

THANH THANH CERAMIC TILES JOINT STOCK
COMPANY EXTRAORDINARY GENERAL
MEETING OF SHAREHOLDERS 2025



SOCIALIST REPUBLIC OF VIETNAM
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PROGRAM
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2025
28 AUGUST 2025

Time	CONTENT
7:30 - 8:30	Reception of shareholders and delegates (distribution of materials, voting papers)
8:30 - 8:35	Report on verification of shareholder status
8:35 - 8:40	Opening of the meeting (Statement of reasons, introduction of delegates)
8:40 - 8:50	Approval of meeting regulations
8:50 - 8:55	Election of the Presidium and Secretary of the meeting
8:55 - 9:00	Approval of the meeting agenda
9g00 - 9g20	Report on Company Restructuring Plan
9g20 - 9g30	Report on production and business results for the first 6 months of 2025, Expected adjustment of production and business plan for 2025 and expected production and business plan for 2026
9g30 - 9g35	Company's operational plan submission from July 1, 2025
9g35 - 9g40	Proposal for moving the company to a new location
9g40 - 10g10	Congress discussed and the Presidium answered
10g10 - 10g20	Voting to approve the contents of the meeting
10g20 - 10g35	Approval of the minutes of the voting results of the meeting
10g35 - 10g50	Approval of the Minutes and Resolutions of the meeting
10g50 - 11g00	Closing of the meeting

Dong Nai, 07 August 2025
ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Cao Trường Thu

Dong Nai, August 07, 2025

**BOARD OF DIRECTORS' PROPOSAL
ON RESTRUCTURING PLAN
THANH THANH CERAMIC TILE JOINT STOCK COMPANY**

To: Extraordinary General Meeting of Shareholders 2025

Summary: Restructuring Plan of Thanh Thanh Ceramic Tiles Joint Stock Company

The Board of Directors submits to the 2025 Extraordinary Shareholders' Meeting the "Restructuring Plan of Thanh Thanh Ceramic Tiles Joint Stock Company" (hereinafter referred to as the "Restructuring Plan"), specifically as follows:

I. Reasons for building the Restructuring Plan

Pursuant to Document No. 198/KH - UBND dated June 6, 2024 of the People's Committee of Dong Nai province on the implementation of the relocation plan of Bien Hoa 1 Industrial Park; Pursuant to Plan No. 15/KH-TTPTQD dated March 21, 2025 of the Land Fund Development Center of Dong Nai province; Notice No. 408/TB-UBND dated April 11, 2025 and No. 1894/TB-UBND dated May 30, 2025 of Bien Hoa City People's Committee on "Land recovery of Thanh Thanh Company to implement the Project of converting Bien Hoa 1 Industrial Park into an Urban - Commercial - Service Area and environmental improvement, Tran Bien Ward, Dong Nai Province", Accordingly, **the Company is forced to relocate from its production and business location** in Bien Hoa 1 Industrial Park and must complete site clearance before August 25, 2025 and **hand over the site** to Bien Hoa City People's Committee in **November and December 2025**.

Immediately upon receiving the notice of the policy of relocating Bien Hoa 1 Industrial Park from the People's Committee of Dong Nai province, the Board of Directors of the Company has prepared and evaluated many options to continue investing and maintaining production and business activities, specifically including the following option: Plans to re-lease production premises and relocate the production line system of machinery and equipment at Vitaly Joint Stock Company; Plans to relocate the Granite tile line to the production site of Southeast Asia Tile Joint Stock Company or Investment plans, moving the factory to the production site in Giang Dien Industrial Park... (See Report No. 03/Ttr-HĐQT dated June 6, 2025). **Through consideration and evaluation, in general, the plans for re-investment and production organization will have many disadvantages and be ineffective, due to:**

+ Because the production line system has been invested for over 20 years, has been fully depreciated and through technical assessment, it is likely that after dismantling and moving... most of the equipment and technical infrastructure systems (electrical system, fuel supply, control, furnace...) will be damaged and cannot be reused for production because **they no longer ensure technical safety and must be newly invested in.**

+ On the other hand, due to the sluggish consumer market in recent years, and the high investment costs of building factories, machinery and equipment systems, new production lines, etc., all investment options are not as effective as expected and are not feasible.

Due to the above-mentioned force majeure, as well as the urgency to stop on July 1, 2025, the Company had to stop production at the Factory; conduct the organization and restructuring of operations; and promote working with competent authorities on the government's compensation and relocation support policies for the Company.

To protect the maximum interests of shareholders and investors; maintain Thanh Thanh brand in the market; and to make the Company's operations feasible and suitable to the actual situation, the Company's Board of Directors, after consideration, agreed to propose the plan "COMPANY RESTRUCTURING". The content of the Restructuring Plan is as follows:

II. Restructuring Plan

1. Plan Contents

Stop production, liquidate assets, and recover capital for Investors.

2. Current status of the Company's operations

a. General information:

- The company operates under Business Registration Certificate No. 3600665643 dated January 2, 2004, registered for the 12th change on December 29, 2020.
- Charter capital: VND 59,923,480,000.
- Stock code: TTC (currently listed on the HNX).
- Business lines:
 - + Brick production and trading of construction materials;
 - + Import and export of construction materials and supplies; investment in real estate and infrastructure; industrial construction and installation;

b. Shareholder structure: As of December 31, 2024 according to audited financial statements, as follows

Stt	Name of shareholder	Proportion	Number of shares	Value (VND)
1	Construction Materials Corporation No. 1 - JSC	51%	3,056,097	30,560,970,000
2	Tran Thi Xuan Anh	9.85%	590,100	5,901,000,000
3	Other shareholders	39.15%	2,346,151	23,461,510,000

c. Organizational structure: By June 30, 2025

Stt	Part	Number (people)
1	Executive Board	05
2	Planning and Materials Department	19
3	Accounting - General Department	04
4	Organization and Administration Department	27
5	Electromechanical workshop room	20
6	Production workshop	124
7	Technical Department	09
8	Sales Department	07
	Total	215

d. Assets, capital and business performance

d.1. Assets and capital as of June 30, 2025

Unit: million VND

Assets and capital	31/12/2023	31/12/2024	30/06/2025
A. Total assets, mainly:	186,975	160,937	153,765
1. Cash and cash equivalents	32,673	22,627	22,987
2. Short-term receivables from customers	26,240	25,356	25,694

3. Inventory (with provision)	102,363	93,553	87,254
4. Tangible + intangible fixed assets	15,352	10,849	9,002
- Original price	225,995	225,185	225,185
- Accumulated depreciation value	(210,642)	(214,336)	(216,082)
5. Short-term + long-term financial investment	8,784	7,794	8,085
- Stocks	13,348	13,348	13,348
- Preventive	(4,564)	(5,293)	(5,554)
B. Capital sources, mainly:	186,975	160,937	153,765
1. Short-term payables to suppliers	22,736	11,824	8,848
2. Must pay employees	5,018	4,687	3,805
3. Bonus and welfare fund	17,971	13,513	10,394
4. Equity	119,841	116,334	113,477
- Owner's equity, capital surplus	60,237	60,237	60,237
- Other Owner's Capital	14,055	14,055	14,055
- Development investment fund	20,406	21,328	21,497
- Undistributed profit after tax	25,794	21,266	18,240

d.2. Business performance results for the first 6 months of 2025

ST T	Target	Unit of calculatio n	Plan 2025	Implemented in the first 6 months of 2025	Implementation of the first 6 months compared to the 2025 plan
1	Manufacture	m ²	1,900,000	685,875	36.09%
2	Consume	m ²	2,000,000	661,778	33.08%
3	Revenue	Billion VND	201.518	65.732	32.62%
4	Profit before tax	Billion VND	4.001	0.24	0.60%

3. Plan for handling the Company's assets and capital

3.1 Regarding the organization of the implementation of the Plan

- Stop production at Bien Hoa 1 Industrial Park, hand over the site to Dong Nai Province;

To minimize damage to shareholders and investors in case of production stoppage, accelerate the consumption of finished product inventory (more than 100 billion VND) until June 30, 2026, and avoid being forced to reduce selling prices by agents, the Company will maintain the Thanh Thanh brick brand by transferring the right to use the brand to Southeast Asia Brick Joint Stock Company to continue production;

- + Consume all inventory including: Raw materials, finished products, tools, spare parts to recover capital;
- + Liquidate machinery, equipment, factories to recover capital (in 2025);
- + Carry out debt collection and settlement;
- + Handle financial investments;

3.2 About Human Resources

To ensure compliance with the State's requirements on relocation and site restoration, the Company is forced to stop production from July 1, 2025. Therefore, the Company must reorganize and restructure its personnel to suit the actual situation as follows:

- + From July 1, 2025 to July 15, 2025: The Company resolved to terminate labor contracts and lay off 178 people;
- + After July 15, 2025 until before December 31, 2025, to serve the work of handing over the premises, liquidating assets, selling inventory... the number of employees serving the Company's operations is 37 people.
- + From the beginning of 2026 to June 30, 2026 at the latest, it is expected that the maximum number of employees will be 20 people to complete the inventory processing and remaining work of the Plan.
- The settlement of employee benefits must comply with the provisions of the Labor Law, specifically as follows:
 - + Notify and work with employees to submit resignation applications before July 16, 2025 for 215 employees and agree with employees on the level of severance pay. Currently, the procedures for terminating labor contracts for 178 employees have been completed and labor arrangements have been made for the employees who continue to stay and work.
 - + Work with authorities on reducing the number of employees due to production stoppage. Implement social insurance reduction reporting starting from August 1, 2025.
 - + Sign a contract to hire a law firm to provide legal services during the representation and legal consultation process, to ensure that the Company does not suffer damages and must compensate employees when lawsuits related to employees arise.
 - + Prepare resources to make payments to employees when resolving policies, the expected time is from July 1, 2025 to December 31, 2025.

Estimated costs of wages, severance pay and employee support are as follows:

Unit: VND

Stt	Detail	July 2025	From 01/08/2025 to 31/12/2025	From 01/01/2026 to 30/06/2026
1	Severance allowance	3,678,796,250		563,871,250
2	Support for workers from the Welfare Fund	4,217,821,250		819,757,500
3	Salary, Insurance	1,459,000,000	2,948,864,615	2,040,498,462
	Total	9,355,617,500	2,948,864,615	3,424,127,212

3.3 About Raw Materials

- As of June 30, 2025: the value of raw materials and fuel inventory is 10.37 billion VND, with a provision of 860 million VND.
- The treatment plan is as follows:

- + Some raw materials will be transferred to Southeast Asia Brick Joint Stock Company for use, the rest will be returned to suppliers or liquidated.
- + Paper boxes will be used for scrap or sold as scrap.
- With the proposed handling plan as above, the Company estimates to recover 5.67 billion VND.

3.4 About Tools, Equipment and Spare Parts

- As of June 30, 2025: Tools, equipment and spare parts worth VND 2.41 billion, with a provision of VND 1.774 billion.
- The treatment plan is as follows:
 - + Tools, equipment and spare parts are handled as follows: most of the inventory is special goods, used to replace and repair the Company's production line, so when the factory is relocated, tools, equipment and spare parts cannot be liquidated, used for another line or for another purpose.
 - Estimated recovery value at 10% of cost price upon liquidation is 242 million VND.

3.5 About Finished Products Inventory:

- As of June 30, 2025, the total inventory of finished products is 1,127,259 m², worth VND 89.69 billion, with a provision of VND 12.584 billion.
- The structure of finished product inventory according to specific product quality is as follows:

Stt	Target	Quantity (m ²)	Value (million VND)	Quantity Proportion (%)	Value Proportion (%)
	Finished products in stock	1,127,259	89,688	100.00%	100.00%
1	Grade A goods	806,363	67,172	71.53%	74.89%
2	Grade AA goods	268,746	21,877	23.84%	24.39%
3	Grade stamp goods	8,271	639	0.73%	0.71%
4	Grade scrap goods	43,878		3.89%	0.00%

- Plan for handling finished product inventory:
- Estimated quantity of finished products in inventory after deducting 2% breakage loss is 1,104,714 m².

Stt	Target	Quantity (m ²)	Number of broken tanks 2% (m ²)	Consumption (m ²)
	Tổng	1,127,259	22,545	1,104,714
1	Grade A goods	806,363	16,127.27	790,236
2	Grade AA goods	268,746	5,374.93	263,371
3	Grade stamp goods	8,271	165.42	8,106
4	Grade scrap goods	43,878	877.56	43,001

- + With the remaining finished products, the plan to consume all of this finished product inventory is divided into 2 stages as follows:

Stt	Finished Product Type	Consumption quantity (m2)	Revenue (VND million)	Cost of goods (million VND)	Gross profit (VND million)	Unit selling price
Total		1,104,714	74,950	89,688	(14,739)	
Phase 1 (From July 1, 2025 to December 31, 2025)		769,380	57,733	59,996	(2,263)	
1	Old stock, stamp, grade AA	323,979	15,828	26,517	(10,689)	Scrap price 1 listed
2	Waste goods	43,001	1,473	-	1,473	Scrap price 2 listed
3	Grade A goods	402,400	40,431	33,478	6,953	Average selling price in the first 6 months of 2025
Phase 2 (From January 1, 2026 to June 30, 2025)		335,334	17,217	27,899	(10,682)	
1	Grade A goods	335,334	17,217	27,899	(10,682)	Scrap price 1 listed
Breakage cost 2%				1,794	(1,794)	

3.6 About Factory, machinery, equipment and production lines

- By June 30, 2025, the value of fixed assets according to the inventory record is 9 billion VND, specifically as follows:

Unit: VND

Stt	Fixed Asset Name	According to the accounting books and inventory records have been compared		Liquidation (expected recovery value)
		Original price	Residual value	
I	HOUSES, ARCHITECTURE	31,036,079,007	1,914,758,968	5,969,561,873
II	MACHINERY AND EQUIPMENT	183,506,252,030	4,301,541,147	10,147,936,046
1	Workshop 1	40,646,954,443	1,371,114,992	2,525,062,391
2	Workshop 2	66,201,101,516	1,181,879,648	3,568,308,068
3	Workshop 3	68,536,790,444	1,546,073,257	3,728,756,099
4	Fuel conversion system	8,121,405,627	202,473,250	325,809,488
III	Means of transport	10,435,248,335	2,785,296,731	4,099,864,744
IV	Office equipment	106,256,200	-	14,128,270
V	Office equipment	100,896,000	-	-
Total		225,184,731,572	9,001,596,846	20,231,490,932

- Expected recovery value after implementing the liquidation plan is 20 billion VND

3.7 Regarding receivables and payables:

- As of June 30, 2025, the Company's receivables are VND 25.9 billion, of which receivables from Construction Materials Corporation No. 1 are VND 16.3 billion.
- The company has set aside a provision for bad debts of: 260 million VND.
- In addition, there are 2 types of bad debt that have not been provisioned for:
 - + An Binh Phat Production and Trading One Member Limited Liability Company: VND 145,848,650 (331_debt balance: advance payment to Supplier to purchase raw materials

- + ETS.SAB.FCO.LTD (West Africa): VND 11,613,500 (131_debt balance)
- The payable debt has a value of 40.2 billion VND (of which the welfare reward fund: 10.4 billion VND). The Company will gradually pay this debt when it is due.

3.8 About investments

Currently, the Company has 02 financial investments, including:

- Investment in an associated company, Packaging and Minerals Joint Stock Company No. 1, with an original investment value of VND 1,920,000,000 equivalent to 24% of charter capital, has made long-term financial provisions up to June 30, 2025 of VND 132 million.
- Invested in trading securities in Vitaly Joint Stock Company with an original value of VND 11,427,575,701 (with a provision of VND 5.4 billion). The market price of the shares as of June 30, 2025 is VND 6,005,650,000 (closing price is VND 3,500/share).

The Company has a policy of divesting capital at Vitaly Joint Stock Company according to Resolution No. 33/NQ-HĐQT dated May 9, 2024 of the Company's Board of Directors.

4. Estimated results of the Option

With the above plan, after liquidating assets in 2025 and 2026. The expected operating results of the Company are as follows:

Unit: million VND

ST T	Item	First 6 months of 2025	Last 6 months of 2025	2025	First 6 months of 2026	Total 2025- 2026
I	Total revenue	65,732	83,451	149,184	17,217	166,400
1	Revenue from sales of inventory	66,159	63,646	129,805	17,217	147,022
2	Proceeds from liquidation of assets, machinery and equipment		20,231	20,231		20,231
3	Revenue deductions	(426)	(426)	(853)		(853)
II	Capital price	55,017	83,575	138,592	27,899	166,491
1	Cost of goods sold (Inventory costs)	55,017	74,574	129,590	27,899	157,489
2	Remaining value of Fixed Assets at the time of liquidation:		9,002	9,002		9,002
III	Other income	269	315	584		584
1	Financial revenue	264	264	529		529
2	Other income	5	51	55		55
IV	Total cost	10,960	8,144	19,104	(7,798)	11,306
1	Sales expenses	1,846	2,055	3,901	1,085	4,986
2	Management costs	8,818	6,817	15,636	5,335	20,970
3	Financial costs	271	271	543		543
4	Reversal of inventory provision		(1,000)	(1,000)	(14,218)	(15,218)
5	Other costs	25		25		25
	Profit before tax (Expected)	24	(7,953)	(7,928)	(2,884)	(10,812)

5. Thanh Thanh Brand:

Because the work of consuming all the finished product inventory (more than 100 billion VND) depends a lot on market demand with the time of liquidating finished product inventory (expected) no later than June 30, 2026, on the other hand, to avoid being forced to reduce selling prices by agents, the Company will maintain the Thanh Thanh brick brand by granting the right to use the brand to Southeast Asia Brick Company to continue production to support the consumption of goods.

6. 27 The company's operating plan during the production suspension period from July 15, 2025 to June 30, 2026, specifically as follows:

- In the third quarter of 2025, the Company will complete procedures to move its headquarters to a new location at Vitaly Joint Stock Company, Packaging and Minerals Joint Stock Company No. 1 or another suitable location.
- In the third quarter of 2025, after the Restructuring Plan has been approved by the Extraordinary General Meeting of Shareholders, the Board of Directors will proceed with the liquidation of fixed assets, inventories, and debts to recover capital for the Company.
- By December 31, 2025 at the latest, transfer all goods and assets (not yet liquidated) of the Company to the warehouse of Vitaly Joint Stock Company, Packaging and Minerals Joint Stock Company No. 1 or other suitable locations.
- It is expected that by June 30, 2026, the liquidation of assets and capital recovery for the Company will be completed.

Above is the Company's Restructuring Plan in the current period. The Board of Directors submits to the 2025 Extraordinary Shareholders' Meeting for consideration and approval of the following contents:

- + Approved the plan to stop all operations, reduce the scale of operations and assign the Board of Directors to seek investment opportunities suitable to the company's current situation.
- + Authorize the Board of Directors to liquidate all assets, machinery, equipment, factories, etc. in accordance with regulations.
- + Authorize the Board of Directors to liquidate all inventory.
- + Authorize the Board of Directors to search for a location for headquarters and change business registration according to regulations.

The above is the report of the Board of Directors of the Company on "The Restructuring Plan of Thanh Thanh Ceramic Tiles Joint Stock Company". The Board of Directors hopes to receive the attention and support of shareholders.

Sincerely./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



Cao Trường Thọ

Recipients:

- As above;
- Save to the Board of Directors

No: 670/BC-TTC

Dong Nai, 01./August/ 2025

REPORT OF THE COMPANY EXECUTIVE BOARD

(Regarding the results of Production and Business in the first 6 months of 2025, the expected adjustment of the Production and Business plan in 2025 and the expected Production and Business plan in 2026 of the Company)

To: GENERAL MEETING OF SHAREHOLDERS

The Company's Board of Directors reports to the 2025 Extraordinary General Meeting of Shareholders on the production and business results of the first 6 months of 2025, the expected adjustment of the production and business plan for 2025 and the expected production and business plan for 2026 of the Company, with the following contents:

I. Production and business results in the first 6 months of 2025

1. Production and business results

No	Target	Unit of calculation	Plan 2025	Implemented in the first 6 months of 2025	Implementation of the first 6 months compared to the 2025 plan
1	Manufacture	m ²	1,900,000	685,875	36.09%
2	Consume	m ²	2,000,000	661,778	33.08%
3	Revenue	Billion VND	201.518	65.732	32.62%
4	Profit before tax	Billion VND	4.001	0.24	0.60%

• **General assessment:** In the first 6 months of 2025, production and business targets did not meet the plan. Reasons: The real estate and construction materials market continued to face many difficulties, lack of orders, cut capacity and labor. The export market also faced many difficulties (high prices, transportation costs, etc.). At the same time, to prepare for the relocation of the Company according to the plan of Dong Nai province, the Company only produced according to orders, so the quantity and type of products were limited, the consumption output decreased sharply, and production and business efficiency was low.

2. Carry out the Company relocation

a) Pursuant to Notice No. 408/TB - UBND dated April 11, 2025 and Notice No. 1894/TB-UBND dated May 30, 2025 of Bien Hoa City People's Committee on "Land recovery to implement the Bien Hoa 1 Industrial Park conversion project...", the Company has performed the following tasks:

- On May 14, 2025, the Board of Directors of the Company passed Resolution No. 53/NQ-HĐQT on: Expected to temporarily suspend production from October 1, 2025, to prepare for relocation.
- From May 16 to May 17, 2025, the Company coordinated with Dong Nai Land Fund Development Center to conduct the inventory of land and assets attached to the Company's land.

b) Based on the land acquisition progress of Dong Nai Province, the Company must complete the procedures for handing over the site to the Province in November and December 2025. Therefore, to be proactive in relocating the Company, on June 6, 2025, the Board of Directors approved:

- Resolution No. 54/NQ-HĐQT, Stop production from July 1, 2025,
- Resolution No. 55/NQ-HĐQT, Company's operation plan from July 1, 2025, specifically:

- Transfer the brand name "Thanh Thanh Ceramic Tiles" to Dong Nam A Ceramic Tiles Joint Stock Company for production to support the consumption of inventory products at Thanh Thanh Ceramic Tiles Joint Stock Company;

- Resolve leave benefits for employees due to relocation;
- Liquidation of machinery, equipment, assets, inventories;
- Looking for opportunities to switch to other production and business sectors.

c) Pursuant to Resolution No. 54/NQ-TTC and Resolution No. 55/NQ-HĐQT dated June 6, 2025, the Company's Board of Directors has performed the following tasks:

- On June 6, 2025, Notice No. 151/TB-TTC was issued on the suspension of production from July 1, 2025 and policies for laid-off employees, and labor utilization plans from July 1, 2025.

- On June 10, 2025, sent document No. 152/CV-TTC to the competent authorities of Dong Nai Province to announce the suspension of production from July 1, 2025 and requested to resolve any difficulties in resolving the regime and policies for employees who have to quit their jobs due to relocation.

d) On June 24, 2025, the Board of Directors approved Resolution No. 56/NQ-HĐQT on support policies for employees who agree to terminate their labor contracts due to relocation.

- On June 26, 2025, Notice No. 167/TB-TTC on the Company's operation plan from July 1, 2025 and Notice No. 168/TB-TTC on support policies for employees who agree to terminate their labor contracts due to relocation.

e) As of July 31, 2025, the Company has suspended production from July 1, 2025; completed the procedures for resolving the severance regime and the Company's support policy for 178 employees who quit their jobs from July 16, 2025 in accordance with the law and the Company's policies.

II. Expected adjustment of the 2025 plan and expected 2026 plan

1. Basis for adjusting the 2025 production and business plan:

- Production and business results in the first 6 months of 2025;
- Construction materials market situation in 2025, current status of the Company such as: machinery and equipment, factory, inventory and settlement of leave regime for employees;
- The Company's land acquisition plan;
- The Company's restructuring plan;
- The Company's operation plan from July 1, 2025;
- The plan to relocate the Company to a new location.

2. Expected adjustment of production and business plan for 2025:

No	Target	Unit	The 2025 plan was approved by the Shareholders' Meeting on April 15, 2025.	Implemented in the first 6 months of 2025	Expected plan for the last 6 months of 2025	Expected Production and Business Plan for 2025
1	Manufacture	m ²	1,900,000	685,875	No	685,875
2	Consumption	m ²	2,000,000	661,778	769,380	1,380,358
3	Revenue	Billion VND	201.518	65.732	63.218	128.95
4	Profit before tax	Billion VND	4.001	0.24	(7.953)	(7.928)

3. Expected production and business plan for 2026

No	Target	Unit	Expected Plan	Note
1	Manufacture	m ²	No	
2	Consumption	m ²	335,334	
3	Revenue	Billion VND	17.216	
4	Profit before tax	Billion VND	-2.883	

4. Some solutions to implement the Company restructuring plan

- Continue to coordinate with FICOCOM Company to find distributors with many advantages in consuming "Thanh Thanh" brand products. Adjust sales policies more reasonably and flexibly to increase the consumption of inventory products;
- Cooperate with Dong Nam A Brick Joint Stock Company to produce and maintain the "Thanh Thanh" brand in the market to support the consumption of products in stock at Thanh Thanh Company;
- Resolve the leave regime for employees to be completed in August 2025;
- Organize the liquidation of machinery, equipment, and assets;
- Carry out the leasing of new Office and Warehouse locations, expected from October 1, 2025.
- Carry out other relevant procedures to ensure the relocation is smooth, safe, and in compliance with legal and company regulations. Carry out business registration at the Company's new location.
- Continue working with the authorities of Dong Nai Province on compensation, relocation support, Tax settlement and other services in Dong Nai Province

Above are some basic features of the Company's 6-month business results, expected adjustments to the 2025 business plan and expected 2026 business plan.

Recipients:

- As above;
- Save TCHC, VT



GENERAL DIRECTOR *thg*

Trần Hưng Lương



PROPOSAL

(Regarding the operation plan of
Thanh Thanh Ceramic Tile Joint Stock Company from July 1, 2025)

To: **Extraordinary General Meeting of Shareholders 2025**

Pursuant to the Charter of organization and operation of Thanh Thanh Ceramic Tile Joint Stock Company approved by the General Meeting of Shareholders on April 20, 2021;

Pursuant to Plan No. 15/KH-TTPTQD dated March 21, 2025 of the Land Fund Development Center of Dong Nai province; Pursuant to Notice No. 408/TB - UBND dated April 11, 2025 and Notice No. 1894/TB - UBND dated May 30, 2025 of the People's Committee of Bien Hoa City on "Land recovery to implement the Project to convert Bien Hoa 1 Industrial Park..."

Pursuant to the restructuring plan of Thanh Thanh Ceramic Tile Joint Stock Company approved by the 2025 Extraordinary General Meeting of Shareholders on August 28, 2025,

The Board of Directors of Thanh Thanh Ceramic Tile Joint Stock Company respectfully submits to the 2025 Extraordinary General Meeting of Shareholders, voting to approve the operation plan of Thanh Thanh Ceramic Tile Joint Stock Company from July 1, 2025, specifically as follows:

1. Transfer the brand name "Thanh Thanh Ceramic Tiles" to Southeast Asia Ceramic Tiles Joint Stock Company to produce and support the consumption of products in stock at Thanh Thanh Ceramic Tiles Joint Stock Company;
2. Resolve employee leave;
3. Liquidate machinery, equipment, assets, and inventory;
4. Seek investment opportunities that are appropriate to the Company's current situation.
5. Authorize the Board of Directors to:
 - Liquidate all machinery, equipment, and assets;
 - Liquidate all inventory;
 - Search for a new location to relocate the Company.

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

Sincerely./.

Recipients:

- As above;
- Members of the Board of Directors, Supervisory Board, Executive Board;
- Save to the Board of Directors.

ON BEHALF OF THE BOARD OF DIRECTORS



CHAIRMAN

Cao Trường Thọ

PROPOSAL

(Regarding the relocation of the company to a new location)

To: Extraordinary General Meeting of Shareholders 2025

Pursuant to the Charter of organization and operation of Thanh Thanh Ceramic Tile Joint Stock Company approved by the General Meeting of Shareholders on April 20, 2021;

Pursuant to Plan No. 15/KH-TTPTQD dated March 21, 2025 of Dong Nai Land Fund Development Center; Pursuant to Notice No. 408/TB - UBND dated April 11, 2025 and Notice No. 1894/TB - UBND dated May 30, 2025 of Bien Hoa City People's Committee on "Land recovery to implement the Bien Hoa 1 Industrial Park Conversion Project..."

The Board of Directors of Thanh Thanh Ceramic Tiles Joint Stock Company respectfully submits to the 2025 Extraordinary General Meeting of Shareholders, voting to approve the plan to relocate Thanh Thanh Ceramic Tiles Joint Stock Company to a new location, specifically as follows:

1. Location: N1 Street, Binh Chuan Concentrated Production Area, Binh Phu Quarter, Thuan Giao Ward, Ho Chi Minh City.

2. Time: From October 1, 2025

3. Authorize the Board of Directors: Implement procedures to relocate the Company to a new location, including:

- Carry out business registration procedures in accordance with the provisions of law;
- Sign a lease contract for the Office and Warehouse at the new location;
- Carry out other relevant procedures to ensure smooth and safe relocation, in compliance with legal and Company regulations.

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

Sincerely./.

Recipients:

- As above;
- Members of the Board of Directors, Supervisory Board, Executive Board;
- Save to the Board of Directors.

**TM. BOARD OF DIRECTORS
CHAIRMAN**



Cao Trường Thu

Dong Nai, 07/August/ 2025

WORKING REGULATIONS AT THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS IN 2025

- Pursuant to the Enterprise Law No. 59/2020/QH14, which was adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Thanh Thanh Ceramic Joint Stock Company, which was approved by the General Meeting of Shareholders on April 20, 2021,

The 2025 Extraordinary General Meeting of Shareholders approved the working regulations at the General Meeting of Shareholders of Thanh Thanh Ceramic Tile Joint Stock Company as follows:

Chapter 1 GENERAL PROVISIONS

Article 1. Scope of Application and Subjects

- 1.1. These Rules apply to the organization of the Annual General Meeting of Shareholders of Thanh Thanh Ceramic Joint Stock Company in 2025.
- 1.2. These Rules specify the rights and obligations of shareholders, authorized persons attending the General Meeting of Shareholders and persons attending the General Meeting of Shareholders, the conditions and procedures for holding the General Meeting of Shareholders.
- 1.3. Shareholders, authorized persons attending the General Meeting of Shareholders and other persons attending the General Meeting of Shareholders are responsible for complying with the provisions of these Rules.

Chapter 2 RIGHTS AND OBLIGATIONS OF THE PARTICIPANTS OF THE GENERAL MEETING

Article 2. Rights and Obligations of Shareholders or Their Authorized Representatives Attending the General Meeting

- 2.1. Conditions for attending the General Meeting: Shareholders or representatives authorized in writing (depending on the company form), whose names are listed in the list of shareholders of the company as of July 29, 2025 and confirmed by the Vietnam Securities Depository Center (VSDC).
- 2.2. Rights of shareholders and their authorized representatives to attend the General Meeting:
 - a) Directly attend the General Meeting in the manner prescribed by the company or authorize others to attend the General Meeting in writing;
 - b) Deliberate and vote on matters within the scope of the General Meeting of Shareholders in accordance with the provisions of the Enterprise Law, other relevant legal documents and the Articles of Association of the Company;



- c) Be informed of the content and agenda of the General Meeting from the Organizing Committee;
- d) Each shareholder or his authorized representative attending the meeting shall receive the voting ballot and documents immediately after registering to attend the meeting with the Shareholders' Qualification Review Committee;
- e) Shareholders, authorized representatives of institutional shareholders or authorized persons who arrive after the meeting has started have the right to register immediately and have the right to attend the meeting and vote immediately after registration. The Chairman does not have the right to suspend the meeting to allow late shareholders to register, and the validity of previous votes remains unchanged.

2.3. Obligations of shareholders and their authorized representatives to attend the general meeting of shareholders:

- a) Shareholders or their authorized representatives must register with the shareholder qualification review committee to attend the general meeting of shareholders with their citizen ID card or passport and power of attorney (authorized representative attendance);
- b) Dress appropriately;
- c) Recording and videotaping of the meeting must be publicly announced and approved by the chairman of the meeting;
- d) Register to speak at the representative meeting in accordance with the regulations and abide by the speaking time and content within the scope of the agenda of the representative meeting;
- e) Speak and vote must obey the command of the chairman of the representative meeting;
- f) Do not hinder or disrupt the meeting in any way, resulting in the meeting being unable to proceed fairly and legally;
- g) Do not disturb or hinder the normal progress of the meeting;
- h) Comply with the administrative power of the chairman of the representative meeting;
- i) Strictly abide by the constitution of the meeting and respect the work results of the representative meeting.

Article 3. Rights and Obligations of the Shareholders' Qualification Review Committee

3.1. The Shareholders' Qualification Review Committee shall be determined by the Board of Directors of the Company and shall exercise the following powers:

- a) Verify the qualifications of shareholders or shareholders' authorized representatives attending the general meeting of shareholders: require shareholders and invited guests attending the general meeting of shareholders to present their ID cards or passports, and power of attorney (authorized representatives must provide);
- b) Issue voting cards, ballots and other relevant meeting materials to shareholders or authorized persons attending the meeting;
- c) Report the results of the verification of the qualifications of shareholders attending the general meeting of shareholders to the general meeting of shareholders at the following times:
 - Before the opening of the meeting;
 - Before each vote at the general meeting of shareholders, if the number of shareholders registered to attend the general meeting of shareholders changes.
- d) Complete other tasks assigned by the Chairman of the General Meeting of Representatives.

3.2. The Shareholders' Qualification Review Committee has the right to establish support units to complete its work tasks.

Article 4. Rights and Obligations of the Counting Committee

4.1. The Counting Committee has been approved by the General Meeting of Shareholders.

4.2. The Counting Committee is responsible for instructing how to vote, how to use the voting ballots, and counting, calculating and excluding relevant shareholders without voting rights (if any) for each voting item.

4.3. The Counting Committee reports the counting results to the Congress.

4.4. The Counting Committee has the right to establish auxiliary units to complete its tasks.

4.5. The Counting Committee is responsible for ensuring the accuracy and honesty of the published counting results.

4.6. The Counting Committee is responsible for handing over all ballots and counting records to the company's board of directors immediately after the end of the general meeting.

Article 5. Rights and obligations of the Chairman and Secretary of the General Meeting

5.1. The general meeting of shareholders convened by the Board of Directors shall be chaired by the Chairman or authorized by other members of the Board of Directors to chair it.

5.2. The Chairman has the final say on the order of the meeting, the procedure or the matters outside the agenda of the general meeting;

5.3. The Chairman of the meeting has the right to take necessary and reasonable measures to ensure that the general meeting of shareholders can be carried out in an orderly manner in accordance with the approved agenda and reflect the wishes of the majority of attendees.

5.4. The Chairman has the right to decide to postpone the general meeting of shareholders or change the meeting venue in any of the following circumstances:

a) The meeting venue does not have enough convenient seats for all participants;

b) The media at the meeting venue cannot guarantee that the participating shareholders can participate, discuss and vote;

c) Participants obstruct and disrupt the order of the meeting, affecting the fair and legal conduct of the meeting.

5.5. If the shareholder's contribution and suggestion go beyond the scope of the general meeting of shareholders, the Chairman has the right not to respond or to only acknowledge the shareholder's contribution.

5.6. When a shareholder speaks for more than the prescribed time or expresses opinions that go beyond the prescribed content of the general meeting of shareholders or are repetitive, the Chairman has the right to interrupt the shareholder's speech.

5.7. The Chairman has the right to request the competent authority to maintain order at the meeting; expel those who show signs of trouble, do not comply with the Chairman's authority, and hinder the normal progress of the meeting.

5.8. The Chairman appoints the Secretary of the Representative Assembly, who is responsible for recording the meetings of the Representative Assembly and performing support tasks assigned by the Chairman.

Chapter 3

GENERAL MEETING PROCEDURES

Article 6. Conditions for holding a general meeting

6.1. The meeting can only be held when the number of shareholders attending the meeting reaches more than half of the total number of shareholders representing all or part of the company's voting rights listed in the shareholder register determined at the

end of the meeting registration. If the opening time of the general meeting of shareholders exceeds 30 minutes (based on the meeting agenda sent to shareholders), but the number of shareholders attending the general meeting of shareholders still does not reach more than 50% of the total number of votes represented, the meeting will be deemed unable to continue.

6.2. If the general meeting of shareholders cannot be held in accordance with the provisions of the preceding paragraph, the convening and holding of the next general meeting of shareholders shall be handled in accordance with the provisions of the company's articles of association and the Enterprise Law.

Article 7. Management of the Congress

7.1. The Congress will proceed in the order of the contents approved by the Congress.

7.2. The Members' Congress will discuss and approve the contents of the Members' Congress in turn according to the voting method prescribed in Article 10 of these Regulations.

7.3. After the minutes of the Congress are approved, the Congress will close.

Article 8. Approval of General Meeting Resolutions

1. Resolutions on the following matters must be approved by shareholders representing more than 65% of the voting rights of shareholders present at the General Meeting, except for the cases specified in Article 148, Paragraphs 3, 4 and 6 of the Enterprise Law:

- a) Types of shares and the total number of shares of each type;
- b) Changes in industry, occupation and business field;
- c) Changes in the company's management structure;
- d) Investment projects or sales of assets with a value of 35% or more of the total asset value recorded in the company's latest financial report, except for the cases where other proportions or values are specified in the company's articles of association;
- đ) Reorganization or dissolution of the company;

2. Except for the cases specified in Paragraph 1 of this Article and Paragraphs 3, 4 and 6 of Article 148 of the Enterprise Law, resolutions must be approved by more than 50% of the total voting rights held by all shareholders present at the General Meeting.

3. A resolution passed by 100% of the total number of voting shares held by shareholders present at the general meeting of shareholders is legal and valid, even if the meeting convening procedures and resolutions violate the provisions of the Enterprise Law and the Articles of Association.

Article 9. Voting

9.1. The voting ballot of the Company, which is stamped by the Shareholder Qualification Review Committee, shall be issued by the shareholder or shareholder authorized representative attending the meeting. The voting ballot shall record the shareholder code, the full name of the shareholder or shareholder authorized representative and other technical elements to ensure accurate and convenient vote counting.

9.2. The voting value of each voting ballot shall be determined by the number of voting shares owned by the shareholder or authorized representative attending the general meeting of shareholders.

Article 10. Voting procedures for the resolutions of the General Meeting of Shareholders

The proposals approved by the 2025 Annual General Meeting of Shareholders shall be voted on by a show of hands, and the voting results shall be announced by the chairman of the meeting at the meeting. When the chairman asks shareholders to express their agreement/disagreement/no opinion on each specific content, shareholders shall vote on

each item by raising their votes. Shareholders can only raise their voting cards once for each content to certify their agreement/disagreement/no opinion.

Article 11. Speech at the General Meeting

When shareholders or shareholder authorized representatives present at the meeting express their opinions, they must register them on the "Expression Registration Form" (in the prescribed format). In the registration form, shareholders need to clearly state the content of their questions or statements. The registration form will be forwarded to the chairman of the meeting for processing. When speaking, the content of the speech should be concise and consistent with the content of the meeting. The speaking time should not exceed 05 minutes. Shareholders shall not repeat the opinions expressed by other shareholders, and only opinions that are consistent with the content of the general meeting will be recorded in the minutes of the general meeting.

Article 12. Minutes of the General Assembly

12.1. The organization of the General Assembly shall be recorded in the minutes. The Chairman and Secretary of the General Assembly shall be responsible for the accuracy and authenticity of the minutes of the General Assembly.

12.2. The minutes of the General Assembly must be published before the General Assembly and approved by the General Assembly before the closing of the General Assembly;

12.3. The minutes of the General Assembly, the minutes of the shareholder qualification verification meeting, the minutes of the vote counting meeting and other documents recording the results of the General Assembly shall be kept in the company's board of directors.

12.4. The minutes of the General Assembly are the basis for issuing the resolutions of the General Assembly.

Article 13. Resolutions of the General Assembly

Based on the results of the General Assembly, the Chairman shall prepare resolutions of the General Assembly on issues approved by the General Assembly. Resolutions of the General Assembly shall be read out at the General Assembly, voted on and approved by shareholders, and published on the company's website.

Article 14. Validity of these Regulations

14.1. These Regulations shall take effect after being approved by the General Assembly;

14.2. The General Assembly shall decide to amend or supplement these Regulations.

Recipients:

- Shareholders of the Company;

- Posted on the Website;

- Saved by the Board of Directors.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



CAO TRUONG THU