a related party of the Company in case that party is under the same control or is subject to the same material effects.

Considering the relationship of related parties, the nature of relationship is focused more than its legal form.



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20. Segment reporting

A business segment is a distinguishable component of the Company that is engaged in manufacturing or providing products or services and that is subject to risks and returns that are different from those of other business segments.

A geographical segment is a distinguishable component of the Company that is engaged in manufacturing or providing products or services within a particular economic environment and that is subject to risks and returns that are different from those of components operating in other economic environments.

The segment information is prepared and presented in conformity with the accounting policies applicable to the preparation and presentation of the Financial Statements of the Company.

V. ADDITIONAL INFORMATION ON THE ITEMS PRESENTED IN THE BALANCE SHEET

1. Cash and cash equivalents

	<u>Ending balance</u>	<u>Beginning balance</u>
Cash on hand	48,020,992	28,097,668
Cash in bank ⁽ⁱ⁾	24,387,964,655	25,227,329,699
Cash equivalents (bank deposits of which the principal maturity is from 3 months or less)	<u>679,100,000,000</u>	<u>623,000,000,000</u>
Total	<u>703,535,985,647</u>	<u>648,255,427,367</u>

2. Trading securities

As of the balance sheet date, the Company invested in 9,900,000 shares of Tin Nghia Corporation (a related party) at the acquiring price and acquiring expenses of totally VND 219,325,919,999. The fair value of these shares as of 31 December 2025 is VND 228,690,000,000 (beginning balance: VND 234,465,000,000).

3. Short-term trade receivables

	<u>Ending balance</u>	<u>Beginning balance</u>
<i>Receivables from related parties</i>	<i>9,200,681,456</i>	<i>63,602,137</i>
Sonadezi Corporation ⁽ⁱ⁾	9,200,681,456	47,366,836
Sonadezi Chau Duc Shareholding Company	-	16,235,301
<i>Receivables from other customers</i>	<i>56,836,214,477</i>	<i>47,137,150,513</i>
New Life Furniture Joint Stock Company	24,156,883,800	16,305,451,346
EBC Dong Nai Medical Factory Joint Stock Company	7,595,799,874	5,444,621,813
Other customers	<u>25,083,530,803</u>	<u>25,387,077,354</u>
Total	<u>66,036,895,933</u>	<u>47,200,752,650</u>

⁽ⁱ⁾ This item reflects receivables in relation to the transfer of the Sonadezi building.

4. Short-term prepayments to suppliers

	<u>Ending balance</u>	<u>Beginning balance</u>
Sonadezi Services Joint Stock Company (a related party)	-	111,000,000
Trang Bom District Land Fund Development Centre – compensation for households in the Giang Dien Residence Area	564,191,299,796	564,191,299,796
Bien Hoa Land Fund Development Centre - compensation for An Binh Residence Area	<u>21,757,519,998</u>	<u>21,757,519,998</u>



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	<u>Ending balance</u>	<u>Beginning balance</u>
Bien Hoa Land Fund Development Centre – compensation for Giang Dien Industrial Park project	11,483,324,465	11,483,324,465
Other suppliers	3,375,120,930	2,122,847,754
Total	<u>600,807,265,189</u>	<u>599,665,992,013</u>

5. Other receivables**5a. Other short-term receivables**

	<u>Ending balance</u>		<u>Beginning balance</u>	
	Value	Allowance	Value	Allowance
<i>Receivables from related party</i>	<i>932,531,865</i>	-	-	-
Sonadezi Corporation - Payments on this company's behalf	932,531,865	-	-	-
<i>Receivables from other organizations and individuals</i>	<i>616,516,473,052</i>	-	<i>18,328,731,977</i>	-
Bank deposit interest to be received	1,482,499,455	-	3,115,304,107	-
Advance	321,000,000	-	373,000,000	-
Deposits	614,464,136,002	-	14,464,136,002	-
- Dong Nai Province Department of Planning and Investment (now the Dong Nai Province Department of Finance) ⁽ⁱ⁾	14,464,136,002	-	14,464,136,002	-
- Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company ⁽ⁱⁱ⁾	600,000,000,000	-	-	-
Other short-term receivables	248,837,595	-	376,291,868	-
Total	<u>617,449,004,917</u>	-	<u>18,328,731,977</u>	-

(i) The deposit paid to Dong Nai Province Department of Planning and Investment (now Dong Nai Province Department of Finance) is to guarantee the implementation of the Giang Dien Residence and Services Area (Zone B) project in Trang Bom Commune, Dong Nai Province.

(ii) The deposit for land lease was made under the Framework Contract No. 03/HĐNT-PAIP dated 18 August 2025 with Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company. Details of this contract are as follows:

- Contract date: 18 August 2025;
- Parties involved: Sonadezi Giang Dien Shareholding Company (hereinafter referred to as "Sonadezi Giang Dien") and Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company (hereinafter referred to as "Phuoc An");
- Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company got the approval for the investment proposal and approved as the investor according to Decision No. 1368/QĐ-UBND dated 23 September 2025 of Dong Nai Province People's Committee;
- Purpose of the deposit: to lease land in Phuoc An Industrial Park, Phuoc An Commune, Dong Nai Province, which is invested by Phuoc An; this deposit is unsecured;
- Location of the land for lease: Plot B-CN04, Phuoc An Industrial Park, Phuoc An Commune, Dong Nai Province, i.e. Roads D5, D4, N1 and N3, with the total area of approximately 142,443.1 m² (equivalent to 14.24 ha). Lease term: 50 years, starting from the date of signing the land lease contract;
- The proposed leasing rate is USD 170/m² for the entire lease term (excluding the value-added tax); payment would be made in VND, converted from USD at the selling exchange rate of VietinBank at the time of payment. The land rental is paid annually and calculated from the date agreed by both parties in the lease contract;



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- The infrastructure usage fee applies to the leased land area of approximately 142,443.1 m² is paid once for the entire lease term; the provisional rate at the time of signing the contract is VND 4,420,000/m². The total value of the infrastructure usage fee for the entire lease term (provisional) is VND 4,420,000/m² × 142,443.1 m² = VND 629,598,502,000. The Company has made the first instalment of VND 600,000,000,000, equivalent to 95% of the contract value;
- Furthermore, according to the terms stipulated in the aforementioned Framework Contract, Sonadezi Giang Dien has the right to terminate the land lease at any time prior to the parties signing the official land lease contract; in such a case, Phuoc An shall refund the entire deposit together with interest accrued at the interest rate of 8%/year, calculated from the date of deposit receipt to the date of redeposit fully refund.

On 19 March 2026, the Company's Board of Directors approved the Proposal No. 21/TTr-SZG dated 13 March 2026 of the General Director regarding the change of the location of the land lot intended for lease in Phuoc An Industrial Park, Dong Nai Province, from Land Plot B-CN04 under this Framework Contract to Land Plot B-CN03. On 24 March 2026, the Company and Phuoc An signed Contract No. 01/HĐTĐ-PAIP on the land lease and infrastructure usage at Phuoc An Industrial Park, with the key details as follows:

- Leased area: 142,443.1 m² of industrial land invested and managed by Phuoc An;
- Location of the leased land: land lots No. 209, 222 and 223, Map No. 73, as defined by the industrial land area delineated in the 1/2000 scale master plan approved by the People's Committee of Dong Nai Province under Decision No. 995/QĐ-UBND dated 28 March 2025;
- Lease term: from the date of signing the land lease contract to 23 September 2075;
- Land rental for the leased plot throughout the lease term shall be paid annually in accordance with the current regulations of the Vietnamese State. Land rental shall be adjusted periodically in accordance with State regulations. For the year 2026, the leasing rate for the leased plot is VND 7,850/m²/year;
- The infrastructure usage fee is VND 4,420,000/m² until the end of the lease term (excluding VAT), equivalent to the total amount of VND 629,598,502,000 (the deposit of VND 600,000,000,000 under Framework Contract No. 03/HĐNT-PAIP dated 18 August 2025 will be offset against this infrastructure usage fee);
- The management fee applies specifically to the leased land is paid annually at the rate of VND 26,000/m²/year (excluding VAT), starting from 01 January 2027 until the end of the lease term. This fee will be automatically adjusted upwards every 5 years by 15% as compared to the preceding cycle until the end of the lease term, without the need to sign the Appendix for each adjustment.

5b. Other long-term receivables

The receivables incurred from the Business Cooperation Contract signed on 21 January 2025 with Phuoc Binh Investment Company Limited Details of this contract are as follows:

- Contract date: 21 January 2025;
- Parties involved: Sonadezi Giang Dien Shareholding Company (hereinafter referred to as "Sonadezi Giang Dien") and Phuoc Binh Investment Company Limited (hereinafter referred to as "Phuoc Binh");
- Purpose of the business cooperation: Investment in the construction, operation and commercially exploit of the Phuoc Binh Industrial Park project in Phuoc Thai Commune, Dong Nai Province, Vietnam;
- Scope of cooperation: Phuoc Binh shall invest in and complete the infrastructure and legal permits, while Sonadezi Giang Dien shall contribute capital and engage in the exploitation and commercial operation of land use rights and infrastructure for the maximum cooperative land area of 350,000 m² within Phuoc Binh Industrial Park;



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Notes to the Financial Statements (cont.)

- Percentage, form and schedule of capital contribution: The cooperation unit price is VND 3,532,900/m², with a maximum cooperation period of 24 months from the date of signing; the total contribution value is VND 1,236,515,000,000, which is paid in three instalments. The 1st Installment: Payment of 50% of the contract value, equivalent to VND 618,257,500,000, within 15 days from the date of signing; 2nd Installment: Payment of 25% of the contract value, equivalent to VND 309,128,750,000, within 15 days from the date Phuoc Binh is granted an extension of the Build-Transfer (BT) contract by the competent authority and the construction of Phuoc Binh Road Project is resumed; 3rd Installment: Payment of 25% of the remaining value, equivalent to VND 309,128,750,000, upon the Phuoc Binh Industrial Park Project being approved for investment policy by the competent authority;
- Effective date: This refers to the date on which this Contract comes into force. Unless the parties agree otherwise, the effective date shall be the date on which the last party signs this Contract;
- In the event that, upon the expiry of the 24-month validity period, the Industrial Park Project has not yet been approved by the competent authority regarding the investment proposal and the investor, Phuoc Binh shall be responsible for paying Sonadezi Giang Dien an amount for the use of capital (interest) corresponding to the rate of return of 8%/year on the actual contributed capital, calculated from the date of payment to the expiry date;
- Profit-sharing arrangement: The Company shall receive 100% of the pre-tax infrastructure usage fee revenue generated from business operations, exploitation, and the leasing of land use rights associated with the infrastructure within the cooperation land area, after deducting the total capital usage costs (interest) previously received by Sonadezi Giang Dien from Phuoc Binh. Specifically: in the event that the market rate at the time of contract does not guarantee a return rate of 8%/year as compared to the cooperation rate, Phuoc Binh undertakes to guarantee a return rate of 8%/year as compared to the cooperation rate for Sonadezi Giang Dien (including capital usage costs (interest)). In the event that the market rate at the time of contract exceeds a return rate of 8%/year as compared to the cooperation rate, the profit Sonadezi Giang Dien receives from the operational rate shall be offset against the total capital usage costs (interest) previously received by Sonadezi Giang Dien from Phuoc Binh. Phuoc Binh shall receive all revenue from management fees, other revenues excluding infrastructure usage fees, land rental within the scope of the cooperative land area, and revenue generated from the operation and exploitation of other land areas outside the scope of the cooperative land area;
- Business results distributed during the year: None;
- Sonadezi Giang Dien has the right to unilaterally terminate the Contract by giving Phuoc Binh written notice at least 30 working days in advance without providing a reason. Phuoc Binh must repay the full value of the capital contribution received from Sonadezi Giang Dien and 8% of the profit on the total capital contribution within 30 working days from the date of receiving the written notice from Sonadezi Giang Dien;
- Status of the contract as of the balance sheet date: This project has not yet been approved by the People's Committee of Dong Nai Province regarding the investment proposal or the investor.

6. Doubtful debts

	Overdue period	Ending balance		Overdue period	Beginning balance	
		Original amount	Recoverable amount		Original amount	Recoverable amount
EBC Group Company Limited - Receivables for service provisions	From 6 months to less than 1 year	3,092,836,190	2,164,985,333	From 6 months to less than 1 year	2,413,225,058	1,689,257,541
Dong Duong Group Development Investment Joint Stock Company – Receivables for service provisions	More than 3 years	8,371,793	-	More than 3 years	83,183,285	-

These notes form an integral part of and should be read in conjunction with the Financial Statements



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Notes to the Financial Statements (cont.)

	Overdue period	Ending balance		Overdue period	Beginning balance	
		Original amount	Recoverable amount		Original amount	Recoverable amount
New Life Furniture Joint Stock Company – Receivables for service provisions	From 6 months to less than 1 year	18,949,484,163	12,687,478,948	From 6 months to less than 1 year	8,084,884,104	5,659,418,873
Jinhong Vina Company Limited – Receivables for service provisions	From 6 months to less than 2 years	4,440,524,881	2,722,942,449	From 6 months to less than 2 years	2,392,793,397	1,472,905,280
Other customers – Receivables for service provisions	From 6 months to less than 2 years	949,207,107	632,516,818	From 6 months to less than 2 years	1,828,743,547	953,974,492
Total		27,440,424,134	18,207,923,548		14,802,829,391	9,775,556,186

The changes in allowances for doubtful debts are as follows:

	Current year	Previous year
Beginning balance	5,027,273,205	1,313,057,792
Additional allowances	4,205,227,381	3,714,215,413
Ending balance	<u>9,232,500,586</u>	<u>5,027,273,205</u>

7. Inventories

	Ending balance		Beginning balance	
	Costs	Allowance	Costs	Allowance
Materials and supplies	274,226,050	-	192,228,650	-
Tools	5,270,000	-	91,842,654	-
Work-in-process ⁽ⁱ⁾	116,028,909,026	-	115,427,097,295	-
Merchandise	7,010,953	-	214,925,953	-
Total	116,315,416,029	-	115,926,094,552	-

- ⁽ⁱ⁾ The Company's work-in-process includes the construction costs of An Binh Residence Area and Giang Dien Service - Residence Area (Zone B) projects at Giang Dien Commune, Trang Bom District, Dong Nai Province (now Trang Bom Commune, Dong Nai Province) with the amount of VND 99,251,928,065, inclusive of compensation for land clearance, payments to obtain land use rights, construction and investment costs and other project-related costs. Currently, the Board of Directors has agreed to propose an extension of the implementation period to assess the investment's effectiveness when the state authorities provide a specific method for calculating or determining the value of "the minimum rate of payments to the State Budget (value m)" in accordance with Decree No. 115/2024/NĐ-CP dated 16 September 2024.

The interest expenses capitalized into value of construction works during the year are VND 0 (previous year: VND 2,603,250,000).

8. Prepaid expenses

8a. Short-term prepaid expenses

	Ending balance	Beginning balance
Expenses of tools	-	152,302,253
Insurance premiums	179,446,891	-
Other short-term prepaid expenses	95,320,671	407,166,106
Total	274,767,562	559,468,359

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Notes to the Financial Statements (cont.)

8b. Long-term prepaid expenses

	<u>Ending balance</u>	<u>Beginning balance</u>
Expenses of tools	193,797,501	786,146,956
Land rental ⁽ⁱ⁾	651,233,436,870	653,131,373,814
Other long-term prepaid expenses	14,818,972,964	20,524,793,066
Total	<u>666,246,207,335</u>	<u>674,442,313,836</u>

(i) This is the land rental paid once for the followings land lots:

- Land area of 733,410 m² at Tam Phuoc Ward, Dong Nai Province, Vietnam, with the leasing term from 16 June 2016 to 08 August 2058. The Company is exempted from land rental for the area of 195,956 m² during the leasing term and for the area of 537,454 m² by 16 June 2027.
- Land area of 710,445 m² at Tam Phuoc Ward, Dong Nai Province, Vietnam, with the leasing term from 13 November 2019 to 08 August 2058. The Company is exempted from land rental by 31 December 2031.
- Land area of 935,027 m² at An Vien and Trang Bom Communes, Dong Nai Province, Vietnam, with the leasing term from 22 January 2010 to 08 August 2058. The Company is exempted from land rental for the area of 136,094 m² during the leasing term and for the area of 798,933 m² by 09 April 2023.

9. Tangible fixed assets

	<u>Buildings and structures</u>	<u>Machinery and equipment</u>	<u>Vehicles</u>	<u>Office equipment</u>	<u>Other tangible fixed assets</u>	<u>Total</u>
Historical costs						
Beginning balance	274,851,802,475	1,523,248,016	38,929,266,244	21,354,701,858	58,700,000	336,717,718,593
Acquisition during the year	925,413,387	424,800,000	-	-	-	1,350,213,387
Liquidation, disposal	(2,089,231,199)	(37,451,925)	(438,949,273)	(18,007,614,023)	(58,700,000)	(20,631,946,420)
Ending balance	<u>273,687,984,663</u>	<u>1,910,596,091</u>	<u>38,490,316,971</u>	<u>3,347,087,835</u>	<u>-</u>	<u>317,435,985,560</u>
<i>In which:</i>						
Assets fully depreciated but still in use	3,189,721,788	-	1,997,745,454	2,758,884,835	-	7,946,352,077
Assets waiting for liquidation	-	-	-	-	-	-
Depreciation						
Beginning balance	82,230,888,798	342,313,738	17,633,070,922	11,742,176,318	31,502,323	111,979,952,099
Depreciation during the year	10,236,627,074	259,016,616	1,186,969,380	1,583,362,787	8,804,997	13,274,780,854
Liquidation, disposal	(2,089,231,199)	(20,806,640)	(438,949,273)	(10,124,303,735)	(40,307,320)	(12,713,598,167)
Ending balance	<u>90,378,284,673</u>	<u>580,523,714</u>	<u>18,381,091,029</u>	<u>3,201,235,370</u>	<u>-</u>	<u>112,541,134,786</u>
Carrying value						
Beginning balance	192,620,913,677	1,180,934,278	21,296,195,322	9,612,525,540	27,197,677	224,737,766,494
Ending balance	<u>183,309,699,990</u>	<u>1,330,072,377</u>	<u>20,109,225,942</u>	<u>145,852,465</u>	<u>-</u>	<u>204,894,850,774</u>
<i>In which:</i>						
Assets temporarily not in use	-	-	-	-	-	-
Assets waiting for liquidation	-	-	-	-	-	-

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Notes to the Financial Statements (cont.)

10. Intangible fixed assets

	<u>Land use rights</u>	<u>Computer software</u>	<u>Total</u>
Initial costs			
Beginning balance	9,069,505,000	190,000,000	9,259,505,000
Ending balance	<u>9,069,505,000</u>	<u>190,000,000</u>	<u>9,259,505,000</u>
<i>In which:</i>			
Assets fully amortized but still in use	-	190,000,000	190,000,000
Amortization			
Beginning balance	2,420,402,022	190,000,000	2,610,402,022
Amortization during the year	186,860,040	-	186,860,040
Ending balance	<u>2,607,262,062</u>	<u>190,000,000</u>	<u>2,797,262,062</u>
Carrying value			
Beginning balance	6,649,102,978	-	6,649,102,978
Ending balance	<u>6,462,242,938</u>	<u>-</u>	<u>6,462,242,938</u>
<i>In which:</i>			
Assets temporarily not in use	-	-	-
Assets waiting for liquidation	-	-	-

11. Investment properties

	<u>Land use rights</u>	<u>Buildings</u>	<u>Infrastructure</u>	<u>Total</u>
Historical/(Initial) costs				
Beginning balance	565,292,683,748	748,652,940,032	707,152,931,282	2,021,098,555,062
Liquidation, disposal	-	(344,955,714,751)	-	(344,955,714,751)
Adjustment to reduce the original/initial cost based on final settlement	-	(50,320,005)	(192,547,834)	(242,867,839)
Ending balance	<u>565,292,683,748</u>	<u>403,646,905,276</u>	<u>706,960,383,448</u>	<u>1,675,899,972,472</u>
<i>In which:</i>				
Assets fully depreciated/(amortized) but still leasing	9,194,381,545	43,701,427,875	34,466,167,203	87,361,976,623
Depreciation/(amortization)				
Beginning balance	149,679,211,059	260,230,457,490	383,531,416,239	793,441,084,788
Depreciation/(amortization) during the year	12,362,254,428	19,229,486,849	30,925,122,205	62,516,863,482
Liquidation, disposal	-	(151,891,400,452)	-	(151,891,400,452)
Ending balance	<u>162,041,465,487</u>	<u>127,568,543,887</u>	<u>414,456,538,444</u>	<u>704,066,547,818</u>
Carrying value				
Beginning balance	415,613,472,689	488,422,482,542	323,621,515,043	1,227,657,470,274
Ending balance	<u>403,251,218,261</u>	<u>276,078,361,389</u>	<u>292,503,845,004</u>	<u>971,833,424,654</u>

According to Vietnamese Accounting Standard No. 5 "Investment property", it is required to present fair value of investment property as of the balance sheet date. However, the Company has not had conditions to measure fair value of investment property.

List of investment property as of the balance sheet date is as follows:

	<u>Historical costs</u>	<u>Accumulated depreciation</u>	<u>Carrying value</u>
An Binh Residence Area	10,215,965,191	9,144,475,573	1,071,489,618
Giang Dien Industrial Park	1,665,684,007,281	694,922,072,245	970,761,935,036
Total	<u>1,675,899,972,472</u>	<u>704,066,547,818</u>	<u>971,833,424,654</u>



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Notes to the Financial Statements (cont.)

12. Construction-in-progress

	Beginning balance	Increases during the year	Liquidation, disposal	Ending balance
Construction in progress	11,353,640,167	190,094,268	(361,181,363)	11,182,553,072
<i>Road connecting Giang Dien Industrial Park and National Highway 1A</i>	231,490,012	-	-	231,490,012
<i>Workshop complex for lease – Giang Dien Industrial Park</i>	362,331,449	-	-	362,331,449
<i>New workshop complex on Land Lots 02A & 14</i>	2,139,635,551	-	-	2,139,635,551
<i>Giang Dien Industrial Park infrastructure</i>	713,372,101	-	-	713,372,101
<i>Giang Dien Service – Residence Area</i>	6,051,282,565	-	-	6,051,282,565
<i>Other construction-in-progress</i>	1,855,528,489	190,094,268	(361,181,363)	1,684,441,394
Total	11,353,640,167	190,094,268	(361,181,363)	11,182,553,072

13. Short-term trade payables

	Ending balance	Beginning balance
<i>Payables to related parties</i>	257,789,520	719,188,745
Sonadezi Services Joint Stock Company	26,082,000	257,546,952
Sonadezi Environment Joint Stock Company	5,896,800	25,887,600
Sonadezi Security Services Co., Ltd.	225,810,720	435,754,193
<i>Payables to other suppliers</i>	6,847,267,016	9,987,667,270
R.E.E Mechanical & Electrical Engineering Joint Stock Company	1,754,921,430	1,754,921,430
Interest payable to An Binh residential area ⁽ⁱ⁾	2,785,682,014	2,682,792,643
Other suppliers	2,306,663,572	5,549,953,197
Total	7,105,056,536	10,706,856,015

⁽ⁱ⁾ This is the ending balance of interest payable for An Binh Residence Area based on the amounts of compensation not yet received by the residents.

The Company has no overdue trade payables.

14. Short-term advances from customers

	Ending balance	Beginning balance
Mr. Nguyen Dinh Cao	4,175,077,273	4,175,077,273
Other customers	352,911	352,911
Total	4,175,430,184	4,175,430,184

15. Taxes and other obligations to the State Budget

	Beginning balance	Amount payable during the year	Amount paid during the year	Ending balance
VAT on local sales	4,213,800,852	82,234,492,021	(84,820,687,372)	1,627,605,501
Corporate income tax	8,079,558,861	57,249,088,284	(59,000,000,000)	6,328,647,145
Personal income tax	241,265,333	3,594,230,972	(3,577,313,639)	258,182,666
Property tax	-	5,488,500	(5,488,500)	-
Land rental	-	231,116,928	(231,116,928)	-
Environmental protection tax	-	111,973,288	(111,973,288)	-
Other taxes	-	3,000,000	(3,000,000)	-
Total	12,534,625,046	143,429,389,993	(147,749,579,727)	8,214,435,312

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Value added tax (VAT)

The Company has paid VAT in accordance with the deduction method. The VAT rates applied are as follows:

- Leasing land, infrastructure fee, waste treatment services to export processing companies	0%
- Clean water supply for manufacturing	5%
- Subleasing land, workshops, offices and other activities	10% ⁽ⁱ⁾

- (i) In 2025, the Company is entitled to the value-added tax rate of 8% applicable to some goods and services in accordance with Decree No. 180/2024/NĐ-CP dated 31 December 2024 and Decree No. 174/2025/NĐ-CP dated 30 June 2025 of the Government, guiding Resolution No. 174/2024/QH15 dated 30 November 2024 and Resolution No. 204/2025/QH15 dated 17 June 2025 of the National Assembly.

Corporate income tax

The Company has to pay corporate income tax on assessable income at the rate of 20%.

The estimated corporate income tax payable during the year is as follows:

	<u>Current year</u>	<u>Previous year</u>
Total accounting profit before tax	293,882,586,886	229,163,377,902
Increases/(decreases) of accounting profit to determine taxable income:		
- Increases	3,252,854,528	2,227,061,635
- Decreases	-	(4,230,524,422)
Taxable income	297,135,441,414	227,159,915,115
Income exempted from tax	(10,890,000,000)	(9,900,000,000)
Assessable income	286,245,441,414	217,259,915,115
Corporate income tax rate	20%	20%
Corporate income tax payable	57,249,088,284	43,451,983,023
Adjustments of corporate income tax of the previous years	-	846,104,884
Total corporate income tax payable	57,249,088,284	44,298,087,907

Determination of corporate income tax liability of the Company is based on currently applicable regulations on tax. Nonetheless, these tax regulations may change from time to time and tax regulations applicable to variety of transactions can be interpreted differently. Hence, the tax amounts presented in the Financial Statements can be changed upon the inspection of tax authorities.

Land rental

The Company has to pay rental for the land areas being used at the following leasing rates:

<u>Land location</u>	<u>Rental rate</u>
- Industrial Park at Trang Bom and An Vien Communes, Dong Nai province	VND 100,922.50 /m ² /year
- Residence Area at Tran Bien Ward, Dong Nai Province	VND 201,600 /m ² /year
- Industrial Park at Tam Phuoc Ward, Dong Nai Province	VND 1,170,317/m ² /year

Other taxes

The Company has declared and paid these taxes in line with the prevailing regulations.



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16. Payables to employees

This item reflects salary fund to be paid to employees.

17. Accrued expenses**17a. Short-term accrued expenses**

	<u>Ending balance</u>	<u>Beginning balance</u>
Temporarily accrued costs of infrastructure for lease	19,215,675,638	19,097,603,278
Other expenses	398,854,938	238,866,097
Total	<u>19,614,530,576</u>	<u>19,336,469,375</u>

17b. Long-term accrued expenses

This item reflects temporarily accrued costs of infrastructure for lease.

18. Unearned revenues**18a. Short-term unearned revenues**

	<u>Ending balance</u>	<u>Beginning balance</u>
Prepayments for leasing land and infrastructure in Giang Dien Industrial Park	132,212,263,739	100,114,272,360
Prepayments for leasing workshops in Giang Dien Industrial Park	-	1,758,679,403
Prepayments for leasing offices at Sonadezi Tower	-	119,360,614
Total	<u>132,212,263,739</u>	<u>101,992,312,377</u>

18b. Long-term unearned revenues

	<u>Ending balance</u>	<u>Beginning balance</u>
Prepayments for leasing land and infrastructure in Giang Dien Industrial Park	3,443,371,252,039	2,699,904,710,097
Prepayments for leasing advertising boards at Sonadezi Tower	-	3,636,369
Total	<u>3,443,371,252,039</u>	<u>2,699,908,346,466</u>

19. Other payables**19a. Other short-term payables**

	<u>Ending balance</u>	<u>Beginning balance</u>
Receipt of short-term deposits	26,826,903,298	36,007,053,503
Infrastructure fees for residential land	488,719,000	488,719,000
Other short-term payables	8,432,137,209	7,684,294,213
Total	<u>35,747,759,507</u>	<u>44,180,066,716</u>

19b. Other long-term payables

This item reflects receipt of deposits for leasing offices, workshops, and premises.

19c. Overdue debts

The Company has no other overdue payables.



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Notes to the Financial Statements (cont.)

20. Bonus and welfare funds

	Beginning balance	Increase due to appropriation from profit	Disbursement during the year	Ending balance
Bonus fund	3,522,289,972	2,192,917,900	(3,230,000,000)	2,485,207,872
Welfare fund	10,901,724,394	3,697,305,800	(2,022,317,570)	12,576,712,624
Total	14,424,014,366	5,890,223,700	(5,252,317,570)	15,061,920,496

21. Owner's equity**21a. Statement of changes in owner's equity**

	Owner's capital	Investment and development fund	Retained earnings	Total
Beginning balance of the previous year	548,980,000,000	57,187,379,178	183,494,333,586	789,661,712,764
Profit in the previous year	-	-	184,865,289,995	184,865,289,995
Appropriation for funds in the previous year	-	37,216,391,386	(43,710,457,918)	(6,494,066,532)
Dividend distribution in the previous year	-	-	(60,387,800,000)	(60,387,800,000)
Ending balance of the previous year	<u>548,980,000,000</u>	<u>94,403,770,564</u>	<u>264,261,365,663</u>	<u>907,645,136,227</u>
Beginning balance of the current year	548,980,000,000	94,403,770,564	264,261,365,663	907,645,136,227
Profit in the current year	-	-	236,633,498,602	236,633,498,602
Appropriation for funds in the current year	-	98,719,843,081	(104,610,066,781)	(5,890,223,700)
Dividend distribution in the current year	-	-	(82,347,000,000)	(82,347,000,000)
Ending balance of the current year	<u>548,980,000,000</u>	<u>193,123,613,645</u>	<u>313,937,797,484</u>	<u>1,056,041,411,129</u>

21b. Details of owner's capital

	Ending balance	Beginning balance
Sonadezi Corporation	255,000,000,000	255,000,000,000
Other shareholders	293,980,000,000	293,980,000,000
Total	548,980,000,000	548,980,000,000

The shareholders fully contributed charter capital of VND 548,980,000,000 as in the Business Registration Certificate.

21c. Shares

	Ending balance	Beginning balance
Number of shares registered to be issued	54,898,000	54,898,000
Number of shares sold to the public	54,898,000	54,898,000
- Common shares	54,898,000	54,898,000
- Preferred shares	-	-
Number of shares repurchased	-	-
- Common shares	-	-
- Preferred shares	-	-
Number of outstanding shares	54,898,000	54,898,000
- Common shares	54,898,000	54,898,000
- Preferred shares	-	-

Par value per outstanding share: VND 10,000.



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Notes to the Financial Statements (cont.)

21d. Profit distribution

During the year, the Company distributed 2024 profit according to the Resolution No. 188/NQ-SZG dated 18 April 2025 of 2025 Annual General Meeting of Shareholders as follows:

	Amount to be distributed	Amount appropriated in the previous year	Amount distributed in the current year
Appropriation for Investment and development fund	55,459,586,999	27,729,793,499	27,729,793,500
Appropriation for Bonus and welfare funds for the employees	3,697,305,800	-	3,697,305,800
Appropriation for fund for community and social activities	1,848,652,900	-	1,848,652,900
Appropriation for Bonus fund for the management personnel	612,125,000	612,125,000	-
Distribution of dividends to shareholders	82,347,000,000	-	82,347,000,000
Total	143,964,670,699	28,341,918,499	115,622,752,200

During the year, the Company temporarily appropriated the Bonus fund for the management personnel and the Investment and development fund for the respective amounts of VND 344,265,000 and VND 70,990,049,581 according to the Resolution No. 188/NQ-SZG dated 18 April 2025 of 2025 Annual General Meeting of Shareholders.

VI. ADDITIONAL INFORMATION ON THE ITEMS PRESENTED IN THE INCOME STATEMENT**1. Revenue from sales of goods and provisions of services****1a. Gross revenue**

	Current year	Previous year
Revenue from trading investment properties ⁽ⁱ⁾	378,589,874,038	356,529,244,024
Revenue from sales of workshops	221,116,008,234	35,067,200,000
Revenue from water supply	26,853,373,200	29,627,798,900
Revenue from wastewater treatment	23,140,800,560	18,556,739,298
Total	649,700,056,032	439,780,982,222

⁽ⁱ⁾ Income and expenses related to investment properties for lease are as follows:

	Current year	Previous year
Income from leasing investment properties	378,589,874,038	356,529,244,024
Direct expenses related to income from leasing	112,777,330,362	117,863,706,611
Income from investment properties	265,812,543,676	238,665,537,413

1b. Revenue from sales of goods and provisions of services to related parties

The Company has sales of goods and service provisions to related parties as follows:

	Current year	Previous year
Sonadezi Services Joint Stock Company		
Leasing offices	2,001,896,380	2,553,223,442
Service fees	185,608,146	731,090,479
Collection from customers	2,402,654,817	3,165,876,291
Sonadezi Chau Duc Shareholding Company		
Leasing offices	1,188,422,361	1,376,392,650
Service fees	139,640,340	174,471,416
Collection from customers	1,474,311,463	1,701,946,311

These notes form an integral part of and should be read in conjunction with the Financial Statements



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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

	<u>Current year</u>	<u>Previous year</u>
<i>Sonadezi Corporation</i>		
Leasing offices	3,224,452,500	4,299,270,000
Transfer of the Sonadezi Building	167,285,117,387	-
Service fees	394,723,638	525,611,966
Collection from customers	178,833,513,780	5,294,030,283
<i>Sonadezi Long Binh Shareholding Company</i>		
Service fees	-	210,000,000
Collection from customers	-	69,300,000
<i>Sonadezi Long Thanh Shareholding Company</i>		
Service fees	-	210,000,000
Collection from customers	-	46,200,000
2. Costs of sales		
	<u>Current year</u>	<u>Previous year</u>
Costs of properties for lease	112,777,330,362	117,863,706,611
Costs of workshops	193,106,855,135	19,831,575,956
Costs of water supply	25,580,619,172	27,625,770,978
Costs of wastewater treatment	14,030,647,288	12,012,577,397
Total	<u>345,495,451,957</u>	<u>177,333,630,942</u>
3. Financial income		
	<u>Current year</u>	<u>Previous year</u>
Bank deposit interest	18,827,671,514	13,167,685,935
Dividends and profit received	10,890,000,000	9,900,000,000
Total	<u>29,717,671,514</u>	<u>23,067,685,935</u>
4. Financial expenses		
	<u>Current year</u>	<u>Previous year</u>
Interest expenses	102,889,371	1,175,109,492
Provision/(Reversal of provision) for devaluation of trading securities	-	(535,919,999)
Other financial expenses	35,283,600	32,610,600
Total	<u>138,172,971</u>	<u>671,800,093</u>
5. Selling expenses		
	<u>Current year</u>	<u>Previous year</u>
Expenses for employees	2,058,180,776	2,230,786,397
Depreciation/(amortization) of fixed assets	6,641,935	8,520,000
Brokerage commissions	8,004,841,963	17,959,231,288
Expenses for external services	293,630,540	538,967,663
Total	<u>10,363,295,214</u>	<u>20,737,505,348</u>

These notes form an integral part of and should be read in conjunction with the Financial Statements



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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

6. General and administration expenses

	<u>Current year</u>	<u>Previous year</u>
Expenses for employees	19,915,224,472	21,165,720,501
Office supplies	1,343,498,242	1,512,047,683
Depreciation/(amortization) of fixed assets	719,933,733	1,034,190,328
Taxes, fees and legal fees	3,000,000	3,000,000
Allowance for doubtful debts	4,205,227,381	3,714,215,413
Expenses for external services	4,518,131,814	4,762,680,473
Other expenses	2,840,556,265	2,900,766,165
Total	<u>33,545,571,907</u>	<u>35,092,620,563</u>

7. Other income

	<u>Current year</u>	<u>Previous year</u>
Proceeds from the liquidation of fixed assets	68,181,818	-
Fines for contract violation	113,876,514	130,972,948
Revenue from sales of casuarina	4,520,000,000	-
Other income	166,077,818	97,000,000
Total	<u>4,868,136,150</u>	<u>227,972,948</u>

8. Other expenses

	<u>Current year</u>	<u>Previous year</u>
Tax fines and tax collected in arrears	-	5,270,840
Administrative fines for violation in the land sector	828,377,354	-
Other expenses	32,407,407	72,435,417
Total	<u>860,784,761</u>	<u>77,706,257</u>

9. Earnings per share**9a. Basic/diluted earnings per share**

	<u>Current year</u>	<u>Previous year</u>
Accounting profit after corporate income tax	236,633,498,602	184,865,289,995
Appropriation for Bonus and welfare funds ⁽ⁱ⁾	(2,602,968,485)	(5,545,958,700)
Appropriation for Bonus fund for management personnel ⁽ⁱ⁾	(860,190,000)	(612,125,000)
Profit used to calculate basic/diluted earnings per share	233,170,340,117	178,707,206,295
The average number of ordinary shares outstanding during the year	54,898,000	54,898,000
Basic/diluted earnings per share	<u>4,247</u>	<u>3,255</u>

⁽ⁱ⁾ The amounts appropriated for Bonus and welfare funds for the employees and welfare funds and fund for community and social activities of the previous year are re-presented on the basis of the actual amounts and the provisional appropriation for bonus fund for management personnel in the current year is made under the Resolution No. 188/NQ-SZG dated 18 April 2025 of 2025 Annual General Meeting of Shareholders.

9b. Other Information

There are no transactions over the common share or potential common share from the balance sheet date until the date of these Financial Statements.



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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

10. Operating costs by factors

	<u>Current year</u>	<u>Previous year</u>
Materials and supplies	8,263,508,170	8,847,437,276
Labor costs	31,697,855,749	30,896,102,203
Depreciation/(amortization) of fixed assets	75,978,504,376	78,532,502,474
Expenses for external services	72,321,468,340	87,660,819,917
Other expenses	7,054,272,146	10,738,767,761
Total	<u>195,315,608,781</u>	<u>216,675,629,631</u>

VII. ADDITIONAL INFORMATION ON THE ITEMS PRESENTED IN THE CASH FLOW STATEMENT

During the year, balances related to investments and acquisition of fixed assets as follows:

	<u>Ending balance</u>	<u>Beginning balance</u>
Payables for fixed assets	1,646,624,562	2,786,887,732
Advances for acquisition of fixed assets	598,941,682,259	1,033,796,832,213

VIII. OTHER DISCLOSURES**1. Transactions and balances with related parties**

The Company's related parties include the key management personnel, their related individuals and other related parties.

1a. Transactions and balances with the key management personnel and their related individuals

The key management personnel include the Board of Directors, the Supervisory Board and the Executive Board (the Board of Management and the Chief Accountant). The key management personnel's related individuals are their close family members.

Transactions with the key management personnel and their related individuals

The Company has no sales of goods and service provisions with the key management personnel and their related individuals.

Receivables from and payables to the key management personnel and their related individuals

The Company has no receivables from and payables to the key management personnel and their related individuals.

Remuneration of the key management personnel and the Supervisory Board

				Unit: VND
				Total
	<u>Position</u>	<u>Salary, bonus</u>	<u>Compensation</u>	<u>remuneration</u>
Current year				
Ms. Nguyen Thi Hanh	Chairwoman	131,328,446	120,000,000	251,328,446
Mr. Tran Hoai Nam	BOD Member	131,328,446	96,000,000	227,328,446
Mr. Ngo Xuan Quang	BOD Member cum Deputy General Director	1,029,378,446	96,000,000	1,125,378,446
Mr. Tran Tan Nhat	BOD Member	131,328,446	96,000,000	227,328,446



SONADEZI GIANG DIEN SHAREHOLDING COMPANY

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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

	Position	Salary, bonus	Compensation	Total remuneration
Mr. Truong Dinh Hiep	BOD Member (resigned on 21 May 2024)	32,258,065	-	32,258,065
Mr. Hoang Sy Quyet	BOD Member cum General Director	1,265,828,446	96,000,000	1,361,828,446
Ms. Ngo Thi Thu Hien	Head of the Supervisory Board (resigned on 21 May 2024)	21,505,376	-	21,505,376
Ms. Nguyen Thi Huyen Trang	Head of the Supervisory Board (resigned on 18 April 2025)	52,312,072	28,520,000	80,832,072
Ms. Trinh Thi Hoa	Head of the Supervisory Board (appointed on 18 April 2025)	18,068,181	67,480,000	85,548,181
Ms. Nguyen Tu Loan	Supervisory Board Member	52,442,815	48,000,000	100,442,815
Mr. Tran Viet Long	Supervisory Board Member	53,442,815	48,000,000	101,442,815
Ms. Nguyen Bach Thao	Chief Accountant (resigned on 01 November 2024)	43,010,753	-	43,010,753
Mr. Nguyen Duy Hoa	Chief Accountant (appointed on 1 November 2024)	636,074,878	-	636,074,878
Ms. Dau Thi Ngoc Ha	Corporate Governance Officer	39,442,815	-	39,442,815
		3,637,750,000	696,000,000	4,333,750,000
Previous year				
Ms. Nguyen Thi Hanh	Chairwoman	16,000,000	278,622,000	294,622,000
Mr. Tran Hoai Nam	BOD Member	16,000,000	222,898,000	238,898,000
Mr. Ngo Xuan Quang	BOD Member cum Deputy General Director	887,700,000	222,898,000	1,110,598,000
Mr. Tran Tan Nhat	BOD Member	16,000,000	222,898,000	238,898,000
Mr. Truong Dinh Hiep	BOD Member (resigned on 21 May 2024)	4,000,000	85,611,000	89,611,000
Mr. Hoang Sy Quyet	BOD Member (appointed on 21 May 2024) cum General Director	1,079,900,000	137,287,000	1,217,187,000
Ms. Ngo Thi Thu Hien	Head of the Supervisory Board (resigned on 21 May 2024)	4,000,000	85,611,000	89,611,000
Ms. Nguyen Thi Huyen Trang	Head of the Supervisory Board (appointed on 21 May 2024)	12,000,000	137,287,000	149,287,000
Ms. Nguyen Tu Loan	Supervisory Board Member	16,000,000	111,449,000	127,449,000
Mr. Tran Viet Long	Supervisory Board Member	16,000,000	111,449,000	127,449,000
Ms. Nguyen Bach Thao	Chief Accountant (resigned on 01 November 2024)	458,700,000	-	458,700,000
Mr. Nguyen Duy Hoa	Chief Accountant (appointed on 01 November 2024)	125,200,000	-	125,200,000
Total		2,651,500,000	1,616,010,000	4,267,510,000

Ib. Transactions and balances with other related parties

Other related parties of the Company include:

Other related parties	Relationship
Sonadezi Corporation	Significant shareholder
Dong Nai Water Joint Stock Company	Company having the same significant shareholder
Industrial Urban Development Joint Stock Company No. 2	Company having the same significant shareholder
Dong Nai Materials & Construction Investment Joint Stock Company	Company having the same significant shareholder
Dong Nai Port Joint Stock Company	Company having the same significant shareholder

These notes form an integral part of and should be read in conjunction with the Financial Statements



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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

Other related parties	Relationship
Sonadezi Long Thanh Shareholding Company	Company having the same significant shareholder
Sonadezi Environment Joint Stock Company	Company having the same significant shareholder
Sonadezi An Binh Joint Stock Company	Company having the same significant shareholder
Sonadezi Services Joint Stock Company	Company having the same significant shareholder
Sonadezi Security Services Co., Ltd.	Company having the same significant shareholder
Sonadezi Chau Duc Shareholding Company	Company having the same significant shareholder
Sonadezi Long Binh Shareholding Company	Company having the same significant shareholder
Sonadezi Binh Thuan Shareholding Company	Company having the same significant shareholder
Sonadezi Khanh Hoa Shareholding Company	Company having the same significant shareholder
Dong Nai Construction Joint Stock Company	Company having the same significant shareholder
Dong Nai Paint Corporation	Corporation having the same significant shareholder
Sonadezi College of Technology and Management	Company having the same significant shareholder
Quoc Lo 91 Can Tho - An Giang Investment Joint Stock Company	Company having the same significant shareholder
Dong Nai Housing Joint Stock Company	Company having the same significant shareholder
Nhon Trach Green Trees Corporation	Corporation having the same key management personnel
Tin Nghia Corporation	Corporation having the same key management personnel
Nhon Trach Investment Joint Stock Company	Company having the same key management personnel
Tin Nghia Industrial Park Development Joint Stock Company	Company having the same key management personnel
Petro Vietnam Phuoc An Port Investment & Operation Joint Stock Company	Company having the same key management personnel before 27 June 2025
Toan Thinh Phat Architecture Investment Construction Joint Stock Company	Company having the same key management personnel
Japanese Small and Medium Enterprise Development Joint Stock Company	Company having the same key management personnel
ICD Bien Hoa - Tin Nghia Logistics Joint Stock Company	Company having the same key management personnel
Dong Nai Import Export Processing Agricultural Products and Foods Joint Stock Company	Company having the same key management personnel

Transactions with other related parties

Apart from sales of goods and service provisions presented in Note No. VI.1b, the Company also has other following transactions with other related parties:

	<u>Current year</u>	<u>Previous year</u>
Sonadezi Corporation		
Land rental and fee on using Sonadezi Tower infrastructure	134,752,336	177,433,119
Dividend distribution	38,250,000,000	28,050,000,000
Payment on this company's behalf	932,531,865	-
Debt repayment	220,881,358	188,101,987
Tuan Loc Construction Investment Corporation		
Dividend distribution	-	19,800,000,000



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For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

	<u>Current year</u>	<u>Previous year</u>
<i>Dong Nai Water Joint Stock Company</i>		
Water charges	24,870,330,360	26,994,305,400
Debt repayment	24,957,510,180	28,861,825,875
<i>Sonadezi Environment Joint Stock Company</i>		
Waste treatment fees	214,650,000	268,120,000
Debt repayment	251,812,800	286,956,000
<i>Sonadezi Services Joint Stock Company</i>		
Cleaning service fees	2,258,946,600	2,845,401,000
Waste treatment fees	98,725,092	8,387,769,494
Report preparation fees	111,000,000	-
<i>Nhon Trach Green Trees Corporation</i>		
Services fees	-	421,254,729
Debt repayment	-	454,955,107
<i>Sonadezi Chau Duc Shareholding Company</i>		
Executing and construction costs	-	510,608,000
Receipt of deposits for office lease	69,391,323	-
Debt repayment	-	444,548,870
<i>Sonadezi Security Services Co., Ltd.</i>		
Security service fees	3,775,467,371	4,910,466,945
Debt repayment	4,287,448,233	5,451,939,430

The prices of services supplied to other related parties are agreed prices. The purchases of merchandise and services from other related parties are done at the agreed prices.

Receivables from and payables to other related parties

The receivables from and payables to other related parties are presented in Notes No. V.3, V.4, V.5a and V.13.

The receivables from other related parties are unsecured and will be paid in cash. No allowances have been made for the receivables from other related parties.

2. Segment information

The Company's primary reporting format is the business segments since the Company's operations are organized and managed based on the natures of business types and services.

2a. Information on business segment

The Company has the following business segments:

- Trading real estate.
- Water supply and wastewater treatment services.
- Others.

Segment information according to the Company's business segments is presented in the attached Appendix.

The Company does not directly track assets and liabilities according to business segments



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FINANCIAL STATEMENTS

For the fiscal year ended 31 December 2025

Notes to the Financial Statements (cont.)

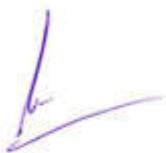
2b. Information on geographical segment

All operations of the Company take place in territory of Vietnam only.

3. Subsequent events

Apart from the event presented in Note V.5a, there are no material subsequent events which are required adjustments or disclosures in the Financial Statements.

Dong Nai, 25 March 2026



Luong Anh Tu
Preparer



Nguyen Duy Hoa
Chief Accountant



Hoang Sy Quyet
General Director



SONADEZI GIANG DIEN SHAREHOLDING COMPANY

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Appendix: Segment information according to the business segments

Unit: VND

Information on the Company's segment financial performance according to the business segments is as follows:

	Trading real estate	Water supply and wastewater treatment services	Others	Total
Current year				
Net external revenue	378,589,874,038	49,994,173,760	221,116,008,234	649,700,056,032
Net inter-segment revenue	-	-	-	-
Total net revenue	378,589,874,038	49,994,173,760	221,116,008,234	649,700,056,032
Segment financial performance	265,812,543,676	10,382,907,300	28,009,153,099	304,204,604,075
Expenses not attributable to segments				(43,908,867,121)
Operating profit				260,295,736,954
Financial income				29,717,671,514
Financial expenses				(138,172,971)
Other income				4,868,136,150
Other expenses				(860,784,761)
Current income tax				(57,249,088,284)
Deferred income tax				-
Profit after tax				236,633,498,602



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For the fiscal year ended 31 December 2025

Appendix: Segment information according to the business segments (cont.)

	Trading real estate	Water supply and wastewater treatment services	Others	Total
Previous year				
Net external revenue	356,529,244,024	48,184,538,198	35,067,200,000	439,780,982,222
Net inter-segment revenue	-	-	-	-
Total net revenue	356,529,244,024	48,184,538,198	35,067,200,000	439,780,982,222
Segment financial performance	238,665,537,413	8,546,189,823	15,235,624,044	262,447,351,280
Expenses not attributable to segments				(55,830,125,911)
Operating profit				206,617,225,369
Financial income				23,067,685,935
Financial expenses				(671,800,093)
Other income				227,972,948
Other expenses				(77,706,257)
Current income tax				(44,298,087,907)
Deferred income tax				-
Profit after tax				184,865,289,995



Luong Anh Tu
Preparer



Nguyen Duy Hoa
Chief Accountant



Hoang Sy Quyet
General Director



PROPOSALS

**Regarding the approval of the 2025 remuneration settlement,
the plan for remuneration payment and 2026 operating expenses
for the Board of Directors and the Board of Supervisors
Sonadezi Giang Dien Shareholding Company**

To: The Annual General Meeting of Shareholders in 2026

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;

Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company;

Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following contents:

1. Settlement of remuneration for 2025 of the Board of Directors and the Board of Supervisors of the Company:

Unit: VND

No.	Content	Remuneration paid in 2025
1	Remuneration of the Board of Directors, in which:	1,228,137,000
-	<i>Remuneration of the Chairman of the Board of Directors</i>	292,413,000
-	<i>Remuneration of Members of Board of Director</i>	935,724,000
2	Remuneration of the Board of Supervisors, in which:	467,863,000
-	<i>Remuneration of the Head of the Board of Supervisors</i>	233,931,000
-	<i>Remuneration of Member of the Board of Supervisors</i>	233,932,000
	Total remuneration	1,696,000,000

- Planned remuneration for 2025: **1,720,380,000 VND.**

- Remuneration approved according to the 2025 General Meeting of Shareholders resolution is: **2,064,456,000 VND.**

- Additional remuneration to be paid is: **368,456,000 VND.**

2. Remuneration and bonus plan for the Board of Directors, the Board of Supervisors, and operating expenses for 2026:

2.1. Remuneration and bonus plan for the Board of Directors and the Board of Supervisors

No.	Content	2026 Plan
1	Total planned remuneration fund for 2026 (1% profit after tax)	1,966,350,000 VND
2	Monthly advance payment level:	
-	<i>Monthly remuneration advance level for the Chairman of the Board of Directors</i>	<i>12,000,000 VND/person/month</i>
-	<i>Monthly remuneration advance level for Members of Board of Director</i>	<i>10,000,000 VND/person/month</i>
-	<i>Monthly remuneration advance level for the Head of the Board of Supervisors</i>	<i>10,000,000 VND/person/month</i>
-	<i>Monthly remuneration advance level for Member of the Board of Supervisors</i>	<i>5,000,000 VND/person/month</i>

Note: Based on the 2026 production-business results, the actual remuneration fund for the Board of Directors and the Board of Supervisors will be settled at 1% of the actual Profit After Tax (but not exceeding 1.2% of the planned profit after tax).

2.2. Operating expenses for the Board of Directors the Board of Supervisors in 2026:

- The Board of Directors: 50,000,000 VND.
- The Board of Supervisors: 25,000,000 VND.

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for consideration and approval.

Sincerely.

Recipients: *uu*

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN**



Nguyen Thi Hanh

PROPOSALS
Regarding the distribution of profit after tax for 2025

To: The Annual General Meeting of Shareholders in 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company;
- Pursuant to the Resolution of the General Meeting of Shareholders and the production and business results for 2025;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the distribution of profit after tax for 2025, specifically as follows:

1. After- tax profit distribution in 2025:

(Unit: VND)

No.	Indicators	Percentage of fund allocation for 2025		Amount implemented
		Plan	Implemented	
1	Profit after tax for 2025			236,633,498,602
2	Appropriation of funds			74,453,208,066
a	Development and investment fund	30.0%	30.0%	70,990,049,581
b	Reward and welfare fund:			3,226,524,986
b1	Reward and welfare fund for employees	1.0%	1.0%	2,366,334,986
In which	Reward fund for employees			1,183,167,493
	Welfare fund for employees			1,183,167,493
b2	Reward fund for managers	0.3% x planned profit after tax + 1% x portion of profit after tax exceeding	0.3% x planned profit after tax + 1% x portion of profit after tax exceeding the plan (total	860,190,000

No.	Indicators	Percentage of fund allocation for 2025		Amount implemented
		Plan	Implemented	
		the plan (total allocation percentage for managers' reward fund not to exceed 0.5% of planned profit after tax)	allocation percentage for managers' reward fund not to exceed 0.5% of planned profit after tax)	
c	Social and community work fund	0.1%	0.1%	236,633,499
3	Remaining profit after appropriation of funds			162,180,290,536
4	Profit from previous years carried forward			148,638,613,463
5	Total remaining profit			310,818,903,999
6	Dividend payment	15% of charter capital (according to the 2025 General Meeting of Shareholders Resolution)	20% of charter capital	109,796,000,000
7	Remaining profit carried forward to the next year (equivalent to 36.62% of charter capital)			201,022,903,999

The Board of Directors respectfully submits this to the General Meeting of Shareholders for consideration and approval.

Sincerely,

Recipients: *luc*

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN**



Nguyen Thi Hanh

PROPOSALS
Regarding the plan for distribution of profit after tax
and the dividend payout for 2026

To: The Annual General Meeting of Shareholders in 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company;

The Board of Directors hereby submits to the General Meeting of Shareholders for approval the proposal on the plan for distribution of profit after tax and the dividend payout Percentage for 2026, specifically as follows:

1. Expected profit distribution – appropriation of funds for 2026:

No.	Indicators	Appropriation percentage
1	Development and investment fund	30% of realized profit after tax
2	Reward and welfare fund	0,5% of realized profit after tax + ≤0,5% of planned profit after tax
3	Community social responsibility fund	0.1% of realized profit after tax

2. The expected dividend payout for 2026 is 20% of the charter capital.

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

Sincerely,

Recipients: *llc*

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN



Nguyen Thi Hanh



THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Dong Nai, March 30th, 2026

PROPOSALS
Regarding the selection of an auditing firm
for the 2026 financial statements

To: The Annual General Meeting of Shareholders in 2026

Pursuant to the Law on Enterprises No. 59/2020/QH14; the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15;

Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company;

To enhance professionalism in management and operations and to ensure openness and transparency in financial activities, the Board of Supervisors hereby submits to the General Meeting of Shareholders for approval the authorization of the Company's Board of Directors to select one of the three auditing firms listed below to audit the 2026 financial statements of Sonadezi Giang Dien Shareholding Company:

No.	Name of auditing company	Address
1	A&C Auditing and Consulting Co., Ltd.	02 Truong Son Street, Tan Son Hoa Ward, Ho Chi Minh City
2	RSM Vietnam Auditing and Consulting Co., Ltd.	147-147Bis Hai Ba Trung Street, Xuan Hoa Ward, Ho Chi Minh City
3	VACO Auditing Co., Ltd.	12A Floor, 319 Corporation Building, No. 63 Le Van Luong, Yen Hoa Ward, Hanoi City
4	Ernst & Young Vietnam Co., Ltd.	02 Hai Trieu Street, Saigon Ward, Ho Chi Minh City

The aforementioned auditing firms all operate legally in Vietnam and are on the list of auditing organizations approved by The State Securities Commission as eligible to audit listed companies.

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

Sincerely,

Recipients:

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

ON BEHALF OF
THE BOARD OF SUPERVISORS
HEAD OF THE BOARD

Trinh Thi Hoa

PROPOSAL

Regarding the amendment and supplementation of the Charter and the Internal Regulations on Corporate Governance Sonadezi Giang Dien Shareholding Company

To: The Annual General Meeting of Shareholders in 2026

Pursuant to the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025;

Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the 2026 Vietnam Corporate Governance Code issued by the State Securities Commission on February 3, 2026

Based on changes in the law and the actual situation of the Company, and with the goal of building an increasingly complete and rigorous Charter, the Board of Directors hereby submits to the General Meeting of Shareholders for consideration the proposal to amend and supplement the Charter and the Internal Regulations on Corporate Governance of Sonadezi Giang Dien Shareholding Company, specifically as follows:

Current content	Proposed amendments and supplements	Reasons
I. CHARTER		
Article 1. Interpretation of terms 1. In this Charter, the following terms shall be understood as follows: b. "Law on Enterprises" is the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;	Article 1. Interpretation of terms . 1. In this Charter, the following terms shall be understood as follows: b. "Law on Enterprises" is the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022, and Law No. 76/2025/QH15 dated June 17, 2025;	Update
Article 2. Name, form, headquarters, branches, representative offices, and term of operation of the Company 3. The registered headquarters of the Company is: - Address: 1st Floor, No. 1, Road 1, Bien	Article 2. Name, form, headquarters, branches, representative offices, and term of operation of the Company 3. The registered headquarters of the Company is:	Change of address and email

Current content	Proposed amendments and supplements	Reasons
<p>Hoa 1 Industrial Park, An Binh Ward, Bien Hoa City, Dong Nai Province - Email: support@sonadezi-giangdien.vn</p>	<p>- Address: Giang Dien Industrial Park Office, Road No. 6, Giang Dien Industrial Park, Trang Bom Commune, Dong Nai Province - Email: szg@sonadezi-giangdien.vn</p>	
<p>Article 13. General Meeting of Shareholders 3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases: c. At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 11 of this Charter; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must bear sufficient signatures of the relevant shareholders, or the request document may be prepared in multiple copies and collect sufficient signatures of the relevant shareholders;</p>	<p>Article 13. General Meeting of Shareholders 3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases: c. At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 11 of this Charter; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reasons and purposes of the meeting, and must bear sufficient signatures of the relevant shareholders, or the request document may be prepared in multiple copies and collect sufficient signatures of the relevant shareholders; the request to convene the meeting must be accompanied by documents and evidence regarding the violations of the Board of Directors, the extent of the violations, or the decision exceeding authority. The shareholder or group of shareholders shall be fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting to convene a General Meeting of Shareholders.</p>	<p>According to Clause 18, Article 1 of Law No. 76/2025/QH15</p>
<p>Article 24. Candidacy and nomination of Members of the Board of Directors 1. In case candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the disclosed personal</p>	<p>Article 24. Candidacy and nomination of Members of the Board of Directors 1. In case candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment</p>	<p>Amended in accordance with Clause 78, Article 1 of Decree 245/2025/ND-CP</p>

Current content	Proposed amendments and supplements	Reasons
<p>information and must commit to performing their duties honestly, carefully, and in the best interests of the company if elected as a Member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:</p> <p>a. Full name, date, month, and year of birth;</p> <p>b. Qualification;</p> <p>c. Work history;</p> <p>d. Other management titles (including the title of Member of the Board of Directors of other companies);</p> <p>dd. Interests related to the Company and related parties of the Company;</p> <p>e. Information regarding companies where the candidate currently holds the position of Member of the Board of Directors, other management titles, and interests related to the Company of the candidate for the Board of Directors (if any).</p> <p>4. Members of the Board of Directors must meet the following standards and conditions:</p> <p>c. May only simultaneously serve as a Member of the Board of Directors at a maximum of 05 other companies;</p>	<p>regarding the truthfulness and accuracy of the disclosed personal information and family relationships as stipulated in Clause 22, Article 4 of the Law on Enterprises, and must commit to performing their duties honestly, carefully, and in the best interests of the Company if elected as a Member of the Board of Directors. Information related to candidates for the Board of Directors to be disclosed includes:</p> <p>a. Full name, date, month, and year of birth;</p> <p>b. Qualification;</p> <p>c. Work history;</p> <p>d. Other management titles (including the title of Member of the Board of Directors/Member of the Board of Members of other companies);</p> <p>d. Interests related to the Company and related parties of the Company;</p> <p>e. Information regarding companies where the candidate currently holds the position of Member of the Board of Directors/Member of the Board of Members, other management titles, and interests related to the Company of the candidate for the Board of Directors (if any).</p> <p>4. Members of the Board of Directors must meet the following standards and conditions:</p> <p>c. May only simultaneously serve as a Member of the Board of Directors or Member of the Board of Members at a maximum of 05 other companies.</p>	
<p>Article 25. Composition and term of the Board of Directors</p> <p>3. The structure of the Board of Directors must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members.</p>	<p>Article 25. Composition and term of the Board of Directors</p> <p>3. The structure of the Board of Directors must ensure that at least 01 member of the Board of Directors is a non-executive member.</p>	<p>Amended and supplemented in accordance with Clause 79, Article 1 of Decree No. 245/2025/ND-CP</p>
<p>Article 26. Powers and obligations of the Board of Directors</p> <p>2. The powers and obligations of the Board of Directors are stipulated by law,</p>	<p>Article 26. Powers and obligations of the Board of Directors</p> <p>2. The powers and obligations of the Board of Directors are stipulated by</p>	<p>Supplemented content in accordance with Clause</p>

Current content	Proposed amendments and supplements	Reasons
<p>this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:</p> <p>r. Other powers and obligations as stipulated by law and this Charter.</p>	<p>law, this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:</p> <p>r. Organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, the General Director, the Person in charge of Corporate Governance, and other managers of the Company.</p> <p>s. Execute the payment of dividends to shareholders in accordance with the provisions of the law after it has been approved by the Annual General Meeting of Shareholders.</p> <p>t. Other rights and obligations in accordance with the provisions of the law and this Charter.</p>	<p>81, Article 1 of Decree 245/2025/ND-CP</p>
<p>Article 27: Remuneration, salary, bonus, and other benefits of members of the Board of Directors</p> <p>4. Members of the Board of Directors are entitled to receive bonuses from the Managerial Bonus Fund as decided by the General Meeting of Shareholders based on production and business performance results. The bonus level for the Chairman and each member shall be decided by the Board of Directors.</p>	<p>Article 27: Remuneration, salary, bonus, and other benefits of members of the Board of Directors</p> <p>4. Members of the Board of Directors are entitled to receive bonuses according to the Company's Bonus Regulations. The bonus level for the Chairman and each member of the Board of Directors temporarily paid during the year shall be approved by the Board of Directors and will be submitted to the nearest Annual General Meeting of Shareholders for approval.</p>	<p>Due to the absence of the Managerial Bonus Fund</p>
<p>Article 39: Salary, remuneration, bonus, and other benefits of members of the Board of Supervisors</p> <p>3. Members of the Board of Supervisors shall receive bonuses from the Managerial Bonus Fund as decided by the General Meeting of Shareholders based on business performance; The bonus level for the Head and each member shall be decided by the Board of Directors.</p>	<p>Article 39: Salary, remuneration, bonus, and other benefits of members of the Board of Supervisors</p> <p>3. Members of the Board of Supervisors shall receive bonuses in accordance with the Company's Bonus Regulations. The bonus amount for the Head and each member of the Board of Supervisors to be advanced during the year shall be approved by the Board of Directors and submitted to the nearest Annual General Meeting of Shareholders for approval.</p>	<p>Due to the absence of the Managerial Bonus Fund</p>
<p>Article 47: Profit distribution</p> <p>1. The Company shall appropriate funds</p>	<p>Article 47: Profit distribution</p> <p>1. After offsetting losses of previous</p>	<p>Regulated to suit the actual</p>

Current content	Proposed amendments and supplements	Reasons
from the annual profit after tax after offsetting losses of previous years (If any), including: development investment fund, employee reward and welfare fund, managerial bonus fund, community social responsibility fund, and other funds if approved by the General Meeting of Shareholders.	years (If any), the company shall appropriate funds from the profit after tax including: Development Investment Fund; Reward and Welfare Fund; Bonus Fund for relevant individuals and units; Community Social Responsibility Fund.	situation
II. THE REGULATIONS ON CORPORATE GOVERNANCE		
<p>Article 8: Regulations on annual evaluation, rewards, and discipline for members of the Board of Directors, members of the Board of Supervisors, General Director, and other executives</p> <p>2. Rewards:</p> <p>Based on business results, the Board of Directors shall submit to the annual General Meeting of Shareholders to decide on the appropriation of the reward fund for the Board of Directors, the Board of Supervisors, the General Director, and other executives.</p> <p>Based on the annual evaluation results, the Board of Directors shall decide on the payment of bonuses to members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives.</p>	<p>Article 8: Regulations on annual evaluation, rewards, and discipline for members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives</p> <p>2. Rewards:</p> <p>Based on business results and annual evaluation results, members of the Board of Directors, the Board of Supervisors, the General Director, and other executives shall receive bonuses in accordance with the Company's Bonus Regulations.</p>	Due to the absence of the Managerial Bonus Fund

(Draft of the amended and supplemented Charter and Internal Regulations on Corporate Governance attached)

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

Sincerely./.

Recipients:

- As above;
- Organizing Committee of the 2026 GMS;
- Archived: Admin, BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN**



Nguyen Thi Hanh

SONADEZI CORPORATION
SONADEZI GIANG DIEN SHAREHOLDING COMPANY



CHARTER
(6th AMENDED AND SUPPLEMENTED)

April 2026

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CHAPTER I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Explanation of Terms

1. In these Regulations, the following terms are understood as follows:

a. "Charter capital" is the total par value of shares sold and as stipulated in Article 6 of these Charters;

b. "Enterprise Law" refers to Enterprise Law No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022, and Law No. 76/2025/QH15 dated June 17, 2025;

c. "Securities Law" refers to the Securities Law No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024;

d. "Managers" include the Chairman of the Board, members of the Board, and the executive.

d. "The executive" refers to the General Director, Deputy General Director, and Chief Accountant.

e. "Family members" include: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological sibling, brother-in-law, sister-in-law, wife's biological brother, husband's biological brother, wife's biological sister, husband's biological sister, wife's biological sibling, husband's biological sibling.

g. "Related parties" are individuals or organizations as defined in Clause 46, Article 4 of the Securities Law and Clause 23, Article 4 of the Enterprise Law;

h. "Vietnam" refers to the Socialist Republic of Vietnam;

i. "Shareholder" is an individual or organization that owns at least one share of the Company;

k. "Ordinary shareholder" is a shareholder who owns common shares;

l. A "major shareholder" is a shareholder who owns 5% or more of the Company's voting shares;

m. "Stock Exchange" refers to the Vietnam Stock Exchange and its subsidiaries.

n. "Shareholder contact address" is the address of the shareholder in the Summary List of Securities Holders provided by the Vietnam Securities Depository and Clearing Corporation at the most recent time.

2. In this Charter, references to one or more other regulations or documents, including amendments or replacements, are prohibited.

3. The headings (chapters, articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

CHAPTER II. NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branches, representative offices and operating period of the Company

1. Company Name

- Vietnamese name: CÔNG TY CỔ PHẦN SONADEZI GIANG DIEN
- English name: SONADEZI GIANG DIEN SHAREHOLDING COMPANY
- Trade name: SONADEZI GIANG DIEN
- Abbreviated name: SONADEZI GIANG DIEN
- Stock ticker symbol: SZG
- Company logo:



2. The Company is a joint-stock company with legal personality in accordance with current Vietnamese law.

3. The Company's registered office is:

- Address: Giang Dien Industrial Park Office, Road No. 6, Giang Dien Industrial Park, Trang Bom Commune, Dong Nai Province.
- Phone: (0251) 3833388
- Fax: (0251) 3833399
- Email: szg@sonadezi-giangdien.vn
- Website: sonadezi-giangdien.vn

4. The Company may establish branches and representative offices in the business area to carry out the Company's operational objectives in accordance with the decisions of the Board of Directors and within the limits permitted by law.

5. Except in the case of dissolution pursuant to Article 55 of these Charters, the Company shall operate indefinitely.

Article 3. Legal Representative of the Company

1. The Company has one (1) legal representative. The General Director is the legal representative of the Company.

2. Rights and obligations of the legal representative:

a. The legal representative acts on behalf of the Company to exercise the rights and obligations arising from the Company's transactions, and represents the

Company as a party requesting the resolution of civil matters, plaintiff, defendant, or party with related rights and obligations before arbitration panels and courts.

b. The legal representative shall fulfil responsibilities as stipulated in Article 13 of the Enterprise Law and other rights and obligations as prescribed by current law.

CHAPTER III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY

Article 4. Industry, occupation and operational objectives

1. Business lines and activities: as per Appendix No. 01/PLDL attached to the Charter.

2. Company's Operational Objectives: Sonadezi Giang Dien Shareholding Company continues to inherit and develop the Sonadezi brand, focusing resources on providing customers with the best investment opportunities and services, thereby maximizing shareholder profits, creating jobs and stable income for employees, fulfilling its obligations to the State Budget, and striving to become a reputable enterprise for domestic and foreign investors in the field of civil and industrial real estate and industrial park support services.

Article 5. Scope of business and operations

The Company is permitted to conduct business in the sectors listed in this Charter, has registered and notified changes to its registration with the business registration authority, and has published them on the National Business Registration Portal.

CHAPTER IV. CHARTER CAPITAL AND SHARES

Article 6. Charter capital and shares

1. The Company's charter capital is VND 548,980,000,000 (Five hundred forty-eight billion, nine hundred eighty million dong).

The Company's total charter capital is divided into 54,898,000 shares, with a par value of VND 10,000 per share.

2. The Company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of the law.

3. All shares of the Company on the date of adoption of this Charter are common shares.

4. The Company may issue other types of preferred shares after approval by the General Meeting of Shareholders and in accordance with the provisions of the law.

5. Common shares must be offered preferentially to existing shareholders in proportion to their shareholding in the Company, unless otherwise decided by the

General Meeting of Shareholders. The number of shares not subscribed by shareholders will be decided by the Company's Board of Directors. The Board of Directors may distribute these shares to other parties under conditions and in a manner deemed appropriate, but may not sell them under more favourable conditions than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders.

6. The Company may purchase shares issued by itself in the manner prescribed in this Charter and applicable law.

7. The Company may issue other types of securities as prescribed by law.

Article 7. Stock Certificate

1. Shareholders of the Company are issued share certificates corresponding to the number and type of shares they own.

2. Shares are securities that confirm the legal rights and interests of the owner in a portion of the company's share capital. Shares must contain all the information as prescribed in Clause 1, Article 121 of the Enterprise Law.

3. Within 30 days from the date of submitting a complete application for the transfer of share ownership, or within 2 months from the date of full payment for the shares, or within another period specified in the issuance plan, the shareholder shall be issued a share certificate. The shareholder shall not be required to pay the Company any printing costs for the share certificate.

4. In the event that a share certificate is lost, damaged, or otherwise destroyed, the shareholder shall be reissued the certificate by the Company upon the shareholder's request. The shareholder's request must include the following information:

- a. Information about the stock has been lost, damaged, or otherwise destroyed;
- b. Commitment to assume responsibility for any disputes arising from the reissuance of new shares.

Article 8. Other securities certificates

Bond certificates or other securities issued by the Company bear the signature of the legal representative and the seal of the Company.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares of the Company registered for trading on UPCOM and, upon listing on the Stock Exchange, shall be transferred in accordance with the provisions of the Law on Securities and the Securities Market.

2. Unpaid shares are not transferable and do not entitle the holder to related rights such as the right to receive dividends, the right to receive newly issued shares to increase share capital from equity, the right to purchase newly offered shares, and other rights as stipulated by law.

3. In the event that a shareholder is an individual who dies, the heir according to the will or the law of that shareholder shall become a shareholder of the Company. If the shares of a deceased individual shareholder have no heirs, or the heirs refuse to accept the inheritance, or are disinherited, then those shares shall be dealt with according to the provisions of civil law.

4. Shareholders have the right to donate a portion or all of their shares to others; or to use shares to repay debts. In this case, the recipient of the donated shares or the person receiving the shares as payment for debt will become a shareholder of the Company after completing the transfer procedures as stipulated in this Charter and relevant laws.

5. Regarding shares held by founding shareholders who have submitted written commitments to be strategic investors of the Company:

- Strategic investors are not permitted to transfer their contributed shares for a minimum period of 5 years from the date the Company is first granted its Certificate of Business Registration under the Enterprise Law. In exceptional cases where it is necessary to transfer these shares before the above deadline, approval from the General Meeting of Shareholders is required.

- In the event that the strategic investor fails to fulfil its commitments or violates the transfer restrictions stipulated in this Article, it shall compensate for all losses incurred in accordance with current laws.

CHAPTER V. ORGANIZATIONAL STRUCTURE AND MANAGEMENT

Article 10. Organizational structure of management

The Company's organizational and management structure includes:

1. General Shareholders' Meeting;
2. Board of Directors;
3. Supervisory Board;
4. General Director.

CHAPTER VI. SHAREHOLDERS AND THE SHAREHOLDER MEETING

Article 11. Rights of Shareholders

1. Ordinary shareholders have the following rights:

a. To attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or other forms as prescribed by the Internal Regulations on Corporate Governance, this Charter and the law; Each common share has one voting right;

b. Receive dividends at the rate decided by the General Meeting of Shareholders;

c. Shareholders have priority in purchasing newly offered shares in proportion to their ownership of common shares;

d. Freely transfer their shares to others, except as stipulated in clauses 2 and 5 of Article 9 of these Charters.

d. Review, search, and retrieve information regarding names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information about oneself;

e. Review, search, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

g. When the Company is dissolved or goes bankrupt, the holder is entitled to receive a portion of the remaining assets in proportion to their shareholding in the Company;

h. Require the Company to repurchase shares in the cases stipulated in Article 132 of the Enterprise Law;

i. To be treated equally;

k. To have full access to regular and extraordinary information disclosed by the Company in accordance with the law;

l. To have their legitimate rights and interests protected; to request the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Enterprise Law;

m. Other rights as prescribed by law and this Charter.

2. Shareholders or groups of shareholders holding 5% or more of the total number of common shares have the following rights:

a. Request the Board of Directors to convene a General Meeting of Shareholders in cases where the Board of Directors seriously violates the rights of shareholders, the obligations of managers, or makes decisions exceeding its delegated authority, as stipulated in Clauses 3 and 4 of Article 13 of these Charters.

b. Review, search, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets;

c. Request the Supervisory Board to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following information: full name, contact address, nationality, and legal document number of individual shareholders; name, business registration number or legal document number of organizational shareholders, and registered office address; number of shares and registration date

of each shareholder, total number of shares of the entire group of shareholders, and ownership percentage in the total shares of the Company; the issue to be examined and the purpose of the examination;

d. Propose the matter to be included in the agenda of the General Meeting of Shareholders in accordance with Clause 4, Article 16 of these Charters;

d. Other rights as prescribed by law and this Charter.

3. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate individuals to the Board of Directors and the Supervisory Board in accordance with the provisions of Clause 2, Article 24 and Clause 2, Article 34 of these Charters. Common shareholders forming a group to nominate individuals to the Board of Directors and the Supervisory Board must notify the shareholders attending the meeting of their group formation before the opening of the General Meeting of Shareholders.

Article 12. Obligations of Shareholders

Common shareholders have the following obligations:

1. Be responsible for the Company's debts and other financial obligations to the extent of the capital contributed to the Company;

2. Capital contributed in the form of common shares may not be withdrawn from the Company in any form, except in cases where the shares are repurchased by the Company or another party; In the event that a shareholder withdraws part or all of their contributed capital in violation of this provision, that shareholder and any related parties in the Company shall be jointly and severally liable for the Company's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages;

3. Comply with the Company's Charter and regulations; abide by the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;

4. Maintain the confidentiality of information provided by the Company in accordance with these Charters and the law; use the provided information only to exercise and protect your legitimate rights and interests; strictly prohibit the dissemination, copying, or sending of information provided by the Company to other organizations or individuals;

5. Attend the General Meeting of Shareholders and exercise voting rights through the following methods:

a. Attend and vote directly at the meeting;

b. Authorize another person to attend and vote at the meeting;

c. Attend and vote via online conference, electronic voting, or other electronic means;

d. Send the ballot to the meeting via mail, fax, or email;

6. I will be held personally liable if, in any form, I commit any of the following acts in the name of the Company:

- a. Violation of the law;
- b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
- c. Pay off debts that are not yet due to mitigate potential financial risks for the Company.

7. Fulfill other obligations as prescribed by law and this Charter.

Article 13. General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders convenes annually, once a year, within four months of the end of the fiscal year. The Board of Directors may decide to extend the annual General Meeting of Shareholders if necessary, but not exceeding six months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location of the General Meeting of Shareholders is determined by where the chairperson attends the meeting, and it must be within the territory of Vietnam.

2. The Board of Directors shall convene the Annual General Meeting of Shareholders and select a suitable venue. The Annual General Meeting of Shareholders shall decide on matters in accordance with the law and this Charter, in particular approving the audited annual financial statements. If the audited annual financial statements of the Company contain material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the auditing firm that audited the Company's financial statements to attend the Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. The remaining number of members of the Board of Directors and the Supervisory Board is less than the minimum number of members required by law;
- c. Up on the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 11 of this Charter, the request to convene a General Meeting of Shareholders must be in writing, clearly stating the reasons and purpose of the meeting, and bearing the signatures of all relevant shareholders. Alternatively, the request may be made in multiple copies and include the signatures of all relevant shareholders. The request must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. The shareholder or group of shareholders shall bear full legal responsibility for the accuracy and truthfulness of the documents and

evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.

d. As requested by the Supervisory Board;

d. Other cases as prescribed by law and these Regulations.

4. Convene an extraordinary general meeting of shareholders:

a. The Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of remaining members of the Board of Directors or members of the Supervisory Board is as stipulated in point b, clause 3 of this Article, or upon receiving the request stipulated in points c and d, clause 3 of this Article;

b. If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a, clause 4 of this Article, then within the next 30 days, the Supervisory Board must replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in clause 3, Article 140 of the Enterprise Law;

c. If the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article, the shareholder or group of shareholders specified in point c, clause 3 of this Article has the right to request the Company's representative to convene a General Meeting of Shareholders in accordance with the Law on Enterprises;

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

d. Procedures for organizing a General Meeting of Shareholders as stipulated in Clause 2, Article 16 of this Charter.

Article 14. Rights and obligations of the General Meeting of Shareholders

1. The Annual General Meeting of Shareholders will discuss and approve the following matters:

a. The Company's annual business plan;

b. Annual financial statements have been audited;

c. Report of the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors;

d. Report of the Supervisory Board on the Company's business results, the performance of the Board of Directors, and the General Director;

d. Self-assessment report on the performance of the Supervisory Board and each member of the Supervisory Board;

e. Dividend rate per share for each class.

2. In addition to the matters stipulated in Clause 1 of this Article, the annual and extraordinary general meetings of shareholders shall discuss and approve the following issues:

a. Through the Company's development strategy;

b. Deciding on the types of shares and the total number of shares of each type authorized for offering;

c. Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;

d. Decisions to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;

d. Decision to amend or supplement the Company's Charter;

e. Decision to repurchase more than 10% of the total shares sold of each class;

g. Review and handle violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;

h. Decisions on reorganizing or dissolving the Company;

i. Deciding on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;

k. Approve the internal regulations on corporate governance, the operating regulations of the Board of Directors, and the operating regulations of the Supervisory Board;

l. Approve the list of independent auditing firms to audit the Company's financial statements; decide on the independent auditing firm to conduct an inspection of the Company's operations, and dismiss independent auditors when deemed necessary;

m. The signing of contracts and transactions as stipulated in Clause 5, Article 43 of these Regulations;

n. Other rights and obligations as prescribed by law and this Charter.

3. All resolutions and matters included on the agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 15. Authorized Representatives

1. Authorized representative of a shareholder that is an organization.

a. Shareholders that are organizations must authorize an individual representative in accordance with the following regulations:

- Shareholders owning less than 10% of the total shares are only allowed to authorize one representative.

- Shareholders owning between 10% and less than 20% of the total shares may authorize a maximum of two representatives.

- Shareholders owning between 20% and less than 30% of the total shares may authorize a maximum of 3 representatives.

- Shareholders owning between 30% and less than 40% of the total shares may authorize a maximum of 4 representatives.

- Shareholders owning between 40% and less than 50% of the total shares may authorize a maximum of 5 representatives.

- Shareholders owning between 50% and less than 60% of the total shares may authorize a maximum of 6 representatives.

- Shareholders owning 60% or more of the total shares may authorize a maximum of 7 representatives.

b. If a shareholder is an organization that appoints multiple authorized representatives, the number of shares allocated to each representative must be specifically determined. If the shareholder does not specify the corresponding number of shares for each authorized representative, the shares will be divided equally among the authorized representatives.

c. The document appointing an authorized representative must be notified to the Company and is only effective for the Company from the date the Company receives the document. The document appointing an authorized representative must include the following main contents:

- Name, business registration number, and registered office address of the shareholder;

- The number of authorized representatives and the corresponding shareholding or capital contribution ratio of each authorized representative;

- Full name, contact address, nationality, and legal document number of each authorized representative;

- The respective terms of authorization for each authorized representative; specifying the commencement date of their representation;

- Full name and signature of the legal representative of the shareholder and of the authorized representative.

d. The authorized representative must meet the following standards and conditions:

- Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;

- Shareholders that are state-owned enterprises, as stipulated in point b, clause 1, Article 88 of the Enterprise Law, are not allowed to appoint a person with family

ties to the enterprise's manager or to the person authorized to appoint that manager as their authorized representative at the Company.

2. Authorization to attend the General Meeting of Shareholders

a. Shareholders, or authorized representatives of shareholders that are organizations, may attend meetings in person or authorize one or more other individuals or organizations to attend, or attend through one of the forms stipulated in Clause 3, Article 144 of the Enterprise Law.

b. The authorization of individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in point a, clause 2 of this Article must be in writing. The authorization document shall be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party.

Authorized representatives attending the General Meeting of Shareholders must present the authorization document when registering to attend. In case of sub-authorization, the representative must also present the original authorization document from the shareholder or the authorized representative of the shareholder (if not previously registered with the Company).

c. The voting ballot of a person authorized to attend the meeting within the scope of their authorization remains valid in the event of any of the following circumstances:

- The person granting the power of attorney has died, has limited legal capacity, or has lost their legal capacity;
- The person who granted the authorization has revoked the designation.
- The grantor has revoked the authority of the grantee.

This clause does not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 16. Convening, agenda and notice of the General Meeting of Shareholders

1. The Board of Directors shall convene an annual and extraordinary general meeting of shareholders, or an extraordinary general meeting of shareholders shall be convened in accordance with the circumstances stipulated in point b or point c of clause 4, Article 13 of this Charter.

2. The person convening the General Meeting of Shareholders must perform the following tasks:

a. Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders; The list of shareholders entitled to attend the General

Meeting of Shareholders must be prepared no more than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders; The Company must disclose information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the final registration date;

- b. Prepare the agenda and content for the Shareholders' General Meeting;
- c. Prepare documents for the Shareholders' General Meeting;
- d. Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting;
- d. Determine the time and location for the meeting;
- e. Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- g. Other tasks related to the meeting.

3. The notice of the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures it reaches the shareholders' contact addresses, and shall also be published on the Company's website and the State Securities Commission's website, and the Stock Exchange. The person convening the General Meeting of Shareholders must send the notice of the meeting to all shareholders on the list of shareholders entitled to attend the meeting no later than 21 days before the opening date of the meeting (calculated from the date the notice is duly sent or transmitted). The agenda of the General Meeting of Shareholders and documents related to the issues to be voted on at the meeting shall be posted on the Company's website. The notice of the meeting must clearly state the link to all meeting documents so that shareholders can access them, including:

- a. Meeting agenda and materials to be used in the meeting;
- b. List and detailed information of candidates in the case of electing members of the Board of Directors and members of the Supervisory Board;
- c. Voting slip;
- d. Draft resolutions for each item on the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 2, Article 11 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and must be submitted to the Company no later than 5 working days before the opening date of the General Meeting of Shareholders. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the issue proposed for inclusion in the agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal stipulated in Clause 4 of this Article if it falls under one of the following cases:

a. The petition was submitted in violation of the provisions of Clause 4 of this Article;

b. At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the common shares as stipulated in Clause 2, Article 11 of this Charter;

c. The proposed issue falls outside the scope of authority of the General Meeting of Shareholders;

d. Other cases as prescribed by law and these Regulations.

6. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 5 of this Article. The proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 17. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders is held when the number of shareholders in attendance represents more than 50% of the total voting rights of the Company.

2. If, within 30 minutes of the scheduled opening time, the meeting fails to meet the quorum requirements as stipulated in Clause 1 of this Article, a second notice of meeting shall be sent within 30 days from the date of the first scheduled meeting. The second General Meeting of Shareholders shall be convened when the number of shareholders in attendance represents at least 33% of the total voting rights of the Company.

3. If, within 30 minutes of the scheduled opening time, the second convened meeting fails to meet the quorum requirements as stipulated in Clause 2 of this Article, a third notice of meeting must be sent within 20 days from the date of the second scheduled meeting. In this case, the General Meeting of Shareholders shall proceed regardless of the total number of votes cast by the shareholders present.

Article 18. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before the meeting commences, the Company must conduct the shareholder registration process and continue registration until all shareholders entitled to attend have registered.

2. Upon registering for the meeting, shareholders or their representatives are issued a voting card and a ballot, which includes the registration number, the full name of the shareholder or their representative, and the number of votes cast. The General Meeting of Shareholders discusses and votes on each item on the agenda. Voting is conducted by vote in favor, against, or abstention. When voting at the meeting, shareholders raise their voting card and mark the corresponding box on the ballot. After collecting and counting the votes, the total number of votes in favor, against, abstention, or invalid for each item is announced by the chairperson before

the end of the meeting.

3. Shareholders or their authorized representatives who arrive after the meeting has commenced may still register and have the right to vote immediately after registration; in this case, the validity of any previously voted-on items remains unchanged.

4. The election of the chairperson, secretary, and vote counting committee is regulated as follows:

a. The Chairman of the Board of Directors presides over or authorizes another member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to preside over the meeting by majority vote. If no one can be elected to preside, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect a presiding officer from among those present, and the person with the highest number of votes shall preside over the meeting;

b. Except as provided in point a, clause 4 of this Article, the person signing the summons for the General Meeting of Shareholders shall preside over the meeting so that the General Meeting of Shareholders can elect the chairman of the meeting, and the person with the highest number of votes shall be the chairman of the meeting;

c. The chairperson appoints one or more people to act as meeting secretaries;

d. The General Meeting of Shareholders shall elect one or more members to the vote counting committee upon the recommendation of the meeting chairman.

5. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically define the time allocated to each item on the agenda.

6. The person convening or presiding over the General Meeting of Shareholders has the right to take necessary and reasonable measures to organize and conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees, including:

a. Require all meeting attendees to undergo security checks or other lawful and reasonable security measures;

b. Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the General Shareholders' Meeting.

c. Arrange seating at the Shareholders' General Meeting venue;

d. Ensure the safety of everyone present at the meeting venues;

d. Facilitate shareholders' attendance (or continued attendance) of the meeting.

7. The chairperson has the right to postpone a General Meeting of Shareholders that has reached the maximum number of registered attendees for no more than 3 working days from the scheduled opening date, and may only postpone or change the meeting venue in the following cases:

- a. The meeting venue does not have enough convenient seating for all attendees;
- b. The communication facilities at the meeting venue do not ensure that shareholders attending the meeting can participate, discuss, and vote;
- c. Some attendees obstruct or disrupt the meeting, potentially preventing it from being conducted fairly and lawfully.

8. If the chairperson postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 7 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson and conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective and enforceable.

9. The online General Meeting of Shareholders shall be conducted in accordance with the provisions of the Company's Internal Regulations on Corporate Governance.

Article 19. Forms of adopting resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders adopts resolutions within its authority by voting at the meeting or by obtaining opinions in writing.

2. Resolutions of the General Meeting of Shareholders on the following matters must be adopted by voting at the General Meeting of Shareholders:

- a. Through audited annual financial statements;
- b. Company's development orientation;
- c. Electing, dismissing, and removing members of the Board of Directors and the Supervisory Board.
- d. Reorganize or dissolve the company.

Article 20. Conditions for adopting a resolution of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders on the following matters shall be adopted if approved by at least 65% of the total votes cast by all shareholders present and voting at the meeting:

- a. The types of shares and the total number of shares of each type offered for sale;
- b. Changes in industry, occupation, and business sector;
- c. Changes in organizational and management structure;

d. Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;

d. Reorganize or dissolve the company.

2. The voting for the election of members of the Board of Directors and the Supervisory Board shall be conducted in accordance with Clause 3, Article 148 of the Enterprise Law and the internal regulations on corporate governance.

3. Except as provided in Clauses 1 and 2 of this Article, resolutions of the General Meeting of Shareholders on other matters shall be adopted when approved by more than 50% of the total votes of all shareholders present and voting at the meeting.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and this Charter.

Article 21. Authority and procedures for obtaining shareholder opinions in writing to adopt resolutions of the General Meeting of Shareholders.

1. The Board of Directors has the right to solicit shareholder opinions in writing to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except as provided in Clause 2, Article 19 of this Charter.

2. The Board of Directors shall prepare the ballot, the draft resolution of the General Meeting of Shareholders, and the explanatory documents for the draft resolution and send them to all shareholders entitled to vote no later than 10 days before the deadline for returning the ballot. The preparation of the list of shareholders to whom the ballot is to be sent shall be in accordance with point a, clause 2, Article 16 of this Charter. The requirements and methods for sending the ballot and accompanying documents shall be in accordance with clause 3, Article 16 of this Charter, except for the time requirement.

3. The feedback form must include the following key information:

a. Name, registered office address, and registration number of the Company;

b. Purpose of soliciting opinions;

c. Full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and head office address of the organization shareholder; or full name, contact address, nationality, and legal document number of the representative of the organization shareholder; number of shares of each class and voting rights of the shareholder;

d. Issues requiring consultation before approval;

d. The voting options include "agree," "disagree," and "no opinion" for each issue being considered;

- e. Deadline for returning the answered feedback form to the Company;
- g. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may submit their completed opinion ballots to the Company by mail, fax, or email in accordance with the following regulations:

a. In the case of mailing, the answered opinion ballot must be signed by the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. Opinion ballots sent to the Company must be enclosed in a sealed envelope, and no one is allowed to open it before the ballots are counted;

b. In case of sending by fax or email, the opinion poll forms sent to the Company must be kept confidential until the time of vote counting;

c. Opinion ballots sent to the Company after the deadline specified in the ballot, or that have been opened in the case of mail submissions or disclosed in the case of fax or email submissions, are invalid. Unsubmitted ballots will be considered as non-voting ballots.

5. The Board of Directors shall count the votes and prepare a vote counting report in the presence of the Supervisory Board or shareholders who do not hold management positions in the Company. The vote counting report must include the following main contents:

- a. Name, registered office address, and registration number of the Company;
- b. The purpose and issues requiring consultation for the resolution's adoption;
- c. The number of shareholders and the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballots, along with an appendix listing the shareholders who participated in the vote;
- d. The total number of votes in favor, against, and abstentions for each issue;
- d. Issues that were approved and the corresponding percentage of votes in favor;
- e. Full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The vote counting minutes and resolutions must be published on the Company's website within 24 hours of the completion of the vote counting and the announcement of information in accordance with the laws on the securities market.

7. The completed ballots, vote counting records, the full text of the adopted resolution, and any related documents attached to the ballots must all be kept at the Company's head office.

8. Resolutions on the following matters shall be adopted by written shareholder consultation when approved by shareholders holding at least 65% of the total voting rights of all shareholders entitled to vote:

- a. The types of shares and the total number of shares of each type offered for sale;
- b. Changes in industry, occupation, and business sector;
- c. Changes in organizational and management structure;
- d. Investment projects or asset sales with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;
- d. Reorganize or dissolve the Company;

9. Except for the provisions in Clause 8 of this Article, resolutions on other matters adopted by written shareholder consultation must be approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote.

10. Resolutions adopted by shareholder consultation in writing under this Article shall have the same validity as resolutions adopted at a General Meeting of Shareholders.

Article 22. Resolutions and Minutes of the General Meeting of Shareholders

1. Shareholders' General Meetings must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be written in Vietnamese and contain the following main contents:

- a. Name, registered office address, and registration number of the Company;
- b. Time and location of the General Shareholders' Meeting;
- c. Meeting agenda and content;
- d. Full names of the chairperson and secretary;
- d. Summarise the proceedings and opinions expressed at the General Shareholders' Meeting on each item on the agenda;
- e. The number of shareholders and the total number of voting shares of the shareholders attending the meeting, an appendix listing the registered shareholders, and the shareholder representatives attending the meeting with their corresponding shareholdings and voting rights;
- g. The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting;
- h. Issues that were approved and the corresponding percentage of votes in favor;

i. Full name and signature of the chairperson and secretary; In case the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors present at the meeting and contain all the content as stipulated in this clause; The meeting minutes shall clearly state the reason why the chairperson or secretary refused to sign the meeting minutes.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the meeting concludes. The chairperson and secretary of the meeting, or any other person signing the minutes, shall be jointly liable for the truthfulness and accuracy of the minutes' contents.

3. Resolutions, minutes of the General Meeting of Shareholders, all documents attached to the minutes (if any), and related documents accompanying the notice of meeting must be published on the Company's website within 24 hours of the meeting's conclusion and disclosed in accordance with the laws on securities markets.

4. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be kept at the Company's head office.

Article 23. Request for annulment of a resolution of the General Meeting of Shareholders

Within 90 days from the date of receiving the resolution or minutes of the General Meeting of Shareholders or the minutes of the vote count of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 2, Article 11 of this Charter has the right to request the Court or Arbitration to review and annul the resolution or part of the content of the resolution of the General Meeting of Shareholders in the following cases:

1. The procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and this Charter, except as provided in Clause 4, Article 20 of this Charter.

2. The content of the resolution violates the law or this Charter.

CHAPTER VII. BOARD OF DIRECTORS

Article 24. Nomination and candidacy of Board of Directors members

1. Once candidates for the Board of Directors have been identified, the Company must publish information related to these candidates at least 10 days before the opening of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed, their family

relationships as stipulated in Clause 22, Article 4 of the Enterprise Law, and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information related to candidates for the Board of Directors that must be published includes:

- a. Full name, date of birth (day, month, year);
- b. Professional qualifications;
- c. Work experience;
- d. Other managerial positions (including positions on the Board of Directors/Board of Members of other companies);
- d. Interests related to the Company and its related parties;
- e. Information about the companies in which the candidate holds positions as a member of the Board of Directors/Board of Members, other management positions, and any related interests in the candidate's Board of Directors (if any).

2. Shareholders have the right to pool their voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares may nominate 1 candidate; from 20% to less than 30% may nominate a maximum of 2 candidates; from 30% to less than 40% may nominate a maximum of 3 candidates; from 40% to less than 50% may nominate a maximum of 4 candidates; and from 50% or more may nominate a maximum of 5 candidates.

3. If the number of candidates nominated and elected to the Board of Directors is still insufficient to meet the requirements stipulated in Clause 1, Article 25 of this Charter, the incumbent Board of Directors shall nominate additional candidates. The nomination of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors.

4. Members of the Board of Directors must meet the following standards and conditions:

- a. Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- b. Possess professional qualifications and experience in business administration or in the field, industry, or profession of the Company's business, and are not necessarily shareholders of the company;
- c. A person may simultaneously be a member of the Board of Directors or the Board of Members in a maximum of 05 other companies;
- d. Must not be related to the General Director or other managers of the Company.

Article 25. Composition and term of office of the Board of Directors

1. The Board of Directors has 5 members.

2. The term of office for a member of the Board of Directors shall not exceed 5 years and they may be re-elected for an unlimited number of terms. If all members of the Board of Directors complete their terms simultaneously, they shall continue to be members of the Board of Directors until new members are elected to replace them and take over the duties.

3. The composition of the Board of Directors must ensure that at least one member of the Board of Directors is a non-executive member.

4. Dismissal, removal, replacement, and appointment of Board of Directors members:

a. The General Meeting of Shareholders shall dismiss a member of the Board of Directors if that member does not meet the qualifications and conditions as stipulated in Clause 4, Article 24 of this Charter, or if that member submits a resignation letter and it is accepted.

b. The General Meeting of Shareholders may dismiss a member of the Board of Directors if that member fails to participate in the activities of the Board of Directors for six consecutive months, except in cases of force majeure.

c. When deemed necessary, the General Meeting of Shareholders shall decide to replace, dismiss, or remove members of the Board of Directors, except in the cases stipulated in points a and b of Clause 4 of this Article.

d. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors when the number of Board members is reduced by more than one-third (1/3) compared to the number of members stipulated in this Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third (1/3).

c. Except as provided in point d of this clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed from office at the most recent meeting.

Article 26. Powers and obligations of the Board of Directors

1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for the rights and obligations of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors are stipulated by law, this Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

a. To make strategic decisions, develop medium-term plans, and create annual business plans for the Company;

b. Propose the types of shares and the total number of shares authorized for sale for each type;

- c. Decisions to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;
- d. Deciding on the selling price of the Company's shares and bonds;
- d. Decision to repurchase shares as stipulated in Clauses 1 and 2 of Article 133 of the Enterprise Law;
- e. Deciding on investment options and investment projects within the authority and limits prescribed by law;
- g. Deciding on solutions for market development, marketing, and technology;
- h. Through purchase, sale, loan, and other contracts and transactions with a value equal to or greater than 50% of the Company's charter capital, excluding contracts and transactions under the authority of the General Meeting of Shareholders as stipulated in point d, clause 2, Article 14 and clause 5, Article 43 of this Charter;
- i. Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, terminating contracts with, and deciding on the salaries, bonuses, and other benefits of the General Director and other executives; appointing representatives of the Company's capital in other enterprises, and deciding on the bonuses and other benefits of these representatives;
- k. Supervise and direct the General Director and other executives in the daily operation of the Company's business;
- l. Deciding on the organizational structure of the Company, except for the management structure stipulated in Article 10 of this Charter; deciding on the internal management regulations of the Company, except for regulations within the authority of the General Meeting of Shareholders; deciding on the establishment of subsidiaries, branches, and representative offices; deciding on capital contributions and share purchases in other enterprises;
- m. Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;
- n. Present the audited annual financial statements to the General Meeting of Shareholders;
- o. Propose dividend rates; decide on the timing and procedures for dividend payments or handling losses incurred during business operations;
- p. Propose the reorganization or dissolution of the Company; request the Company's bankruptcy;
- q. Decision to issue the Regulations on the operation of the Board of Directors and the Internal Regulations on corporate governance after approval by the General Meeting of Shareholders;

r. Organize training and workshops on corporate governance and necessary skills for members of the Board of Directors, the General Director, the Head of Administration, and other managers of the company.

s. Pay dividends to shareholders in accordance with the law after approval by the Annual General Meeting of Shareholders.

t. Other rights and obligations as prescribed by law and this Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on the results of the Board of Directors' activities in accordance with Article 280 of Government Decree No. 155/2020/ND-CP dated December 31, 2020.

Article 27. Remuneration, salaries, bonuses and other benefits of members of the Board of Directors

1. The Company has the right to pay salaries, remuneration, and bonuses to members of the Board of Directors based on business results and performance.

2. Non-executive members of the Board of Directors are entitled to remuneration from the non-executive management remuneration fund as decided by the General Meeting of Shareholders.

3. The full-time Chairman of the Board of Directors is paid a salary. The salary of the full-time Chairman of the Board of Directors is proposed by the Board of Directors and decided by the General Meeting of Shareholders.

4. Members of the Board of Directors are entitled to bonuses in accordance with the Company's Bonus Regulations. The amount of bonuses for the Chairman and each member of the Board of Directors, disbursed provisionally during the year, will be approved by the Board of Directors and submitted to the next Annual General Meeting of Shareholders for approval.

5. The salary of the Chairman of the Board of Directors and the remuneration of each member of the Board of Directors are included in the Company's business expenses in accordance with the law on corporate income tax, are shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

6. Members of the Board of Directors holding executive positions, or members of the Board of Directors working in subcommittees of the Board of Directors, or performing other duties outside the normal scope of a member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

7. Members of the Board of Directors are entitled to reimbursement for all travel, accommodation, meals, and other reasonable expenses incurred in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders or the Board of Directors or its subcommittees.

Article 28. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among its members.

2. The Chairman of the Board of Directors may not also hold the position of General Director.

3. The Chairman of the Board of Directors has the following rights and obligations:

a. Develop the program and activity plan for the Board of Directors;

b. Prepare the agenda, content, and documents for the meeting; convene, preside over, and chair the Board of Directors meeting;

c. Organizing the adoption of resolutions and decisions by the Board of Directors;

d. Monitoring the implementation of resolutions and decisions of the Board of Directors;

d. Preside over the General Meeting of Shareholders;

e. Other rights and obligations as stipulated in the Enterprise Law and this Charter.

4. In the event that the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed from office, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or dismissal/removal.

5. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. If there is no authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or has lost his/her civil capacity, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or engaging in a specific job, then the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

Article 29. Meetings of the Board of Directors

1. The first meeting of the Board of Directors' term to elect the Chairman must be held within 7 working days from the date of the conclusion of the election of the Board of Directors for that term. This meeting shall be convened by the member with the highest number of votes. In the event that more than one member has the same highest number of votes, the members shall vote by majority to select one of them to convene the Board of Directors meeting.

2. The Board of Directors must meet at least once every quarter and may hold extraordinary meetings.

3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

- a. Based on a proposal from the Supervisory Board;
- b. Based on a proposal from the General Director or at least 05 other managers;
- c. Requires a proposal from at least two members of the Board of Directors.

4. Proposals stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the authority of the Board of Directors in making decisions.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 7 working days from the date of receiving the request as stipulated in Clause 3 of this Article. If the Chairman of the Board of Directors fails to convene a meeting as requested, he/she shall be liable for any damages incurred by the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening the meeting.

6. The Chairman of the Board of Directors or the person convening the Board meeting must send a notice of meeting at least 3 working days before the meeting date. The notice of meeting must specify the time and place of the meeting, the agenda, the issues to be discussed and decided. The notice of meeting must include the documents to be used at the meeting and the voting ballots of the members. The notice of the Board of Directors meeting may be sent by invitation letter, text message, email, fax, or other electronic means, provided that it reaches the contact address of each Board member registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send notices of meeting and accompanying documents to the members of the Supervisory Board as with the members of the Board of Directors. Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to discuss but not to vote.

8. A Board of Directors meeting shall be held when at least three-quarters (3/4) of the total number of members are present. If the meeting convened in accordance with this clause does not have the required number of members present, a second meeting shall be convened within 7 days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than half of the Board of Directors members are present.

9. A member of the Board of Directors shall be deemed to have attended and voted at the meeting in the following circumstances:

- a. Attend and vote directly at the meeting;

b. Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;

c. Attend and vote via online conference, electronic voting, or other electronic means;

d. Send the ballot to the meeting via mail, fax, or email;

10. In the case of sending ballots to the meeting by mail, the ballots must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than one hour before the meeting begins. The ballots may only be opened in the presence of all attendees.

11. Members must attend all Board of Directors meetings. Members may authorize another person to attend meetings and vote on their behalf if approved by a majority of the Board of Directors members.

12. The Board of Directors adopts resolutions and decisions by voting at meetings or by written consultation. Each member of the Board of Directors has one vote. Resolutions and decisions of the Board of Directors are adopted if approved by a majority of the members; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.

Article 30. Person in charge of Company administration

1. The Board of Directors must appoint at least one person in charge of company governance to support the Company's governance. The person in charge of company governance may also serve as the company secretary as stipulated in Clause 5, Article 156 of the Enterprise Law.

2. The person in charge of the Company's administration may not simultaneously work for the auditing firm that is auditing the Company's financial statements.

3. The person in charge of company administration has the following rights and responsibilities:

a. Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Company and shareholders;

b. Prepare for meetings of the Board of Directors, the Supervisory Board, and the General Meeting of Shareholders as requested by the Board of Directors or the Supervisory Board;

c. Providing advice on meeting procedures;

d. Attend meetings;

d. Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;

e. Provide financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Supervisory Board;

g. Monitor and report to the Board of Directors on the Company's information disclosure activities;

h. To serve as the point of contact with relevant stakeholders;

i. Maintain confidentiality of information in accordance with the law and these Regulations.

CHAPTER VIII. THE GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 31. Organizational structure of the management apparatus

The Company's management system must ensure that the management team is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has a General Director and other executives. The appointment, dismissal, and removal of executives must be approved by resolution or decision of the Board of Directors.

Article 32. Company Executives

1. Upon the recommendation of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in a number and with qualifications appropriate to the Company's structure and management regulations as stipulated by the Board of Directors. These executives are responsible for supporting the Company in achieving its operational and organizational objectives.

2. The General Director receives a salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.

3. Executive salaries are included in the Company's business expenses in accordance with the law on corporate income tax, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 33. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors appoints one of its members or another person to serve as the General Director.

2. The General Director is responsible for managing the Company's day-to-day business operations; is subject to the supervision of the Board of Directors; and is accountable to the Board of Directors and to the law for the exercise of assigned rights and obligations.

3. The term of office for the General Director is 5 years and can be reappointed for an unlimited number of terms.

4. The General Director must meet the following standards and conditions:

a. Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;

b. Must not be related to:

- Managers and members of the Company's Supervisory Board;

- The representative of the state's capital stake in the Company;

c) Possess professional qualifications and experience in the Company's business management.

5. The General Director has the following rights and responsibilities:

a. To decide on matters related to the Company's day-to-day business operations that do not fall within the authority of the Board of Directors;

b. To organize the implementation of resolutions and decisions of the Board of Directors;

c. To organize and implement the Company's business plan and investment plan;

d. Propose organizational structure and internal management regulations for the Company;

d. Appointing, dismissing, and removing Directors and Deputy Directors of Departments, and Directors and Deputy Directors of branches, except for positions under the authority of the Board of Directors;

e. Deciding on salaries and other benefits for employees in the Company, including officers appointed by the General Director;

g. Recruitment of labor;

h. Propose a plan for paying dividends or handling business losses;

i. Other rights and obligations as prescribed by law, this Charter, and resolutions and decisions of the Board of Directors.

6. The Board of Directors may dismiss the General Director when a majority of the Board members with voting rights present at the meeting approve and appoint a new General Director to replace him.

CHAPTER IX. THE BOARD OF SUPERVISORS

Article 34. Nomination and candidacy of members of the Board of Supervisors

1. The process of identifying candidates for the Supervisory Board and announcing the information shall be carried out in accordance with the provisions of Clause 1, Article 24 of this Charter.

2. Shareholders have the right to pool their voting rights to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders holding from 10% to less than 25% of the total voting shares may nominate one candidate; from 25% to less than 50% may nominate a maximum of two candidates; and from 50% or more may nominate a maximum of three candidates.

3. If the number of candidates for the Board of Supervisors nominated through candidacy is insufficient, the incumbent Supervisory Board may nominate additional candidates. The incumbent Supervisory Board's nomination of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect the members of the Board of Supervisors.

4. Members of the Board of Supervisors must meet the following standards and conditions:

- a. Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
- b. Having received training in one of the following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant to the business activities of the enterprise;
- c. Must not be a family member of a member of the Board of Directors, the General Director, or other managers of the Company;
- d. Not a manager of the Company; not necessarily a shareholder or employee of the Company;
- d. Not an employee of the Company's accounting or finance department;
- e. Not a member or employee of the independent auditing firm that audited the Company's financial statements for the three consecutive years preceding the audit.

Article 35. Composition and term of office of the Board of Supervisors

1. The Supervisory Board consists of 3 members. The term of office for a Supervisory Board member shall not exceed 5 years and they may be re-elected for an unlimited number of terms.

2. Members of the Board of Supervisors shall be dismissed in the following cases:

- a. No longer meets the qualifications and conditions to be a member of the Board of Supervisors as stipulated in Clause 4, Article 34 of this Charter;
- b. A resignation letter has been submitted and accepted;

3. Members of the Board of Supervisors shall be dismissed in the following cases:

- a. Failure to complete assigned tasks or duties;
- b. Failure to exercise one's rights and fulfill one's obligations for six consecutive months, except in cases of force majeure;

c. Repeated and serious violations of the obligations of a member of the Board of Supervisors as stipulated in the Enterprise Law and this Charter;

d. Other cases as decided by the General Meeting of Shareholders.

Article 36. Head of the Board of Supervisors

1. The Head of the Board of Supervisors is elected by the Board of Supervisors from among its members; the election, dismissal, and removal are based on a majority vote. More than half of the members of the Board of Supervisors must be residents of Vietnam. The Head of the Board of Supervisors must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the Company's business operations.

2. Rights and obligations of the Head of the Board of Supervisors:

a. Convene a meeting of the Board of Supervisors;

b. Request the Board of Directors, the General Director, and other executives to provide relevant information for reporting to the Board of Supervisors;

c. Prepare and sign the Board of Supervisors's report after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.

Article 37. Rights and obligations of the Board of Supervisors

The Supervisory Board has the following rights and obligations:

1. To supervise the Board of Directors, the General Director, and other executives in the management and operation of the Company; to monitor the Company's financial situation; and to be accountable to shareholders for their supervisory activities;

2. Examine the reasonableness, legality, honesty, and level of prudence in the management and operation of business activities; the systematic, consistent, and appropriate nature of accounting, statistics, and financial reporting;

3. Assess the completeness, legality, and accuracy of the Company's annual and semi-annual business performance reports, financial statements, and management evaluation reports of the Board of Directors, and present the assessment report at the annual General Meeting of Shareholders; Review and make recommendations on contracts and transactions with related parties within the approval authority of the Board of Directors or the General Meeting of Shareholders.

4. Review, examine, and evaluate the effectiveness and efficiency of the Company's internal control system, internal audit, risk management, and early warning system;

5. To examine the Company's accounting books, records, and other documents, as well as the Company's management and operational activities, when deemed necessary or as per the resolution of the General Meeting of Shareholders or at the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 11 of this Charter;

6. Conduct the inspection within 7 working days from the date of receiving the request from the shareholder or group of shareholders as stipulated in Clause 2, Article 11 of this Charter; Within 15 days from the date of completion of the inspection, report to the Board of Directors and the requesting shareholder or group of shareholders on the issues requested for inspection; The inspection stipulated in this clause shall not hinder the normal operation of the Board of Directors, nor disrupt the Company's business operations;

7. Propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure for managing, supervising, and operating the Company's business activities;

8. Upon discovering any violation of the law or of these Charter by a member of the Board of Directors, the General Director, or other executive, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences;

9. Attend and participate in discussions at the General Meeting of Shareholders, the Board of Directors, and other meetings of the Company;

10. Utilize independent consultants and the Company's internal audit department to perform assigned tasks;

11. The Board of Directors may be consulted before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders;

12. Propose and recommend to the General Meeting of Shareholders to approve the list of independent auditing firms to audit the Company's financial statements; decide on the independent auditing firm to conduct an inspection of the Company's operations, and dismiss independent auditors when deemed necessary;

13. Ensure coordination of activities with the Board of Directors, the General Director, and shareholders;

14. Develop and promulgate the operating regulations of the Board of Supervisors after approval by the General Meeting of Shareholders;

15. Reporting to the General Meeting of Shareholders as prescribed in Article 290 of Government Decree No. 155/2020/ND-CP dated December 31, 2020;

16. Has the right to access the Company's records and documents kept at the head office, branches, and other locations; has the right to visit the workplaces of the Company's managers and employees during working hours;

17. Has the right to request the Board of Directors, members of the Board of Directors, the General Director, and other managers to provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Company;

18. Other rights and obligations as prescribed by law and this Charter.

Article 38. Meetings of the Board of Supervisors

1. The Supervisory Board must meet at least twice a year, with at least two-thirds (2/3) of the Board of Supervisors members attending. Minutes of the Board of Supervisors meetings must be detailed and clear. The person recording the minutes and the Board of Supervisors members attending the meeting must sign the minutes. Minutes of the Board of Supervisors meetings must be kept to determine the responsibilities of each Supervisory Board member.

2. The Supervisory Board has the right to request members of the Board of Directors, the General Director, and representatives of independent auditing organizations to attend and answer questions requiring clarification.

Article 39. Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors

1. Non-executive members of the Board of Supervisors are entitled to remuneration from the non-executive manager's remuneration fund as decided by the General Meeting of Shareholders. The annual operating budget of the Board of Supervisors is decided by the General Meeting of Shareholders.

2. The full-time Head of the Board of Supervisors is paid a salary as decided by the General Meeting of Shareholders.

3. Members of the Board of Supervisors are entitled to bonuses in accordance with the Company's Bonus Regulations. The amount of bonuses for the Chairman and each member of the Board of Supervisors, disbursed provisionally during the year, will be approved by the Board of Directors and submitted to the next Annual General Meeting of Shareholders for approval.

4. Members of the Board of Supervisors shall be reimbursed for expenses related to food, accommodation, travel, and the use of independent consulting services within the annual operating budget of the Board of Supervisors as approved by the General Meeting of Shareholders.

5. The salaries and operating expenses of the Board of Supervisors shall be included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

CHAPTER X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, THE GENERAL DIRECTOR, AND OTHER EXECUTIVES

Article 40. Responsibility for Care

Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives are responsible for performing their duties honestly and diligently for the benefit of the Company.

Article 41. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives must disclose their related interests in accordance with the Enterprise Law and relevant legal documents.

2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and their related parties may only use information obtained through their positions to serve the interests of the Company.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between themselves and their related parties with the Company and its subsidiaries, as required by law. The Company must disclose information in accordance with securities laws regarding resolutions of the General Meeting of Shareholders or the Board of Directors approving these transactions.

4. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties are prohibited from using or disclosing internal information to others for the purpose of conducting related transactions.

Article 42. Disclosure of related interests

The disclosure of the Company's interests and related parties is carried out in accordance with the following regulations:

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers of the Company must declare to the Company their related interests, including:

a. Name, business registration number, head office address, business sector and activities of the enterprise in which they own capital contributions or shares; percentage and time of ownership of those capital contributions or shares;

b. The name, business registration number, head office address, and business lines of the enterprise in which the related parties jointly or individually own more than 10% of the charter capital.

2. The declarations stipulated in Clause 1 of this Article must be made within 7 working days from the date the relevant benefit arises; any amendments or additions must be notified to the Company within 7 working days from the date of the corresponding amendments or additions.

3. Members of the Board of Directors and the General Director, acting in their own name or on behalf of others, to perform any work in any form within the scope of the Company's business must explain the nature and content of such work to the Board of Directors and the Board of Supervisors, and may only perform such work with the approval of a majority of the remaining members of the Board of Directors;

if they perform such work without reporting it or without the approval of the Board of Directors, all income derived from such activity shall belong to the Company.

Article 43. Contracts and transactions with related parties

1. The Company is not permitted to provide loans or guarantees to all shareholders and their related parties.

2. The Company shall not provide loans or guarantees to all of its managers and their related parties, except as provided for in paragraph 3 of this Article.

3. The Company may provide loans or guarantees to its subsidiaries after obtaining approval from the General Meeting of Shareholders or the Board of Directors as stipulated in Clauses 5 and 6 of this Article.

4. The General Meeting of Shareholders or the Board of Directors approves contracts and transactions between the Company and the following parties:

a. Shareholders, authorized representatives of shareholders owning more than 10% of the total number of common shares of the Company, and their related parties;

b. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related parties;

c. Businesses where members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers of the Company are required to declare their assets as stipulated in Clause 1, Article 42 of this Charter.

5. The following contracts and transactions require approval from the General Meeting of Shareholders:

a. Contracts and transactions as stipulated in Clauses 3 and 4 of this Article with a value of 35% or more, or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement;

b. Contracts or transactions with a value exceeding 10% of the total asset value recorded in the most recent financial statement between the Company and shareholders owning 51% or more of the total voting shares or related parties of such shareholders;

In cases where a contract or transaction is approved as stipulated in this clause, the Company's representative signing the contract or transaction must notify the Board of Directors and the members of the Board of Supervisors of the parties involved in that contract or transaction and send a draft contract or notification of the main contents of the transaction. The Board of Directors shall present the draft contract or transaction or an explanation of the main contents of the contract or transaction at the General Meeting of Shareholders or obtain shareholder opinions in writing. In these cases, shareholders do not have the right to vote on contracts or transactions in which they have an interest.

6. The following contracts and transactions require approval from the Board of Directors:

a. Contracts and transactions referred to in point a, clause 5 of this Article have a value less than 35% of the total asset value recorded in the most recent financial statement;

b. Contracts and transactions referred to in point b, clause 5 of this Article have a value less than or equal to 10% of the total asset value recorded in the most recent financial statement;

In cases where a contract or transaction is approved as stipulated in this clause, the Company's representative signing the contract or transaction must notify the members of the Board of Directors and the members of the Board of Supervisors of the parties involved in that contract or transaction and send a draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification. Members of the Board of Directors do not have the right to vote on contracts or transactions in which they or their related parties have an interest.

Article 44. Liability for damages and compensation

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives who violate their duties and responsibilities of honesty and care, or fail to fulfill their obligations, shall be held liable for any damages caused by their violations.

2. The Company shall compensate persons who have been, are, or may become parties involved in claims, lawsuits, or prosecutions (including civil and administrative cases, and not cases in which the Company is the plaintiff) if that person has been or is a member of the Board of Directors, a member of the Board of Supervisors, the General Director, other executives, employees, or authorized representatives of the Company, or if that person has been or is performing duties under the Company's authorization, acting honestly and diligently in the Company's best interests in compliance with the law, and there is no evidence to confirm that that person has violated their responsibilities.

3. Compensation costs include judgment fees, fines, and actual payments (including attorney fees) incurred in resolving these cases within the legal framework. The Company may purchase insurance for these individuals to avoid the aforementioned compensation liabilities.

CHAPTER XI. RIGHT TO EXAMINE RECORDS AND DOCUMENTS

Article 45. Right to access books and records

1. Ordinary shareholders have the right to access the books and records in accordance with the provisions of points d and e of clause 1, Article 11 and point b of clause 2, Article 11 of this Charter.

2. In cases where an authorized representative of a shareholder or group of shareholders requests to search the books and records, they must include the authorization letter from the shareholder or group of shareholders they represent, or a notarized copy of such authorization letter.

3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives have the right to access the Company's shareholder register, shareholder list, books, and other records for purposes related to their positions, provided that such information is kept confidential.

4. The Company must keep this Charter and any amendments to them, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books and other documents as prescribed by law at its head office or another location provided that the shareholders and the Business Registration Authority are notified of the location where these documents are stored.

5. These regulations must be published on the Company's website.

CHAPTER XII. WORKERS AND TRADE UNIONS

Article 46. Workers and trade unions

1. The General Director submits to the Board of Directors for approval the policies on matters related to recruitment, termination of employment, salaries, social insurance, benefits, rewards and disciplinary actions for employees and managers of the Company.

2. The General Director shall submit to the Board of Directors for approval the policy on the Company's relationship with trade unions in accordance with the Trade Union Law, the Trade Union Charter, and current legal regulations.

CHAPTER XIII. PROFIT DISTRIBUTION

Article 47. Profit Distribution

1. After offsetting any losses from previous years (if any), the Company allocates funds from after-tax profits, including: Development Investment Fund; Reward and Welfare Fund; Bonus Fund for relevant individuals and units; Community Social Work Fund.

2. The General Meeting of Shareholders decides on the dividend payout rate and the form of dividend payment annually from the Company's retained earnings.

3. The Company does not pay interest on dividend payments or other payments related to a particular stock.

4. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.

5. The Board of Directors may decide to pay interim dividends within the limits of the plan approved by the General Meeting of Shareholders if it deems such payment consistent with the Company's profitability.

6. In the event that dividends or other payments related to a stock are paid in cash, the Company must make the payment in Vietnamese Dong. Payment may be made directly or through banks based on the bank account details provided by the shareholder. If the Company has transferred the funds according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be liable for the amount transferred to that shareholder. Dividend payments for shares may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.

7. Pursuant to the Enterprise Law and the Securities Law, the Board of Directors shall pass a resolution specifying a particular date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares, and to receive notices or other documents.

8. Principles for handling business losses:

In the event of a financial year ending in a loss, the Board of Directors must propose to the General Meeting of Shareholders one of the following two options:

a. Carry forward losses to the following year in accordance with current regulations, and the General Meeting of Shareholders must decide on measures to remedy the situation.

b. If the Company continues to incur losses for many years without improvement, the General Meeting of Shareholders will consider and decide on measures to address the situation in accordance with the Bankruptcy Law.

9. Other matters related to profit distribution shall be handled in accordance with the provisions of the law.

CHAPTER XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM

Article 48. Bank Accounts

1. The Company opens accounts at Vietnamese banks or at foreign banks licensed to operate in Vietnam.

2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts abroad in accordance with the provisions of the law.

Article 49. Fiscal Year

The Company's fiscal year begins on the first day of January each year and ends on December 31st. The first fiscal year begins on the date the Business Registration Certificate is issued and ends on December 31st immediately thereafter.

Article 50. Accounting System

1. The accounting system used by the Company is either the enterprise accounting system or a specific accounting system issued and approved by a competent authority.

2. The Company shall maintain accounting records in Vietnamese and keep accounting records in accordance with accounting laws and related legislation. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the Company's transactions.

3. The Company uses Vietnamese Dong as its accounting currency.

CHAPTER XV. FINANCIAL REPORTING, ANNUAL REPORTING AND DISCLOSURE RESPONSIBILITIES

Article 51. Annual, semi-annual and quarterly financial reports

1. The Company must prepare annual financial statements in accordance with the law, and these annual financial statements must be audited as stipulated in Article 53 of this Charter. The Company shall publish the audited annual financial statements in accordance with the law on securities and submit them to the competent state authority.

2. Annual financial statements must include all reports, appendices, and explanatory notes as required by law on corporate accounting. Annual financial statements must truthfully and objectively reflect the Company's operational situation.

3. The Company must prepare and publish audited semi-annual financial statements and quarterly financial statements in accordance with the laws on the securities market and submit them to the competent state authority.

Article 52. Annual Report

The Company must prepare and publish an Annual Report in accordance with securities laws and regulations.

CHAPTER XVI. AUDITING

Article 53. Auditing

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these firms to audit the Company's financial statements.

2. The audit report is attached to the Company's annual financial statements.

3. Independent auditors conducting the audit of the Company's financial statements are entitled to attend Shareholders' General Meetings, receive notices and other information related to the Shareholders' General Meetings, and express their opinions at the meeting on matters related to the audit of the Company's financial statements.

CHAPTER XVII. COMPANY SEAL

Article 54. Company Seal

1. The Company seal includes a seal made at a seal-making facility or a seal in the form of a digital signature as prescribed by law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form, and content of the seals of the Company, its branches, and representative offices (if any).

3. The Board of Directors and the General Directors shall use and manage the seal in accordance with current laws and regulations.

CHAPTER XVIII. DISSOLUTION OF THE COMPANY

Article 55. Dissolution of the Company

1. A company may be dissolved in the following circumstances:

a. Dissolution by resolution or decision of the General Meeting of Shareholders;

b. The business registration certificate is revoked, except where the Law on Tax Administration provides otherwise;

c. Other cases as prescribed by law.

2. The dissolution of the Company is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) as prescribed by law.

3. Procedures for dissolving a company

The dissolution of the Company as stipulated in Clause 1 of this Article shall be carried out as follows:

a. The General Meeting of Shareholders shall pass a resolution or decision to dissolve the Company. In the case of dissolution due to the revocation of the Business Registration Certificate or a court decision, within 10 days from the date of receiving the decision to revoke the Business Registration Certificate or the legally effective court decision, the Company must convene a General Meeting of Shareholders to pass a resolution to decide on the dissolution.

b. Resolutions and decisions on the dissolution of the Company must contain the following main contents:

- Name and registered office address of the Company;
- Reasons for dissolution;
- The timeframe and procedures for contract termination and payment of the Company's debts;
- A plan for handling obligations arising from employment contracts;
- Full name and signature of the Chairman of the Board of Directors.

c. The Board of Directors establishes a Company Asset Liquidation Committee.

d. Within 7 working days from the date of adoption, the resolution, dissolution decision, and meeting minutes must be sent to the Business Registration Authority, the tax authority, and the employees of the Company. The resolution and dissolution decision must be published on the National Business Registration Portal and publicly displayed at the Company's head office, branches, and representative offices.

If the Company still has outstanding financial obligations, it must send the resolution or decision on dissolution and the debt settlement plan to all creditors and other parties with relevant rights, obligations, and interests. The debt settlement plan must include the names and addresses of the creditors; the amount of debt, the deadline, location, and method of payment; and the manner and timeframe for resolving creditor complaints.

d. The legal representative shall submit the dissolution documents to the Business Registration Authority within 05 working days from the date of full payment of the Company's debts.

Article 56. Liquidation

1. After the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of 3 members: 2 members appointed by the General Meeting of Shareholders and 1 member appointed by the Board of Directors from an independent auditing firm. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to the liquidation shall be prioritized for payment by the Company before other debts of the Company.

2. The Liquidation Committee is responsible for reporting the date of establishment and the date of commencement of operations to the Business Registration Authority. From that point onwards, the Liquidation Committee acts on behalf of the Company in all matters related to the liquidation of the Company before the Courts and administrative agencies.

3. The proceeds from the liquidation will be paid out in the following order:

a. Liquidation costs;

b. Outstanding wages, severance pay, social insurance, health insurance, unemployment insurance as prescribed by law, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts;

c. Tax debt;

d. Other debts;

d. The remaining amount after all debts from points a to d above have been paid shall be distributed to the shareholders. Preferred shares (if any) shall be given priority in payment.

CHAPTER XIX. RESOLVING INTERNAL DISPUTES

Article 57. Resolution of internal disputes

1. In the event of any disputes or claims arising related to the Company's operations or to the rights and obligations of shareholders as stipulated in this Charter, the Enterprise Law, or other legal regulations between:

a. Shareholders and the Company;

b. Shareholders, along with the Board of Directors, Supervisory Board, General Director, or other executives,

The parties involved shall attempt to resolve the dispute through negotiation and mediation. Except in cases involving the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the dispute resolution process and require each party to present relevant information within 15 working days of the dispute arising. In cases involving the Board of Directors or the Chairman of the Board, either party may request the Head of the Board of Supervisors to appoint an independent expert to mediate the dispute resolution process.

2. If a settlement is not reached within six weeks of the start of the mediation process, or if the mediator's decision is not accepted by the parties, either party may bring the dispute to a competent court.

3. Each party shall bear its own costs related to the negotiation and mediation process. Payment of court costs shall be made in accordance with the court's judgment/decision.

CHAPTER XX. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 58. Amendments and Supplements to the Charter

1. Any additions or amendments to this Charter must be considered and decided upon by the General Meeting of Shareholders.

2. In cases where the law provides provisions relating to the Company's operations that are not mentioned in this Charter, or where new legal provisions differ from the content of this Charter, those provisions shall apply to govern the Company's operations.

CHAPTER XXI. EFFECTIVENESS

Article 59. Effectiveness

1. This Charter, comprising 21 chapters and 59 articles, was approved by the General Meeting of Shareholders of Sonadezi Giang Dien Shareholding Company in Resolution No. .../NQ-SZG dated .../4/2026, replacing the Charter date 18/4/2025.

2. This Charter are drawn up in eight copies, all having equal validity. Seven copies are kept at the Company's head office, and one copy is submitted to the business registration authority as prescribed by the Enterprise Law.

3. This Charter are the sole and official document of the Company.

4. Copies or extracts of this Charter are valid only when signed by the Chairman of the Board of Directors or the General Director.

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

Hoang Sy Quyet

Attached is the Company Charter.
Sixth amendment and supplement dated .../.../2026

No.	Department Name	Industry code
1	Other recreational activities not classified elsewhere (not operating at the headquarters, only operating when holding a karaoke business license issued by the Department of Culture, Sports and Tourism, meeting the business conditions as prescribed by law and in accordance with the planning)	9329
2	Construction of public works	4220
3	Demolition	4311
4	Completion of construction work	4330
5	Other specialized construction activities	4390
6	Other food and beverage services (only operating when meeting the business conditions stipulated by law)	5629
7	Other retail sales in general merchandise stores Details: Supermarket business (not operating at the registered office; only operating when the competent authority approves the location and meets all business conditions as prescribed by law).	4719
8	Wholesale of other building materials and installation equipment (excluding goods stored at the headquarters).	4663
9	Collection of non-hazardous waste	3811
10	Collection of hazardous waste	3812
11	Treatment and disposal of non-hazardous waste	3821
12	Handling and disposal of hazardous waste	3822
13	The operation of sports facilities (not operating at the headquarters, only operating when the competent authority approves the location and meets the business conditions as prescribed by law).	9311
14	Activities of sports clubs (not operating at the headquarters, only operating when the competent authority approves the location and meets the business conditions as prescribed by law).	9312
15	Architectural and related engineering consulting activities Details: - Design and design review: Construction planning design; Architectural design of buildings; Interior and exterior design of buildings; Structural design of civil, industrial, transportation, infrastructure, and irrigation construction projects; Electrical design for civil and industrial buildings; Water supply and drainage design for civil and industrial buildings; Heating design for industrial	7110

No.	Department Name	Industry code
	buildings; Ventilation and air conditioning design for civil and industrial buildings; Design of information and communication networks in construction projects; Fire prevention and firefighting design for construction projects; - Topographical survey of construction projects; Geotechnical survey of construction projects; Hydrogeological survey; - Supervision of geotechnical survey work; Supervision of hydrogeological survey work; Supervision of construction and completion of civil and industrial projects; Supervision of construction of irrigation and hydroelectric projects; Supervision of construction of technical infrastructure projects; Supervision of equipment installation in civil and industrial projects; Supervising the installation of industrial equipment and technology projects; - Consulting on bidding; - Consulting on project management; - Consulting on construction cost management; - Preparing investment reports for construction projects. (Operates only when all business conditions are met as stipulated by law)	
16	Technical inspection and analysis	7120
17	Wholesale of machinery, equipment and other machine parts Details: Wholesale and installation of machinery and equipment for the construction industry.	4659
18	Road passenger transport within and outside urban areas (excluding bus transport) (only operating when all business conditions are met as prescribed by law)	4931
19	Restaurants and mobile food service establishments (excluding bars, nightclubs, karaoke rooms, and related services) (only permitted to operate when the location is approved by the competent authority and all business conditions are met as prescribed by law) (the sale of alcohol and tobacco is only permitted when all business conditions are met as prescribed by law and in accordance with the planning regulations)	5610
20	Warehousing and storage of goods (excluding warehousing business, not operating at the head office)	5210
21	Services that directly support rail and road transport. (Operates only when all business conditions are met as required by law)	5221
22	Activities providing direct support services for waterway transport (only permitted when meeting the business conditions stipulated by law)	5222
23	Loading and unloading of goods (only permitted when all business conditions are met as stipulated by law)	5224

No.	Department Name	Industry code
24	Other support services related to transportation (excluding general aviation business) (only operating when meeting the business conditions prescribed by law)	5229
25	Drainage and wastewater treatment (not operating at the headquarters, only operating when all business conditions are met as prescribed by law)	3700
26	Construction of all types of houses	4100
27	Agency, brokerage, and auction services (excluding brokerage of securities, insurance, real estate, labor export, and marriage brokerage involving foreign elements)	4610
28	Beverage serving services (excluding bars, nightclubs, karaoke rooms, and related services) (the sale of alcoholic beverages is only permitted when all business conditions stipulated by law and in accordance with planning regulations are met)	5630
29	Recycling scrap materials	3830
30	Retail sale of motor fuel in specialized stores.	4730
31	Site preparation	4312
32	Other professional, scientific and technological activities not elsewhere classified Details: Assessing and addressing environmental impacts.	7490
33	Construction of other civil engineering works	4290
34	Installation of electrical systems (excluding electroplating mechanical processing)	4321
35	Real estate business, land use rights belonging to the owner, user or lessee.	6810 (Main)
36	Real estate consulting, brokerage, and auction services; land use rights auction services. Details: Real estate valuation, real estate consulting, real estate advertising, real estate auctions, real estate management, real estate exchange (only operates when meeting the business conditions stipulated by law)	6820
37	Other accommodation establishments (not operating at the registered office, only operating when the competent authority approves the location and meets all business conditions as prescribed by law).	5590
38	Motor vehicle rental (only permitted when meeting the business requirements as stipulated by law)	7710

No.	Department Name	Industry code
39	Other road passenger transport (only operating when meeting the business conditions prescribed by law)	4932
40	Road freight transport (only operates when all business conditions are met as prescribed by law)	4933
41	Other sports activities (not conducted at the headquarters, only permitted when the competent authority approves the location and meets the business conditions as prescribed by law).	9319
42	Activities of amusement parks and theme parks (Operates not at the registered office; only operates when the competent authority approves the location and meets all business requirements as stipulated by law).	9321
43	Wholesale of solid, liquid, and gaseous fuels and related products.	4661
44	Construction of railway and road infrastructure.	4210
45	Install water supply and drainage systems, heating and air conditioning. (excluding electroplating; mechanical processing)	4322
46	Install other building systems (excluding electroplating; mechanical processing)	4329
47	Advertising (only permitted when business conditions meet legal requirements)	7310
48	Market research and public opinion polling (only permitted when business conditions meet legal requirements)	7320
49	Trade promotion and marketing organizations (only operate when they meet the business conditions stipulated by law)	8230
50	Other remaining business support service activities not classified elsewhere (only operating when meeting the business conditions prescribed by law)	8299
51	Short-term accommodation services (not operating at the registered office; only operating when the competent authority approves the location and meets all business conditions as prescribed by law).	5510
52	Providing catering services on an irregular contractual basis with clients (serving parties, meetings, weddings, etc.) (only operating when meeting all business conditions as stipulated by law).	5621
53	Comprehensive support services (only operate when all business conditions are met as stipulated by law)	8110
54	General house cleaning	8121
55	Cleaning houses and other buildings	8129

No.	Department Name	Industry code
56	Landscape care and maintenance services	8130
57	Water extraction, treatment, and supply (not operating at the headquarters; only operating when all business conditions are met as stipulated by law)	3600
58	Manufacture of concrete and products from cement and gypsum (not manufactured at the headquarters; operations only commence after approval of the location by the competent authority and fulfillment of all legal requirements).	2395
59	Manufacturing of metal components (excluding electroplating; mechanical processing) (not manufactured at the headquarters, only operating when the competent authority approves the location and meets all conditions as prescribed by law).	2511
60	Bus transportation (only operates when all business conditions are met as stipulated by law)	4920
61	Pollution control and other waste management activities (not carried out at the headquarters, only when approved by the competent authority and meeting the conditions stipulated by law)	3900
62	Extraction of stone, sand, gravel, and clay (excluding sand mining activities) (Operates only when the competent authority grants a mining license and the business meets the legal requirements.)	0810

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

Hoang Sy Quyet

REGULATIONS

Internal Regulations on Corporate Governance

*(Issued in conjunction with Decision No. / QĐ-SZG-HĐQT
dated / ... /2026 of the Board of Directors of the Company)*

Article 1. Legal Basis

- Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Law No. 03/2022/QH15 dated January 11, 2022, on amendments and supplements to a number of articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Excise Tax, and the Law on Enforcement of Civil Judgments;
- Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Law No. 56/2024/QH15 dated November 29, 2024, on amendments and supplements to a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations;
- Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies under Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- The Company Charter approved by the General Meeting of Shareholders on/...../2025;
- Resolution of the General Meeting of Shareholders No./NQ-SZG dated/..../2025.

Article 2. Scope of regulation, subjects of application, and definition of terms

1. Scope of regulation: The Internal Regulations on Corporate Governance provide detailed provisions on the sequence and procedures for holding the General Meeting of Shareholders; the election of members of the Board of Directors and the Board of Supervisors, and corporate governance matters not yet provided for in the Company Charter.

2. Subjects of application: These Regulations apply to members of the Board of Directors, members of the Board of Supervisors, the General Director, and relevant individuals and units.

3. Definition of terms:

a. “Online General Meeting of Shareholders” refers to annual or extraordinary General Meeting of Shareholders held via the internet to exercise voting/election rights.

b. “Electronic voting” refers to the act of a shareholder or their authorized representative connecting to the internet and exercising their right to vote or elect through the Electronic voting system prescribed and notified by the Company.

c. “Electronic voting system” refers to the system providing shareholders or their authorized representatives with tools to exercise their relevant rights when attending an online General Meeting of Shareholders.

d. “Identification factor” refers to the information necessary to accurately identify an object in a given context.

e. “Force majeure event” refers to events occurring beyond the control of the convener of the General Meeting of Shareholders, which are unforeseeable and unavoidable despite the application of all necessary measures within their capacity.

f. “Cumulative voting” is a method of cumulative voting where a shareholder or their authorized representative aggregates their votes for 01 candidate or divides their votes equally among multiple candidates. After equal division, the number of votes corresponding to each candidate is rounded down to the unit. Any remaining fractional votes (if any) shall be discarded.

g. “Straight voting” is a method of cumulative voting where a shareholder or their authorized representative specifies the number of votes for each candidate such that the total number of votes for all candidates equals the total number of votes held by the shareholder or their authorized representative.

Article 3. General Meeting of Shareholders

1. The sequence and procedures for the General Meeting of Shareholders to pass a Resolution by voting at the meeting include the following contents:

a. Authority to convene the General Meeting of Shareholders in accordance with Article 13 of the Company Charter.

b. Notification of the closing of the list of shareholders entitled to attend the meeting and the preparation of the list of shareholders entitled to attend the meeting in accordance with Point a, Clause 2, Article 16 of the Company Charter.

c. Notification of the invitation to the General Meeting of Shareholders in accordance with Clause 3, Article 16 of the Company Charter.

d. Shareholders proposing items to be included in the meeting agenda in accordance with Clauses 4, 5, and 6, Article 16 of the Company Charter. In the event that the convener of the General Meeting of Shareholders refuses the proposal specified in this point, they must provide a written response stating the reasons no later than 02 working days before the opening date of the General Meeting of Shareholders.

dd. Authorization for a representative to attend the General Meeting of Shareholders in accordance with Clause 2, Article 15 of the Company Charter.

e. Method of registration for attending the General Meeting of Shareholders:

The method of registration for attending the General Meeting of Shareholders is clearly specified in the Notice of Invitation to the General Meeting of Shareholders, including contacting directly or sending a Registration/Authorization Form for attending the meeting (according to the template attached to the Notice of Invitation to the General Meeting of Shareholders) to the Company.

Shareholders register their form of attendance at the General Meeting of Shareholders according to the method specified in the notice, including:

- Attending and voting/electing directly at the meeting;
- Authorizing another representative to attend and vote or elect at the meeting in accordance with Clause 2, Article 15 of the Company Charter;
- Sending voting ballots/election ballots to the meeting via mail, fax, or email.

g. Conditions for conducting the meeting in accordance with Article 17 of the Company Charter.

h. The method of voting, vote counting, and notification of vote counting results shall be carried out in accordance with Clause 2 and Clause 3, Article 18 of the Company Charter. In addition, the shareholder or their authorized representative must sign the voting ballot before handing it over to the Vote Counting Committee.

i. Conditions for a Resolution to be passed in accordance with Clause 1 and Clause 3, Article 20 of the Company Charter.

k. Method of objecting to a Resolution of the General Meeting of Shareholders:

Shareholders who have voted against the Resolution on the reorganization of the Company or changes to the rights and obligations of shareholders as stipulated in the Company Charter have the right to request the Company to repurchase their shares. The request must be in writing, specifying the name and Address of the shareholder, the number of shares of each type, the intended selling price, and the Reasons for requesting the Company to repurchase. The request must be sent to the Company within 10 days from the date the General Meeting of Shareholders approves the Resolution on the matters specified in this point.

The Company must repurchase shares at the request of the shareholder as specified in this point at the market price within 90 days from the date of receipt of the request. In case an agreement on the price cannot be reached, the parties may request a professional valuation organization to determine the price. The Company shall introduce at least 03 professional valuation organizations for the shareholder to choose from, and that choice shall be final.

l. The minutes of the General Meeting of Shareholders and the Resolution of the General Meeting of Shareholders shall be prepared and disclosed in accordance with Article 22 of the Company Charter.

2. The sequence and procedures for the General Meeting of Shareholders to pass a Resolution by collecting written opinions shall be carried out in accordance with Article 21 of the Company Charter.

3. The sequence and procedures for the General Meeting of Shareholders to pass a Resolution by online conference include the following contents:

a. Notification of the convocation of an online General Meeting of Shareholders:

- Authority to convene the General Meeting of Shareholders in accordance with Article 13 of the Company Charter.

- Notification of the closing of the list of shareholders entitled to attend the General Meeting of Shareholders and the preparation of the list of shareholders entitled to attend the meeting in accordance with Point a, Clause 2, Article 16 of the Company Charter.

- Notification of the invitation to the General Meeting of Shareholders in accordance with Clause 3, Article 16 of the Company Charter. Voting ballots/election ballots do not need to be sent with the online invitation notice.

b. Method of registration for attending the online General Meeting of Shareholders:

The method of registration for attending the online General Meeting of Shareholders before the opening date of the General Meeting of Shareholders is clearly specified in the Notice of Invitation to the General Meeting of Shareholders, including:

- Conditions for participation:

+ Being named in the list of shareholders entitled to attend the General Meeting of Shareholders prepared in accordance with the Company's notice of rights exercise.

+ Authorized representatives meeting the conditions for attendance in accordance with the law and the Company Charter.

- Technical requirements: Shareholders or their authorized representatives must have electronic devices connected to the internet (e.g., computers, tablets, mobile phones, or other electronic devices with internet connection..).

- Method of recording shareholders or their authorized representatives attending the online General Meeting of Shareholders: A shareholder or their authorized representative is recorded by the Electronic voting system as attending the online General Meeting of Shareholders when that shareholder or their authorized representative accesses the system using the access information provided in accordance with Point c, Clause 3 of this Article and has exercised their vote on the online system to confirm their attendance at the online General Meeting of Shareholders.

c. Providing login information and performing electronic voting:

- Information regarding the access link to the electronic voting system, username, access password, and other identification factors (If any) for attending the online General Meeting of Shareholders will be provided in the notice of the General Meeting of Shareholders (or the method of notifying login information as prescribed by the Board of Directors). Shareholders or their authorized representatives are responsible for keeping the provided username, access password, and other identification factors confidential to ensure that only the shareholder or their authorized representative has the right to vote on the electronic voting system and shall be fully responsible for this registered information.

- When a shareholder or their authorized representative requests to have their login information re-issued, the Organizing Committee of the meeting may notify them via the following methods: in person, by email, or by Telephone. The provision of login information via email or Telephone shall only be performed based on shareholder information from the list of shareholders eligible to vote, prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with the Company's notice of rights execution.

- Shareholders or their authorized representatives use the username, access password, or other identification factors (If any) to access the electronic voting system and conduct electronic voting according to the content of the online General Meeting of Shareholders agenda.

d. Authorization for a representative to attend the online General Meeting of Shareholders;

- Shareholders shall perform authorization in accordance with Clause 2, Article 15 of the Company Charter.

- Some regulations to note when performing online authorization:

+ Shareholders must provide full information to perform online authorization, especially providing information of the authorized party: Telephone number, contact Address, and email address. This is the basis for issuing the username, access password, and other identification factors (If any) to the authorized party.

+ Online authorization is only legally valid when the following conditions are met:

* When the shareholder fills in all information according to the online authorization form and completes the online authorization.

* The power of attorney is printed according to the online authorization form, with full signatures, full names, and stamps (if the party is an organization) of both the authorizing party and the authorized party.

* The Company receives the original power of attorney before the opening of the meeting.

+ Cancellation of authorization for shareholders who have authorized online: the shareholder sends an official written request to cancel the online authorization to the Company before the opening of the meeting. Note that the time when the cancellation of authorization becomes effective is calculated based on the time the Company receives the official written request to cancel the online authorization.

+ The cancellation of authorization will be void if the authorized representative has already voted/elected on any matter in the content of the online General Meeting of Shareholders agenda.

đ. Conditions for conducting the meeting as prescribed in Article 17 of the Company Charter.

e. The form of passing a Resolution of the online General Meeting of Shareholders shall be selected by the Board of Directors from one of the two following options and prescribed in the Working Regulations of the online General Meeting of Shareholders:

- Performed by electronic voting according to point h, Clause 3 of this Article.

- Or another form as prescribed by the Working Regulations of the online General Meeting of Shareholders.

g. Discussion at the online General Meeting of Shareholders:

- Principles:

+ Discussion shall only be conducted within the prescribed time and within the scope of the content and agenda of the General Meeting of Shareholders;

+ Only shareholders or their authorized representatives are allowed to participate in the discussion;

+ Shareholders or their authorized representatives who wish to discuss must register the content of the discussion in the form specifically prescribed in the Working Regulations of the meeting;

+ The Secretary Committee will arrange the discussion content of the shareholders or their authorized representatives in the order of registration and forward it to the Chairperson.

- Answering opinions of shareholders or their authorized representatives:

+ Based on the opinions of the shareholders or their authorized representatives, the Chairperson or a member designated by the Chairperson will answer the opinions of the shareholders or their authorized representatives;

+ In case of time constraints, questions not answered directly at the meeting will be answered by the Company later.

h. Electronic voting method:

- Voting method:

+ Shareholders or their authorized representatives choose one of the three voting options: Approve, Disapprove, or Abstain for each content put to a vote at the meeting as set up on the electronic voting system.

+ Thereafter, the shareholder or their authorized representative must confirm the vote for the electronic voting system to record the result.

- Election voting method: Based on the Company Charter, the election of members of the Board of Directors and the Board of Supervisors must be performed using the cumulative voting method ('Cumulative voting' or 'Straight voting'). Accordingly, the shareholder or their authorized representative performs the election by selecting the 'Cumulative voting' box or clearly stating the number of votes in the 'Number of votes' box for the respective candidates on the Ballot set up on the electronic voting system. Thereafter, the shareholder or their authorized representative must confirm the election for the electronic voting system to record the result.

- Some other regulations when performing electronic voting:

+ In case a shareholder or their authorized representative does not complete all voting and election contents according to the meeting agenda, the contents not yet voted or elected on shall be considered as the shareholder or their authorized representative not having cast a vote or election for that content.

+ In case contents arise outside the sent meeting agenda, the shareholder or their authorized representative may vote or elect additionally. If the shareholder or their authorized representative does not vote or elect on the arising contents, it shall be considered as the shareholder or their authorized representative not having cast a vote or election for those arising contents.

+ Shareholders or their authorized representatives may change the voting or election results (but cannot cancel the voting or election results); including the results of voting or election for additional contents arising outside the agenda. The online system only records the vote counting for the final voting or election result at the time of the end of the electronic voting of each vote counting period as prescribed in the Working Regulations of the meeting.

+ In case a shareholder or their authorized representative performs straight voting An invalid ballot is a ballot where the total number of votes for candidates is greater than the total number of votes that the shareholder or their authorized representative has the right to cast.

+ The electronic voting time is specifically prescribed in the Working Regulations of the meeting. Shareholders or their authorized representatives can access the electronic voting system and vote 24 hours a day and 07 days a week, except in cases of system maintenance or other reasons beyond the Company's control. At the end of the voting time, the system will not record any further electronic voting results from shareholders or their authorized representatives.

i. Online vote counting method: When a shareholder or their authorized representative performs voting/election, the number of votes and ballots are recorded on the system according to the principle of the number of Approve votes, Disapprove votes, and Abstain votes.

k. Notification of vote counting results: Based on the vote counting minutes recorded as prescribed in point i, Clause 3 of this Article, the Vote Counting Committee will check, summarize, and report to the Chairperson the vote counting results of each content according to the meeting agenda. The vote counting results will be announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting. The results and data will be exported to soft files and hard copies and will be stored at the Company.

l. Preparation of the minutes of the General Meeting of Shareholders;

- Performed in accordance with Article 22 of the Company Charter.

- The location of the meeting recorded in the minutes of the online General Meeting of Shareholders is the location where the Chairperson is present. This location must be within the territory of Vietnam.

- The form of passing the minutes of the General Meeting of Shareholders is specifically prescribed in the Working Regulations of the online General Meeting of Shareholders.

m. Announcement of the Resolution of the General Meeting of Shareholders in accordance with Article 22 of the Company Charter.

n. In case of force majeure events:

- During the time the General Meeting of Shareholders is held online and electronic voting is taking place, force majeure events may occur at the location where the Chairperson conducts the meeting (excluding force majeure events for one or some shareholders or their authorized representatives attending) such as: natural disasters, fires, power outages or loss of internet connection, technical incidents, requests or directives of competent authorities...

- In case force majeure events occur and cannot be overcome for the meeting to continue within 60 minutes, the Chairperson will declare the suspension of the meeting, all contents that have been voted and approved before the suspension (If any) will be cancelled. These contents will be voted on again at the next convened General Meeting of Shareholders.

4. The sequence and procedures for the General Meeting of Shareholders to pass a Resolution by way of an in-person meeting combined with an online meeting include the following contents:

a. Notice of convening the General Meeting of Shareholders by way of an in-person meeting combined with an online meeting:

- Authority to convene the General Meeting of Shareholders in accordance with Article 13 of the Company Charter.

- Notification of the closing of the list of shareholders eligible to attend the meeting and preparation of the list of shareholders eligible to attend the meeting in accordance with Point a, Clause 2, Article 16 of the Company Charter.

- The notice of the General Meeting of Shareholders shall be carried out in accordance with Clause 3, Article 16 of the Company Charter. Voting/election ballots do not need to be attached to the online meeting invitation notice.

b. Procedures for registering to attend the General Meeting of Shareholders via a hybrid meeting format (in-person combined with online):

- For shareholders or their authorized representatives registering to attend in person: follow Point e, Clause 1 of this Article;

- For shareholders or their authorized representatives registering to attend online: follow Point b, Clause 3 of this Article.

c. Providing login information and conducting electronic voting in a hybrid meeting format (applicable to shareholders or their authorized representatives registering to attend online) in accordance with Point c, Clause 3 of this Article.

d. Authorization for a representative to attend the General Meeting of Shareholders via a hybrid meeting format:

- For shareholders or their authorized representatives registering to attend in person: follow Point d, Clause 1 of this Article;

- For shareholders or their authorized representatives registering to attend online: follow Point d, Clause 3 of this Article.

d. Conditions for conducting the meeting in accordance with Article 17 of the Company Charter

e. Method of passing a Resolution of the General Meeting of Shareholders:

- For shareholders or their authorized representatives registering to attend in person: follow Point h, Clause 1 of this Article;

- For shareholders or their authorized representatives registering to attend online: follow Point e, Clause 3 of this Article.

g. Discussion at the General Meeting of Shareholders: Follow Point g, Clause 3 of this Article.

h. Voting method:

- For shareholders or their authorized representatives registering to attend in person: follow Point h, Clause 1 of this Article;

- For shareholders or their authorized representatives registering to attend online: follow Point h, Clause 3 of this Article.

i. Vote counting method;

- For shareholders or their authorized representatives registering to attend in person: follow Point h, Clause 1 of this Article;

- For shareholders or their authorized representatives registering to attend online: follow Point i, Clause 3 of this Article.

k. Announcement of vote counting results: Based on the vote counting minutes recorded as stipulated in Point i, Clause 4 of this Article, the Vote Counting Committee shall verify, aggregate, and report the vote counting results for each item to the Chairperson according to the meeting agenda. The vote counting results shall be announced by the Chairperson/Vote Counting Committee immediately before the closing of the meeting.

l. Preparation of the minutes of the General Meeting of Shareholders;

- Follow Article 22 of the Company Charter.

- The venue recorded in the minutes of the General Meeting of Shareholders is the location where the Chairperson is present. This location must be within the territory of Vietnam.

- The form of approval of the minutes of the General Meeting of Shareholders is specified in the Working Regulations of the General Meeting of Shareholders.

m. Disclosure of the Resolution of the General Meeting of Shareholders in accordance with Article 22 of the Company Charter.

Article 4. Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors

1. Members of the Board of Directors must meet the standards and conditions stipulated in Clause 4, Article 24 of the Company Charter.

2. Procedures for candidacy and nomination of members of the Board of Directors are in accordance with Clause 2 and Clause 3, Article 24 of the Company Charter.

3. Method of electing members of the Board of Directors:

a. Before the election, shareholders or their authorized representatives are issued a ballot containing the registration number, the Name of the shareholder or the Name of the

shareholder's authorized representative, the number of voting shares, and the list of candidates.

b. The election of members of the Board of Directors must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of voting shares multiplied by the number of members to be elected to the Board of Directors. Shareholders have the right to aggregate all or part of their total votes for one or more candidates. The elected members of the Board of Directors are determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached. In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Directors, a re-election will be held among the candidates with the same number of votes.

4. Members of the Board of Directors shall be dismissed or removed in the cases stipulated in Clause 4, Article 25 of the Company Charter.

5. The Company shall disclose information regarding the election, dismissal, and removal of members of the Board of Directors on the Company's website and in accordance with the laws on the securities market.

Article 5. Selection, appointment, and dismissal of the person in charge of Corporate Governance

1. The person in charge of Corporate Governance must meet the following standards:

a. Knowledge of the Law on Enterprises, the Law on Securities, and legal regulations related to the Company's production and business activities;

b. Must not simultaneously work for an independent audit firm currently auditing the Company's Financial Statements;

c. Other standards as decided by the Board of Directors.

2. The Board of Directors decides on the appointment of the person in charge of Corporate Governance.

3. Cases for dismissal and removal of the person in charge of Corporate Governance:

a. No longer meeting the standards stipulated in Clause 1 of this Article;

b. Submission of a resignation letter;

c. Violation of the obligations of the person in charge of Corporate Governance stipulated in Clause 3, Article 30 of the Company Charter;

d. Failure to fulfill assigned tasks;

e. Pursuant to a Resolution of the Board of Directors; the Board of Directors may remove the person in charge of Corporate Governance when necessary, provided it does not contravene current labor laws.

4. The Company shall disclose information regarding the appointment and dismissal of the person in charge of Corporate Governance on the Company's website and in accordance with the laws on the securities market.

Article 6. Nomination, candidacy, election, dismissal, and removal of members of the Board of Supervisors

1. Members of the Board of Supervisors must meet the standards and conditions stipulated in Clause 4, Article 34 of the Company Charter.

2. Procedures for candidacy and nomination of members of the Board of Supervisors are in accordance with Clause 2 and Clause 3, Article 34 of the Company Charter.

3. Method of electing members of the Board of Supervisors:

a. Before the election, shareholders or their authorized representatives are issued a ballot containing the registration number, the Name of the shareholder or the Name of the shareholder's authorized representative, the number of voting shares, and the list of candidates.

b. The election of members of the Board of Supervisors must be conducted by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of voting shares multiplied by the number of members to be elected to the Board of Supervisors. Shareholders have the right to aggregate all or part of their total votes for one or more candidates. The elected members of the Board of Supervisors are determined by the number of votes counted from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached. In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Supervisors, a re-election will be held among the candidates with the same number of votes.

4. Members of the Board of Supervisors shall be dismissed or removed in the cases stipulated in Clause 2 and Clause 3, Article 35 of the Company Charter.

5. The Company shall disclose information regarding the election, dismissal, and removal of members of the Board of Supervisors on the Company's website and in accordance with the laws on the securities market.

Article 7. Coordination of activities between the Board of Directors, the Board of Supervisors, and the General Director

1. The procedures and sequence for convening, issuing meeting notices, recording minutes, and announcing meeting results between the Board of Directors, the Board of Supervisors, and the General Director shall be carried out in accordance with Article 29 of the Company Charter and the following regulations:

a. The Board of Supervisors shall receive meeting notices, ballots for collecting opinions of members of the Board of Directors, and accompanying documents at the same time and in the same manner as members of the Board of Directors.

b. In case the General Director is invited to attend a meeting of the Board of Directors, they shall receive the notice and accompanying documents (If any).

c. Minutes of meetings of the Board of Directors and Resolutions of the Board of Directors shall be sent to the Board of Supervisors and the General Director at the same time and in the same manner as to members of the Board of Directors.

2. Meetings of the Board of Supervisors:

a. The Board of Supervisors has the right to request members of the Board of Directors and the General Director to attend meetings of the Board of Supervisors and answer issues of concern to the members of the Board of Supervisors. The request to attend a meeting of the Board of Supervisors must be sent in writing, clearly stating the purpose, issues to be discussed, and accompanying documents (If any).

b. Minutes of meetings of the Board of Supervisors attended by members of the Board of Directors and the General Director must be sent to the members participating in the meeting.

3. In case the Board of Supervisors or the General Director requests to convene a meeting of the Board of Directors, they must send a written request to the Chairperson of the Board of Directors, clearly stating the purpose, issues to be discussed, and decisions falling under the authority of the Board of Directors. The Chairperson of the Board of Directors must convene a meeting of the Board of Directors within the time limit stipulated in Clause 5, Article 29 of the Company Charter.

4. No later than 30 days from the end of the quarter, the General Director must prepare a report and submit it to the Board of Directors and the Board of Supervisors regarding:

a. Results of production and business operations;

b. Performance of assigned duties and powers;

c. Implementation of the Board of Directors' Resolution and matters authorized by the Board of Directors.

5. Coordination of control, management, and supervision activities among members of the Board of Directors, members of the Board of Supervisors, and the General Director:

a. The Board of Directors supervises the General Director in the daily business management of the Company; the Board of Supervisors supervises the Board of Directors and the General Director in the management and administration of the Company. Upon discovering that a member of the Board of Directors or the General Director has violated legal regulations, the Company Charter, or a Resolution of the Board of Directors, the supervisory body must immediately notify the violator in writing, requiring the violator to cease the violation and implement measures to remedy the consequences.

b. In the event that the Board of Directors discovers that a member of the Board of Supervisors has committed a violation in the performance of their assigned rights and obligations, the Board of Directors must notify the Board of Supervisors in writing; requiring the violator to cease the violation and implement measures to remedy the consequences.

c. The annual internal audit plan must be sent to the Board of Supervisors to coordinate inspection and control activities.

d. The Board of Directors organizes inspection and internal audit teams at the Company and its member units or affiliated units (If any) and must send the inspection Decision to the Board of Supervisors for their information. The Board of Supervisors has the right to appoint representatives to participate in inspection and internal audit teams and must notify the Board of Directors in writing of such participation.

e. The Board of Supervisors must notify the Board of Directors and the General Director in writing 05 working days prior to conducting inspection activities at the Company.

6. In the event that the Board of Supervisors inspects the performance of rights and obligations of the capital representative of the Company at member units or requests the provision of data, documents, information, and explanations regarding activities at member companies, it must send a written notice to the Chairman of the Board of Directors 05 working days prior to the implementation, clearly stating the content to be inspected and controlled.

Article 8. Regulations on annual evaluation, rewards, and discipline for members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers

1. Annual evaluation:

Based on assigned functions and duties, the Board of Directors organizes the evaluation of the performance results of each member of the Board of Directors, the Head of the Board of Supervisors, the General Director, and other managers.

Based on assigned functions and duties, the Head of the Board of Supervisors organizes the evaluation of the performance results of each member of the Board of Supervisors.

2. Rewards:

Based on production and business results and annual evaluation results, members of the Board of Directors, the Board of Supervisors, the General Director, and other managers shall receive bonuses in accordance with the Company's bonus regulations.

3. Discipline:

Based on the Law on Enterprises, the Company Charter, and the Labor Code, the Board of Directors shall consider and submit to the General Meeting of Shareholders for a Decision on disciplinary action against a member of the Board of Directors in case of violation. The levels of handling range from reminders, reprimands, warnings, dismissal, to removal.

Based on the Law on Enterprises, the Company Charter, and the Labor Code, the Board of Supervisors shall consider and submit to the General Meeting of Shareholders for a Decision on disciplinary action against a member of the Board of Supervisors in case of violation. The levels of handling range from reminders, reprimands, warnings, dismissal, to removal.

Based on the Law on Enterprises, the Company Charter, and the Labor Code, the Board of Directors shall consider and decide on disciplinary action against the General Director and other managers in case of violation. The levels of handling range from reminders, reprimands, warnings, extension of salary grade promotion, dismissal, to removal.

Article 9. Amendments and supplements

1. Any amendments or supplements to these Regulations must be considered by the Board of Directors and submitted to the General Meeting of Shareholders for approval.

2. In the event that there are legal provisions related to the Company's governance activities not yet mentioned in these Regulations, or in the event that new legal provisions and the Company Charter differ from the terms in these Regulations, such provisions shall automatically apply and govern the Company's governance activities.

Article 10. Effectiveness

1. These Regulations take effect from the date of issuance. All previous regulations contrary to these Regulations are hereby repealed.

2. Members of the Board of Directors, the Board of Management, the Management Team, and relevant officers and employees are responsible for implementation.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRWOMAN**

Nguyen Thi Hanh

Dong Nai, April 20, 2026

DRAFT

RESOLUTION

Annual General Meeting of Shareholders 2026

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/6/2020;

Pursuant to the Charter of Sonadezi Giang Dien Shareholding Company;

Pursuant to the rights and duties of the General Meeting of Shareholders of Sonadezi Giang Dien Shareholding Company as stipulated in the Company Charter;

Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026 of Sonadezi Giang Dien Shareholding Company;

Pursuant to the vote counting minutes and ballots from the Annual General Meeting of Shareholders 2026,

RESOLUTION:

Article 1. The Annual General Meeting of Shareholders 2026 of Sonadezi Giang Dien Shareholding Company has voted to approve the following contents:

1. Approval of Report No.24/BC-SZG dated 30/3/2026 on the business production results in 2025 and the business plan for 2026, with the following main contents:
 - Business results in 2025:

Unit: Million VND

No.	Indicators	Year 2025		Implementation against plan (%)
		Plan	Implemented	
1	Total revenues	483,332	684,286	141.58 %
2	Profit after tax	172,038	236,633	137.55%
3	Taxes and payables	77,953	143,429	183.99%
4	ROE (%)	26.66%	34.70%	130.16%
5	Dividend (%)	15 %	20 %	133.33%

- Business Plan for 2026

Unit: Million VND

No.	Indicators	Implemented Year 2025	Plan year 2026	% Plan 2026 vs Implemented 2025
1	Total revenues	684,286	513,798	75.09%
2	Profit after tax	236,633	196,635	83.10%
3	Taxes and payables	143,429	115,970	80.86%
4	ROE (%)	34.70%	26.08%	75.16%
5	Dividend (%)	20 %	20%	100.00%

2. Approval of Report No.25/BC-HĐQT dated 30/3/2026 on the activities of the Board of Directors in 2025 and the activity plan for 2026.
3. Approval of Report No.03/BKS dated 30/3/2026 on the inspection and control of the business production activities in 2025 – Sonadezi Giang Dien Shareholding Company.
4. Approval of Proposal No.26/TTr-SZG dated 30/3/2026, regarding the 2025 Financial Statement of Sonadezi Giang Dien Shareholding Company, audited by A&C Auditing And Consulting Company Limited.
5. Approval of Proposal No.27/TTr-SZG dated 30/3/2026, regarding the settlement of remuneration for 2025 and the plan for the remuneration and operational expenses for 2026 of the Board of Directors and the Board of Supervisors.

5.1. Settlement of remuneration for 2025 for the Board of Directors and the Board of Supervisors:

Unit: VND

No.	Content	Remuneration paid in 2025
1	Remuneration of the Board of Directors, in which:	1,228,137,000
-	<i>Remuneration of the Chairman of the Board of Directors</i>	292,413,000
-	<i>Remuneration of Members of Board of Director</i>	935,724,000
2	Remuneration of the Board of Supervisors, in which:	467,863,000
-	<i>Remuneration of the Head of the Board of Supervisors</i>	233,931,000
-	<i>Remuneration of Member of the Board of Supervisors</i>	233,932,000
	Total remuneration	1,696,000,000

- Planned remuneration for 2025: 1,720,380,000 VND.

- Approved remuneration according to the Resolution of the General Meeting of Shareholders 2025: 2,064,456,000 VND.
- Remaining supplementary remuneration to be paid: 368,456,000 VND.

5.2. Remuneration and Bonus Plan for the Board of Directors and the Board of Supervisors:

Unit: VND

No.	Content	2026 Plan
1	Total planned remuneration fund for 2026 (1% profit after tax)	1,966,350,000 VND
2	Monthly advance payment level:	
-	<i>Monthly remuneration advance level for the Chairman of the Board of Directors</i>	<i>12,000,000 VND/person/month</i>
-	<i>Monthly remuneration advance level for Members of Board of Director</i>	<i>10,000,000 VND/person/month</i>
-	<i>Monthly remuneration advance level for the Head of the Board of Supervisors</i>	<i>10,000,000 VND/person/month</i>
-	<i>Monthly remuneration advance level for Member of the Board of Supervisors</i>	<i>5,000,000 VND/person/month</i>

5.3. Operating Budget for 2026 of the Board of Directors and the Board of Supervisors:

- the Board of Directors: 50,000,000 VND.
- the Board of Supervisors: 25,000,000 VND.

Based on the Business result of 2026, the actual remuneration fund for the Board of Directors and the Board of Supervisors will be settled at 1% of the actual profit after tax (but not exceeding 1,2% of the planned profit after tax).

6. Approval of Proposal No.28/TTr-SZG dated 30/3/2026, regarding the distribution of after-tax profit for 2025 as follows:

Unit: VND

No.	Indicators	Percentage of fund allocation for 2025	Amount implemented
1	Profit after tax for 2025		236,633,498,602
2	Appropriation of funds		74,453,208,066
a	Development and investment fund	30.0%	70,990,049,581
b	Reward and welfare fund:		3,226,524,986
b1	Reward and welfare fund for employees	1.0%	2,366,334,986

No.	Indicators	Percentage of fund allocation for 2025	Amount implemented
In which	Reward fund for employees		1,183,167,493
	Welfare fund for employees		1,183,167,493
b2	Reward fund for managers	0.3% x planned profit after tax + 1% x portion of profit after tax exceeding the plan (total allocation percentage for managers' reward fund not to exceed 0.5% of planned profit after tax)	860,190,000
c	Social and community work fund	0.1%	236,633,499
3	Remaining profit after appropriation of funds		162,180,290,536
4	Profit from previous years carried forward		148,638,613,463
5	Total remaining profit		310,818,903,999
6	Dividend payment	20% of charter capital	109,796,000,000
7	Remaining profit carried forward to the next year (equivalent to 36.62% of charter capital)		201,022,903,999

7. Approval of Proposal No.29/TTr-SZG dated 30/3/2026, regarding the distribution of after-tax profit and the dividend payout ratio for the year 2026:

No.	Indicators	Appropriation percentage
1	Development and investment fund	30% of realized profit after tax
2	Reward and welfare fund	0,5% of realized profit after tax + ≤0,5% of planned profit after tax
3	Community social responsibility fund	0.1% of realized profit after tax

- The expected dividend payout for 2026 is 20% of the charter capital.
8. Approval of the of the authorization for the Board of Directors to select on of the three audit firms from the list below to audit the financial statements for 2026:
- A&C Auditing and Consulting Co., Ltd
 - RSM Vietnam Auditing and Consulting Co., Ltd

- VACO Auditing Co., Ltd
 - Ernst & Young Vietnam Co., Ltd
9. Approval of the amendments and supplements to the Company Charter and Internal Regulations on Corporate Governance.
(The amendments and supplements to the Company Charter are attached)
(Internal Regulations on Corporate Governance are attached)

Article 2: The resolution takes effect from 20/4/2026. The Board of Directors, the Board of Supervisors, the General Director, and other relevant individuals and units are responsible for implementing this resolution.

Recipients:

- As per Article 2;
- File: Office, Board of Directors

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRWOMAN OF THE BOARD OF
DIRECTORS**

Nguyen Thi Hanh