

No. 08/NQ-SED-HDQT

Ho Chi Minh City, March 27th 2026

RESOLUTION OF THE BOARD OF DIRECTORS

THE BOARD OF DIRECTORS OF PHUONG NAM EDUCATION INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY

Pursuant to the Decision No. 309/NXBGD-QD dated 23/03/2007 of the Chairman of the Board of Directors on the new establishment of Phuong Nam Education Investment and Development Joint Stock Company under the Education Publishing House (now Vietnam Education Publishing House);

Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and amending and supplementing documents;

Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company (The Company);

Pursuant to the meeting Minutes of the Board of Directors dated March 27th, 2026.

RESOLVES:

Article 1: Approved the time and location of the 2026 Annual General Meeting of Shareholders (AGM) of Phuong Nam Education Investment and Development Joint Stock Company as follows:

- Time: April 24th, 2026 (Friday)
- Location: 4th Floor, Hall of the Educational Publishing House in Ho Chi Minh City, No. 231 Nguyen Van Cu Street - Cho Quan Ward - Ho Chi Minh City

Article 2: Approved the contents of documents for the 2026 AGM of the Company including: Invitation letter, Meeting Agenda, draft working regulations, reports, proposals, draft resolutions of the General Meeting of Shareholders and documents related to the organization of the AGM (*the documents for the AGM are attached to this Resolution*).

Article 3: The Board of Directors assigns the Company's Executive Board to implement tasks related to the organization of the 2026 Annual General Meeting of Shareholders in

accordance with the provisions of the law on securities, in accordance with the Charter, the Company's Operation Regulations and the regulations of Vietnam Educational Publishing House.

Article 4.- This Resolution takes effect from the date of its signing. Members of the Board of Directors, the Board of Supervisors, the General Director, Deputy General Directors, Chief Accountant and departments of the Company shall be responsible for the implementation of this Resolution./.

Recipients:

- Vietnam Publishing House (for reporting);
- Member of the Board of Directors, Supervisory Board;
- Board of management, Chief accountant;
- Archive in BOD.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN



NGUYEN THI HONG HANH

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

**REGISTRATION FORM OR POWER OF ATTORNEY FORM FOR
ATTENDING THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: Phuong Nam Education Investment and Development Joint Stock Company



Shareholder's Name:

Legal representative (for corporate):

ID card/Passport/ERC No.: issued date..... at

Address: Phone

Total number of shares represented and/or owned: shares.

(Shareholders select one of the two items below, check the appropriate box)

1. REGISTER TO ATTEND THE MEETING ☐

2. AUTHORIZE THE AUTHORIZED PARTY BELOW ☐

Authorized Party:

ID card/Passport/ERC No: issued date..... at

Address:

Phone:

Number of authorized shares:.....

In case shareholders are unable to attend and cannot authorize others, please authorize members of the Board of Directors of the Company according to the list below:

| STT | Full name | Position | Mark | Number of authorized shares |
|-----|---------------------------|------------------------------------|------|-----------------------------|
| 1 | Ms. Nguyen Thi Hong Hanh | Chairman of the Board of Directors | | |
| 2 | Mr. Dinh Gia Le | Member of the Board of Directors | | |
| 3 | Ms. Le Phuong Mai | Member of the Board of Directors | | |
| 4 | Ms. Nguyen Thi Thanh Xuan | Member of the Board of Directors | | |
| 5 | Mr. Nguyen Phong Yen | Member of the Board of Directors | | |

Note: Please mark (X) next to the name of the member you choose to authorize, choose to authorize only one person all the shares owned; in case you want to authorize more than one person, please specify the number of shares authorized for each member.

Authorization contents:

- The Authorized Party represents the Authorizing Party to attend the 2026 Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company to exercise all rights and obligations at the General Meeting of Shareholders corresponding to the number of authorized shares.
- We are fully responsible for this authorization and commit to strictly comply with the current provisions of the law, the provisions of the Charter of Phuong Nam Education Investment and Development Joint Stock Company and do not have any complaints later.

Note:

- The authorized person is not allowed to authorize the owned number of shares and/or the authorized shares to another person, and requested to present ID card (original copy or VNeID)/Passport when attending the meeting.
- This power of attorney is only valid when it is a power of attorney with the original signatures of both parties, for receiving authorization from corporate shareholders, it is necessary to have the seal of the authorizing organization. In case of authorizing the Board of Directors of Phuong Nam Education Investment and Development Joint Stock Company, the signature of the Board of Directors members is not required. This Power of Attorney is effective from the date of

Note: If the authorizer or authorized person is an organization, it must have the signature of the legal representative and the seal of the organization



AGENDA



OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

(Starting at 8:00 AM on Friday, April 24th, 2026)

| | Content | Host |
|--------------|---|--|
| 7:30 – 8:00 | <ul style="list-style-type: none"> - Welcoming delegates and shareholders; - Verify the eligibility of delegates, distribute ballots, voting cards and meeting documents. | Organizing Committee |
| 8:00 – 8:45 | <ul style="list-style-type: none"> - Report on the verification of the eligibility of delegates attending the Meeting; - Announce the meeting purpose; Introduce the attendees; - Introduce the Presidium. | Organizing Committee |
| 8:45 – 9:00 | <ul style="list-style-type: none"> - The Chair appoints the Secretary of the Meeting; - Ratify members of the Vote Counting Committee. - Ratify meeting Agenda; - Ratify meeting Working Regulation. | Presidium |
| 9:00 – 9:40 | Reports presented at the Meeting: <ul style="list-style-type: none"> - Board of Directors' report on performance results in 2025 and operational plan for 2026; - Board of Management's report on the business performance results in 2025 and the business plan for 2026; - Board of Supervisors's report on performance results in 2025 and operational plan for 2026. | Presidium /Head of the Board of Supervisors |
| 9:40 – 10:00 | Contents of the Proposals: <ul style="list-style-type: none"> - Audited financial statements for 2025; - 2025 Profit distribution; - Business plan for 2026; - Remuneration for the Board of Directors and the Board of Supervisors in 2025 and plan for 2026; - Selection of an Audit Firm for auditing the 2026 financial Statements; - Contracts and transactions between the Company and Vietnam Education Publishing House or its subsidiary accounting units authorized by Vietnam Education Publishing House, or related companies within the parent-subsidiary system of Vietnam Education Publishing House; | Presidium /Head of the Board of Supervisors |





| Time | Content | Host |
|---------------|--|---|
| | <ul style="list-style-type: none">- Other matters falling under the authority of the General Meeting of Shareholders (if any) | |
| 10:00 – 10:30 | Discussion and voting section <ul style="list-style-type: none">- Meeting discussion- Vote to approve the proposals.- The Vote Counting Committee works. | Presidium/ Vote Counting Committee |
| 10:30 – 10:45 | Meeting break, the Vote Counting Committee works. | Vote Counting Committee |
| 10:45 – 11:00 | <ul style="list-style-type: none">- Statement by the Representative of Vietnam Education Publishing House.- Announcement of voting results. | Vote Counting Committee |
| 11:00 – 11:30 | <ul style="list-style-type: none">- The secretary reads the draft Minutes and Resolutions of the 2026 Annual General Meeting of Shareholders.- Vote to approve the draft Minutes and Resolutions.- The Chair announces the closing of the Meeting. | Secretary/ Presidium |

ORGANIZING COMMITTEE





Ho Chi Minh City, April 24th, 2026

DRAFT

WORKING REGULATIONS

THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

PHUONG NAM EDUCATION INVESTMENT AND DEVELOPMENT JOINT STOCK COMPANY



Pursuant to:

Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

- *Law on Securities No. 54/2019/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its amending and supplementing legislative documents;*
- *Decree 155/2020/ND-CP promulgated by Government on on December 31, 2020 for elaboration of some Articles of the Law on Securities and its amending and supplementing legislative documents;*
- *Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company;*
- *Internal regulations on governance of Phuong Nam Education Investment and Development Joint Stock Company.*

In order to ensure that the 2026 Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company takes place successfully, the Board of Directors has formulated regulations, working principles, conducting and voting protocols in the Meeting for the General Meeting of Shareholders's approval as follows:

1. PURPOSES

- Ensure that the procedures and conducting and voting protocols at the Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company take place in accordance with regulations and are successful.
- The Resolutions of the General Meeting of Shareholders express the unified will of the General Meeting of Shareholders, meet the aspirations and interests of shareholders and in accordance with the law.





2. REGULATED ENTITIES AND SCOPE

- Regulated entities: All shareholders, representatives (authorized persons) of shareholders who own shares of Phuong Nam Education Investment and Development Joint Stock Company and delegates attending the Annual General Meeting of Shareholders must comply with the provisions of this Regulation, the Company's Charter and current legislative regulations.
- Scope: This regulation applies to the organization of the 2026 Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company.

3. DEFINITIONS/ABBREVIATIONS

- Company : Phuong Nam Education Investment and Development Joint Stock Company
- BOD : Board of Directors
- BOS : Board of Supervisors
- OC : Organizing Committee
- GMS : General Meeting of Shareholders
- Delegates : Shareholders, representatives (authorized persons)
- Meeting : General Meeting of Shareholders

4. CONTENTS OF THE REGULATIONS

4.1 Conditions for conducting the GMS

- The GMS shall be conducted when it is participated by a number of Delegates that represent more than 50% of the votes.
- In case the conditions for conducting the first meeting prescribed in Clause 1, Article 19 of the Company's Charter are not fulfilled, the second invitation shall be sent within 30 days from the first meeting date. The second GMS shall be conducted when it is participated by a number of shareholders that represent at least 33% of the votes.
- In case the conditions for conducting the second meeting prescribed in Clause 2 Article 19 of the Company's Charter are not fulfilled, the third invitation shall be sent within 20 days from the second meeting date. The third GMS shall be conducted regardless of the number of votes represented by the participants.

4.2 Conditions for shareholders to attend the Meeting

All voting shareholders, according to the list of shareholders compiled on 25/03/2026 have the right to attend the GMS; may directly participate in the GMS or authorize their representatives to attend. In case more than one authorized representative as prescribed by law, the number of





shares of each representative must be specified.

4.3 Guests at the Meeting

- The Company's executives, guests and members of the OC who are not shareholders but are invited to attend the Meeting.
- Guests do not make a speech at the General Meeting (*unless invited by the Chair of the Meeting, or have registered in advance with the OC and have permission from the Chair*).

4.4 Delegates attending the Meeting must comply with the following regulations

- Be punctual, dress politely, formally, comply with security checks (if any), identification documents, etc. at the request of the OC of the Meeting.
- Receive meeting documents at the reception department in front of the meeting hall.
- Delegates arriving late have the right to register immediately and then participate and vote at the Meeting. The Chair is not obligated to stop the Meeting to allow late-arriving delegates to register; the results of votes on issues that have already been voted before the delegate's arrival will not be affected.
- Leave the phone in vibrating mode or turn it off, and when necessary, go outside to talk.
- Do not smoke, keep quiet in the meeting room.
- Comply with the regulations of the OC and the Chair of the Meeting.
- In the event that a delegate fails to comply with the regulations on inspection or the above-mentioned measures and regulations, the Chair, after careful consideration, may refuse or expel that delegate from the venue of the Meeting to ensure that the Meeting proceeds normally according to the planned agenda.

4.5 The Chair and Presidium

- The presidium consists of the Chair and members.
- The Chairman of the Board of Directors shall assume the role or the chair or authorize a member of Board of Directors to chair the GMS if it is convened by the Board of Directors;
- In case the chair is not present or is temporarily unable to work, the remaining members of the Board of Directors shall elect one of them as the chair under the majority rule. In case a chair cannot be elected, the chief of the Board of Supervisors shall preside over the election of the GMS chair, in which case the person that receives the most votes will be the chair;
- In other cases, the person that signs the decision to convene the GMS shall preside over the election of the chair by the GMS, in which case the person that receives the most votes will be the chair;





- The chair is entitled to implement necessary and reasonable measures to maintain order during the meeting and adhere to the ratified agenda and serve the majority of the participants;
- The chair is entitled to postpone the GMS that has a sufficient number of participants for up to 03 working days from the initial opening day or change the meeting location as prescribed in Clause 8, Article 146 of the Law on Enterprises;
- Tasks of the presidium:
 - Conduct the activities of the Company's General Meeting of Shareholders according to the agenda of the Board of Directors that has been approved by the General Meeting of Shareholders;
 - Instructing delegates and the Congress to discuss the items on the agenda;
 - Present drafts and conclusions on necessary issues for the Congress to vote on;
 - Responding to the issues raised by the Congress;
 - Addressing issues that arise throughout the Congress.
- The working principles of the Presidium: The Presidium operates on the principles of collective decision-making, democratic centralism, and decision-making by majority vote.

4.6 Secretary of the Meeting

- The chair shall designate one or some persons as the secretary(ies) of the GMS.
- Duties and rights:
 - Fully and truthfully record the content of the Meeting;
 - Receipt the speech registration forms from delegates;
 - Prepare the Minutes of the meeting and draft the Resolution of the GMS;
 - Assist the Chair in disclosing information related to the GMS and notify the Shareholders in accordance with the law and the Company's Charter.
 - Other duties at the request of the Chair.

4.7 Vote Counting Committee

- The GMS shall elect one or some people as the Vote Counting Committee as requested by the chair.
- Tasks of the Vote Counting Committee:
 - Disseminate the principles, rules, and guidelines for the voting process.





- Review and report to the Congress any cases of violations of voting rules or complaints regarding voting results;
- Count and record the ballots, prepare a vote counting report, announce the results; and forward the report to the Chair.

4.8 Delegate Eligibility Verification Committee

- The Delegate Eligibility Verification Committee of the Meeting consists of 03 people, including 1 Chairman and 2 members.
- Tasks of the Delegate Eligibility Verification Committee:
 - Check the eligibility and situation of shareholders and shareholder representatives attending the meeting.
 - The Chairman of the Delegate Eligibility Verification Committee shall report to the GMS on the situation of shareholders attending the meeting. The GMS shall be conducted when it is participated by a number of Delegates that represent more than 50% of the votes.

4.9 Speech at the Meeting

- Delegates attending the Meeting when wishing to express their opinions must obtain the consent of the Chair. Delegates gave brief speeches and focused on the key contents to be discussed, in accordance with the content of the program approved by the GMS or sent written comments to the Secretary of the Meeting to summarize and report to the Chair.
- The Chair of the Meeting will arrange delegates to speak in the order of registration, and will also answer shareholders' questions at the meeting or record them for later written responses.

4.10 Voting to approve issues at the Meeting

4.10.1 Principle

- All issues in the agenda and contents of the Meeting must be discussed and voted on publicly by the GMS .
- Voting Cards and Ballots are printed, stamped and sent directly to delegates at the general meeting (enclosed with a set of meeting documents in hard copy or electronic). Voting Cards and Ballots clearly display the delegate's code, full name, number of shares owned and authorized shares.
- The Chair shall propose voting methods for for each issue in the agenda for the GMS's approval.
- The methods of voting are as follows:





- Voting by raising Voting Cards: this method is used to approve the following issues: meeting agenda; Working Regulations at the Meeting; Personnel of the Presidium; Personnel of the Vote Counting Committee; approving the Minutes and the Resolution of the Meeting and other contents at the Meeting (if any);
- Voting by filling in the Ballot: this method is used to approve the following issues: Board of Directors' report on performance results in 2025 and operational plan for 2026; Board of Management's report on the business performance results in 2025 and the business plan for 2026; Board of Supervisors's report on performance results in 2025 and operational plan for 2026 and contents of the proposals presented at the Meeting.

4.10.2 Voting methods

- Delegates shall vote for "Approval" or "Disapproval" or "Abstention" on an issue need to be voted in the Meeting by raising their Voting Cards or filling their chosen options in the Ballots corresponding to issues as stipulated in Section 4.10.1.
- When voting by raising the Voting Card, the front of the Voting Card must be raised high towards the Presidium. In case the delegates do not raise their Voting Cards in all three votes of Approval, Disapproval or Abstention on an issue, it shall be considered as voting in favor of that issue. In case the delegates raise their voting cards more than once (01) times when voting for Approval, Disapproval or Abstention of an issue, it shall be considered as an invalid vote. Members of the Vote Counting Committee shall record the delegates's code and their corresponding number of votes for Approval, Disapproval, Abstention and Invalidity.
- When voting by filling in the Ballots, for each issue, delegates choose one of the three options "Approval", " Disapproval", " Abstention" pre-printed in the Ballots by marking "X" or "✓". After completing, the delegates shall send the vote to the sealed ballot box under the guidance of the Vote Counting Committee. The Ballots must be signed and clearly stated with the full name of the delegate.

4.10.3 Validity of Ballot

- **Valid Ballot** is a pre-printed form issued by the OC of the Meeting, stamped with the Company's seal, not erased, scraped, torn or crushed,... do not write any additional content other





than the provisions for this vote and must have a signature, under the signature must be the full handwritten name of the participant.

On the Ballot, the voting issues (Reports, Proposals) is valid when the delegate marks and chooses one (01) of the three (03) voting boxes.

➤ **Invalid Ballots:**

- There are contents that are not in accordance with the provisions of the valid Ballot;
- Write other contents in the Ballot;
- The Ballot is not according to the pre-printed form issued by the OC of the Meeting, does not have the Company's seal or has been erased, scraped, or written with content other than the provisions of the Ballot, does not have a signature and the full name of the delegate, then all issues voted are invalid.

4.10.4 Voting Regulations

Every 01 (one) ordinary share is equivalent to one voting right. Each attending delegate representing one or more voting rights should be provided a Voting Card and a Ballot.

- On the record date (March 25th, 2026), the total number of shares of the Company is: 9,271,800 shares equivalent to 9,271,800 voting rights.
- Issue that need to be voted at the Meeting shall only be ratified when it is voted for by a number of shareholders that hold more than 50% of the votes of all participants. Particularly in some cases, the issue is stipulated in Clause 1, Article 21 of the Company's Charter, will be ratified if it is voted for by a number of shareholders that represent at least 65% of votes of all participants.
- Note:
 - Shareholders/authorized representatives with related interests do not have voting rights for contracts and transactions that are worth at least 35% of the total assets written in the latest financial statement or any transaction that causes the total transaction value in 12 months from the date of the first transaction reach at least 35% of the total assets written in the latest financial statement.
 - Shareholders/authorized representatives of shareholders who hold at least 51% of voting shares or their related persons do not have voting rights for contracts and transactions that are worth at least 10% of the total assets written in the latest financial statement between the Company and such shareholders and their related persons (according to Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020).





4.10.5 Recording voting results

- At the Meeting, the GMS shall ratify the Vote Counting Committee.
- The Vote Counting Committee is responsible for collecting votes.
- The Vote Counting Committee will check the number of votes for Approval, Disapproval and Abstention of each issue and be responsible for recording, statistics and reporting the results at the GMS.

4.11 Minutes and Resolutions of the GMS

All contents at the GMS must be recorded by the Secretary in the Minutes. The minutes of the GMS must be read and approved before the closing of the Meeting.

5. Implementation

- All delegates, representatives and guests attending the Meeting are responsible for fully complying with the contents specified in this Regulation, the Company's current regulations, internal rules, management regulations and relevant legal provisions.
- The convener of the GMS has the rights to:
 - Request all participants to facilitate inspection and other lawful and reasonable security measures;
 - Request a competent authority to maintain order during the meeting; expel those who do not comply with the chair's instructions, deliberately disrupt order, obstruct the meeting progress or disobey security requirements.
- Contents not specified in detail in this Regulation shall be uniformly applied in accordance with the provisions of the Company's Charter, the Law on Enterprises 2020 and current legal documents of the State.

This Regulation takes effect immediately after being voted and approved by the Company's General Meeting of Shareholders.

Recipients:

- GMS;
- Members of the BOD, BOM, BOS;
- Archived in BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH





No.: /BC-SEDIDCO

Ho Chi Minh City, April 24, 2026

DRAFT

REPORT OF THE BOARD OF DIRECTORS

AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS



Pursuant to the Charter of Organization and Operation of Phuong Nam Education Investment and Development Joint Stock Company and the provisions of current law;

– Pursuant to the audited financial statements for 2025 of Phuong Nam Education Investment and Development Joint Stock Company which has been audited by AASC Auditing Firm Co., Ltd.;

The Board of Directors (BOD) of Phuong Nam Education Investment and Development Joint Stock Company reports to the General Meeting of Shareholders on the activities of the Board of Directors in 2025 and the orientation of the plan for 2026 as follows:

PART I

BOARD OF DIRECTORS'S PERFORMANCE REPORT IN 2025

I. Personnel of the Board of Directors:

Personnel of the Board of Directors of Phuong Nam Education Investment and Development Joint Stock Company (SED) for the term 2022 – 2027 include 05 members elected at the Annual General Meeting of Shareholders in 2022. The Annual General Meeting of Shareholders in 2023 dismissed and elected 01 additional member of the Board of Directors. The Annual General Meeting of Shareholders in 2025 dismissed and elected





01 additional member of the Board of Directors. The current personnel of the Board of Directors is as follows:

| STT | Members | Position (independent member of the Board of Directors, non-executive member of the Board of Directors) | Number of shares held by individual | Ownership/Charter Capital Ratio |
|-----|---------------------------|---|-------------------------------------|---------------------------------|
| 1 | Ms. Nguyen Thi Hong Hanh | Chairman of the Board of Directors (non-executive) | 0 | 0% |
| 2 | Mr. Dinh Gia Le | Non-Executive Member | 0 | 0% |
| 3 | Ms. Le Phuong Mai | Executive Member, cum General Director | 25,000 | 0.25% |
| 4 | Mr. Nguyen Phong Yen | Executive Member, cum Deputy General Director | 0 | 0% |
| 5 | Ms. Nguyen Thi Thanh Xuan | Independent Member | 0 | 0% |

II. Activities of the Board of Directors in 2025:

1. **Meetings of the Board of Directors in 2025:** The Board of Directors has held 08 meetings, specifically as follows:

| STT | Member of the Board of Directors | Number of meetings attended by the Board of Directors | Meeting Attendance Rate | Reasons for not attending the meeting |
|-----|----------------------------------|---|-------------------------|---------------------------------------|
| 1 | Mr. Le Huy | 2/8 | 25% | Dismissed from 10/4/2025 |





| STT | Member of the Board of Directors | Number of meetings attended by the Board of Directors | Meeting Attendance Rate | Reasons for not attending the meeting |
|-----|----------------------------------|---|-------------------------|---------------------------------------|
| 2 | Ms. Nguyen Thi Hong Hanh | 6/8 | 75% | Elected from 10/4/2025 |
| 3 | Mr. Dinh Gia Le | 8/8 | 100% | |
| 4 | Ms. Le Phuong Mai | 8/8 | 100% | |
| 5 | Mr. Nguyen Phong Yen | 8/8 | 100% | |
| 6 | Ms. Nguyen Thi Thanh Xuan | 8/8 | 100% | |

| STT | Number of Resolutions/Decisions | Date | Contents | Approval Rate |
|-----|---------------------------------|-----------------------------|---|---------------|
| 1 | 01/NQ-SED-HDQT | Feb 2 nd , 2025 | Ratify the organization of the 2025 Annual General Meeting of Shareholders: record date, time, location, and agenda of the meeting. | 100% |
| 2 | 03/NQ-SED-HDQT | Mar 17 th , 2025 | Ratify the content of documents for the 2025 Annual General Meeting of Shareholders including: Draft meeting agenda, reports, proposals, working regulations and related documents. | 100% |
| 3 | 04/NQ-SED-HDQT | Mar 17 th , 2025 | Assign personnel to participate in the organization of the 2025 | 100% |





| STT | Number of Resolutions/Decisions | Date | Contents | Approval Rate |
|-----|------------------------------------|--------------------------------|--|------------------|
| | | | Annual General Meeting of Shareholders. | |
| 4 | 05/NQ-SED-HDDQT | Mar 17 th , 2025 | Ratify the policy on executive personnel appointment, with the appointment decision signed by the General Director. | 100% |
| 5 | 07/NQ-SED-HDQT | Apr 6 th , 2025 | Ratify the content of documents for the 2025 Annual General Meeting of Shareholders (supplemented and updated) | 100% |
| 6 | 21/NQ-SED-HDQT | Apr 10 th , 2025 | Elect Ms. Nguyen Thi Hong Hanh to the position of Chairman of the Board of Directors for the term 2022 - 2027. | 100% |
| 7 | 23/NQ-SED-HDQT | Apr 22 nd , 2025 | Approve the salary unit price in 2025. | 100% |
| 8 | 24/NQ-SED-HDQT | Apr 22 nd , 2025 | Select AASC Auditing Firm Co., Ltd. as the auditor of the Company's 2025 Financial Statements. | 100% |
| 9 | 25/NQ-SED-HDQT | Apr 25 th , 2025 | Ratify the plan to distribute dividends of 2024 in cash: Exercise ratio: 20%; record date: May 16 th , 2025; Payment date: May 30 th , 2025. | 100% |
| 10 | 27/NQ-SED-HDQT | Apr 28 th , 2025 | Ratify the policy on implementation of Company's process for executive personnel appointment | 100% |





| STT | Number of Resolutions/Decisions | Date | Contents | Approval Rate |
|-----|---------------------------------|-----------------------------|--|---------------|
| 11 | 28/QD-SED-HDQT | Jun 12 nd , 2025 | Ms. Mai Ngoc Lien is resigned from the position as Deputy General Director of the Company from June 12 th , 2025. | 100% |
| 12 | 30/QD-SED-HDQT | Jun 27 th , 2025 | Ms. Nguyen Thi Nguyet, Head of Planning and Business Department is appointed as the Deputy General Director of the Company from July 1 st , 2025. | 100% |
| 13 | 32/NQ-SED-HDDQT | Jul 14 th , 2025 | Ratify the production and business performance results of 2nd quarter of 2025 and the working plan for the 3rd quarter of 2025 | 100% |
| 14 | 33/NQ-SED-HDQT | Jul 14 th , 2025 | Promulgate the Internal Audit Regulations, appoint Mr. Nguyen Phong Yen – Member of the Board of Directors as the person in charge of internal audit unit of the Company | 100% |
| 15 | 35/NQ-SED-HDD | Jul 31 st , 2025 | Ratify the policy on executive personnel re-appointment, with the appointment decision signed by the General Director. | 100% |
| 16 | 37/NQ-SED-HDQT | Oct 14 th , 2025 | Ratify the production and business performance results of 3rd quarter of 2025 and the working plan for the 4th quarter of 2025 | 100% |
| 17 | 38/QD-SED-HDQT | Nov 11 st , 2025 | Ms. Bui Thu Giang is resigned from the position as Deputy | 100% |





| STT | Number of Resolutions/Decisions | Date | Contents | Approval Rate |
|-----|------------------------------------|------|---|------------------|
| | | | General Director of the Company from November 11 st , 2025. | |

2. Evaluation of the performance of the 2025 planned targets:

In 2025, Phuong Nam Company has exceeded the planned total revenue target, achieved the planned dividend target and did not meet the planned pre-tax profit target. The results of the performance of the 2025 planned targets are as follows:

| STT | Contents | Unit | 2025 Plan | 2025 Performance | Rate Performance/Plan |
|-----|----------------------|----------------|-----------|---------------------|--------------------------|
| 1 | Total Revenue | Billion VND | 1,072 | 1,104 | 103% |
| 2 | Profit before tax | Billion VND | 60.0 | 48.8 | 81% |
| 3 | Dividends | % | 15% | 15% | 100% |

Reasons for the failure to meet pre-tax profit targets in 2025: In 2025, the State's policy on education has had many important changes. Resolution No. 71-NQ/TW dated August 22, 2025 of the Politburo and Resolution No. 281/NQ-CP dated September 15, 2025 of the Government advocating the use of a unified set of textbooks for the whole country from the school year 2026 - 2027, Decision No. 3588/QĐ-BGDĐT dated December 26, 2025 of the Ministry of Education and Training on the selection of the book series Connecting knowledge with life as a series of books for use throughout the country. Phuong Nam Company is the unit assigned by the Vietnam Publishing House to be in charge of distributing textbooks in Ho Chi Minh City. Ho Chi Minh City and the southern provinces,





these provinces and cities mainly use the Creative Horizon textbook. The fact that the Creative Horizon book series was not selected as a textbook from the 2026-2027 school year resulted in additional provisions expenses, leading to pre-tax profits reached only 81% of the planned target.

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

- The Board of Directors always fully performs its responsibilities and obligations in accordance with the provisions of the Law on Enterprises and relevant legal documents.
- The Board of Directors regularly supervises the operation of the General Director, ensuring that the company's operations comply with the provisions of law, the Charter and governance regulations in the administration of production and business and corporate finance.
- The Board of Directors holds quarterly meetings to approve the General Director's report on business results and working plans, ensuring the completion of planned targets.
- The Board of Directors always promptly directs and supports the General Director in the implementation of the company's production and business targets.

4. Supervision and evaluation activities of the Board of Directors on the Executive Board:

2025 is a year with many changes and fluctuations that greatly affected the Company's production and business activities, especially in the last 6 months of the year: the merger of provinces and cities and the transformation to a two-level local government model nationwide, The Creative Horizon book series is a series of books with a high proportion of distribution in the areas in charge of the Company is not selected to be used as textbooks in schools from the school year 2026 – 2027. The Board of Directors highly appreciates the dynamism, bravery and efforts to overcome difficulties of the Executive Board in the fields of work: maintaining and developing the market, cooperating in investment in developing new products, innovating product communication and marketing, effectively developing





online sales channels, etc diversify customer support services, improve management and operation. From the strategy of the Board of Directors, the Executive Board has proactively developed flexible action programs, exceeded the revenue target plan, created jobs, stable income for employees, and ensured investment efficiency for shareholders.

During its operation, the Executive Board has always complied with the provisions of the Law, the Company's Charter, the Company's Governance Regulations, the Resolution of the General Meeting of Shareholders, and the Resolution of the Board of Directors.

5. Activities of Independent member of the Board of Directors and Independent member's evaluation of the Board of Directors's activities:

** Activities of independent member of the Board of Directors:*

In 2025, members of the Board of Directors will independently participate in all meetings of the Board of Directors and make important contributions to the company's governance. At the same time, independent member of the Board of Directors also participate in consulting and criticizing the decisions of the Board of Directors in the spirit of respecting the law and ensuring the highest interests for the Company.

Independent member of the Board of Directors are knowledgeable about the development orientation of the education sector and the characteristics of the activities of units investing in and trading books and educational equipment, especially in the English book segment. Independent member of the Board of Directors has made many positive contributions to the development of the Company's production and business strategies and plans. Independent member of the Board of Directors has exercised assigned rights and obligations in accordance with relevant laws, the Company's Charter, and the Resolution of the General Meeting of Shareholders. In 2025, independent members of the Board of Directors has completed the following tasks:

- ✓ Perform the assigned rights and obligations in an honest, prudent and best manner to ensure the maximum legitimate interests of the Company.





- ✓ Loyal to the interests of the Company and shareholders; do not use the Company's information, know-how, business opportunities, status, position and use the Company's assets for self-interest or serve the interests of other organizations and individuals.
- ✓ Give an overall perspective, covering all the interests of relevant subjects, give opinions and decisions to enhance the efficiency and feasibility of decisions of the Board of Directors, improve the efficiency of the Company's business activities, ensure the rights and interests of the Company and shareholders.
- ✓ Other obligations as prescribed by law and the Company's Charter. Independent members of the Board of Directors perform their management functions through the process of participating in discussions and decision-making of the Board of Directors, and ensure that such decisions are made fairly and reasonably.

** Evaluation of independent members of the Board of Directors on the activities of the Board of Directors:*

The members of the Board of Directors are people with professional qualifications, a wealth of experience, a wide network of relationships and prestige in the education industry. At the same time, members of the Board of Directors always learn and update the development of society and science and technology to improve leadership, management, build the Company's development orientation in line with the development trend of the integrated education industry, contribute to the educational innovation and enhance the prestige. Phuong Nam Education brand.

In 2025, the Board of Directors has performed functions and tasks in accordance with the provisions of the Law on Enterprises, the Charter, the Regulation on Operation of the Board of Directors and the Internal Regulation on Corporate Governance. The Board of Directors has closely supervised the activities of the Executive Board, in order to ensure the proper implementation of the resolution of the 2025 General Meeting of Shareholders, the set strategic goals and plans. The Board of Directors has promptly directed and





supported the Board of Directors in the implementation of the Company's production and business targets. The Board of Directors has held periodic and extraordinary meetings to approve the contents under the approval authority of the Board of Directors, promptly solved arising problems, removed difficulties and obstacles. At the annual summary meeting of the Company, the Board of Directors attended and directed and oriented the business activities as well as the management and operation of the Company.

At the same time, the Board of Directors always closely coordinates with the Supervisory Board to supervise the Board of Directors in the management of production, business and finance of the Company.

6. Activities of other subcommittees of the Board of Directors: Currently, the Board of Directors does not have subcommittees under the Board of Directors.

7. Reports on transactions between companies, subsidiaries, companies controlled by public companies with more than 50% or more of charter capital with members of the Board of Directors and related persons of such members; transactions between companies and companies in which a member of the Board of Directors is a founding member or manager of the enterprise in the last 03 years before the time of transaction:

Information on related parties and material transactions with related parties arising in 2025 is detailed in Section 36 of the 2025 Audited Financial Statements Explanatory Statements (pages 31, 32, 33).

8. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board:

Details are in Section 36 of the Explanatory Section of the 2025 audited financial statements (page 34).





PART II

BOARD OF DIRECTORS' ACTIVITY PLAN FOR 2026

1. Situation characteristics:

2026 is forecasted to continue to be a year with many unpredictable fluctuations. In the world, war conflicts in the Middle East have disrupted supply chains, fuel prices and transportation costs have increased, energy security risks, global food, and life and jobs have faced many difficulties and uncertainties. With the continuous development of science and technology, especially the increasingly widespread application of artificial intelligence in all aspects of life, there are requirements for the implementation of teaching and learning about AI in schools as well as the integration of digital technology into educational book products.

2026 is the first year that Vietnam implements the use of the textbook series Connecting knowledge with life as a unified set of books in the country, with a roadmap to strive to distribute textbooks free of charge by 2030. Phuong Nam Company, which is a manufacturer and trader of educational books, will have to transform its product structure, develop new business products and services, and at the same time ensure the good performance of the political task of supplying textbooks fully and promptly in the areas assigned to be in charge.

Based on the actual situation, the Board of Directors has developed an operation plan for 2026 on the basis of closely following the main objectives of the 2022-2027 term, specifically as follows:

2. Orientation of the 2026 plan:

- Ensure revenue and profit in line with the price of textbooks released in the 2026-2027 school year of Vietnam Education Publishing House; maintaining a dividend of 15%.





- Research and develop new products in line with the trend of teaching, learning, and capacity development in the digital era. Continue to implement foreign language textbooks (French and Chinese) to ensure quality requirements and complete on schedule.

- Develop the market, increase market share, continue to invest in and innovate the work of supporting teachers and students in teaching and learning.

- Continue to build and develop the brand and corporate culture, being the leading prestigious and professional unit in Vietnam in the field of production and trading of educational publications.

- Invest in training to improve professional knowledge and skills for employees, improve knowledge and skills in administration and administration for managers.

- Research the application of artificial intelligence (AI) in the Company's production, business and management activities.

- Continue to implement the roadmap of digital transformation and green transformation for sustainable development according to the orientation of the Government and the education sector.

3. Activities of the Board of Directors:

- Organize periodic and extraordinary meetings in accordance with the provisions of the Law on Enterprises, the Company's Charter, the Internal Regulations on corporate governance, and the Regulation on operation of the Company's Board of Directors to exercise the rights and obligations of the Board of Directors.

- Quarterly meetings will be held to review the situation and results of the implementation of the planned targets, ensuring the completion of the plan approved by the General Meeting of Shareholders.

- Organize extraordinary meetings to promptly resolve arising issues under the decision-making authority of the Board of Directors.





- Supervise and direct the General Director and the Executive Board in implementing the Company's processes and regulations and researching improvements to suit the actual situation, improving the efficiency of governance and administration.

This is the report on the activities of the Board of Directors of Phuong Nam Education Investment and Development Joint Stock Company in 2025 and the operation plan for 2026. Respectfully submitted to the General Meeting of Shareholders for approval.

Sincere thanks !

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH



No.: /BC-SEDIDCO

Ho Chi Minh City, April 24, 2026

DRAFT

REPORT OF THE BOARD OF MANAGEMENT AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS



I. ASSESSMENT OF THE BUSINESS ENVIRONMENT IN 2025

For Phuong Nam Education Investment and Development Joint Stock Company (Phuong Nam Company), 2025 is a year of many difficulties and challenges from unforeseen fluctuations in the business environment. The company has faced major policy and market "shocks", especially in the last 6 months of the year.

1. Challenges and difficulties:

- Change in administrative structure: The merger of provinces and cities and the transformation to a two-level local government model nationwide from 01/07/2025 has directly affected the Company's existing business model.

- Disadvantages from the State's policy on shared textbooks (*Resolution 71-NQ/TW dated August 22, 2025 of the Politburo and Resolution 281/NQ-CP dated September 15, 2025 of the Government*): The policy of the whole country to share a unified set of textbooks from the school year 2026 - 2027 stalls the issuance, partners adjust to reduce the number of purchases compared to the signed contract.

- Loss of core product advantage: The decision of the Ministry of Education and Training to choose *the Connecting Knowledge with Life* set as a set of shared textbooks in the country is a sudden policy change. The book series *Creative Horizon* - the Company's main product in Ho Chi Minh City. Ho Chi Minh City and the southern provinces - not selected from the 2026-2027 school year is a great disadvantage, seriously affecting the Company's business results in 2025 and the following years.

The overwhelming difficulties in the last 6 months of the year have created unprecedented financial and operational pressure on the Company, especially in controlling the inventory of *the Creative Horizon* textbook.





2. Favorable factors and strengths:

- Guidance and direction from senior leadership: The Company has received close direction from Vietnam Education Publishing House and the Board of Directors. The Board of Management has proactively and flexibly adjusted the business model to adapt to the merger of administrative boundaries. As a result of 2025, the issuance will be implemented on schedule and quality, with no supply disruption in any area.

- Brand development and reputation improvement: The company has done a good job of accompanying educational institutions; improve the system of electronic learning resources and continue to implement in-depth training, constantly improving the brand reputation of "Southern Education".

- Distribution channel development: The Company continues to strongly develop the online retail channel, promptly meeting the needs of parents and students nationwide, especially during the peak season. This is a new sales channel, a way to help the Company directly approach each parent, students and does not depend on the traditional issuance mechanism.

- Implementing a proactive communication strategy: The company has coordinated with press agencies to provide the public with standard and accurate information related to education and educational books, helping to stabilize market sentiment in the face of policy changes.

- Human resources: People are always the most important factor determining the Company's business results. In 2025, the Board of Management and employees have united, made great efforts, and worked together to overcome difficulties to organize the implementation of the business plan approved by the Annual General Meeting of Shareholders in 2025.

II. RESULTS OF PRODUCTION AND BUSINESS ACTIVITIES IN 2025

1. Revenue and profit:





| TT | Contents | Unit | 2025 Plan | 2025 Perform ance | 2024 Perform ance | Rate 2025 Perf/2025 Plan | Rate 2025 Perf/2024 Perf |
|----|----------------------|----------------|--------------|-------------------------|-------------------------|-----------------------------------|-----------------------------------|
| 1 | Total Revenue | Billion VND | 1,072 | 1,104 | 1,336 | 103% | 83% |
| 2 | Profit before tax | Billion VND | 60.0 | 48.8 | 78.7 | 81% | 62% |

Profit before tax only reached 81% of the plan because in 2025, the Company has set aside a provision of VND 35 billion for the inventory of *the Creative Horizon* textbook. In 2025, the State's policy on textbooks will change suddenly: from the 2026-2027 school year, *the Creative Horizon* textbook will not be used nationwide. As a result, the *Creative Horizon* textbook - the Company's main reserve to be released in the first months of 2026 has become an inventory. Looking at the number of provisions expenses, it can be seen that, without a change in policy, in 2025 the Company has exceeded the target of the pre-tax profit plan.

2. Investment:

a. Financial Investment:

As of December 31st, 2025, the Company's total long-term financial investment is VND 770,000,000. This is the Company's capital investment in Gia Dinh Education Publishing Service Joint Stock Company. The Company receives annual dividends form this investment.

b. Asset Investment:

In 2025, the Company will not invest in assets. The company continues to exploit and use the warehouse of books and supplies in Tan Phu Trung Industrial Park with a land area of 12,572 m², a usable floor area of nearly 8,400 m².

3. Governance:

Based on the risk management standards of listed enterprises, the Board of Management has proactively identified material risks to have solutions, specifically as follows:



3.1. Risk of changing education policies (Key risk): The State's policy on shifting from multiple textbooks to one set of shared textbooks is the policy risk with the greatest impact. The consequence is that the Company's main reserves (*Creative Horizon* textbooks) suddenly become inventory.

Solution: The Company has implemented prudent financial principles when setting aside adequate provisions to clean the balance sheet. At the same time, the Company quickly converted its core product to *the Connecting Knowledge with Life* textbook.

3.2. Bad debt risk and ability to recover debts from agents: Changes in local administrative management models and financial difficulties of agents increase the risk of bad debts.

Solution: The company assigns detailed plan targets and controls debt recovery to each department. The digital transformation in governance helps the Board of Management closely monitor cash flow and debt payment progress anytime, anywhere.

3.3. Interest rate risk and financial cost pressure: In the last 6 months of 2025, banks have adjusted to increase lending rates, putting direct pressure on financial costs.

Solution: The Board of Directors has tightened non-essential expenses, optimized cash flow management to minimize interest expenses.

4. Overall assessment:

In 2025, in the context of a volatile business environment, the State's policy on education changes suddenly and unfavorably, the Board of Management and employees of the Company have constantly made efforts to overcome difficulties and persevered with the set goals. As a result, the Company has exceeded 3% of the planned revenue target, achieved 81% of its pre-tax profit target. With the profits achieved, the Company ensured the fulfillment of the 15% dividend plan approved by the General Shareholders' Meeting.

III. PRODUCTION AND BUSINESS PLAN IN 2026

1. Business environment forecast and strategic solutions:

2026 is forecasted to continue to be a year of political and socio-economic instability on a global scale. From the first months of the year, the war in the Middle East has pushed up fuel prices and transportation costs, making it difficult for

businesses. In Vietnam, from the beginning of 2026, banks will continue to adjust to increase lending rates, increasing the financial costs of businesses. The general situation, life and work are difficult and there are many unpredictable risks.

2026 is the first year that Vietnam implements the use of the textbook series *Connecting knowledge with life* as a unified book set in the country, with a roadmap to strive to 2030 to distribute textbooks free of charge. In order to stabilize and develop, according to the orientation of the Vietnam Education Publishing House, The company is transforming the product structure, developing the digital product business, diversifying the product of textbooks in schools and books to improve people's knowledge, and develop a reading culture.

In the plan for 2026, the Company focuses on fully and promptly supplying textbooks, introducing and releasing new products, accompanying and listening to the feedback and needs of educational institutions to well support teachers and students in the process of using book products, etc educational equipment issued by Phuong Nam Company. In order to be ready to overcome challenges from the volatile business environment, in 2026, the Board of Management will focus on implementing the following 4 groups of strategic solutions:

1.1. Adapting business models and product lists, restructuring products:

- Actively coordinate with Vietnam Education Publishing House to participate deeply in the supply chain and release the textbook *Connecting knowledge with life* in the southern market.

- Develop supplementary products: Promote the compilation and distribution of reference books, supplementary materials, and educational equipment in accordance with the General Education Program 2018 and the textbook *Connecting Knowledge with Life*.

- Digitize education: Upgrade the e-learning material system to service packages with fees or added value to generate sustainable revenue beyond printed books.

1.2. Risk management and optimization of operation and inventory handling:

- Restructuring the business personnel apparatus according to the two-level local government model, ensuring flexible operation, reducing overlap and reducing business management costs.





- Control cash flow, tighten non-essential expenses, focus capital on potential projects with quick profitability in 2026.

- Drastically review and have a plan to release *the Creative Horizon* textbook to recover capital and reduce storage costs.

1.3. Developing markets and distribution channels, maintaining traditional market shares:

- Maintain close relationships with educational institutions in Ho Chi Minh City and the southern provinces through customer care and in-depth professional support.

- Breakthrough development of online sales channels: Invest more heavily in e-commerce and social networking platforms to directly reach product users (parents, students).

1.4. Improving competitiveness and strategic brand communication:

- Improve management capacity, build and develop the business culture of the brand "Southern Education"

- Develop a communication strategy affirming that Phuong Nam Company is a reputable supplier of books and educational equipment, ready to accompany the teaching and learning of high school and preschool levels nationwide.

2. Planned targets for 2026:

Implementing the State's policy, in the 2026-2027 school year, Vietnam Education Publishing House will continue to reduce the price of textbooks from grades 1 to 12, with an average reduction of 8.7%. Therefore, the revenue and profit plan for 2026 is built on the basis of downward adjusted textbook prices.

| STT | Contents | Unit | 2026 Plan | Notes |
|-----|-----------------------|-------------|-----------|-------|
| 1 | Total Revenue | Billion VND | 1,262 | |
| 2 | Profit before tax | Billion VND | 37.2 | |
| 3 | Dividend payout Ratio | % | 15% | |





3. Conclusion:

Towards the goal of 2026, the Board of Management identified and oriented the implementation of three action pillars:

- Drastic implementation: Organize the effective implementation of 4 groups of strategic solutions: product restructuring, optimal operation, distribution channel development, brand building and communication.
- Responsibility and dedication: Phuong Nam Company always puts the interests of users of products and services at the center of all research, innovation and creativity.
- Value and position: Production and business activities aim for sustainable growth, ensure jobs, stable income for employees, ensure benefits for investors, and raise the brand of "Southern Education" on the education map of Vietnam.

With the core values and prestige that have been built, the Board of Management believes that with the companionship of shareholders and the consensus and efforts of the employees, Phuong Nam Company will recover and make a strong breakthrough in 2026.

Sincere thanks!

**ON BEHALF OF
THE BOARD OF MANAGEMENT
GENERAL DIRECTOR**

LE PHUONG MAI





DRAFT

Ho Chi Minh City, April 24, 2026

**REPORT ON ACTIVITIES IN 2025 AND PLAN FOR 2026 OF THE
SUPERVISORY BOARD OF PHUONG NAM EDUCATION INVESTMENT AND
DEVELOPMENT JSC**



**To: General Meeting of Shareholders of Phuong Nam Investment and
Development Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;*
- Pursuant to the Charter of Phuong Nam Education Investment and Development Joint Stock Company;*
- Pursuant to the Operation Regulations of the Supervisory Board of Phuong Nam Education Investment and Development Joint Stock Company;*
- Pursuant to Audited 2025 Financial Statements*

The Supervisory Board reports its activities in 2025 to the Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company according to the following contents:

1. Situation of supervisory activities in 2025:

1.1 Personnel of the Supervisory Board: The number of members of the Supervisory Board as of 31/12/2025 is three members.

- Mr. Do Huy Kien – Head of Board
- Ms. Nguyen Thi Chanh – Member
- Ms. Le Thi Tuyet Minh – Member

1.2 Activities of the Supervisory Board:

The Supervisory Board ensures the regime of periodic meetings in accordance with the provisions of the Company's Charter and the Operation Regulations.





In 2025, the Supervisory Board has held quarterly meetings with the following main contents:

- Evaluation of production and business results on a quarterly basis;
- Appraisal of semi-annual and annual financial statements;
- Supervising governance and administration activities;
- Conduct thematic review and assessment of a number of key management and financial contents according to their assigned functions.

1.3 Summary of activities of the Supervisory Board:

The activities of the Supervisory Board are carried out smoothly, in accordance with the Law on Enterprises and the company's Charter.

Regularly inspect and evaluate the situation of production and business activities through financial statements and management reports;

The contents arising during the supervision process have been promptly discussed with the Board of Directors (BOD) and the Executive Board (EB) in accordance with their competence.

2. Evaluation of the activities of the Board of Directors (BOD) and the Executive Board (EB):

In 2025, the Board of Directors and the Board of Management have made many efforts in management and administration to closely follow the goals of the General Meeting of Shareholders; maintain stable production and business activities; implement policies for employees and activities to support the education sector.

In particular, in the context of completing the roadmap for the implementation of the General Education Program 2018, the Company still maintains its core business activities.

However, the Supervisory Board found:

- Business performance in 2025 decreased compared to the previous year;





- Internal governance needs to continue to be improved to improve operating efficiency and cost control.

In addition, 2025 is a year with many specific factors of the industry, especially the policy of implementing a unified set of textbooks, which has impacted the common ground of business activities of units in the system. These factors have directly affected the consumption market, revenue structure and profit margins, so they should be considered holistically when evaluating the Company's operating results.

3. Results of inspection, supervision and financial activities:

3.1. Accounting

- The company performs accounting in accordance with regulations;
- The financial statements for 2025 have been confirmed by independent auditors.

3.2. Financial situation and production and business results in 2025:

Unit: Billion VND

| STT | Items | Year 2025 | Year 2024 | Variation (%) |
|-----|---------------------------------|-----------|-----------|---------------|
| 1 | Total assets | 568 | 607 | - 6.4% |
| 2 | Owner's equity | 351 | 333 | + 5.3% |
| 3 | Net revenue | 1,100 | 1,331 | - 17% |
| 4 | Gross profit | 271 | 309 | - 12% |
| 5 | Selling expenses | 169 | 154 | + 9.6% |
| 6 | General administrative expenses | 51 | 76 | - 32% |
| 7 | Profit before tax | 48.7 | 78.6 | - 38% |
| 8 | Profit after income tax | 36.2 | 60.9 | - 40% |

3.3 Assessment of the Supervisory Board

- Revenue and profit in 2025 both decreased compared to 2024. Notably, profits decreased at a higher rate than revenue, reflecting a decline in operational efficiency.





- Operating expenses (especially selling expenses) tend to increase amid a decline in revenue.

- In 2025, the Company has implemented large-scale sponsorship and book donation programs to support the education sector and the community, demonstrating corporate social responsibility. These activities have a direct impact on expenses and business results during the period, which should be considered as a whole when evaluating the Company's performance.

On the positive side, the Company has improved in working capital management:

- Inventories and receivables decreased;
- Financial structure is strengthened, liabilities are reduced;

Overall Assessment:

The company maintains financial stability, but business performance needs to continue to improve.

In addition, the provision for devaluation of inventories in the year has a significant impact on business results, reflecting prudence in financial work according to current accounting regulations.

However, the implementation needs to continue to be reviewed and improved in terms of the assessment process, grounds and approval authority to ensure completeness and compliance.

4. A report on the assessment of transactions between companies, subsidiaries, companies controlled by public companies with more than 50% or more of charter capital and members of the Board of Directors, General Director (Director), other executives of the enterprise and related persons of such subjects; transactions between companies and companies in which members of the Council management, general director (director), other executives of the enterprise who are founding members or managers of the enterprise in the last 03 years before the time of transaction





Information on related parties and material transactions with related parties arising in 2025 is detailed in the Audited 2025 Financial Statements Explanation (section 36, pages 31, 32, 33).

5. Results of supervision of activities of the Board of Directors and the Executive Board:

The Supervisory Board has attended all meetings of the Board of Directors, participated in opinions according to the functions and tasks of the Supervisory Board;

Meetings of the Board of Directors are convened and held in accordance with the provisions of the Law on Enterprises, the Company's Charter and Governance Regulations;

The Minutes of the Board of Directors meeting accurately reflect the content of the meeting, the opinions of the members and are made in accordance with regulations;

The Resolutions of the Board of Directors are issued in accordance with the order and procedures, in accordance with the provisions of law, the Company's Charter and the Resolution of the General Meeting of Shareholders;

Resolutions and decisions of the Board of Directors and the Chairman of the Board of Directors focus on implementing the Resolution of the 2025 General Meeting of Shareholders, directing business activities, meeting management requirements, creating favorable conditions for the executive activities of the Board of Directors;

Based on the results of inspection and appraisal, the Supervisory Board agrees with the contents of the 2025 management and administration evaluation report of the Board of Directors and the Board of Management.

6. Evaluation of the activities of the Board of Directors and the Executive Board in 2025:

- The training and development of human resources are focused;





- Market and product development activities are implemented synchronously;
- Communication and social responsibility are carried out regularly;
- Employee policies are ensured according to regulations.

However, in the context of great fluctuations in business performance, the Company needs to continue to further improve management efficiency, strictly control costs and optimize the use of resources.

7. Evaluation of internal control and risk management:

- The internal control system is maintained stably;
- The risk management is initially implemented;

However, through supervision, the Supervisory Board realizes that some contents in the governance mechanism, control process and compliance need to continue to be reviewed and improved. These contents have been synthesized by the Supervisory Board, made thematic reports and proposed directly to the Board of Directors and the Executive Board according to their competence.

The Supervisory Board noted that the Company's sponsorship and educational support activities in 2025 have positive social significance. At the same time, for activities with great financial value and significant impact on business results, the Company needs to focus on completing the approval process, ensuring absolute compliance with regulations on competence and decentralization of internal management.

8. Results of assessment of the coordination of activities between the Supervisory Board and the Board of Directors, the General Director and shareholders.

- The coordination between the Supervisory Board and the Board of Directors, the Board of Management and the Company's executive persons in 2025 are carried out smoothly and closely on the principle of the common interests of Shareholders and the Company and in compliance with legal regulations.





- The Supervisory Board is always facilitated by the Board of Directors, the Executive Board and functional departments in updating the operation situation, collecting information and documents for inspection and supervision.

- The Supervisory Board is invited to attend and contribute opinions at meetings of the Board of Directors. Reports, documents and resolutions of the Board of Directors are provided fully and promptly, helping the Supervisory Board to successfully fulfill its functions and tasks.

9. Recommendations of the Supervisory Board:

- The Board of Directors and the Executive Board have made great efforts in corporate governance, optimization of financial resources and risk management. In order to continue to improve operational efficiency, the Supervisory Board recommends that the Company focus on implementing the following solutions:

Continue to review and improve the governance mechanism, especially regulations on decentralization of decision-making authority.

Strengthen the control of operating costs, evaluate the efficiency of using capital and budget.

Improve the capacity of the internal control system, review and complete operational processes to bring risks to the lowest possible level.

Improve the financial management process, ensure transparency and compliance.

10. Remuneration, operating expenses and other benefits of the Supervisor Board:

Details in the Notes of Audited Financial Statements for 2025 (page 34)

Remuneration of the Supervisory Board: VND 196,000,000 in which:

- Mr. Do Huy Kien : VND 116,000,000
- Ms. Nguyen Thi Chanh : VND 40,000,000
- Ms. Le Thi Tuyet Minh : VND 40,000,000





11. Operation plan of the Supervisory Board in 2026:

- Continue to perform functions and tasks in accordance with the Charter of organization and operation of the Company and the provisions of the Law on Enterprises.
- Strengthen the inspection and strict control of stages in the operation process of departments to ensure the successful completion of production and business plans. Particular attention is paid to the supervision of key activities/items.
- Strengthen direct work with the Company to promptly grasp the business situation, management and risk management to take timely support and warning measures.
- Appraisal of financial statements and implementation of production and business plans quarterly and 2026 according to the Resolution of the General Meeting of Shareholders.
- Coordinate with functional departments to supervise the compliance with the State's regulations, the Company's current regulations on organization and operation and financial management.
- Maintain and promote close coordination with the Board of Directors and the Executive Board in order to improve the efficiency of corporate governance.

CONCLUSION

The Supervisory Board confirms:

- The supervision function in 2025 has been fully performed in accordance with the scope and dossiers provided;
- The contents to be completed have been synthesized, reported and proposed according to their competence;
- Serve as a solid basis for the Company to continue to improve the governance mechanism in the next stage of development.





Above is the operation of the Supervisory Board in 2025 and the plan for 2026. The Supervisory Board respectfully submits to the General Meeting of Shareholders for consideration and approval.

On behalf of the Supervisory Board, I would like to express my sincere gratitude to the Shareholders for their trust, as well as the support and facilitation of the Board of Directors and the Board of Management of the Company in the past year for helping the Supervisory Board to successfully complete its tasks.

Sincere greetings./.

**ON BEHALF OF SUPERVISORY BOARD
HEAD**

Do Huy Kien





No.: /TTr-SED

Ho Chi Minh City, April 24, 2025

DRAFT

PROPOSAL

Approval of the 2025 Financial Statements (Audited)



Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

– Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company;

The Board of Directors of Phuong Nam Education Investment and Development Joint Stock Company respectfully submits to the General Meeting of Shareholders for voting to approve the 2025 audited financial statements as follows:

The 2025 financial statements of Phuong Nam Education Investment and Development Joint Stock Company are independently audited by AASC Auditing Firm Co., Ltd., signed on March 24th, 2026. The audited financial statements for 2025 have been disclosed by the Company in accordance with regulations and posted on the website: <https://phuongnam.edu.vn/co-dong>.

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

Thank you very much.

Recipients:

- SED shareholders;
- BOD, BOS, BOM;
- Archived in BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH





No.: /TTr-SED

Ho Chi Minh City, April 24th, 2026

DRAFT

PROPOSAL

Distribution of realized profits in 2025



Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

– Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company;

– Pursuant to the 2025 audited financial statements of Phuong Nam Education Investment and Development Joint Stock Company.

The Board of Directors of Phuong Nam Education Investment and Development Joint Stock Company respectfully submits to the General Meeting of Shareholders the plan for distribution of after-tax profit in 2025 as follows:

- Profit after income tax in 2025: VND 36,202,584,606

- The distribution plan is as follows:

| | |
|--------------------------------------|---------------------------|
| + Dividend payment in 2025 | : 15% per share |
| + Employee Bonus Fund | : 7% of profit after tax |
| + Welfare Fund | : 5% of profit after tax |
| + Bonus fund for the Executive Board | : 5% of profit after tax |
| + Development investment Fund | : 30% of profit after tax |

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the payment of cash dividends and authorizes the Board of Directors to decide on the time of payment.

Respectfully submits to the General Meeting of Shareholders for approval.

Thank you very much.

Recipients:

- SED shareholders;
- BOD, BOS, BOM;
- Archived in BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH





No.: /TTr-SED

Ho Chi Minh City, April 24th, 2026

DRAFT

PROPOSAL
Business Plan for 2026



Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

- Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company.

The Board of Directors of Phuong Nam Education Investment and Development Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the business plan for 2026 as follows:

- Total revenue : VND 1,262,000,000,000
- Profit before tax : VND 37,200,000,000
- Dividend Payout Ratio : 15% per share

Respectfully submits to the General Meeting of Shareholders for approval.

Thank you very much.

Recipients:

- SED shareholders;
- BOD, BOS, BOM;
- Archived in BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH





No.: /TTr-SED

Ho Chi Minh City, April 24th, 2026

DRAFT

PROPOSAL

Remuneration of the Board of Directors, Supervisory Board in 2025 and plan for 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

- Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company.

The Board of Directors of the Phuong Nam Education Investment and Development Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the remuneration of the Board of Directors and the Supervisory Board in 2025 and the plan to pay remuneration for the Board of Directors and the Supervisory Board in 2026 as follows:

The remuneration of the Board of Directors and the Supervisory Board in 2025 shall be included in the Company's business expenses in accordance with the law on corporate income tax: 2% of profit after corporate income tax. Detailed data is in the 2025 audited Financial Statements (page 34).

The planned remuneration of the Board of Directors and the Supervisory Board in 2026 shall be included in the Company's business expenses in accordance with the law on corporate income tax: 2% of profit after corporate income tax.

Respectfully submits to the General Meeting of Shareholders for approval.

Thank you very much.

Recipients:

- SED shareholders;
- BOD, BOS, BOM;
- Archived in BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH





No.: /TTr-SED

Ho Chi Minh City, April 24th, 2026

DRAFT

PROPOSAL

Approval of the selection of Audit Firm for the 2026 Financial Statements



Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

- Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company.

The Supervisory Board of Phuong Nam Education Investment and Development Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the Selection of Audit Firm for the 2026 Financial Statements as follows:

In order to facilitate the audit of the 2026 Financial Statements with the highest efficiency, the Supervisory Board, after reaching agreement with the Board of Directors, proposes the General Meeting of Shareholders to approve the Audit Firm for the 2026 Financial Statements is a Company on ***The List of Audit Firms and Auditors approved for auditing Public Interest Entities in the field of securities in 2026 according to the decision of the State Securities Commission.***

The General Meeting of Shareholders authorizes the Board of Directors, basing on the capacity and qualifications of a team of professional auditors of independent audit firms, to actively select and sign contract with audit firm.

Respectfully submits to the General Meeting of Shareholders for approval.

Thank you very much.

Recipients:

- SED shareholders;
- BOD, BOS, BOM;
- Archived in BOD.

**ON BEHALF OF
THE SUPERVISORY BOARD
HEAD**

DO HUY KIEN





DRAFT

PROPOSAL

Approval of contracts and transactions between the Company and Vietnam Educational Publishing House or its dependent accounting units authorized by Vietnam Educational Publishing House or related companies in the system of parent companies - subsidiaries in the system of Vietnam Educational Publishing House.



– Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing legislative documents;

– Pursuant to the Law on Securities No. 54/2019/QH14 promulgated by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019; Decree No. 155/2020/ND-CP of Government dated 31/12/2020 on elaboration of some Articles of the Law on Securities and amending and supplementing legislative documents;

– Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company;

– Pursuant to the 2025 audited financial statements of Phuong Nam Education Investment and Development Joint Stock Company;

The Board of Directors would like to report and respectfully submit to the General Meeting of Shareholders the following issues:

Currently, Phuong Nam Education Investment and Development Joint Stock Company (the Company) is implementing a number of tasks related to its main business lines through cooperation with Vietnam Educational Publishing House - a shareholder owning over 10% of the Company's total ordinary shares - in the stages of organizing manuscripts, organizing the publication and distribution of educational products to serve students and teachers. Based on the actual situation and the expected plan to release educational products in 2026, the total value of contracts and transactions arising between the Company and the Vietnam Publishing House may exceed 35% of the total value of assets stated in the Company's latest financial statements.





In order to proactively implement work as well as maintain regularity and continuity in the production and business process, on the basis of conformity with the provisions of law and the Company's Charter, ensuring the interests of the Company and shareholders, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of contracts and transactions in 2026 between the *Company* and (a) *the Vietnam Publishing House (Tax Code 0100108543)* or (b) *the dependent accounting unit authorized by the Vietnam Publishing House (if any)* or (c) *related companies in the system of parent companies - subsidiaries in the system of the Vietnam Publishing House* (a detailed list of these organizations is attached to this proposal).

Major transaction contents: organizing manuscripts, organizing publishing, organizing the distribution of textbooks and educational publications and products in service of teaching and learning of pupils and teachers.

The General Meeting of Shareholders assigns the Company's legal representative to decide on the specific terms of these contracts and transactions on the basis of ensuring the legitimate rights and interests of the Company and shareholders, and at the same time, when signing the contract, the legal representative must notify the Board of Directors and the Supervisors of the subjects related to such contracts or transactions and enclose the draft contract or notice of the principal contents of the transaction in accordance with the provisions of Article 167 of the Law on Enterprises.

Respectfully submits to the General Meeting of Shareholders for consideration and approval of the content of the proposal.

Thank you very much.

Recipients:

- SED shareholders;
- BOD, BOS, BOM;
- Archived in BOD.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

NGUYEN THI HONG HANH



LIST OF CONTRACTS AND TRANSACTIONS

SUBMITTED TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR APPROVAL

(Attached to the Proposal No.... /TTr-SED dated 24/4/2026 regarding the approval of contracts and transactions with related parties)

| STT | Name of organization/individual | Relationship with the Vietnam Publishing House (SED's investment company) | Enterprise Registration Number | Expected trading time | Contents of transactions and contracts | Expected value (VND) |
|-----|---|---|--------------------------------|-----------------------|--|----------------------|
| 1 | Vietnam Education Publishing House | | 0100108543 | Year 2026 | Publications, Manuscript organizing Services | 10.000.000.000 |
| 2 | Education Publishing House in Hanoi city | Company Members | 0100108543-016 | Year 2026 | Publications | 500.000.000 |
| 3 | Education Publishing House in Da Nang City | Company Members | 0100108543-004 | Year 2026 | Publications | 500.000.000 |
| 4 | Education Publishing House in Ho Chi Minh City | Company Members | 0100108543-006 | Year 2026 | Publications, Publishing management fees | 600.000.000.000 |
| 5 | Education Publishing House in Can Tho city | Company Members | 0100108543-017 | Year 2026 | Publications | 500.000.000 |
| 6 | Institute for Educational Books and Materials. | Company Members | 0100108543-020 | Year 2026 | Publications, Manuscript organizing Services | 5.000.000.000 |
| 7 | Educational Materials Joint Stock Company | Subsidiaries | 0303357513 | Year 2026 | Publications | 50.000.000.000 |
| 8 | Hanoi Educational Publishing Services Joint Stock Company | Affiliated companies | 0103488607 | Year 2026 | Publications | 5.000.000.000 |
| 9 | Da Nang Educational Publishing Services Joint Stock Company | Affiliated companies | 0400820102 | Year 2026 | Publications | 500.000.000 |
| 10 | Gia Dinh Educational Publishing Service Joint Stock Company | Affiliated companies | 0307496966 | Year 2026 | Publications | 30.000.000.000 |



| STT | Name of organization/individual | Relationship with the Vietnam Publishing House (SED's investment company) | Enterprise Registration Number | Expected trading time | Contents of transactions and contracts | Expected value (VND) |
|-----|--|---|--------------------------------|-----------------------|--|----------------------|
| 11 | Hanoi Education Investment and Development Joint Stock Company | Affiliated companies | 0102222393 | Year 2026 | Publications | 150.000.000.000 |
| 12 | Da Nang Education Investment and Development Joint Stock Company | Affiliated companies | 0400568767 | Year 2026 | Publications | 15.000.000.000 |
| 13 | Northern Educational Books and Equipment Joint Stock Company | Affiliated companies | 0104546308 | Year 2026 | Publications | 1.000.000.000 |
| 14 | Dien Bien School Books and Equipment Joint Stock Company | Other investments of more than 10% of capital | 5600101231 | Year 2026 | Publications | 500.000.000 |
| 15 | Central Educational Books and Equipment Joint Stock Company | Subsidiaries | 0401345925 | Year 2026 | Publications | 500.000.000 |
| 16 | Educational Books Joint Stock Company in Da Nang City | Affiliated companies | 0400463362 | Year 2026 | Publications | 500.000.000 |
| 17 | Southern Educational Books and Equipment Joint Stock Company | Subsidiaries | 0309902130 | Year 2026 | Publications | 150.000.000.000 |
| 18 | Cuu Long Educational Books and Equipment Joint Stock Company | Subsidiaries | 1801122682 | Year 2026 | Publications | 150.000.000.000 |
| 19 | Educational Technology School Investment and Development Joint Stock Company | Subsidiaries | 0104755693 | Year 2026 | Publications | 1.000.000.000 |
| 20 | Fine Arts and Communication Joint Stock Company | Affiliated companies | 0102365521 | Year 2026 | Publications | 10.000.000.000 |
| 21 | Educational Investment and Publishing Joint Stock Company | Affiliated companies | 0105389898 | Year 2026 | Publications | 10.000.000.000 |
| 22 | Educational Books Joint Stock Company in Hanoi | Affiliated companies | 0101493714 | Year 2026 | Publications | 1.000.000.000 |
| 23 | ECI Group Joint Stock Company | Affiliated companies | 0102137109 | Year 2026 | Publications | 500.000.000 |
| 24 | Ethnic Book Joint Stock Company | Affiliated companies | 0102112993 | Year 2026 | Publications | 500.000.000 |

| STT | Name of organization/individual | Relationship with the Vietnam Publishing House (SED's investment company) | Enterprise Registration Number | Expected trading time | Contents of transactions and contracts | Expected value (VND) |
|-----|--|--|--------------------------------|-----------------------|--|----------------------|
| 25 | Binh Dinh Books and Equipment Joint Stock Company | Affiliated companies | 4100259437 | Year 2026 | Publications | 500.000.000 |
| 26 | Binh Thuan Book and Equipment Joint Stock Company | Affiliated companies | 3400393632 | Year 2026 | Publications | 15.000.000.000 |
| 27 | KonTum School Books and Equipment Joint Stock Company | Other investments of more than 10% of capital | 6100201896 | Year 2026 | Publications | 500.000.000 |
| 28 | Ninh Thuan Book & Literature Joint Stock Company | Other investments less than 10% | 4500235670 | Year 2026 | Publications | 3.000.000.000 |
| 29 | Binh Dinh Books and Equipment Joint Stock Company | Affiliated company of Da Nang Education Investment and Development Joint Stock Company | 4100259437 | Year 2026 | Publications | 500.000.000 |
| 30 | Ho Chi Minh City School Books and Equipment Joint Stock Company | Subsidiaries | 0301325347 | Year 2026 | Publications | 250.000.000.000 |
| 31 | Binh Duong Educational Book and Equipment Joint Stock Company | Affiliated company of Southern Educational Books and Equipment Joint Stock Company | 3700622234 | Year 2026 | Publications | 10.000.000.000 |
| 32 | Ba Ria - Vung Tau School Books and Equipment Joint Stock Company | Affiliated company of Southern Educational Books and Equipment Joint Stock Company | 3500661123 | Year 2026 | Publications | 15.000.000.000 |



| STT | Name of organization/individual | Relationship with the Vietnam Publishing House (SED's investment company) | Enterprise Registration Number | Expected trading time | Contents of transactions and contracts | Expected value (VND) |
|-----|--|---|--------------------------------|-----------------------|--|----------------------|
| 33 | Can Tho School Books and Equipment Joint Stock Company | Affiliated companies | 1800561415 | Year 2026 | Publications | 15.000.000.000 |
| 34 | Ben Tre Books and Equipment Joint Stock Company | Affiliated companies | 1300377802 | Year 2026 | Publications | 50.000.000.000 |
| 35 | Vinh Long Book - Equipment Joint Stock Company | Other investments less than 10% | 1500408582 | Year 2026 | Publications | 40.000.000.000 |

DRAFT

RESOLUTION

THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated by the National Assembly on June 17, 2020 and amending and supplementing legislative documents;

- Pursuant to the Law on Securities No. 54/2019/QH14 promulgated by the National Assembly on November 26, 2019 and amending and supplementing legislative documents;*
- Pursuant to the Charter of organization and operation of Phuong Nam Education Investment and Development Joint Stock Company;*
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders No. dated 24/04/2026;*

RESOLVES

On April 24th, 2026, at the Company's Head Office: No. 231 Nguyen Van Cu, Cho Quan Ward, Ho Chi Minh City, the 2026 Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company was held with the participation ofshareholders and shareholder representatives, owning and representing ownership of shares, accounting for% of the total voting shares of the Company.

After listening to the contents of the Reports and Proposals, the General Meeting of Shareholders has discussed and voted unanimously to approve the resolution with the following contents:

Article 1: Approve the Board of Directors' report on performance results in 2025 and operational plan for 2026

The General Meeting of Shareholders has approved with the number of shares voting for approval is ...accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 2: Approve the Board of Management's report on the business performance results in 2025 and the business plan for 2026

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 3: Approve the Board of Supervisors's report on performance results in 2025 and operational plan for 2026

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 4: Approve the Proposal for approval of the 2025 Audited Financial Statements

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 5: Approve the Proposal for Distribution of realized profits in 2025

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 6: Approve the Proposal for 2026 Business Plan

The General Meeting of Shareholders has voted with the number of shares for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 7: Approve the Proposal for Remuneration of the Board of Directors and the Supervisory Board in 2025 and the plan for 2026

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 8: Approve the Proposal for approval of the selection of Audit Firm for the 2026 Financial Statements

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

Article 9: Approve the Proposal for approval of the contracts and transactions between the Company and Vietnam Educational Publishing House or its dependent accounting units authorized by Vietnam Educational Publishing House or related companies in the system of parent companies - subsidiaries in the system of Vietnam Educational Publishing House

The General Meeting of Shareholders has approved with the number of shares voting for approval is ... accounting for ...% of the shares with voting rights to attend the General Meeting of Shareholders.

The resolution was approved in full by the 2026 Annual General Meeting of Shareholders of Phuong Nam Education Investment and Development Joint Stock Company at the meeting. The Board of Directors, the Board of management and related individuals shall be responsible for implementing this Resolution.

This Resolution takes effect from the date of signing.

Recipients:

- *Board of Directors;*
- *Board of Management;*
- *Company Secretary;*
- *SED Shareholders.*

**ON BEHALF OF
GENERAL MEETING OF SHAREHOLDERS
CHAIR**

NGUYEN THI HONG HANH



THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS



BALLOT
DELEGATE CODE: SED.000...

SAMP

Full name of delegate: ...

Number of voting shares owned: ... voting shares

Number of voting shares authorized: ... voting shares

Total number of representative voting shares: ... voting shares

(Delegates mark the box for chosen opinion for each Voting Content)

| CONTENTS | Approval | Disapproval | Abstention |
|--|----------|-------------|------------|
| Content 01: Approve the Board of Directors' report on performance results in 2025 and operational plan for 2026 | | | |
| Content 02: Approve the Board of Management's report on the business performance results in 2025 and the business plan for 2026 | | | |
| Contents 03: Approve the Board of Supervisors's report on performance results in 2025 and operational plan for 2026 | | | |
| Content 04: Approve the Proposal for approval of the 2025 Audited Financial Statements | | | |
| Content 05: Approve the Proposal for Distribution of realized profits in 2025 | | | |
| Content 06: Approve the Proposal for 2026 Business Plan | | | |
| Content 07: Approve the Proposal for Remuneration of the Board of Directors and the Supervisory Board in 2025 and the plan for 2026 | | | |
| Content 08: Approve the Proposal for approval of the selection of Audit Firm for the 2026 Financial Statements | | | |





**GIÁO DỤC
PHƯƠNG NAM**

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| CONTENTS | Approval | Disapproval | Abstention |
|--|----------|-------------|------------|
| Content 09: Approve the Proposal for approval of the contracts and transactions between the Company and Vietnam Educational Publishing House or its dependent accounting units authorized by Vietnam Educational Publishing House or related companies in the system of parent companies - subsidiaries in the system of Vietnam Educational Publishing House | | | |

Instructions:

Shareholders mark (X) in 1 of 3 boxes:
Approval/Disapproval/ Abstention on each
voting content.

April,, 2026

DELEGATE

(Sign and Specify full name)

