

PROPOSAL

“Regarding the approval of matters under the authority of the” General Meeting of Shareholders”

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as amended and supplemented by the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025;
- Pursuant to the Law on Securities No. 54/2019/QH14, as amended and supplemented by Law No. 56/2024/QH15;
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain articles of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of Thong Nhat Joint Stock Company;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders;
- Pursuant to the 7th Amended Business Registration Certificate dated December 10, 2025;
- Pursuant to the Audited Financial Statements for the fiscal year ended December 31, 2025, audited by AASC Auditing Firm Co., Ltd;
- Pursuant to Report No. 03/BC-BOD dated February 10, 2026, by the Board of Directors on the 2025 business results and the 2026 plan.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the following matters:

1/ Approval of the Company's 2025 Reports:

The Board of Directors submits to the General Meeting of Shareholders for approval the 2025 Reports of Thong Nhat Joint Stock Company, including:

- Report on business performance results in 2025 and the plan for 2026, No. 03/BC-HĐQT dated Feb 10, 2026;
- Report on Corporate Governance in 2025, No. 02/BC-HĐQT dated January 20, 2025;
- Report on the appraisal of the 2025 business performance by the Board of Supervisors;
- Audited 2025 Financial Statements (Independent Audit Report No. 240226.001/BCTC.HCM).

2/ Distribution of Profit and Dividend Payment for 2025:

- Development Investment Fund : VND 1,791,229,498 (5% of PAT).
- Bonus and Welfare Fund : VND 716,491,799 (2% of PAT).
- Bonus for the Board of Directors & Members of the Board of Supervisors: VND 716,491,799 (2% of PAT).
- Bonus for the Executive Board : VND 358,245,900 (1% of PAT).
- 2025 Dividend payment (25% rate) : VND 20,500,000,000.
- Retained Earnings from Previous Years : VND 11,742,130,957.

3/ Approval of the Planned Targets and Projected Profit Distribution for 2026:

3.1/ Planned Business Performance Targets for 2026:

- Actual Revenue : VND 137,196,000,000.
- Profit Before Tax : VND 34,570,000,000
- Budgetary Contributions : VND 7,605,400,000
- Profit After Tax : VND 26,964,600,000
- Dividend Rate : 25%.

3.2/ Projected Profit Distribution After Tax for 2026:

- Development Investment Fund : No appropriation.
- Bonus and Welfare Fund : 03 months' salary.
- Bonus for the BOD & Supervisory Board: 2% of Profit After Tax.
- Bonus for the Executive Board : 01% of profit after tax.
- Dividend Payment : 25%

4/ The remuneration regime for the Board of Directors' members, the Board Secretary, and the Board of Supervisors in 2026, specifically as follows:

- Chairman of the Board of Directors' remuneration: 10,000,000 VND/person/month.
- Board of Directors' members remuneration: 8,000,000 VND/person/month.
- Head of the Board of Supervisors remuneration: 6,000,000 VND/person/month.
- Member of the Board of Supervisors and Board Secretary remuneration: 4,000,000 VND/person/month.
- Living expenses for Board of Directors' members, Board Secretary and the Board of Supervisors : 5,000,000 VND/person/month.

(Personal Income Tax for the aforementioned amounts shall be paid by the Company).

5/ Approval of Amendments to the Company's Charter

Amendments to Clause 3, Article 2 and Clause 1, Article 4 of the Charter to align with the 7th Amended Business Registration Certificate (dated Dec 10, 2025) and Decree No. 245/2025/ND-CP regarding maximum foreign ownership limits, as well as business strategy adjustments:

STT	Điều lệ cũ	Điều lệ sửa đổi
1.	Headquarters Address: Bau Xeo IP, Song Trau Commune, Trang Bom District, Dong Nai Province	Headquarters Address: Plot A1, Road 2A, Bau Xeo IP, Trang Bom Commune, Dong Nai Province, Vietnam
2.	Industry Code: 6810 Real estate business, land use rights owned, used, or leased (only operating when business conditions are met as prescribed by law and implemented in accordance with Article 11 of the Law on Real Estate Business No. 66/2014/QH13 dated November 25, 2014): (Excluding investment in construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with the infrastructure)	Industry Code: 6810 Real estate business, land use rights owned, used, or leased (only operating when business conditions are met as prescribed by law and implemented in accordance with Article 10 of the Law on Real Estate Business No. 29/2023/QH15 dated November 28, 2023): (Excluding investment in construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with the infrastructure)
3.	Industry Code: 4221 Construction of power lines and stations	None
4.	Industry Code: 3811 Collection of non-hazardous waste. (Not operating at headquarters; only operating when conditions are met as prescribed by environmental laws and Circular No. 36/2015/TT-BTNMT dated June 30, 2015, of the Ministry of Natural Resources and Environment on hazardous waste management; no storage at headquarters, only operating when the location is approved by competent authorities)	None
5.	Industry Code: 3812 Collection of hazardous waste.	None

	(Details and conditions similar to Code 3811)	
6.	<p>Industry Code: 3821</p> <p>Treatment and disposal of non-hazardous waste.</p> <p>(Not operating or storing at headquarters; only operating when the location is approved by competent authorities and meeting environmental law requirements)</p>	None
7.	<p>Industry Code: 3822</p> <p>Treatment and disposal of hazardous waste.</p> <p>(Operating conditions per environmental laws and Decision No. 2862/QĐ-UBND dated Nov 3, 2011, of the People's Committee of Dong Nai Province)</p>	None
8.	<p>Industry Code: 4933</p> <p>Freight transport by road (Only operating when conditions are met)</p>	None
9.	<p>Industry Code: 4661</p> <p>Wholesale of solid, liquid, and gaseous fuels and related products.</p> <p>Details: Wholesale of gasoline, oil, lubricants, gas, and related products... (Excluding foreign investors' distribution rights as restricted by law)</p>	None
10.	<p>Industry Code: 4730</p> <p>Retail sale of automotive fuel in specialized stores</p>	None
11.	<p>Industry Code: 4773</p> <p>Other retail sale of new goods in specialized stores (Retail sale of kerosene, LPG, household coal)</p>	None
12.	None	Industry Code: 4690: Non-specialized wholesale trade
13.	None	Industry Code: 5510: Hotels and similar accommodation
14.	None	Industry Code: 5590: Other short-stay accommodation
15.	None	Industry Code: 5610: Restaurants and

		mobile food service activities
16.	None	Industry Code: 8511: Nursery education.
17.	None	Industry Code: 8512: Pre-primary education
18.	None	Industry Code: 8531: Elementary level vocational training
19.	None	Industry Code: 8532: Intermediate level vocational training
20.	None	Industry Code: 8551: Sports and recreation education
21.	None	Industry Code: 8552: Cultural and arts education
22.	None	Industry Code: 8620: Medical, specialized, and dental clinic activities
23.	None	Industry Code: 9311: Operation of sports facilities

6/ Authorize the Company's Board of Directors to:

- To select one of the three auditing firms: AASC Auditing Firm Limited Liability Company; A&C Auditing and Consulting Company Limited; Ernst & Young Vietnam Auditing Company Limited to audit the Company's 2026 Financial Statements.

The above matters fall under the decision-making authority of the General Meeting of Shareholders. The Company's Board of Directors respectfully submits this proposal for the General Meeting's consideration and voting.

Respectfully./.

**On behalf of the Board of Directors
CHAIRMAN OF THE BOARD OF
DIRECTORS**



Tran Trung Tuan

CHUYÊN

