

**HSV VIET NAM GROUP  
JOINT STOCK COMPANY**

No. 01/2026/NO-DHDCD



**SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom – Happiness

Hanoi, May 5, 2026

**DRAFT**

**RESOLUTION**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025  
HSV VIET NAM GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, passed by the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter of HSV Viet Nam Group Joint Stock Company;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026 of HSV Viet Nam Group Joint Stock Company dated May, 2025.

**IT IS HEREBY RESOLVED:**

**Article 1:** To approve the 2025 Business Operations Summary Report and the 2026 Business Plan. (Attached: Report No. 01/2026/BC-BOD-HSV).

**Article 2:** To approve the Report of the Board of Directors on the implementation of tasks in 2025 and objectives, tasks, and recommendations for 2026. (Attached: Report No. 02/2026/BC-BOD-HSV).

**Article 3:** To approve the Report of the Independent Board Member in the Audit Committee. (Attached: Report No. 03/2026/BC-AC-HSV).

**Article 4:** To approve the Proposal for the Audited Financial Statements for the year 2025. (Attached: Proposal No. 04/2026/PR-BOD-HSV).

**Article 5:** To approve the Proposal on the selection of the auditing firm for 2026. (Attached: Proposal No. 05/2026/PR-BOD-HSV).

**Article 6:** To approve the Proposal on remuneration for the Board of Directors in 2025 and the plan for 2026, the profit distribution plan for 2025, and the projected plan for 2026. (Attached: Proposal No. 06/2026/PR-BOD-HSV).

**Article 7:** To approve the Proposal on the results of capital increase and capital utilization in 2025. (Attached: Proposal No. 07/2026/PR-BOD-HSV).

**Article 8.** Approval of the Proposal on amendments to the Company's Charter (as per Proposal No. 08/2026/TTr-HDQT-HSV);

**Article 9:** Approval of the Proposal on amendments to certain business line codes (Attached: Proposal No. 09/2026/PR-BOD-HSV).

**Article 10.** Implementation provisions



This Resolution was approved by the 2026 Annual General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company and shall take effect from the date of signing.

Members of the Board of Directors, the Audit Committee, and the Executive Board are responsible for implementing this Resolution and organizing its execution in accordance with their respective functions, in compliance with applicable laws and the Company's Charter.

**Recipients:**

- As stated in Article 10;
- All Shareholders;
- Information Disclosure as per regulations;
- Save office.

**O/B OF THE GENERAL MEETING OF SHAREHOLDERS  
CHAIRWOMAN OF THE BOARD OF DIRECTORS**

**NGUYEN THI QUYEN**





DRAFT

MEETING MINUTES  
ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

Organisation Name : HSV Vietnam Group Joint Stock Company  
Head Office : No. 68 Luu Huu Phuoc, Tu Liem Ward, Hanoi.  
Business Registration : Number 0106358846 issued by the Hanoi Department of Planning and  
Certificate Investment for the 19th amendment to the Enterprise Registration  
Certificate on March 18, 2026

Today, May 25, 2026, at 08:30 at No. 68 Luu Huu Phuoc, Cau Dien Ward, Nam Tu Liem District, Hanoi, the 2025 Annual General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company was held with the following contents:

**I. PART 1: OPENING OF THE GENERAL MEETING OF SHAREHOLDERS**

**PART I: OPENING OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**1. Attendees of the General Meeting:**

***Shareholders and authorized representatives of shareholders***

The General Meeting heard Ms. .... – Head of the Shareholder Eligibility Verification Committee – announcing the results of the verification of shareholder eligibility for attendance as follows:

The total number of shareholders and authorized representatives entitled to attend the 2026 Annual General Meeting of Shareholders is ... shareholders, representing and holding a total of 30,749,994 shares, equivalent to 100% of the total voting shares.

The actual number of shareholders and authorized representatives attending the 2026 Annual General Meeting is ... shareholders, representing ... shares, equivalent to ...% of the total voting shares of HSV Vietnam Group Joint Stock Company.

In accordance with the provisions of the Law on Enterprises and the Company's Charter, the 2026 Annual General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company has met the required conditions to be conducted. Shareholders and authorized representatives attending the meeting are entitled to vote according to the number of shares they own or represent.

**2. Absent shareholders**

The General Meeting proceeded with the following procedures:

- Announcement of the reasons for convening the General Meeting;
- Introduction of shareholders and invited guests attending the meeting;
- Introduction of Ms. .... as the Chairperson presiding over and conducting the meeting;

- The Chairperson introduced the Presidium and the Secretariat, and proposed the Vote Counting Committee for the General Meeting's consideration and selection.

### **3. Opening of the Congress**

The congress conducts the procedures

- Declare the reason for organizing the Congress, introduce the participants.
- Introducing Ms. Nguyen Thi Quyen – Chairwoman of the Board of Directors as the Chair of the meeting.
- The Chairman of the Congress introduced the Presiding Delegation, the Secretariat and proposed the Vote Counting Committee for the Congress to choose.

### **4. Presiding Delegation**

The Congress approved the Presiding Delegation consisting of 3 people:

Ms: Nguyen Thi Quyen - Chairperson of the congress;

Mr. Nguyen Van Quan - Member of the presiding delegation;

Mrs: Tran Thi Hong Khang - Member of the presiding delegation.

The Congress unanimously approved 100% of the members of the Presidium at the Congress.

### **5. Secretariat of the Congress**

The Congress approved the Secretariat, including:

Ms: Nguyen Thi Ha Hung - Head of the Department;

The Congress unanimously approved 100% of the members of the Secretariat at the Congress.

### **3.3. Vote Counting Board**

The congress approved the vote counting committee consisting of 2 people:

Mrs: Nguyen Thị Thu Hang - Head of the Department;

Ms: Vu Thi Huong - Member.

The Congress unanimously approved 100% of the members of the Vote Counting Committee at the Congress.

### **6. Agenda of the General Meeting, Working Regulations, Principles and Rules of Voting and Speech, Regulation on Nomination and Candidacy of Members of the Board of Directors**

The Congress listened to Ms. Nguyen Thi Quyen – Chairperson of the Congress read the Congress Program; Working Regulations of the Congress; Principles and rules for voting, speaking, Regulation on nomination and candidacy for members of the Board of Directors

The Congress voted in the form of raising hands to approve the content of the Congress Program; Working Regulations of the Congress; Principles and rules for voting and speaking; The rules for nomination and candidacy of members of the Board of Directors applied at the General Meeting reached the rate of 100% of shareholders attending the meeting and voting for approval.

## **II. PART 2: CONTENTS PRESENTED AT THE CONGRESS**

- Ms. Nguyen Thi Quyen - Chairwoman of the Board of Directors - Chairperson of the meeting presented to the meeting the following issues:

1. **Article 1:** Approval of the Report on the Summary of Business Performance in 2025 and the business plan and tasks for 2026;
2. **Article 2:** Approval of the Report of the Board of Directors on the performance of duties in 2025, and objectives, tasks, and recommendations for 2026;
3. **Article 3:** Approval of the Report of the Independent Board Member in the Audit Committee;





- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 2: Approving the Report on the operation of the Board of Directors on the implementation of tasks in 2025 and objectives, tasks and recommendations in 2026 (Attached to Report No. 02/2026/BC-HĐQT-HSV).**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 3: Approving the Report of the Independent Member of the Board of Directors in the Audit Committee (Attached to Report No. 03/2026/BC-UBKT-HSV).**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 4: Approving the Report on approval of the audited financial statements for 2025 (Attached to the Report No. 04/2026/TTr- HDQT-HSV).**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.



- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 5: Report approving the selection of audit unit in 2026 (Attached to Report No. 05/2026/TTr- HDQT-HSV).**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 6: Approving the Report on remuneration payment of the Board of Directors in 2025 and the payment plan for 2026, the profit distribution plan in 2025 and expected in 2026 (Attached to the Report No. 06/2026/TTr- HDQT-HSV).**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.



**Issue 7: Approval of the Report on the Results of Capital Increase and the Use of Capital of the Company in 2025 (Proposal No. 07/2026/TTr-HĐQT-HSV)**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ...% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 8: Approval of the Proposal on amendments to the Company's Charter (Proposal No. 08/2026/TTr-HĐQT-HSV)**

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ...% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

**Issue 9: Approval of the Proposal on changes to certain business line codes (Proposal No. 09/2024/TTr-HĐQT-HSV)**

Total number of votes: 8,046,465 votes representing 8,046,465 shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.

- Total number of votes: ..... votes representing ..... shares, equivalent to 100% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.
- The number of valid votes is ...../ ..... votes, corresponding to .....% the total votes of all shareholders/authorized representatives attending and voting at the general meeting.
- The number of invalid votes .... / ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting.



- The number of votes in favor of ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes against ...../ ..... votes corresponds to .....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting;
- The number of votes without opinion ..... / ..... votes corresponds to ....% of the total votes of all shareholders/authorized representatives attending and voting at the meeting

## **PART V: ISSUES APPROVED AT THE GENERAL MEETING**

### **Issue 1: Approving the Report on the Summary of Production and Business Activities in 2025 and Orientations and Tasks in 2026(Attached to Report No. 01/2026/BC – BGD – HSV).**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

### **Issue 2: Approving the Report on the operation of the Board of Directors on the implementation of tasks in 2025 and objectives, tasks and recommendations in 2026 (Attached to Report No. 02/2026/BC-HĐQT-HSV).**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

### **Issue 3: Approving the Report of the Independent Member of the Board of Directors in the Audit Committee (Attached to Report No. 03/2026/BC-UBKT-HSV).**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

### **Issue 4: Approving the Report on approval of the audited financial statements for 2025 (Attached to the Report No. 04/2026/TTr- HDQT-HSV).**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

### **Issue 5: Report approving the selection of audit unit in 2026 (Attached to Report No. 05/2026/TTr- HDQT-HSV).**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

### **Issue 6: Approving the Report on remuneration payment of the Board of Directors in 2025 and the payment plan for 2026, the profit distribution plan in 2025 and expected in 2026 (Attached to the Report No. 06/2026/TTr- HDQT-HSV).**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

### **Issue 7: Approval of the Report on the Results of Capital Increase and the Use of Capital of the Company in 2025 (Proposal No. 07/2026/TTr-HĐQT-HSV)**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

**Issue 8: Approval of the Proposal on amendments to the Company's Charter (Proposal No. 08/2026/TTr-HĐQT-HSV)**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

**Issue 9: Approval of the Proposal on changes to certain business line codes (Proposal No. 09/2024/TTr-HĐQT-HSV)**

The General Meeting approved with ...../..... votes, representing .....% of the total votes of all shareholders/authorized representatives attending and voting at the General Meeting.

**PART VI: CLOSING PROCEDURES OF THE GENERAL MEETING**

- Ms. Nguyen Thi Thu Hang – Head of the Secretariat – presented the draft Minutes and draft Resolution of the General Meeting;
- The General Meeting voted to approve the full text of the Minutes and Resolution of the 2026 Annual General Meeting of Shareholders;
- The Chairperson of the Meeting – Ms. Nguyen Thi Quyen – declared the General Meeting closed.

This Minutes was prepared at 11:30 AM on May 25, 2026, at the 2026 Annual General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company.

**ON BEHALF OF THE SECRETARIAT  
HEAD OF THE SECRETARIAT**

**CHAIRPERSON OF THE GENERAL MEETING  
CHAIRWOMAN OF THE BOARD OF DIRECTORS**

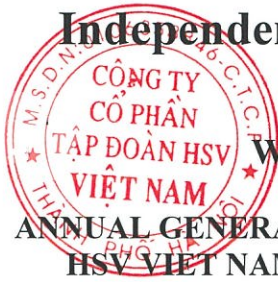
**NGUYEN THI HA HUNG**

**NGUYEN THI QUYEN**





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



**WORKING REGULATIONS**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**  
**HSV VIET NAM GROUP JOINT STOCK COMPANY**

Organized on [date] [month], 2026

Pursuant to the Company's Notice dated [date], 2026 regarding the organization of the Annual General Meeting of Shareholders (AGM), and to ensure that the AGM proceeds effectively, in accordance with the agenda and the Charter of HSV Viet Nam Group Joint Stock Company, the Company hereby issues the following working regulations for the AGM:

**Objectives:**

- To ensure transparency, fairness, and democracy;
- To facilitate the organization and conduct of the AGM.

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1. Scope of application:**

1.1. These regulations apply to the organization of the 2026 Annual General Meeting of Shareholders (AGM) of HSV Viet Nam Group Joint Stock Company (hereinafter referred to as "the Company").

1.2. These regulations specifically govern the rights and obligations of the participants, and the conditions and procedures for convening the AGM.

**Article 2. Applicable subjects:**

All shareholders and participants must comply with these regulations.

**CHAPTER II**

**RIGHTS AND OBLIGATIONS OF PARTICIPANTS**

**Article 3. Participants of the 2026 AGM:**

Shareholders listed as of May 28, 2026.

**Article 4. Rights and obligations of shareholders:**

**4.1. Rights of shareholders:**

- All shareholders have the right to attend and vote on matters within the authority of the AGM.
- Shareholders unable to attend may authorize another person to participate and vote on their behalf. The authorization must be made in writing using the template attached to the invitation.

*The working regulations of the General Assembly of Shareholders of HSV Vietnam Group Joint Stock Company*



- In addition to documents provided at the AGM, each attending shareholder will receive one voting ballot, indicating the number of voting shares held or represented by them. This ballot is used when the Chair requests voting.
- Late attendees are still allowed to register and participate. However, the Chair is not obligated to pause the meeting, and previous votes remain valid.

#### **4.2. Obligations of shareholders:**

- Attend the AGM in proper, respectful attire.
- Fully participate or delegate attendance via proper authorization.
- Complete registration procedures with the Organizing Committee before attending.
- Comply with the Company's Charter and these regulations.
- Respect and follow the AGM's working regulations.

#### **Article 5. Rights and obligations of the Chair of the Meeting:**

5.1. The Chair of the AGM is the Chairperson of the Board of Directors or a delegated Board member.

5.2. The Chair has the following rights and responsibilities: a) To conduct the AGM orderly and in accordance with the agenda.

b) In case of unexpected matters, consult with the Organizing Committee (before the AGM) or the Presidium (during the AGM) for resolution. The Chair's opinion is final in the event of disagreements.

c) To implement necessary measures to keep the meeting orderly and effective.

d) To postpone the meeting (maximum 3 days) without consulting shareholders if:

- The venue is insufficient to accommodate attendees.
- Disorderly conduct occurs.
- Postponement is needed for lawful conduct of the meeting.

#### **Article 6. Secretary's Rights and Responsibilities:**

6.1. The Secretary is appointed by the Chair and is responsible for recording minutes.

6.2. Ensure accuracy and completeness of the meeting minutes.

6.3. Perform other tasks as assigned by the Chair.

#### **Article 7. Rights and obligations of the Shareholder Verification Committee and the Vote Counting Committee:**

7.1. **Shareholder Verification Committee** is established by the Organizing Committee and is responsible for:

- Preparing the list of attendees.
- Collecting invitations and proxies.
- Verifying participant eligibility.
- Presenting a report on shareholder verification.
- Distributing meeting materials and voting ballots.

7.2. **Vote Counting Committee** is nominated by the Chair and approved by the AGM. It consists of 3 members elected from among the attendees. Members must not be the Secretary. Responsibilities:

- Guide the voting process.
- Oversee, count, and record votes.
- Announce voting results and submit the minutes to the Chair.
- Be accountable for vote count integrity.



## **CHAPTER III**

### **AGM PROCEDURES**

#### **Article 8. Conditions for convening the AGM:**

The meeting is valid if shareholders attending represent at least 51% of the total voting shares.

#### **Article 9. AGM Procedure:**

- 9.1. The AGM is scheduled to last half a day.
- 9.2. The meeting proceeds according to the pre-approved agenda.
- 9.3. The agenda will be presented in sequence.

#### **Article 10. Resolutions and Decisions:**

- 10.1. Resolutions are valid with approval from shareholders representing at least 51% of total voting shares present.
- 10.2. Amendments to the Charter require approval from at least 65% of total voting shares present.

#### **Article 11. Handling an Invalid AGM:**

- 11.1. If, after 30 minutes of the scheduled time, there is no quorum per Article 8, the meeting is rescheduled within 30 days.
- 11.2. The second meeting requires 33% quorum. If still not met, a third meeting is convened within 20 days.
- 11.3. At the third meeting, any number of attendees constitutes a valid quorum.

#### **Article 12. Meeting Minutes:**

All AGM content must be recorded in the official minutes by the Secretary, read and approved before adjournment, and archived by the Company.

## **CHAPTER IV**

### **OTHER PROVISIONS**

#### **Article 13. Additional rules:**

- 13.1. Shareholders must seek Chair's approval before speaking. Remarks must be concise and relevant.
- 13.2. Shareholders causing disruption may be expelled from the meeting by the Presidium.

## **CHAPTER V**

### **IMPLEMENTATION PROVISIONS**

#### **Article 14. Effectiveness:**

These Regulations include 5 chapters and 14 articles, and are applied for the 2026 AGM of HSV Viet Nam Group Joint Stock Company, held on May 12, 2026. They take effect upon approval by the General Meeting of Shareholders.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**PRESIDENT**



**NGUYEN THI QUYEN**





**VOTING PRINCIPLES AND REGULATIONS**  
**AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

HSV VIETNAM GROUP JOINT STOCK COMPANY

To be held on ... .., 2026

## I. Voting Principles

- In accordance with the Company's Charter, relevant laws, and regulations.
- Shareholders or authorized representatives of shareholders vote by completing the official voting ballots provided by the Vote Counting Committee. For certain matters

### DỰ THẢO

Approval of the Meeting Agenda, Rules of Procedures, and these Voting

may be conducted by a show of hands.

- Each shareholder has voting rights equal to the number of shares they own or represent by proxy.
- Only valid voting ballots are counted.
- Voting results are calculated based on the percentage of total valid voting shares in comparison to the total number of voting shares of shareholders present or represented at the Meeting.

## II. Voting Procedures

### 1. General Regulations

- Voting on reports and resolutions of the General Meeting is conducted publicly and directly under the guidance of the Meeting Chair, using only the voting ballots issued by the Meeting Organizing Committee.
- Each shareholder or authorized representative attending the Meeting will be issued one official Voting Ballot. Ballots are collected by members of the Vote Counting Committee and counted immediately after collection.
- Information printed on the Voting Ballot includes:
  - Full name of the shareholder or authorized representative;
  - Number of voting shares owned or represented;
  - Voting items;
  - Company stamp of HSV Vietnam Group JSC.

### 2. Classification of Voting Ballots

- **Valid Ballot:** Pre-printed using the official form provided by the Organizing Committee, stamped with the Company's seal, intact, untampered, and clearly marked in accordance with the voting instructions.
- **Invalid Ballot:** Any ballot that does not meet the above criteria.

### 3. Voting Method

- To vote **in favor**, mark (X) in column (1) and cross out columns (2) and (3).
- To vote **against**, mark (X) in column (2) and cross out columns (1) and (3).
- To **abstain**, mark (X) in column (3) and cross out columns (1) and (2).
- Each shareholder uses only one Voting Ballot, which lists all the items to be voted on at the Meeting.

#### **4. Vote Counting and Announcement**

- The Head of the Vote Counting Committee is responsible for announcing the voting results for each item at the Meeting.
- Voting results must be recorded in the Minutes of the General Meeting of Shareholders.

### **III. Approval of Voting Results**

- A resolution is approved when at least **65%** of the total voting shares of shareholders present or represented at the Meeting vote in favor.
- Procedural matters related to the organization and conduct of the Meeting shall be decided by the Chairperson, and all shareholders present must comply.

### **IV. Effectiveness**

These Voting Principles and Regulations take effect upon approval by the General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company.

#### **ORGANIZING COMMITTEE OF THE GENERAL MEETING OF SHAREHOLDERS**





No. 01/2026/BC-BGD-HSV

Hanoi, May 2026

DRAFT

**REPORT**  
**SUMMARY OF PRODUCTION AND BUSINESS OPERATIONS IN 2025**  
**AND ORIENTATIONS AND TASKS FOR 2026**

**PART I**

**RESULTS OF IMPLEMENTATION OF PRODUCTION AND BUSINESS TASKS IN 2025**

**I. Report of the Executive Board on business operations in 2025**

In 2025, the Company's Executive Board made significant efforts to implement and carry out production and business activities in line with the Company's established policies, under the close direction of the Board of Directors and in accordance with the orientation set out in the Resolution of the 2025 General Meeting of Shareholders.

**1. Personnel, remuneration, and operating expenses of the Executive Board**

In 2025, there were no changes in the personnel of the Executive Board. The composition of the Executive Board during the year was as follows:

No.	Full name	Position
1	Mr Nguyen Van Quan	Chief Executive Officer
2	Ms Nguyen Thi Quyen	Deputy Chief Executive Officer

The total income of the Executive Board in 2025 was **VND 602,741,613**. All operating expenses, transactions, business travel expenses, etc. of the Executive Board during the year were carried out in accordance with the Company's policies and regulations.

**2. Results of production and business operations in 2025**

In implementing the Company's 2025 production and business plan, the Executive Board hereby reports to the Shareholders the Company's business results as follows:

*Unit of measurement: VND*

No.	Item	Plan for 2025	Actual for 2025	Implementation Rate vs Plan (%)
1	Total revenue	1.300.000.000.000	1.616.078.015.150	124.31%
2	Charter capital	307.499.940.000	307.499.940.000	100.00%
3	Profit after tax	10.016.000.000	4.417.042.040	44.10%
4	Dividend	-	-	-

*(Source: Audited Financial Statements for 2025)*

## **II. Assessment of Business Segments**

### **1. Main production and business activities**

By the end of the 2025 financial year, total revenue reached VND 316,078 billion, exceeding the Company's plan by 24.31%, demonstrating strong business growth, improved market expansion capability, and increased sales volume. This is a positive signal regarding scale and sales capacity.

Charter capital achieved 100% of the planned target, indicating that the Company successfully completed its private placement plan on schedule, maintained capital expansion as planned, and ensured sufficient financial capacity to support business operations.

Profit after tax reached only 44.10% of the plan, significantly below the target and not commensurate with the revenue growth. This indicates that business efficiency remains limited, mainly due to: increased cost of goods sold, declining profit margins, rising operating expenses (selling, administrative, financial), and partly due to unfavorable fluctuations in input and output markets.

In 2025, the Company recorded strong revenue growth and fulfilled its capital plan; however, profitability did not meet expectations. This reflects that while operations expanded in scale, efficiency has not been optimized, requiring greater focus on cost control and margin improvement in the coming period.

### **2. Finance and accounting activities**

- Strict compliance with financial statement preparation in accordance with accounting standards and timely information disclosure in line with regulations to ensure transparency for shareholders;
- Implementation of effective capital management measures to optimize the use of funds in business operations;
- Restructuring personnel to proactively manage finance, accounting, and capital-related tasks.

### **3. Information disclosure and stock market-related activities**

- Timely disclosure of periodic and extraordinary information in accordance with legal regulations to ensure transparency for shareholders;
- Full compliance with regulations applicable to large-scale public companies registered for trading on the stock market;
- All disclosed information is fully published on the Company's official website:

<https://hsvvietnam.com/>.



- Based on the actual business and production situation, ongoing projects, and expected contracts to be signed in 2026, HSV has developed the 2026 business plan targets and respectfully submits them to the General Meeting of Shareholders as follows:

## I. KEY TASKS FOR 2026

### 1. Key financial and economic targets:

Unit of measurement: VND

No.	Item	Actual for 2025	Plan for 2026
1	Total revenue	1.616.078.015.150	200.000.000.000.000
2	Charter capital	307.499.940.000	307.499.940.000
3	Profit after tax	4.417.042.040	13.000.000.000
4	Dividend	0%	0%

## 2. Key Tasks

### 2.1. Business and investment activities:

- Continue expanding capital scale and assets, and deepen investment in core trading sectors such as wholesale of scrap, metal and non-metal waste, and steel billets;
- Leverage existing supply sources to gradually expand into manufacturing activities;
- Focus on products with high profit margins and fast capital turnover;
- Train and develop staff to enhance capacity, particularly in traditional business sectors and new business areas;
- Expand domestic sales markets, especially direct sales to manufacturing plants.

### 2.2. Development objectives:

- Build a sustainably developing company with efficient business operations, modern management and technology, strong market competitiveness, ensuring employee welfare, and fulfilling obligations to the State fully and on time.

### 2.3. Key targets:

- Invest in digital transformation for corporate governance;
- Continue investing in core business sectors such as scrap steel trading, Robusta coffee, and other agricultural products, while expanding the trading of plastic resins;
- Invest capital in inland waterway transportation businesses;
- Seek high-quality supply sources and expand the customer base;

- *Monitor domestic and international economic fluctuations, especially in prices and interest rates, to adjust borrowing strategies and manage risks related to cash flow and exchange rates effectively;*
- *HSV plans to develop its 2026 business plan targeting a minimum revenue growth rate of 25% and a projected profit increase of three times compared to 2025.*

### **3. Solutions for implementing the 2026 business plan**

- *To achieve the above economic targets, the Company will continue to maintain and develop its traditional business sectors while gradually expanding into manufacturing, thereby stabilizing revenue and income. At the same time, the Company will actively expand its customer base and explore new markets to ensure sustainable development. Specific solutions are as follows:*

## **II. Business Activities**

Based on the Company's 2025 business and production plan, in order to achieve the highest completion rate, the Company will implement the following solutions:

- *Continue maintaining core business sectors, particularly scrap steel and steel trading;*
- *Enter new business areas to both align with market trends and support existing operations, including plastic trading and investment in inland waterway transportation;*
- *In addition to its core scrap steel business, HSV will continue developing agricultural products, virgin plastic resins, and waterway transport services;*
- *Mobilize capital from banks, organizations, and individuals at appropriate interest rates to support business operations, ensuring efficient use of funds;*
- *Actively recover outstanding receivables to accelerate capital turnover;*
- *Select high-quality supply sources with reasonable pricing;*
- *Develop appropriate inventory planning to ensure sufficient supply while avoiding capital stagnation;*
- *Invest in equipment and machinery to improve production and business output;*
- *Establish effective management, utilization, and optimization of all available resources;*
- *Develop and implement internal policies and regulations effectively;*
- *Assign tasks in alignment with employees' qualifications and expertise, promoting specialization and maximizing initiative and creativity across departments and individuals.*

## **III. Investment Activities**



- *Make short-term or long-term investment decisions depending on market trends and developments, ensuring high efficiency and minimized risks;*
- *Focus investments on key areas, apply appropriate financial and operational measures to accelerate capital turnover, and regularly review investments to determine optimal restructuring strategies.*

Respectfully submitted to the General Meeting of Shareholders for approval.

**Recipients:**

- *General Meeting of Shareholders;*
- *Board of Directors / Executive Board;*
- *Filed at the Office.*

**CHIEF EXECUTIVE OFFICER**



**NGUYEN VAN QUAN**



**BOARD REPORT  
ON THE IMPLEMENTATION OF TASKS IN 2025  
AND OBJECTIVES, TASKS AND RECOMMENDATIONS IN 2026**

On behalf of the Board of Directors of HSV Vietnam Group Joint Stock Company, I would like to report to the 2025 Annual General Meeting of Shareholders on the implementation of the tasks of the Board of Directors in 2025.

**I. RESULTS OF PERFORMANCE OF TASKS IN THE FIELDS OF WORK**

**1. Assessment of production and business results in 2025:**

Based on the 2025 production and business plan approved by the 2025 Annual General Meeting of Shareholders, the Board of Directors has assigned the plan to the Board of Directors and specialized departments, and at the same time directed the implementation of the plan, the results are as follows:

*Unit of Calculation: Copper*

TT	Quota	Plan 2025	Implementation 2025	Implementation rate compared to plan (%)
1	Total Revenue	1.300.000.000.000	1.616.078.015.150	124.31%
2	Charter capital	307.499.940.000	307.499.940.000	100.00%
3	Profit after tax	10.016.000.000	4.417.042.040	44.10%
4	Dividends	-	-	-

*(Source: Audited financial statements in 2025)*

**II. BOARD OF DIRECTORS ACTIVITIES IN 2025**

The Board of Directors operates in accordance with the spirit of the Charter, the Law on Enterprises, the Law on Securities and relevant legal documents. The meetings of the Board of Directors are maintained regularly and in accordance with the Charter. The Board of Directors has closely followed the orientation of the Resolution of the General Meeting of Shareholders and the actual situation of the Company and directed, managed and supervised the Company's activities in accordance with the agreed Resolution.

**1. Human Resources:**

The Company's Board of Directors in 2025 operates stably with 04 members below:

STT	Full name	Duty
1	Nguyen Thi Quyen	Chairman of the Board of Directors
2	Nguyen Thi Huong	Independent Member of the Board of Directors, Head of the Audit Committee
3	Nguyen Van Quan	Member of the Board of Directors
4	Tran Ba Dung	Member of the Board of Directors

**2. Management and supervision of the Board of Directors in 2025:**

In 2025, the Board of Directors has conducted meetings, issued Minutes and Resolutions as a basis for the Board of Directors to implement production and business activities, specifically as follows:



No.	Number of Resolutions/Decisions	Day	Content
1	No. 01/2025/NQ - HĐQT- HSV	06/03/2025	Resolution of the Board of Directors on the organization of the Annual General Meeting of Shareholders in 2025
2	No. 02/2025/NQ - HĐQT- HSV	26/03/2025	Resolution of the Board of Directors on changing the record date for determining the list of shareholders to attend the 2025 Annual General Meeting of Shareholders
3	No.03/2025/NQ - HĐQT – HSV	27/03/2025	Resolution of the Board of Directors on the organization of the Annual General Meeting of Shareholders in 2025
4	No. 04/2025/NQ - HĐQT – HSV	15/04/2025	Resolution of the Board of Directors on the approval of capital investment in an associate company
5	No. 05/2025/ NQ - HĐQT – HSV	13/05/2025	Resolution of the Board of Directors on the dismissal and election of the Chairperson and members of the Audit Committee
6	No.06/2025/NQ-HĐQT – HSV	23/05/2025	Resolution of the Board of Directors on the selection of the audit firm for the 2025 semi-annual and annual financial statements
7	No. 07/2025/NQ-HĐQT – HSV	30/05/2025	Resolution of the Board of Directors on the investment in the acquisition of investment property
8	No. 08/2025/NQ-HĐQT – HSV	19/06/2025	Resolution of the Board of Directors on the approval of asset mortgage at Vietnam Joint Stock Commercial Bank for Industry and Trade – Thang Long Branch
9	No.09/2025/NQ-HĐQT – HSV	20/8/2025	Resolution of the Board of Directors approving the implementation of the private placement plan to increase charter capital in 2025
10	No. 10/2025/NQ-HĐQT – HSV	21/08/2025	Resolution of the Board of Directors approving the dossier for registration of private placement of shares
11	No. 11/2025/NQ-HĐQT – HSV	24/10/2025	Resolution of the Board of Directors approving the acquisition of investment property
12	No.12/2025/NQ-HĐQT – HSV	04/11/2025	Resolution of the Board of Directors approving the implementation of amendments to the private placement plan for increasing charter capital in 2025, and approving the dossier for the private placement of shares
13	No. 13/2025/NQ-HĐQT – HSV	17/11/2025	Resolution of the Board of Directors approving the mortgage of assets at Vietnam Joint Stock Commercial Bank for Industry and Trade – Thang Long Branch
14	No. 14/2025/NQ-HĐQT – HSV	17/11/2025	Resolution of the Board of Directors approving the implementation and detailed amendments to the private placement plan, and approving the dossier for registration of the private placement of shares

11/01/2025



15	No. 15/2025/NQ-HĐQT – HSV	18/12/2025	Resolution of the Board of Directors approving changes to the company seal content in accordance with the new administrative boundaries
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### 3. Supervision of activities of the Board of Directors and managers:

With its roles, responsibilities and powers, the Board of Directors of the Company has supervised, directed and administered the Company in accordance with the law, the Charter of the Company and the resolution of the General Meeting of Shareholders, specifically as follows:

- The Board of Directors always closely monitors the activities of the Board of Directors and managers in the Company and promptly resolves arising issues under the jurisdiction of the Board of Directors. To create favorable conditions for the operation of the Board of Directors and managers in the Company.
- Request the General Director and managers to strengthen the direction and regular reporting to the Board of Directors on monthly and quarterly production and business results in order to improve the efficiency of production and business activities.
- Supervise the direction and administration of production and business activities according to the Resolution of the General Meeting of Shareholders.
- All production and business activities are inspected and supervised by the Company's Supervisory Board and professional departments in order to limit risks in the best way.
- Direct the strict implementation of reporting and information disclosure regimes as prescribed.

In 2025, the Board of Directors of the Company is well aware of the advantages and difficulties of the Company, so it has been flexible in operating production and business activities, and has taken drastic solutions to improve production and business management and efficiency. On the basis of the provisions of the Company's Charter and the Regulation on Operation of the Board of Directors, the coordination between the Board of Directors and the Board of Directors is very close and effective in orienting the development as well as solving difficulties and obstacles in the process of the Company's operation.

### 4. General assessment of the operation of the Board of Directors:

- The Board of Directors has directed to amend and supplement the Management Regulations in accordance with the provisions of law and the Company's reality.
- The Board of Directors has cooperated closely, promptly and regularly with the Board of Directors and the Supervisory Board in directing the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors for the Company.
- All decision-making issues of the Board of Directors are discussed and notified fully, promptly and in accordance with regulations to the Supervisory Board and the Board of General Directors.
- The proposals of the Board of Directors to the Board of Directors are studied, discussed and promptly directed.
- The Company fully and promptly complies with the Resolutions of the General Meeting of Shareholders, the Board of Directors and the State's regulations.

### 5. Report on remuneration of the Board of Directors.

- The total remuneration of the Board of Directors of the Company in 2025 is 156,000,000 VND/year.
- Operating costs, transactions, business trip expenses... of the Board of Directors in the year in accordance with the Company's regulations and regulations.

6. Reporting on transactions between companies, subsidiaries or companies under the control of more than 50% of the charter capital with members of the Board of Directors and related persons of such members; transactions between the Company and the Company in which the member of the Board of Directors is a founding member or manager of the enterprise during the The last 03 years before the time of transaction:

- Without

### 7. Activities of independent members of the Board of Directors and the Audit Committee:

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Details of the activities of the independent members of the Board of Directors and the Audit Committee are presented in the Report of the independent members of the Board of Directors in the Audit Committee. Respectfully submit to the General Meeting of Shareholders for specific information in this report.

### III. OBJECTIVES AND TASKS IN 2026

Building on achieved accomplishments and addressing the remaining challenges in 2025, the Board of Directors is committed to striving to develop the Company in a stable and sustainable manner through the following key measures:

- Regularly inspect and supervise the implementation of signed contracts and use capital effectively, ensuring the completion of the 2026 plan tasks.
- Maintain regular exchanges between the Chairman of the Board of Directors and members of the Board of Directors who do not directly manage to create unity and promote the initiatives and ideas of members for the activities of the Board of Directors and the Company.
- Maintain monthly meetings of the Board of Directors to set out guidelines and policies in a timely and flexible manner, solve problems arising in the process of production and business management.
- The Board of Directors continues to direct and supervise the Company's Executive Board to complete and exceed the targets set for 2026 as follows:

*Unit of Calculation: Copper*

TT	Quota	Implementation 2024	Plan 2025
1	Total Revenue	1.616.078.015.150	200.000.000.000.000
2	Charter capital	307.499.940.000	307.499.940.000
3	Profit after tax	4.417.042.040	13.000.000.000
4	Dividends	0	0%

Above is the report of the Board of Directors of HSV Vietnam Group Joint Stock Company summarizing the operating results in 2025 and the direction of operation in the next term. We hope that Shareholders will contribute practical ideas to help the Board of Directors of the Company operate better and better and have the best strategy for the stable and sustainable development of the Company.

After the Annual General Meeting of Shareholders approves the report contents, the Board of Directors will develop a specific roadmap and program in the spirit of innovation accompanied by drastic and thorough direction measures to bring HSV Vietnam Group Joint Stock Company to sustainable development.

On behalf of the Board of Directors, I would like to thank all shareholders for their support and trust in the past time.

***Respectfully report to the General Meeting of Shareholders.***

**ON BEHALF OF THE BOARD OF DIRECTORS  
PRESIDENT**



**NGUYEN THI QUYEN**



Hanoi, *05*[day] *05*[month], 2026

**REPORT BY THE INDEPENDENT MEMBER OF THE BOARD  
OF DIRECTORS IN THE AUDIT COMMITTEE**

**To: Annual General Meeting of Shareholders 2026  
HSV Vietnam Group Joint Stock Company**

**I. List of Independent Members of the Board of Directors (“Board”):**

As of the date of this report, HSV Vietnam Group Joint Stock Company (“HSV”) has 01/04 independent members on the Board of Directors, in accordance with the Law on Enterprises No. 59/2020/QH14 dated July 17, 2020, and Clause 4, Article 276 of Decree No. 155/2020/ND-CP guiding the implementation of the Law on Securities.

**List of Independent Board Members:**

No.	Full name	Appointment Date	Position
1	Tran Thi Hong Khang	13/05/2025	Chairwoman of Audit Committee

**II. Report of the Independent Board Member in the Audit Committee:**

The Independent Member of the Board of Directors has carried out supervision of the activities of the Board and Executive Management during the 2025 fiscal year in the following areas:

**1. Financial Reporting, Operational and Financial Position of HSV:**

**\*Financial Statements:**

- Financial statements were prepared and disclosed in accordance with accounting standards and prevailing legal regulations.
- The financial statements accurately reflect the business operations and financial position of the company and are presented in the format prescribed by regulations.
- The reports present a true and fair view, in all material respects, of the financial condition of the Company.
- The recording, bookkeeping, and classification of economic transactions complied with the accounting standards issued by the Ministry of Finance.
- The Company has fulfilled its obligations to report and disclose periodic information in accordance with public company requirements for information disclosure in the securities market.
- The selected auditing firm has demonstrated reliability, integrity, compliance with audit deadlines, adherence to professional standards, and maintained independence and objectivity in its audit opinions.
- The 2025 financial statements of HSV were audited in accordance with the Company’s Charter and the Resolution of the 2025 General Meeting of Shareholders, carried out by Nhan Tam Viet Auditing Company Limited.

**\* Business Operations:**

- Resolutions and decisions issued by the Executive Board were enacted within legal authority and in compliance with disclosure obligations applicable to listed/registered companies.





- In 2025, the Company's revenue from sales and service provision reached over VND 1,616 billion, an increase of 75.59% (equivalent to VND 697.478 billion) compared to the previous year; meanwhile, cost of goods sold reached over VND 1,594 billion, up 77.71% (equivalent to VND 697.106 billion) year-on-year. In 2025, HSV's business operations continued to focus on the trading of scrap steel, along with virgin plastic resins and certain agricultural products..

#### **\* Financial Status:**

HSV's financial position in 2025 remained healthy. Key financial indicators related to liquidity, capital structure, operational efficiency, and profitability remained stable.

### **2. Supervisory Results Regarding the Board of Directors, General Director, and Other Executives:**

- The operations of the Board of Directors and Executive Management in 2025 were conducted in accordance with the Law on Enterprises, the Law on Securities, the Company Charter, resolutions of the General Meeting of Shareholders and the Board of Directors, as well as other applicable regulations.
- In 2025, the Board of Directors held **15 meetings** to oversee the Company's activities. These meetings were convened and conducted in accordance with the procedures prescribed in the Company Charter.
- The meeting contents were reported, discussed, and evaluated in a transparent and equitable manner. The Board regularly monitored the implementation of its resolutions and the Company's operations through periodic reports from the Executive Board.
- The Board also provided guidance, support, and created favorable conditions for the Executive Board and Audit Committee to perform their functions and responsibilities in accordance with regulations.
- The Executive Board worked diligently with a strong sense of responsibility, regularly assessing advantages and challenges, and proactively managing risks to mitigate potential losses and anticipate business opportunities.
- The management took decisive and flexible actions to direct all business activities, implementing timely solutions to address difficulties and expand markets.
- Efficient personnel, salary, and bonus management strategies were implemented to enhance flexibility and autonomy in all departments. Resources including capital, assets, and labor were mobilized and utilized effectively to improve managerial capacity and reduce costs.

### **3. Evaluation of the Internal Control and Risk Management System:**

- The Board and Executive Management consistently monitored market trends, forecasted developments, and proposed appropriate business strategies to mitigate risks relating to the environment, economy, legal framework, industry-specific conditions, and other emerging risks.
- The Executive Board reviewed, updated, and issued new internal regulations, including departmental organization and operational regulations, to improve the efficiency of the internal audit system.
- The independent Board member identified changes in legal regulations related to the roles of the Board, Audit Committee, and internal audit; and provided recommendations to the Board regarding organizational adjustments in accordance with new legal provisions, market practices, and the Company's development needs.

**4. Report on Transactions Between the Company, Subsidiaries, or Controlled Entities (Over 50% Ownership) and Members of the Board of Directors, the General Director, Other Executives, and Their Related Parties; and Transactions Between the Company and Other Entities Where Such Individuals Were Founders or Managers Within the Past 3 Years:**

- None.

**5. Coordination Between the Audit Committee, the Board of Directors, and Executive Management:**

- In 2025, the Audit Committee closely collaborated with the Board of Directors and Executive Board in carrying out its assigned duties.
- The Board of Directors and Executive Board facilitated the Committee's work by providing timely and adequate information and documentation related to the Company's activities.
- The Audit Committee also worked with the Board and Executive Management in reviewing and monitoring the operational system, enabling timely resolution of identified issues and enhancing management effectiveness, in compliance with current State regulations.

**6. Remuneration, Operational Expenses, and Other Benefits of the Audit Committee and Its Members in 2025**

No.	Member	Position	Remuneration in 2025 (VND)	Notes
1	Nguyen Thi Quyen	Chairwoman of the Board of Directors	60.000.000	
2	Nguyen Van Quan	Member of the Board of Directors	36.000.000	
3	Tran Thi Hong Khang	Independent Board Member	24.000.000	Elected to the Board of Directors on May 12, 2025
4	Tran Thi Thu Ha	Member of the Board of Directors	16.000.000	Elected to the Board of Directors on May 12, 2025
5	Nguyen Thi Huong	Former Independent Member of the Board of Directors	12.000.000	Dismissed on May 12, 2025
6	Tran Ba Dung	Former Member of the Board of Directors	8.000.000	Dismissed on May 12, 2025
<b>Total</b>			<b>156.000.000</b>	

**III. Audit Committee Meetings, Conclusions, and Recommendations**

**1. Summary of Audit Committee Meetings**

In 2025, the Audit Committee held **02 meetings** with the following key contents:



- Approved and agreed on the internal audit plan to support the 2025 semi-annual audit report;
- Developed the internal audit plan to support the audit of the 2025 annual financial statements, and prepared the report on the business performance of the Board of Management;
- The Audit Committee agreed with the Report on activities of the Board of Directors, the Report on business performance of the Board of Management, and the audited Financial Statements for 2025.

## 2. Recommendations of the Audit Committee

To effectively accomplish the objectives for 2026, the Audit Committee respectfully recommends that the Company's leadership:

- Continue strengthening the Company's restructuring process in a manner that is efficient, practical, and aligned with its development strategy.
- Enhance inspection and supervision activities to improve the accountability of all departments and units within the Company.

### PART B: AUDIT COMMITTEE WORK PLAN FOR 2026

- Maintain the review and reassessment of the structure, functions, and duties of the internal control and internal audit departments in order to streamline and strengthen the organizational structure in line with HSV's operations.
- Inspect compliance with State policies, legal regulations, and related guidelines.
- Supervise the development and implementation of internal rules, regulations, and management procedures.
- Review the Company's organizational structure, staffing, appointments, recruitment, and the administration of salaries and benefits.
- Monitor the execution of the 2026 business plan as approved by the General Meeting of Shareholders, and inspect the timeliness and accuracy of reports and statistics submitted by departments and units.
- Oversee the implementation of capital demand balancing plans and cash flow plans to support the Company's 2026 business operations.
- Verify and assess the quarterly, semi-annual, and annual financial statements for 2026.

This concludes the summary report on the 2025 activities of the Audit Committee and outlines the Committee's major work directions for 2026.

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

**Sincerely,**

#### Recipients:

- As above;
- Chairwoman of the Board of Directors;
- General Director;
- Archives (Office, Audit Committee).

**INDEPENDENT BOARD MEMBER**

**CÔNG TY CỔ PHẦN TẬP ĐOÀN HSV VIỆT NAM**

**THÀNH PHỐ HÀ NỘI**

*[Handwritten signature]*

**TRAN THI HONG KHANG**



**HSV VIETNAM GROUP  
JOINT STOCK COMPANY**  
No.: 04/2026/TTr-HĐQT - HSV

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

Hanoi, May ..., 2026

## **PROPOSAL**

**(Re: Approval of the Audited Financial Statements for the Year 2025)**

**To: The 2026 Annual General Meeting of Shareholders  
HSV VIETNAM GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, providing detailed guidance for implementation of certain provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company.

In accordance with the Resolution of the 2025 Annual General Meeting of Shareholders, the Company's Board of Directors selected **Nhan Tam Viet Auditing Company Limited** to perform the audit of the 2025 financial statements. The Board of Directors respectfully submits to the General Meeting of Shareholders the audited financial statements for 2025 for approval. The Company has fulfilled all disclosure obligations as required by law and has published the full version of the audited financial statements on the Company's official website, which includes:

- Balance Sheet;
- Income Statement;
- Cash Flow Statement;
- Notes to the Financial Statements.

Auditor's Opinion:

The financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025, as well as the results of its operations and consolidated cash flows for the fiscal year then ended, in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, and other relevant legal regulations on the preparation and presentation of financial statements.

**Recipients:**

- As above;
- Archives.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRWOMAN**



**NGUYEN THI QUYEN**



**HSV VIETNAM GROUP  
JOINT STOCK COMPANY**

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

No. 05/2026/BC-HĐQT-HSV

Hanoi, May 2026

**DRAFT**



**PROPOSAL**

**(Re: Selection of Auditing Firm for Fiscal Year 2026)**

**To: The Annual General Meeting of Shareholders 2026  
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed regulations on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company;

After considering factors such as reputation, audit quality, reasonable audit fees, and eligibility as approved by the State Securities Commission to provide auditing services for public interest entities in 2026,

The Board of Directors ("BoD") hereby submits this proposal to the General Meeting of Shareholders ("GMS") for review and approval of the selection of one of the following independent auditing firms to perform the review of the semi-annual financial statements and the audit of the annual financial statements for the fiscal year 2026 of HSV Vietnam Group Joint Stock Company:

- AASC Auditing Firm Co., Ltd
- Nhan Tam Viet Auditing Co., Ltd
- Deloitte Vietnam Co., Ltd
- UHY Auditing and Consulting Co., Ltd
- Vietnam AVA Auditing and Valuation Co., Ltd

We respectfully request the General Meeting of Shareholders to consider and approve this matter.

**Sincerely.**

**Recipients:**

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRWOMAN**

- As above;
- Board of Directors, Board of Management;
- Filing.

**NGUYEN THI QUYEN**

**HSV VIETNAM GROUP  
JOINT STOCK COMPANY**  
No.: 06/2026/TTr-HĐQT-HSV

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

Hanoi, May..., 2026

**DRAFT**

**PROPOSAL**

**(Re: Remuneration for the Board of Directors in 2025 and the Remuneration Plan for 2026; Profit Distribution Plan for 2025 and Projection for 2026)**

**To: The 2026 Annual General Meeting of Shareholders  
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed guidance on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company;

The Board of Directors of HSV Vietnam Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the following matters regarding the remuneration for the Board of Directors in 2025 and the proposed remuneration for 2026, as well as the profit distribution plan for 2025 and projected plan for 2026:

**1. Remuneration for the Board of Directors in 2025:**

No.	Description	Total Remuneration in 2025 (VND)
1	Chairwoman of the Board of Directors	60.000.000
2	Remuneration/allowance for 4 members	156.000.000
	Total	<b>216.000.000</b>

**2. Proposed Remuneration Plan for the Board of Directors in 2026:**

The Board of Directors proposes that the total remuneration for the Board in 2026 be based on the Company's business results for 2025, with a cap not exceeding **VND 300,000,000 (three hundred million VND)** for the year.

**3. Profit Distribution Plan for 2025:**

Based on the Company's business results in 2025, the Board submits the following for approval:

- No funds shall be appropriated from the 2025 profit;
- The remaining undistributed after-tax profit accumulated as of December 31, 2025, after deducting the remuneration for the Board of Directors, will be retained to support the Company's production and business operations.



#### 4. Projected Profit Distribution Plan for 2026:

The Board of Directors proposes that the General Meeting of Shareholders authorize the Board to formulate the 2026 profit distribution and dividend payment plan, which will be reported and submitted for approval at the 2027 Annual General Meeting of Shareholders.

We respectfully request the General Meeting of Shareholders to review and approve this proposal.

**Sincerely.**

**Recipients:**

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRWOMAN**

- As stated above;
- Board of Directors;
- Archives.

**NGUYEN THI QUYEN**



**PROPOSAL**

**(Re: Report on the Results of Capital Increase Issuance and Utilization of Proceeds in 2025)**

**To: The Annual General Meeting of Shareholders 2026  
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed guidance on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of HSV Vietnam Group Joint Stock Company;

Pursuant to Resolution No. 01/2025/ĐHĐCĐ-HSV dated May 12, 2025 of the Annual General Meeting of Shareholders, HSV Vietnam Group Joint Stock Company carried out the issuance of shares to increase its charter capital in 2025. The Company hereby reports to the 2026 Annual General Meeting of Shareholders on the results as follows:

**1. Report on the results of the charter capital increase from the private placement of shares in 2025:**

- Charter capital before the issuance: VND 157,499,940,000 (One hundred fifty-seven billion four hundred ninety-nine million nine hundred forty thousand dong);
- Total number of shares issued: 15,000,000 shares (Fifteen million shares);
- Total capital raised from the issuance: VND 150,000,000,000 (One hundred fifty billion dong);
- Charter capital after completion of the issuance: VND 307,499,940,000 (Three hundred seven billion four hundred ninety-nine million nine hundred forty thousand dong).

**2. Report on the use of proceeds from the private placement of shares for charter capital increase in 2025:**

- Pursuant to Resolution No. 01/2025/ĐHĐCĐ-HSV dated May 12, 2025 of the Annual General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company regarding the private placement of shares to increase charter capital in 2025, the Company has completed the capital increase and audited the use of proceeds from the issuance, specifically as follows:

Accordingly, the plan for the use of proceeds from the 2025 share issuance is as follows:

No.	Purpose of Use of Funds	Amount (VND)	Expected Disbursement Timeline
1	Construction of 2 inland waterway vessel fleets	67.000.000.000	Quý I/2026



2	Acquisition of 2 tugboats and 8 deck cargo barges (used)	45.000.000.000	Quý I/2026
3	Repayment of bank loans	38.000.000.000	Quý I/2026
<b>Total</b>		<b>150.000.000.000</b>	

Based on actual implementation, the proceeds from the 2025 private placement of shares have been utilized as of March 3, 2026 as follows:

No.	Description	Amount Utilized (VND)	Time of Use
1	Payment for the construction of 2 inland waterway vessel fleets to Hung Thinh Shipbuilding Industry, Transport and Trading Company Limited under Contract No. 20.06/2025/HSV-HT dated June 20, 2025	67.000.000.000	Quý I/2026
2	Acquisition of 2 tugboats and 8 deck cargo barges (used) from Hung Thinh Transport Company Limited under Contract No. 02062025/HT-HSV dated June 2, 2025	45.000.000.000	Quý I/2026
3	Repayment of bank loan to Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) – Thang Long Branch	38.000.000.000	Quý I/2026
<b>Total</b>		<b>150.000.000.000</b>	

(Detailed information is recorded in the Financial Statements for Q1/2026.)

The Board of Directors hereby reports to the General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company on the utilization of proceeds from the share issuance for charter capital increase in 2025 as stated above.

We respectfully submit this for the consideration and approval of the General Meeting of Shareholders.

Sincerely.

**Recipients:**

- As above;
- Board of Directors; Supervisory Board; Board of Management;
- Filing.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRWOMAN**



**NGUYEN THI QUYEN**