

No.: 83/CBTT.PVCL.26

Can Tho, April 24th 2026

INFORMATION DISCLOSURE

To: - The State Securities Commission of Vietnam (SSC);
- Ho Chi Minh Stock Exchange (HOSE);

- **Name of Company:** Cuu Long Petro Urban Development and Investment Corporation
- **Stock Symbol:** CCL
- **Address of headoffice:** No.02, Lot KTM 06, Street 6, 5A Urban Area, Phu Loi Ward, Can Tho City;
- **Tel:** (0299) 3627999 **Email:** pvcl@dothi5a.com
- **Person disclosing information:** Mrs Tran Thi Ngoc Hue - Person authorized to disclose information.

Type of information disclosed: ☐ periodic ☐ abnormal ☒ 24hour ☐ request

Content of published information:

Cuu Long Petro Urban Development and Investment Corporation would like to announce the documents in the 2026 Annual General Meeting of Shareholders approved by the General Meeting of Shareholders on April 24th, 2026.

Attached documents:

- The documents in the 2026 Annual General Meeting of Shareholders approved.
- The charter of Cuu Long Petro Urban Development and Investment Corporation was approved at the 2026 Annual General Meeting of Shareholders.

This information has been published on the Company's website: <http://pvcl.com.vn>

I commit that the information published above is true and take full responsibility before the law for the content of the information published.

Recipients:

- As regards;
- BOD; Audit Committee; CEO
- Archived: Secretary of BOD

Organization representative Person authorized to disclose information

Sign, write full name and seal



Tran Thi Ngoc Hue

CÔNG TY CỔ
PHẦN ĐẦU
TƯ VÀ PHÁT
TRIỂN ĐÔ
THỊ DẦU KHÍ
CỬU LONG

Digitally signed by CÔNG TY CỔ
PHẦN ĐẦU TƯ VÀ PHÁT TRIỂN
ĐÔ THỊ DẦU KHÍ CỬU LONG
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CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION

Address: No. 02, Lot KTM 06, Street No. 6, 5A Urban Area,
Phu Loi Ward, Can Tho City.

Phone: (0299) 3627999 - **Email:** pvcl@dothi5a.com - **Web:** pvcl.com.vn



DOCUMENTS ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

- **Time:** 8:00 a.m.; Friday – April 24th, 2026.
- **Venue:** Hall of Cuu Long Petro Urban Development and Investment Corporation
No. 02, Lot KTM 06, Road No. 6, Urban Area 5A, Phu Loi Ward, Can Tho City





LIST OF DOCUMENTS

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Status	CONTENT	Note
	A./ REPORT DOCUMENTS	
1.	Meeting Program	<i>Close the document</i>
2.	Working regulations at the Meeting	
3.	Regulations on voting rules	
4.	Board of Directors' report on 2025 activities & 2026 orientation	
5.	Report of the Board of Management on business performance in 2025 and plan for 2026.	
6.	Report of the independent member of the Board of Directors in the Audit Committee on activities, supervision in 2025 and plan for 2026.	
7.	Submission 01: On the approval of the audited Financial Statements for 2025, & Profit distribution in 2025 and plan for 2026.	
8.	Submission 02: On selecting an independent audit tool conduct financial statement audit in 2026.	
9.	Submission 03: Report on remuneration and operating expenses of the Board of Directors and positions under the Board of Directors in 2025 and plan for 2026.	
10.	Submission 04: On the approval of transactions between the Company and related parties of insiders and related persons of insiders in 2026.	
11.	Submission 05: On the plan for issuing shares to pay dividends in 2025.	
12.	Submission 06: Regarding the approval of supplementary and amended content of the Charter Cuu Long Petro Urban Development and Investment Corporation.	
13.	Draft Minutes and Resolutions of the 2026 Annual General Meeting of Shareholders	
	B/. VOTING DOCUMENTS	
	01 vote ballot (pink): use general vote to pass the following issues: 1. Approval of the working composition at the Congress: Presidium, Secretariat, Vote Counting Committee; 2. Approve the Meeting Agenda, Working Regulations, and Voting Rules at the 2026 Annual General Meeting of Shareholders; 3. Through Reports: 3.1 <i>Report of the Board of Directors on the results of operations in 2025 and the direction of operations in 2026;</i> 3.2 <i>Report of the Company's Board of Directors on business performance in 2025 and plan for 2026;</i>	<i>Voting ballot</i>



	3.3 Report of the independent member of the Board of Directors in the Audit Committee on the results of operations and supervision in 2025 and the plan for 2026; 4. Approve the content of the Draft Minutes and Resolution of the 2026 Annual General Meeting of Shareholders.	
	05 Voting cards (white):	
1.	Voting card No. 01: vote to approve Submission 01 on the approval of the audited Financial Statements for 2025, & Profit distribution in 2026 and plan for 2026	
2.	Voting card No. 02: vote to approve Submission 02 on selecting an independent audit tool conduct financial statement audit in 2026.	
3.	Voting card No. 03: vote to approve Submission 03 report on remuneration and operating expenses of the Board of Directors and positions under the Board of Directors in 2025 and plan for 2026.	
4.	Voting card No. 04: vote to approve Submission 04 on the approval of transactions between the Company and related parties of insiders and related persons of insiders in 2026.	
5.	Voting card No. 05: vote to approve Submission No. 05 regarding the plan for issuing shares to pay dividends in 2025.	
6.	Voting card No. 06: vote to approve Submission 06 Regarding the approval of supplementary and amended content of the Charter Cuu Long Petro Urban Development and Investment Corporation.	
	01 vote Ask a question at the 2026 Annual General Meeting of Shareholders Used for shareholders to ask questions to the Board of Directors.	

MEETING ORGANIZING COMMITTEE



PROGRAMME

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

- **Time:** 8:00 a.m.; Friday – April 24th, 2026.
- **Venue:** Hall of Cuu Long Petro Urban Development and Investment Corporation
No. 02, Lot KTM 06, Road No. 6, Urban Area 5A, Phu Loi Ward, Can Tho City
- **Programme:**

Time	CONTENT
	A. OPENING PROCEDURES
07:30 - 07:50	- Welcome delegates & shareholders; - Check the qualifications of shareholders/authorized persons attending the meeting and distribute documents.
07:50 - 08:00	- Art performance, Organizational stability; Flag salute opening ceremony - Audit Committee: Report on the results of the audit of shareholders' qualifications to attend the 2026 Annual General Meeting of Shareholders ⇒ Qualified to hold the 2026 Annual General Meeting of Shareholders.
08:00 - 08:30	- The Organizing Committee introduces the delegates attending the 2026 Annual General Meeting of Shareholders; - The meeting organizing committee introduces the working members of the meeting to the General Meeting of Shareholders: + Approve the composition of the Presidium and the Meeting Chairman; + Approve the composition of the Vote Counting Committee of the 2026 General Meeting of Shareholders; + Approve the composition of the Secretariat of the 2026 Annual General Meeting of Shareholders; => Shareholders vote to approve by voting ballot (pink) - The chairman of the meeting delivered the opening speech at the 2026 Annual General Meeting of Shareholders.
08:30 - 08:55	- Approval of the Program; Working regulations at the 2026 Annual General Meeting of Shareholders and voting rules => Shareholders vote to approve by voting ballot (pink)
09:00 - 11:00	B. APPROVAL OF ACTIVITY REPORTS AND SHAREHOLDERS' DISCUSSION AND VOTING DOCUMENTS
I	Through the Board of Directors' Report, the Executive Board's Report & the Independent Board Member's Report in the Audit Committee:
	1. Approval of the Board of Directors' Operational Report for 2025 & Orientation for 2026 => Shareholders discuss and vote to approve by Voting ballot (pink) 2. Approval of the Executive Board's Report on 2025 Business Performance Results and 2026 Plan => Shareholders discuss and vote to approve by Voting ballot (pink) 3. Approval of the Report of the independent member of the Board of Directors in the Audit Committee on the results of operations, supervision in 2025 and the plan for 2026



CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION

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	=> <i>Shareholders discuss and vote to approve by Voting ballot (pink)</i>
	Delegates take a 15-minute break and have a Tea Break.
II	Approval of the contents of the Reports before the 2026 Annual General Meeting of Shareholders:
1	<u>Submission 01:</u> On the approval of the audited Financial Statements for 2025, & Profit distribution in 2025 and plan for 2026. <i>Shareholders discuss and vote by Voting card number 01</i>
2	<u>Submission 02:</u> On selecting an independent audit tool conduct financial statement audit in 2026. <i>Shareholders discuss and vote by Voting card number 02</i>
3	<u>Submission 03:</u> Report on remuneration and operating expenses of the Board of Directors and positions under the Board of Directors in 2025 and plan for 2026. <i>Shareholders discuss and vote by Voting card number 03</i>
4	<u>Submission 04:</u> On the approval of transactions between the Company and related parties of insiders and related persons of insiders in 2026 <i>Shareholders discuss and vote by Voting card number 04</i>
5	<u>Submission 05:</u> the plan to issue shares to pay dividends in 2025. <i>Shareholders discuss and vote by Voting card number 05</i>
5	<u>Submission 06:</u> Regarding the approval of supplementary and amended content of the Charter Cuu Long Petro Urban Development and Investment Corporation. <i>Shareholders discuss and vote by Voting card number 06</i>
6	The Annual General Meeting of Shareholders unanimously authorized the Board of Directors to implement the contents presented before the meeting and unanimously approved by the 2026 Annual General Meeting of Shareholders. <i>=> Shareholders vote to approve by voting ballot (pink)</i>
7	- The Secretariat approved the Minutes of the 2026 Annual General Meeting of Shareholders; - The Presidium approved the Resolution of the 2026 Annual General Meeting of Shareholders; <i>=> Shareholders vote to approve by voting ballot (pink)</i>
8	- The Secretariat approved the Minutes of the 2026 Annual General Meeting of Shareholders (<i>continued</i>)
9	- Chairman of the Board of Directors delivered a closing speech at the 2026 Annual General Meeting of Shareholders Closing ceremony of the meeting.

MEETING ORGANIZING COMMITTEE



WORKING REGULATIONS

AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION

Respectfully submit to: Annual General Meeting of Shareholders 2026
Cuu Long Petro Urban Development and Investment Corporation.

I. TARGET :

The 2026 Annual General Meeting of Shareholders of Cuu Long Petro Urban Development and Investment Corporation is held on the principles of openness, fairness and democracy to

- ❖ *Approval of the Board of Directors' Report on 2025 activities and 2026 orientation;*
- ❖ *Approval of the Executive Board's Report on the summary of production and business activities in 2025 and the Plan for 2026;*
- ❖ *Approval of the Report of the independent member of the Board of Directors in the Audit Committee on activities and supervision in 2025 and the Plan for 2026;*
- ❖ *Submission 01 about Audited financial statements for 2025 & Profit distribution plan for 2025 and plan for 2026;*
- ❖ *Submission 02 on selecting the Auditing Unit for the 2026 Financial Statements;*
- ❖ *Submission 03 on remuneration payment to the Board of Directors in 2025 and Payment plan for 2026;*
- ❖ *Submission 04 on approving transactions between the Company and related parties of insiders and related parties of insiders in 2026;*
- ❖ *Submission 05 on the Plan for Issuing Shares to Pay Dividends in 2025;*
- ❖ *Submission 06 on approval of the supplementary content to amend the Charter of Cuu Long Petro Urban Development and Investment Corporation.*

II. PARTICIPATION FORMAT

Shareholders can attend and exercise their voting rights at the General Meeting in the following ways: in person, online, or by valid proxy.

1. Online participation: Shareholders will be provided with a link and electronic voting code before the opening day.

2. Attend in person: Shareholders/Authorized representatives register at the reception desk to receive the document set and one voting ballot, six voting cards.

3. Authorization: Shareholders have the right to authorize a representative to attend and vote on matters at the General Meeting within their authority. The authorized representative may not re-authorize a third party in any form.

The authorization must be in writing using the form provided by the Organizing Committee and signed by the shareholder. If the shareholder is an organization, the authorization must be signed by the legal representative and stamped with the organization's seal as required to confirm its validity.

III. ORDER AT THE CONFERENCE

Shareholders/representatives attending must dress appropriately, be seated in their assigned seats, and maintain order throughout the General Meeting. Smoking is prohibited, mobile phones must be on silent mode, and recording or live streaming is not allowed without permission from the Organizing Committee to ensure privacy and confidentiality of company information.

IV. VOTING TO PASS THE DOCUMENTS OF THE CONGRESS:



1. Voting principles :

- The General Meeting applies two parallel voting methods (in-person and electronic) to ensure accuracy, transparency, and convenience for participating shareholders. Issues on the General Meeting agenda are voted on publicly based on the number of shares owned and/or represented.
- Each shareholder/representative is issued one valid voting ballot, clearly stating the shareholder code, the number of shares entitled to vote, and bearing the Company's seal.

2. Voting Method:

a) Voting by Raising a Voting ballot (pink):

Applicable to procedural matters and reports; shareholders vote by raising a slip or electronically to approve the program, regulations, personnel, reports, minutes, and resolutions of the General Meeting.

b) Voting by Voting Card (white):

Applicable to proposals requiring detailed counting; shareholders/representatives select "Agree/Disagree/No Opinion" on the voting card or through the electronic voting system.

3. Summary and Announcement of Voting Results:

The results are compiled from both in-person and electronic voting, conducted by the Vote Counting Committee, confirmed by the Presidium, and constitute the official results of the Meeting.

V. RESPONSIBILITIES OF EACH DEPARTMENT:

1. Presidium: To conduct the Congress in accordance with the approved program and regulations; to guide discussions, gather opinions, and vote on agenda items. To consider, decide on, and handle issues arising throughout the Meeting.

2. General Meeting Secretariat: Record fully and accurately the proceedings of the General Meeting and the contents approved or still under consideration by shareholders. Prepare the meeting minutes and draft the General Meeting Resolution for approval.

3. The Congress Vote Counting Committee: Counts, compiles, and announces the voting results (both in person and electronically); forwards them to the Secretariat for updating; reviews and reports any violations or related complaints. The voting results compiled and announced by the Vote Counting Committee and confirmed by the Presidium are the official results of the Meeting.

This regulation takes effect immediately upon its adoption by the General Assembly.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.



Nguyen Trieu Dong
Nguyen Trieu Dong



REGULATIONS ON VOTING FORMALITIES
THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION

- Pursuant to the Enterprise Law No. 59/2020/QH14 effective from January 1st, 2021;
- Pursuant to the Charter of Cuu Long Petro Urban Development and Investment Corporation

Approving the voting regulations at the Annual General Meeting of Shareholders of Cuu Long Petro Urban Development and Investment Corporation in 2026 as follows:

ARTICLE 1: GENERAL PRINCIPLES

Voting on the agenda items at the Congress is conducted publicly and directly under the chairmanship of the Chairperson, using only voting slips/cards issued by the Organizing Committee (OC) or the electronic voting system provided by the OC.

Approval rate:

- Ordinary resolutions: passed when more than 50% of the total votes of shareholders present at the meeting approve them.
- Important resolutions (according to Clause 3, Article 21 of the Company Charter) concerning amendments and supplements to the Charter; reorganization and dissolution of the Company; investment or sale of assets worth 35% or more of total assets are passed when 65% of the total votes of shareholders present at the meeting approve them.

ARTICLE 2: VOTING FORMS AND PROCEDURES

1. For shareholders participating online (Electronic voting):

- Shareholders access the link provided by the Organizing Committee, verify their identity, and vote directly on the system (Google Form authentication or specialized software).
- The electronic voting results are compiled by the technical department and transferred to the Vote Counting Committee to be added to the results of the in-person voting in the meeting hall.

2. For shareholders attending in person at the meeting hall:

Upon registration, each shareholder/authorized representative will be issued one set of documents including: 1 Voting Ballot (pink) and 6 Voting Cards (white).

- **Voting Ballot:** Used to vote on general matters (General Meeting Agenda, Working Regulations, Reports of the Board of Directors, Executive Board, Independent Board Members). Method: Publicly raising ballots before the General Meeting for the vote counting committee to quickly record the percentage.
- **Voting Cards:** Shareholders vote by marking their choice box on each card and submitting it to the Organizing Committee for counting. Specifically, there are 6 cards with the following content:
 - + Card No. 01: Approval of the audited financial statements for 2025; Profit Distribution Plan for 2025 and Plan for 2026.
 - + Card No. 02: Approval of the selection of the Auditing Firm for the 2026 Financial



Statements.

- + Card No. 03: on Report on remuneration payment to the Board of Directors in 2025 and Remuneration payment plan in 2026;
- + Card No. 04: on the approval of transactions between the Company and related parties of insiders and related parties of insiders in 2026.
- + Card No. 05: Approval of the plan to issue shares to pay dividends in 2025.
- + Card No. 06: Approval of amendments and additions to the Company Charter.

ARTICLE 3: REGULATIONS REGARDING THE VALIDITY OF VOTING BALLOT/CARDS.

Voting cards are considered invalid if they violate any of the following conditions:

1. The ballot/voting card is not the form issued by the Organizing Committee.
2. No selection boxes are marked, or more than two selection boxes are marked for the same content.
3. The card is erased, altered, has strange symbols added, is torn, or has missing verification information.

ARTICLE 4: COMPILATION AND PUBLICATION OF RESULTS

- The vote counting committee is responsible for compiling the results (both in-person and online) honestly and objectively. The voting results are determined by summing up all valid votes cast by shareholders attending the General Meeting, including those cast in person and online, after excluding invalid votes as per regulations.
- The head of the vote counting committee will announce the results of the vote count immediately at the General Assembly. Any questions regarding the results will be considered and decided by the Chairman at the meeting.
- After the meeting concludes, all ballots/voting cards must be stored together with the minutes of the General Assembly as per regulations.

These principles and rules for voting and vote counting take effect immediately upon approval by the General Assembly.

Respectfully submit to congress for vote./.

Can Tho, April 24th, 2026
**VOTE COUNTING COMMITTEE
PREFECT**

Recipients:

- *General Meeting of Shareholders;*
- *BOD, Audit Committee, BOM;*
- *Archived: secretaries.*



No.: 01/BC.HĐQT.PVCL.26

Can Tho, April 24th, 2026

REPORT
ACTIVITIES OF THE BOARD OF DIRECTORS
(Year 2025)

Respectfully submit to: Annual General Meeting of Shareholders 2026
Cuu Long Petro Urban Development and Investment Corporation.

The Board of Directors of Cuu Long Petro Urban Development and Investment Corporation would like to report to the General Meeting of Shareholders on the Board of Directors' performance in 2025 and the operating direction in 2026 as follows:

I. Activities of the General Meeting of Shareholders

Information on meetings and Resolutions/Decisions of the 2025 General Meeting of Shareholders (including Resolutions of the General Meeting of Shareholders adopted in the form of written opinions):

Status	Resolution Number /Decision	Day	Content
1.	01/NQ.ĐHĐCĐ/PVCL.25	April 26 th , 2025	Resolution of the 2025 Annual General Meeting of Shareholders.
2.	01/BB.ĐHĐCĐ/PVCL.25	April 26 th , 2025	Minutes of the 2025 Annual General Meeting of Shareholders

II. Board of Directors Activities:

1. Information about Board of Directors members :

a. Board of Directors (BOD):

No.	Board Member	Position	Date of starting/cease being a member of the BOD/ Independent BOD	
			Date of appointment	Dismissal Date
1.	Nguyen Trieu Dong	Chairman of the Board	April 18 th , 2022	
2.	Duong The Nghiem	Member of BOD and General Director	April 18 th , 2022	
3.	Truong Truc Linh	Member of BOD	April 18 th , 2022	
4.	Le Phuoc Sang	Independent Member's BOD	April 18 th , 2022	
5.	Pham Tan Khoa	Independent Member's BOD	April 18 th , 2022	

b. Subcommittees under the Board of Directors :

The Company's current organizational model is applied according to Point b, Clause 1, Article 137 of the Enterprise Law 2020 with the Audit Committee under the Board of Directors, with 02 main members being independent members of the Board of Directors taking on the role of the Audit Committee.



The current Audit Committee members include 02 people:

No.	Member of the Audit Committee	Position	Take charge
1	Le Phuoc Sang	Independent Board Member	Chairman of the Audit Committee
2	Pham Tan Khoa	Independent Board Member	Member of the Audit Committee

2. Board of Directors Meetings:

No.	Board Member	Number of Board of Directors meetings attended	Proportion attend meeting	Reason for not attending the meeting
1.	Nguyen Trieu Dong	7/7	100%	
2.	Duong The Nghiem	7/7	100%	
3.	Truong Truc Linh	7/7	100%	
4.	Le Phuoc Sang	7/7	100%	
5.	Pham Tan Khoa	7/7	100%	

In 2025, the Board of Directors of Cuu Long Petro Urban Development and Investment Corporation convened 7 meetings to unanimously approve the following specific contents:

- January 17th, 2025: The Board of Directors met to approve the report on production and business activities, the management situation in 2024, and the operational plan for 2025;
- February 3rd, 2025: The Board of Directors met to unanimously approve the convening of the 2025 Annual General Meeting of Shareholders;
- April 21st, 2025: The Board of Directors held its regular Q2/2025 meeting to approve the Q1/2025 operating results and review the Q2/2025 plan;
- June 5th, 2025: The Board of Directors met to agree on the selection of an auditor for the interim financial statements ending June 30th, 2025, and the 2025 annual financial statements ending December 31st, 2025;
- June 30th, 2025: The Board of Directors met to agree on the decision to reappoint Mr. Duong The Nghiem as General Director of Cuu Long Petro Urban Development and Investment Corporation for a term from July 1st, 2025, to April 6th, 2027;
- July 22nd, 2025: The Board of Directors held its regular Q3/2025 meeting to approve the Q2/2025 operating results and review and assess the difficulties to develop Q3/2025 plan;
- October 28th, 2025: The Board of Directors will hold its regular Q4/2025 meeting to approve the Q3/2025 operating results and review the Q4/2025 plan.

3. Supervisory activities of the Board of Directors over the Board of General Directors:



The Board of Directors regularly supervises the implementation of tasks assigned by the Board of Directors to the Board of Directors, directs and orients the development of the company. Closely inspects the activities of the Board of Directors in the following tasks:

- **For business activities, striving to achieve the 2024 plan targets with The results are as follows:**

Target	Plan year 2025 (VND)	Perform year 2025 (VND)	Compared to plan
1. Total Revenue	360.000.000.000	311.446.379.575	86,51%
2. Total profit before tax	62.500.000.000	36.103.614.750	57,77%
3. Corporate income tax expense	12.500.000.000	7.694.412.041	61,56%
4. Profit after tax	50.000.000.000	28.409.202.709	56,82%
5. Profit after tax/Revenue ratio	14%	9,12%	65,15%

❖ **Company Activities in 2025**

- **Sales Activities:**

In 2025, the Management Board implemented 4 sales programs, including a special event celebrating the company's 18th anniversary with many incentives such as discounts, long-term payment options, and interest rate support. The launch event attracted more than 100 customers, partners, and shareholders interested in the project, creating appeal for the products, but the total revenue did not meet the plan, reaching 311,44 billion VND, equivalent to 86,51% of plan (360 billion VND), mainly due to the impact of the 2023 Real Estate Business Law and the requirement to complete 100% of the technical and social infrastructure before being eligible for business.

- **Service Activities:**

Besides construction and sales, the company focuses on leasing showroom space, parking lots, and other service areas in the 5A Urban Area, mainly in the KTM10 showroom rows, food court, and sports area, serving the entertainment and living needs of residents, while enhancing the project's utility value.

The company successfully organized the annual Spring Flower Market festival of Soc Trang city, attracting a large number of visitors. In addition, the Management Board coordinated the organization of 4 regional trade fairs and OCOP product exhibitions in Can Tho city, along with a sound and light show event with more than 20 participating units, aiming to create a highlight to attract customers to the 5A Urban Area.

At the same time, in coordination with the Soc Trang City Labor Federation, the company organized the opening of a Karaoke singing competition for workers, civil servants, and employees from administrative agencies and businesses, both promoting the project and seeking potential customers.

- **Main construction activities in 2025:**

+ Completion of technical infrastructure: Focusing on Sub-projects 2 and 3 of Urban Area 5A to address existing issues and meet business conditions.



+ Planning adjustments: The GD-02 educational land area has been adjusted, increasing the building height by one floor as required for the construction of FPT Soc Trang School (primary, secondary, and high school). The overall planning adjustment dossier will continue to be processed in 2025.

+ Construction of new terraced houses:

Including mid-range products such as single-story houses, single-story houses with mezzanines, and two-story houses, including the following rows: O-LK72, O-LK73 (1 ground floor, 1 mezzanine) on Street No.6; O-LK46 (single-story houses) on Street D16; O-LK63 (including 1 ground floor, 2 upper floors on Street 16 and 1 ground floor, 1 upper floor on Street No. 17), O-LK64 (including 1 ground floor, 2 upper floors on Street 16 and 1 ground floor, 1 upper floor on Street No. 17), O-LK65 (single-story houses) on Street D17, O-LK66 (including 1 ground floor, 1 upper floor on Street D13 and single-story houses on Street D17).

+ Investment in the construction of the Sports Center at the TDDT-01 land area; currently, the water surface area for the water golf model has been completed. The project continues with the construction of building B, expected to be completed in August 2026, and building A, scheduled for completion in August 2027.

4. Activities of the Audit Committee under the Board of Directors:

4.1. Individual Assessment Reports from Each Independent Member of the Board of Directors:

a. Mr. Le Phuoc Sang – Independent Member of the Board of Directors, Chairman of the Audit Committee:

In 2025, the Board of Directors' governance was conducted transparently, with clear plans and in compliance with the law and the company's charter. The Audit Committee supervised all Board of Directors meetings, confirmed that the financial statements were prepared in accordance with Vietnamese accounting standards, and truthfully reflected the financial situation and business performance. The Audit Committee highly appreciated the Board of Directors' implementation of measures to improve governance capacity, transparency in transactions with related parties, and minimize legal and financial risks.

b. Mr. Pham Tan Khoa – Independent Member of the Board of Directors, Member of the Audit Committee:

The Audit Committee supervised the activities of the Board of Directors and the General Director's Office, assessed transactions, remuneration payments, and basic financial policies implemented in accordance with the Shareholders' General Meeting Resolution. The Supervisory Committee found that the company has a solid financial foundation and the ability to implement projects on schedule, but needs to strengthen risk management, increase transparency of information, and optimize business performance in the coming years

4.2. General Supervisory Activities of the Audit Committee over the BOD

- Based on the content presented by the Board of Directors to the 2025 Annual General Meeting of Shareholders, the Audit Committee, with its two independent members, has fully performed its supervisory and advisory role over the activities of the Board of Directors and the Executive Board, complying with the regulations of the 2020



Enterprise Law, the Company Charter, and the Operating Regulations of the Audit Committee. Specifically, the supervisory tasks include:

- + Fully participating in all Board of Directors and Audit Committee meetings, reviewing and evaluating submissions related to the 2025 financial statements and related-party transactions, profit distribution plans, and the 2026 business plan;
- + Amendments and additions to the Company Charter; Decisions on investment and sale of assets valued at 35% or more of total assets. Ensure that the company's financial statements, investment decisions, and business operations comply with Vietnamese accounting standards, legal regulations, and guidelines of the Ministry of Finance (Circular 200/2014/TT-BTC).
- + Advise and supervise the selection of an independent auditing firm for the financial statements.

➤ **General assessment of the Audit Committee:**

The Audit Committee acknowledges that the Board of Directors has performed its governance role well, and the independent members have effectively exercised their supervisory functions, contributing to increased transparency, compliance with the law, and protection of shareholder rights. The Audit Committee recommends maintaining regular supervision, strengthening financial reporting, risk management, and ensuring that transactions, investments, and financial activities are transparent, efficient, and consistent with PVCL Company's long-term development strategy.

4.3. Report on Remuneration of the Board of Directors, Audit Committee and other member in 2025:

The Board of Directors for the 2022-2027 term currently has 5 members, including 2 independent members. The members of the Board of Directors perform their duties with a high sense of responsibility, strategic vision, and timely decision-making for the best interests of the Company and its shareholders.

In 2025, the Company paid remuneration to the members of the Board of Directors and the Audit Committee, specifically as follows:

▪ **Board of Directors' Remuneration**

Time	Board of Directors	2025 remuneration (VND)
a. Board of Directors		
Salary from 01/01/2025 – 31/12/2025	01 Chairman + 04 Members	1.080.000.000
Bonus 2025	01 Chairman + 04 Members	90.000.000
Total Board Remuneration		1.170.000.000
b. Other members of the Board of Directors (<i>Secretary, Authorized person to disclose information</i>)		
Salary from 01/01/2025 – 31/12/2025	01 staff	120.000.000
Bonus 2025	01 staff	10.000.000
Total other remuneration		130.000.000



Total (a) + (b)		1.300.000.000
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The total amount of remuneration paid by the Company to the members of the Board of Directors is 1.170.000.000 VND and to other members under the Board of Directors is 130.000.000. The total remuneration paid in 2025 to the Board of Directors and its members is **1.300.000.000 VND** (*One billion three hundred million VND*).

- Audit Committee Remuneration:

Time	Audit Committee	2025 remuneration (VND)
Salary from 01/01/2025 – 31/12/2025	02 Members	264.000.000
Bonus 2025	02 Members	22.000.000
Total		286.000.000

The total amount of remuneration paid by the Company to the members of the Audit Committee in 2025 is **286.000.000 VND** (*Two hundred and eighty-six million VND*).

4.4. Supervisory activities of the Audit Committee towards the Management Board:

- In 2025, the Audit Committee found that the Company's Management Board proactively and actively implemented the production and business plan despite the difficult economic situation, especially in the real estate business sector, with the following results:

+ The company's revenue reached VND 311.45 billion, equivalent to 86.5% of the plan, a slight decrease of approximately 13.5% compared to the forecast. Pre-tax and after-tax profits decreased more sharply, reaching only about 57-58% of the plan, due to a 18% increase in the cost of goods sold and high financial expenses, resulting in a net profit margin of 9.1% compared to the planned 14%.

+ Net profit after tax in 2025 was VND 28 billion, achieving 56% of the plan. The Audit Committee also noted that the Management Board closely followed the resolutions of the Board of Directors and the resolutions of the General Meeting of Shareholders.

- The Management of Board remuneration in 2025:

The total amount the Company paid in remuneration to the Company's Executive Board in 2025 was **1.365.797.694 VND** (*One billion, three hundred sixty-five million, seven hundred ninety-seven thousand, six hundred ninety-four VND*), specifically as follows:

Time	Board of Directors	2025 remuneration (VND)
Salary from 01/01/2025 – 31/12/2025	03 Board of Directors members + 01 Chief Accountant	1.277.797.694
Bonus 2025	03 Board of Directors members + 01 Chief Accountant	88.000.000



Total		1.365.797.694
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4.5. Coordination of activities between the Audit Committee and the activities of the Board of Directors, the Board of Management and other management staff:

In 2025, the Audit Committee will closely coordinate with the Board of Directors and the Board of Management to control all production and business activities as well as disclose information in accordance with regulations on information disclosure activities of listed companies on the stock market. In addition to regular tasks as prescribed, the Audit Committee will also perform tasks as required by the Management Board when internal control is required.

5. Resolutions/Decisions of the Board of Directors (2025 Report):

Status	Resolution Number/ Decision	Day	Content of Resolution/Decision	Proportion through
1.	01/BB.HDQT/PVCL.25	January 17 th , 2025	Minutes of the BOD meeting regarding the approval of the 2024 Corporate Governance Report of the BOD and the results of the 2024 business performance report and the 2025 plan of the Management Board.	100%
2.	01/NQ.HDQT/PVCL.25	January 17 th , 2025	Resolution of the BOD meeting regarding the approval of the 2024 Corporate Governance Report of the BOD and the results of the 2024 business performance report and the 2025 plan of the Management Board.	100%
3.	02/BB.HDQT/PVCL.25	February 02 nd , 2025	Minutes of the Board of Directors meeting on convening the 2025 Annual General Meeting of Shareholders	100%
4.	02/NQ.HDQT/PVCL.25	February 03 rd , 2025	Resolution of the Board of Directors on convening the 2025 Annual General Meeting of Shareholders	100%
5.	03/BB-HDQT/PVCL.25	April 21 st , 2025	Minutes of the Board of Directors meeting regarding the regular meeting for Q2/2025 to approve the operating results of Q1/2025	100%



			and review the plan for Q2/2025.	
6.	03/NQ.HDQT/PVCL.25	April 21 st , 2025	Resolution of the Board of Directors meeting regarding the regular meeting for Q2/2025 to approve the operating results of Q1/2025 and review the plan for Q2/2025.	100%
7.	01/QĐ.HDQT.25	April 26 th , 2025	Board of Directors' decision on the establishment of a Committee to verify the eligibility of shareholders to attend the 2025 Annual General Meeting.	
8.	02/QĐ.HDQT.25	April 26 th , 2025	Board of Directors' Decision on the Issuance of the Operating Regulations of the Board of Directors of PVCL	
9.	04/BB.HDQT.PVCL.25	June 5 th , 2025	Minutes of the Board of Directors meeting regarding the selection of an auditor for the interim financial statements ending June 30 th , 2025 and the 2025 annual financial statements ending December 31 st , 2025.	100%
10.	04/NQ.HDQT/PVCL.25	June 5 th , 2025	Resolution of the Board of Directors meeting regarding the selection of an auditor for the interim financial statements ending June 30 th , 2025 and the 2025 annual financial statements ending December 31 st , 2025	100%
11.	05/BB-HDQT/PVCL.25	June 30 th , 2025	Minutes of the Board of Directors meeting approved the review of the reappointment of Mr. Duong The Nghiem to the position of General Director of the company, as the term of his appointment as General Director has expired.	100%



12.	05/NQ.HDQT.PVCL.25	June 30 th , 2025	Decision of the Board of Directors meeting approved the review of the reappointment of Mr. Duong The Nghiem to the position of General Director of the company, as the term of his appointment as General Director has expired.	100%
13.	03/QD.HDQT.25	June 30 th , 2025	Board of Directors' decision to reappoint Mr. Duong The Nghiem as General Director of Cuu Long Petro Urban Development And Investment Corporation for a term from July 1 st , 2025 to April 6 th , 2027.	
14.	06/BB.HDQT.PVCL.25	July 22 nd , 2025	Minutes of the Board of Directors meeting regarding the approval of the Q2/2025 operating results and the review of the Q3/2025 plan.	100%
15.	06/NQ.HDQT.PVCL.25	July 22 nd , 2025	Resolution of the Board of Directors meeting regarding the approval of the Q2/2025 operating results and the review of the Q3/2025 plan	100%
16.	07/BB.HDQT.PVCL.25	October 28 th , 2025	Minutes of the Board of Directors meeting regarding the approval of the Q3/2025 operating results and the review of the Q4/2025 plan.	100%
17.	07/NQ.HDQT.PVCL.25	October 28 th , 2025	Resolution of the Board of Directors meeting regarding the approval of the Q3/2025 operating results and the review of the Q4/2025 plan.	100%

6. Corporate governance training :

In 2025, the Company focused on ensuring that members of the Board of Directors, Audit Committee, General Management Board, Board Secretary, and Chief Accountant fully participated in training programs and seminars to enhance their management capabilities, comply with legal regulations, and stay updated on modern management trends. Specifically:



- February 27th, 2025: Three representatives will attend the online seminar “Forum for an Innovative Annual General Meeting” organized by the State Securities Commission (SSC) in collaboration with the Vietnam Institute of Directors (VIOD), to prepare for the 2025 Annual General Meeting.
 - May 14th, 2025: Three representatives will attend the online forum “Climate Change Governance: Strategies, Commitments and Actions of Enterprises” organized by VIOD in collaboration with IFC and the Ho Chi Minh City Green Business Association (HGBA), aiming to enhance sustainable development governance capacity.
 - May 18th, 2025: Three representatives from the Board of Directors will attend the national conference in person to implement Resolutions No. 66-NQ/TW and 68-NQ/TW of the Politburo.
 - May 29th, 2025: Send two representatives (members of the Board of Directors and the General Director) to attend the seminar “Corporate Financial Management for Sustainable Business Development” organized by the Soc Trang Provincial Business Association.
 - June 3rd, 2025: Send 3 representatives to attend the online seminar on Resolution 68-NQ/TW organized by VIOD, analyzing opportunities for listed companies and public companies.
 - June 20th, 2025: Send 4 representatives to attend the online conference on “Compliance with securities laws and notes on errors in preparing financial statements” organized by the State Securities Commission in coordination with the Ministry of Finance and VACPA.
 - June 26th, 2025: Send 3 representatives to attend the in-person program on international integration and a seminar on corporate risk management organized by the Soc Trang Provincial Business Association.
 - July 30th, 2025: Send 4 representatives to attend the online program updating Decree 181/2025/ND-CP and Circular 69/2025/TT-BTC guiding the Value Added Tax Law.
 - July 31st, 2025: Three representatives attended the online workshop “Guidelines for ESG Disclosure in the Real Estate and Construction Industry”.
 - October 19th, 2025: Nine personnel participated in the real estate brokerage certification exam; they passed and were awarded certificates as per regulations.
 - In addition, the Company also sent its information disclosure officers to attend ESG information disclosure training programs organized by the State Securities Commission in collaboration with international organizations; participated in specialized seminars on public company securities offerings and issuances; organized/participated in training courses on tax settlement, corporate income tax, personal income tax for 2025 and updated tax policies for 2026; and received training on the new corporate accounting system according to Circular 99/2025/TT-BTC (effective from January 1st, 2026).
- => **Overall assessment:** Training activities in 2025 were fully implemented, closely adhering to legal requirements and practical business operations, contributing to improved management capacity, enhanced compliance, information transparency, and the Company's sustainable development orientation.

III. Plans and orientations of the Board of Directors in 2026

1. Plan requirements in 2026:

2026 is identified as a year requiring the company to accelerate and make breakthroughs, creating a foundation for a stable and sustainable development phase. The Board of



Directors requests the Board of Management to focus on managing operations according to the following directions:

1. Financial Objectives for 2026:

❖ **Total revenue:** 300 billion VND

Of which:

- **Real estate:** playing the main role in revenue and profit;
- **Construction materials:** creating a stable cash flow;
- **Construction:** gradually increasing the proportion and improving construction capacity.

❖ **Net profit after tax:** VND 30 billion

❖ **Net profit after tax/Revenue ratio:** 10%

2. Dynamic Development Orientation

- Focusing on developing night-time services and the economy along routes 5 and 6 of Urban Area 5A will be the main growth axis to facilitate the business of Shophouse products along route 6 of the project;
- Optimizing resources, enhancing high-energy training and digitalizing technology in business to improve capital efficiency;
- Proactively seizing opportunities from the recovery of the real estate market; Building an ecosystem of amenities and commercial services linked to the orientation of modern urban development. Strengthening the search for partners to exploit social infrastructure such as medical land, shopping centers, supermarkets, etc.

3. Investment and Construction Guidance

- The Board of Directors requests the Board of Management to focus on understanding customer and market needs to develop diverse products that are relevant to the local reality;
- Prioritize the development of low-rise housing products in the current phase, including the terraced house series O-LK46, O-LK63, O-LK64, O-LK65, O-LK66, O-LK72, O-LK73 to enhance sales potential, increase liquidity, recover capital quickly, and meet actual housing needs;
- Promote sales activities linked to the development of the commercial route along Road No.6 with the night food street and entertainment services along the canal. Human resources will be used to boost the value of the shophouse series O-LK79, O-LK80.
- Complete the adjustment of the overall planning for the Project in Q2/2026, providing a basis for finalizing the legal framework, ensuring full compliance with business conditions as stipulated, and facilitating business development and attracting investment in undeveloped social infrastructure items such as medical facilities, commercial centers, supermarkets, etc.

4. Requirements for Management and Operations:

- **Strengthen cost control and financial efficiency:** Implement strict management of cost of goods sold, operating expenses, and financial expenses; optimize resource utilization to improve business efficiency and cash flow.
- **Improve internal control and risk management systems:** Review and standardize control processes; proactively identify, assess, and control legal, market, and financial risks.
- **Enhance the quality of management reporting and information transparency:** Standardize the periodic reporting system; ensure the provision of complete and timely information to support the Board of Directors' management and oversight.



- **Develop human resources and corporate culture:** Enhance the capacity of management and professional staff; build a corporate culture that is transparent, professional, and efficient, linked to responsibility and work performance.

The above is the complete report of the Board of Directors on the results of operations in 2025 and the direction of operations in 2026. Respectfully submitted to the Annual General Meeting of Shareholders in 2026.

Best regards!

Recipients:

- CCL General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**




Nguyen Trieu Dong



No: 02/BC.HĐQT.PVCL.26

Can Tho, April 24th, 2026

REPORT PRODUCTION AND BUSINESS PERFORMANCE IN 2025 AND OPERATIONAL PLAN FOR 2026

**Respectfully submit to: Annual General Meeting of Shareholders 2026
Cuu Long Petro Urban Development and Investment Corporation.**

The year 2025 also witnessed some objective difficulties from the market. The adjustment of administrative boundaries, whereby the project area previously located in Ward 4, Soc Trang City, is now in Phu Loi Ward, Can Tho City, impacted the psychology and demand of the real estate market. Many investors and customers became more cautious in their transaction decisions, waiting for the stability of the management system and the new urban development orientation. This affected market liquidity and product sales progress, causing the Company's 2025 business plan to fall short of expectations.

The PVCL company's management board reports on the challenges and achievements of PVCL in 2025 and proposes the following plan for 2026:

1. Report on business performance in 2025:

❖ Status of implementation compared to the plan:

Target	Plan 2025 (billion VND)	Perform 2025 (billion VND)	Performance rate compared to plan (%)
1. Total Revenue	360	311,45	86,51%
2. Total profit before tax	62,50	36,10	57,76%
3. Corporate income tax expense	12,50	7,69	61,52%
4. Net profit after corporate income tax	50	28,41	56,82%
5. Net Profit Margin / Revenue	14%	9,12%	65,14%

❖ Results for 2025 compared to 2024:

Target	2024 (billion VND)	2025 (billion VND)	Ratio 2025 to 2024
1. Revenue from sales and services	306,85	311,44	101,50%
2. Total accounting profit before tax	53,51	36,10	67,46%
3. Corporate income tax expense	11,14	7,69	69,03%
4. Net profit after corporate income tax	42,36	28,41	67,07%

❖ Overall assessment of results in 2025:



Sales revenue and service provision in 2025 reached 311,44 billion VND, a slight increase compared to 306,85 billion VND in the previous year, showing that the company still maintains its ability to generate revenue in a challenging market. However, after-tax profit reached 28,41 billion VND, a decrease compared to 42,36 billion VND in 2024, mainly due to:

The high cost of goods sold in 2025 led to a sharp decrease in gross profit to 75,62 billion VND, compared to 105,65 billion VND in 2024. The main reason was the increase in material costs and infrastructure completion due to the requirements of the 2023 Real Estate Business Law, directly impacting the gross profit margin. As a result, net profit reached 38,47 billion VND, down from 56,58 billion VND in 2024, mainly due to the decrease in gross profit.

Overall, despite market challenges and new legal requirements leading to increased selling expenses, PVCL maintained slight revenue growth, effectively controlled selling expenses and administrative costs, ensuring stable profits and a solid financial foundation for its 2026 plan.

2. Organization and personnel

2.1. Board of Directors:

No.	Board Member	Position	Date of commencement/cessation of membership on the Board of Directors / independent Board member	
			Appointment date	Dismissal date
1.	Mr. Nguyen Trieu Dong	Chairman of the Board	April 18 th , 2022	
2.	Mr. Duong The Nghiem	Board of Directors, General Director	April 18 th , 2022	
3.	Mr. Truong Truc Linh	Board of Directors	April 18 th , 2022	
4.	Mr. Le Phuoc Sang	Independent Board of Directors	April 18 th , 2022	
5.	Mr. Pham Tan Khoa	Independent Board of Directors	April 18 th , 2022	

The current Board of Directors consists of 5 members for the 2022-2027 term, including independent members Mr. Le Phuoc Sang and Mr. Pham Tan Khoa, who is a member of the Audit Committee.

Regarding the personnel supporting the Board of Directors, the current positions include the Board Secretary, the Head of Corporate Governance, etc.

2.2. Audit Committee:



Based on the provisions of the 2020 Enterprise Law and Decree 155/2020/ND-CP, the current Audit Committee consists of two independent members of the Board of Directors:

No.	Full name	Position	The start date is audit committee member	Note
1	Mr. Le Phuoc Sang	Chairman of the Audit Committee	April 18 th , 2022	
2	Mr. Pham Tan Khoa	Member of Audit Committee	April 18 th , 2022	

2.3. Board of Directors and Chief Accountant:

No.	Full Name	Position	The start date is member Executive Board	Note
1	Duong The Nghiem	General Director	July 1 st , 2020	
2	Nguyen Kim Hong Dao	Deputy General Manager	July 1 st , 2024	
3	Dang Van Ut Anh	Deputy General Manager	July st , 2020	
4	Bui Thi Kim Ngan	Chief Accountant	April 1st, 2014	

2.4. Number and structure of the workforce:

- ❖ **Total workforce** take into account As of December 31st, 2025, the number of employees will be 72, including 12 female staff members.
- ❖ **Labor structure by professional qualifications:**
 - **Highly skilled workforce** (University and postgraduate): 27 employees, accounting for 37,50%
 - **Group of workers with average qualifications** (College, vocational school): 5 employees, accounting for 6,94%
 - **Skilled workers** (Technical College graduates, unskilled laborers): 30 employees, accounting for 31,67%
 - **Seasonal workers:** 10 employees, accounting for 13,89%

3. Report on the project investment results in 2025:

3.1. Technical infrastructure:

In 2025, the technical infrastructure of Urban Area 5A was implemented synchronously, achieving many outstanding results as follows:

- ❖ **Roads:**
 - The main roads on the North bank have been 100% paved, ensuring smooth traffic flow and aesthetic appeal.
 - Secondary roads and alleys such as O-LK59, O-LK63, O-LK65, O-LK69, and O-LK71 are still under construction, including asphalt paving, curb installation, and sidewalk construction.



- Construction of the 0x4 crushed stone access road in 2025 reached 21.041,3 m², bringing the cumulative volume to 55.853,43 m², ensuring a stable roadbed before asphalt paving.

❖ **Drainage system:**

- Installation of surface drainage pipes totaled 30.959,11m and wastewater drainage pipes totaled 13.575,07m.
- Surface water drainage manholes (174 pcs) and wastewater drainage manholes (83 pcs) have been installed, basically completing the drainage system.
- The domestic water supply system and low-voltage power lines have been partially installed (4.509m and 509m), ready to connect to the new housing areas.

❖ **Other supporting facilities:**

- Construction of a 2,636m embankment along the Nhan Luc canal is underway to prevent erosion and ensure safety in the surrounding area.
- Installation of boundary fences and wastewater drainage channels totaling 512m, bringing the cumulative total to 2.060m.
- A total of 111 streetlights have been installed to ensure adequate nighttime lighting and enhance traffic safety in the urban area.

3.2. Housing Construction:

In 2025, the project completed the construction of new homes and handed them over to customers with the following results:

❖ **Townhouses and villas:**

- Sixty-eight units have been completed, bringing the total number of units under construction to 1.599 house by 2025.
- Terraced houses (1 ground floor, 1 ground floor and 1 upper floor, 1 ground floor and 2 upper floors): progress is stable; semi-detached and detached villas are being completed on schedule.

❖ **Resettlement housing and self-built housing:**

- Seven resettlement houses (one ground floor and one ground floor with an upper floor) were completed this year.
- 28 houses (1 ground floor and 1 upper floor) have been completed by individual households, bringing the cumulative total to 213 completed houses, demonstrating that the project allows residents to proactively build according to their needs.

3.3 Monitoring activities:

- Supervising the construction of the following building blocks: O-LK79, O-LK80, O-LK57, O-LK58, O-LK72, O-LK73, O-LK46, O-LK63, O-LK64, O-LK65, O-LK66.
- Maintenance work on unoccupied houses is carried out, ensuring the aesthetics and overall quality of the urban area.
- Surveying and marking land boundaries, handing over land to residents for self-construction and commercial plots are carried out seriously and managed strictly.
- Project infrastructure monitoring and landscape maintenance:
 - + Supervision of the embankment of the Human Resources Canal; CVCX-21; Squares, landscaped areas, and green parks are regularly maintained and their progress is closely monitored.



- + 142 trees were planted along the sidewalks, and 2.143 saplings were planted. The cumulative area of park greenery and lawns will reach 22.421 m² by the end of 2025.
- + The maintenance of the green spaces and landscaping is progressing steadily, but improvements are needed in parks and lawns to enhance the overall aesthetics of the urban area.

3.4. Engineering design – project planning:

- Prepare construction drawings and cost estimates for the following rows: O-LK46, O-LK63, O-LK64, O-LK66, O-LK84, O-LK86, C.TM-07, and the wastewater drainage system O-LK82.
- Regarding project planning adjustments: In Q1/2025, the local adjustment of the GD-02 educational land area was completed to meet the usage requirements of FPT Inter-level School. The overall project planning adjustment documents are being finalized in Q2/2026 to meet long-term development needs.

Comment: Investment progress Key projects related to roads, technical infrastructure, housing, and public works have all been implemented according to plan.

Supervision, maintenance, and construction management ensure the quality of construction and the aesthetics of the urban area. Some landscape and auxiliary works that are not yet completed (park trees, lawns, some small alleys) will be prioritized for implementation in the following year after the overall planning adjustments are finalized.

3.5 Sales results for the 5A urban area project in 2025

No.	Product	Sold in 2025 (units/plots)	Cumulative figures as of December 31, 2025 (units/plots)
1	Single-story townhouse	-	342
2	Terraced house with 1 ground floor and 1 upper floor.	11	514
3	Townhouse with 1 ground floor and 2 upper floors	21	267
4	Villa	-	30
5	Concrete foundation	-	204
6	Isolated concrete foundation	6	98
7	Resettlement land	-	315
8	Linked foundation	-	768
9	Investment project foundation...	1	2
	Total	39	2.540

- In 2025, the company sold 39 products, bringing the cumulative total for the entire project to 2.540 products. Revenue from real estate alone reached approximately 216 billion VND, equivalent to 76% of the plan, with sales primarily in the ready-built townhouse segment and a portion of villa plots.



- The 2025 results did not meet the plan, mainly due to the difficulties in the real estate market and the failure of purchasing power to recover. However, the company still maintained sales activities, ensured cash flow, and gradually improved the product absorption rate, creating a foundation for growth in 2026.

3.6. Regarding the application for resettlement and commercial housing ownership certificates.

- In 2025, land/house ownership certificates were processed for 48 cases. As of December 31st, 2025, 2.455 out of 2.540 sold properties had been completed, achieving a rate of over 97%. The remaining cases where ownership certificates have not yet been issued are mainly due to customers not yet meeting their contractual payment deadlines.
- The high rate of land title issuance demonstrates the project's legal compliance, transparency, and reliability, contributing to strengthening the company's reputation in the market and facilitating future business operations.

4. Shareholder structure, changes in owner's investment capital

a) Shares:

- Total number of shares:	59.581.418 shares
- Type of shares outstanding:	common stock
- Number of freely transferable shares:	59.581.415 shares
- Number of unlisted shares:	3 shares
- Treasury stock:	0 shares

b) Shareholder structure:

The shareholder structure of C Cuu Long Petro Urban Development and Investment Corporation is summarized according to shareholder groups as of March 13rd, 2026, as follows:

Ingredient	Number of shares owned	Value (VND)	% of charter capital	Number of shareholders	Shareholder structure	
					Individual	Organization
1. Domestic	58.588.183	585.881.830.000	98,33%	5.064	5.057	7
Major shareholders (holding ≥5% of voting shares)	14.428.234	144.282.340.000	24,22%	2	2	0
Shareholders holding between 1% and ≤5% of the shares have voting rights.	11.251.452	112.514.520.000	18,88%	11	11	0
Shareholders holding less than 1% of the voting shares	32.908.497	329.084.970.000	55,23%	5.051	5.044	7
2. Foreign countries	993.235	9.932.350.000	1,67%	44	34	10
Major shareholders (holding ≥5% of voting shares)	0	0	0	0	0	0



CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION

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Shareholders holding between 1% and ≤5% of the shares have voting rights.	0	0	0	0	0	0
Shareholders holding less than 1% of the voting shares	993.235	9.932.350.000	1,67%	44	34	10
3. Total	59.581.418	595.814.180.000	100,00%	5.108	5.091	17

c) List of major shareholders holding more than 5% of the share capital as of March 13rd, 2026:

No.	Shareholder Name	Citizen Identification Number	Address	Share own	Percentage of charter capital (%)
1	Nguyen Trieu Dong	094060004341	Area 5A, Phu Loi Ward, Can Tho City	10.662.400	17,90%
2	Duong The Nghiem	094059007776	Area 5A, Phu Loi Ward, Can Tho City	3.765.834	6,32%
	Total			14.428.234	24,22%

d) Treasury stock transactions: *Are not.*

5. Report on the company's environmental and social impacts.

5.1. Raw Material Management:

In 2025, the total amount of main construction materials used by the Company included: 8.525 m³ of fill sand, 4.195 m³ of construction sand, 16.248 m³ of 0x4 stone, 905 m³ of 1x2 stone, 237.400 bags of cement, 621.609 kg of iron, 1.251.150 hollow bricks (size 9), 882.100 solid bricks (size 9), and 2.566 m³ of ready-mix concrete. The volume used was heavily concentrated in foundation and structural materials such as stone, cement, and iron, while maintaining a significant amount in plastering and finishing materials such as bricks and construction sand, in line with the actual construction progress of the projects during the year.

5.2. Energy consumption:

In 2025, the company's total energy consumption is expected to increase slightly compared to 2024, reflecting the increased demand for production and construction activities. Specifically, 14.250 liters of fuel oil (FO), 8.232 liters of gasoline, and 390.388 kWh of electricity will be consumed, reflecting the increased operational and construction needs of the project in line with infrastructure investment progress during the year.

5.3. Water consumption:

Water supply and water usage for business activities during the year: Primarily using water supplied by the water treatment plant for construction purposes, the usage in 2025 is 3.227m³ an increase compared to the usage in 2024 of 1.940 m³.

5.4. Compliance with environmental protection laws:

a) Number of times penalized for violations of environmental laws and regulations: *None*



b) Total amount of fines for violations due to non-compliance with environmental laws and regulations: *None*.

5.5. Policies related to workers

a) Number of workers, average wage for workers.

Number of employees as of December 31st, 2025: 72 employees, including seasonal workers. Average guaranteed income: 7,5 million VND/person/month.

b) Policies aimed at ensuring occupational health, welfare, and safety.

❖ Implement policies and regulations for workers.

The company fully complies with all legal regulations regarding employee benefits, including wages, social insurance, health insurance, unemployment insurance, leave, and related rights. In 2025, the company did not have any cases of female employees taking maternity leave.

❖ Welfare and care activities

The Company's Trade Union regularly organizes activities to care for the lives of employees, such as visiting them when they are sick, providing support when they face difficulties, attending funerals of deceased relatives, organizing birthday celebrations for members, and holding gatherings on holidays such as March 8th and October 20th. In 2025, the Union provided visits and support to union members, contributing to timely encouragement and sharing with employees. A total of 247.300.000 VND was spent on activities to care for, protect, and train union members and employees; and 42.900.000 VND was spent on union member outreach and employee awards.

❖ Training and professional development activities in 2025

In 2025, the Company will focus on enhancing the management and professional capabilities of its leadership team, managers, and employees by sending members of the Board of Directors, Audit Committee, General Director's Office, Board Secretary, Chief Accountant, and information disclosure officers to participate in training programs, seminars, and professional workshops.

Training content focuses on corporate governance, information disclosure, corporate financial management, risk management, sustainable development, securities law compliance, tax policies, and corporate accounting systems. Simultaneously, the company participates in specialized seminars related to private sector economic development, climate change management, guidance on ESG information disclosure for the real estate and construction industry, as well as programs updating on new tax policies and accounting regulations.

In addition, the company also focuses on professional training for personnel working in the real estate sector. In 2025, the company sent 9 personnel to participate in the real estate brokerage certification exam organized by the competent authority and they were granted professional certificates as prescribed.

Through training and development activities in 2025, the professional competence, management skills, and level of legal compliance of the Company's management staff and employees will continue to be enhanced, contributing to increased operational efficiency and sustainable development of the enterprise.

5.6. Reporting on responsibilities towards the local community.

❖ Community activities:



PVCL actively participates in local movements such as “Green - Clean – Beautiful” and “All citizens protect national security”; at the same time, it promotes and raises awareness about occupational safety, environmental protection, and sustainable urban development.

❖ **Social welfare:**

In 2025, the company donated 100 gift packages to disadvantaged families and contributed to the "Tet for the Poor" Fund, providing practical support to the local community.

❖ **Urban security and safety:**

PVCL collaborates with the authorities to strengthen security and order; invests in fire prevention and fighting equipment and implements safety measures in residential areas.

❖ **Green spaces:**

Focus on developing green spaces and landscaping; renovate the Nhan Luc canal system in combination with green areas, contributing to improving the living environment and enhancing urban quality in a sustainable manner.

PART 2

PLAN OF ACTIVITIES FOR 2026

I. Business plan for 2026:

Based on the business results of 2025, the economic situation, and the direction of the Board of Directors, the Board of Management sets the following targets for 2026:

- **Revenue:** 300 billion VND
- **Net profit after tax:** 30 billion VND

This objective is based on maximizing the utilization of existing resources, responding to economic challenges, and promoting project development.

II. Implementation Solutions

1. Finance and Business

- Strengthen business strategy and sales policies; develop online channels and a local consulting team. Conduct market research and design new products that meet customer needs.
- Promote the project through cultural events and trade fairs to enhance brand value.
- Exploiting the service of leasing and transferring commercial and service areas (KTM-01, KTM-02, C-TM01, C-TM07, YT-01).
- Seeking medium and long-term financing; partnering with banks to support homebuyers with flexible payment options.
- Increase labor productivity to ensure the achievement of revenue and profit targets.

2. Investment and construction

- Complete the project's technical infrastructure to meet the conditions for real estate business.
- Intensify efforts to find partners to develop the remaining components next to TDDT-01 sports complex and GD-02 multi-level school, including the hospital land, commercial center, and supermarket area.
- New product development: a series of houses with 1 ground floor and 2 upper floors, and 1 ground floor and 1 upper floor (O-LK84, O-LK86) and products O-LK63, O-LK64, O-LK65, O-LK66.



3. Management

- Improve management capabilities, recruit high-quality personnel, and increase accountability for departments and individuals.
- Adjust salary, bonus, and benefits policies to align with production and business tasks.
- Monitor monthly/quarterly plans; focus resources on completing technical infrastructure.
- Complete the adjustment of the project's master plan to finalize 100% of the technical infrastructure and ensure the project's development objectives are met.

With the above solutions, along with the close guidance of the Board of Directors, the trust and support of shareholders, the backing of the local community, and the sense of responsibility of the entire staff, the company's management expects to achieve its business plan objectives and promote the development of the PVCL project in 2026.

GENERAL DIRECTOR

Recipients:

- CCL General Meeting of Shareholders;
- BOD, Audit Committee, General Director;
- Archived: secretaries.



[Signature]
Duong The Nghiem



**ACTIVITY REPORT
BY THE AUDIT COMMITTEE AND INDEPENDENT MEMBERS
OF THE BOARD OF DIRECTORS 2025**

**To: Annual General Meeting of Shareholders 2026
Cuu Long Petro Urban Development And Investment Corporation**

The Independent Members of the Board of Directors and the Audit Committee respectfully present to the Annual General Meeting of Shareholders 2026 the report on the results of operations in 2025 and the plan for 2026 as follows:

I. REPORT ON THE ACTIVITIES OF THE AUDIT COMMITTEE IN 2025:

1. Organizational structure and operating mechanism of the Audit Committee:

- The company operates under the model of an Audit Committee directly reporting to the Board of Directors as stipulated in Point b, Clause 1, Article 137 of the 2020 Enterprise Law. The Audit Committee for the term (2022-2027) consists of 2 members, specifically as follows:

+ Mr. Le Phuoc Sang – Independent member of the Board of Directors, holding the position of Chairman of the Audit Committee

+ Mr. Pham Tan Khoa – Independent member of the Board of Directors, holding the position of Member of the Audit Committee

- The Audit Committee operates according to the Regulations on the Operation of the Audit Committee issued by the Board of Directors, in accordance with the Company's Charter and current legal regulations; ensuring the principles of independence, objectivity, transparency, and protection of shareholder rights.

2. The operational status of the Audit Committee in 2025:

- In 2025, the Audit Committee held 4 meetings with full attendance of all members, achieving a 100% participation rate. In addition, the Audit Committee members regularly exchanged information and worked with the Board of Directors, the Executive Board, departments, and independent auditors to carry out their Audit duties.

- The main contents approved concern monitoring quarterly/semi-annual/annual financial reporting results; reviewing the internal control system and risk management; recommending the selection and supervision of an independent auditing firm; monitoring compliance with laws, charters, internal regulations and resolutions of the General Meeting of Shareholders and the Board of Directors; and monitoring transactions with related parties.

3. Remuneration and operating expenses of the Audit Committee:

- The remuneration of the members of the Audit Committee is paid in accordance with the budget approved by the General Meeting of Shareholders and is disclosed in detail in the audited financial statements for the fiscal year 2025 of the Company.

- The operating costs of the Audit Committee comply with the Company's internal regulations and rules.

4. Coordination of activities between the Audit Committee and the Board of Directors, the General Management Board, and other management personnel:



- In 2025, the Audit Committee will maintain close coordination with the Board of Directors, the General Management Board, and relevant departments to monitor and control the Company's operations. The Audit Committee will have full and timely access to relevant information and documents, ensuring independence and objectivity in the performance of its duties.

- Issues that arise are promptly discussed and addressed between the Internal Control Committee, the Board of Directors, and the General Management Board, contributing to improved internal control, risk management, and overall operational quality.

5. Report on the results of the Audit Committee's monitoring activities in 2025:

5.1. Report on the results of monitoring the company's financial statements:

- The Audit Committee has supervised the process of preparing and publishing financial statements (quarterly, semi-annual, and annual) to ensure their accuracy, fairness in material respects, and compliance with Vietnamese accounting standards and current legal regulations.

- The reporting process did not record any material errors that would have distorted the Company's business results.

5.2. Report on the results of monitoring the internal control and risk management system:

- Monitoring results show that the Company has issued and strictly implemented internal control and risk management procedures in accordance with legal regulations.

- The company's management documentation system has been developed in accordance with legal regulations, company requirements, and governance principles; it has been communicated to all employees for their understanding and implementation.

- All activities throughout the company are controlled at all levels according to regulations, policies, or requirements of management.

- However, to further improve the quality of risk management, the Audit Committee has requested the Board of Directors to review the entire risk management framework of the Company, including policies, procedures, and assessment methods; in order to strengthen cost control and improve investment efficiency.

5.3. Report on the results of monitoring independent audit services:

- In 2025, Southern Auditing And Accounting Financial Consulting Services Company Limited (AASCS) conducted audits of the Company's semi-annual and annual financial statements. AASCS is an independent auditing firm approved by the State Securities Commission to audit financial statements for companies listed on the Vietnamese stock exchange.

- Scope, content, methods, and timeframe of the audit: The audit was conducted by the auditing firm in accordance with the signed contract No. 189/HDKT/TC/2025/AASCS dated June 05th, 2025, in an objective manner; complying with legal regulations on independence and completing the audit reports on time.

5.4. Report on the results of the assessment of transactions with related parties:

- The Internal Audit Committee has monitored related-party transactions through periodic report reviews, discussions with the finance-accounting and independent audit departments regarding the principle of independent transactions, and verification of compliance with internal regulations on transaction disclosure and approval. Currently, the Company has issued and implemented a conflict of interest policy and deployed a conflict of interest control system, including control of related-party transactions.



- Transactions with related parties are strictly controlled and comply with legal regulations and the Company's Articles of Association, as well as internal regulations on related-party transaction control. No conflicts of interest have been detected, ensuring transparency in transactions with related parties.

5.5. Report on the results of monitoring the implementation of the Board of Directors' and the Audit Committee's resolutions:

- The Audit Committee has monitored the issuance and implementation of the Board of Directors' resolutions, assessing the level of compliance with authority and the delineation of responsibilities between the Board of Directors and the Executive Board. The monitoring results show that the resolutions were issued according to proper procedures, included risk analysis, and were implemented seriously; no instances of exceeding authority or systematic delays in implementation were recorded. The resolutions were issued validly, within the proper authority, and in compliance with the information disclosure requirements for listed companies.

- After being issued, the resolutions of the Audit Committee are communicated to the Board of Directors and relevant parties for implementation. The recommendations and requirements of the Audit Committee stated in the resolutions are implemented seriously, fully, and promptly.

6. Directions for the activities of the Audit Committee in 2026:

In 2026, the Audit Committee will continue to play its role as an independent Audit body under the Board of Directors, fully performing its functions in accordance with the law, the Company Charter, and the Regulations on the operation of the Board of Directors and the Audit Committee, with the following focus:

- Review and assess financial statements periodically; ensure they are accurate, reasonable, and comply with accounting standards.

- Collaborate with the Board of Directors and the Executive Board to improve the internal control and risk management systems, aiming to optimize resources and align with modern governance models.

- Monitoring key production, business, and investment activities; controlling costs to improve operational efficiency.

- Monitor transactions with related parties; ensure openness and transparency.

II./ REPORT ON THE ACTIVITIES OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS IN 2025

1. Organizational structure and operating principles of the Independent Members of the Board of Directors:

- The Board of Directors for the term (2022–2027) consists of 5 members, including 2 independent members and 1 non-executive member. Specifically, the two independent members of the Board of Directors are:

1. Mr. Le Phuoc Sang - Independent Member of the Board of Directors

2. Mr. Pham Tan Khoa - Independent Member of the Board of Directors

- In 2025, as independent members of the Board of Directors, we performed our duties on the principles of independence, objectivity, and in the best interests of the Company and all shareholders:

We respect the executive authority of the Board of Directors, while fully exercising the Audit role of the Board of Trustees in accordance with the law and the Company's Articles of Association.



+ During our time on the Board of Directors, we maintained a risk-based approach; focusing on the quality of strategic discussions; the transparency of information; and the alignment between governance decisions and the Company's execution capabilities.

+ Counterarguments are made based on data analysis, frank discussions, and a focus on the long-term interests of shareholders, avoiding conflicts of interest.

2. Performance of Independent Board Members in 2025:

- In 2025, our independent Board members attended in full. **10** Board of Directors meetings were held, achieving a 100% voter turnout; and we exercised our independent and objective voting rights on all Board of Directors Resolutions and Decisions.

- At the Board of Directors meetings, our independent Board members focused on discussing and providing feedback on strategic content, business plans, investments, capital structure, as well as issues with long-term impacts on the Company's competitiveness and sustainable development.

3. Remuneration and operating expenses of independent members of the BOD:

- The remuneration of independent members of the Board of Directors will be paid in accordance with the budget approved by the General Meeting of Shareholders and will be disclosed in detail in the audited financial statements for the fiscal year 2025 of the Company.

- The operating expenses of the Independent Board Members comply with the Company's internal regulations and policies.

4. Report on the results of monitoring by independent members of the Board of Directors in 2025:

4.1. Report on the results of monitoring the company's business operations:

- Our independent Board members have provided strategic advice, contributed independent opinions on strategy, and advised on investment plans for each period; ensuring that business decisions are consistent with practical realities and the fluctuating market conditions.

- Our independent Board members have overseen compliance, confidentiality, and adherence to the hierarchical authority structure within the Company regarding key business operations.

- In addition, our independent Board members also plan to prevent conflicts of interest by reviewing and monitoring the implementation of voting exemption obligations for cases with vested interests, ensuring transparency in all of the Company's activities for shareholders.

4.2. Report on the results of monitoring the activities of the Board of Directors:

- The Board of Directors has fully exercised its rights and obligations as stipulated by law, the Articles of Association, and the Company's internal regulations; and has also correctly implemented the contents of the Resolutions approved by the Company's General Meeting of Shareholders.

- The Board of Directors has effectively fulfilled its role of providing direction and supervision, issuing timely resolutions and policies within its authority, in line with the business strategy and the overall market context in each period.

- The Board of Directors has provided full and timely information disclosure and ensured access to information and fair treatment for all shareholders.

- The Board of Directors provides guidance, direction, and regular supervision of the Executive Board's activities, ensuring that management practices align with modern governance trends to maximize benefits for the Company.



4.3. Report on the results of monitoring the Executive Board's activities:

- In 2025, The Executive Board has held regular monthly meetings to assess the business performance and implement appropriate operational solutions in line with actual developments and the directives of the Board of Directors. They have strictly implemented the resolutions and business plans approved by the General Meeting of Shareholders and the Board of Directors; and have complied with their functions and duties as stipulated in the Company's Charter.

- In 2025, the Board of Directors strived to maintain growth, stabilize operations, and control financial risks. Management and operations were conducted in accordance with regulations, with no violations or conflicts of interest recorded.

5. Recommendations from the Independent Members of the Board of Directors:

From an independent perspective, we, the Independent Members of the Board of Directors, recommend that the Board of Directors and the Executive Board continue to prioritize improving governance quality in the following areas:

- Strengthen strategic monitoring mechanisms linked to risk management; accelerate the modernization roadmap for information technology systems and data management.

- Enhance the capacity for timely and accurate market analysis and forecasting; and continue to improve the mechanism for evaluating the performance of the Board of Directors, the Executive Board, and the Committees in accordance with modern practices.

- Strengthening constructive criticism within the Board of Directors and the Executive Board to contribute to improving the quality of decisions.

- Regularly propose and promptly address any outstanding issues to protect the long-term interests of shareholders.

In fulfilling our responsibilities, we, the independent members of the Board of Directors, are committed to continuing to perform our duties independently, objectively, and based on risk assessment in 2026, in order to contribute to strengthening the Company's foundation of transparent and sustainable governance.

We respectfully submit this to the Annual General Meeting of Shareholders in 2026 for consideration and approval.

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

Le Phuoc Sang

**INDEPENDENT MEMBER OF THE BOD
MEMBERS OF THE AUDIT COMMITTEE**

Pham Tan Khoa

Recipients:

- CCL General Meeting of Shareholders;
- BOD, Audit Committee, General Director;
- Archived: secretaries.



No.: 01/TTr.HDQT.PVCL.26

Can Tho, April 24th, 2026

SUBMISSION 01

On the approval of the audited Financial Statements for 2025, & Profit distribution in 2025 and plan for 2026

Dear: Annual General Meeting of Shareholders 2026

Cuu Long Petro Urban Development and Investment Corporation

- Pursuant to the Enterprise Law No. 59/2020/QH14 effective from January 1st, 2021;
- Pursuant to the Charter of Cuu Long Petro Urban Development and Investment Corporation;
- Based on the Financial Statements of Cuu Long Petro Urban Development and Investment Corporation audited by Southern Accounting and Auditing Financial Consulting Services Company Limited (AASCS)

I. Through audited financial statements for 2025:

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2024 financial statements of Cuu Long Petro Urban Development and Investment Corporation, audited by Southern Accounting and Auditing Financial Consulting Services Company Limited (AASCS) under No. 285/HĐKT/TC/2025/AASCS with the Auditor's opinion: "The financial statements have honestly and reasonably reflected, in all material aspects, the financial situation of Cuu Long Petroleum Urban Development and Investment Company as of December 31st, 2025, as well as the business results and cash flows for the financial period ending on the same day, in accordance with Vietnamese accounting standards and accounting regimes for enterprises and legal regulations related to the preparation and presentation of financial statements".

The 2025 financial report of Cuu Long Petro Urban Development and Investment Corporation has been disclosed according to regulations and posted on the Company's website: www.pvcl.com.vn.

II. Plan for distributing profit after tax in 2025:

Based on the audited financial report for 2025, the Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for approval of the 2025 profit distribution plan as follows:

ITEM	AMOUNT (vnd)
Total profit after corporate income tax according to the 2025 business performance report	28.409.202.709
Total fund provisions in 2025	5.681.840.540
- Provision for investment and development fund	2.840.920.270
- Provision for reward and welfare fund	2.840.920.270
Remaining after-tax profit after setting aside funds in 2025	22.727.362.169
Undistributed profit after tax of previous years	50.323.795.557
Total accumulated profit after tax remaining to pay dividends	73.051.157.726



- Charter capital as of April 24 th , 2026	595.814.180.000
- Dividend payment in shares at a rate of 10% of charter capital	59.581.410.000
Profit remaining after distribution of funds and payment of dividends	13.469.747.726

The accumulated amount of undistributed profit in 2025 of **13.469.747.726 VND** will be added to the undistributed profit after tax in 2026.

III. Plan for distribution of after-tax profits in 2026:

ITEM	PLAN
- Provision for investment and development fund	10%/profit after tax
- Bonus fund provision	5%/profit after tax
- Welfare fund provision	5%/profit after tax
- Expected dividend payout ratio in 2026 is 5%	5%/ charter capital

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**



NGUYEN TRIEU DONG



No.: 02/TTr.HDQT.PVCL.26

Can Tho, April 24th, 2026

SUBMISSION 02

On selecting an independent audit tool conduct financial statement audit in 2026

Dear: Annual General Meeting of Shareholders 2026

Cuu Long Petro Urban Development and Investment Corporation.

- Pursuant to the Enterprise Law No. 59/2020/QH14 effective from January 1st, 2021;
- Pursuant to the Charter of Cuu Long Petro Urban Development and Investment Corporation.

Purpose: To conduct an audit of the 2026 financial statements in accordance with the law and the Company's charter, ensuring transparency and improving the quality of governance and management.

I. CRITERIA FOR SELECTING AN INDEPENDENT AUDITING FIRM:

1. Operating legally in Vietnam, approved by the State Securities Commission of Vietnam to audit listed companies;
2. Experienced in auditing publicly traded companies.
3. Experienced in auditing publicly traded companies.
4. A team of highly qualified, experienced, honest auditors with strong professional ethics;
5. Reasonable fees, commensurate with the scope and quality of the audit.

II. THE AUDITING FIRM PROPOSES:

Priority selection:

1. **Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS)**

Address: No. 29, Vo Thi Sau, Tan Dinh Ward, Ho Chi Minh City

Other units in the reference list:

2. **Ernst & Young Vietnam Co., Ltd.** - No. 2 Hai Trieu, Sai Gon Ward, Ho Chi Minh City.
3. **A&C Auditing and Consulting Company Limited (A&C)** - No. 02 Truong Son, Tan Son Hoa Ward, Ho Chi Minh City.

The 2026 General Shareholders' Meeting is requested to authorize the Board of Directors to select AASCS to audit the reviewed semi-annual and annual financial statements for 2026. In case of a change, the Board of Directors has the right to choose one of the remaining two reference companies.

Respectfully submit to the 2026 Annual General Meeting of Shareholders for consideration and unanimous approval and authorization to the Board of Directors to implement.

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**



Nguyen Trieu Dong



No.: 03/TTr.HĐQT.PVCL.26

Can Tho, April 24th, 2026

SUBMISSION 03

Report on remuneration and operating expenses of the Board of Directors and positions under the Board of Directors in 2025 and plan for 2026

Dear: Annual General Meeting of Shareholders 2026

Cuu Long Petro Urban Development and Investment Corporation

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17th, 2020, effective from January 1st, 2021;
- Pursuant to the Charter of Cuu Long Petro Urban Development and Investment Corporation.

The Board of Directors reports to the General Meeting of Shareholders on the costs incurred in paying remuneration to the Board of Directors and its subordinate positions in 2025, and proposes the following plan for remuneration and operating expenses in 2026:

I. Report on remuneration payments to the Board of Directors and subordinate positions under the Board of Directors in 2025:

1. Board of Directors:

Time	Board of Directors	2025 remuneration (VND)
Salary from 01/01/2025 – 31/12/2025	01 Chairman + 04 Members	1.080.000.000
Tet bonus 2025	01 Chairman + 04 Members	90.000.000
Total		1.170.000.000

2. Audit Committee + Secretary of the Board of Directors:

Time	Audit Committee + Secretary	2025 remuneration (VND)
Salary from 01/01/2025 – 31/12/2025	03 Members	384.000.000
Tet bonus 2025	03 Members	32.000.000
Total		416.000.000

The total amount of remuneration paid by the Company to members of the Board of Directors, Audit Committee, and Secretary of the Board of Directors in 2025 is VND **1.586.000.000** (One billion five hundred and eighty-six million VND).



II. Plan for payment of remuneration, bonuses and operating expenses in 2026 for the Board of Directors and positions under the Company's Board of Directors:

In 2026, the Company proposes that the remuneration plan and specific expenses for each member of the Board of Directors and positions under the Board of Directors remain the same as in 2025 as follows:

1. Expected Board of Directors remuneration in 2026:

No.	Title	Quantity	Time to enjoy remuneration	Salary/month/person	Total remuneration/month	Total remuneration/year
1	Chairman of the Board	1	12 months	30.000.000	30.000.000	360.000.000
2	Board Member	4	12 months	15.000.000	60.000.000	720.000.000
	Total				90.000.000	1.080.000.000

2. Remuneration of the Audit Committee and other members of the Board of Directors:

No.	Title	Quantity	Time to enjoy remuneration	Salary/month/person	Total remuneration/month	Total remuneration/year
1	Chairman of the Audit Committee	1	12 months	12.000.000	12.000.000	144.000.000
2	Audit Committee Member	1	12 months	10.000.000	10.000.000	120.000.000
3	Secretary of the Board of Directors; Person in charge of information disclosure;	1	12 months	10.000.000	10.000.000	120.000.000
	Total				32.000.000	384.000.000

Thus, the expected monthly remuneration to be paid to the Board of Directors and members under the Board of Directors is **122.000.000 VND**, the total expected remuneration to be paid to the Board of Directors and members under the Board of Directors in 2025 is **1.464.000.000 VND**.

3. The expected bonus fund for 2026 of the Board of Directors and members under the Board of Directors of the company in 2026 is as follows:

Year-end bonus for members of the Board of Directors and members under the Board of Directors in 2026, the bonus level will be considered based on business performance at the end of the year, not exceeding 0,5% of profit after tax.

=> The Board of Directors requests a vote and authorizes the Board of Directors to implement the reward report to the annual General Meeting of Shareholders.



Respectfully submit to the 2026 Annual General Meeting of Shareholders for consideration and approval by the General Meeting.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.




Nguyen Trieu Dong



No.: 04/TTr.HĐQT.PVCL.26

Can Tho, April 24th, 2026

SUBMISSION 04

On the approval of transactions between the Company and related parties of insiders and related persons of insiders in 2026

Dear: Annual General Meeting of Shareholders 2026

Cuu Long Petro Urban Development and Investment Corporation.

- Based on the actual situation of the enterprise and due to the nature of its operations, transactions frequently arise with partners that are organizations related to insiders to serve construction, buying and selling, service provision, and product consumption.
- Based on the Enterprise Law No. 59/2020/QH14, guiding decrees on corporate governance, the Securities Law, and the Company's Charter.

The Board of Directors submits the following to the Annual General Meeting of Shareholders 2026 for consideration:

1. Approve all economic contracts with organizations and individuals related to insiders regarding economic contracts for buying and selling, construction, and other transactions serving the company's regular production and business activities, including the following entities:

No.	Partner	Relationships with insiders	Transaction type	Applicable period
1	Nhan Luc Construction and Trading Company Limited	It involves an insider (the company is linked to the chairman's child).	Economic contracts for buying and selling transactions, construction contracts, and other transactions serving production and business activities.	From the date of the 2026 Annual General Meeting of Shareholders until before the date of the 2027 Annual General Meeting of Shareholders.
2	Tai Luc Construction & Trade Company Limited	It involves an insider (a company related to the Deputy General Director).	Economic contracts for buying and selling transactions, construction contracts, and other transactions serving production and business activities.	From the date of the 2026 Annual General Meeting of Shareholders until before the date of the 2027 Annual General Meeting of Shareholders.

2. It was unanimously agreed to authorize the Board of Directors to direct the General Director to act as the representative to sign contracts and transactions for any arising issues, ensuring transparency, compliance with the law, the Company's Charter, and resolutions of the General Meeting of Shareholders.

Respectfully submitted to the Meeting for consideration and approval./.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.



NGUYEN TRIEU DONG



No.: 05/TTr.HDQT.PVCL.26

Can Tho, April 24th, 2026

SUBMISSION 05

Re: Share issuance plan for dividend payment for 2025

To: Annual General Meeting of Shareholders 2026

Cuu Long Petro Urban Development and Investment Corporation.

I. PURSUANT TO:

- The Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and relevant guiding documents;
- The Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and relevant guiding documents;
- The Law amending and supplementing 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 No. 56/2024/QH15 dated November 29, 2024;
- Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;
- The Charter of Cuu Long Petro Urban Development and Investment Corporation

II. AGENDA TO BE PRESENTED TO THE GENERAL SHAREHOLDER MEETING:

The Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the share issuance plan for dividend payment for 2025 with the following details:

III. SHARE ISSUANCE PLAN:

1. Share name: Shares of Cuu Long Petro Urban Development and Investment Corporation

2. Type of shares: Ordinary shares

3. Ticker symbol: CCL

4. Par value: VND 10.000/share

5. Current charter capital: VND 595.814.180.000

6. Total issued shares: 59.581.418 shares

In which:

- Outstanding shares: 59.581.418 shares

- Treasury shares: 0 shares

7. Number of shares to be issued: 5.958.141 shares

8. Total issuance value at par value: VND 59.581.410.000



9. Total shares after issuance: 65.539.559 shares

10. Charter capital after issuance: VND 655.395.590.000

11. Issuance method: Issuance of shares for dividend payment for 2025

12. Eligible recipients: Existing shareholders whose names are recorded in the shareholder list as of the record date for determining entitlement to receive shares. The GMS authorizes the BOD to determine the record date for finalizing the shareholder list for the purpose of share entitlement.

13. Issuance ratio (number of shares to be issued / number of outstanding shares): 10%

14. Exercise ratio: 100:10. Shareholders owning 01 share will receive 01 right; for every 100 rights, shareholders will receive 10 new shares.

15. Source of capital: Undistributed after-tax profit as of December 31, 2025 according to the audited financial statements for 2025.

16. Treatment of fractional shares: Additional shares distributed to each shareholder will be rounded down to the nearest whole number. Fractional shares (if any) will be cancelled.

Example: A shareholder owning 119 shares as of the record date, with an exercise ratio of 100:10, will be entitled to receive $(119/100) \times 10 = 11.9$ new shares. In accordance with the above calculation principle, the shareholder will receive 11 new shares, and the fractional portion of 0.9 share will be cancelled.

17. Implementation timeline: Upon approval by the General Meeting of Shareholders and after the State Securities Commission of Vietnam confirms receipt of complete issuance documents, the implementation is expected from Quarter III/2026. The General Meeting of Shareholders authorizes the Board of Directors to determine the appropriate timing of the issuance in order to ensure shareholders' interests and compliance with applicable laws.

18. Additional securities registration and listing: The GMS authorizes the Board of Directors to decide on and carry out the procedures for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing on the Ho Chi Minh City Stock Exchange (HOSE) after completion of the issuance, in accordance with applicable laws.

19. Amendment of the Company Charter: Approval of the amendments to the Company's Charter (in respect of charter capital) and the adjustment of the Enterprise Registration Certificate in accordance with applicable laws and the guidance of competent authorities, following the State Securities Commission of Vietnam's confirmation of receipt of the report on the results of the share issuance.

20. Authorization:

The GMS authorizes the BOD to decide on all matters related to the issuance, including:

- To decide on the preparation and submission of application dossiers and explanatory reports to competent authorities in accordance with applicable laws; and to decide on amendments to the issuance plan and other related documents as required by the State Securities Commission of Vietnam and other competent authorities.



- To determine the record date for finalizing the list of shareholders for the implementation of the share issuance plan for dividend payment for 2025.
- To proactively develop plans to ensure foreign ownership limits are in compliance with applicable laws.
- To amend provisions related to charter capital, shares, and stocks in the Company's Charter in accordance with applicable laws and the guidance of competent authorities.
- To carry out procedures for registration of changes to charter capital and adjustment of the Enterprise Registration Certificate based on the actual results of the issuance, in accordance with applicable laws and guidance of competent authorities.
- To implement procedures, perform necessary tasks, and determine the appropriate timing for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing on the Ho Chi Minh City Stock Exchange (HOSE) for the number of shares issued in accordance with the plan approved by the General Meeting of Shareholders, in compliance with applicable laws and guidance of competent authorities.
- To handle other matters related to the share issuance to ensure the successful implementation of the share issuance for dividend payment.
- Depending on specific circumstances, the Board of Directors may re-authorize the legal representative to carry out one or several of the above-mentioned tasks.

The above is the share issuance plan for dividend payment for 2025.

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

Respectfully submitted!

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**



NGUYEN TRIEU DONG



No.: 06/TTr.HĐQT.PVCL.26

Can Tho, April 24th, 2026

SUBMISSION 06

Regarding the approval of supplementary and amended content of the Charter
Cuu Long Petro Urban Development and Investment Corporation

To: Annual General Meeting of Shareholders 2026
Cuu Long Petro Urban Development and Investment Corporation

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17th, 2020, effective from January 1st, 2021;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on November 26th, 2019, effective from January 1st, 2021;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31st, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of Cuu Long Petro Urban Development and Investment Corporation;

In order to comply with current regulations on business lines according to the new economic sector code system (Decision 36/2025/QĐ-TTg) and the content approved by the General Meeting of Shareholders, the Board of Directors respectfully submits to the General Meeting for consideration and approval the following amendments and additions to the Charter:

1. Adjusting business lines:

Update the business activities table in Clause 1, Article 4 of the current company charter according to the content of the Business Registration Update Confirmation Certificate No. 15095/26 dated March 13th, 2026, issued by the Business Registration Office - Department of Finance of Can Tho City:

No.	Occupation before the change	Industry code	Occupation after the change	Industry code	Note
1	Wholesale of computers , peripherals, and software.	4651	Wholesale of computers , peripherals, and software.	4651	Update the names of professions/occupations.
2	Trading in construction materials and other installation equipment.	4663	Wholesale of other building materials and installation equipment.	4673	Update changes to industry codes.



2. Contents of the capital adjustment:

It was unanimously agreed to authorize the Board of Directors to proactively implement updates and adjustments to the Charter after the completion of the procedures for issuing shares to pay dividends for 2025, based on the unanimous results of the approved proposal for issuing shares to pay dividends for 2025.

The full content of the amendments and additions to the Charter will be published on the websites **pvcl.com.vn** or **dothi5a.com**. The amendments and additions will take effect and apply from the date of approval by the Annual General Meeting of Shareholders in 2026.

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

Recipients:

- General Meeting of Shareholders;
- BOD, Audit Committee, BOM;
- Archived: secretaries.

**ON BEHALF OF BOARD OF DIRECTORS
CHAIRMAN**



Nguyen Trieu Dong



No.: .../BB.DHDCD/PVCL.26

Can Tho, April 24th, 2026

DRAF

MINUTES OF MEETING
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT
CORPORATION

A. BUSINESS:

- Business name: **Cuu Long Petro Urban Development and Investment Corporation**
- Head office: No. 02, Lot KTM06, Road No. 6, Urban Area 5A, Phu Loi Ward, Can Tho City.
- Business registration certificate: No. 2200280598 issued by the Department of Planning and Investment of Soc Trang province, changed for the 20th time on November 10th, 2025.

B. LEGAL BASIS:

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17th, 2020, effective from January 1st, 2021;
- Charter of operation of Cuu Long Petro Urban Development and Investment Corporation;

C. TIME AND PLACE

- Time: , April 24th , 2026
- Location: at the Conference Hall of Cuu Long Petro Urban Development and Investment Corporation.

D. SHAREHOLDER QUALIFICATIONS EXAMINATION COMMITTEE

- The Board of Directors unanimously assigned the Shareholder Qualification Review Committee to include:

1. Mr./Mrs Position: Prefect
2. Mr./Mrs Position: Member

- On behalf of the Shareholder Qualification Examination Board, the Head of the Examination Board reported the results of the shareholder qualification examination as follows:

+ The total number of shareholders of Cuu Long Petro Urban Development and Investment Corporationas of **March 13rd, 2026** is shareholders, owning **59.581.418** voting shares

+ The total number of shareholders attending in person and by proxy at the 2026 Annual General Meeting of Shareholders on **April 24th, 2026** is shareholder, owning voting shares, accounting for % of the total number of voting shares of the Company.

Pursuant to Clause 1, Article 14.5 of the Law on Enterprises 2020: General Assembly The 2026 Annual General Shareholders of Cuu Long Petro Urban Development and Investment Corporation have met the conditions to proceed.

E. PARTICIPANTS:



- The 2026 Annual General Meeting of Shareholders has the attendance of shareholders and authorized persons of Cuu Long Petro Urban Development and Investment Corporation, accounting for %/ total number of voting shares of the Company.

- With all members of the Board of Directors, Audit Committee and guests.

1. The current Board of Directors includes:

1. Mr. Nguyen Trieu Dong - Position: Chairman of the Board of Directors
2. Mr. Duong The Nghiem - Position: Member of Board of Directors
3. Mr. Truong Truc Linh - Position: Independent Member of Board of Directors
4. Mr. Le Phuoc Sang - Position: Independent Member of Board of Directors
5. Mr. Pham Tan Khoa - Position: Independent Member of Board of Directors

2. The current Audit Committee members include:

1. Mr. Le Phuoc Sang - Independent Member of the Board of Directors
- Chairman of the Audit Committee
2. Mr. Pham Tan Khoa - Independent Member of the Board of Directors
- Member of the Audit Committee

F. CONFERENCE CONTENT

- Through the working composition at the Meeting: Presidium, Chairman, Secretariat and Vote Counting Committee;
- Approval of the Meeting Agenda, Working Regulations, Voting Rules;
- Approval reports of the Board of Directors, Board of Management, Audit Committee;

- Approval the Reports on the following contents:

+ **Submission 01:** On the approval of the audited Financial Statements for 2025 and Profit distribution in 2026 and plan for 2026.

+ **Submission 02:** On selecting an independent audit tool conduct financial statement audit in 2026.

+ **Submission 03:** Report on remuneration and operating expenses of the Board of Directors and positions under the Board of Directors in 2025 and plan for 2026.

+ **Submission 04:** On the approval of transactions between the Company and related parties of insiders and related persons of insiders in 2026.

+ **Submission 05:** Regarding the plan for issuing shares to pay dividends in 2025.

+ **Submission 06:** Regarding the approval of supplementary and amended content of the Charter Cuu Long Petro Urban Development and Investment Corporation.

- The Meeting discussed and voted to approve the Minutes and Resolutions of the Meeting.

G. SUMMARY OF MEETING PROCEEDINGS:



I. Approval of the Presidium, Chairman, Secretariat, Vote Counting Committee, Working Program, Working Regulations, Voting Rules at the Meeting.

1. Approving the proposal of the Board of Directors on the Presidium and Chairman of the Meeting including the following members:

1. Mr. Nguyen Trieu Dong - Position: Chairman of the BOD - **Chairman**
2. Mr. Duong The Nghiem - Position: Member of BOD - **Member**
3. Mr. Truong Truc Linh - Position: Member of BOD - **Member**
4. Mr. Le Phuoc Sang - Position: Independent Member of BOD - **Member**
5. Mr. Pham Tan Khoa - Position: Independent Member of BOD - **Member**

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

⇒ **Conclusion: With the voting percentage of ...%, the Meeting unanimously approved.**

2. Approve the proposal of the Presidium on the Meeting Secretariat consisting of the following members:

1. Mr./Mrs - Position: - **Head of Secretariat**
2. Mr./Mrs - Position: - **Member**

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

⇒ **Conclude: With the voting ratio of %, the Meeting unanimously passed.**

3. Approval of the proposal of the Presidium on the Vote Counting Committee at the Meeting consisting of the following members:

1. Mr/Mrs: - Position: - **Head of the counting committee**
2. Mr/Mrs: - Position: - **Member**

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:



- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

⇒ **Conclusion: With the voting percentage of ...%, the Meeting unanimously approved.**

4. Approve the Organizing Committee's proposal on the Program and Working Regulations at the Meeting:

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

⇒ **Conclude: With the voting ratio of %, the General Meeting unanimously passed.**

5. Approve the proposal of the Ballot Counting Committee to stipulate the Voting Rules:

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

⇒ **Conclusion: With the voting percentage of ...%, the Meeting unanimously approved.**

II. RESULTS OF VOTING ON MAIN CONTENTS OF THE MEETING:

A. CONTENTS OF VOTING BALLOT REPORT:

Content 1: Through the Board of Directors' activity report for 2025 and the operational plan for 2026.

The representative of the Presidium presented to the Meeting for approval the content of the Board of Directors' report on activities in 2025 and the direction of activities in 2026.

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
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- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion**: *With an approval rate of ...%, the General Meeting unanimously approved the Board of Directors' activity report for 2025 and the operational plan for 2026.*

Content 2: Approval of the Board of Management's Report on business performance in 2025 and business plan in 2026

The representative of the Presidium presented to the Meeting for approval the content of the board of directors's report on the results of production and business activities in 2025 and the production and business plan for 2026.

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion** : *With an agreement rate of ...%, the Meeting unanimously approved the Board of Management 's Report on the 2025 business performance results and the 2026 business plan.*

Content 3: Approval of the Audit Committee's Report on the content of the 2025 Audit Committee's independent member's performance report & 2026 performance plan.

The representative of the Presidium presented to the Meeting for approval of the content of the Audit Committee's Report on the performance report of the independent members of the Board of Directors in the Audit Committee in 2025 and the 2026 operational plan.

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion**: *With an agreement rate of %, the Meeting unanimously approved the Report of the Audit Committee on the content of the Report on the activities of the independent members of the Board of Directors in the Audit Committee in 2025 & the operation plan for 2026.*

B. CONTENTS OF THE VOTING BALLOT PROPOSAL BY VOTING CARDS:

Content 4 : Approval of Submission 01 on the audited 2025 Financial Report & 2025 profit distribution plan and 2026 plan.



The representative of the Presidium presented to the Meeting for approval of the audited 2025 Financial Report, the 2025 profit distribution plan and the 2026 plan.

The Meeting conducted a vote, using VOTING CARD 01, with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion**: *With an approval rate of ... % , the Meeting unanimously approved the audited 2025 Financial Report & the 2025 profit distribution plan and the 2026 plan.*

Content 5: Approval of Submission 02 on selecting the Auditing Unit for the 2026 Financial Statements

The representative of the Presidium presented to the Meeting for a vote to approve the content of Submission 02 on selecting an Auditing Unit for the 2026 Financial Statements.

The Meeting conducted a vote, using VOTING CARD 02, with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion**: *With an approval rate of ...%, the Meeting unanimously approved the Proposal on selecting an Auditing Unit for the 2026 Financial Statements. Agreed to authorize the Board of Directors to select 01 of the auditing companies in the list approved in Proposal 02.*

Content 6: Approval of Submission 03 on the Report on remuneration payment results for the Board of Directors and positions under the Board of Directors in 2025 and the payment plan for 2026.

The representative of the Presidium presented Submission 03 on remuneration payment for Board of Directors and positions under the Board of Directors in 2025 and payment plan in 2026.

The Meeting conducted a vote, using VOTING CARDS 03, with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
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- Number of voting shares disagree:	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions:	 share;	Occupy proportion:	...%

=> **Conclusion:** *With an approval rate of ...%, the Meeting unanimously approved the Report on the results of remuneration payment to the Board of Directors and positions under the Board of Directors in 2024 and the payment plan for 2025.*

Content 7: Approval of Submission 04 on approving transactions between the Company and related parties of insiders and related parties of insiders in 2026.

The representative of the Presidium presented Submission 04 approving transactions between the Company and related parties with insiders and related persons of the company in 2026.

Shareholder Nguyen Trieu Dong - Chairman of the Board of Directors is an insider related to Ut Xi Aquatic Products Processing Corporation and shareholder Nguyen Kim Hong Dao - a related insider, related to Tai Luc Construction & Trade Company Limited. As a shareholder with interests related to the content of this Proposal, he/she does not participate in voting on this issue. Therefore, the total number of shares with voting rights on this issue at the General Meeting is: shares.

The Meeting conducted a vote, using VOTING CARD 04, with the following results:
Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor:	share;	Occupy proportion:	... %
- Number of voting shares disagree:	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions:	 share;	Occupy proportion:	...%

=> **Conclusion:** *With an agreement rate of ...%, the General Meeting unanimously approved the Report on transactions between the Company and related parties of insiders and related parties of insiders in 2026.*

Content 8: Approval of Submission 05 Regarding the plan for issuing shares to pay dividends in 2025.

The representative of the Presidium presented Submission 05 Regarding the plan for issuing shares to pay dividends in 2025.

- **Current charter capital:** 595.814.180.000 VND
- **Number of shares issued:** 59.581.418 shares
- **Number of shares outstanding:** 59.581.418 shares
- **Number of shares expected to be issued (10%):** 5.958.140 shares
- **Total number of shares expected after issuance:** 65.539.559 shares



- **Expected charter capital after issuance:** 655.395.590.000 VND

The Meeting conducted a vote, using VOTING CARDS 05, with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion:** *With an approval rate of ...%, the General Meeting unanimously approved the Regarding the plan for issuing shares to pay dividends in 2025.*

Content 9: Approval of Submission 06 Regarding the approval of supplementary and amended content of the Charter Cuu Long Petro Urban Development and Investment Corporation.

The representative of the Presidium presented Submission 06 approving the content of the amendment to the Charter of Cuu Long Petro Urban Development and Investment Corporation.

It is agreed to update the content of the Industry Code in Clause 1, Article 4 of the company's charter. Regarding the updated amendment to the charter capital due to the issuance of shares to pay dividends in 2025, the Board of Directors is tasked with directing the implementation and updating the information disclosure in accordance with regulations.

The Meeting conducted a vote, using VOTING CARDS 05, with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion:** *With an approval rate of ...%, the General Meeting unanimously approved the supplementary amendments to the Charter of Cuu Long Petro Urban Development and Investment Corporation.*

Content 10: Approval of the proposal to authorize the Company's Board of Directors to implement the contents approved by the 2026 Annual General Meeting of Shareholders.

The Meeting conducted a vote by VOTING BALLOT with the following results:



Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion**: With ...% approval rate, the General Meeting unanimously approved the proposal to authorize the Company's Board of Directors to implement the contents approved by the 2026 Annual General Meeting of Shareholders.

Contents 11: The Meeting approved the Minutes of the meeting presented by the Head of the Meeting Secretariat and the full text of the Resolution of the 2026 Annual General Meeting of Shareholders presented to the Meeting.

The Meeting conducted a vote by VOTING BALLOT with the following results:

Total number of shares participating in voting: shares, of which:

- Number of shares voting in favor :	share;	Occupy proportion:	... %
- Number of voting shares disagree :	 share;	Occupy proportion:	... %
- Number invalid voting shares:	 share;	Occupy proportion:	...%
- Number of shares with other opinions :	 share;	Occupy proportion:	...%

=> **Conclusion**: With ...% approval rate, the Meeting unanimously approved the Minutes of the meeting and Resolution of the 2026 Annual General Meeting of Shareholders.

The meeting ended at hours minutes on the same day.

This Minutes is recorded by the Secretary of the General Meeting, fully and truthfully recording the content of the General Meeting and is read before the entire 2026 Annual General Meeting of Shareholders.

ON BEHALF OF
SECRETARY
Prefect

ON BEHALF OF
EXAMINATION
COMMITTEE
Prefect

2026 ANNUAL GENERAL
MEETING OF SHAREHOLDERS
Chairman

.....

No.: .../NQ.DHDCD/PVCL.26

.....

Nguyen Trieu Dong

Can Tho, April 24th, 2026

RESOLUTION

DRAFT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION



- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17th, 2020, effective from January 1st, 2021;
- Pursuant to the Charter of Cuu Long Petro Urban Development and Investment Corporation;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of Cuu Long Petro Urban Development and Investment Corporation dated April 24th, 2026.

Annual General Meeting of Shareholders 2026 of Cuu Long Petro Urban Development and Investment Corporation, was held at the Company Hall, address: No. 02, Lot KTM 06, Road No. 6, Urban Area 5A, Phu Loi Ward, Can Tho City, at ... hours ... minutes on April 24th, 2026 with: ... shareholders and authorized persons attending the meeting, representing: shares, equal to ...% of total shares with voting rights, discussed and voted to approve the following contents:

Article 1: Approval of the Board of Directors' 2025 performance report and 2026 tasks and directions.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 2: Approval of the Board of Directors' Report on 2025 Business Performance Results and 2026 Plan.

- Business performance results 2025:

+ Total revenue	:	311,45 billion VND.
+ Profit before tax	:	36,10 billion VND.
+ Profit after tax	:	28,41 billion VND.
+ Profit after tax/Revenue ratio	:	9,12 %

- Main economic planning indicators for 2026:

+ Total revenue	:	300 billion VND.
+ Profit after tax	:	30 billion VND.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 3: Approval of the Independent Member's Report on the Audit Committee's activities in 2025 and the 2026 action plan.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 4: Approval of Submission 01 on the Company's audited financial statements for 2025 & Profit distribution plan 2025 and 2026 plan.

- ❖ Through the audited 2025 Financial Report: information has been disclosed according to regulations and posted on the Company's website: www.pvcl.com.vn
- ❖ The plan for distributing after-tax profits in 2025 is as follows:

ITEM	AMOUNT (VND)
Total profit after corporate income tax according to the 2025 business performance report	28.409.202.709
Total fund provisions in 2025	5.681.840.540
- Provision for investment and development fund	2.840.920.270



- Provision for reward and welfare fund	2.840.920.270
Remaining after-tax profit after setting aside funds in 2025	22.727.362.169
Undistributed profit after tax of previous years	50.323.795.557
Total accumulated profit after tax remaining to pay dividends	73.051.157.726
- Charter capital as of April 24 th , 2026	595.814.180.000
- Dividend payment / Charter capital rate 5%	59.581.410.000
Profit remaining after distribution of funds and payment of dividends	13.469.747.726

- The accumulated amount of undistributed profit in 2025 of **13.469.747.726 VND** will be added to the undistributed profit after tax in 2026.

❖ **Profit distribution plan after tax in 2025:**

ITEM	PLAN
- Provision for investment and development fund	10%/profit after tax
- Bonus fund provision	5%/profit after tax
- Welfare fund provision	5%/profit after tax
- Expected dividend payout ratio in 2026	5%/ charter capital

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 5: Approval of Submission 02 on selecting the Company's financial statement auditing unit for 2026.

The Congress voted unanimously to authorize the Board of Directors to select 01 of 03 Auditing Units proposed by the Audit Committee as approved in Submission 02 is the auditor of the company's 2026 financial statements with the following voting ratio:

- ***Vote in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 6: Approval of Submission 03 on Report on remuneration payment results for the Board of Directors and positions under the Board of Directors in 2025 and payment plan for 2026.

❖ **The remuneration payment situation for the Board of Directors and positions under the Board of Directors in 2025 is as follows:**

In 2025, the Company paid remuneration to members of the Board of Directors and the Audit Committee, specifically as follows:

1. Board of Directors:

Time	Board of Directors	2025 remuneration (VND)
Salary from 01/01/2025 – 31/12/2025	01 Chairman + 04 Members	1.080.000.000
Tet bonus 2025	01 Chairman + 04 Members	90.000.000
Total		1.170.000.000



2. Audit Committee + Secretary of the Board of Directors:

Time	Audit Committee + Secretary	2025 remuneration (VND)
Salary from 01/01/2025 – 31/12/2025	03 Members	384.000.000
Tet bonus 2025	03 Members	32.000.000
Total		416.000.000

The total amount of remuneration paid by the Company to members of the Board of Directors, Audit Committee, and Secretary of the Board of Directors in 2025 is **1.586.000.000VND** (*One billion five hundred and eighty-six million VND*).

❖ Plan for remuneration payment to the Board of Directors and positions under the Board of Directors in 2026:

In 2026, the Company proposes that the remuneration plan and specific expenses for each member of the Board of Directors and positions under the Board of Directors remain the same as in 2025 as follows:

No.	Title	Quantity	Time enjoy remuneration	Salary/month/person	Total remuneration/month	Total remuneration/year
1.	Chairman of the Board of Directors directs in full time	1	12 months	30.000.000	30.000.000	360.000.000
2.	Board Member	4	12 months	15.000.000	60.000.000	720.000.000
3.	Chairman of the Audit Committee	1	12 months	12.000.000	12.000.000	144.000.000
4.	Audit Committee Member	1	12 months	10.000.000	10.000.000	120.000.000
5.	Secretary of the Board of Directors; Person in charge of information disclosure;	1	12 months	10.000.000	10.000.000	120.000.000
	Total				122.000.000	1.464.000.000

Thus, the expected monthly remuneration to be paid to the Board of Directors and members under the Board of Directors is **122.000.000VND**, the total expected remuneration to be paid to the Board of Directors and members under the Board of Directors in 2025 is **1.464.000.000VND**.

The expected 2026 bonus fund of the Board of Directors and members under the Board of Directors is as follows:

Year-end bonus for members of the Board of Directors and members under the Board of Directors in 2026, the bonus level will be considered based on business performance at the end of the year, not exceeding 0,5% of profit after tax.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***



Article 7: Approval of Submission 04 on approving transactions between the Company and related parties of insiders and related parties of insiders in 2026

Shareholder Nguyen Trieu Dong - Chairman of the Board of Directors of the company, is related to Ut Xi Aquatic Products Processing Corporation and shareholder Nguyen Kim Hong Dao - related to an insider, is related to Tai Luc Construction & Trade Company Limited are subjects with interests related to the content of this Proposal, so they do not participate in voting on this issue. Therefore, the total number of shares with voting rights on this issue at the General Meeting is: shares.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 8: Approval of Submission No. 05 regarding the approval of the plan for issuing shares to pay dividends in 2025 of Cuu Long Petro Urban Development and Investment Corporation.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 9: Approval of Submission 06 Regarding the approval of supplementary and amended content of the Charter Cuu Long Petro Urban Development and Investment Corporation from April 24th, 2026.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 10: Through re-authorization to the Board of Directors to direct and organize the implementation of the contents unanimously approved by the 2026 Annual General Meeting of Shareholders thoroughly and effectively, in accordance with the provisions of law and Company Charter.

- ***Voted in favor: shares; Achieved ratio: ...% of shares attending the meeting.***

Article 11: Pursuant to Clauses 1 and 2, Article 148 of the Law on Enterprises 2020: Decree This resolution was passed by the 2026 Annual General Meeting of Shareholders voted in favor ... shares; Achieved ratio: ... % of shares attending the meeting and is effective from April 24th, 2026.

The Resolution of the 2026 Annual General Meeting of Shareholders will be translated into English and disclosed in accordance with regulations./.

Recipient:

- Company Shareholders;
- Information Disclosure: SSC;HOSE;VSDC;
- BOD /Audit Committee/General Director;
- Information Disclosure Website;
- Archived: Board of Directors.

**ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2026
CHAIRMAN OF THE MEETING**

Nguyen Trieu Dong

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness



CHARTER

CUU LONG PETRO URBAN DEVELOPMENT AND INVESTMENT CORPORATION

*(Amended on April 24th, 2026 according to the content of Resolution
No. 01/NQ.DHĐCDTN.PVCL.26)*

Can Tho, April 2026

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INTRODUCTION

This Charter is supplemented and amended by the decision of the Annual General Meeting of Shareholders in 2026. Cuu Long Petro Urban Development and Investment Corporation held on April 24th, 2026.

CHAPTER I DEFINITION OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

1. In this Charter, the following terms are construed as follows:

1.1. *Charter capital* is the total par value of shares sold or registered to be purchased upon establishment of a joint stock company and as prescribed in Article 6 of this Charter;

1.2. *Voting capital* is equity capital, under which the owner has the right to vote on matters within the decision-making authority of the General Meeting of Shareholders;

1.3. *The Law on Enterprises* is the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020;

1.4. *The Securities Law* is the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019;

1.5. *Vietnam* is the Socialist Republic of Vietnam;

1.6. *The date of establishment* is the date on which the Company is first granted the Certificate of Business Registration (Certificate of Business Registration and equivalent documents);

1.7. *The business operators* are the General Director, Deputy General Director, Chief Accountant and other operators as prescribed in the Company Charter;

1.8. *A business manager* is a person who manages a company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director and individuals holding other management positions as prescribed in the Company Charter;

1.9. *Related persons* are individuals and organizations specified in Clause 46, Article 4 of the Law on Securities;

1.10. *A shareholder* is an individual or organization that owns at least one share of a joint stock company;

1.11. *A founding shareholder* is a shareholder who owns at least one common share and signs the list of founding shareholders of a joint stock company;

1.12. *Major shareholder* is a shareholder as prescribed in Clause 18, Article 4 of the Law on Securities ;

1.13. *Term of operation* is the term of operation of the Company as stipulated in Article 2 of this Charter and the extension period (if any) approved by the Company's General Meeting of Shareholders;

1.14. *The stock exchange* is the Vietnam Stock Exchange and its subsidiaries.

1.15 *Direct General Meeting* : is a meeting of the General Meeting of Shareholders in which shareholders attend directly, discuss and vote on meeting issues at a certain location, not in the online form prescribed in Clause 1.16 of this Article.

1.16. *Online General Meeting*: is a General Meeting of Shareholders organized through the application of modern information technology solutions to transmit audio and/or images of the General Meeting, allowing shareholders in different locations to attend, monitor, discuss and vote on meeting issues.

1.17 *Combined online and in-person meeting* : is a meeting of the General Meeting of Shareholders in which shareholders attend in person, discuss and vote on meeting issues at a certain location and combine with the online form prescribed in Clause 1.16 of this Article.

1.18 *Online system* : is a software system/website application that the company uses to serve the organization of *online General Meeting of Shareholders* and/or electronic voting.

1.19 . *Electronic voting*: is when shareholders or authorized representatives of shareholders vote at the General Meeting of Shareholders or at a session to collect shareholders' written opinions in the form of voting on the Online System.

1.20 . *Traditional voting*: is when shareholders or authorized representatives of shareholders participate in voting *directly at the General Meeting of Shareholders or send written feedback ballots to the company or in other forms prescribed in the Charter, Internal regulations on corporate governance and legal regulations*, but not in the form of electronic voting.

2. In this Charter, references to one or more other provisions or documents include amendments, supplements or replacement documents.

3. The titles (Sections, Articles of this Charter) are used for convenience of 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, headquarters, branches, representative offices and term of operation of the Company

1. Company Name:

- Company name written in Vietnamese: **Công ty Cổ phần Đầu tư và Phát triển Đô thị Dầu khí Cửu Long.**

- Company name in English: **Cuu Long Petro Urban Development And Investment Corporation.**

- Abbreviated Company Name: **PVCL**

2. The Company is a joint stock company with legal status in accordance with current laws of Vietnam.

3. The Company's registered office is:

- Address: No. 02, Lot KTM-06, Road No. 6, Urban Area 5A, Phu Loi Ward, Can Tho City.

- Phone: (0299) 3627999

- Fax: (0299) 3626888

- Email: pvcl@dothi5a.com

- Website: pvcl.com.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 decision of the Board of Directors and within the scope permitted by law.

5. Unless terminated before the deadline according to Clause 2, Article 59 or extended according to Article 60 of this Charter, the term of operation of the Company begins from the date of establishment and is indefinite.

Article 3. Legal representative of the Company

The company has 01 legal representative who is the General Director.

The rights and obligations of the legal representative are stipulated in this Charter and in the Internal Regulations on Corporate Governance.

CHAPTER III

OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY

Article 4. Company's operational objectives

1. The Company's business lines are:

No.	Industry name	Industry code
1.	Real estate business; land use rights owned, used or leased <i>(Except for investment in building cemetery infrastructure to transfer land use rights associated with infrastructure)</i>	6810 (main)
2.	Growing vegetables, beans and flowers	0118
3.	Manufacture of concrete and products from concrete, cement and plaster	2395
4.	Building a house to live in	4101
5.	Building a house not for living	4102
6.	Railway construction	4211
7.	Road construction	4212
8.	Electrical construction <i>(Except for construction and operation of multi -purpose power projects and nuclear power projects of special economic and social importance)</i>	4221
9.	Construction of water supply and drainage works	4222
10.	Construction of telecommunications and information works	4223
11.	Construction of hydraulic works <i>(Except for construction and operation of multi-purpose hydropower and nuclear power of special economic and social importance)</i>	4291
12.	Construction of mining works	4292
13.	Construction of processing and manufacturing facilities	4293
14.	Construction of other public works	4229
15.	Construction of other civil engineering works	4299
16.	Demolition	4311
17.	Site preparation	4312

	(Except for the activity "Blasting service" which belongs to the group of industries that have not yet been allowed to access the market for foreign investors)	
18.	Electrical installation	4321
19.	Installation of water supply, drainage, heating and air conditioning systems	4322
20.	Construction completion	4330
21.	Other specialized construction activities	4390
22.	Wholesale of agricultural and forestry raw materials (except wood, bamboo) and live animals. <i>Details: Wholesale of flowers and plants</i>	4620
23.	Wholesale other household items <i>Details: Wholesale of beds, wardrobes, tables, chairs and similar furniture; Wholesale of household electrical appliances, lamps and electric lighting sets</i>	4649
24.	Wholesale of computers, peripherals and software <i>(Except for exercising export rights , import rights , and distribution rights for goods on the List of goods of foreign investors, economic organizations with foreign invested capital are not allowed to exercise export rights, import rights, and distribution rights according to the provisions of law).</i>	4651
25.	Wholesale of electronic and telecommunications equipment and components <i>(Except for exercising export rights , import rights , and distribution rights for goods on the List of goods of foreign investors, economic organizations with foreign invested capital are not allowed to exercise export rights, import rights, and distribution rights according to the provisions of law).</i>	4652
26.	Wholesale of other machinery, equipment and spare parts. <i>Details: Wholesale of machinery, equipment and spare parts for mining and construction; Wholesale of machinery, equipment and spare parts for office machines (except computers and peripherals)</i>	4659
27.	Trading in other construction materials and installation equipment <i>Details: Wholesale of bricks, tiles, sand, stone, gravel; Wholesale of paint, varnish; Wholesale of bamboo, wood and processed wood; Wholesale of construction glass; Wholesale of tiles and sanitary equipment</i>	4673
28.	Architectural activities and related technical consultancy <i>Details: Architectural activities, mapping, geological exploration, water resources; Other related technical consulting activities; consulting, construction supervision of civil, industrial, technical infrastructure, traffic, rural irrigation works; design of civil construction works, technical infrastructure, traffic, rural irrigation works.</i>	7110
29.	Financial investment in stocks, shares, bonds	

2. The Company's operating objectives are:

- Organize production and business activities with the aim of maximizing profits through the application of scientific and technical advances and advanced management methods.
- Create jobs, promote all resources of employees in the company.

- Fully perform financial obligations to the State and ensure profits for the Company, ensuring maintenance and increasing profits for shareholders.

Article 5. Scope of business and operations of the Company

1. The Company is permitted to plan and conduct all business activities according to the Company's business lines as announced on the National Business Registration Portal and this Charter, in accordance with the provisions of current laws and take appropriate measures to achieve the Company's objectives.
2. The Company may conduct business activities in other industries and professions permitted by law and approved by the General Meeting of Shareholders.

CHAPTER IV

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares, founding shareholders

1. The Company's charter capital is: **595.814.180.000 VND** (*Five hundred ninety-five billion, eight hundred fourteen million, one hundred eighty thousand Vietnamese Dong*).

The total charter capital of the Company is divided into: **59.581.418** share.

Par value is: 10,000 VND/share (*Ten thousand VND*)

2. The Company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.
3. The Company's shares on the date of approval of this Charter include common shares and preferred shares (if any). The rights and obligations of shareholders holding each type of shares are stipulated in Article 12 and Article 13 of this Charter.
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 law.
5. Name, address, number of shares and other information about founding shareholders as prescribed by the Law on Enterprises are stated in Appendix 01 attached. This Appendix is a part of this Charter.
6. Common shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy in full will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to subjects under conditions and in the manner that the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, except in cases where shares are sold through the Stock Exchange by auction.
7. The Company may purchase shares issued by the Company itself in the manners prescribed in this Charter and current laws. Shares purchased by the Company are treasury shares and the Board of Directors may offer them for sale in ways consistent with the Securities Law, relevant guiding documents and the provisions of this Charter.

8. The Company may issue other types of securities when approved by the General Meeting of Shareholders and in accordance with the provisions of law.

Article 7. Stock certificates

1. Shareholders of the Company are issued stock certificates corresponding to the number of shares and type of shares owned.

2. A share is a certificate issued by a company, a book entry or electronic data confirming ownership of one or more shares of that company. A share must have full contents as prescribed in Clause 1, Article 121 of the 2020 Enterprise Law.

3. Within two (02) months from the date of submission of a complete application for transfer of share ownership as prescribed by the Company or within two (02) months (or another period as prescribed by the issuance terms) from the date of full payment for the purchase of shares as prescribed in the Company's share issuance plan, the share owner shall be issued a share certificate. The share owner shall not have to pay the Company the cost of printing the share certificate.

4. In case a share certificate is lost, destroyed or damaged, the owner of such share may request to be issued a new share certificate provided that he/she provides evidence of ownership of the share and pays all related costs to the Company.

Article 8. Other securities certificates

Bond certificates or other securities certificates issued by the Company shall be signed by the legal representative and sealed by the Company.

Article 9. Transfer of shares

1. All shares are freely transferable unless otherwise provided by this Charter and the law. Shares listed and registered for trading on the Stock Exchange are transferred in accordance with the provisions of the law on securities and the stock market.

2. Shares that have not been fully paid for cannot be transferred and cannot enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other rights as prescribed by law.

Article 10. Revocation of shares

1. In case a shareholder fails to pay in full and on time the amount payable to purchase shares, the Board of Directors shall notify and have the right to request that shareholder to pay the remaining amount together with interest on that amount and any costs arising from the failure to pay in full to the Company.

2. The above payment notice must clearly state the new payment period (at least seven (07) days from the date of sending the notice), the payment location and the notice must clearly state that in case of failure to pay as required, the unpaid shares will be revoked.

3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid in case the requirements in the above notice are not implemented.

4. The revoked shares are considered shares that are eligible for sale as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize the sale or redistribution under the conditions and methods that the Board of Directors deems appropriate.

5. Shareholders holding revoked shares must give up their shareholder status with respect to those shares, but must still pay all related amounts and interest accrued at the rate (not exceeding 9% per year) at the time of revocation as decided by the Board of Directors from the date of revocation until the date of payment. The Board of Directors has full authority to decide to enforce payment of the entire value of shares at the time of revocation.

6. The notice of revocation shall be sent to the holder of the revoked shares before the time of revocation. The revocation shall remain effective even in the event of error or negligence in sending the notice.

CHAPTER V

ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 11. Organizational structure, administration and control

The Company's organizational, management, administration and control structure includes:

1. General meeting of shareholders;
2. Board of Directors and Audit Committee under the Board of Directors;
3. General Director.

CHAPTER VI

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Shareholders' rights

1. Shareholders are the owners of the Company, with rights and obligations corresponding to the number of shares and types of shares they own. Shareholders are only responsible for the debts and other financial obligations of the Company within the scope of the capital contributed to the Company.

2. Common shareholders have the following rights:

a. Attend and speak at the General Meeting of Shareholders and exercise the right to vote at the General Meeting of Shareholders in person ; or the General Meeting of Shareholders online; or both; The General Meeting of Shareholders is authorized to have a representative or exercise the right to vote electronically in other forms prescribed by the company. Attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or exercise the right to vote electronically in the form selected by the Board of Directors to ensure the rights of shareholders. Each common share has one vote.

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

c. Freely transfer fully paid shares in accordance with the provisions of this Charter and current laws. Except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Enterprise Law 2020 and other relevant provisions of law;

- d. Priority to purchase newly offered shares corresponding to the proportion of common shares they own;
 - e. Review, look up and extract information related to shareholders and request correction of inaccurate information;
 - f. Access to information on the list of shareholders entitled to attend the General Meeting of Shareholders;
 - g. Review, look up, extract or photocopy the Company Charter, minutes of the Shareholders' Meeting and resolutions of the Shareholders' Meeting;
 - h. In case the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned in the Company after the Company has paid its debts (including debt obligations to the State, taxes, fees) and paid to shareholders holding other types of shares of the Company in accordance with the provisions of law;
 - i. Request the Company to buy back their shares in the cases specified in Article 132 of the Enterprise Law 2020;
 - j. Equal treatment. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the Company has preferential shares, the rights and obligations attached to the preferential shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;
 - k. Have full access to periodic and irregular information published by the Company in accordance with the law .
 - l. To protect their legitimate rights and interests; to request the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises;
 - m. Propose issues to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and sent to the Company at least [03] working days before the opening date. Proposals must clearly state the names of shareholders, the number of each type of shares of the shareholder, and the issues proposed to be included in the agenda;
 - n . Other rights as prescribed by law and this Charter.
3. Shareholders or groups of shareholders holding 5% or more of total common shares have the following rights:
- a. Nominate candidates for the Board of Directors according to the corresponding provisions in Article 25 and Article 36 of this Charter;
 - b. Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises 2020;
 - c. Review, look up, and extract the minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Audit Committee, contracts, transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company;

- d. Request the Audit Committee to inspect each specific issue related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for institutional shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; issues to be inspected, purpose of inspection;
- e. Other rights as prescribed by law and this Charter.

Article 13. Obligations of shareholders

Common shareholders have the following obligations:

1. Comply with the Company's Charter and internal regulations; comply with decisions of the General Meeting of Shareholders and the Board of Directors.
2. Keep confidential the information provided by the company according to the provisions of the Company Charter and the law. Only use the information provided to exercise and protect your legal rights and interests. It is strictly forbidden to disseminate or copy or send information provided by the company to other organizations or individuals.
3. Attend the General Meeting of Shareholders and exercise voting rights through the following forms:
 - 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 meetings, electronic voting or other electronic forms;
 - d. Send voting ballots to the meeting via mail, fax, or email.
4. Pay for registered shares as prescribed.
5. Provide correct address when registering to buy shares.
6. Fulfill other obligations as prescribed by current laws.
7. Be personally responsible when performing one of the following acts on behalf of the Company in any form:
 - 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 due before financial risks to the Company.

Article 14. General meeting of shareholders

1. The General Meeting of Shareholders is the highest authority of the Company. The Annual General Meeting of Shareholders is held once a year. The Annual General Meeting of Shareholders must meet within four (04) months from the end of the fiscal year.
2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters in

accordance with the provisions of law and the Company's Charter, especially approving the annual financial report and the budget for the following fiscal year. In case the Audit Report of the Company's annual financial report contains material exceptions, the Company may invite a representative of the independent auditing company to attend the Annual General Meeting of Shareholders to explain the relevant contents.

3. The General Meeting of Shareholders can be held in the form of a direct meeting with direct attendance or an online meeting or a combination of both forms depending on the decision of the person convening the meeting.

4. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases:

- a. The Board of Directors deems it necessary for the benefit of the Company;
- b. Audited quarterly, six (06) month or annual financial statements reflect that equity has lost half (1/2) compared to the beginning of the period;
- c. The number of members of the Board of Directors and independent members of the Board of Directors is less than the number of members prescribed by law or the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members prescribed in this Charter;
- d. The shareholder or group of shareholders specified in Clause 3, Article 12 of this Charter requests to convene a meeting of the General Meeting of Shareholders. The request to convene a meeting of the General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting; the form of convening the meeting of the General Meeting of Shareholders; having enough signatures of the relevant shareholders or the request must be made in multiple copies and must have enough signatures of the relevant shareholders;
- e. The Audit Committee requests the Board of Directors to convene a meeting if the Audit Committee has reason to believe that members of the Board of Directors or other executives have seriously breached their obligations under Article 165 of the Enterprise Law 2020 or the Board of Directors acts or intends to act beyond the scope of its authority;
- f. Other cases as prescribed by law and this Charter.

5. Convening an extraordinary meeting of shareholders

- a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date the number of remaining members of the Board of Directors and independent members of the Board of Directors is as prescribed in Point c, Clause 4 of this Article or from the date of receipt of the request prescribed in Point d and Point e, Clause 4 of this Article;
- b. In case the Board of Directors fails to convene the General Meeting of Shareholders as prescribed in Point a, Clause 4 of this Article, within the next thirty (30) days, the Audit Committee must replace the Board of Directors in convening the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises 2020;

c. In case the Audit Committee does not request the Board of Directors to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 4 of this Article, within the next thirty (30) days, the shareholder or group of shareholders with the request prescribed in Point d, Clause 4 This has the right to replace the Board of Directors in convening the General Meeting of Shareholders as prescribed in Clause 4, Article 140 of the Law on Enterprises 2020.

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and 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 shall be reimbursed by the Company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

Article 15. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders has the following rights and obligations:

- a) Approving the Company's development orientation;
- b) Decide on the types of shares and the total number of shares of each type that are allowed to be offered for sale; decide on the annual dividend rate for each type of shares;
- c) Elect, dismiss, remove members of the Board of Directors;
- d) Decision to invest or sell assets with a value of [35%] or more of the total asset value recorded in the Company's most recent financial report, [except in cases where the Company Charter stipulates a different ratio or value];
- d) Decision to amend and supplement the Company Charter;
- e) Approval of annual financial reports;
- g) Decision to buy back more than 10% of total sold shares of each type;
- h) Review and handle violations by members of the Board of Directors that cause damage to the Company and its shareholders;
- i) Decision to reorganize and dissolve the Company;
- k) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors;
- l) Approve the internal governance regulations; Board of Directors' operating regulations, Audit Committee's operating regulations;
- m) Approve the list of approved auditing companies; decide on the approved auditing company to conduct audits of the Company's operations, and dismiss approved auditors when deemed necessary;
- n) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders discusses and approves the following issues:

- a) The Company's annual business plan;

- b) Audited annual financial statements;
 - c) Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors; [in case the company operates under the model prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises, the independent member of the Board of Directors is responsible for reporting at the annual General Meeting of Shareholders as prescribed in Article 284 of Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
 - d) Report on the Company's business results, the performance of the Board of Directors and the General Director;
 - e) Dividend level for each share of each type;
 - g) Number of members of the Board of Directors;
 - h) Elect, dismiss, remove members of the Board of Directors;
 - i) Decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and Audit Committee;
 - k) Approve the list of approved auditing companies; decide on approved auditing companies to conduct audits of the company's operations when deemed necessary;
 - l) Supplement and amend the Company Charter;
 - m) Types of shares and number of new shares issued for each type of shares and transfer of shares by founding members within the first 03 years from the date of establishment;
 - n) Division, separation, consolidation, merger or conversion of the Company;
 - o) Reorganize and dissolve (liquidate) the Company and appoint a liquidator;
 - p) Decision to invest or sell assets with a value of from [35 %] total asset value or more recorded in the Company's most recent Financial Statement [except where the Company Charter stipulates another ratio or value];
 - q) Decision to buy back more than 10% of total sold shares of each type;
 - r) The Company signs contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises. 2020 with value equal to or greater than [35%] total value of the Company's assets recorded in the most recent financial statements;
 - s) Approve the transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
 - t) Approve the internal regulations on corporate governance and the Board of Directors' operating regulations;
 - u) Other issues as prescribed by law and this Charter.
3. All resolutions and issues included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. Shareholders who have the right to attend the General Meeting of Shareholders as prescribed in Clause 3, Article 144 of the Enterprise Law 2020 may authorize individuals or organizations to attend on their behalf. In case there is more than one authorized representative, the number of shares and votes authorized for each representative must be specifically determined.

2. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing according to the Company's form and must be signed according to the following provisions:

a. In case an individual shareholder is the authorized person, the authorization letter must be signed by that shareholder and the individual or legal representative of the organization authorized to attend the meeting;

b. In case the institutional shareholder is the principal, the authorization letter must be signed by the authorized representative, the legal representative of the institutional shareholder and the individual, the legal representative of the organization authorized to attend the meeting;

c. In other cases, the authorization letter must be signed by the legal representative of the shareholder and the person authorized to attend the meeting.

The person authorized to attend the General Meeting of Shareholders must submit the authorization document when registering to attend the meeting before entering the meeting room.

3. In case a lawyer signs a representative appointment paper on behalf of the principal, the representative appointment in this case shall only be considered effective if the representative appointment paper is presented together with the power of attorney for the lawyer (if not previously registered with the Company).

4. Except for the case specified in Clause 3 of this Article, the voting ballot of the person authorized to attend the meeting within the scope of authorization remains valid when one of the following cases occurs:

a. The authorized person has died, has limited civil act capacity or has lost civil act capacity;

b. The principal has revoked the authorization;

c. The principal has revoked the authority of the person performing the authorization.

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 17. Change of rights

1. The change or cancellation of special rights attached to a type of preferred shares shall be effective when approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be approved if it is approved by the number

of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or approved by the preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of passing the resolution in the form of obtaining written opinions.

2. The organization of a meeting of shareholders holding a type of preferred shares to approve the above-mentioned change of rights is only valid when there are at least 02 shareholders (or their authorized representatives) and holding at least 1/3 of the par value of the issued shares of that type. In case there are not enough delegates as mentioned above, the meeting will be re-organized within the next 30 days and the holders of shares of that type (regardless of the number of people and shares) present in person, online and through authorized representatives are considered to have sufficient number of delegates required. At the meetings of shareholders holding the above-mentioned preferred shares, the holders of shares of that type present in person; or online; or through representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.

3. The procedures for conducting such separate meetings shall be similar to those provided for in Articles 19, 20 and 21 of this Charter.

4. Unless otherwise provided in the terms of issue of shares, the special rights attached to the classes of shares with preferential rights in respect of some or all matters relating to the distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 18. Convening meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors convenes a meeting of the General Meeting of Shareholders or a meeting of the General Meeting of Shareholders is convened in accordance with the cases specified in Point b or Point c, Clause 4, Article 14 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 shall be prepared no later than [10 days] before the date of sending the notice of invitation to the General Meeting of Shareholders. The Company must disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the last registration date;

b. Prepare the conference program and content;

c. Prepare documents for the congress;

d. Draft resolution of the General Meeting of Shareholders according to the expected content of the meeting;

e. Determine the time and place of the congress;

- f. Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- g. Other tasks serving the congress.

3. Meeting invitations and agenda and documents for the General Meeting of Shareholders shall be sent to all shareholders by post, method to ensure reaching the shareholders' contact addresses, and at the same time announcing on the Company's website and the State Securities Commission, the Stock Exchange where the Company's shares are listed and the Online System in case of electronic voting. In case the document is not sent with the notice of the General Meeting of Shareholders, the meeting invitation must clearly state the address of the website so that shareholders can access it.

The person convening the General Meeting of Shareholders must send a notice of meeting to all shareholders in the List of Shareholders entitled to attend the meeting at least **[21 days]** before the opening date of the meeting [if the Company's Charter does not stipulate a longer period] (calculated from the date the notice is validly sent or transmitted). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent with the notice of the General Meeting of Shareholders, the notice of meeting must clearly state Links to all meeting documents available to shareholders, including:

- a. Meeting agenda, documents used in the meeting;
 - b. List and details of candidates in case of election of members of the Board of Directors.
 - c. Voting ballot;
 - d. Form of appointment of authorized representative to attend the meeting;
 - e. Draft resolutions for each issue in the meeting agenda.
4. Shareholders or groups of shareholders as prescribed in Clause 3, Article 12 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least three (03) working days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Passport or other legal personal identification for individual shareholders; name, enterprise code or establishment decision number, head office address for organizational shareholders; the number and type of shares held by that shareholder, and the proposed content to be included in the meeting agenda.
5. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 4 of this Article if it falls under one of the following cases:
- a. The petition was sent late or was incomplete or incorrect in content;
 - b. At the time of the proposal, the shareholder or group of shareholders does not hold 5% or more of common shares as prescribed in Clause 3, Article 12 of this Charter;
 - c. The proposed issue is not within the scope of decision-making authority of the General Meeting of Shareholders;

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

6. The convener of the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for the case specified 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 19. Conditions for holding a General Meeting of Shareholders

1. The General Meeting of Shareholders is held when there are a number of shareholders attending the meeting representing **over [50%]** total number of voting shares.

2. In case there is not enough number of delegates required within thirty (30) minutes from the time of determining the opening of the meeting, the convener shall cancel the meeting. The General Meeting of Shareholders must be reconvened within thirty (30) days from the expected date. to hold the first General Meeting of Shareholders. The General Meeting of Shareholders A second meeting may only be convened when the number of shareholders attending the meeting represents at least 33% of the total number of voting shares.

3. In case the second general meeting cannot be held due to the lack of sufficient delegates within thirty (30) minutes from the scheduled opening time of the meeting, the third General Meeting of Shareholders may be convened within twenty (20) days from the scheduled date of the second general meeting. In this case, the meeting shall be held regardless of the total number of votes of the attending shareholders, shall be considered valid and shall have the right to decide all matters expected to be approved at the first General Meeting of Shareholders.

Article 20. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. On the date of the General Meeting of Shareholders:

1.1. For in-person meetings and shareholders attending the meeting in person:

Before opening the meeting, the Company must carry out shareholder registration procedures and must carry out the registration until all shareholders entitled to attend the meeting are present and have registered in the following order:

a. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is stated the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. When voting at the meeting, the number of cards in favor of the resolution shall be collected first, the number of cards opposing the resolution shall be collected later, and finally the total number of votes in favor or against shall be counted to make a decision. The total number of votes in favor, against, abstentions or invalid votes for each issue shall be announced by the Chairman immediately after voting on that issue. The meeting shall elect persons responsible for counting votes or supervising the counting of votes at the request of the Chairman. The number of members of the counting committee

shall be decided by the General Meeting of Shareholders based on the request of the Chairman of the meeting.

b. Shareholders or authorized representatives who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the meeting immediately after registration. The chairman is not responsible for stopping the meeting to allow late shareholders to register and the validity of the contents voted on before will not change.

1.2. For online General Meetings and shareholders only attending via the Online System:

- Each shareholder will be provided with an access account and password to log into the Online System. The shareholder's access account will be encrypted to ensure the authentication of the shareholder's attending status. The company will notify the shareholder of the access account and password in the Meeting Invitation Notice or via a separate email

- Shareholders who register to attend the meeting online will have their eligibility to attend the General Meeting of Shareholders verified and will be considered present at the General Meeting if they have fully complied with the procedures and methods required by the Online System to verify their shareholder eligibility and register to attend.

- Shareholders wishing to attend the meeting via the Online System must meet the conditions specified in this Regulation and have the following obligations:

- + Secure information related to the access account such as: name, other identification factors (if any) of the access account and login password to ensure that only shareholders have the right to attend meetings on the Online System, except in cases where the information is provided to the authorized representative of the shareholder. Shareholders are responsible for ensuring that the authorized representative will comply with the provisions of this Clause similar to shareholders.

- + Be responsible for all risks and disputes related to the meeting held using the shareholder's access account on the Online System. Attending the meeting and voting on the Online System using the login name with the correct password and/or other identification factors will be considered the shareholder's will .

- + Must regularly update phone number, contact address, email address accurately, completely, honestly at the securities depository to ensure receiving account access notification and take full responsibility for this registered information.

1.3. For the Congress organized in combination with the forms specified in Points 1.1 and 1.2 of this Clause:

a. Shareholders attending the meeting in person at the General Meeting will carry out shareholder registration procedures as prescribed in Point 1.1 Clause This.

b. The Shareholders only attend the meeting through the Online System and carry out shareholder registration procedures as prescribed in Point 1.2 of this Clause.

c. In case a shareholder has registered to attend the meeting via the Online System but still attends the meeting/authorizes to attend the meeting in person, the Company shall organize

shareholder registration as prescribed for shareholders attending the meeting in person at Point 1.1.

2. The election of the chairman, secretary and counting committee is regulated as follows:

2.1. The Chairman of the Board of Directors shall chair meetings convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chair, the Head of the Audit Committee shall direct the General Meeting of Shareholders to elect a meeting chair from among the attendees and the person with the highest number of votes shall chair the meeting.

2.2. In other cases, the person who signs the summons for the General Meeting of Shareholders shall conduct the meeting. The General Meeting of Shareholders shall elect a chairman of the meeting and the person with the highest number of votes shall be appointed as chairman of the meeting.

2.3. The chairperson shall appoint one or more persons to act as meeting secretaries;

2.4. The General Meeting of Shareholders elects one or more people to the vote counting committee at the request of the meeting chairman;

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and specifically specify the time for each issue in the meeting agenda.

4. The chairman of the meeting may conduct necessary activities to conduct the General Meeting of Shareholders in a valid, orderly manner, according to the approved agenda and reflecting the wishes of the majority of the attending delegates.

a) Seating arrangement at the venue of the General Meeting of Shareholders;

b) Ensure safety for everyone present at meeting locations;

c) Create conditions for shareholders to attend (or continue to attend) the meeting. The convener of the General Meeting of Shareholders has the full right to change the above measures and apply all necessary measures. The measures applied may be to issue admission tickets or use other forms of selection.

5. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting for, against and abstaining. The vote counting results are announced by the chairman immediately before the closing of the meeting.

6. Shareholders or authorized persons who arrive after the meeting has opened may still register and have the right to vote immediately after registration; in this case, the validity of the previously voted contents shall not change.

7. The person convening the General Meeting of Shareholders has the following rights:

a. Require shareholders or authorized representatives attending the General Meeting of Shareholders to be subject to inspection or other legal 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, prevent the normal

progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.

8. The Chairman has the right to postpone a General Meeting of Shareholders with a sufficient number of registered attendees for no more than 03 working days from the date the meeting is scheduled to open and may only postpone the meeting or change the meeting location in the following cases:

- a) The meeting location does not have enough convenient seating for all attendees;
- b) The media at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;
- c) There are people attending the meeting who obstruct or disrupt order, and risk making the meeting not be conducted fairly and legally.

9. In case the chairman postpones or suspends the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairman in conducting the meeting until its conclusion; all resolutions passed at that meeting shall be effective.

10. In case the Company applies modern technology to organize the General Meeting of Shareholders through online meetings, the Company is responsible for ensuring that shareholders attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and Clause 3, Article 273 of Decree No. 155/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Conditions for the Resolution of the General Meeting of Shareholders to be passed

1. Except for the cases specified in Clause 2 and Clause 3 of this Article, decisions of the General Meeting of Shareholders on the following issues shall be adopted when there are 50 % or more of the total votes of shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders:

- a. Approval of annual financial report;
- b. Short-term and long-term development plans of the Company;
- c. Dismiss, remove, replace members of the Board of Directors and report on the Board of Directors' appointment of the General Director.

2. Election of members of the Board of Directors must comply with the provisions of Clause 3, Article 14.8 of the Law on Enterprises 2020.

3. Decisions of the General Meeting of Shareholders regarding amendments and supplements to the Charter and types of shares and number of shares offered for sale; reorganization or dissolution of the enterprise; change in the organizational structure of the company; change in business lines, occupations and fields; purchase and sale transactions of assets of the Company or its branches with a value of 35% or more of the total value of the Company's assets calculated according to the most recent audited financial statements

passed when 65% or more of the total votes of shareholders with voting rights are present in person or through authorized representatives at the General Meeting of Shareholders.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for passing such resolution are not carried out correctly as prescribed.

Article 22. Authority and procedures for obtaining shareholders' written opinions to pass resolutions Resolution of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions of shareholders to approve decisions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to approve decisions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company.

2. The Board of Directors must prepare the voting ballot, draft resolution of the General Meeting of Shareholders and documents explaining the draft resolution. The Board of Directors must ensure that the documents are sent and announced to shareholders within a reasonable time for consideration and voting and must be sent at least ten (10) days before the deadline for receiving voting ballots. The requirements and method of sending voting ballots and accompanying documents shall be implemented in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The opinion form must have the following main contents:

a. Name, head office address, business registration number;

b. Purpose of consultation;

c. Full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Passport or other legal personal identification of the individual shareholder; name, enterprise code or establishment decision number, head office address of the organizational shareholder or full name, permanent address, nationality, Citizen Identification Card number, Identity Card, Passport or other legal personal identification of the authorized representative of the organizational shareholder; number of shares of each type and number of votes of the shareholder;

d. Issues requiring consultation to pass a decision;

e. Voting options include approval, disapproval and no opinion on each issue to be voted on;

f. Deadline for returning completed opinion forms to the Company;

g. Full name and signature of the Chairman of the Board of Directors and the legal representative of the Company.

4. The completed ballot must be signed by the individual shareholder, or the legal representative of the organization shareholder or individual, or the authorized legal representative of the organization.

5. The opinion form can be sent to the Company in the following forms:

- a. Mailing: Voting forms sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;
- b. Fax or email: Voting forms sent to the Company via fax or email must be kept confidential until the time of vote counting.
- c. When conducting electronic voting on the Online System, voters must comply with the obligations specified in Point 1.2, Clause 1, Article 20 of this charter.

Shareholders exercise their voting rights through electronic voting at the Online System as follows:

+ Voting to approve the contents of the meeting organization procedures and decisions of the General Meeting of Shareholders: shareholders follow the instructions in the Voting section on the Online System for each voting issue.

+ For the content of the election of the Board of Directors/Inspection Committee specified in Point c, Clause 1 of this Article: follow the instructions in the Election section on the Online System for the content that needs to be voted on. Shareholders can change the voting results, or can vote, vote additionally for the arising content. The results of electronic voting/other electronic forms only record the final voting and election results of shareholders at the time of the end of voting as announced by the Vote Counting Committee at the General Meeting of Shareholders. From the time of the end of voting for each content requesting opinions from the General Meeting of Shareholders, the Online System will be locked and shareholders will not be able to vote, vote for the locked content.

The time when shareholders can start accessing the Online System to conduct electronic voting will be decided by the Board of Directors and notified to shareholders together with the General Meeting documents.

Electronic voting can be done before the General Meeting of Shareholders takes place and/or according to the progress at the General Meeting of Shareholders as decided by the Board of Directors.

d. In case the Company organizes voting in multiple forms, shareholders can only choose one form of voting. In case shareholders vote in both forms for the same voting content, the electronic voting form will be given priority and the traditional voting ballot will not be counted in the voting results.

6. Any ballot received by the Company after the deadline specified in the ballot or opened in the case of mailing or announced before the vote counting time in the case of faxing or emailing is invalid. Any ballot not returned is considered a non-voting ballot.

7. The Board of Directors shall count the votes and prepare a vote counting record under the witness of the Audit Committee or of a shareholder who is not an executive of the enterprise. The vote counting record must contain the following main contents:

- a. Name, head office address, business registration number;
- b. Purpose and issues to be consulted to pass the resolution;

- c. Number of shareholders with total number of votes participated in voting, in which distinguishing between valid and invalid votes and method of sending votes, with appendix of list of shareholders participating in voting;
- d. Total number of votes for, against and abstentions on each issue;
- e. Issues approved;
- f. Full name and signature of the Chairman of the Board of Directors, the legal representative of the Company, the vote counter and the vote counting supervisor.

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.

8. The minutes of the vote counting must be sent to shareholders within fifteen (15) days, from the date of completion of vote counting. In case the Company has an electronic information page, the sending of the vote counting minutes can be replaced by posting on the Company's electronic information page within twenty-four (24) hours from the time of completion of vote counting.

9. The returned ballots, vote counting minutes, passed resolutions and related documents attached to the ballots must all be kept at the Company's head office.

10. A resolution passed by way of obtaining shareholders' written opinions must be approved by shareholders representing more than 50% of the total number of shares with voting rights and has the same value as a resolution passed at a meeting of the General Meeting of Shareholders.

Article 23. Resolutions and Minutes of Shareholders' Meeting

1. Minutes of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, and may also be prepared in English, and contain the following main contents:

- a. Name, head office address, business registration number;
- b. Time and place of the General Meeting of Shareholders;
- c. Meeting agenda and content;
- d. Full name of the chairman and secretary;
- e. Summarize the meeting proceedings and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
- f. Number of shareholders and total number of votes of shareholders attending the meeting, appendix of list of registered shareholders, shareholder representatives attending the meeting with corresponding number of shares and votes;
- g. Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;
- h. Issues passed and corresponding percentage of votes passed;

i. Signature of the chairperson and secretary. In case the chairperson and secretary refuse to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The meeting minutes shall clearly state the refusal of the chairperson and secretary to sign the meeting minutes.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman and secretary of the meeting must be jointly responsible for the truthfulness and accuracy of the content of the minutes.

3. Minutes made in Vietnamese and English have the same legal effect. In case of any difference in the content of the minutes in Vietnamese and English, the content in the minutes in Vietnamese shall prevail.

4. Resolutions and Minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within **fifteen (15) days** from the end of the meeting.

5. The minutes of the General Meeting of Shareholders are considered authentic evidence of the work conducted at the General Meeting of Shareholders unless there is an objection to the content of the minutes submitted in accordance with the prescribed procedures within ten (10) days from the date of sending the minutes.

6. Minutes of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholders' signatures, authorization letter to attend the meeting and related documents must be kept at the Company's head office.

Article 24. Request to cancel the decision of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting to collect shareholders' opinions in writing, members of the Board of Directors, Supervisors, General Director, shareholders or groups of shareholders specified in Clause 3, Article 12 of this Charter have the right to request the Court or Arbitration to review and cancel the decision of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings or obtaining written opinions of shareholders and making decisions of the General Meeting of Shareholders are not implemented in accordance with the provisions of the Law on Enterprises and this Charter, except for the case specified in Clause 4, Article 21 of this Charter.

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

In case the decision of the General Meeting of Shareholders is annulled by a decision of the Court or Arbitration, the person convening the annulled General Meeting of Shareholders may consider reorganizing the General Meeting of Shareholders within thirty (30) days in accordance with the procedures prescribed in the Law on Enterprises and this Charter.

CHAPTER VII

BOARD OF DIRECTORS

Article 25. Candidacy and nomination of members of the Board of Directors

1. In case the candidates have been identified in advance, information related to the Board of Directors candidates shall be included in the documents of the General Meeting of Shareholders and announced at least ten (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. The Board of Directors candidates must have a written commitment to the truthfulness, accuracy and reasonableness of the personal information disclosed and must commit to performing their duties honestly if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be announced shall include at least the following contents:

- a. Full name, date of birth;
- b. Education level;
- c. Professional qualifications;
- d. Work history;
- e. Companies in which the candidate is holding the position of member of the Board of Directors and other management positions;
- f. Assessment report on the candidate's contribution to the Company, in case the candidate is currently a member of the Company's Board of Directors;
- g. Benefits related to the Company (if any);
- h. Full name of the shareholder or group of shareholders nominating that candidate (if any);
- i. Other information (if any).

2. Shareholders holding common shares have the right to aggregate their voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 5 % to less than 10% of the total number of voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

3. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the incumbent Board of Directors may nominate additional candidates or organize nominations according to the mechanism prescribed by the Company in the Internal Regulations on Corporate Governance. The procedure for the incumbent Board of Directors to introduce candidates for the Board of Directors must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made according to the provisions of law.

4. Members of the Board of Directors must meet the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company Charter.

Article 26. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors is 05 (five) members, including 02 or more independent members of the Board of Directors. The independent members of the Board of Directors will undertake the work of the Audit Committee.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than 02 consecutive terms. In case all members of the Board of Directors end their terms at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.

3. Board of Directors' composition:

The total number of independent members of the Board of Directors must account for at least one-third (1/3) of the total number of members of the Board of Directors.

4. A member of the Board of Directors is no longer eligible to be a member of the Board of Directors in the following cases:

a. Not qualified to be a member of the Board of Directors according to the provisions of the Law on Enterprises or prohibited by law from being a member of the Board of Directors;

b. Have a resignation letter;

c. Has a mental disorder and another member of the Board of Directors has professional evidence proving that he or she no longer has capacity to act;

d. Not attending meetings of the Board of Directors for six (06) consecutive months, except in cases of force majeure;

e. According to the decision of the General Meeting of Shareholders;

f. Providing false personal information when submitting to the Company as a candidate for the Board of Directors;

g. Other cases as prescribed by law and this Charter.

5. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and the securities market.

6. A member of the Board of Directors may not be a shareholder of the Company.

Article 27. Powers and obligations of the Board of Directors

1. The Board of Directors is the Company's management body, with full authority to decide and exercise the Company's rights and obligations on behalf of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders.

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

- a) Decide on the Company's strategy, medium-term development plan and annual business plan;
- b) Propose the type of shares and the total number of shares of each type that can be offered for sale;
- c) Decision to sell unsold shares within the number of shares allowed to be offered for sale of each type; decision to raise additional capital in other forms;
- d) Decide on the selling price of the Company's shares and bonds;
- d) Decision to repurchase shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises 2020;
- e) Decide on investment plans and investment projects within the authority and limits prescribed by law;
- g) Decide on solutions for market development, marketing and technology;
- h) Approving contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value of [35%] or more of the total asset value recorded in the Company's most recent financial report. apart from Contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises 2020;
- i) Elect, dismiss, remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, terminate contracts with the General Director and other important managers as prescribed in the Company Charter; decide on salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Board of Members or General Meeting of Shareholders at other companies, decide on remuneration and other benefits of such persons;
- k) Supervise and direct the General Director and other managers in the daily business operations of the Company;
- l) Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of subsidiaries, branches, representative offices and capital contribution and purchase of shares of other enterprises;
- m) Approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;
- n) Submit audited annual financial statements to the General Meeting of Shareholders;
- o) Propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;
- p) Proposing the reorganization and dissolution of the Company; requesting the bankruptcy of the Company;
- q) Decide to issue the Board of Directors' Operating Regulations, Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decide to issue the Operating Regulations of the Audit Committee under the Board of Directors, Regulations on information disclosure of the company;

s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company 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 Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 28. Remuneration, salary and other benefits of members of the Board of Directors

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

2. Members of the Board of Directors are entitled to remuneration and bonuses. The remuneration is calculated based on the number of working days required to complete the duties of the Board of Directors members and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

3. The remuneration of each member of the Board of Directors is included in the Company's business expenses according to the provisions of the law on corporate income tax, 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.

4. A member of the Board of Directors holding an executive position or a member of the Board of Directors serving on subcommittees of the Board of Directors or performing other tasks beyond the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits or in other forms as decided by the Board of Directors.

5. Board members are entitled to be paid all travel, food and accommodation expenses. and other reasonable expenses they have incurred in carrying out their duties. members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.

6. The Company may purchase liability insurance for members of the Board of Directors after approval by the General Meeting of Shareholders. This insurance does not include insurance for the responsibilities of members of the Board of Directors related to violations of the law and the Company's Charter.

Article 29. 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 the members of the Board of Directors.

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

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

- a) Develop programs and plans for the Board of Directors' activities;
- b) Prepare agenda, content, and documents for meetings; convene, chair and preside over meetings of the Board of Directors;
- c) Organize the adoption of resolutions and decisions of the Board of Directors;
- d) Supervise the implementation of resolutions and decisions of the Board of Directors;
- d) Chair the General Meeting of Shareholders;
- e) Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.

4. In case the Chairman of the Board of Directors submits a resignation or is dismissed or removed from office, the Board of Directors must elect a replacement within [10 days] from the date of receipt of the resignation or dismissal or removal.

5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors in accordance with the principles prescribed in the Company Charter. In case there is no authorized person or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is serving an administrative penalty at a compulsory drug rehabilitation facility, a compulsory education facility, has fled from his/her place of residence, has limited or lost civil capacity, has difficulty in cognition, controlling his/her behavior, is prohibited by the Court from holding a position, practicing a profession or doing certain work, the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors according to the principle of majority approval of the remaining members until a new decision of the Board of Directors is made.

Article 30. Meeting of the Board of Directors

1. In case the Board of Directors elects a Chairman, the Chairman of the Board of Directors will be elected at the first meeting of the Board of Directors' term within seven (07) working days from the date of completion 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 or the highest percentage of votes. In case there is more than one (01) member with the highest number of votes or the highest percentage of votes, the members shall vote by majority to select one (01) of them to convene the meeting of the Board of Directors.

2. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors, set the agenda, time and place of the meeting at least five (05) working days before the meeting date. The Chairman may convene a meeting when deemed necessary, but there must be at least one (01) meeting per quarter.

3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors, without delay without justifiable reason, when one of the following subjects requests in writing, stating the purpose of the meeting and the issues to be discussed:

- a. General Director or at least five (05) other executives;
- b. Independent member of the Board of Directors and Audit Committee;

- c. At least two (02) members of the Board of Directors;
4. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request specified in Clause 3 of this Article. In case the meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damage caused to the Company; the persons requesting the meeting specified in Clause 3 of Article 30 have the right to convene a meeting of the Board of Directors.
5. In case of request from an independent auditing company to audit the Company's financial statements, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation.
6. The Board of Directors' meeting shall be held at the Company's head office or at another location in Vietnam or abroad as decided by the Chairman of the Board of Directors and agreed upon by the Board of Directors.
7. Notice of Board of Directors meeting must be sent to the members of the Board of Directors and members of the Board of Directors and members of the Audit Committee. at least [five (05)] working days before the meeting date. A member of the Board of Directors may refuse the meeting invitation in writing, which may be changed or revoked in writing by that member of the Board of Directors. The notice of the Board of Directors meeting must be in Vietnamese and must fully notify the time, location of the meeting, agenda, content of the issues discussed, accompanied by necessary documents on the issues discussed and voted at the meeting and the members' voting ballots.

The meeting notice shall be sent by mail, fax, email or other means, but must be ensured to reach the contact address of each member of the Board of Directors and the Internal Auditors registered at the Company.

8. Meetings of the Board of Directors are held when at least three-quarters (3/4) of the total number of Board of Directors members are present in person or through a representative (authorized person) if approved by a majority of Board of Directors members.

In case the number of members attending the meeting is not sufficient as prescribed, the meeting must be convened for the second time within seven (07) days from the date of the first scheduled meeting. The second meeting will be held if more than half (1/2) of the Board of Directors members attend the meeting.

9. A meeting of the Board of Directors may be held by way of a video conference between members of the Board of Directors when all or some of the members are in different locations, provided that each member attending the meeting is able to:

- a. Hear each other member of the Board of Directors speak at the meeting;
- b. Address all other members present simultaneously. Discussions between members may be conducted directly by telephone or other means of communication or a combination of these methods. A member of the Board of Directors participating in such a meeting shall be considered “present” at that meeting. The location of a meeting held under this provision shall be the location where the majority of the members of the Board of Directors are present, or the location where the Chairman of the meeting is present.

Decisions passed in telephone meetings are properly organized and conducted, effective immediately upon the end of the meeting but must be confirmed by the signatures in the minutes of all members of the Board of Directors attending this meeting.

10. Members of the Board of Directors may send their ballots to the meeting by mail, fax, or email. In case of sending ballots to the meeting by mail, the ballots must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening. The ballots may only be opened in the presence of all attendees.

11. Voting

a. Except for the provisions at Point b, Clause 11, Article 30, each member of the Board of Directors or authorized person as prescribed in Clause 8 of this Article who is present in person as an individual at the meeting of the Board of Directors has one (01) vote;

b. A member of the Board of Directors shall not vote on contracts, transactions or proposals in which the member or a person related to the member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board of Directors shall not be counted in the minimum number of members present to be able to hold a meeting of the Board of Directors on decisions on which the member does not have the right to vote;

c. Pursuant to Point d, Clause 11, Article 30, when an issue arises at a meeting related to the interests or voting rights of a member of the Board of Directors and that member does not voluntarily give up his/her voting rights, the decision of the chairperson is the final decision, except in cases where the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed;

d. A member of the Board of Directors who benefits from a contract specified in Point a and Point b, Clause 6, Article 41 of this Charter is considered to have a significant interest in that contract;

e. Internal auditors have the right to attend Board of Directors meetings, have the right to discuss but not to vote.

12. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that he or she has an interest in it shall be responsible for disclosing this interest at the first meeting of the Board discussing the signing of this contract or transaction. In case a member of the Board of Directors does not know that he or she or a related person has an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must disclose the related interests at the first meeting of the Board of Directors held after this member knows that he or she has an interest or will have an interest in the above transaction or contract.

13. The Board of Directors shall pass decisions and resolutions based on the approval of the majority of the Board members attending the meeting. In case the number of votes for and against are equal, the vote of the Chairman of the Board of Directors shall be the deciding vote.

14. Resolutions in the form of written opinions are passed on the basis of the approval of the majority of members of the Board of Directors with voting rights. This resolution has the same effect and value as a resolution passed at a meeting.

15. The Chairman of the Board of Directors is responsible for sending the minutes of the Board of Directors' meeting to the members and the minutes are valid evidence of the work conducted during the meeting unless there is an objection to the content of the minutes within ten (10) days from the date of sending. The minutes of the Board of Directors' meeting are prepared in Vietnamese and may be prepared in English. The minutes must be signed by the chairman and the person taking the minutes.

Article 31. Subcommittees of the Board of Directors

1. The Board of Directors may establish subcommittees to be responsible for development policies, personnel, remuneration, and internal audit. The number of members of the subcommittees shall be decided by the Board of Directors, but there should be at least three (03) people including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittees and one of these members shall be appointed as Head of the subcommittee according to the decision of the Board of Directors. The activities of the subcommittees must comply with the regulations of the Board of Directors. Resolutions of the subcommittees shall only be effective when the majority of members attending and voting at the subcommittee meeting are members of the Board of Directors.

2. The Audit Committee is a professional body under the Board of Directors. The Audit Committee has 02 or more members. The Chairman of the Audit Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.

3. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, or of persons with the status of members of subcommittees of the Board of Directors must comply with current legal provisions and provisions in the Charter and Internal Regulations on corporate governance .

Article 32. Person in charge of corporate governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently hold the position of Company Secretary in accordance with Clause 5, Article 156 of the Enterprise Law 2020.

2. The person in charge of corporate governance must not concurrently work for an approved auditing organization that is auditing the Company's financial statements.

3. The person in charge of corporate governance has the following rights and obligations:

a) Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;

- b) Prepare meetings of the Board of Directors, Audit Committee and General Meeting of Shareholders at the request of the Board of Directors or Audit Committee;
- c) Advice on meeting procedures;
- d) Attend meetings;
- e) Consulting on procedures for preparing resolutions of the Board of Directors in accordance with legal provisions;
- f) Provide financial information, copies of Board of Directors meeting minutes and other information to Board of Directors members and Audit Committee members;
- g) Monitor and report to the Board of Directors on the Company's information disclosure activities;
- h) Be the point of contact with stakeholders;
- i) Keep information confidential in accordance with the provisions of law and the Company Charter;
- k) Other rights and obligations as prescribed by law and the Company Charter.

CHAPTER VIII

CEO AND OTHER EXECUTIVE OFFICERS

Article 33. Organization of management apparatus

The Company's management system must ensure that the management apparatus is responsible 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, Deputy General Directors, Chief Accountant and other management positions appointed by the Board of Directors. The appointment, dismissal and removal of the above positions must be approved by a resolution of the Board of Directors.

Article 34. Business operators

1. The Company's executives include the General Director, Deputy General Director, and Chief Accountant.
2. Upon the request of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with the number and standards appropriate to the Company's management structure and regulations as prescribed by the Board of Directors. Business executives must be responsible for supporting the Company in achieving its objectives in operations and organization.
3. The General Director is paid salary and bonus. The General Director's salary and bonus are decided by the Board of Directors.
4. The salary of the executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, 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.

Article 35. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or another person as the General Director; sign a contract specifying remuneration, salary and other benefits. The remuneration, salary and other benefits of the General Director must be reported at the Annual General Meeting of Shareholders, shown as a separate item in the Annual Financial Report and stated in the Company's Annual Report.
2. The term of office of the General Director shall not exceed five (05) years and may be reappointed. The appointment may expire based on the provisions of the labor contract. The General Director must not be a person prohibited by law from holding this position and must meet the standards and conditions prescribed by law and the Company Charter.
3. The General Director has the following rights and obligations:
 - a. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, the business plan and investment plan of the Company approved by the Board of Directors and the General Meeting of Shareholders;
 - b. Decide on matters that do not require a decision of the Board of Directors, including signing financial and commercial contracts on behalf of the Company, organizing and operating the Company's daily business operations in accordance with best management practices;
 - c. Recommend to the Board of Directors on the organizational structure plan and internal management regulations of the Company;
 - d. Propose measures to improve the Company's operations and management;
 - e. Propose the number and business executives that the Company needs to recruit for the Board of Directors to appoint or dismiss according to internal regulations and propose remuneration, salary and other benefits for business executives for the Board of Directors to decide;
 - f. Consult with the Board of Directors to decide on the number of employees, their appointment, dismissal, salary, allowances, benefits, and other terms related to their employment contracts;
 - g. Prepare and submit to the Board of Directors for approval a detailed business plan for the next fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five (05) year financial plan;
 - h. Prepare the Company's long-term, annual and quarterly budgets (hereinafter referred to as the budgets) to serve the Company's long-term, annual and quarterly management activities according to the business plan. The annual budget (including the balance sheet, income statement and expected cash flow statement) for each fiscal year must be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;
 - i. Other rights and obligations as prescribed by law, this Charter, internal regulations of the Company, resolutions of the Board of Directors, and labor contracts signed with the Company.

4. The General Director is responsible to the Board of Directors and the General Meeting of Shareholders for the performance of assigned duties and powers and must report to these levels when requested.

5. The Board of Directors may dismiss the General Director when the majority of the Board of Directors with voting rights present at the meeting agree and appoint a new General Director to replace him.

CHAPTER IX

AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 36. Nomination and nomination of members of the Audit Committee:

1. The Chairman of the Audit Committee and other members of the Audit Committee are nominated by the Board of Directors and are not executives of the Company.

2. The appointment of the Chairman of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at a meeting of the Board of Directors.

Article 37. Composition of the Audit Committee

1. The Audit Committee shall consist of two or more members. The Chairman of the Audit Committee shall be an independent member of the Board of Directors. Other members of the Audit Committee shall be non-executive members of the Board of Directors or appointed by the Board of Directors.

2. Members of the Audit Committee must have knowledge of accounting and auditing, have general understanding of the law and the Company's specialized operations and must not fall into the following cases:

- a) Work in the accounting and finance department of the Company;
- b) Being a member or employee of an auditing organization approved to audit the company's financial statements for the previous 3 consecutive years.

3. The Chairman of the Audit Committee must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration or a major related to the company's field of operation.

Article 38. Rights and obligations of the Audit Committee

The Audit Committee has the rights and obligations as prescribed in Article 161 of the 2020 Enterprise Law, the current Charter of the company and the following rights and obligations:

- 1. Have the right to access documents related to the Company's operations, discuss with other members of the Board of Directors, the General Director, Chief Accountant and other managers to collect information for the Audit Committee's operations.
- 2. Have the right to request representatives of approved auditing organizations to attend and answer questions related to audited financial statements at meetings of the Audit Committee.

3. Use outside legal, accounting or other consulting services as needed.
4. Develop and submit to the Board of Directors policies on risk detection and management; propose to the Board of Directors solutions to handle risks arising in the Company's operations.
5. Prepare a written report to the Board of Directors when discovering that a member of the Board of Directors, the General Director and other managers do not fully perform their responsibilities as prescribed in the Law on Enterprises and the Company Charter.
6. Develop the Audit Committee's operating regulations and submit them to the Board of Directors for approval.

Article 39. Meeting of the Audit Committee

1. The Audit Committee must meet at least twice a year. Minutes of the meeting must be detailed, clear and fully retained. The person taking the minutes and the Audit Committee members attending the meeting must sign the meeting minutes.
2. The Audit Committee shall pass decisions by voting at meetings and by obtaining written opinions. Each member of the Audit Committee shall have one vote . Decisions of the Audit Committee shall be passed if approved by a majority of members attending the meeting; in case of equal votes, the final decision shall belong to the side with the opinion of the Chairman of the Audit Committee.

Article 40. Report on the activities of independent members of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders

1. The independent member of the Board of Directors in the Audit Committee is responsible for reporting on its activities at the annual General Meeting of Shareholders.
2. The performance report of the independent member of the Board of Directors in the Audit Committee at the annual General Meeting of Shareholders must ensure the following contents:
 - a) Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee as prescribed in the Law on Enterprises and Company charter;
 - b) Summary of meetings and conclusions and recommendations of the Audit Committee;
 - c) Results of monitoring of financial reports, operations and financial situation of the Company;
 - d) Assessment report on transactions between the Company, subsidiaries, other companies in which the Company controls **50%** or more of the charter capital with members of the Board of Directors, General Directors, other executives of the enterprise and related persons of that entity; transactions between the Company and companies in which members of the Board of Directors, General Directors, other executives of the enterprise are founding members or enterprise managers within the last 3 years prior to the time of the transaction;
 - e) Assessment results of the Company's internal control and risk management system;

- f) Results of supervision of the Board of Directors, General Director and other executives of the enterprise;
- g) Results of the assessment of the coordination of activities between the Audit Committee, the Board of Directors, the General Director and shareholders;

CHAPTER X

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, AUDIT COMMITTEE , GENERAL DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, the Audit Committee, the General Director and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly and carefully for the benefit of the Company.

Article 4 1. Responsibility to be honest and avoid conflicts of interest

1. Member of the Board of Directors, Audit Committee, The General Director and other managers must disclose relevant interests in accordance with the provisions of the Enterprise Law and relevant legal documents.
2. Members of the Board of Directors, Audit Committee, General Director, other managers and their related persons may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, Audit Committee, General Director and other managers are obliged to notify in writing to the Board of Directors and Audit Committee of transactions between the Company, subsidiaries, other companies in which the public company controls 50% or more of the charter capital with that entity itself or with related persons of that entity in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the law on securities on information disclosure.
4. A member of the Board of Directors is not allowed to vote on transactions that benefit that member or a related person of that member according to the provisions of the Law on Enterprises and the Company Charter.
5. Members of the Board of Directors, Audit Committee, General Director, other managers and related persons of these subjects are not allowed to use or disclose to others inside information to carry out related transactions.
6. Transactions between the Company and one or more members of the Board of Directors, Audit Committee, General Director, other executives and individuals and organizations related to these subjects are not invalid in the following cases:
 - a) For transactions with a value less than or equal to thirty-five percent [35 %] total asset value recorded in the most recent financial report, important contents of contracts or transactions as well as relationships and interests of members of the Board of Directors,

Audit Committee, General Director, other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of the Board of Directors members who have no related interests;

b) For transactions with a value greater than thirty - five percent [35 %] The total value of assets recorded in the most recent financial report , the important contents of this transaction as well as the relationships and interests of the members of the Board of Directors, Audit Committee, General Director, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by the votes of shareholders with no related interests.

Article 4 2. Responsibility for damages and compensation

1. Members of the Board of Directors, Audit Committee, General Director and other executives who violate their obligations and responsibilities of honesty and prudence, and fail to fulfill their obligations with diligence and professional capacity, shall be responsible for damages caused by their violations.

2. The Company shall indemnify any person who has been, is or may become a party to any claim, lawsuit or prosecution (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, Audit Committee, General Director, other executive, employee or authorized representative of the Company or such person has been or is acting at the request of the Company as a member of the Board of Directors, executive, employee or authorized representative of the Company provided that such person has acted honestly, prudently, diligently for the benefit or not in conflict with the interests of the Company, on the basis of compliance with the law and there is no evidence confirming that such person has breached his/her responsibilities.

3. When performing functions, duties or performing work authorized by the Company, members of the Board of Directors, Audit Committee, other executives, employees or authorized representatives of the Company shall be compensated by the Company when becoming a party involved in complaints, lawsuits, or prosecutions (except for lawsuits initiated by the Company) in the following cases:

a. Has acted honestly, carefully, diligently for the benefit and not in conflict with the interests of the Company;

b. Comply with the law and have no evidence of failure to perform their responsibilities.

4. Compensation costs include costs incurred (including attorneys' fees), judgment costs, fines, and payments actually or reasonably incurred in resolving these cases within the framework of the law. The Company may purchase insurance for these people to avoid the above compensation liabilities.

CHAPTER XI

RIGHT TO INSPECT COMPANY BOOKS AND RECORDS

Article 43. Right to investigate books and records

1. Common shareholders have the right to look up books and records, specifically as follows:
 - a) Ordinary shareholders have the right to review, look up and extract information about their names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information; review, look up, extract or copy the Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;
 - b) Shareholders or groups of shareholders owning [05%] or more of the total number of common shares have the right to review, look up, and extract the minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial reports, reports of the Audit Committee, contracts, transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.
2. In case an authorized representative of a shareholder or group of shareholders requests to look up books and records, he/she must attach a power of attorney from the shareholder or group of shareholders that he/she represents or a notarized copy of this power of attorney.
3. Members of the Board of Directors, members of the Audit Committee, the General Director and other executives have the right to look up the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that such information is kept confidential.
4. The Company must keep this Charter and amendments to the Charter, 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 meetings of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Audit Committee, annual financial statements, accounting books and other documents as prescribed by law at the head office or another place provided that shareholders and the Business Registration Authority are notified of the location where these documents are stored.
5. The company charter must be published on the Company's website.

CHAPTER XII

EMPLOYEES AND UNIONS

Article 44. Employees and trade unions

1. The General Director must plan for the Board of Directors to approve issues related to recruitment, employee termination, salary, social insurance, benefits, rewards and discipline for employees and business executives.

2. The General Director must plan for the Board of Directors to approve issues related to the Company's relationship with trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

CHAPTER XIII

PROFIT DISTRIBUTION

Article 45. Profit distribution

1. The General Meeting of Shareholders decides on the level of dividend payment and the form of annual dividend payment from the Company's retained earnings.
2. The Company does not pay interest on dividends or payments relating to a class of shares.
3. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of dividends in shares and the Board of Directors is the body implementing this decision.
4. In case dividends or other amounts related to a type of shares are paid in cash, the Company must pay in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount the Company has transferred to this shareholder. Payment of dividends for shares listed/registered for trading at the Stock Exchange can be made through a securities company or the Vietnam Securities Depository and Clearing Corporation (VSDC).
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution to determine a specific date to close the list of shareholders. Based on that date, those who register as shareholders or holders of other securities shall be entitled to receive dividends, interest, profit distribution, receive shares, receive notices or other documents.
6. Other issues related to profit distribution are carried out in accordance with the provisions of law.

CHAPTER XIV

BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 46. Bank accounts

1. The Company opens accounts at Vietnamese banks or at foreign banks permitted to operate in Vietnam.
2. Subject to prior approval of the competent authority, if necessary, the Company may open a bank account abroad in accordance with the provisions of law.
3. The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

Article 47. Fiscal year

The Company's fiscal year begins on the first day of January each year and ends on the 31st day of December. The first fiscal year begins on the date of issuance of the Business Registration Certificate and ends on the 31st day of December immediately following the date of issuance of that Business Registration Certificate.

Article 48. Accounting regime

1. The accounting regime used by the Company is the Vietnamese Accounting System (VAS), the corporate accounting regime or other specific accounting regime issued by a competent authority approved by the Ministry of Finance.
2. The Company shall prepare accounting books in Vietnamese and maintain accounting records in accordance with the provisions of the law on accounting and related laws. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.
3. The Company uses Vietnamese Dong as its accounting currency. In case the Company has economic transactions arising mainly in a foreign currency, it may freely choose that foreign currency as its accounting currency, be responsible for that choice before the law and notify the direct tax authority.

CHAPTER XV

ANNUAL REPORT, FINANCIAL REPORT AND RESPONSIBILITY INFORMATION DISCLOSURE

Article 49. Annual, semi-annual and quarterly financial reports

1. The Company must prepare an annual financial report in accordance with the provisions of law as well as the regulations of the State Securities Commission and the report must be audited in accordance with the provisions of Article 51 of this Charter. Within the time limit prescribed by law from the end of each fiscal year, the Company must submit an annual financial report approved by the General Meeting of Shareholders to the competent tax authority, the State Securities Commission, the Stock Exchange and the Business Registration Authority.
2. The annual financial report must include a business performance report that honestly and objectively reflects the Company's profit/loss situation during the fiscal year, a financial situation report that honestly and objectively reflects the Company's operating situation up to the time of preparing the report, a cash flow report and notes to the financial statements.
3. The Company must prepare and publish audited six-month financial statements and quarterly financial statements in accordance with the regulations of the State Securities Commission and the Stock Exchange and submit them to the relevant tax authorities and the Business Registration Authority in accordance with the provisions of the Law on Enterprises.

4. Audited annual financial statements (including auditor's opinions), reviewed semi-annual financial statements and quarterly financial statements must be published on the Company's website.

5. Interested organizations and individuals have the right to inspect or copy the audited annual financial statements, reviewed six-monthly reports and quarterly financial statements during working hours at the Company's head office and must pay a reasonable fee for copying.

Article 50. Annual report

The Company must prepare and publish the Annual Report in accordance with the provisions of the law on securities and the stock market.

CHAPTER XVI COMPANY AUDIT

Article 51. Auditing

1. The annual general meeting of shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on one of these units to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors. The Company must prepare and submit its annual financial statements to the independent auditing company after the end of the fiscal year.

2. The independent auditing company shall examine, confirm, prepare an audit report and submit that report to the Board of Directors within two (02) months from the end of the fiscal year.

3. A copy of the audit report is attached to the Company's annual financial statements.

4. The independent auditor performing the audit of the Company is allowed to attend the General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders that the shareholders are entitled to receive and to express opinions at the meeting on issues related to the audit of the Company's financial statements.

CHAPTER XVII SEAL

Article 52. Seal

1. Seals include seals made at seal engraving establishments or seals in the form of digital signatures according to the provisions of law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form and content of the seal of the Company, branches and representative offices of the Company (if the Board of Directors and General Director use and manage the seal in accordance with current law).

CHAPTER XVIII

DISSOLUTION OF COMPANY

Article 53. Dissolution of the company

1. The company may be dissolved in the following cases:
 - a. End of the Company's term of operation, even after extension;
 - b. According to the resolution and decision of the General Meeting of Shareholders;
 - c. Business registration certificate revoked;
 - d. Other cases as prescribed by law.
2. The dissolution of the Company before the deadline (including the extended deadline) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) according to regulations.

Article 54. Extension of operation

1. The Board of Directors shall convene a General Meeting of Shareholders at least seven (07) months before the end of the term of operation so that shareholders can vote on the extension of the Company's operation upon the proposal of the Board of Directors.
2. The term of operation is extended when approved by 65% or more of the total votes of shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders.

Article 55. Liquidation

1. At least six (06) months before the end of the Company's term of operation or after a decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its own operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be paid by the Company prior to other debts of the Company.
2. The Liquidation Board is responsible for reporting to the Business Registration Office on the date of establishment and the date of commencement of operations. From that time on, the Liquidation Board represents the Company in all matters related to the Company's liquidation before the Court and administrative agencies.
3. The proceeds from the liquidation shall be paid in the following order:
 - a. Liquidation costs;
 - b. Debts of wages, severance pay, social insurance and other benefits of employees according to collective labor agreements and signed labor contracts;

- c. Tax debt;
- d. Other debts of the Company;
- e. The remainder after all debts from items (a) to (d) above have been paid shall be distributed to the shareholders. Preferred shares shall have priority in payment.

CHAPTER XIX

INTERNAL DISPUTE RESOLUTION

Article 56. Internal dispute resolution

1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, other legal provisions, the Company Charter, and regulations between:

- a. Shareholders with the Company;
- b. Shareholders with the Board of Directors, Audit Committee, General Director, and other executives;

The parties concerned shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the dispute resolution and shall request each party to present information relating to the dispute within 07 working days from the date the dispute arises. In the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Company to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case no conciliation decision is reached within six (06) weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, a party may bring the dispute to Economic Arbitration or Economic Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Payment of court costs shall be made according to the Court's judgment.

CHAPTER XX

SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 57. Company charter

1. Amendments and supplements to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In case there are provisions of law related to the Company's operations that have not been mentioned in this Charter or in case there are new provisions of law that are different from the provisions in this Charter, the provisions of such law shall naturally be applied and regulate the Company's operations.

CHAPTER XXI EFFECTIVE DATE

Article 58. Effective date

1. This charter consists of 21 chapters, 58 articles and was unanimously amended and approved by the General Meeting of Shareholders of Cuu Long Petro Urban Development and Investment Corporation at the 2026 annual general meeting of shareholders on April 24th, 2026. on the basis of the Resolution of the 2026 Annual General Meeting of Shareholders passed.

2. This Charter is the official version of the company from April 24th, 2026 and is published on the company's website; Information is disclosed to the State Securities Commission, Stock Exchange, Vietnam Securities Depository and Clearing Corporation and relevant agencies as prescribed.

- One (01) original copy is kept at the Company's head office.
- Copies or extracts of the Company Charter are valid when signed and sealed by the Chairman of the Board of Directors; or signed and sealed by at least one-half (1/2) of the total number of members of the Board of Directors or signed and sealed by the General Director - the legal representative authorized by the Board of Directors to sign and confirm the copy.

Recipient:

- As per Article 58;
- Board of Directors, Audit Committee, Board of management;
- Information Disclosure, Website;
- Save: Board of Directors' account

Can Tho, April 24th, 2026
**CUU LONG PETRO URBAN DEVELOPMENT
AND INVESTMENT CORPORATION**
CHAIRMAN OF THE BOARD OF DIRECTORS




NGUYEN TRIEU DONG

APPENDIX 01

DETAILS OF THE COMPANY'S CHARTER CAPITAL FROM THE DATE OF ESTABLISHMENT UNTIL PRESENT AND THE RATIO OF SHARES OWNERSHIP OF THE FOUNDING SHAREHOLDERS AT THE DATE OF ESTABLISHMENT OF THE COMPANY

1. Details of the Company's current charter capital:

No.	Business Registration Certificate	Day	Charter capital (VND)	Note
1	First time	0/12/2007	250.000.000.000	
2	Fist Change	05/05/2008	250.000.000.000	
3	2 rd Change	02/07/2008	250.000.000.000	
4	3 rd Change	29/12/2008	250.000.000.000	
5	4 th Change	26/06/2009	250.000.000.000	
6	5 th Change	31/12/2009	250.000.000.000	
7	6 th Change	22/09/2010	250.000.000.000	
8	7 th Change	28/03/2011	250.000.000.000	
9	8 th Change	26/07/2013	250.000.000.000	
10	9 th Change	23/03/2014	250.000.000.000	
11	10 th Change	28/12/2015	262.498.850.000	Increase capital through issuing shares to pay dividends to shareholders in 2014
12	11 th Change	30/12/2015	262.498.850.000	
13	12 th Change	07/07/2016	354.998.850.000	Capital increase through debt swap issuance in 2016
14	13 th Change	13/03/2018	474.998.850.000	Increase capital through issuance of 12 million individual shares.
15	14 th Change	25/05/2018	474.998.850.000	Change of ID card of legal representative
16	15 th Change	04/05/2019	474.998.850.000	Change Director to General Director
17	16 th Change	01/07/2020	474.998.850.000	Change of legal representative
18	17 th Change	09/03/2022	474.998.850.000	Change of ID card of legal representative
19	18 th Change	08/08/2022	531.995.790.000	Increase capital through issuing shares to pay dividends to shareholders in 2021
20	19 th Change	29/09/2023	595.814.180.000	Increase capital through issuing shares to pay dividends to shareholders in 2022
21	20 th Change	10/11/2025	595.814.180.000	Change tax information

2. Share ownership ratio of Founding Shareholders at the date of Company Establishment

No	Shareholder name	Address	Type share	Number of shares	Total value (VND)	Capital contribution ratio
	Founding shareholder			17.750.000	177.500.000.000	71,00%
1	Minh Chau Construction & Trade Company Limited	No. 64A, National Highway 1A, Ward 7, Soc Trang City.	Popular	7.500.000	75.000.000.000	30,00%
2	Ut Xi Aquatic Products Processing Corporation	Provincial Road 8, Tai Van Commune, Tran De, Soc Trang	Popular	7.500.000	75.000.000.000	30,00%
3	Petro Vietnam Finance Joint Stock Corporation	No. 72, Tran Hung Dao, Hoan Kiem, Hanoi	Popular	2.750.000	27.500.000.000	11,00%
	Shares for sale			7.250.000	72.500.000.000	29,00%
	Total			25.000.000	250.000.000.000	100%

