

## REGULATIONS

### FOR ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF CNC CAPITAL VIET NAM JOINT STOCK COMPANY

#### CHAPTER I GENERAL PROVISIONS

##### **Article 1. Scope of application**

The Regulations on the organization of the General Meeting of Shareholders are used for the organization of the 2025 Annual General Meeting of Shareholders of **CNC Capital Viet Nam Joint Stock Company**.

**Article 2.** These Regulations specifically stipulate the rights and obligations of the parties participating in the General Meeting of Shareholders (“GMS”), the conditions and procedures for conducting the General Meeting.

**Article 3.** The shareholders and participants are responsible for implementing the provisions of these Regulations.

#### CHAPTER II RIGHTS AND OBLIGATIONS OF PARTIES PARTICIPATING IN THE GENERAL MEETING

##### **Article 4. Rights and obligations of shareholders attending the General Meeting of Shareholders**

###### **4.1. Conditions for attending the General Meeting:**

All shareholders owning the Company’s shares according to the list of shareholders finalized by CNC Capital Viet Nam Joint Stock Company on May 05<sup>th</sup>, 2025 ("Record Date") or those authorized to attend the meeting.

###### **4.2. Rights and obligations of eligible shareholders when attending the meeting:**

a. Shareholders or authorized persons attending the General Meeting must bring the following documents:

- Announcement etc. Invitation to attend the 2025 General Meeting of Shareholders.
- Citizen identity card/ID card/Passport/other legal personal identification documents, copy of Business Registration Certificate (for organizations).
- Original Power of Attorney (in case of being authorized to attend the General Meeting).

*(In case the shareholder is an individual, the power of attorney must be signed by that shareholder. In case the shareholder is a legal entity/organization, it must be stamped and signed by the legal representative of that legal entity/organization).*

After presenting the above documents to the Shareholders' Qualification Examination Committee, The Shareholder’s Eligibility Verification Committee is responsible for



comparing and determining whether a shareholder is eligible to attend the General Meeting (in case a shareholder does not bring the Notice, etc. Invitation to attend the 2025 Annual General Meeting of Shareholders, but other documents proving eligibility will still be determined). The shareholder or authorized person attending the General Meeting of Shareholders will receive a Voting Card and Ballot,. The value of the Voting Card/Ballot, Vote that the shareholder or authorized person attends the General Meeting of Shareholders with corresponds to the ratio of the number of shares with voting rights that the shareholder owns or represents according to the registration to attend the General Meeting of Shareholders to the total number of shares with voting rights of the shareholders attending the General Meeting of Shareholders.

b. Authorize in writing a person to attend and vote on his/her behalf at the General Meeting of Shareholders. The authorized person may not re-authorize another person to attend the General Meeting of Shareholders.

c. The shareholders attending the General Meeting of Shareholders who wish to express their opinions must have the consent of the Chairman, speak briefly and focus on the key contents that need to be discussed, in accordance with the approved agenda of the General Meeting. Issues that have been raised by previous participants shall not be raised again to avoid duplication. The shareholders attending the General Meeting may also write down the contents on the Questionnaire and submit it to the Secretariat.

d. Vote on all matters within the authority of the General Meeting of Shareholders as prescribed in the Charter of the Company.

e. Shareholders and authorized representatives, after listening to the report on the contents to be approved, will discuss and approve by voting.

f. During the General Meeting, the shareholders must comply with the instructions of the Presidium, behave in a civilized and polite manner, and not cause disorder.

g. Shareholders or authorized representative who arrive after the time the General Meeting has started, after completing the registration procedures, shall be allowed to attend and vote on the remaining contents to be voted on according to the approved General Meeting agenda. In this case, the validity of the votes already taken shall not be affected.

h. Shareholders must keep the documents confidential, comply with the regulations on the use and preservation of documents, not copy or record them to people outside the General Meeting without the written permission of the Chairman; not film, take photos or record them without the consent of the Presidium during the General Meeting; not transmit information in any form until the conclusion of the meeting without the consent of the Presidium and comply with other regulations as notified by the Presidium/Organizing Committee during the General Meeting.

i. Shareholders accept that all communications sent to or from the email address, telephone, fax or other online means that the Shareholder has registered, provided to the Company or on the list of shareholders are from the Shareholder himself/herself, and are automatically understood to have been sent to or from the Shareholder.

## **Article 5. Rights and obligations of the Presidium, the Chairman**

5.1. The Presidium includes: The Chairman and other members of the Presidium.

5.2. Obligations of the Presidium:

a. Conduct the activities of the General Meeting according to the agenda approved by the General Meeting. Carry out necessary tasks so that the General Meeting of Shareholders



takes place in an orderly manner; reflecting the wishes of the majority of shareholders and representatives of shareholders attending.

- b. Guide the discussion among delegates and the General Meeting.
- c. Submit the draft and necessary contents for the voting of General Meeting.
- d. Respond to the issues requested by the General Meeting.

5.3. The Chairman of the Board of Directors presides or authorizes another member of the Board of Directors to preside over the General Meeting of Shareholders.

5.4. Rights and tasks of the General Meeting Chairman:

- a. Direct the General Meeting to implement the agenda in a valid and orderly manner;
- b. Preside over and resolve issues arising during the General Meeting of Shareholders;
- c. Have the right to take necessary measures to control the meeting in a reasonable, orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of the meeting attendees;
- d. Have the right to postpone the General Meeting with the necessary number of delegates (no more than three working days from the date of the scheduled opening of the meeting) to another time and at a location decided by the Chairman without consulting with the General Meeting, if it is found that:
  - The meeting location does not have enough convenient seats for all attendees;
  - The attendees engage in obstructive or disruptive behavior, which poses a risk of preventing the meeting from proceeding fairly and legally;
  - The communication facilities at the meeting location does not ensure that shareholders attending the meeting can participate in discussions and voting;
  - The postponement is necessary for the job of the General Meeting to be conducted properly. The Chairman of the General Meeting may postpone the General Meeting when there is consensus or request from the General Meeting of Shareholders with the necessary number of delegates attending the meeting;
- e. Other rights and tasks as prescribed in the Company's Charter and the provisions of law.

#### **Article 6. Rights and obligations of the Shareholders' Eligibility Verification Committee**

Shareholders' Eligibility Verification Committee is appointed by the Organizing Committee of the General Meeting. Shareholders' Eligibility Verification Committee receives documents from shareholders or authorized persons attending the meeting to check their validity and compare them with the list of shareholders entitled to attend the meeting finalized on the Record Date; Distributes documents, Voting Cards/Ballots; Reports to the General Meeting on the results of the shareholders' qualification checks for attending the General Meeting before the General Meeting is officially held.

#### **Article 7. Rights and obligations of the General Meeting Secretary**

7.1. The Chairman appoints the Secretary at the General Meeting.

7.2. The Secretary shall perform the following tasks as assigned by the Chairman:

- a. Record the contents of the General Meeting fully and truthfully, prepare and sign the Minutes of the Congress.
- b. Assist the Presidium in announcing the draft of the Meeting Minutes and Resolutions of the General Meeting and the notice of the Presidium to shareholders upon request.
- c. Receive shareholders' questionnaires.

#### **Article 8. Rights and obligations of the Ballot Counting Committee**

- 8.1. The Chairman shall introduce the Ballot Counting Committee and organize the collection of opinions for approval at the General Meeting.
- 8.2. The Ballot Counting Committee shall have the following tasks:
- a. Monitor the voting of shareholders or representatives attending the General Meeting.
  - b. Summarize the number of voting shares for each content and notify the Chairman and the General Meeting Secretariat of the results.
  - c. Receive shareholders' questionnaires.
  - d. Summarize the number of votes for each content, prepare a record of vote counting and announce the results to the General Meeting of Shareholders and the Presidium.

### **CHAPTER III**

#### **CONDUCT OF THE GENERAL MEETING**

##### **Article 9. Conditions for holding the General Meeting**

The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of shares with voting rights according to the shareholder list of CNC Capital Viet Nam Joint Stock Company as at the Record Date.

In case the first General Meeting does not have enough quorum, the Company shall organize the second and third General Meetings in accordance with the provisions of the Law on Enterprises and Company Charter.

##### **Article 10. Order of the General Meeting**

- 10.1. All shareholders attending the General Meeting shall dress formally and politely.
- 10.2. The shareholders entering the General Meeting room must sit in the correct position or area as prescribed by the General Meeting Organizing Committee. Strictly comply with the arrangement of positions by the Organizing Committee.
- 10.3. No smoking in the General Meeting room.
- 10.4. Do not talk privately or use mobile phones during the General Meeting. Mobile phones must be turned off or not ring.

##### **Article 11. Method of voting to approve issues at the General Meeting**

All contents in the General Meeting's agenda must be approved by obtaining public votes from all shareholders attending the General Meeting through VOTING CARDS/BALLOTS according to the number of votes corresponding to the number of shares owned/represented and authorized. Each shareholder is given 01 VOTING CARD and 01 VOTING BALLOT stating: Name of Shareholder; Number of shares entitled to vote (owned/represented and/or authorized); Number of votes of the shareholder and stamped with the Company's seal.

- 11.1. **VOTING CARDS:** printed on **white paper**, used to vote on the following contents:
- a. Approval of the composition of the Presidium of the General Meeting;
  - b. Approval of the composition of the Vote Counting Committee;
  - c. Approval of the Regulations on the organization of the 2025 Annual General Meeting of Shareholders;
  - d. Approval of the Agenda;
  - e. Approval of the Minutes and Resolutions of the General Meeting of Shareholders.
- 11.2. **VOTING BALLOTS:** printed on **yellow paper**, used to vote on the contents according to the reports and proposals.



a. Valid voting ballots:

- Are the voting ballots issued by the General Meeting Organizing Committee, with the Company's seal;
- Are not torn, erased, or edited;
- Have the confirmation signature of the shareholder/authorized representative of the shareholder participating in the vote
- Include only one mark (X/✓) once for each voting content

b. Invalid voting ballots:

- are not issued by the Organizing Committee of the General Meeting.
- Are erased or edited content.
- Do not have the confirmation signature of the shareholder/authorized representative of the shareholder attending.
- Do not include mark or include more than one mark (X/✓) for each voting content.

c. Invalid voting ballots will not be count during the vote tallying process.

d. Voting ballots issued to shareholders upon shareholders eligibility registration are considered issued voting ballots. In case a shareholder leaves the meeting early and cannot stay until the end of the program, that shareholder must return the Voting ballots to the Meeting Organizing Committee. If the shareholders do not submit the Voting ballots when the Vote Counting Committee conducts the vote tallying, that Voting ballots will be considered as Not collected.

e. An invalid voting content does not affect the validity of other validly voted content.

### **11.3. VOTING METHOD:**

a. Voting shall be conduct publicly and directly on each issue by shareholders raising their Voting Cards at the General Meeting. Contents subject to voting by raising Voting Cards are specified in Clause 11.1 of this Article. Voting results will be announced immediately after voting on each content.

Shareholders vote by raising their Voting Cards under the direction of the Chairperson to express their opinions: Approve or Disapprove or Abstain.

During the voting process at the General Meeting, shareholders who vote Approve raise their Voting Cards high. Members of the Vote Counting Committee will mark the shareholder code and corresponding number of votes of each approving shareholder. Similarly, shareholders voting Disapprove or Abstain will take turns raising their Voting Cards.

b. Voting on other matters shall be conducted publicly by casting Voting Ballots. The results of the vote countingwereshall be announced immediately before the adjournment of the Congress.

- When voting, shareholders mark (X) or (✓) in 1 of the 3 voting options including "Approve" voting boxes; "Disapprove" and "No opinion".
- In case the shareholder makes an incorrect mark, he must cross out the incorrect mark, sign next to the cross mark (do not erase or correct the incorrect mark) and mark again.
- Voting content without a mark (X) or (✓) in any voting box is considered Abstain.

### **Article 12. Approval of Resolutions of the General Meeting of Shareholders**

The Resolutions of the General Meeting of Shareholders on issues in the agenda of the General Meeting shall be specifically approved as follows:

12.1. Unless specified in Clause 12.2 hereof, the Resolutions of the General Meeting of

Shareholders shall be approved when approved by the number of shareholders owning more than 50% of the total number of votes of all shareholders attending and voting at the meeting.

12.2. The Resolutions on the following contents shall be approved if approved by the number of shareholders representing 65% or more of the total number of votes of all shareholders attending and voting at the meeting:

- Classes of shares and total number of shares of each class;
- Changes in business lines, occupations and fields;
- Changes in the company's organizational and management structure;
- Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial statements, unless the company's charter stipulates a different ratio or value;
- Reorganization or dissolution of the company;
- Other matters as stipulated in the company's charter.

12.3. Resolutions on contents that adversely change the rights and obligations of shareholders owning preferred shares shall only be passed if approved by the number of preferred shareholders of the same class attending the meeting owning 75% or more of the total number of preferred shares of that class or approved by the number of preferred shareholders of the same class owning 75% or more of the total number of preferred shares of that class in the case of passing the resolution in the form of obtaining written opinions.

#### **CHAPTER IV**

#### **CLOSING OF THE GENERAL MEETING**

##### **Article 13. Minutes and Resolutions of the General Meeting of Shareholders**

13.1. The minutes and resolutions of the General Meeting of Shareholders must be completed and approved before the closing of the General Meeting.

13.2. The minutes and resolutions of the General Meeting of Shareholders must be kept at CNC Capital Viet Nam Joint Stock Company.

##### **Article 14. Effect**

These Regulations consist of 14 (fourteen) Articles, are read publicly before the General Meeting of Shareholders and take effect immediately after being voted and approved by the 2025 Annual General Meeting of Shareholders.

##### **Recipients:**

- Shareholders;
- BOD, BOS;
- Archived.

**ON BEHALF OF GENERAL MEETING OF  
SHAREHOLDERS**

**CHAIRMAN OF BOARD OF DIRECTORS**



**TRẦN VIỆT HUNG**

C.T.C.P. \*  
HỘI



2025 ANNUAL GENERAL SHAREHOLDERS' MEETING  
CNC CAPITAL VIET NAM JOINT STOCK COMPANY

**DRAFT** VOTING BALLOT

ID: 00001 Shareholder/Representative Name: Nguyễn Văn A  
Number of Shares Owned: 1.000 Number of Shares Authorized: 0  
Total Number of Voting Shares: 1.000 share  
Total Number of Voting Ballots: 1.000 ballots

Voting contents:  
(Shareholders vote by marking "X/✓" in the corresponding box for each item to be approved)

1. Report of the Board of Management on the business performance in 2024 and Business Plan for 2025

☐ Approve ☐ Disapprove ☐ Abstain



2. Report on the activities of Board of Directors in 2024 and Plans for 2025

☐ Approve ☐ Disapprove ☐ Abstain



3. Report on the activities of the Board of Supervisors in 2024 and Plans for 2025

☐ Approve ☐ Disapprove ☐ Abstain



4. Approval of the Audited Financial Statements for the year of 2024

☐ Approve ☐ Disapprove ☐ Abstain



5. Proposal for the Selection of Auditors for the 2025 Financial Statements

☐ Approve ☐ Disapprove ☐ Abstain

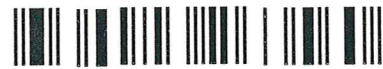


**6. Proposal for the Remuneration of the Board of Directors and the Board of Supervisors Board for 2024 and the Remuneration Plan for 2025; Distribution of net profit of the year 2024 and plan for 2025**

☐ Approve

☐ Disapprove

☐ Abstain



**7. Proposal for approval of adding a business location in Hai Duong**

☐ Approve

☐ Disapprove

☐ Abstain



**8. Proposal for Policy on executing contracts and transactions between the Company and Related Parties and approving major contracts and transactions**

☐ Approve

☐ Disapprove

☐ Abstain



**9. Proposal for Loan to Support Business Operations**

☐ Approve

☐ Disapprove

☐ Abstain

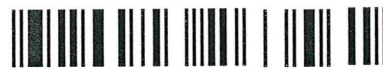


**10. Amend the Company's business scope to include additional activities**

☐ Approve

☐ Disapprove

☐ Abstain



**11. Proposal for Plan for issuing shares under the employee stock option program**

☐ Approve

☐ Disapprove

☐ Abstain



Hanoi, May 29<sup>th</sup>, 2025

**SHAREHOLDER/REPRESENTATIVE**

*(Sign, full name)*



## REPORT OF THE BOARD OF GENERAL DIRECTORS ON BUSINESS PERFORMANCE RESULTS FOR 2024 AND BUSINESS PLAN FOR 2025

### PART I

#### RESULTS OF BUSINESS OPERATIONS IN 2024

#### I. REPORT OF THE BOARD OF GENERAL DIRECTORS ON BUSINESS PERFORMANCE IN 2024

In 2024, the Board of General Directors of the Company made great efforts to implement and carry out business operations, closely adhering to the Company's established policies under the strict direction of the Board of Directors, in line with the orientation set forth in the Resolution of the 2024 Annual General Meeting of Shareholders.

##### 1. Members, Remuneration, and Operating Expenses of the Board of General Directors

In 2024, there were no changes in the Company's Board of General Directors.

The total income of the Members of the Board of General Directors for the year was 18,500,000 VND. All operating expenses, transaction costs, travel allowances, etc., of the Members of the Board of General Directors were carried out in accordance with the Company's regulations and policies.

##### 2. Business Performance Results in 2024

In implementing the Company's 2024 business operations plan, the Board of General Directors reports to shareholders on the Company's business performance as follows:

Unit: VND

No.	Indicator	Plan Amount	Actual Amount
1	Total Revenue	7.000.000.000	7.450.091.674
2	Charter Capital	300.000.000.000	300.000.000.000
3	Profit Before Tax	1.800.000.000	-4.443.984.182
4	Profit After Tax	1.400.000.000	-4.443.984.182
5	Dividend	0%	0%

#### II. EVALUATION OF OPERATIONAL AREAS

##### 1. Business Operations

In 2024, the Company continued its commercial business activities with traditional products; however, revenue remained limited due to a restricted customer base. The total revenue for the year reached over 7.4 billion VND (exceeding the planned target).

2024 marked a strategic shift for the Company. Following the direction set by the 2024 General Meeting of Shareholders, the Company invested in purchasing a plastic product manufacturing line. During the initial installation phase, no sales revenue was generated, and additional related expenses incurred.

Business profits were insufficient to cover company expenses, resulting in a post-tax profit of negative 4.4 billion VND.

## **2. Investment Activities**

In 2024, the Company did not continue investing under previously signed business cooperation contracts. The specific details are as follows:

- Investment Cooperation Contract No. 1106/HĐHTKD/TĐP-CNC dated 11/06/2023: Both parties completed the contract liquidation procedure under Contract No. 0104B/2024/BBTL-TĐP-CNC dated 01/04/2024, whereby the partner is obligated to return the entire principal cooperation amount and interest to the Company.
- Investment Cooperation Contract No. 1804/HĐHTKD/HTC-CNC dated 18/04/2023: Both parties completed the contract liquidation procedure under Contract No. 0104A/2024/BBTL/CNC-HTC dated 01/04/2024, whereby the partner is obligated to return the entire principal cooperation amount and fully settle the investment cooperation interest.
- Investment Cooperation Contract No. 0604/HĐHTKD/TP-CNC dated 06/04/2023: Both parties completed the contract liquidation procedure under Contract No. 0104C/2024/BBTL/CNC-TP dated 01/04/2024, whereby the partner is obligated to return the entire principal cooperation amount and fully settle the investment cooperation interest.

## **3. Financial and Accounting Affairs**

- Strictly comply with the preparation of financial statements in accordance with accounting standards and ensure timely and accurate disclosure of information, following disclosure regulations to maintain transparency for shareholders.
- Develop effective management measures and optimize the use of capital in business operations.
- Restructure personnel to proactively handle financial and accounting affairs, as well as capital management.

## **4. Information Disclosure and Stock Market-Related Activities**

- Conduct periodic and ad hoc information disclosures to ensure timely and transparent communication with shareholders, in accordance with current legal regulations.
- Strictly comply with regulations applicable to listed companies in the stock market.

# **PART II BUSINESS PLAN FOR 2025**

Based on the actual business operations situation, ongoing projects, and anticipated contract agreements in 2025, the Company has developed the 2025 business plan to present to the General Meeting of Shareholders, as follows:

## **I. KEY TASKS FOR 2025**

### **1. Key Economic Indicators**

Unit: VND



No.	Indicator	Actual 2024	Plan 2025
1	Total Revenue	7.450.091.674	15.000.000.000
2	Charter Capital	300.000.000.000	315.000.000.000
3	Profit Before Tax	-4.443.984.182	450.000.000
4	Profit After Tax	-4.443.984.182	360.000.000
5	Dividend	0%	0%

## **2. Key Tasks**

### **2.1. Business Operations**

- The Company will continue its business activities with traditional products, including construction materials, medical equipment, and electronic machinery. It will maintain effective investment operations while expanding into new sectors and industries.
- The Company will complete the production facility and begin processing products. In 2025, it is expected to operate at 30% of machine capacity after installation and trial runs.

### **2.2. Investment Activities**

- The Company's leadership regularly evaluates the effectiveness of investments made in 2024, aiming to develop appropriate financial strategies in line with actual business operations and future growth directions.
- Withdraw investments that are no longer viable to concentrate financial resources on more sustainable business activities.
- Seek potential and effective investment opportunities to generate stable revenue and long-term profits for the Company.

### **2.3. Human Resource Development**

- Human resources have been a key factor in the Company's success over the years. To sustain and enhance this valuable asset, the Company will continue to strengthen its organizational structure and adjust its workforce to align with both immediate and long-term operational goals.

### **2.4. Strengthening Shareholder Relations**

- The Company will continue to comply with public disclosure regulations to ensure timely and transparent communication with its esteemed shareholders.

## **II. SOLUTIONS FOR IMPLEMENTING THE 2025 BUSINESS PLAN**

### **1. Business Operations**

- Strengthen connections with traditional business partners while seeking new partners in traditional business operations.
- Maintain cooperation with long-term suppliers while identifying reputable partners and suppliers offering competitive market prices.
- Prioritize training efforts by organizing workshops for company employees to enhance professional skills. Additionally, recruit skilled staff to support production activities at the factory.

### **2. Investment Activities**

- Strengthen the inspection and supervision of financial management, accounting, and capital usage across the Company. Enhance cash flow control to ensure proper utilization.

- Focus on balancing and arranging capital to ensure sufficient funding for production and business activities, especially key operations.
- Regularly review outstanding debts, particularly excess advances, internal debts, and debts with customers.
- Evaluate previous investments to determine the best approach for restructuring them.

### **3. Organizational and Management Affairs**

- Strongly implement the restructuring of the Company's management model to enhance efficiency, strengthen competitiveness, and fulfill its guiding role for member units in compliance with legal regulations.
- Finalize internal management policies, especially coordination regulations between specialized departments.
- Enhance leadership, supervision, auditing, and inspection to ensure legal compliance, achievement of strategic objectives, execution of plans and assigned tasks, and evaluation of the Company's operational effectiveness.

### **4. Financial and Accounting Affairs**

- Strengthen the inspection and supervision of financial management, accounting, and capital usage across the Company. Enhance cash flow control to ensure proper utilization.
- Focus on balancing and arranging capital to ensure sufficient funding for business operations, particularly meeting capital demands for key construction projects in 2025.
- Regularly review outstanding receivables, unfinished production values, advances, and payment statuses within projects and units. Ensure rigorous acceptance, payment, and debt recovery efforts—especially for excess advances, internal debts, and customer debts.

### **5. Training and Human Resource Development**

- Develop policies and mechanisms to attract skilled managers and technical personnel with expertise in technology and industry experience, ensuring a workforce that meets both quantity and quality requirements—especially for project management, operations, and design teams.
- Strengthen internal training and on-the-job training programs, leveraging Company funding support for specialized technical courses to build a highly competent and skilled workforce.

This report summarizes the business operations results for 2024 and outlines the business plan and objectives for 2025.

Respectfully submitted to the General Meeting of Shareholders for approval./.

#### **Recipients:**

- As stated above;
- Board of Directors;
- Executive Board;
- Archived.

**GENERAL DIRECTOR**



**NGUYỄN HỮU LỢI**



## REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND PLANS FOR 2025

On behalf of the Board of Directors of CNC Capital Vietnam Joint Stock Company, I present to the Annual General Meeting of Shareholders in 2025 a report on the Board's performance in 2024.

### I. RESULTS OF TASK IMPLEMENTATION IN VARIOUS WORK AREAS

#### Evaluation of Business Performance in 2024

Based on the 2024 business plan approved by the Annual General Meeting of Shareholders in 2024, the Board of Directors has assigned the plan to the Executive Board and specialized departments. It has also provided direction for implementation, with the following results:

Unit: VND

No.	Indicator	Plan Amount	Actual Amount
1	Total Revenue	7.000.000.000	7.450.091.674
2	Charter Capital	300.000.000.000	300.000.000.000
3	Profit Before Tax	1.800.000.000	-4.443.984.182
4	Profit After Tax	1.400.000.000	-4.443.984.182
5	Dividend	0%	0%

### II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

The Board of Directors operates in accordance with the Company's Charter, the Enterprise Law, the Securities Law, and other relevant legal regulations. Board meetings are held regularly and in compliance with the Charter. The Board has closely followed the direction set by the General Meeting of Shareholders' resolution and the actual situation of the Company, ensuring leadership, management, and supervision of corporate activities in line with the agreed-upon resolutions..

#### 1. Members

In 2024, the composition of the Board of Directors remained unchanged.

The current structure of the Company's Board of Directors is as follows:

No.	Full name	Position
1	Mr. <b>Trần Việt Hùng</b>	Chairman of the Board of Directors
2	Mr. <b>Nguyễn Hữu Lợi</b>	Board Member (appointed on 29/05/2023)
3	Ms. <b>Đông Thị Trang</b>	Board Member (appointed on 29/05/2023)

## ***2. Management and Supervision Work of the Board of Directors in 2024***

In 2024, the Board of Directors held eight meetings, issuing Minutes and Resolutions as a foundation for the Executive Board to implement business operations. The details are as follows:

<b>No.</b>	<b>Resolution/Decision Number</b>	<b>Date</b>	<b>Content</b>	<b>Approval Rate</b>
1	0703.1/2024/NQ-HĐQT	07/03/2024	Resolution of the Board meeting on convening the 2024 Annual General Meeting of Shareholders.	100%
2	2903/2024/BB-HĐQT-CNC	29/03/2024	Meeting minutes on summarizing quarterly business performance and company governance, setting future goals.	100%
3	0504.1/2024/NQ-HĐQT	05/04/2024	Resolution of the Board meeting on approving the agenda and documents for the 2024 Annual General Meeting of Shareholders.	100%
4	2506.1/2024/NQ-HĐQT	25/06/2024	Resolution of the Board meeting on approving the plan to recover capital from previous business investments and initiate a new business plan with BOT Cau Thai Ha JSC.	100%
5	2606.1/2024/NQ-HĐQT-CNC	26/06/2024	Resolution of the Board meeting on signing a contract for the review of the mid-year financial statements and the audit of the 2024 annual financial statements.	100%
6	2307.1/2024/NQ-HĐQT	23/07/2024	Resolution of the Board meeting on establishing the internal audit department and issuing the Company's Internal Audit Regulations.	100%
7	2709/2024/BB-HĐQT	27/09/2024	Meeting minutes on summarizing the business performance of Q3 2024 and company governance, setting objectives for Q4 2024.	100%
8	3012/2024/BB-HĐQT	30/12/2024	Meeting minutes on summarizing business operations in 2024 and setting business objectives and governance adjustments for the upcoming year.	100%

## ***3. Supervision of the Activities of the Executive Board and Management Personnel***



With its roles, responsibilities, and authority, the Board of Directors has carried out supervision, direction, and management of the Company in compliance with legal regulations, the Company's Charter, and resolutions of the General Meeting of Shareholders, as follows:

- The Board of Directors closely monitors the activities of the Executive Board and management personnel, promptly resolving any arising issues within its authority. It facilitates smooth leadership and management operations within the Company.
- The Board requires the General Director and management personnel to strengthen leadership efforts and consistently submit monthly and quarterly business performance reports to enhance operational efficiency.
- Supervision of business operations is conducted in alignment with resolutions from the General Meeting of Shareholders.
- All business activities are thoroughly reviewed and monitored by the Company's Supervisory Board and specialized departments to minimize risks effectively.
- Ensure strict implementation of reporting procedures and information disclosure regulations.

**4. Overall Assessment of the Activities of the Board of Directors**

- The Board of Directors has directed the revision and supplementation of management regulations to align with legal provisions and the actual situation of the Company.
- The Board has closely, promptly, and regularly coordinated with the Executive Board and the Supervisory Board in directing the implementation of resolutions from the General Meeting of Shareholders and the Board of Directors.
- All decisions made by the Board are thoroughly discussed, adequately communicated, and properly documented with the Supervisory Board and the Executive Board.
- Proposals from the Executive Board to the Board of Directors are carefully reviewed, discussed, and provided with timely guidance.
- The Company has fully and promptly complied with resolutions from the General Meeting of Shareholders, the Board of Directors, and government regulations.

**5. Report on the Remuneration and Income of the Board of Directors**

- The Board of Directors received remuneration/allowances in 2024 in accordance with the Company's regulations.
- Operational costs, transaction expenses, travel allowances, and other expenditures of the Board in 2024 were executed in compliance with the Company's policies and regulations.

**6. Report on the Evaluation of Transactions Between the Company, Its Subsidiaries, and Companies Where KSQ Holds More Than 50% of Charter Capital with Board Members, the General Director, Other Executives, and Related Persons; Transactions Between the Company and Companies in Which Board Members, the General Director, or Other Executives Were Founders or Managers Within the Last Three Years Before the Transaction Date**

- None.

**7. Activities of Independent Board Members and Evaluation Results of Independent Members on the Board's Performance**

- Activities of the Independent Board Member: The Company has one independent Board Member, Ms. Đồng Thị Trang. In 2024, the activities of the independent Board Member were carried out in compliance with the Company's Charter and relevant legal regulations.

- Evaluation of the Board's Performance by the Independent Board Member: In 2024, the Company's Board of Directors held all required meetings in accordance with applicable laws and issued Minutes and Resolutions as a foundation for the Executive Board to implement business operations.

### III. OBJECTIVES AND TASKS FOR 2025

Building on the achievements attained and addressing the outstanding challenges of 2024, the Board of Directors is committed to making every effort to foster stable and sustainable company growth, overcoming the general difficulties of Vietnam's economy in 2025 through the following key measures:

- Maintain monthly discussions between the Chairman of the Board and non-executive Board members to ensure alignment and foster initiatives and ideas for the Board and the Company's operations.
- Continue holding quarterly Board meetings to establish timely and flexible policies, addressing emerging issues in business management.
- Draft the Company's development strategy.
- The Board of Directors will continue directing and supervising the Executive Board to achieve and exceed the targets set for 2024 as follows:

No.	Indicator	Actual Performance	2025 Plan
1	Total Revenue	7.450.091.674	15.000.000.000
2	Charter Capital	300.000.000.000	315.000.000.000
3	Profit Before Tax	-4.443.984.182	450.000.000
4	Profit After Tax	-4.443.984.182	360.000.000
5	Dividend	0%	0%

The above report summarizes the activities of the Board of Directors of CNC Capital Vietnam Joint Stock Company in 2024 and outlines the operational directions for 2025.

**Respectfully submitted to the General Meeting of Shareholders!**

#### Recipients:

- As mentioned above;
- Board of Directors;
- Executive Board;
- Archive: Administration Office, Supervisory Board.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**TRẦN VIỆT HÙNG**





No. 01/2025/BC-BKS-CNC

Hanoi, May 7<sup>th</sup>, 2025

## REPORT ON THE ACTIVITIES OF THE BOARD OF SUPERVISORS FOR YEAR 2024 AND PLAN FOR 2025

The Board of Supervisors of CNC Capital Vietnam Joint Stock Company hereby reports to the 2025 Annual General Meeting of Shareholders on the implementation of inspection and supervision activities in 2024, as well as the Board's operational plan for 2025, as follows:

### SECTION A: RESULTS OF INSPECTION AND SUPERVISION IN 2024

#### I. Activities of the Board of Supervisors in 2024

##### 1. Organizational Work

The Board of Supervisors consists of three members, including one (01) Head of the Board of Supervisors and two (02) Board Members. In 2024, the composition of the Board of Supervisors and changes in its membership were as follows:

No.	Full Name	Position	Appointment/Dismissal Date
1	Hoàng Ngọc Quyết	Head of the Board of Supervisors	
2	Vũ Quốc Tuấn	Member of the Board of Supervisors	Appointed on 26/04/2024
3	Nguyễn Bá Trường	Member of the Board of Supervisors	Appointed on 26/04/2024
-	Lê Hồng Ngọc	Member of the Board of Supervisors	Dismissed on 26/04/2024
-	Đặng Thị Tâm	Member of the Board of Supervisors	Dismissed on 26/04/2024

##### 2. Operational Status of the Board of Supervisors in 2024

In 2024, the Board of Supervisors conducted three meetings to implement supervision activities and assess the Company's operations through financial reports and the review of certain documents. The areas of supervision included:

- Supervising the activities of the Board of Directors and reviewing the Board's performance report.
- The Board of Supervisors monitored various aspects of the Company's operations by participating in meetings with the Board of Directors and Executive Board, as well as reviewing periodic reports from specialized departments.
- Inspecting and supervising compliance with legal policies, government regulations, and Company policies issued by the Board of Directors and the Executive Board through the review of Board resolutions and executive decisions related to business operations.

- Reviewing and auditing the Company's semi-annual financial statements and quarterly financial reports for 2024. Collaborating with the audit organization to oversee inventory, settlements, and the verification of the semi-annual financial statements for 2024.
- Coordinating with the audit firm to finalize the 2023 financial statements in preparation for the draft report by the Board of Supervisors to be presented at the 2024 Annual General Meeting of Shareholders. Supervising and advising on the procedures for organizing the 2024 Annual General Meeting of Shareholders to ensure compliance with legal regulations and the Company's Charter.

### ***3. Results of Supervisory Control Over the Company's Management and Operations***

- The management of business operations by the Board of Directors and the Executive Board in 2024 complied with the Enterprise Law, the Company's Charter, resolutions of the General Meeting of Shareholders and the Board of Directors, as well as relevant legal regulations.
- In 2024, the Board of Directors held eight meetings to oversee the Company's operations, continuously monitoring the implementation of issued decisions and supervising the Company's activities through periodic reports from the Executive Board. The Board provided direction, support, and favorable conditions for the Executive Board and the Board of Supervisors to perform their functions and responsibilities in accordance with regulations.
- The Executive Board demonstrated diligence and a high sense of responsibility in their work. They conducted thorough assessments of opportunities and challenges, consistently engaged in risk management to mitigate potential losses and anticipate future opportunities. Additionally, they maintained a firm, flexible, and proactive approach in managing the Company's operations. They promptly executed strategic solutions to overcome difficulties and actively expanded market reach. Effective measures were implemented in human resource management, salaries, bonuses, and corporate governance models to enhance autonomy and flexibility across departments. The Executive Board also optimized resource utilization—including capital, assets, and workforce—while improving management efficiency to reduce costs.

### ***4. Report on the Evaluation of Transactions Between the Company, Its Subsidiaries, and Companies Where KSQ Holds More Than 50% of Charter Capital with Board Members, the General Director, Other Executives, and Related Persons; Transactions Between the Company and Companies in Which Board Members, the General Director, or Other Executives Were Founders or Managers Within the Last Three Years Before the Transaction Date***

None.

### ***5. Coordination Between the Board of Supervisors, the Board of Directors, and the Executive Board***

- In 2024, the Board of Supervisors closely coordinated with the Board of Directors and the Executive Board in carrying out assigned functions and responsibilities. The Board of Directors and the Executive Board facilitated the Board of Supervisors in performing its duties by providing relevant information and documentation regarding the Company's activities. The Board of Supervisors was invited to participate in all Board of Directors meetings and Company briefing sessions.
- The Board of Supervisors closely collaborated with the Board of Directors and the Executive Board in inspection and supervision activities at member units as well as within the Company's management structure. This allowed for timely solutions to existing issues,



enhancing management effectiveness and ensuring full compliance with prevailing government regulations.

#### **6. Report on the Income of the Board of Supervisors in 2024**

The Board of Supervisors received remuneration in 2023 in accordance with the Company's regulations.

## **II. RESULTS OF SUPERVISION OVER THE IMPLEMENTATION OF THE 2024 BUSINESS PRODUCTION PLAN**

### **1. Key Performance Indicators for the Implementation of the Business Production Plan**

*Unit: VND*

<b>No.</b>	<b>Indicaotr</b>	<b>Plan</b>	<b>Actual Performance</b>
1	Total Revenue	7.000.000.000	7.450.091.674
2	Charter Capital	300.000.000.000	300.000.000.000
3	Profit Before Tax	1.800.000.000	-4.443.984.182
4	Profit After Tax	1.400.000.000	-4.443.984.182
5	Dividend	0%	0%

*(Source: Audited Financial Report 2024)*

### **2. Financial and Accounting Work**

- Fully complied with state regulations and policies in financial accounting. Completed financial reports and adhered to disclosure requirements within the prescribed time frame.
- Provisions were allocated in accordance with financial and accounting regulations and were audited by an independent auditing firm.
- The Board of Supervisors conducted an appraisal of financial reports before and after the audit process.
- Verified supporting evidence for information presented in the financial statements; assessed compliance with prevailing accounting standards and policies, reviewed applied accounting principles and methods, as well as the overall presentation of financial statements.
- Examined each financial statement indicator; inspected records, accounting documents, and inventory reports related to materials, assets, and capital as of December 31, 2024, along with debt records and other relevant financial documentation.
- Reviewed the audit report and management letter issued by the independent auditing firm.

After appraisal, the Board of Supervisors has the following observations: In 2024, the Company complied with the regulations of the Accounting Law, Accounting Regime, and Vietnamese Accounting Standards. Additionally, its financial practices aligned with the Company's operational characteristics and management requirements. The preparation, circulation, use, and preservation of accounting documents were generally ensured to be lawful, reasonable, and valid. The preparation, recording, use, and preservation of accounting books were conducted fully and timely, in accordance with the current accounting regime. Financial reports were prepared in strict compliance with prevailing accounting standards and regulations.

### **3. Labor and Salary Management**

- The average income per employee is 9,000,000 VND per person per month.

- The Company complies with current regulations in paying health insurance and social insurance.

### **III. RESULTS OF FINANCIAL STATEMENT APPRAISAL FOR 2024**

- The financial statements fully reflect the Company's business operations and financial situation, presented according to prescribed reporting formats.
- The report provides a truthful and fair representation of key financial aspects as of December 31, 2024.
- Accounting records, bookkeeping, and classification of economic content were conducted in compliance with accounting standards issued by the Ministry of Finance.
- The Company has fulfilled its reporting and periodic information disclosure obligations as required for listed entities on the Hanoi Stock Exchange, adhering to regulations on securities market disclosures.
- The Company's 2024 financial statements were audited in accordance with the Company's Charter and the resolutions of the Annual General Meeting of Shareholders, as conducted by International Auditing and Valuation Company Limited.

### **IV. CONCLUSION AND RECOMMENDATIONS**

The Board of Supervisors agrees with the Board of Directors' Activity Report, the Business Operation Results Report, the audited 2024 Financial Statements, and the 2024 Profit Distribution Plan presented at the General Meeting.

To successfully fulfill the 2025 plan objectives, the Board of Supervisors respectfully recommends that the Company's leadership:

- Continue strengthening restructuring efforts towards efficiency, aligning with real-world conditions while closely adhering to the Company's development strategy.
- Enhance inspection and supervision activities to improve accountability within departments and divisions of the Company.

### **SECTION B: OPERATIONAL PLAN OF THE BOARD OF SUPERVISORS FOR 2025**

- Review the structure, functions, and responsibilities of the supervisory and internal audit departments to refine and optimize the organizational framework in alignment with Company operations.
- Examine compliance with governmental policies, laws, regulations, and official guidelines.
- Monitor and supervise the implementation of internal regulations, policies, and management procedures within the Company.
- Inspect the organizational structure and workforce of the unit, including personnel appointments, recruitment, salary payments, and income distribution.
- Oversee the execution of the 2025 business plan approved by the General Meeting of Shareholders, ensuring the accuracy and timeliness of statistical reports from various departments and units.
- Supervise the implementation of the capital balancing plan and cash flow strategies that support business operations in 2025.
- Conduct an appraisal of quarterly, semi-annual, and annual financial statements for 2025.



The above is a summary report on the activities of the Board of Supervisors in 2024 and the operational direction for 2025.

**Respectfully submitted to the General Meeting of Shareholders!**

**Recipients:**

- *As mentioned above;*
- *Board of Directors;*
- *Executive Board;*
- *Archived: Administration Office,  
Board of Supervisors..*

**ON BEHALF OF THE BOARD OF SUPERVISORS**

**HEAD OF THE BOARD**



**HOANG NGOC QUYET**

