

No. **230502/2025/CBTT-MZ**

Hanoi, 23 May 2025

(V/v: Proposal of Major Shareholders on supplementing the agenda of the General Meeting).

DISCLOSURE OF UNUSUAL INFORMATION

To: - *Hanoi Stock Exchange (HNX).*


1. Company Name: **Miza Joint Stock Company**
2. Stock code: **MZG**
3. Head Office Address: **Nguyen Khe Small and Medium Industrial Cluster, Nguyen Khe Commune, Dong Anh District, Hanoi City, Vietnam**
4. Phone: **0243.965.6121/ 0243.965.6131**
5. Fax: **0243.965.6128**
6. Day 23/05/2025, Miza Joint Stock Company posted about the reception Proposal of Major Shareholders on supplementing the agenda of the General Meeting. More information is available at: <https://www.miza.vn/thong-tin-cong-bo-c15>.

We would like to commit that the information published above is true and fully responsible before the law for the content of the disclosed information.

Thank you very much./.

Attachments:

**PERSONS AUTHORIZED TO DISCLOSE
INFORMATION**



Nguyen Thi Hoa
KẾ TOÁN TRƯỞNG
Nguyễn Thị Hoa

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

PETITION

Regarding the addition of the agenda of the 2025 Annual General Meeting of Shareholders

To: - *Annual General Meeting of Shareholders 2025;*

- *The Board of Directors of Miza Joint Stock Company.*

- *Pursuant to the Law on Enterprises dated 17/6/2020;*
- *Pursuant to the Charter of organization and operation of Miza Joint Stock Company;*
- *Based on the needs of the Company's management and administration;*

Shareholder name: **NGUYEN TUAN MINH**

CMTND/CCCD/KKD/KKSH No.: 001075021040

Issued date: 11/22/2021

Place of issue: Police Department of Social

Security

Address: House No. 30, Group 04, Dong Anh Town, Dong Anh District, Hanoi

Currently owning: 32,812,113 shares of Miza Joint Stock Company according to the list of shareholders closing on 25/04/2025 (Accounting for 30.98% of the number of shares).

Hereby, we respectfully propose the Organizing Committee of the 2025 Annual General Meeting of Shareholders to add the following contents to the meeting agenda:

Contents of the petition

- 1) Offering additional shares to the public to existing shareholders in 2025;
- 2) Listing the Company's shares on the Stock Exchange in accordance with current laws.

Reason for petition:

- In order to improve the Company's financial situation, optimize cash flow for future development activities;

- Listing shares on the Stock Exchange helps increase liquidity, facilitate shareholders to trade and attract investors, contributing to promoting the sustainable development of the Company.

We would like to request the 2025 Annual General Meeting of Shareholders to consider and include the above recommendations in the agenda of the meeting held on May 26, 2025.

Thank you very much./.

Hanoi, May 19, 2025

MAJOR SHAREHOLDERS

A handwritten signature in blue ink, consisting of a series of loops and a long horizontal stroke extending to the right.

Nguyen Tuan Minh



SOCIALIST REPUBLIC OF VIETNAM
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No. 230501/2025/TTr-HDQT-MZ

Hanoi, May 23, 2025

DRAFT

REPORT ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

(V/v: Approved the plan to offer additional shares to the public for existing shareholders in 2025)

Respectfully submitted to the General Meeting of Shareholders of Miza 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 documents amending, supplementing and guiding the implementation;

Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; and documents amending, supplementing and guiding the implementation ("Law on Securities");

Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020 detailing the implementation of a number of articles of the Law on Securities;

Pursuant to Circular No. 118/2020/TT-BTC dated 31/12/2020 guiding a number of contents on offering, offering of securities, public tender offer, share repurchase, registration of public companies and cancellation of public company status;

Pursuant to the Request for supplementation of the agenda of the 2025 Annual General Meeting of Shareholders of the Major Shareholder (over 5%) – Mr. Nguyen Tuan Minh;

Pursuant to the Charter of organization and operation of Miza Joint Stock Company ("Charter").

The Board of Directors of Miza Joint Stock Company ("*the Company*") respectfully submits to the General Meeting of Shareholders to approve the plan to offer additional shares to the public to existing shareholders in 2025 as follows:

1. Plan to offer additional shares to the public to existing shareholders in 2025

1. Name of the offering : Miza Joint Stock Company organization

2. Name of shares offered : Miza Joint Stock Company Shares for sale
3. Stock Code : MZG
4. Stock Type : Common Stocks
5. Par value : 10,000 VND/share
6. Charter capital before offering : VND 1,059,150,680,000
7. Number of shares outstanding : 105,915,068 Shares
8. Number of treasury shares : 0 Shares
9. Offering Method : Public offering of shares to existing shareholders by the method of exercising rights
10. Right Exercise Rate : 10:1 (On the closing date of the list of shareholders to exercise the right, the shareholder owning 01 share is entitled to 01 right to buy and for every 10 right to buy, 01 share will be purchased)
11. Asking price : 10,000 VND/share.
12. Principles for determining the offering price : The book value of Miza Joint Stock Company's shares as of December 31, 2024 on the audited consolidated financial statements for 2024 is determined as follows:

$$\begin{aligned}
 \text{Book Value} &= \frac{\text{Vốn chủ sở hữu}}{\text{Tổng số lượng cổ phiếu đang lưu hành}} \\
 &= \frac{1.261.985.120.688}{105.915.068} \\
 &= 11,915.07 \text{ VND/share.}
 \end{aligned}$$

In order to ensure the attractiveness of the offering and to create conditions for existing shareholders to continue to participate in accompanying and investing in the development process of the Company, the offering price for existing shareholders is determined to be **10,000 (ten thousand) VND/share.**

13. Objects offered for sale : Existing shareholders are named in the list of shareholders of Miza Joint Stock Company at the last date of registration to exercise the right to purchase additional offered shares made by the Vietnam Securities Depository and Clearing Corporation.

14. Number of shares : 10,591,506 Shares
expected to be offered
15. Total offering value at : VND 105,915,060,000
expected par value
(In words: One hundred and five billion, nine hundred and fifteen million, zero hundred and sixty thousand VND)
16. Expected number of : 116,506,574 Shares
outstanding shares after
the public offering to
existing shareholders
17. Charter capital expected : VND 1,165,065,740,000
after the public offering
to existing shareholders
(In words: One thousand one hundred and sixty-five billion, zero hundred and sixty-five million, seven hundred and forty thousand VND)
18. Minimum successful : Without
offering rate of the
offering
19. Assignment of the right : - Existing shareholders named in the list on the closing date
to purchase of the list of shareholders exercising the right to purchase
shares for additional offering have the right to transfer their
right to purchase shares to another person and may only
transfer the right to purchase for 01 (one) time only within
the prescribed period (the transferee is not allowed to
transfer the right to purchase to a third party).
- The transferor and the transferee shall negotiate the
transfer price by themselves, make payment and be
responsible for performing the obligations as prescribed
related to the transfer.
20. Transfer restrictions : - The number of shares freely transferred by the existing
shareholders exercising the right to buy, including the
number of shares arising from the shares that are restricted
from transfer at the time of exercising the right;
- The number of odd shares arising from rounding, the
number of shares of existing shareholders who have not
registered for purchase, have not paid the purchase money
and are redistributed by the Board of Directors to existing
shareholders or other subjects wishing to buy will be
restricted from transfer for 01 (one) year from the end of
the offering.

21. Plan for handling odd shares and shares that are not fully distributed :
- The number of additional shares offered to existing shareholders will be rounded down to the unit line.
Example: On the closing date of the list of shareholders to exercise the rights of existing shareholders, shareholder A holds 157 shares, the right to buy is: $(157:10) = 15.7$ shares. According to the regulations on handling odd shares, the number of shares of shareholder A purchased will be rounded to 15 shares.
 - The number of odd shares arising in the process of rounding down to the number of units and the number of shares of existing shareholders who do not register to buy or do not pay the purchase money within the prescribed time will be authorized by the General Meeting of Shareholders to the Board of Directors to distribute to existing shareholders or other entities that ensure the conditions for offering, the conditions on rights and obligations of investors are not more favorable than the conditions for offering to existing shareholders (in which, the selling price is not lower than the offering price for existing shareholders (10,000 VND/share));
 - In case of failure to fully distribute this number of shares within the time limit for distributing shares as prescribed by law (including the prescribed time limit (if any)), the undistributed quantity will be canceled and the Board of Directors shall decide to end the offering;
 - The handling of odd shares arising from rounding, the number of shares of existing shareholders who have not registered for purchase and have not paid the purchase price shall comply with the provisions of Article 42 of Decree 155/2020/ND-CP dated December 31, 2020 and other relevant provisions of current law.
22. Conditions for cancellation of the offering :
- Without
23. Estimated time of offering :
- It is expected that in 2025 and 2026, after being granted a Certificate of registration for public offering of shares by the SSC.
24. Additional Trading Registration :
- The shares offered for additional sale will be registered for additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for

additional trading at the Hanoi Stock Exchange (HNX) in accordance with the law.

25. Amendments to the Charter : Carry out procedures for amending contents related to charter capital and number of shares in the Company's Charter and adjust the Enterprise Registration Certificate after the State Securities Commission announces the receipt of a full report on the results of the Company's offering.
26. Plan to ensure the foreign ownership rate in the offering : The General Meeting of Shareholders authorizes/assigns the Board of Directors to approve the plan to ensure that the issuance of shares meets the regulations on foreign ownership ratio.

2. Plan to use capital raised from the offering

The General Meeting of Shareholders agreed that all proceeds from the offering, which is expected to be VND 105,915,060,000, will be used by Miza Joint Stock Company according to the following plan:

STT	Capital use plan	Amount (VND)	Estimated disbursement time
1	Payment of principal balance or part of the principal balance of loan debts (including due and pre-due amounts)	105.915.060.000	Quarter IV/2025 and 2026
Sum		105.915.060.000	

The General Meeting of Shareholders authorizes the Board of Directors:

- Proactively developing, selecting a list and allocating the amount of money used for each loan contract/escrow in the category of Principal balance payment or part of the principal balance of loan debts (including due and premature).
- In case a number of loans due are paid before the end of the public offering of shares to existing shareholders, the Board of Directors shall adjust the plan and flexibly arrange an appropriate plan or supplement it to the business capital.

3. Authorization of the General Meeting of Shareholders to the Board of Directors to perform related tasks in the public offering of shares to existing shareholders in 2025

To submit to the General Meeting of Shareholders for approval the authorization of the Board of Directors of the Company to decide on issues related to the public offering of shares to existing shareholders as follows:

- To decide in detail the plan for public offering of shares to existing shareholders and/or to amend and supplement the plan for public offering of shares to existing shareholders mentioned above, depending on the actual situation at the time of offering or at the request of the State Securities Commission;
- Select a consultancy organization for the registration dossier of stock offering and complete the procedures in accordance with the law on the additional offering of shares to the public according to the plan approved by the General Meeting of Shareholders;
- Decide in detail the time of issuance of the issuance plan, decide on the time of closing the list of shareholders, the time for shareholders to register to buy shares and the time for transferring the right to buy; implement necessary procedures for issuance in accordance with law, including drafting, editing, supplementing and explaining dossiers according to the requirements of registration for stock offering to the State Securities Commission;
- Decision on amending and supplementing the plan to ensure compliance with regulations on foreign ownership ratio (if necessary), deciding in detail on the share distribution plan to ensure that the total number of shares issued after the offering to foreign investors does not exceed the foreign ownership ratio in the Company as prescribed;
- Decide in detail the plan to handle shares that shareholders do not register to buy, do not pay the purchase price and odd shares (if any) in accordance with law;
- To decide on the amendment, adjustment and detailed explanation of the offering dossier in accordance with the actual situation or at the request of the State Securities Commission;
- To decide in detail on the purpose and plan of use of capital, alternative or adjustment of the purpose and plan of use of capital in case of necessity as stated in Section 2. Ensure the efficiency of capital use and interests of shareholders on the principle that the change value is less than 50% of the capital and proceeds from the offering. In case of adjustment of the purpose and plan for the use of capital, the Board of Directors will report to the General Meeting of Shareholders at the nearest meeting.
- Carry out procedures, work and choose the time to register securities and register additional transactions as prescribed for all additional issued shares after completing the offering;
- To amend the contents related to charter capital and shares in the Charter of the Company, to adjust the Certificate of Enterprise Registration after the State Securities Commission announces the receipt of the Report on the results of the Company's offering;
- To decide on the contents of dossiers and documents to be submitted to competent State agencies in order to implement the plan on public offering of shares to existing shareholders mentioned above;

- Approve/sign necessary documents and documents, implement or direct the implementation of necessary procedures to obtain approval from competent State agencies in order to implement and complete the plan for public offering of shares to existing shareholders mentioned above;
- Depending on each specific case, the Board of Directors may re-authorize the General Director to perform one or several specific tasks mentioned above;
- To decide and perform tasks, procedures and other necessary matters related to the public offering of shares to existing shareholders of the Company (if any).
- After completing the public offering of shares to existing shareholders, the Board of Directors of the Company shall carry out the necessary procedures to list all the Company's shares on the Stock Exchange in accordance with current laws.

Submit to the General Meeting of Shareholders for consideration and approval.

Respect./.

Recipient:

- *General Meeting of Shareholders;*
- *Save the Board of Directors;*
- *Luu VT.*

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



Nguyen Tuan Minh



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SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. 230502/2025/TTr-HDQT-MZ

Hanoi, May 23, 2025

DRAFT

REPORT
ANNUAL GENERAL MEETING OF SHAREHOLDERS IN
2025

(V/v: Listing the Company's shares on the Stock Exchange in accordance with current laws)

Respectfully submitted to the General Meeting of Shareholders of Miza 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 documents amending, supplementing and guiding the implementation;

Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; and documents amending, supplementing and guiding the implementation ("Law on Securities");

Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020 detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of organization and operation of Miza Joint Stock Company ("Charter");

Based on the Request for supplementing the content of the 2025 Annual General Meeting of Shareholders of the Major Shareholder (over 5%) – Mr. Nguyen Tuan Minh.

To submit to the General Meeting of Shareholders for approval the listing of the Company's shares on the Stock Exchange as follows:

1. To approve the listing of all outstanding shares of the Company (at the time of registration for listing) on the Stock Exchange in accordance with current laws.
2. Assign the Board of Directors, and authorize the Board of Directors to authorize the Chairman of the Board of Directors or the General Director, to choose the time and organize the implementation of all procedures and sign documents related to the listing of the Company's shares on the Stock Exchange as prescribed, including but not limited to the following tasks:



- (i) Assign the Board of Directors to select the appropriate Stock Exchange to list (or transfer the listing) of stocks, depending on market conditions and legal regulations at the time of implementation
- (ii) Select an appropriate consultancy organization in accordance with the law to advise on stock listing (including consultancy on listing registration dossiers);
- (iii) Decision on signing relevant documents for stock listing;
- (iv) Decision on amendment, supplementation and explanation of all contents in accordance with law related to the listing (including decisions on contents not mentioned in this report, if any);
- (v) Decide on the expected listing price (reference price on the first trading day) and the time of listing stocks;
- (vi) Decide on the appropriate time to close the list of shareholders and carry out the procedures for deregistering the trading of the Company's shares on the UPCom trading system after the decision to approve the listing at the Stock Exchange;
- (vii) To decide on other contents arising to complete the listing of the Company's shares in accordance with law;
- (viii) Select and decide on the time to officially list the Company's shares after completing the prescribed procedures;
- (ix) Take necessary actions (to the extent permitted and in accordance with the law) to ensure that the Company fully meets the regulations on stock listing.

The Resolution approved at the General Meeting of Shareholders is the legal basis for the Board of Directors to carry out the work in accordance with the authorized contents. Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Respect./.

Recipient:

- *General Meeting of Shareholders;*
- *Save the Board of Directors;*
- *Luu VT.*

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

Nguyen Tuan Minh

