

**THONG NHAT HANOI  
JOINT STOCK COMPANY****SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness**

Number: 01 /QC-TNHN

Hanoi, date 13 month 5 year 2025

## **RULES**

### **ORGANIZING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS THONG NHAT HANOI JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Thong Nhat Hanoi Joint Stock Company approved on December 28, 2021;

The Organizing Committee of the 2025 Annual General Meeting of Shareholders of Thong Nhat Hanoi Joint Stock Company promulgates the Regulations on organizing the 2025 Annual General Meeting of Shareholders as follows:



#### **CHAPTER I**

##### **GENERAL PROVISIONS**

###### **Article 1. Scope and subjects of application**

- 1.1 These regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "General Meeting") of Thong Nhat Hanoi Joint Stock Company.
- 1.2 This Charter specifically stipulates the rights and obligations of shareholders, participants in the General Meeting, conditions and procedures for conducting the General Meeting.
- 1.3 Shareholders and participants are responsible for implementing the provisions of this Charter.

#### **CHAPTER II**

##### **CONDITIONS FOR ATTENDING THE GENERAL MEETING, RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND GENERAL MEETING PARTICIPANTS**

###### **Article 2. Conditions for attending the Congress**

Shareholders or representatives authorized in writing by shareholders whose names are on the list of shareholders of Thong Nhat Hanoi Joint Stock Company on the record date have the right to attend the General Meeting.

###### **Article 3. Rights of shareholders when attending the General Meeting**

- 3.1 The Organizing Committee publicly announces the content of the Congress program;
- 3.2 Speak and vote on all contents in the Congress program within the authority of the Congress according to the provisions of the 2020 Enterprise Law, relevant legal documents and the Charter of Thong Nhat Hanoi Joint Stock Company;
- 3.3 Each shareholder or authorized representative attending the General Meeting will receive a Voting Card after registering to attend with the shareholder qualification examination committee;
- 3.4 The voting value of the Voting Card corresponds to the ratio of the number of voting shares owned by that person or his/her authorized representative attending the General Meeting to the total number of voting shares of the delegates present at the General Meeting;

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- 3.5 Shareholders and authorized representatives who arrive late to the General Meeting before the end of the General Meeting have the right to register immediately and vote on issues not yet voted on at the General Meeting, but the Chairman is not responsible for stopping the meeting and the validity of previous votes will not be affected. In case the Ballot Counting Committee is counting the Voting Ballots, shareholders do not have the right to vote.

#### Article 4. Obligations of shareholders when attending the General Meeting

- 4.1 Shareholders or authorized representatives of shareholders attending the General Meeting must register with the Shareholder Qualification Examination Board and must present the following documents:
- a) In case the shareholder is an individual, he/she must bring: ID card/CCCD/CC or passport (original) with valid term.
  - b) In case an individual shareholder authorizes another individual to attend the meeting, he/she must bring: (i) ID card/CCCD/CC or passport (original) with valid term of use of the authorized person, (ii) Valid authorization letter in accordance **with the Company sample**.
  - c) In case the shareholder is an organization, it is necessary to bring: (i) A valid copy of the business registration certificate/establishment decision, (ii) Original ID card/CCCD /CC or passport (valid) of the legal representative.
  - d) In case the shareholder is an organization and the legal representative authorizes another person to attend the general meeting, they must bring: (i) A copy of the business registration certificate/establishment decision with valid certification, (ii) Original ID card/CCCD/CC or passport (valid) of the authorized person, (iii) a valid authorization letter **according to the company's form**.
- 4.2 Comply with the provisions of this Charter, the direction of the Congress Chairman and respect the working results of the Congress.
- 4.3 Maintain order and security and do not cause disorder or chaos during the Congress.
- 4.4 Shareholders or authorized representatives of shareholders, when attending the General Meeting, are responsible for attending the General Meeting from the beginning of the General Meeting until the end of the General Meeting. In case any shareholder, due to force majeure, must leave the meeting before the end of the General Meeting, he/she must contact the Organizing Committee to notify and submit his/her personal written opinion (if any) on the issues to be voted at the General Meeting. In case a shareholder leaves the meeting before the end of the General Meeting without notifying and submitting his/her personal written opinion to the Organizing Committee, that shareholder is considered to have agreed with all issues to be voted at the General Meeting.
- 4.5 When attending the General Meeting, if there are questions that need to be raised during the discussion: each shareholder can speak for a maximum of **05 minutes**. If this time is exceeded, the Chairman may request shareholders to put their questions and recommendations into writing, the General Meeting Secretariat will receive them and the Presidium, within its authority, will respond to shareholders in a form that is in accordance with the provisions of the Company's Charter and the provisions of law.

#### Article 5. Rights and obligations of the Congress Chairman

- 5.1 The General Meeting of Shareholders will be chaired by the Chairman of the Board of Directors of the Company;
- 5.2 The Chairman's decision on matters of order, procedure or events arising outside the agenda of the Congress shall be final;
- 5.3 The Chairman shall conduct such work as is deemed necessary to conduct the General Meeting in a valid and orderly manner or to enable the General Meeting to reflect the wishes of the majority of attending shareholders;
- 5.4 The Chairman may require all attendees of the Meeting to submit to inspection or other security measures; request the competent authority to maintain order of the Meeting; expel from the meeting those who do not comply with the Chairman's direction, intentionally disrupt order, obstruct the normal progress of the Meeting or do not comply with security inspection requirements;
- 5.5 At any time, the Chairman may postpone the General Meeting to another time in accordance with the provisions of the 2020 Enterprise Law and the Charter of Thong Nhat Hanoi Joint Stock Company without consulting the General Meeting if he finds that:
- a) The conduct of those present prevents or is likely to prevent the orderly conduct of the meeting;
  - b) The delay is necessary so that the business of the Congress may be properly conducted.

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**5.6 Moderating the discussion:**

- a) The Chairman has the right to directly answer only key questions and those related to the contents of the General Meeting Agenda. The Chairman will not explain specialized contents to serve the specific requests of individual shareholders;
- b) Questions not directly related to the content of the 2025 General Meeting of Shareholders but within the scope of shareholders' rights and interests will be collected by the Secretariat and the Presidium will answer in another form in accordance with the provisions of the Company's Charter and the provisions of law.
- c) Questions and opinions that cannot be answered in time at the 2025 General Meeting of Shareholders due to time constraints will also be answered by the Presidium in another form to the shareholder who raised the question or opinion.

**Article 6. Presidium**

- 6.1 The Presidium consists of 03 people: 01 chairman and 02 members.
- 6.2 The Chairman of the Board of Directors is the Chairman of the Congress (Presidium). The Presidium runs the Congress according to the content and program that the Board of Directors has planned to approve before the Congress.
- 6.3 Duties of the Presidium:
  - a) Conduct the activities of the Congress according to the Board of Directors' planned program approved by the Congress;
  - b) Guide delegates and the Congress to discuss the contents of the program;
  - c) Draft and conclude necessary issues for the Congress to vote on;
  - d) Respond to questions requested by the Congress;
  - e) Resolve issues arising during the Congress.
- 6.4 Working principles of the Presidium: The Presidium works according to the principles of collective, democratic centralism, and majority decision .

**Article 7. Congress Secretariat**

- 7.1 The Secretariat consists of 02 people appointed by the Chairman and notified to the Congress. The Secretariat is responsible to the Chairman and the Congress for its duties.
- 7.2 The Secretariat performs support tasks as assigned by the Chairman, such as recording the minutes of the General Meeting, drafting documents, conclusions, and notices of the Chairman to shareholders when requested; presenting to the General Meeting the Minutes and draft Resolutions of the General Meeting.
- 7.3 Receive registration form for speaking and complaints (if any) from shareholders.

**Article 8. Shareholder qualification inspection committee, vote counting committee and election committee**

**The shareholder qualification inspection committee, vote counting committee and election committee consists of 03 people, including: 01 Head of the committee and 02 members.**

- ❖ The Shareholder Qualification Inspection Committee selected and appointed by the Organizing Committee of the General Meeting of Shareholders has the following functions and duties:
  - a) Checking the qualifications of shareholders or authorized representatives attending the meeting: Checking relevant documents as prescribed in Clause 4.1, Article 4 of this Regulation.
  - b) Issue meeting documents and voting cards to shareholders or shareholders' authorized representatives;
  - c) Report to the General Meeting on the results of the verification of shareholders' qualifications to attend the General Meeting.
- The Shareholder Qualification Examination Board has the right to establish a Support Unit to fulfill the Board's tasks.
- ❖ The counting and election committee is nominated by the Congress Chairman and approved by the Congress before the Congress.
- The ballot counting committee and election committee must ensure the integrity of the ballot counting. The ballot counting committee is responsible before the law and before shareholders if any violations occur.
- The election and counting committee has the following duties:
  - a) Instruct shareholders attending the Meeting on how to use the Voting Card;
  - b) Conduct a count of the number of votes by type: Agree, disagree, no opinion immediately after the Congress votes;



- c) Record the voting results of shareholders and authorized representatives on issues voted for at the General Meeting;
- d) Summarize and report to the Chairman the voting results of the Congress issues.

### **CHAPTER III**

### **CONGRESS PROCEDURE**

#### **Article 9. Conditions for holding the Congress**

The General Meeting is held when the number of shareholders attending represents **more than 50%** of the total number of votes according to the list of shareholders established at the time of closing the list to convene the General Meeting.

#### **Article 10. Method of conducting the Congress**

- 10.1 The Congress meeting is expected to take place in 1/2 day according to the specific schedule announced by the Congress organizing committee.
- 10.2 The Congress will discuss and approve the contents stated in the Congress Agenda.
- 10.3 Shareholders or authorized representatives wishing to express their opinions must:
  - a) Register and submit the Discussion Registration Form to the General Meeting Secretariat. To ensure the order of the General Meeting during discussion, shareholders who have registered to speak in advance in the invitation to the General Meeting of Shareholders will be given priority to speak first;
  - b) With the approval of the Chairman of the Congress;
  - c) The speech content must be concise, timely and consistent with the Congress Program.

#### **Article 11. Program and working content of the Congress**

- 11.1 The agenda and content of the meeting must be approved by the Congress at the opening session. The agenda must clearly specify the time for the contents of the meeting agenda.
- 11.2 In case there are changes to the meeting agenda sent with the Meeting Invitation to shareholders, the changes must be approved by the General Meeting.

#### **Article 12. Voting and approval of issues at the Congress**

- 12.1 Each shareholder and authorized representative attending the General Meeting will be issued a "Voting Card" containing the shareholder/authorized representative code and the total number of shares owned by the shareholder and/or authorized representative, and the total number of shares with corresponding voting rights. The voting card is used to vote on the contents that need to be approved at the General Meeting.
- 12.2 **Voting card raising method**
  - a) Voting contents by raising voting cards:
    - ✓ Through the Congress Program;
    - ✓ Through the list of the Presidium;
    - ✓ Through the list of Secretariat, Ballot Counting Committee and Election Committee;
    - ✓ Through the regulations for organizing the congress;
    - ✓ Approval of the Regulations on election of members of the Board of Directors and Board of Supervisors;
    - ✓ Approval of Minutes of Meeting and Resolution of General Meeting of Shareholders;
    - ✓ Some other contents are under the authority of the Congress.
  - b) Voting method by **raising Voting Card** :
    - ✓ Shareholders and authorized representatives vote on each item on the agenda of the General Meeting. When voting on an issue raised by the General Meeting, shareholders vote by raising their voting cards. The voting results are determined by counting the number of votes "Agree", "Disagree", "No opinion".
    - ✓ For each issue to be voted on, the Chairman will ask for shareholders' opinions in the following order: "Agree", "Disagree", "No opinion". In case a shareholder does not raise the voting card, it is considered that he/she has no opinion. For each issue to be voted on, shareholders may only raise the voting card once.
    - ✓ Immediately after completing the voting to approve the contents presented at the Congress, the Ballot Counting Committee will conduct the vote counting and announce the vote counting results to the entire Congress.



**12.3 Secret ballot (Voting ballot)****a) Contents of voting by secret ballot:**

- ✓ Report of the Board of Directors on business results in 2024 and business plan in 2025;
- ✓ Report of the Executive Board on business results in 2024 and business plan in 2025;
- ✓ Report on the Board of Supervisors' activities in 2024 and plan for 2025;
- ✓ Proposal to approve the Audited Financial Statements for 2024;
- ✓ Proposal for selection of audit unit for 2025;
- ✓ Proposal for dismissal and election of additional members of the Board of Directors and Board of Supervisors;

**b) Voting method by **secret ballot (Voting ballot)**:**

- ✓ Shareholders and authorized representatives tick ( ✓ ) in one of the boxes Agree/Disagree/No opinion on the issue to be voted on as stated in the Voting Form; Sign and write full name on the Voting Form;
- ✓ Upon completion, shareholders and authorized representatives shall cast their votes into the ballot box located in the meeting room;
- ✓ After ensuring that all shareholders and authorized representatives attending the meeting have finished voting, the Vote Counting Committee will proceed to count the votes and announce the vote counting results to the entire General Meeting.

**12.4 Voting rules**

- a) Every 01 (one) share is equivalent to one vote. Each attending delegate will be given 01 Voting Card;
- b) The issues of the General Meeting are approved when approved by shareholders owning **more than 50%** of the total votes of all shareholders attending the meeting;
- c) The following issues of the General Meeting shall be approved if they are represented **by 65% of shareholders**: Total number of votes or more of all shareholders attending the meeting in favor:
  - ✓ Types of shares and total number of shares of each type;
  - ✓ Change of industry, profession and business field;
  - ✓ Change the company's management structure;
  - ✓ Investment projects or sale of assets with a value greater than 35% of the total asset value recorded in the company's most recent financial report;
  - ✓ Reorganization, dissolution of the company;
  - ✓ Other matters as prescribed in the Company Charter.

**Article 13. Minutes of the General Meeting of Shareholders**

All contents of the General Meeting must be recorded by the Secretariat in the Minutes of the General Meeting of Shareholders. The Minutes of the meeting must be read and approved before the closing of the General Meeting and kept according to regulations.

## **CHAPTER IV OTHER TERMS**

**Article 14. Order of the Congress**

- 14.1 Shareholders or authorized representatives attending the General Meeting of Shareholders must sit in the correct position or area as instructed by the General Meeting Organizing Committee. Comply with the seating arrangement of the General Meeting Organizing Committee.
- 14.2 Shareholders who need to copy documents or record audio must register with the Presidium and are fully responsible in case of any information that is incorrect with the content of the General Meeting.
- 14.3 Maintain order at the Congress, do not use mobile phones during the meeting. All phones brought into the meeting must be in vibrate mode.
- 14.4 Comply with the regulations of the General Meeting of Shareholders and the meeting direction of the Chairman.



**Article 15. Cases where the Congress fails to hold**

- 15.1 In case the 2025 Annual General Meeting of Thong Nhat Hanoi Joint Stock Company does not meet the conditions to be held according to the provisions of Article 10 of this Charter, the convening of the second meeting must be carried out within 30 days from the date of the first Annual General Meeting of 2025. The second meeting of the General Meeting shall be held when the number of members attending the meeting, which are Shareholders and authorized representatives, represents 33% of the total number of voting shares.
- 15.2 In case the second meeting convened does not meet the conditions for holding it as prescribed in Clause 1 of this Article, it shall be convened for the third time within 20 days from the date of the second meeting scheduled to open. In this case, the meeting of the General Meeting shall be held regardless of the number of shareholders or authorized representatives attending and shall be considered valid and shall have the right to decide all matters that the 2025 Annual General Meeting of Shareholders has the right to approve.

## CHAPTER V

### EFFECTIVENESS

**Article 16. Entry into force**

- 16.1 This Charter consists of 05 Chapters and 16 Articles, approved and effective at the 2025 Annual General Meeting of Shareholders of Thong Nhat Hanoi Joint Stock Company;
- 16.2 The Chairman is responsible for running the Congress according to these Regulations;
- 16.3 Shareholders and attendees of the General Meeting are responsible for implementing the provisions of this Charter.

**Recipient:**

- Board of Directors, Supervisory Board;
- Save P.NS.

**TM. BOARD OF DIRECTORS CHAIRMAN****Vu Ngoc Tu**



THONG NHAT HANOI JOINT STOCK COMPANY  
**BOARD OF DIRECTORS**

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## **ACTIVITY REPORT**

### **OF THE BOARD OF DIRECTORS 2024 AND DIRECTION OF ACTIVITIES IN 2025**

Dear: **Shareholders of Thong Nhat Hanoi Joint Stock Company**

First of all, on behalf of the Board of Directors of Thong Nhat Hanoi Joint Stock Company ( BOD), I would like to respectfully welcome all delegates and shareholders to the Company's 2025 Annual General Meeting of Shareholders.

2025 Annual General Meeting of Shareholders (AGM) on the Board of Directors' activities in 2024 and the direction of activities in 2025 with the following contents:



#### **I. ON THE STRUCTURE AND ORGANIZATION OF THE BOARD OF DIRECTORS**

The structure of the Board of Directors in 2025 is as follows:

1. Mr. Vu Ngoc Tu - Chairman of the Board of Directors
2. Mr. Pham Van Minh - Vice Chairman of Board of Directors
3. Mr. Dinh Vu Minh Viet - Member of Board of Directors
4. Mr. Phi Trong Thanh - Member of Board of Directors
5. Mr. Vu Ha Nam - Member of Board of Directors

#### **II. BOARD OF DIRECTORS' ASSESSMENT OF BUSINESS PERFORMANCE IN 2024**

In 2024 , the world economy in general continued to face many difficulties, unpredictable developments due to increased conflicts between countries, weak trade growth and slow recovery of consumer confidence. In order to develop production and business, the Company has made great efforts to overcome all difficulties. In summary, in 2024 , the Company achieved a net revenue of 182.72 billion VND, output sold more than 128,000 bicycles of all kinds. Compared with the same period last year , Net revenue increased by 3.5%. The company expanded its market to the Central and Central Highlands provinces and the Southern bicycle market. In the difficult context of the economy in general and the bicycle market in particular, the company's maintenance and growth compared to 2023 has affirmed the efforts of the Company's Board of Directors.

At the same time, the Company also focuses on innovating and improving product designs to suit consumer tastes. In the past year, the Company has developed 6 new product models to diversify product segments, aiming to improve customer service quality.

systems , production machinery and equipment also continue to be rearranged, upgraded and repaired to ensure output and product quality. The company has invested more than 8 billion VND in fixed assets with a warehouse floor system, increased production area, automatic painting system, hanging conveyor system, vehicle durability and completion testing machine, production software system and many other machinery and equipment.

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### III. BOARD OF MEMBER' ASSESSMENT OF THE EXECUTIVE BOARD'S PERFORMANCE

The Board of Member highly appreciates the efforts of the Executive Board in managing production and business activities in 2024 of the Company. Despite many difficulties in the general context of the economy, the Board of Member has helped the company maintain development and stabilize production and business as well as the lives of officers and employees.

The Board of Member believes that with the capacity, qualities and spirit along with the solid but flexible solutions of the Executive Board, the Company will gradually overcome difficulties and challenges to seize opportunities in the coming time.

### IV. ACTIVITIES OF THE BOARD OF MEMBER IN 2024

The Board of Member operates under a democratic centralism regime and makes decisions by majority vote. Decisions of the Board of Member are issued in accordance with the Enterprise Law, the Company Charter, Resolutions of the General Meeting of Shareholders and the Board of Member' operating regulations on the basis of ensuring all interests of the Company. In 2024 The Board of Member approved:

- Resolution No. 01/NQ-TN-HĐQT dated May 22<sup>nd</sup>, 2024 on approving the contents of the 2024 Annual General Meeting of Shareholders.
- Resolution No. 02/NQ-TN-HĐQT dated May 27<sup>th</sup>, 2024 on dismissal and election of 01 additional member of the Board of Member.
- Resolution No. 03/NQ-TN-HĐQT dated June 17<sup>th</sup>, 2024 on securities registration at Vietnam Securities Depository and Clearing Corporation (VSDC).

### V. BOARD OF MEMBER' 2025 OPERATIONAL PLAN AND ORIENTATION

The company continues to maintain its bicycle manufacturing activities, actively seeking cooperation opportunities, and developing business in industries based on its existing mechanical foundation. Continue to optimally exploit the benefits of real estate, continue to implement the policy of divestment from joint ventures to focus capital on the main field.

The Board of Member has determined to strengthen supervision and closely direct activities to ensure financial safety. Training human resources and continuing to invest in machinery and technology to serve production and business will be key factors determining the success of the Company.

The company needs to continue researching and investing in automatic machinery and technology systems similar to those in developed countries to gradually move towards a modern production system that meets international standards. At the same time, the company needs to focus on expanding the supply chain, finding sources of raw materials that meet standards and quality to export to demanding markets such as Europe.

In parallel, the implementation of production and business plans, communications, brand development, improving legal risk management, internal control, and constantly directing the Board of Member closely in environmental protection and labor safety are also of special concern to the Board of Member.

Some financial indicators for 2025 are as follows:

STT	INDICATORS	AMOUNT (VND)
1	Total revenue	200,000,000,000
2	Total cost	195,000,000,000
3	Total profit before tax	5,000,000,000

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Above is the Board of Member' report on 2024 activities and 2025 operation plan. Respectfully submit to the General Meeting of Shareholders for consideration and comments so that the Board of Member can complete the report as a basis for implementation.

On behalf of the Board of Member, I would like to thank all shareholders for your trust and support of Thong Nhat Hanoi Joint Stock Company over the past year. I wish all shareholders and distinguished guests good health, happiness and prosperity. I wish the congress a great success.

*Board of Member sincerely Thanks !*

**Recipient:**

- As above;
- Board of Member, Board of Supervision;
- Save HR Department .



**CHAIRMAN**

**Vu Ngoc Tu**

THONG NHAT HANOI JOINT STOCK COMPANY  
**BOARD OF DIRECTORS**

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No: 02 /BC-TN-BDH

Hanoi, May 13, 2025

## REPORT

### 2024 PRODUCTION AND BUSINESS RESULTS AND BUSINESS PRODUCTION PLAN 2025

**Dear: Shareholders of Thong Nhat Hanoi Joint Stock Company**

2025 Annual General Meeting of Shareholders (AGM) on the 2024 business results and the 2025 business plan with the following contents:

#### **I. 2024 PRODUCTION AND BUSINESS RESULTS**

##### **1. Advantages and disadvantages of the Company**

###### **1.1 Favorable:**

The company invests in additional and improved technologies and machinery, and applies information technology to production and business management;

The warranty center was established to bring consumers the best service experience and at the same time the Company received suggestions for adjustments to improve product quality;

Marketing programs are implemented in depth, directly interacting with consumers, along with many activities accompanying agents and distributors, contributing to increasing brand awareness, so the Company's output and revenue have grown more, increasing competitiveness with many competitors in the market;

The company established branches and warehouses in the South to increase the ability to supply goods on time, shorten the warranty period, improve the quality of after-sales service, continue to maintain old dealer customers, develop in-depth distribution of goods in the South through the sales channels of the Dien May Xanh, Aeon, and Bicycle World chains, thanks to which the company's products are present in 28 provinces and cities in the southern region.

###### **1.2 Hard:**

Besides the advantages mentioned above, Thong Nhat Hanoi Joint Stock Company also faces many difficulties and challenges, specifically as follows:

Due to the influence of the international export market, a large amount of inventory from the Chinese market has flooded into Vietnam, the situation of fake and counterfeit cars still exists, so although there is investment in brands and recapturing market share from assemblers, in general, competition in the market is still very fierce and fierce.

The Russia-Ukraine war continues to affect the global supply chain of raw materials, input material prices and strong fluctuations in exchange rates greatly affect the company's profit margin.

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The company still has 117 billion in non-core investments (accounting for 49.3% of the company's equity), so it still has to borrow at quite high interest rates (incurring more than 3.3 billion in interest expenses per year).

## **2. Production and business situation in 2024**

### **2.1 Sales:**

The Company's Board of Directors has made efforts to find and maintain a dealer system in the North and expand and deepen into the Southern market, covering the project customers. Thanks to these efforts, in 2024 the company achieved the following results:

- Sold more than 128,000 vehicles, net revenue recorded 182.72 billion VND, up 3.5% over the same period last year;
- Expanding the distribution system in the South with the Southern dealer system, stores at AEON and Dien May Xanh, The Gioi Xe Dap, the revenue of the chain sales channel increased by 2 times, thereby the revenue and output of the traditional sales channel in the southern region increased by 95%, increasing from 112 points of sale to 187 points of sale and products are present in 60 provinces and cities nationwide.
- Organizing a customer conference program in the fourth quarter of 2024 helps connect and express gratitude to dealer customers who have accompanied Thong Nhat and affirm professionalism, building trust in customers;

### **2.2 Production work:**

In 2024, the Company will continue to maintain the rearrangement of warehouses and factories to ensure orderliness, scientificity and convenience for production. The Company focuses on upgrading and repairing outdated machinery and equipment to improve labor productivity and product quality;

Many technical innovations have been applied that have fundamentally changed production technology, helping to reduce time, increase productivity and produce higher quality products;

Applying 5S and 4M in production, issuing main material norms, arranging machinery and rearranging workshop premises to improve production flow and increase productivity;

Invested more than 8 billion VND in purchasing new machinery and equipment systems to increase productivity. Specifically, some major investment items include: warehouse floor system (2.3 billion VND); hanging conveyor system (1 billion VND); mechanical punching machine (300 million VND); intersection cutting machine (554 million VND); bicycle testing machine (765 million VND); production management software system (1.6 billion VND) and many other machines serving production.

### **2.3 Human resource policy:**

The management structure is being gradually restructured towards streamlining. The company has issued many more regulations, processes and rules to improve the quality of management work. The Board of Directors and managers at all levels pay attention and are close to employees to listen and absorb their comments to continuously improve the management mechanism and system;

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Organizing training courses for staff, middle and senior managers is carried out to gradually improve knowledge, skills and enhance the quality of human resources, meeting the company's requirements in the next development stage;

Apply many new policies and welfare regimes so that employees can work with peace of mind and stay with the company for a long time.

## 2.4 Finance and accounting work:

As analyzed above, in 2024 the Company faced many difficulties and challenges, but with the efforts of the Board of Directors, net revenue from sales increased by 3.5% compared to 2023, specifically:

STT	INDICATORS	AMOUNT (VND)
1	Net revenue from sales and services	182,721,191,151
2	Cost of goods sold	150,320,463,527
3	Gross profit from sales and service provision	32,400,727,624
4	Financial revenue	534,800,534
5	Financial costs	3,421,091,024
	<i>In which: Interest expense</i>	<i>3,421,091,024</i>
6	Cost of sales	12,212,130,933
7	Business management costs	12,354,396,848
8	Net operating profit	4,947,909,353
9	Other income	81,019,763
10	Other costs	717,492,528
11	Other profits	(636,472,765)
12	Total accounting profit before tax	4,311,436,588
13	Profit after corporate income tax	4,311,436,588

## 3. Listing of shares on UPCOM stock exchange

On February 7, 2023, the People's Committee issued Decision No. 782/QĐ-UBND on the settlement of equitization costs. On April 21, 2023, the Company and the representative of the transferor, Thong Nhat One Member Co., Ltd., officially signed the handover minutes to complete the capital transfer from the State to the joint stock company.

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After completing the handover from Thong Nhat One Member Co., Ltd. to Thong Nhat Hanoi Joint Stock Company, the Company actively worked with the Hanoi Stock Exchange to list the company's shares on the UPCOM stock exchange according to regulations.

Pursuant to Decision No. 1150/QĐ-SGDHN dated October 23, 2024 of the Hanoi Stock Exchange on approving the registration of stock trading and Notice No. 4847/TB-SGDHN dated October 30, 2024 of the Hanoi Stock Exchange on officially putting shares of Thong Nhat Hanoi Joint Stock Company into trading on the registered trading market (UPCOM) at the Hanoi Stock Exchange with the following contents:

- Stock name : Shares of Thong Nhat Hanoi Joint Stock Company
- Stock code : TNV
- First trading date : November 8, 2024

## **II. BUSINESS PRODUCTION PLAN 2025**

### **1. Financial targets plan for 2025**

In 2024, the Company expects to achieve the following results:

STT	INDICATORS	AMOUNT (VND)
1	Total revenue	200,000,000,000
2	Total cost	195,000,000,000
3	Total profit before tax	5,000,000,000

### **2. Implementation solution**

Focus on directing the implementation of production and business targets and tasks in 2025 and the Resolutions of the General Meeting of Shareholders and the Board of Directors, assigning specific tasks to each department/division and the departments/divisions assigning specific plans to each employee, specifically as follows:

#### **2.1 For sales and new product research and development department:**

- Strengthen market research, especially the new market in the South. Develop new products to diversify product segments with the current orientation focusing mainly on mid-range and popular cars;
- Target to sell 150,000 vehicles;
- Launched: 05 new products;
- Continue to expand distribution network nationwide;
- Search and export to international markets;
- Maintain and uphold reputation, brand and enhance position in the market;
- Implement marketing programs to help Thong Nhat bicycle brand spread to the community and penetrate deeply into the subconscious of consumers;
- after-sales policies and services .

**2.2 For the Purchasing Department:**

- Continue to build a chain of suppliers with guaranteed quality and reasonable prices; search for new sources of raw materials, improve quality standards, gradually approach sources of raw materials that ensure export targets to the US and European markets.

**2.3 For the Production Department:**

- Ensure productivity and quality, promptly respond to sales department requirements;
- Continue to promote investment in modernizing equipment and machinery for production ;
- Along with upgrading machinery and equipment, the Company focuses mainly on improving product quality, bringing production under modern management standards, applying advanced production management models in the world, streamlining the apparatus to improve efficiency and productivity of workers, thereby indirectly increasing income for officers and employees.

**2.4 For Human Resources Department:**

- Promote comprehensive digital transformation with active participation from the board of directors, all departments and staff;
- Develop corporate culture, orient the company's working environment towards a professional, dynamic and modern model;

Above is the report on 2024 business results and 2025 business plan of the Executive Board.

*The Executive Board reports and wishes the Congress great success!*

**Recipient :**

- As above;
- Board of Directors;
- Executive Board;
- Save HR Department.

**EXECUTIVE BOARD**  
**GENERAL DIRECTOR**



**Dinh Vu Minh Viet**



THONG NHAT HANOI JOINT STOCK COMPANY  
**BOARD OF SUPERVISION**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

No: 03/BC-TN-BKS

Hanoi, May 13, 2025

## ACTIVITY REPORT

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

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

**Thong Nhat Hanoi Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup> 2020 ;
- Pursuant to the Charter of organization and operation of Thong Nhat Hanoi Joint Stock Company (TNBike) hereinafter referred to as the Company;
- TNBike's 2024 business performance;
- 2024 Audit Report provided by Vietnam Auditing and Valuation Company Limited dated March 26<sup>th</sup>, 2025 .

The Board of Supervisors (BSC) of Thong Nhat Hanoi Joint Stock Company would like to report to the 2025 Annual General Meeting of Shareholders (AGM) on the implementation of inspection and supervision of the Company's production and business activities in 2024 and the Board of Supervisors' operation plan in 2025 as follows:

### PART I. SUPERVISION BOARD'S ACTIVITIES CONTROL IN THE YEAR 2024

#### 1. Tasks accomplished in 2024

The Board of Supervisors with 03 members has performed its work according to the functions and powers stipulated in the Company Charter, complied with the provisions of the Enterprise Law and relevant internal regulations to inspect and supervise the compliance with the law, the implementation of the Company Charter, the Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors of the company. Specific tasks performed:

- Supervise the contribution of the provisions of the Law and the Company's Charter to the Board of Member and Board of Directors in the management and operation of the Company;
- Appoint representative members to attend regular and extraordinary meetings to monitor and make timely recommendations during the Company's production and business operations;
- Check the legality and reasonableness of business activities in 2024 ;
- Check and supervise the issuance of resolutions and decisions of the Board of Member and Board of Directors;
- Regularly monitor and urge the debt collection situation at the Company, the progress of handover from State-owned Company to Joint Stock Company;
- Check the reasonableness, legality, honesty and level of prudence in organizing accounting, statistics and financial reporting. Review and verify the Company's 2024 Financial Statements audited by Vietnam Auditing and Valuation Company Limited.

**Thong Nhat Hanoi Joint Stock Company**

Add: No. 10B, Trang Thi Ward, Hang Trong, Hoan Kiem, Hanoi  
| Web: [www.thongnhat.com.vn](http://www.thongnhat.com.vn)

Tel: 024.3857.2699 | Fax: 024.3857.2744

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- In 2024, the Supervisory Board did not receive any requests from Shareholders or groups of Shareholders holding 5% or more of shares to review the Company's operations, the management and administration of the Board of Member and Board of Directors .

## 2. Results of the Board of Supervisors' inspection and supervision activities

### 2.1. Results of monitoring the Company's operations and finances

2024 financial statements were audited by Vietnam Auditing and Valuation Company Limited .

**The basic indicators according to the Audited Financial Report are as follows:**

Unit: VND

Items	As of December 31 <sup>st</sup> , 2024	As of January 1 <sup>st</sup> 2024
- Cash and cash equivalents	13,469,348,268	4,674,738,074
- Customer receivables	20,500,227,225	20,456,012,954
In there:		
<i>Production Service and Trading Joint Stock Company Thien Lam</i>	<i>6,178,649,575</i>	<i>6,178,649,575</i>
<i>Receivables of the old Dong Da factory</i>	<i>1,959,252,543</i>	<i>1,959,252,543</i>
- Short-term receivables	340,953,067	476,385,089
- Prepayment to seller	2,033,150,049	1,720,727,482
- Inventory	74,118,886,914	67,388,012,833
- Other current assets	1,832,351,318	2,319,816,727
- Assets missing pending settlement	0	0
- Fixed assets	58,944,760,959	55,687,870,373
- Long-term financial investment	117,025,553,713	117,025,553,713
- Other long-term assets	4,437,501,114	5,725,002,558
- Cost of unfinished basic construction	5,617,417,563	5,897,417,563
<b>Total capital</b>	<b>296,997,943,071</b>	<b>282,735,955,248</b>
- Short-term debt	79,993,100,067	69,838,148,832
- Long-term debt	0	204,400,000
- Equity capital	217,004,843,004	212,693,406,416
In there:		
+ Owner's capital	237,000,000,000	237,000,000,000
+ Undistributed profits	(20,002,749,763)	(24,314,186,351)

(Source: Excerpt from audited financial statements in 2024 )



Items	2024
<b>Revenue</b>	
- Total sales revenue and financial revenue	183,255,991,685
- Other income	81,019,763
<b>Total revenue</b>	<b>183,337,011,448</b>
<b>Expense</b>	
- Cost of goods sold	150,320,463,527
- Financial operating costs	3,421,091,024
- Selling expenses	12,212,130,933
- Business management costs	12,354,396,848
- Other costs	717,492,528
<b>Total cost</b>	<b>179,025,574,860</b>
Profit before tax	4,311,436,588
Corporate income tax payable	-
Profit after corporate income tax	4,311,436,588

## 2.2. About the Company's business performance

In 2024, the Company's activities complied with the Enterprise Law, the Company's Charter, and other legal regulations. The recorded production and business results and accounting data ensured accuracy and legality in recording data .

## 3. Results of monitoring for the Board of Member and Board of Directors

### 3.1 Results of Board of Member' supervision

- The Board of Member has fully performed its management responsibilities , strictly complied with the Enterprise Law, the Company's Charter, the Resolutions of the General Meeting of Shareholders and other provisions of law;
- The Board of Member has held regular meetings in accordance with the requirements of management and operation of the Company's business activities;
- The resolutions of the Board of Member were issued in accordance with the authority of the Board of Directors and the contents of these resolutions comply with the resolutions of the General Meeting of Shareholders, the Law on Enterprises, the Company's Charter and other provisions of law.

### 3.2 Results of Board of Directors' supervision

- The Board of Directors has fully and promptly implemented the Decisions and Resolutions of the Board of Directors and the General Meeting of Shareholders, proactively made management plans, and perfected the human resources apparatus ;
- The Board of Directors regularly holds monthly meetings to implement the Company's production and business plan for the month, and at the same time provides instructions and measures to overcome shortcomings and deficiencies in production and business activities;
- The Board of Directors has developed and submitted to the Board of Member for promulgation regulations on the functions, duties and powers of the Company's Departments, labor regulations and a number of other regulations and provisions under its authority .

## Thong Nhat Hanoi Joint Stock Company

Add: No. 10B, Trang Thi Ward, Hang Trong, Hoan Kiem, Hanoi  
 | Web: [www.thongnhat.com.vn](http://www.thongnhat.com.vn)

#### 4. Evaluation of the coordination between the Board of Supervision and the Board of Member and the Board of Directors

In 2024, the Board of Supervision was facilitated by the Board of Directors in performing its assigned tasks, and was provided with full information through regular and ad hoc meetings of the Board of Directors, through resolutions, decisions, and guidance documents of the Board of Member, the Board of Directors, and other relevant Departments/Divisions/Functional Units.

### PART II. RECOMMENDATIONS OF THE SUPERVISION BOARD

In 2024, to achieve the Company's development goals and to preserve business capital, the Board of Supervision recommends the Board of Member and the Board of Directors as follows:

#### 1. For investments:

The Board of Supervision proposed that the Board of Directors develop a plan to submit to the General Meeting of Shareholders for consideration of handling ineffective investments to focus resources on core production and business activities.

#### 2. Strengthening risk management in production and business activities

- The Board of Member and the Board of Directors continue to strengthen governance and management, creating conditions for the Company to develop stably, achieve and exceed financial targets assigned by the General Meeting of Shareholders, ensuring maximum benefits for the Company and its shareholders;

- Implement business restructuring, closely monitor production costs to ensure highly effective use of capital;

- Maximize the advantages of the Company's business locations;

- Strengthen debt management, ensure the Company's operational efficiency;

- Focus on developing strategic, long-term bicycle projects to other potential markets;

- Have appropriate investment strategies, carefully deploy new investment fields;

- Improve the effectiveness and strictly apply sanctions in implementing the Company's regulations, rules and operating rules;

- Plan and have policies to supplement and improve the quality of human resources to meet the increasing needs of production and business activities;

- Strengthen forecasting to limit risks in business activities.

### PART III. BOARD OF SUPERVISION'S ACTIVITIES PLAN 2025

1. Improve the capacity and working efficiency of each member of the Board of Supervision;

2. Regularly update the State's policies and regimes related to the Company's business activities; resolutions, decisions and guidance documents of the Board of Member and Board of Directors;

3. Check and monitor compliance with State policies and regulations, compliance with regulations, business processes and compliance with the Board of Directors's guidance documents. Ensure that inspection and control work takes place in a reasonable, transparent and highly effective order;

4. Based on the Resolution of the next Annual General Meeting of Shareholders, the Board of Supervision will inspect and supervise the Company's production and business activities in 2025;

5. Monitor the issuance of resolutions and decisions of the Board of Directors to ensure they are in accordance with the Company's charter and current regulations;

6. Supervise the auditing company's process of auditing the 2025 financial statements.



7. Determine and evaluate the accuracy, completeness and reasonableness of information on the Company's financial statements and business reports. Appraise the Company's financial statements , business and production situation reports and the Company's annual periodic audit reports;
8. Perform other duties as assigned.

Above is the entire 2024 operational report and 2025 operational plan of the Board of Supervision, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

*Best wishes for a successful conference !*

**Recipient :**

- As above;
- Board of Member;
- Board of Directors;
- Save HR Department and Board of Supervision.

**BOARD OF SUPERVISION**  
  
**Chu Van Vuong**



**THONG NHAT HANOI JOINT STOCK  
COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

No: 01 /2025/TTr-TN-HĐQT

Hanoi, May 13, 2025

## **SUBMISSION**

### **ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**Regarding: Approval of audited financial statements  
for fiscal year 2024**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup> 2020;
- Pursuant to the Charter of organization and operation of Thong Nhat Hanoi Joint Stock Company.

The Board of Member has approved the Financial Statements of Thong Nhat Hanoi Joint Stock Company for the fiscal year 2024, audited by Vietnam Auditing and Valuation Company Limited .

Pursuant to the provisions of law and the Company's charter, the Board of Member respectfully submits to the General Meeting of Shareholders for approval the full text of the audited financial statements including: Report of the Board of Directors, Auditor's report, Balance sheet, Income Statement, Cash flow Statement and Notes to financial statements.

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

**Recipient:**

- As above;
- Board of Member, Board of Supervision;
- Save HR Department.



**Vu Ngoc Tu**



**THONG NHAT HANOI JOINT STOCK  
COMPANY****SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

No: 02 /2025/TT-TN-HĐQT

Hanoi, May 13, 2025

## **SUBMISSION**

### **ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**About: Select an independent auditing company for the audit  
6-month financial report and 2025 financial report**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup> 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26<sup>th</sup> 2019;
- Pursuant to the Charter of organization and operation of Thong Nhat Hanoi Joint Stock Company;
- Based on the audit plan of the 6-month financial statements and the 2025 financial statements of Thong Nhat Hanoi Joint Stock Company.

In order to the audit of the 6-month financial statements and the 2025 financial statements of Thong Nhat Hanoi Joint Stock Company is carried out in accordance with the provisions of law and the company's charter. The Board of Directors respectfully submits to the General Meeting of Shareholders (GMS) the selection of the auditing unit for the 6-month financial statements and 2025 financial statements as follows:



#### **1. Criteria for selecting an independent auditing company**

The Board of Directors would like to propose to the General Meeting of Shareholders the following criteria for selecting an independent auditor:

- Is an auditing company legally operating in Vietnam and approved by the State Securities Commission to audit listed companies and public companies.
- Prestigious for the quality of auditing services, with a team of highly qualified and experienced auditors meeting the requirements of Thong Nhat Hanoi Joint Stock Company regarding the scope and progress of implementation.
- No conflict of interest when performing financial statement audits for the Company.
- Reasonable fees and consistent with audit quality.

#### **2. Proposal of the Executive Board**

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

- List of three (03) independent auditing units providing auditing services for the Company's 6-month Financial Statements and 2025 Financial Statements:
  - + AASC Auditing Firm Company Limited
  - + Vietnam Auditing and Valuation Company Limited (AVA)
  - + Vietnam Auditing and Valuation Company Limited VAE
- Assign the Company's General Director to select one (01) of the three (03) above units to audit the Company's 6-month Financial Report and 2025 Financial Report and complete the procedures, documents, and sign a contract with the auditing unit.

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

**Recipient:**

- *As above;*
- *Board of Member, Board of Supervision;*
- *Save HR Department.*

**CHAIRMAN**



**Vu Ngoc Tu**





Number: 03 /TTr-TN-HĐQT

Hanoi, date 13 month 5 year 2025

**SUBMISSION****ANNUAL GENERAL MEETING OF SHAREHOLDERS 20 25****About: Dismissal of members of the Board of Directors, Supervisory Board and election additional members of the Board of Directors and Supervisory Board**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of organization and operation of Thong Nhat Hanoi Joint Stock Company;
- Based on the resignation letter of Mr. Pham Van Minh and Mr. Vu Ha Nam from the Board of Directors;
- Based on the resignation letter of Mr. Nguyen Ho Ngoc as member of the Board of Supervisors.

The Board of Directors (BOD) respectfully submits to the 2025 Annual General Meeting of Shareholders (AGM) for approval of the plan to dismiss members of the Board of Directors and Board of Supervisors and elect additional members of the Board of Directors and Board of Supervisors for the remaining term (2022 - 2026) with the following contents:

**1. Current Board of Directors structure and personnel list:**

STT	Full name	POSITION
1	Mr. Vu Ngoc Tu	Chairman of the Board
2	Mr. Pham Van Minh	Vice Chairman of Board of Directors
3	Mr. Dinh Vu Minh Viet	Board Member
4	Mr. Vu Ha Nam	Board Member
5	Mr. Phi Trong Thanh	Board Member

On April 29, 2025, Mr. Pham Van Minh submitted a resignation letter from the Board of Directors for personal reasons.

On May 5, 2025, Mr. Vu Ha Nam submitted a resignation letter from the Board of Directors for personal reasons.

→ Thus, the Board of Directors has only 03 members left.

**2. Current structure and list of Board of Supervisors :**

STT	Full name	POSITION
1	Mr. Nguyen Ho Ngoc	Prefect
2	Mr. Chu Van Vuong	Member
3	Mrs. Nguyen Hong Thuy	Member

On May 5, 2025, Mr. Nguyen Ho Ngoc submitted a resignation letter from the Board of Supervisors for personal reasons.

→ Thus, the Board of Directors has only 02 members left.

**3. Board of Directors' Proposal:**

To ensure that the Board of Directors and the Supervisory Board have enough members to effectively manage the Company's production and business activities in the coming time, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following contents:

**3.1 Through dismissal:**

- Dismissal of the positions of Board members for Mr. Pham Van Minh and Mr. Vu Ha Nam;
- Dismissal of Mr. Nguyen Ho Ngoc from the position of member of the Board of Supervisors.

**3.2 Approving the number of additional members to be elected to the Board of Directors and Supervisory Board for the remaining term (2022 - 2026) as follows:**

- Number of additional members elected to the Board of Directors: 02 members
- Number of additional members elected to the Board of Supervisors: 01 member

Election standards and regulations : According to the Company Charter and relevant legal regulations.

*Attached to this Submission: Application form, candidacy, SYLL, instructions for candidacy, nomination of members of the Board of Directors, Board of Supervisors.*

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

**Recipient:**

- Board of Directors, Supervisory Board;
- Save P.NS.

**TM. BOARD OF DIRECTORS CHAIRMAN****Vu Ngoc Tu**





**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

**NOMINATION FORM FOR CANDIDATES TO JOIN THE BOARD OF  
DIRECTORS/BOARD OF SUPERVISORY OFFICER  
THONG NHAT HANOI JOINT STOCK COMPANY  
(Remaining term 2022 - 2026)**

**Dear: Organizing Committee of the 2025 Annual General Meeting  
of Shareholders of Thong Nhat Hanoi Joint Stock Company**

Name of shareholder/shareholder group representative:.....  
ID card/passport/business registration number: .....  
Date of issue: .....  
Place of issue:.....  
Contact address: .....  
Number of shares currently held/represented: .....  
(In words: .....)  
Agree to nominate Mr./Ms.: .....

Date of birth: .....  
ID card/passport/business registration number: .....  
Date of issue: .....  
Place of issue:.....  
Permanent address: .....  
Professional qualifications:.....

To be a candidate to join the Board of Directors/Board of Supervisors of Thong Nhat Hanoi Joint Stock Company for the remaining term (2022 - 2026) at the Company's 2025 Annual General Meeting of Shareholders held on June 18, 2025.

I/We undertake to take full responsibility for the accuracy, honesty and legality of this nomination.  
....., date.....month... ..year 2025

**Attached documents (papers of candidates for  
Board of Directors/Board of Supervisors):**  
- Original SYLL;  
- Photocopy of CCCD/CC/HC;  
- Photocopy of degree.

**NECK WINTER TOPIC VOTE**  
(Sign and clearly state full name , stamp if legal entity )



**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

**APPLICATION FOR THE BOARD OF DIRECTORS/BOARD OF SUPERVISORS**  
**THONG NHAT HANOI JOINT STOCK COMPANY**  
**(Remaining term 2022 - 2026)**

**Dear: Organizing Committee of the 2025 Annual General Meeting  
of Shareholders of Thong Nhat Hanoi Joint Stock Company**

Shareholder name: .....

ID card/passport/business registration number: .....

Date of issue: .....

Place of issue: .....

Contact address: .....

Number of shares currently held/represented: .....

(In words: .....)

Nominate as a candidate to join the Board of Directors/Board of Supervisors of Thong Nhat Hanoi Joint Stock Company for the remaining term (2022 - 2026) at the Company's 2025 Annual General Meeting of Shareholders held on June 18, 2025.

I/We undertake to take full responsibility for the accuracy, honesty and legality of this nomination.

....., date.....month... ..year 2025

**Attached documents (papers of candidates for  
Board of Directors/Board of Supervisors):**

- Original SYLL;
- Photocopy of CCCD/CC/HC;
- Photocopy of degree.

**NECK APPLICATION VOTE**

(Sign and clearly state full name , stamp if legal entity )





Latest 4 x 6 color  
photo with border of  
current workplace

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## CV

*(Used to participate as a candidate for Board of Directors/Board of Supervisors)*

*Thong Nhat Hanoi Joint Stock Company remaining term 2022 - 2026)*

1. Full name: .....
2. Gender:.....
3. Place of birth:.....
4. New date: .....
5. number:.....  
Date of issue: .....  
Place of issue: .....
6. Nationality:.....
7. Nation:.....
8. Hometown: .....
9. Permanent address: .....
10. Current residence: .....
11. Educational level: .....
12. Professional qualifications: .....

TIME (From month/year....to month/year)	TRAINING UNIT	SPECIALIZED	DEGREE

13. Work history (*state time , work unit , job title*):

<b>TIME</b> <i>(From month/year....to month/year)</i>	<b>WORK UNIT</b>	<b>JOB TITLE</b>

14. Current position at Thong Nhat Hanoi Joint Stock Company:

15. Positions at other companies (including Board of Directors position):

16. List of related persons of the declarant (as prescribed in Clause 46, Article 4 of the Securities Law 2019):

<b>STT</b>	<b>Organization name/ individual</b>	<b>ID card number /CCCD/CC/Passport (for individuals) or business registration certificate number, operating license or equivalent legal documents (for organizations), date of issue, place of issue</b>	<b>Number of shares held, ownership ratio on charter capital of Thong Nhat Hanoi Joint Stock Company (if any)</b>	<b>Relationship</b>
(A)	(B)	(C)	(D)	(E)
1				
2				
3				
4				
5				
6				
7				
8				
9				



17. **Number and percentage of shares owned by yourself and related persons in Thong Nhat Hanoi Joint Stock Company (as of the closing date of the list of shareholders attending the 2025 Annual General Meeting of Shareholders):**

In there:

+ Myself:

+ Related people:

*(Details are shown in column D of the list of related persons)*

18. Rights and interests of Thong Nhat Hanoi Joint Stock Company:

19. Debts to Thong Nhat Hanoi Joint Stock Company as of the date of this CV:

The declarant pledges:

I guarantee that the above statements are true. If they are false, I will take full responsibility before the law.

Hanoi, date    month    year 2025

**DECLARANT**

*(Sign, print full name)*



**THONG NHAT HA NOI  
JOINT STOCK COMPANY****SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness***Hanoi, date 13 month 5 year 2025***INSTRUCTIONS FOR NOMINATION AND NOMINATION OF ADDITIONAL  
MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD****THONG NHAT HANOI JOINT STOCK COMPANY REMAINING TERM (2022 - 2026)**

On June 18, 2025, Thong Nhat Hanoi Joint Stock Company will hold the 2025 Annual General Meeting of Shareholders at Lot A2CN3, Bac Tu Liem Small and Medium Industrial Park, Minh Khai Ward, Bac Tu Liem District, Hanoi City. One of the contents of the General Meeting of Shareholders is to elect additional members of the Board of Directors (BOD) and the Board of Supervisors (BOS) for the remaining term (2022 - 2026).

According to the provisions of the Enterprise Law 2020 and the Company's Charter, shareholders or groups of shareholders owning **10% or more of** shares of Thong Nhat Hanoi Joint Stock Company according to the shareholder list finalized on May 8, 2025 have the right to run for election/nominate candidates for the Board of Directors and Board of Supervisors of the Company for the remaining term (2022 - 2026).

To facilitate shareholders in exercising their right to run for election/nominate, the Board of Directors of Thong Nhat Hanoi Joint Stock Company respectfully sends to shareholders the Guidelines for running for election/nomination to elect members of the Board of Directors and Board of Supervisors with the following contents:

**1. Standards and conditions for becoming a member of the Board of Directors ( according to Article 40 of the Company Charter and Article 157 of the Enterprise Law 2020):**

Board members must have the following qualifications and conditions:

- Have full civil act capacity, not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises 2020;
- Have professional qualifications and experience in business management of the Company and do not necessarily have to be a shareholder of the company.
- A member of the Board of Directors of a Company may concurrently be a member of the Board of Directors of another Company.

**2. Standards for becoming a member of the Board of Supervisors (according to Article 52 of the Company Charter and Article 169 of the Enterprise Law 2020):**

Members of the Board of Supervisors must meet the following standards and conditions:

- Have full civil act capacity and not be prohibited from establishing and managing enterprises according to the provisions of the Law on Enterprises;
- Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the business operations of the enterprise;





- Not being the wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or sibling of a member of the Board of Directors, General Director, or other manager;
- Not to hold any management positions in the company; not necessarily to be a shareholder or employee of the company;
- Other standards and conditions as prescribed by other relevant laws and the Company Charter.

**3. Nominations and candidacy for members of the Board of Directors and Board of Supervisors are carried out according to the following regulations:**

Shareholders or groups of shareholders owning **10% or more** of shares of Thong Nhat Hanoi Joint Stock Company according to the shareholder list finalized on May 8, 2025 have the right to run for election/nominate candidates for the Board of Directors and Supervisory Board, specifically:

- Shareholders or groups of shareholders owning from 10% to less than 20% of total common shares may nominate 01 (one) candidate;
- Shareholders or groups of shareholders owning from 20% to less than 30% of total common shares may nominate a maximum of 02 (two) candidates;
- Shareholders or groups of shareholders owning from 30% to less than 40% of total common shares may nominate up to 03 (three) candidates;
- Shareholders or groups of shareholders owning from 40% to less than 50% of total common shares may nominate up to 04 (four) candidates;
- Shareholders or groups of shareholders owning 50% or more of the total number of common shares may nominate a maximum of 05 (five) candidates;

**4. Application for candidacy and nomination to be elected to the Board of Directors and Supervisory Board**

Shareholders or groups of shareholders holding the ownership ratio as prescribed in Section 3 above, when running for election or nomination to the Board of Directors or Board of Supervisors of the company, must send to the Company (in person or by post) the following documents:

- Original copy of Nomination/Candidacy Application for membership in the Board of Directors, Supervisory Board (according to form);
- Original CV of the candidate/nominee declared by the candidate (according to the form);
- Photocopy of the candidate's or nominated ID card/passport and diplomas and certificates proving educational and professional qualifications.
- In case of a nominating shareholder group:
  - + Send a list of all shareholders owning shares of Thong Nhat Hanoi Joint Stock Company according to the shareholder list closed on May 8, 2025 to attend the 2025 Annual General Meeting of Shareholders.
  - + The nomination form must have the full signatures of all shareholders participating in the Group of Nominating Shareholders or have a written authorization (notarized) from the Group of Shareholders for a shareholder to represent the Group to exercise the nomination right.

❖ **Note:**

For convenience in organizing and preparing election documents, the Company respectfully requests shareholders/groups of shareholders who meet the conditions for candidacy/nomination to send directly or by post the documents as prescribed in Section 4 above to the Company before June 17, 2025 (Tuesday).

Contact information: Thong Nhat Hanoi Joint Stock Company

Factory Address: Lot A2CN3, Bac Tu Liem Small and Medium Industrial Cluster, Minh Khai Ward, Bac Tu Liem District, Hanoi City.

Contact person: Mr. Chu Van Vuong - Head of Human Resources Department; Phone: 024 - 38572699/ 0982718515. Email: [vuong.chu@thongnhat.com.vn](mailto:vuong.chu@thongnhat.com.vn) .

In case a Shareholder or Group of Shareholders does not submit the application as prescribed in Section 4 above to the Company (before the General Meeting or before approving the list of candidates/nominations at the General Meeting), the candidacy/nomination of the shareholder or group of shareholders is not in accordance with the provisions of the Law on Enterprises 2020 and the Company's Charter, the candidacy/nomination of the shareholder or group of shareholders will not be valid at the General Meeting.

*Best regards!*

**Recipient:**

- As per your request;
- Save P.NS.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF BOARD OF DIRECTORS**



**Vu Ngoc Tu**



**THONG NHAT HA NOI  
JOINT STOCK COMPANY****SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness**

Number: 02 /QC- TN HN

Hanoi, date 13 month 5 year 2025

**RULES****ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD  
THONG NHAT HANOI JOINT STOCK COMPANY**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Thong Nhat Hanoi Joint Stock Company approved by the 2021 Annual General Meeting of Shareholders on December 28, 2021.

The regulations for the election of members of the Board of Directors (BOD) and the Supervisory Board (BOS) of Thong Nhat Hanoi Joint Stock Company at the 2025 Annual General Meeting of Shareholders (AGM) are implemented according to the following provisions:

**Điều 1. Principles and subjects of election****1.1 Election principles:**

The election of members of the Board of Directors (BOD) and the Supervisory Board (BOS) of Thong Nhat Hanoi Joint Stock Company (hereinafter referred to as the Company) is carried out according to the following principles:

- Open, direct election by secret ballot.
  - The election of members of the Board of Directors (BOD) and the Supervisory Board (BOS) is carried out by cumulative voting as prescribed in Clause 3, Article 148 of the Law on Enterprises 2020.
- 1.2 Eligible voters:** Shareholders or representatives authorized in writing (according to the form) of one or more shareholders whose names are on the list of shareholders finalized on May 8, 2025.

**1.3 The Chairman of the Meeting is responsible for presiding over the election of Board members with specific duties:**

- Compile and make a list of candidates and nominate them to the Board of Directors and Supervisory Board for approval at the Congress.
- Supervise voting and counting.
- Resolve complaints about election of members of Board of Directors and Board of Supervisors (if any).

**Điều 2. Number and standards of members of the Board of Directors and Board of Supervisors****2.1 Quantity:**

- The number of additional Board members elected at the 2025 Shareholders' Meeting is: 02 members
- The number of additional members of the Board of Supervisors elected at the 2025 Shareholders' Meeting is: 01 member

**2.2 Standards and conditions for becoming a member of the Board of Directors:**

**a. Standards for becoming a member of the Board of Directors** (according to Article 40 of the Company Charter and Article 157 of the Enterprise Law 2020):

Board members must have the following qualifications and conditions:

**Thong Nhat Hanoi Joint Stock Company**

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Tel: 024.3857.2699 | Fax: 024.3857.2744



- Have full civil act capacity, not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises 2020;
- Have professional qualifications and experience in business management of the Company and do not necessarily have to be a shareholder of the company.
- A member of the Board of Directors of a Company may concurrently be a member of the Board of Directors of another Company.

**b. Standards for becoming a member of the Board of Supervisors** (according to Article 52 of the Company Charter and Article 169 of the Enterprise Law 2020):

Members of the Board of Supervisors must meet the following standards and conditions:

- Have full civil act capacity and not be prohibited from establishing and managing enterprises according to the provisions of the Law on Enterprises;
- Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the business operations of the enterprise;
- Not being the wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or sibling of a member of the Board of Directors, General Director, or other manager;
- Not to hold any management positions in the company; not necessarily to be a shareholder or employee of the company;
- Other standards and conditions as prescribed by other relevant laws and the Company Charter.

### **Điều 3. Conditions for nomination and candidacy for members of the Board of Directors and Supervisory Board**

3.1 Before the General Meeting, shareholders have the right to form groups to nominate candidates for the positions of members of the Board of Directors and the Board of Supervisors.

3.2 The nomination and candidacy of members of the Board of Directors and the Board of Supervisors is carried out according to the following regulations:

Shareholders or groups of shareholders holding voting shares have the right to combine the voting rights of each person to nominate candidates for the Board of Directors and the Board of Supervisors, specifically:

- Shareholders or groups of shareholders owning from 10% to less than 20% of total common shares may nominate 01 (one) candidate;
- Shareholders or groups of shareholders owning from 20% to less than 30% of total common shares may nominate a maximum of 02 (two) candidates;
- Shareholders or groups of shareholders owning from 30% to less than 40% of total common shares may nominate up to 03 (three) candidates;
- Shareholders or groups of shareholders owning from 40% to less than 50% of total common shares may nominate up to 04 (four) candidates;
- Shareholders or groups of shareholders owning 50% or more of the total number of common shares may nominate a maximum of 05 (five) candidates;

The condition on share holding period does not apply at the 2025 Annual General Meeting of Shareholders.

### **Điều 4. Application for candidacy and nomination to be elected to the Board of Directors and Supervisory Board**

4.1 **Application documents for candidacy and nomination for Board of Directors members include:**

- Original Application for candidacy or nomination to join the Board of Directors, Supervisory Board (according to form);
- Original CV self-declared by the candidate (according to form);
- Photocopy of candidate's ID card/passport and diplomas and certificates proving educational and professional qualifications.

4.2 Shareholders or groups of shareholders running for election or nomination must provide complete candidacy or nomination documents as above to the Organizing Committee and must be legally responsible for the accuracy and honesty of the documents provided.



4.3 Only candidacy or nomination profiles that meet the eligibility requirements for candidacy or nomination and candidates that meet the corresponding eligibility requirements for members of the Board of Directors and Supervisory Board will be included in the list of candidates announced at the General Meeting.

#### **Điều 5. Election principles**

5.1 Voting to elect members of the Board of Directors and the Board of Supervisors is carried out by cumulative voting, whereby each shareholder or authorized person attending the meeting has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and the Board of Supervisors.

5.2 Shareholders or authorized persons attending the meeting have the right to concentrate all their votes on one candidate or divide the votes among the selected candidates.

5.3 The total number of votes for candidates of a shareholder shall not exceed the total number of votes of that shareholder (*Equal to the number of shares multiplied by the number of members elected*).

#### **Điều 6. Ballot, voter registration**

List of candidates for the Board of Directors and Supervisory Board: arranged in alphabetical order by name, with full name written on the ballot.

**Ballot:** Each shareholder or authorized person attending the meeting will be given a Ballot to elect members of the Board of Directors and the Supervisory Board ("Ballot"), on which the name of the Shareholder, Shareholder code and total number of shares owned or represented to own are stated.

- The election of members of the Board of Directors and Board of Supervisors of Thong Nhat Hanoi Joint Stock Company will be carried out directly at the Congress by cumulative voting method.

- Each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and the Board of Supervisors approved by the General Meeting of Shareholders.

##### **a. Valid ballot:**

- Is the Ballot issued by the Congress Organizing Committee;
- Ballots must not be torn, erased, scratched or altered;
- Signed and confirmed by the shareholder or authorized representative;
- The ballot paper has a total number of votes for candidates not exceeding the total number of votes of that shareholder entitled to vote;
- The total number of ballots for candidates must not exceed the number of members of the Board of Directors and Board of Supervisors to be elected.

##### **b. Invalid ballot:**

- Ballots are not issued by the Congress Organizing Committee;
- Ballots are torn, crossed out, erased, or altered;
- The ballot does not have the signature of the shareholder or the shareholder's authorized representative or the ballot is not signed by the shareholder or the shareholder's authorized representative.
- The ballot paper has a total number of votes for candidates exceeding the total number of votes that shareholder is entitled to vote;
- The ballots for the total number of candidates exceed the number of members of the Board of Directors and the Board of Supervisors to be elected.
- paper is submitted to the Election Board after the voting has ended and the Ballot Box has been sealed.

##### **c. Invalid ballots will not be counted in the election results.**

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**d. How to fill out the ballot:**

Shareholders elect members of the Board of Directors and the Supervisory Board by recording the number of shares (votes) for the candidates they choose: Shareholders/shareholder representatives select candidates by recording their votes for each candidate in the column "Number of votes voted" so that **the total number of votes cast does not exceed the total number of votes entitled to vote**. The number of votes for each candidate may vary depending on the trust of shareholders/shareholder representatives in each candidate.

**Điều 7. Vote counting**

**7.1 Election Committee and the Ballot Counting Committee shall conduct the vote counting according to the following regulations:**

- The vote counting is conducted by the Election Committee and the Vote Counting Committee immediately after the voting ends under the supervision of the shareholder representative and/or the Chairman of the Meeting.

**7.2 Prepare and publish the Minutes of the vote counting:**

- The Election Committee and the Ballot Counting Committee are responsible for preparing the Ballot Counting Minutes. The Head of the Election Committee and the Ballot Counting Committee reads the Ballot Counting Minutes before the Congress.

- All work of checking, making minutes and announcing vote counting results must be done honestly and accurately by the Election Committee and the Election Committee must be responsible for those results.

**Điều 8. Principles for determining elected members of the Board of Directors and Board of Supervisors**

According to the provisions of Clause 3, Article 148 of the Enterprise Law 2020: the elected members of the Board of Directors and the Board of Supervisors are determined according to the number of votes from high to low, starting from the candidate with the highest number of votes. The General Meeting of Shareholders will rely on the percentage of votes with the highest number of shares to select the number of members of the Board of Directors and the Board of Supervisors.

**Điều 9. Complaints about voting and counting**

9.1 All shareholders have the right to question the General Meeting on issues related to the election of members of the Board of Directors and the Supervisory Board. Any complaints about the results of the additional election must be considered and resolved immediately at the General Meeting. In case of complaints, the Vote Counting Committee will re-examine and ask for the General Meeting's opinion for decision.

9.2 Complaints about the election and vote counting will be resolved by the Chairman of the Congress and recorded in the Minutes of the Congress meeting.

**Điều 10. Effect of the Regulations**

This regulation on election of members of the Board of Directors and Board of Supervisors takes effect immediately after being approved by the General Meeting and is only applied at the Company's Annual General Meeting of Shareholders in 2025.

**TM. ORGANIZING COMMITTEE OF THE  
GENERAL MEETING OF SHAREHOLDERS  
CHAIRMAN OF BOARD OF DIRECTORS**



**Vu Ngoc Tu**



## APPENDIX 01 - INSTRUCTIONS FOR ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD

### Example of election of board members:

Suppose the 2025 Annual General Meeting of Shareholders votes to approve the number of additional members of the Board of Directors to be 02 members (out of a total of 03 candidates introduced and nominated) to the Board of Directors.

Suppose shareholder Nguyen Van A holds (including ownership and authorization) 3,000 shares, then **the total number of voting rights (voting rights are called votes)** of shareholder Nguyen Van A is:  $3,000 \times 2 = 6,000$  votes.

❖ *Shareholder Nguyen Van A can vote part or all of his votes for a candidate so that the total number of votes cast **does not exceed the total number of votes entitled to vote**.*

Shareholder Nguyen Van A can choose to vote cumulatively in one of the following three cases:

+ **Case 1:** Shareholder Nguyen Van A divides his votes equally among 03 candidates (equivalent to each candidate receiving 2,000 votes):

TT	Candidate's full name	Number of votes cast
1	Candidate 1	2,000
2	Candidate 2	2,000
3	Candidate 3	2,000
	<b>Total</b>	<b>6,000</b>

+ **Case 2:** Shareholder Nguyen Van A casts all his votes for one candidate (all for candidate number 2):

TT	Candidate's full name	Number of votes cast
1	Candidate 1	0
2	Candidate 2	6,000
3	Candidate 3	0
	<b>Total</b>	<b>6,000</b>

+ **Case 3:** Shareholder Nguyen Van A cast his votes for 3 candidates but not equally:

TT	Candidate's full name	Number of votes cast
1	Candidate 1	1,200
2	Candidate 2	2,500
3	Candidate 3	2,300
	<b>Total</b>	<b>6,000</b>

❖ **Note: The voting ballot of shareholder Nguyen Van A is invalid in one of the following cases:**

- Ballots are not issued by the Congress Organizing Committee;
- Ballots are torn, crossed out, erased, or altered;
- The ballot does not have the signature of the shareholder or the shareholder's authorized representative or the ballot is not signed by the shareholder or the shareholder's authorized representative.
- The ballot paper has a total number of votes for candidates exceeding the total number of votes that shareholder is entitled to vote (exceeding 6,000 votes cast);
- Ballots for the total number of candidates exceeding the number of elected Board of Directors candidates (exceeding 03 candidates);
- Ballots are submitted to the Election Board after voting has ended and the ballot box has been sealed.