

RESOLUTION

**Regarding the approval of the dossier of registration for private placement of
shares**

BOARD

GIAI PHONG MOTOR JOINT STOCK COMPANY

Pursuant to the Law on Enterprises No. 59/2020/QH11 promulgated by the National Assembly on June 17, 2020 and documents amending, supplementing and guiding the implementation;

Pursuant to the Law on Securities No. 54/2019/QH14 promulgated by the National Assembly on November 26, 2019 and documents amending, supplementing and guiding the implementation;

Pursuant to the Government's Decree No. 155/2020/ND-CP dated 31/12/2020 detailing and guiding the implementation of a number of articles of the Securities Law and documents amending, supplementing and guiding the implementation;

Pursuant to the Charter of Liberation Automobile Joint Stock Company (hereinafter referred to as "the Company");

Pursuant to the Resolution of the Extraordinary General Meeting of Shareholders in 2025 of the Company No. 02/2025/NQ-ĐHDCĐ dated September 18, 2025;

Pursuant to the Resolution of the Board of Directors (BOD) No. 05/2025/NQ-HDQT dated 13/10/2025;

Pursuant to the Minutes of the Meeting of the Board of Directors of the Company ("BOD") No. 01/2026/BB-HDQT dated 04/02/2026.

RESOLVED:

Article 1. Approving the dossier of registration for private placement of shares of Giai Phong Automobile Joint Stock Company, including the following documents:

1. Certificate of business registration of Giai Phong Motor Joint Stock Company;
2. The current Charter of the Company of Giai Phong Motor Joint Stock Company;
3. Resolution of the Extraordinary General Meeting of Shareholders in 2025 No. 02/2025/NQ-ĐHDCĐ dated 18/9/2025 enclosed with Report No. 01.08/2025/TTr-HDQT dated 22/8/2025 on the Approval of the Project to upgrade Giai Phong Automobile Factory and Report No. 02.08-2025/TTr-HDQT dated 25/8/2025 on approving the plan

for private placement of shares to increase charter capital;

4. Resolution of the Board of Directors (BOD) No. 05/2025/NQ-HDQT dated 13/10/2025 approving the implementation of the Private Placement Plan; Minutes of the Board of Directors meeting No. 05/2025/BB-HDQT dated 13/10/2025;

5. Written commitment of Giai Phong Motor Joint Stock Company not to violate regulations on cross-ownership;

6. Document clarifying the dossier of registration for private placement of shares of Giai Phong Motor Joint Stock Company;

7. The Bank's written confirmation of the opening of the escrow account of Giai Phong Motor Joint Stock Company;

8. Documents proving the purpose of using capital;

9. Registration certificate for private placement of shares of Giai Phong Motor Joint Stock Company.

Article 2. This Resolution takes effect from the date of signing.

Article 3. Members of the Board of Directors, the Board of General Directors, relevant departments, departments, and individuals of the Company shall be responsible for the implementation of this Resolution./.

Recipients:

- As in Article 3;
- Save: VT, PC.

**TM. BOARD
CHAIRMAN**



Nguyen Duy Kien



BOARD MEETING MINUTES

Session on 04/02/2026

Regarding the approval of the implementation of the plan to offer shares to increase charter capital and dossier of registration for stock offering

I. Business Information

1. Business name: Giai Phong Motor Joint Stock Company (hereinafter referred to as "the Company").
2. Head office: Thanh Thuy border-gate economic zone, Thanh Thuy commune, Tuyen Quang province.
3. Business code: 5100165283

II. Time, place and content of the meeting

1. Meeting time: 09:30 a.m., February 4, 2026.
2. Meeting Location: Headquarters of the Company.
3. Content of the meeting: Approving the implementation of the plan to offer shares to increase charter capital and the dossier of registration for stock offering.

III. Participants in the meeting

1. The meeting is attended by 05/05 Members of the Board of Directors (hereinafter referred to as "the Board of Directors") of the Company, specifically:

- Mr. Nguyen Duy Kien - Chairman of the Board of Directors.
- Mr. Nguyen Cuong - Vice Chairman of the Board of Directors.
- Mr. Pham Nguyen Hoang - Member of the Board of Directors.
- Mr. Tran Tan Hong Cuong - Member of the Board of Directors.
- Mr. Vu Hai Anh - Independent member of the Board of Directors.

2. Chairman of the meeting: Mr. Nguyen Duy Kien.

3. Secretary of the meeting: Ms. Dinh Thi Ngan

IV. Format and legality of the meeting

The Board of Directors meeting of the Company was directly attended by 05/05 members of the Board of Directors. Pursuant to the Law on Enterprises and the Company's Charter, the meeting of the Board of Directors of the Company is legal, valid and eligible to be conducted.

The Board of Directors of the Company began to conduct meetings, discuss and vote on the contents as prescribed in the Company's Charter and the Law on Enterprises.

V. Discuss and vote on the contents of the meeting



Mr. Nguyen Duy Kien - Chairman of the Board of Directors of the Company announced the reason and content of the Board of Directors meeting of the Company. Based on the report submitted to the General Director, the Chairman of the Board of Directors convenes a meeting for members of the Board of Directors to consider and give opinions on the following contents:

Approving the dossier of registration for private placement of shares of Giai Phong Automobile Joint Stock Company, including the following documents

- a) Certificate of business registration of Giai Phong Motor Joint Stock Company;
- b) The current Charter of the Company of Giai Phong Motor Joint Stock Company;
- c) Resolution of the Extraordinary General Meeting of Shareholders in 2025 No. 02/2025/NQ-DHDCĐ dated 18/9/2025 enclosed with Report No. 01.08/2025/TTr-HDQT dated 22/8/2025 on the Approval of the Project to upgrade Giai Phong Automobile Factory and Report No. 02.08-2025/TTr-HDQT dated 25/8/2025 on approving the plan for private placement of shares to increase charter capital;
- d) Resolution of the Board of Directors (BOD) No. 05/2025/NQ-HDQT dated 13/10/2025 approving the implementation of the Private Placement Plan; Minutes of the Board of Directors meeting No. 05/2025/BB-HDQT dated 13/10/2025;
- e) Written commitment of Giai Phong Motor Joint Stock Company not to violate regulations on cross-ownership;
- f) Document clarifying the dossier of registration for private placement of shares of Giai Phong Motor Joint Stock Company;
- g) The Bank's written confirmation of the opening of the escrow account of Giai Phong Motor Joint Stock Company;
- h) Documents proving the purpose of using capital;
- i) Registration certificate for private placement of shares of Motor Joint Stock Company.

Voting results:

Approved: 05/05 Members of the Board of Directors.

Disapprove: 0 Members of the Board of Directors.

No comments: 0 Members of the Board of Directors.

VI. Issues Adopted

Approval of the registration dossier for private placement of shares of Giai Phong Motor Joint Stock Company:

Approval voting rate: 100%.

VII. Approval of the minutes and organization of implementation

1. This Minutes are recorded in full and truthfully by the Secretary of the meeting and read in front of all Members attending the meeting. A total of 05/05 Members of the Board of Directors attending the meeting unanimously voted to approve the full text of the Minutes and signed the Minutes of this meeting.

2. The minutes of the meeting shall be archived at the Company's headquarters and sent to the Members of the Board of Directors, the Supervisory Board and relevant individuals in accordance with the provisions of law.

3. The meeting ended at 10:30 a.m. on the same day.

SECRETARY



Dinh Thi Ngan

CHAIRMAN

**CHAIRMAN OF THE BOARD OF
DIRECTORS**

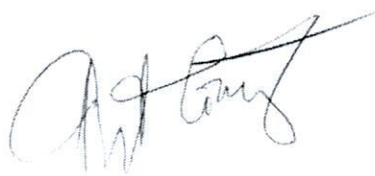


Nguyen Duy Kien

BOARD MEMBERS



Nguyen Cuong



Pham Nguyen Hoang



Vu Hai Anh



Tran Tan Hong Cuong

