

**SUNSHINE GROUP  
JOINT STOCK COMPANY**

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

No.: 93...../2026/SSG-CBTT

Hanoi, March 20, 2026

**To: State Securities Commission of Vietnam  
Hanoi Stock Exchange  
Shareholders**

Name of organization: Sunshine Group Joint Stock Company

Stock code: KSF

Head office address: 12th Floor, Sunshine Center Building, 16 Pham Hung Street, Tu Liem Ward, Hanoi City, Viet Nam.

Phone number: 024 730 52999

Website: <https://sunshinegroup.vn/>

Person in charge of information disclosure: Mr. Ho Duc Viet – Authorized Person for Information Disclosure


Type of information disclosure: ☒ Periodic ☐ Extraordinary ☐ 24h ☐ Other

**Content of information disclosure:**

Sunshine Group Joint Stock Company hereby respectfully discloses the following information:

- Time of the 2026 Annual General Meeting of Shareholders: 8:00 AM, Saturday, April 11, 2026.
- Venue of the Annual General Meeting of Shareholders: 5th Floor Hall, Sunshine Center Building, No. 16 Pham Hung, Tu Liem Ward, Hanoi City.
- Invitation notice, meeting agenda, and documents serving the Annual General Meeting of Shareholders: Please refer to the details at the following link: <https://sunshinegroup.vn/dai-hoi-co-dong/> and note that they will be updated and supplemented until the meeting date.

This information was disclosed on the Company's website on March 20, 2026 at the following link: <https://sunshinegroup.vn/dai-hoi-co-dong/>

We hereby certify that the above information is true and correct and we take full legal responsibility for the disclosed information. 

**Recipients:**

- As above.

**AUTHORIZED PERSON FOR  
INFORMATION DISCLOSURE**



**HO DUC VIET**

**SUNSHINE GROUP  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

No.: 08.../2026/SSG/NQ-HĐQT

Hanoi, March 22, 2026

**RESOLUTION OF THE BOARD OF DIRECTORS**

**SUNSHINE GROUP JOINT STOCK COMPANY**

**THE BOARD OF DIRECTORS**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter of Organization and Operation of Sunshine Group Joint Stock Company (the "Company");
- Pursuant to the Minutes of the Board of Directors' Meeting No. 08.../2026/SSG/BBH-HĐQT dated 20/03/2026.

**RESOLVES:**

**Article 1. To approve the time and agenda of the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company, as follows:**

- Time of the meeting: 8:00 AM, Saturday, April 11, 2026.
- Venue: 5th Floor Conference Hall, Sunshine Center, 16 Pham Hung Street, Tu Liem Ward, Hanoi.
- Form of meeting: physical meeting combined with voting and election by electronic voting method;
- Meeting agenda:
  - Report on the activities of the Board of Directors in 2025;
  - Report on the evaluation of the Independent Member of the Board of Directors in 2025;
  - Report on the activities of the Board of Management on business performance in 2025 and the business plan for 2026;
  - Report on the activities of the Board of Supervisors in 2025;
  - Proposal on approval of the audited Financial Statements for 2025 and the profit distribution plan for 2025;
  - Proposal on approval of the business plan targets for 2026;
  - Proposal on approval of the remuneration and bonus plan for the Board of Directors in 2026;
  - Proposal on approval of the remuneration and bonus plan for the Board of Supervisors in 2026;
  - Proposal on approval of the selection of the auditing firm for the 2026 Financial Statements;
  - Proposal on approval of the dismissal and additional election of an Independent Member of the Board of Directors;
  - Proposal on approval of the policy on transactions between the Company and related parties;






- Proposal on approval of the Company's investment and M&A policy in certain potential companies and real estate projects;
- Proposal on approval of the report on uncompleted matters;
- Proposal on approval of the policy to transfer the Company's share listing to the Ho Chi Minh City Stock Exchange;
- Proposal on approval of amendments to detailed business lines;
- Proposal on approval of amendments to the Company's Charter;
- Proposal on approval of the plan for share issuance for dividend payment for 2025;
- Other matters within the authority of the General Meeting of Shareholders (if any).

**Article 2. To approve the documents of the 2026 Annual General Meeting of Shareholders**

Detailed meeting documents shall be published on the Company's website and may be updated, revised, and supplemented (if any) until the date of the General Meeting of Shareholders.

**Article 3. Implementation**

The Chairman of the Board of Directors is assigned to direct the organization and implementation of the above contents in accordance with applicable regulations.

**Article 4.** This Resolution shall take effect from the date of signing. Members of the Board of Directors, the General Director, departments and relevant individuals shall be responsible for implementing this Resolution. 

***Recipients:***

- *As stated in Article 4.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN** 



**DO ANH TUAN**



## MEETING AGENDA

### 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Time:** 08:00 AM, Saturday, April 11, 2026.

**Venue:** 5th Floor Hall, Sunshine Center Building, No. 16 Pham Hung, Tu Liem Ward, Hanoi City.

Time	Detailed Agenda
08:00 – 08:30	<b>I. Registration of Attending Delegates</b>
08:30 – 09:00	<b>II. Opening Procedures of the General Meeting of Shareholders</b>
	Opening of the Meeting and introduction of delegates
	Report on the results of verification of shareholders' eligibility
	Introduction of the Presidium and the Secretariat
	Approval of the Meeting Agenda, Regulation on the Organization and Operation of the 2026 Annual General Meeting Of Shareholders; Regulations on additional elections of Independent member of the Board of Directors and the composition of the Vote Counting Committee
09:00 – 10:30	<b>III. Presentation of Reports and Proposals to the Meeting</b>
	<b>Reports:</b>
	Report on the activities of the Board of Directors in 2025
	Report on the activities of the Independent member of the Board of Directors in 2025
	Report on the activities of the Board of Management on business performance in 2025 and the business plan for 2026
	Report on the activities of the Board of Supervisors in 2025
	<b>Proposals:</b>
	Proposal for approval of the audited Financial Statements for 2025 and the profit distribution plan for 2025
	Proposal for approval of the production and business plan targets for 2026
	Proposal for approval of the remuneration and bonus plan for the Board of Directors in 2026
	Proposal for approval of the remuneration and bonus plan for the Board of Supervisors in 2026
	Proposal for approval of the selection of the auditing firm for the 2026 Financial Statements
	Proposal for approval of the dismissal and additional election of an Independent member of the Board of Directors
	Proposal for approval of the policy on transactions between the Company and related parties





Time	Detailed Agenda
	Proposal for approval of the Company's investment and M&A policy in certain potential real estate projects
	Proposal for approval of the report on uncompleted matters
	Proposal for approval of the policy to transfer the Company's share listing to the Ho Chi Minh City Stock Exchange
	Proposal for approval of amendments to the Company's business lines
	Proposal for approval of amendments to the Company's Charter
	Proposal for approval of the plan for share issuance for dividend payment for 2025
	Other matters within the authority of the General Meeting of Shareholders (if any)
10:30 – 11:30	<b>IV. Discussion; Voting and Announcement of Voting Results; Election and Announcement of Election Results</b>
11:30 – 12:00	<b>V. Closing Procedures of the Meeting</b>
	Approval of the Minutes of the Meeting and the Resolution of the General Meeting of Shareholders
	Summary and declaration of the closing of the Meeting

ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN



DO ANH TUAN





## INVITATION LETTER

### 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder: ...

Shareholder code: ...

Address: ...

Registration Number: ...

Phone: ...

Number of shares owned: ... shares

The Board of Directors of Sunshine Group Joint Stock Company ("KSF") (Business registration number: 0106771556, head office located at 12th Floor, Sunshine Center building, No. 16 Pham Hung, Tu Liem Ward, Hanoi) respectfully invites you to attend the 2026 Annual General Meeting of Shareholders (AGM) by direct method. Details as follows:

1. **Time: 08:00 A.M, on Saturday, April 11, 2026.**
2. **Venue: [\*].**
3. **Meeting agenda and relevant documents:** Details of the content, meeting agenda and documents of the Annual General Meeting are posted on the website: <https://sunshinegroup.vn/dai-hoi-dong-co-dong/>
4. **Conditions and Methods of attending the meeting**
  1. *Conditions for attendance:* All shareholders owning KSF shares listed in the shareholder list register as of March 13, 2026 provided by Vietnam Securities Depository and Clearing Corporation (VSDC) or those duly authorized representatives.
  2. *Methods of attendance:*
    - Shareholders or their authorized representatives attending the General Meeting of Shareholders are required to bring the meeting invitation, valid personal identification documents (Citizen Identification Card/Passport), and a power of attorney (in the case of authorized representation). These documents must be presented for verification of delegate eligibility.
    - Shareholders/authorized representatives please entry the website: <https://ezgsm.fpts.com.vn/> to participate in discussions, contribute opinions and cast electronic votes using the login credentials provided by the Organizing Committee after completing delegate registration.
5. **Confirmation of attendance:**

To facilitate the organization of the AGM, we kindly request that you confirm your attendance/ authorize a representative, or provide opinions on the proposed contents to be discussed in the agenda of the Annual General Meeting before 4:00 P.M on April 10, 2026, via the following contact details

#### ORGANIZING COMMITTEE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS - SUNSHINE GROUP JOINT STOCK COMPANY

Address: 12th Floor, Sunshine Center building, No. 16 Pham Hung, Tu Liem Ward, Hanoi  
Phone: 0985 729 333 (Ms.Cham) /0368 703 431 (Ms.Trang) Email: [ir@ksf.vn](mailto:ir@ksf.vn)

Best regards!

O/B. BOARD OF DIRECTORS  
CHAIRMAN

DO ANH TUAN





**SOCIALIST REPUBLIC OF VIET NAM**  
**Independence – Freedom – Happiness**

**POWER OF ATTORNEY**  
**FOR ATTENDANCE AT THE 2026 ANNUAL GENERAL MEETING OF**  
**SHAREHOLDERS**  
**SUNSHINE GROUP JOINT STOCK COMPANY**

**To: Sunshine Group Joint Stock Company**

**1. AUTHORIZING PARTY:**

Individual/Organization:

Citizen Identification Card/Passport/Enterprise Registration Certificate No.:

Issued on: Place of issue:

Address:

Telephone:

Number of shares owned (as at March 13, 2026):

(In words: )

**2. AUTHORIZED PARTY:**

Individual/Organization:

Citizen Identification Card/Passport/Enterprise Registration Certificate No.:

Issued on: Place of issue:

Address:

Telephone:

Number of shares authorized:

(In words: )

**3. SCOPE OF AUTHORIZATION:**

The Authorized Party is entitled to represent the Authorizing Party to perform the following:

- Attend the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company on April 11, 2026.
- Decide, vote, and/or participate in elections on matters presented at the 2026 Annual General Meeting of Shareholders, corresponding to the number of shares authorized.



**4. TERM OF AUTHORIZATION**

This Power of Attorney shall remain valid for the duration of the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company as mentioned above.

**5. RESPONSIBILITIES OF THE AUTHORIZING PARTY AND THE AUTHORIZED PARTY**

Both parties hereby assume full responsibility for this authorization and undertake to strictly comply with the applicable provisions of law and the Charter of Sunshine Group Joint Stock Company.

*Note: The Authorized Party shall not re-authorize any third party to perform the scope of authorization specified in this Power of Attorney.*

..., dated ....., 2026

**AUTHORIZING PARTY**

*(Signature and full name, seal if any)*

**AUTHORIZED PARTY**

*(Signature and full name, seal if any)*







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

Hanoi, *March 20* 2026

**REPORT**  
**ACTIVITIES OF THE BOARD OF DIRECTORS**  
**SUNSHINE GROUP JOINT STOCK COMPANY**

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

Esteemed Shareholders,

First of all, on behalf of the Board of Directors, I would like to present the Report on the results of operations in 2025 and the operational plan for 2026 of the Board of Directors of Sunshine Group Joint Stock Company ("Company/Sunshine Group/Group") as follows:

**I. Performance of Sunshine Group Joint Stock Company in 2025**

**1. Overview of general activities in 2025**

2025 marks a crucial stage of development for Sunshine Group amidst Vietnam's rapidly transforming economy. During the year, the Group not only achieved its restructuring goals but also made significant breakthroughs, strengthening its internal foundation, perfecting its management system, and shaping its long-term development strategy for the next phase.

At the end of the 2025 fiscal year, Sunshine Group recorded consolidated total assets of nearly VND 120,000 billion; revenue exceeding VND 20,000 billion; and pre-tax profit of over VND 11,300 billion. These results not only reflect stable business operations but also demonstrate a significant improvement in the Group's management capabilities, resource allocation, and risk control. The positive financial indicators further affirm an increasingly sustainable financial structure, a progressively standardized operating system, and a strong internal foundation, enabling Sunshine Group to confidently enter the next decade of development.

In 2025, Sunshine Group marked a significant milestone in its development by completing the issuance of nearly 600 million shares to make a public tender offer



for Sunshine Homes Development Joint Stock Company (“Sunshine Homes”). Following the transaction, the company acquired 99.96% of Sunshine Homes' charter capital. From September 2025, Sunshine Homes officially became a subsidiary of Sunshine Group, and its subsidiaries such as Hung Thinh Phat Investment Company Limited, Xuan La Construction Investment Joint Stock Company, Sao Anh Duong Joint Stock Company, Long Bien Construction Investment Joint Stock Company, and Xuan Dinh Construction Investment Joint Stock Company also became indirect subsidiaries of the Group. This transaction not only expanded the scale and project portfolio but also contributed to making Sunshine Group one of the leading real estate companies in terms of total assets and market capitalization.

Based on a clearly defined development strategy, in 2025, the Group will continue to accelerate the implementation of many key projects, while launching large-scale projects located in areas with high development potential, such as in Hanoi: Noble Crystal Tay Ho Worldhotels Residences, Noble Palace Tay Thang Long Worldhotels Residences, Noble Crystal Long Bien Worldhotels Residences, and Noble Palace Garden... These projects all possess strategic locations and are oriented towards modern urban development standards, aiming to create high-quality living spaces with integrated infrastructure and amenities, thereby contributing to raising the standards of urban development in the capital. In Ho Chi Minh City, the Group will continue to focus on completing key components of the Sunshine Sky City project, ensuring progress according to the planned schedule.

Alongside maintaining stable growth in the real estate sector, Sunshine Group continues to promote the application of technology in management and operations to enhance product quality and customer experience. Unicloud Technology Group Joint Stock Company – a member company of the Group – has successfully researched and implemented smart home solutions, centralized data management and analysis systems, and an AI-powered security platform. These solutions are synchronously integrated into projects, contributing to the creation of a modern, safe, and convenient living environment of high standards. In parallel with the development of technological infrastructure, the Noble App digital platform is continuously being improved and developed with the aim of becoming a pioneering AI-powered information and transaction channel for real estate, finance, and commerce, specifically for the elite community in Vietnam. The application not only provides clear and up-to-date project information but also creates a direct bridge between investors and the Group's sales team.



In addition to its business activities, Sunshine Group always prioritizes social responsibility and community values. Over the past year, the company has partnered with Hanoi City's "Joining Hands for the Poor and Social Welfare" program, supporting patients in difficult circumstances at many major hospitals. Simultaneously, through the "Vietnamese Heart" Fund of Vietnam Television, Sunshine Group has contributed resources to support disaster relief efforts in many localities. Through the NobleGo platform, Sunshine Group has also implemented a business-philanthropy model by allocating 500 million VND from each livestream bidding session for houses. After 31 broadcast sessions, the total amount contributed reached 15.5 billion VND; and this funding has contributed to building over 30 shelters, 3 schools, and awarding hundreds of scholarships to disadvantaged children nationwide.

At the same time, Sunshine Group also pays special attention to the spiritual well-being of its residents and staff through team-building activities such as the Sunshine Cup 2025 football tournament and many other vibrant sports and cultural events. These activities contribute to building a positive, energetic, and cohesive work environment, creating a solid human resource foundation for the Group's sustainable development in the next phase.

## **2. The company's investment and M&A activities in 2025**

In 2025, the Company will continue to pursue significant investment and M&A deals to enhance its position, expand its scope of operations, and strengthen its strategic business areas. Key transactions during the year include:

### **❖ Acquiring shares in SmartMind Securities Joint Stock Company ("SmartMind"):**

In April 2025, Dynamic Innovation Company Limited ("Dynamic Innovation") – a subsidiary in which the Company owns 86.52% of the charter capital – acquired 43.51% of the shares in SmartMind. Following the transaction, the Company's direct and indirect ownership stake in SmartMind increased to 88.63%, and further increased to 94.50% after the Company completed increasing its ownership stake in Dynamic Innovation to 100%.

### **❖ Public tender offer for Sunshine Homes Development Joint Stock Company ("Sunshine Homes"):**

In September 2025, after completing the share issuance for the public tender offer of Sunshine Homes, the Company owned 374,867,070 shares, equivalent to 99.96% of Sunshine Homes' charter capital. From this point onwards, Sunshine Homes and

all its subsidiaries officially became direct/indirect subsidiaries of the Company and were consolidated into the Company's financial statements.

Simultaneously, Cam Dinh Ecological Investment Company Limited also became an indirect associate of the Company through Xuan Dinh Construction Investment Joint Stock Company.

❖ **Acquiring shares in Sunshine Tay Ho Joint Stock Company (“Sunshine Tay Ho”):**

In June 2025, the Company completed the acquisition of a total of 54.50% of shares in Sunshine Tay Ho from individual shareholders.

Following the completion of the transaction, the Company's direct and indirect ownership stake in Sunshine Tay Ho is 99.48%.

❖ **Acquisition of shares in DIA Investment Joint Stock Company (“DIA”):**

In September 2025, the Company and its subsidiaries completed the share transfer transactions in DIA, thereby increasing their total ownership stake to 99.50% of the charter capital. This stake is held directly by the Company and indirectly through its subsidiaries, SmartMind Securities Joint Stock Company and Dynamic Innovation Limited Company.

❖ **Acquiring shares in Wonderland Investment Joint Stock Company (“Wonderland”):**

In November 2025, Sunshine Sky Villa Joint Stock Company – a subsidiary of the Company – completed the acquisition of a total of 51% of the shares in Wonderland. Following this transaction, Wonderland became an indirect subsidiary of the Company through Sunshine Sky Villa Joint Stock Company.

❖ **Acquiring shares in Thai Minh Land Investment Joint Stock Company (“Thai Minh Land”):**

In December 2025, DIA Investment Joint Stock Company – a subsidiary of the Company – completed the acquisition of 99.80% of the shares in Thai Minh Land. Following this transaction, Thai Minh Land became an indirect subsidiary of the Company through DIA Investment Joint Stock Company.

❖ **Acquired 100% of the capital contribution in Dynamic Innovation Company Limited (“DIC”):**

In December 2025, the Company completed the acquisition of 100% of the capital contribution in DIC from Smart Investment and Development Joint Stock Company. After the completion of the transaction, the Company's ownership and voting rights in DIC were increased to 100% (compared to 85.80% at the beginning of 2025).



These transactions not only significantly increase the company's asset size and control in key sectors, but also mark a crucial step in perfecting its ownership structure and governance model towards a more focused, transparent, and efficient approach. Increasing its controlling stake in member companies allows Sunshine Group to proactively coordinate strategies, optimize capital flows, and effectively utilize land resources, financial resources, and technological platforms throughout the entire ecosystem.

## **II. Activities of the Board of Directors in 2025**

### **1. Members and structure of the Board of Directors**

In 2025, the Company's Board of Directors will continue to maintain a structure of 5 members, including 1 independent member, 3 non-executive members, and 1 executive member. All members of the Board of Directors meet the required standards, possess high professional qualifications, and have experience in the Company's business areas to ensure effective governance. The Board of Directors' structure is rationally built, ensuring a balance among members, enhancing transparency, and strictly adhering to legal regulations on corporate governance for public and listed companies. During the year, the Board of Directors actively worked and made many important decisions to guide the Company's sustainable development strategy.

### **2. Performance of the Board of Directors**

In 2025, the Board of Directors held 61 meetings to issue resolutions, decisions, and directives on the Company's production and business activities. The Board's resolutions were issued in accordance with the procedures stipulated in the Company Charter and the Internal Regulations on Corporate Governance.

The meeting agendas closely covered all issues related to the Company's operations and were thoroughly discussed and evaluated by the members of the Board in a spirit of openness, fairness, transparency, and careful consideration to arrive at the best possible decisions.

All decisions and resolutions of the Board of Directors were approved by majority vote. The resolutions issued focused on addressing key issues related to the Company's operations, implementing the 2025 business plan according to the set objectives, and responding to market fluctuations.

Some notable decisions approved by the Board of Directors include:

- Organizing the 2025 Annual General Meeting of Shareholders;

- Approving the Board of Directors' program and operational plan;
- Approving policies, plans, and strategies for M&A and restructuring of investments;
- Approving transactions involving internal persons and related parties;
- Implementing a plan to issue shares for a public tender offer for SSH shares;
- Other activities within its authority..

The full list of Board of Directors' Resolutions/Decisions for 2025 is listed in Section 5, Part II - Company Governance Report 2025. This content has been published on the Company's website at <https://sunshinegroup.vn/bao-cau-quan-tri-cong-ty/>.

### **3. Supervisory activities of the Board of Directors**

In 2025, to ensure compliance with the Company Charter, Internal Governance Regulations, and relevant legal regulations, the Board of Directors proactively and regularly performed its supervisory function over all activities of the Company and the Board of Management.

- Monitoring and inspecting the implementation of Resolutions and Decisions of the General Meeting of Shareholders and the Board of Directors, while also supervising the operational activities of the General Director and key leaders;
- Evaluating and guiding the Company's development strategy, directing the Board of Management to implement business plans in line with the actual situation and long-term goals;
- Ensuring that information disclosure is carried out in accordance with regulations, enhancing transparency in corporate governance;
- Requiring the full and timely submission of quarterly, semi-annual, and annual financial reports for 2025;

The Board of Directors' inspection and supervision work was carried out within its authority and did not affect the operational activities of the Board of Management.

### **4. Regarding the remuneration and operating expenses of the Board of Directors in 2025**

The payment of remuneration to the Board of Directors complies with the regulations approved by the 2025 Annual General Meeting of Shareholders, specifically as follows:



No.	Member	Position	Remuneration (VND)	Notes
1	Mr. Do Anh Tuan	Chairman of the Board	7,200,000,000	All year
2	Ms. Do Thi Dinh	Member of the Board	1,150,000,000	Dismissal date: April 26, 2025
3	Mr. Do Van Truong	Member of the Board	3,600,000,000	All year
4	Mr. Jun Sungbae	Member of the Board	816,666,667	Appointment dated April 26, 2025
5	Ms. Nguyen Thi Phuong Loan	Member of the Board	3,600,000,000	All year
6	Mr. Vu Le Hieu	Independent member of the Board of Directors	600,000,000	All year
<b>Tổng cộng</b>			<b>16,966,666,667</b>	

### III. Board of Directors' Assessment of the Performance of the General Director and Members of the Board of Management.

#### 1. Activities of the General Director

In 2025, the General Director of Sunshine Group effectively managed business operations amidst a gradually recovering real estate market, yet one still fraught with unpredictable risks and fluctuations. Through proactive and flexible implementation of management solutions, the General Director capitalized on market opportunities, contributing to the Group's positive business results.

The Board of Directors acknowledges and highly appreciates the General Director's sense of responsibility, management capabilities, and efforts in effectively implementing the Group's strategic directions and decisions, thereby strengthening the financial foundation and creating momentum for the next growth phase. Specifically:

- ❖ **Regarding business operations:** Based on the strategic direction of the Board of Directors, the General Director proactively organized and effectively coordinated the activities of the Board of Management during implementation. Operational solutions were implemented flexibly in each stage, ensuring that the Company's operations always adhered to strategic goals and adapted promptly to market developments. As a result, the Company not only maintained operational stability but also recorded positive growth, creating a foundation for breakthrough business results in the period.
- ❖ **Regarding internal development:** Under the direction of the General Director, the Board of Management has focused on streamlining the organizational structure, improving the quality of the workforce, and perfecting the management system towards a professional and modern direction. Standardizing operational processes, building synchronized management policies, and strengthening the capacity of the workforce have contributed to forming a solid internal foundation, supporting the company's long-term and sustainable development.
- ❖ **Regarding legal compliance and social obligations:** In an increasingly stringent legal environment, the General Director always prioritizes the principle of compliance, ensuring that all company activities are in accordance with legal regulations and commitments to partners and shareholders. At the same time, the company fulfills all its obligations to the State, prioritizes the legitimate rights and interests of its employees, and maintains its responsibility to the community.
- ❖ **Regarding risk management:** In response to market fluctuations, the General Director instructed the Board of Management to proactively identify potential risks early on, and develop appropriate control plans and response scenarios. As a result, the company maintained operational stability, minimized adverse impacts, and enhanced its adaptability to changes in the business environment.

## 2. Activities of the members of the Board of Management

The Board of Management members have effectively collaborated with the General Director and the Board of Directors in managing operations, ensuring the smooth running of the Company's activities and the achievement of its objectives. Highlights include:

- ❖ **Coordination and Information Sharing:** Members of the Board of Management maintain close communication with the Board of Directors and the General Director,



regularly updating on the current situation and providing timely feedback, giving the Board of Directors a stronger basis for making appropriate decisions.

- ❖ **Reporting Compliance:** The Board of Management has directed relevant departments to fully and promptly submit financial reports as required, ensuring the transparency and accuracy of financial information.
- ❖ **Proposing Solutions:** With their understanding of the Company's business operations, members of the Board of Management have proactively proposed many practical solutions, helping the Company overcome challenges and seize growth opportunities.
- ❖ **Controlling and improving operational efficiency:** In addition to performing functional tasks, the Board of Management also focuses on improving operational efficiency, optimizing work processes, and enhancing labor productivity, making a significant contribution to the Company's overall business results.

### **3. Activities of independent members of the Board and independent member of the Boards' evaluation of the board's performance.**

#### **3.1. Activities of independent member of the Board of Directors**

In 2025, Mr. Vu Le Hieu – Independent Member of the Board of Directors – fully fulfilled his role and responsibilities as stipulated, ensuring objectivity and independence in the governance process. As an independent member of the Board of Directors, he actively participated in discussions, contributed critical opinions on important issues, and monitored the Company's operations to ensure compliance with legal regulations and protect the legitimate rights and interests of shareholders. Specifically:

- Fully participated in all Board of Directors meetings, contributing opinions to the development of business objectives and operational policies of the Company.
- Provided input on adjusting internal regulations to improve corporate governance efficiency.
- Identified shortcomings in governance and proposed timely solutions.
- Played an independent critical role, supporting the Board of Directors in making sound decisions and minimizing conflicts of interest.
- Monitored the implementation of the 2025 Annual General Meeting Resolution. - Comply with regulations; implement resolutions/decisions of the Board of Directors;

- Participate in sharing knowledge and experience to improve the management capacity of relevant departments.

### **3.2. Independent Member of the Board's assessment of the board's performance.**

- The Board of Directors members fully participated in all meetings, actively discussed and agreed upon important decisions, ensuring that the Board's operations were conducted transparently, in compliance with legal regulations and the Company's Charter.
- The Board's resolutions were issued in accordance with the prescribed procedures and were implemented and disclosed promptly in accordance with current regulations.
- Independent members of the Board of Directors highly appreciated the close and effective coordination between the Board of Directors and the Board of Management in organizing and implementing the Company's policies, and recommended further improvements in corporate governance to meet the requirements of sustainable development and enhance the Company's operational efficiency in the future.

### **4. Report on related-party transactions**

Transactions between the Company, its subsidiaries, and members of the Board of Directors and their related parties; and transactions between the Company and companies where a member of the Board of Directors is a founding member or business manager within the three years preceding the transaction are clearly stated in Section VII of the 2025 Corporate Governance Report. These transactions and information have been published on the Company's website at: <https://sunshinegroup.vn/bao-cao-quan-tri-cong-ty/>.

The procedures for approving transactions between the Company and related parties are strictly followed in accordance with the provisions of the Enterprise Law, the Securities Law, and the Company's Internal Governance Regulations.

## **IV. Business Production Plan and Operational Orientation of the Board of Directors for 2026**

### **1. Business Production Plan for 2026**

Entering 2026 with a solid foundation from the impressive business results of 2025, Sunshine Group continues to aim for sustainable growth. Although the real estate market is projected to face numerous challenges, after a comprehensive assessment of



the business situation, internal resources, and market potential, the Board of Directors has developed a business plan for 2026 with a focus on stable development, improved operational efficiency, and optimized profitability, specifically as follows:

Target	Business Production Plan for 2026 (billion VND)
Total revenue	40.000
Profit before tax	15.000

## 2. Strategic development orientation for 2026

2026 marks the 10th anniversary of the Group's formation and development, ushering in a new phase with a long-term vision and aspiration to create sustainable values for the Vietnamese real estate market. After a decade of building a foundation and shaping the ecosystem, the Group enters a new growth cycle with a consistent strategic direction: restructuring for breakthroughs, consolidating real value, and aiming to develop future urban heritage.

The legal framework for the real estate market is becoming increasingly perfected, and the demand for real housing continues to increase. The Board of Directors has identified 2026 as a pivotal year, creating momentum for a strong breakthrough through the following key strategic directions:

### ✦ Continue to accelerate restructuring and focus resources:

Sunshine Group continues to implement a comprehensive restructuring strategy, gradually bringing member companies and key projects under its direct control to standardize the governance model, improve operational efficiency, and optimize resource allocation. Based on this, the Group proactively expands its land bank and project portfolio with transparent legal status, prioritizing strategic locations in urban areas with high infrastructure development rates.

Simultaneously, M&A activities will be selectively implemented, focusing on potential land banks and projects to increase long-term value and strengthen the development foundation. At the same time, the Group aims to improve construction efficiency by strengthening cooperation and gradually increasing its ownership stake in SCG Construction Group Joint Stock Company, thereby increasing its proactive role throughout the entire project development chain.

Building on its expanded land bank, in 2026, the Group will focus on developing a series of high-quality projects with a "real value" orientation, meeting the real housing needs of the market. These projects will not only focus on the residential segment but will also be oriented towards becoming iconic landmarks, connected to modern financial centers, technology research centers, and 4.0 office systems, aligning with the development trends of the digital economy and the needs of domestic and international corporations.

In addition, in response to the Government's policy on addressing the housing problem, the Group aims to develop approximately 20,000 high-quality housing products at reasonable prices, focusing on serving the real housing needs, especially of the younger generation and the knowledge workforce in major cities. The products will be optimized for functionality, modern in design, integrated in amenities, and suitable for the financial capabilities of buyers.

#### **✦ Strategy for mastering core technologies:**

In 2026, Sunshine Group will intensify research into solutions and the application of Industry 4.0 technology to the real estate market, from project development to operation and resident services. Projects will be oriented towards the synchronous integration of modern technological solutions, aiming for a "smart real estate" model, providing a convenient, modern, and personalized lifestyle for customers. A comprehensive technology ecosystem will be implemented, from technical infrastructure systems such as high-speed elevators, smart parking, electronic cards, and facial recognition technology, to digital platforms in building management and operation.

By developing digital platforms such as Sunshine App and Noble App, the Group is gradually realizing its vision of "smart homes – smart lives," centered around the "digital resident" ecosystem, keeping pace with the rapidly developing global trend of the Internet of Things (IoT). Unicloud Technology Group Joint Stock Company, a leading technology unit in the ecosystem, continues to receive investment and development in 2026 with a system of specialized laboratories and a modern manufacturing plant. With a team of engineers, experts, and researchers from multiple fields, Unicloud handles the entire research and development chain, from electronic and mechanical hardware design, software system architecture to advanced technologies such as IoT, smart homes/smart living, artificial intelligence (AI), and virtual reality (VR).

In particular, the strong focus on AI research and application has helped Noble App become a comprehensive digital platform, integrating an ecosystem of features to serve



diverse customer needs. Key subsystems include: Houses For Sales (access to primary property inventory and online booking), BankZone (connecting financing packages from partner banks), NobleSales (support for the sales force), NobleX (social media and digital commerce platform), NobleLink (connecting real estate buying, selling, and leasing transactions), and NobleHotels (solutions for operating and managing properties according to international hotel standards).

#### ✦ **Finance sector:**

In its long-term vision, Sunshine Group has always identified the financial sector as one of its key pillars, playing a supporting and leading role in investment and development activities. Accordingly, in 2026, the Group will continue to focus on accelerating the development of SmartMind Securities Joint Stock Company in a modern direction, using technology as a foundation to provide advanced securities products and services, in line with the digital transformation trend of the financial market.

Alongside product development, the Company focuses on improving its analytical, investment advisory, and risk management capabilities, aiming to build a professional, transparent, and secure operating system. This will provide an optimal investment experience, increasing trust and sustainable value for customers and investors.

In addition, the Group aims to expand cooperation with domestic and international financial institutions and investment organizations to diversify capital sources and enhance its financial mobilization capacity. This will be a crucial foundation for the effective implementation of key, large-scale projects, while simultaneously increasing the Group's financial strength and competitiveness in the new development phase.

#### ✦ **Education sector:**

Aiming to build a modern, internationally integrated education ecosystem linked to new technological fields, and building on the strategic investment deals implemented in the previous period, in 2026 Sunshine Group will accelerate the development of a multi-level education chain based on an internationally integrated model. This will include not only preschool and junior high school but also expand to a high school system with a university, gradually forming a comprehensive education ecosystem under the "Sunshine Group" brand. In particular, the Group will promote the establishment of a university specializing in finance and AI, implementing international training programs and establishing links with prestigious universities worldwide, located in the Ciputra urban area.

The above is the full text of the Report on the activities of the Board of Directors of Sunshine Group Joint Stock Company in 2025 and the Plan of activities for 2026.

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SUNSHINEGROUP

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

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

**(signed)**

**DO ANH TUAN**







No: 02/SSG/BC-TVĐLHĐQT

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

Hanoi, ... March 20 ... 2026

**REPORT**

**ON THE ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS IN 2025 OF SUNSHINE GROUP JOINT STOCK COMPANY**

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

The Independent Member of the Board of Directors ("BOD") hereby presents the evaluation report on the activities of the Board of Directors during 2025, as detailed below :

**1. Activities of the Independent member of the BOD**

In 2025, the Company had one (01) Independent member of the BOD, Mr. Vu Le Hieu. In performing his role, the Independent member of the BOD fulfilled all assigned duties on an objective and independent basis, contributing to the protection of the legitimate rights and interests of shareholders, while supervising the Company's operations to ensure compliance with applicable laws and regulations. Specifically as follows:

- Fully participated in all meetings of the BOD and actively contributed opinions to the formulation of the Company's business objectives and the Company's operational policies.
- Promptly identified shortcomings and limitations in corporate governance activities and proposed appropriate improvement solutions.
- Performed an independent review role, supporting the BOD in making objective and prudent decisions and minimizing the risk of conflicts of interest.
- Shared knowledge and governance experience, thereby contributing to enhance governance capacity and operational efficiency across relevant departments within the Company.
- In 2025, the remuneration paid to the Independent Member of the BOD amounted to VND 600 million. Apart from the aforementioned remuneration, no additional expenses were incurred in relation to the activities of the Independent Member of the BOD.

**2. Evaluation of the Independent Member of the BOD on the Activities of the Board of Directors**

- The Company's BOD consists of five (05) members, including one (01) Independent member, three (03) non-executive members, and one (01) executive member. Members of the BOD attended meetings in full, actively participated in discussions, and reached consensus on key decisions, thereby ensuring transparency in corporate governance and full compliance with applicable legal regulations.
- In 2025, the BOD issued 61 resolutions in relation to the Company's activities within its authority. All resolutions were adopted in accordance with the prescribed procedures and were disclosed in a timely and complete manner in compliance with the regulations on securities and the securities market.
- The Independent member of the BOD highly appreciates the effective coordination between the BOD and the Executive Management in the process of managing and operating the





Company's activities, and further recommends that the Company continue to enhance the quality of its corporate governance in order to meet the increasingly high standards of the securities market.

### **3. Evaluation of the Board of Directors' supervision of the the Chief Executive Officer ("CEO") and members of the Executive Board**

- Overall, the BOD has effectively performed its supervisory role over the CEO and the Executive Board in the course of operating the Company's activities, ensuring that operations are implemented in line with the strategic orientation approved by the General Meeting of Shareholders, while making timely adjustments to decisions when required by practical circumstances.
- The BOD regularly monitors, provides direction to, and oversees the operation of the Chief Executive Officer and the Executive Board, ensuring compliance with the regulations on delegation of authority, as well as the policies and plans approved by the BOD.
- Certain important periodic meetings of the Executive Board were attended by non-executive members of the BOD. During these meetings, operational decisions were analyzed, discussed, and consulted with members of the BOD in order to identify optimal solutions and ensure the overall interests of the Company.
- Through this mechanism of coordination and participation, the BOD is able to promptly inform the Company's operational situation and update emerging practical developments, thereby providing appropriate orientation and guidance.

### **4. Evaluation of the Coordination Between the Independent member of the Board of Directors, the Board of Directors, the Executive Board, and shareholders**

The cooperation between the BOD and the Executive Board has been close and effective. In 2025, the Company did not receive any recommendations from shareholders regarding violations committed by the BOD, the Executive Board, or the Company's managers in the performance of their duties.

### **5. Recommendations**

The Independent member of the Board of Directors makes the following recommendations regarding the governance and management activities of the BOD:

- The Company's departments should continue to strictly comply with the provisions of the Company's Charter and applicable laws, particularly with respect to transactions with internal persons, related parties, and subsidiaries (if any), in order to ensure transparency in operations and limit legal risks.
- The inspection and evaluation of business operations should be conducted on a periodic basis in order to promptly identify risks arising during the course of operations, thereby enabling appropriate control and remedial measures.
- The Company should continue to review and further improve its corporate governance processes and internal control systems in order to enhance operational efficiency, strengthen governance capacity, and ensure stable and sustainable long term development.

### **6. Conclusion**

- In 2025, the BOD performed its governance duties with a high sense of responsibility, ensuring compliance with the regulations on corporate governance applicable to public companies as prescribed by law. The BOD's activities primarily focused on strategic



direction, supervising management and operations activities, and ensuring the implementation of the Company's development objectives.

- Meetings of the BOD were convened when necessary to review, discuss, and approve matters within its authority. The BOD adopted flexible communication and exchange methods to ensure that governance and decision-making processes were conducted in a timely manner without disrupting the Company's operations. In addition, the BOD regularly supervised the implementation of resolutions and decisions of the General Meeting of Shareholders and the BOD, while closely monitoring the operational activities of the Executive Board in executing the Company's business objectives and plans.
- Overall, the BOD has fulfilled its roles in governance, supervision, and providing operational orientation for the Company, thereby contributing to the stability of the Company's business and operations activities and ensuring compliance with applicable legal regulations.

Sincerely,

**INDEPENDENT MEMBER  
OF THE BOARD OF DIRECTORS**

**(signed)**

**VU LE HIEU**





**SUNSHINE GROUP  
JOINT STOCK COMPANY**

No.: 03/SSG/BC-BDH

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

Hanoi, *March 20*, 2026

**REPORT**  
**ACTIVITIES OF THE BOARD OF MANAGEMENT**  
**ON THE 2025 BUSINESS PERFORMANCE**  
**AND THE 2026 BUSINESS PLAN**

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

On behalf of the Board of Management, I would like to report to the General Meeting of Shareholders on the business performance of Sunshine Group Joint Stock Company (the “Company/Sunshine Group/the Group”) in 2025, as well as:

**I. ASSESSMENT OF PRODUCTION AND BUSINESS PERFORMANCE IN 2025**

**1. Overview of business performance results in 2025**

In 2025, the Board of Management of Sunshine Group focused on implementing solutions to enhance governance efficiency and strengthen the Group’s operational foundation. Measures to streamline the system of member companies, optimize the governance structure, and restructure the project portfolio were carried out in a coordinated manner, together with strengthened cost control, improved capital structure, and enhanced cash flow management efficiency. In addition, close attention was given to project progress management, construction quality control, and the optimization of operational activities in order to improve the overall performance of the system. These management efforts have contributed to reinforcing the Group’s financial foundation and improving its business performance. The results achieved are reflected in the financial indicators and business performance outcomes for 2025 as follows:



No.	Target	Plan in 2025	Implementation in 2025	Implementation in 2024	Implementation on in 2025/Plan in 2025	Implementation in 2025 Increase/Decrease compared to implementation in 2024
		(1)	(2)	(3)	(4) = (2)/(1)	(5) = [(2)-(3)]/(3)
1	Total revenue	50,000 – 60,000	21,341.17	3,167.81	42.68%	573.69%
2	Profit before tax	8,000 - 12,000	11,219.71	974.41	140.25%	1051.44%

**a. Regarding investment and construction activities for projects:**

Over the past year, Sunshine Group continued to expand its investment portfolio and accelerate the development of multiple new real estate projects in key markets, while maintaining construction progress at existing projects. The simultaneous implementation of numerous large-scale projects with high technical requirements has demonstrated the Group's increasingly professional capabilities in project organization, management, and execution. Beside ensuring construction progress, Sunshine Group has placed strong emphasis on construction quality, design standards, and integrated amenities, with the aim of delivering real estate products of real and sustainable value to customers. The achievements over the past year have further reinforced Sunshine Group's brand reputation and market position in the real estate sector. Some of the key projects implemented by the Group during the year include:

- In Hanoi, Sunshine Group prioritizes projects such as Noble Crystal Tay Ho, Noble Palace Tay Thang Long, Noble Crystal Long Bien Worldhotels Residences, and Noble Palace Garden... These are all large-scale projects with strategic locations and are developed according to modern urban standards, contributing to the creation of high-quality living spaces for residents.

- In Ho Chi Minh City, Sunshine Group has continued to accelerate the development of the Sunshine Sky City project, focusing on completing key components and ensuring progress in line with the approved plan.

**b. Regarding the Company's investment and M&A activities in 2025:**

✦ **Acquiring shares in SmartMind Securities Joint Stock Company ("SmartMind"):**

In April 2025, Dynamic Innovation Company Limited (“Dynamic Innovation”) – a subsidiary in which the Company owns 86.52% of the charter capital – acquired 43.51% of the shares in SmartMind. Following the transaction, the Company's direct and indirect ownership stake in SmartMind increased to 88.63%, and further increased to 94.50% after the Company completed increasing its ownership stake in Dynamic Innovation to 100%.

✦ **Public tender offer for Sunshine Homes Development Joint Stock Company (“Sunshine Homes”):**

In September 2025, after completing the share issuance for the public tender offer of Sunshine Homes, the Company owned 374,867,070 shares, equivalent to 99.96% of Sunshine Homes' charter capital. From this point onwards, Sunshine Homes and all its official subsidiaries became direct/indirect subsidiaries of the Company and were consolidated into the Company's financial statements.

Simultaneously, Cam Dinh Ecological Investment Company Limited also became an indirect associate of the Company through Xuan Dinh Construction Investment Joint Stock Company.

✦ **Acquiring shares in Sunshine Tay Ho Joint Stock Company (“Sunshine Tay Ho”):**

In June 2025, the Company completed the acquisition of a total of 54.50% of shares in Sunshine Tay Ho Joint Stock Company from individual shareholders.

Following the completion of the transaction, the Company's direct and indirect ownership stake in Sunshine Tay Ho is 99.50%. This stake is held directly by the Company and indirectly through its subsidiary, Sunshine Homes Development Joint Stock Company.

✦ **Acquisition of shares in DIA Investment Joint Stock Company (“DIA”):**

In September 2025, the Company and its subsidiaries completed the share transfer transactions in DIA, thereby increasing their total ownership stake to 99.50% of the charter capital. This stake is held directly by the Company and indirectly through its subsidiaries, SmartMind Securities Joint Stock Company and Dynamic Innovation Limited Company.

✦ **Acquiring shares in Wonderland Investment Joint Stock Company (“Wonderland”):**

In November 2025, Sunshine Sky Villa Joint Stock Company – a subsidiary of the Company – completed the acquisition of a total of 51% of the shares in Wonderland. Following this transaction, Wonderland became an indirect subsidiary of the Company through Sunshine Sky Villa Joint Stock Company.

✦ **Acquiring shares in Thai Minh Land Investment Joint Stock Company (“Thai Minh Land”):**

In December 2025, DIA Investment Joint Stock Company – a subsidiary of the Company – completed the acquisition of 99.80% of the shares in Thai Minh Land.



Following this transaction, Thai Minh Land became an indirect subsidiary of the Company through DIA Investment Joint Stock Company.

✦ **Acquired 100% of the capital contribution in Dynamic Innovation Company Limited (“DIC”):**

In December 2025, the Company completed the acquisition of 100% of the capital contribution in DIC from Smart Investment and Development Joint Stock Company. Following the completion of the transaction, the Company's ownership and voting rights in Dynamic Innovation increased to 100% (compared to 85.80% at the beginning of 2025).

**c. Regarding human resource management and employee benefits.**

The Board of Management consistently recognizes human resources as a key factor determining the Group's sustainable development and competitiveness. Accordingly, human resource management and development have always been prioritized through the establishment of a professional, transparent human resource management system aligned with the Group's long-term development orientation. The Group continues to enhance its policies to attract, develop, and retain high-quality personnel, while creating favorable conditions for each employee to fully realize their potential and maintain long-term commitment to the organization.

✦ **Training and Development Policy:** Regularly organize internal training programs to enhance the professional competence and management skills of personnel at all levels. These training programs are designed flexibly, combining theory and practice, helping employees improve their professional capabilities, adapt to market changes, and meet the increasingly demanding requirements of their jobs. Specifically:

- **Professional Training:** Focus on updating knowledge about the market, technology, and development trends in the real estate sector, contributing to improved professional competence and work efficiency.
- **Soft Skills Improvement:** Develop important skills such as communication, teamwork, time management, and leadership skills, supporting employees in their career path.

Furthermore, the Group encourages employees to proactively learn, update their knowledge, and participate in external training programs to improve their professional skills, thereby contributing to building a high-quality workforce with innovative thinking and the ability to adapt well to the development of the market.

✦ **Compensation and Benefits Policy:** Sunshine Group has developed a competitive compensation and benefits policy, designed on the basis of fairness, transparency, and linked to work performance and the Group's operational results. This policy aims to

ensure a stable life for employees while creating motivation for the workforce to develop their abilities and remain committed to the Group in the long term, specifically:

- Sunshine Group applied a salary system that matches abilities and job positions, ensuring compliance with legal regulations, and implemented bonuses based on performance, business results, and holidays.
- Comprehensive Insurance Coverage: Employees are fully covered by all types of insurance as stipulated by law, including social insurance, health insurance, and unemployment insurance, ensuring their rights and well-being during their employment.
- Extensive Welfare Policies: The Group implements numerous welfare programs such as financial support in cases of hardship, illness, wedding ceremony and bereavement; reward programs for individuals and groups with outstanding achievements; and internal bonding activities such as team building, travel, and sport activities.
- Work Environment and Corporate Culture: Sunshine Group builds a professional, transparent, and dynamic work environment that encourages creativity, cooperation, and proactiveness. Simultaneously, the Group focuses on developing a corporate culture based on core values such as professionalism, responsibility, and aspiration for growth, thereby fostering internal cohesion and building a long-term workforce committed to the Group's sustainable development.

## II. BUSINESS AND PRODUCTION ACTIVITY PLAN FOR 2026.

### 1. Business plan targets for 2026

Based on an assessment of the company's internal situation and market prospects, Sunshine Group has developed a business plan for 2026 with breakthrough growth targets, specifically as follows:

No.	Target	Business Production Plan for 2026 (billion VND)
1	Total revenue	40,000
2	Profit before tax	15,000

### 2. Company Development Strategy and Solutions for 2026

With a long-term vision, 2026 – marking the 10th anniversary of establishment and development – represents a significant milestone in the journey toward realizing the goal of becoming a multi-industry, diversified group, laying a solid foundation for the next phase of breakthrough growth. Based on the strategic orientations submitted by the Board



of Directors (the “BOD”) and approved by the 2026 Annual General Meeting of Shareholders (the “AGM”), the Board of Management has developed an implementation plan with the following key priorities:

✦ **Restructuring and optimizing resources:**

- The Group will continue to accelerate its restructuring efforts, gradually consolidating member companies and key projects under centralized management in order to standardize the governance model, enhance management efficiency, and optimize resource allocation. Under the direction of the Board of Directors, the Board of Management will proactively seek to expand the land bank, focusing on projects with clear legal status and prioritizing strategic locations in urban areas with strong infrastructure development.
- Building on the expanded land bank, in 2026 the Group will focus on developing a portfolio of high-quality projects aligned with the “real value” orientation, meeting genuine housing demand in the market. These projects will not be limited to the residential segment but are also oriented toward becoming iconic developments associated with modern financial centers, technology research hubs, and 4.0 office systems, in line with the trends of the digital economy.
- At the same time, the Group aims to enhance its construction capabilities by strengthening cooperation and gradually increasing its ownership in SCG Construction Group Joint Stock Company. The Board of Management will develop a clear development roadmap for SCG, positioning it to assume the role of the main contractor for the Group’s real estate projects, thereby improving autonomy and quality control. In parallel, financial control mechanisms and cash flow planning will be reinforced to ensure efficient capital utilization, risk control, and greater transparency in project implementation.
- In addition, the Board of Management targets the development of approximately 20,000 high-quality housing units at reasonable prices, focusing on meeting genuine housing demand, particularly among young people and the knowledge-based workforce. The products will be designed with optimized functionality, modern features, integrated amenities, and affordability aligned with customers’ financial capacity.

✦ **Strategy for mastering core technologies:**

- Under the direction of the Board of Directors, the Board of Management is focusing on the comprehensive implementation of a strategy to master core technologies, while accelerating research and the application of Industry 4.0 technologies across the entire real estate value chain, from project development to operations and resident services. A technology ecosystem is being developed and deployed in an integrated manner, ranging from technical infrastructure such as high-speed elevators, smart parking

systems, electronic cards, and facial recognition technologies, to digital platforms for building management and operations. The Board of Management is also directing efforts to enhance connectivity, synchronize data, and optimize user experience throughout the entire product lifecycle.

- Through the development of digital platforms such as Sunshine App and Noble App, the Board of Management is gradually realizing the vision of a “smart home – smart living” environment, with a focus on a “digital resident” ecosystem aligned with global Internet of Things (IoT) trends.
- The Group’s key technology arm – Unicloud Technology Group Joint Stock Company – continues to receive strong investment under the direction of the Board of Directors, with advanced laboratory systems and modern manufacturing facilities. The Board of Management is working closely with Unicloud to build research and development capabilities in core technologies such as IoT, Smart Living solutions, Artificial Intelligence (AI), and Virtual Reality (VR), thereby progressively mastering technologies and enhancing the Group’s competitiveness. Notably, the accelerated application of AI in practice has enabled Noble App to evolve into a comprehensive digital platform, integrating multiple modules such as Houses For Sales, BankZone, NobleSales, NobleX, NobleLink, and NobleHotels.

#### ✦ **Finance sector:**

- In 2026, the Board of Management will coordinate to accelerate the development of SmartMind Securities Joint Stock Company in a modern direction, with technology as the foundation, in order to provide advanced securities products and services aligned with the market’s digital transformation trends. At the same time, capabilities in analysis, investment advisory, and risk management will continue to be enhanced, aiming to build a professional, transparent, and secure operating system, thereby improving service quality, optimizing customer experience, and strengthening the confidence of clients and investors.
- In parallel, the Group will proactively expand cooperation with domestic and international financial institutions and investment organizations in order to diversify funding sources and enhance its capital mobilization capacity.

#### ✦ **Education sector:**

- The Board of Management will progressively develop the education sector in a modern, internationally integrated direction, aligned with emerging technology trends. Building on strategic investments made in previous periods, in 2026 the Group will continue to expand its K–12 education system under an international model, with synchronized



development from preschool to high school, and with a long-term orientation toward the university level.

- In particular, the Group is promoting the establishment of a specialized university focused on finance and Artificial Intelligence (AI), while implementing internationally standardized training programs and expanding cooperation with reputable universities worldwide. The project is expected to be located in the Ciputra Urban Area, contributing to the completion of the Sunshine-branded education ecosystem, while providing high-quality human resources for the knowledge-based economy and the Group's ecosystem.

With extensive experience in the market, Sunshine Group is constantly learning and adapting to all changes. From this foundation, the Group confidently implements a breakthrough growth strategy, aiming for ambitious yet achievable goals, ensuring sustainable development and significant progress in 2026.

On behalf of the Board of Directors, I would like to express my deepest gratitude to our shareholders, customers, and partners who have always trusted and supported Sunshine Group. In particular, I would like to extend my sincere thanks to all employees who have dedicated themselves to building a strong Sunshine Group as it is today.

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

**ON BEHALF OF  
THE BOARD OF DIRECTORS**

**(Signed)**

**NGUYEN THI PHUONG LOAN**



SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, March 20, 2026

## REPORT

### ON THE 2025 ACTIVITIES OF THE BOARD OF SUPERVISORS SUNSHINE GROUP JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and other applicable legal documents;
- Pursuant to Circular No. 116/2020/TT-BTC guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company (the “Company”);
- Pursuant to the audited financial statements for 2025 and the actual business operations of the Company.

The Board of Supervisors respectfully reports to the General Meeting of Shareholders (the “GMS”) on the results of its inspection and supervision of corporate governance and management in 2025, as well as the Board of Supervisors’ planned activities for 2026, as follows:

#### I. Organization and operation of the Board of Supervisors

##### 1. Establish the Board of Supervisors

In 2025, the company's Board of Supervisors consists of 3 members, specifically as follows:

- Ms. Nguyen Thi Thanh Huyen - Head of the Board of Supervisors
- Ms. Do Ngoc Anh - Member
- Ms. Vu Thi Thuy Nga - Member

##### 2. Activities of the Board of Supervisors

The Board of Supervisors conducts inspections and supervision based on the 2025 operational plan approved by the General Meeting of Shareholders, adhering closely to the General Meeting of Shareholders' resolutions and the actual situation, exercising its powers and responsibilities in accordance with the Law on Enterprises, the Company Charter, and the Regulations on the Operation of the Board of Supervisors, focusing primarily on the following areas:





- Monitoring the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors to ensure compliance with regulations and the Company's development direction.
- Reviewing the legality and procedures for issuing resolutions and decisions of the Board of Directors and the General Director to ensure compliance with the law and the Company's regulations.
- Monitoring the implementation of the 2025 business plan, the use and preservation of capital, and the implementation of investment projects.
- Appraising financial statements and reviewing and monitoring related-party transactions.
- Controlling the Company's compliance with information disclosure regulations as prescribed by law.
- Performing other tasks as assigned by the Board of Supervisors.

In 2025, the Board of Supervisors held 03 meetings with the full participation of its members to approve the following items:

No.	Number	Date of Issue	Content
1	01.25/BB-BKS-RTG	April 3, 2025	Reviewing business performance in 2024, summarizing activities in 2024, and preparing for the 2025 Annual General Meeting of Shareholders.
2	02/2025/SSG/BBH-BKS	April 26, 2025	Election of the Head of the Board of Supervisors for the term 2025-2030
3	03.25/BB-BKS	October 16, 2025	Summary of work completed in the first three quarters of 2025 and plan for activities in the fourth quarter of 2025.

### 3. Remuneration, operating expenses, and other benefits of the Board of Supervisors

The remuneration for the Board of Supervisors complies with the rates approved by the 2025 Annual General Meeting of Shareholders (*details as per the Proposal on the approval of remuneration and bonuses for the Board of Supervisors in 2025*). Specifically as follows:

No.	Full Name	Title	Remuneration (VND)	Duration of Remuneration
1	Nguyen Thi Thanh Huyen	Head of Board	120,000,000	All year
2	Do Ngoc Anh	Member	60,000,000	All year
3	Vu Thi Thuy Nga	Member	60,000,000	All year
	<b>Total</b>		<b>240,000,000</b>	

- Operating costs: None.

## II. Results of monitoring the Board of Directors

- In 2025, the Company's Board of Directors held regular and extraordinary meetings to make timely decisions and provide guidance in implementing the tasks approved by the General Meeting of Shareholders.
- Members of the Board of Directors fully participated in all meetings, worked with a high sense of responsibility, and effectively performed their supervisory and guidance roles, creating favorable conditions for the General Director to carry out the management of production and business operations.
- Minutes were recorded at all meetings, and resolutions were issued for implementation. The resolutions of the Board of Directors were issued in accordance with its functions and powers, consistent with the resolutions of the General Meeting of Shareholders, and compliant with the Company's Charter, the Enterprise Law, and other legal regulations.
- Management and operation were carried out in accordance with the law, regulations for the operation of listed companies, the Company's Charter, and the resolutions of the General Meeting of Shareholders.
- During the year, the Board of Supervisors did not receive any complaints or grievances related to the management and operation of the Board of Directors.

## III. Results of monitoring the General Director and other executives of the business.

- The Board of Directors has consistently adhered to the objectives and directions and fully implemented the tasks assigned by the General Meeting of Shareholders and the Board of Directors.
- The General Director has organized monthly and quarterly briefing meetings and summary meetings to fully evaluate all aspects of business operations, while also identifying limitations and shortcomings to address and overcome them.



- The Board of Directors has strived to manage the Company's operations flexibly, implementing solutions to deploy the business plan, researching and applying information technology to management areas, strengthening financial management through cost control, managing operational work, and has successfully completed the 2025 business plan.
- In 2025, the Board of Supervisors did not detect any irregularities in management and operation. The Board of Directors has managed the Company's business operations in accordance with the law, the resolutions of the General Meeting of Shareholders, and the resolutions and decisions of the Board of Directors. Furthermore, the Board of Supervisors has not received any complaints or grievances related to the management.

#### **IV. The results of the assessment of the coordination of activities between the Board of Supervisors, the Board of Directors, the General Director, and the shareholders.**

- The Board of Supervisors's coordination with the Board of Directors and the General Director's activities is based on the principles of transparency, clarity, and compliance with legal regulations to ensure the interests of the Company and its shareholders.
- The Board of Directors and the General Director have closely coordinated, supported, and facilitated the Board of Supervisors's inspection and supervision work; regularly exchanged and provided complete information, invited the Board of Supervisors to participate in meetings, and implemented the Board of Supervisors's recommendations.
- During the performance of its duties, the Board of Supervisors has always received attention and favorable conditions from the Board of Directors, the General Director's Board, and the various Boards and member units within the Company, enabling the Board of Supervisors to fulfill the tasks assigned by the General Meeting of Shareholders.
- During the year, the Board of Supervisors received no complaints from shareholders regarding the Company's operations and the management of the Board of Directors, the General Director, and other management personnel.

#### **V. Assessment report on related party transactions**

- A report assessing transactions between the Company, its subsidiaries, and companies in which the public company holds 50% or more of the charter capital, and members of the Board of Directors, General Director, other executives of the enterprise, and related parties of those entities; and transactions

between the Company and companies in which members of the Board of Directors, General Director, or other executives of the enterprise are founding members or managers of the enterprise during the 03 years immediately preceding the transaction: Details are explained in the audited financial statements for 2025. These transactions have been reviewed and approved in accordance with the law and the Company's charter, and information has been disclosed as required.

## **VI. Results of monitoring the Company's operational and financial performance.**

### **1. Preparation and auditing of financial statements**

- The Company's financial statements are prepared in full compliance with Vietnamese accounting standards.

### **2. Business performance results**

- The company has completed its 2025 business plan impressively, with consolidated pre-tax profit exceeding VND 11,200 billion, an 11-fold increase compared to 2024. Total assets reached nearly VND 120,000 billion, and equity reached VND 19,799 billion, increasing by nearly 6 times and almost 3 times respectively compared to the beginning of the year. This result directly reflects the effectiveness of the comprehensive restructuring strategy from 2024, when the company accelerated mergers and consolidations of many businesses and handed over key projects while reorganizing the entire system according to a centralized management model.
- In 2025, with the integration of Sunshine Homes and its subsidiaries and affiliated companies into the system, the Group has significantly increased resources, creating opportunities for strong expansion of its investment portfolio and accelerating the implementation of key projects. During the year, the company also accelerated M&A transactions to expand its land bank and potential projects, such as acquiring shares in Sunshine Tay Ho Joint Stock Company, DIA Investment Joint Stock Company, Wonderland Investment Joint Stock Company, and Thai Minh Land Investment Joint Stock Company.

The synchronization of financial management, sales, and operations helps the Group optimize its land bank, reduce intermediary costs, and improve the efficiency of revenue and profit recognition, thereby significantly improving the quality of growth and the efficiency of capital utilization.



No.	Content	Implementation 2025 (Billion VND)	2025 Plan (Billion VND)	2024 Implementation (Billion VND)	2025 Growth compared to 2024 (%)
		(1)	(2)	(3)	(1-3)/(3)
1	Total revenue	21,341.17	50,000 – 60,000	3,167.81	573.69%
2	Profit before tax	11,219.71	8,000 – 12,000	974.41	1051.44%

### 3. Financial situation as of December 31, 2025

No.	Target	Unit	2025	2024
	Total assets	Billion VND	119,581.03	20,558.34
	Equity	Billion VND	19,799.26	6,879.24
<b>1</b>	<b>Asset Structure Indicators:</b>			
	Current Assets/Total Assets	%	67.80%	65.30%
	Long-term Assets/Total Assets	%	32.20%	34.70%
<b>2</b>	<b>Capital Structure Indicators</b>			
	Liabilities/Total Capital	%	83.44%	66.54%
	Equity/Total Capital	%	16.56%	33.46%
<b>3</b>	<b>Solvency</b>			
	Quick ratio = (Current assets - Inventory) / Current liabilities	time	1.28	1.47
	Current ratio = Current assets / Current liabilities	time	1.56	1.57
<b>4</b>	<b>Profitability Ratio</b>			
	Net Profit / Net Revenue	%	43.70%	31.34%
	Net Profit / Equity	%	44.68%	10.93%

#### Asset structure

- The company's total assets amounted to VND 119,581.03 billion, an increase of VND 99,022.7 billion, equivalent to a 481.67% increase compared to 2024, mainly due to the increased value of investments held to maturity and investments in joint ventures and associated companies in line with the Group's policy of restructuring and M&A.

### **Capital structure**

The company's total capital is VND 119,581.03 billion, comprising the following items:

- Total liabilities are VND 99,781.77 billion, accounting for 83.44% of total capital, an increase of VND 86,102.68 billion (equivalent to a 629.45% increase) compared to 2024.
- The company's equity is VND 19,799.26 billion, accounting for 16.56% of total capital, an increase of VND 12,920.01 billion (equivalent to a 187.81% increase) compared to 2024.

### **Regarding the rate of return**

- Net profit after tax/Net revenue reached 43.7%, an increase of 12.36% compared to 2024.
- Net profit after tax/Equity reached 44.68%, an increase of 33.75% compared to 2024.

### **Regarding ability to pay**

- In 2025: The quick ratio will be 1.28 times and the current ratio will be 1.56 times. The company will ensure sufficient funds to meet short-term debt obligations, guarantee stable operations, and maintain the livelihoods of its employees..

## **VII. Recommendations and Action Plan for 2026 of the Board of Supervisors**

### **1. Recommendations of the Board of Supervisors**

- The Board of Supervisors recommends that the Board of Directors and the General Director continue to closely monitor market developments and the macroeconomic situation; develop management and operational scenarios to promptly adapt to the constant changes in the market in developing the Company's business areas.
- Implement projects ensuring safety, quality, and on schedule. Perform



acceptance testing, final settlement, and debt collection effectively. Strictly control cash flow and project costs.

- Develop a rigorous financial control mechanism to optimize cash flow and enhance risk management capabilities. Maintain a healthy financial structure, ensuring financial stability for the Company's development plans and its member units.
- Continue to review and restructure member units; strengthen governance at these units. Seek investment and business cooperation opportunities with partners who have promising projects.

## **2. The Board of Supervisors's action plan for 2026**

- Inspect/monitor the implementation and compliance with the Company Charter, the Enterprise Law, state laws....
- Inspect/monitor and evaluate the implementation of the resolutions of the 2026 Annual General Meeting of Shareholders.
- Inspect and monitor the implementation, progress, and effectiveness of investment projects.
- Inspect and evaluate the development of the Company's internal control system, internal audit, and risk management.
- Coordinate with state inspection teams and independent audit firms in the supervision of management, production and business operations, and the appraisal of financial statements.
- Inspect and monitor the operations of subsidiaries and affiliated companies and the preservation of the Company's investment capital.
- Continue to inspect and monitor the implementation of restructuring work according to the Group's restructuring plan.
- Review and examine the signing and execution of economic contracts with related parties under the authority of the Board of Directors, and disclose information about related parties and transactions with related parties.
- Propose to the General Meeting of Shareholders the selection of an independent auditing firm.
- Perform other tasks as assigned by the Board of Supervisors and the General Meeting of Shareholders.

The Board of Supervisors hereby reports to the General Meeting of Shareholders of the Company and respectfully submits it to the General Meeting of Shareholders for consideration and approval./.

**ON BEHALF OF THE BOARD OF  
SUPERVISORS  
HEAD OF THE BOARD  
(signed)**



**NGUYEN THI THANH HUYEN**





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

Hanoi, March 20, 2026

**PROPOSAL**

*(Re: Approval of the audited financial statements for 2025  
and profit distribution plan for 2025)*

**To : The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");
- Pursuant to the separate financial statements for 2025 and the consolidated financial statements for 2025 of Sunshine Group Joint Stock Company audited by Deloitte Vietnam Company Limited.

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

**1. Approval of the audited separate and consolidated financial statements for 2025:**

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the separate financial statements for 2025 and the consolidated financial statements for 2025, which have been audited in accordance with regulations.

The full set of financial statements has been disclosed in accordance with regulations and is available on the Company's website at: <https://sunshinegroup.vn/bao-cai-tai-chinh/>

Below are the key financial indicators of the Company in 2025:

No.	Indicator	Separate FS (Billion VND)	Consolidated FS (Billion VND)
1	Total Assets	[*]	[*]
1.1	Short-term Assets	[*]	[*]
1.2	Long-term Assets	[*]	[*]
2	Total Liabilities & Equity	[*]	[*]
2.1	Liabilities	[*]	[*]

2.2	Equity	[*]	[*]
3	Net Revenue	[*]	[*]
4	Profit Before Tax	[*]	[*]
5	Profit After Tax	[*]	[*]

\* The figures will be updated upon the issuance of the Company's audited financial statements for 2025.

## 2. Profit Distribution Plan:

2.1. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2025 profit distribution plan as follows:

**Table 01: The indicators of profit distribution**

No.	Indicator	Amount (VND)	Notes
1	Accumulated undistributed profit after corporate income tax as per the consolidated FS as at 31/12/2025	10,693,022,655,867	
2	Accumulated undistributed profit after corporate income tax as per the separate FS as at 31/12/2025	1,653,183,110,659	
3	Share premium as at 31/12/2025	(3,505,185,185)	
4	Other funds under equity	(2,036,137,493,557)	
5	Estimated maximum profit after tax from dividends or interim dividends received from subsidiaries in 2026	6,151,749,198,936	The above amount is estimated; the actual amount may vary depending on the performance of each subsidiary
6	Maximum undistributed profit after tax based on consolidated financial statements (6=1+3+4)	8,653,379,977,125	
7	Estimated maximum undistributed after-tax profit expected to be distributed as dividends after profit allocation from subsidiaries (7=2+3+5)	7,801,427,124,410	
8	Profit distribution plan for 2025		To be implemented under the following two options,



			depending on actual conditions
8.1	Share dividend distribution from parent company's profit after tax*	1,529,638,420,000	Equivalent to a dividend payout ratio of 17% Source of profit used from accumulated undistributed retained earnings as per the 2025 separate financial statement
8.2	Maximum share dividend in case the parent company has received dividends/interim dividends from subsidiaries**	7,681,387,618,936	(=5 + 8.1) Equivalent to a maximum dividend payout ratio of 86% (rounded)
9	Appropriation to parent company's funds	0	
9.1	Investment and development fund	0	
9.2	Bonus and welfare fund	0	
9.3	Board of Management bonus fund	0	
9.4	Social welfare fund	0	
10	Retained profit after tax as per separate financial statements after profit distribution under item 8.1 (10 – 8.1)	123,544,690,659	
11	Retained profit after tax as per consolidated financial statements after profit distribution under item 8.2 (= 1 – 5 – 8.1)	3,011,635,036,931	In case of dividend distribution at the maximum level

*The figures have based on the Q4/2025 financial statements and will be updated after the Company issues the audited financial statements for 2025.*

\*The plan for share issuance for dividend payment is presented in detail in Proposal No. [13/2026/SSG/TTr-HDQT] dated March 20, 2026.

\*\*Estimated maximum amount; the final amount shall be determined based on the actual dividend/interim dividend distributions of each subsidiary.

2.2. The General Meeting of Shareholders assigns/authorizes the Board of Directors to:

Decide on and organize the implementation of matters relating to the issuance of shares for dividend payment for 2025, including but not limited to:

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- Determining the timing of implementation, the method for handling fractional shares, carrying out procedures for registration, depository, and additional listing of shares, as well as other necessary tasks in accordance with applicable laws and the Company's actual conditions;
- In the event that the Company receives dividends/interim dividends as set out in item No. 5 of Table 01 – Section 2.1 of this Proposal, the Board of Directors shall, based on actual conditions, submit to an extraordinary General Meeting of Shareholders or seek shareholders' approval in writing a proposal for the issuance of shares to pay dividends, including the proposed dividend ratio, share issuance plan, and related matters in accordance with regulations;
- Determining the sequence for implementing the share issuance plans for dividend payment under items No. 8.1 and 8.2 of Table 01 – Section 2.1 of this Proposal, whereby the Board of Directors may decide to implement such plans in one or multiple phases, in accordance with actual conditions and its decision.

The Board of Directors respectfully submits this Proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

**(signed)**

**DO ANH TUAN**







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

Hanoi, March 20, 2026

## **PROPOSAL**

*(Re: Approval of the 2026 business and production plan targets)*

### **To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

Based on the 2025 business and production plan and the actual situation of the real estate market, the Board of Directors has proposed the 2026 business and production plan with the following specific targets:

<b>Indicator</b>	<b>Unit</b>	<b>2026 Business and Production Plan</b>
Total Revenue	Billion VND	40,000
Profit before Tax	Billion VND	15,000

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

(signed)

**DO ANH TUAN**



SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, March 20, 2026

## PROPOSAL

*(Re: approval of the remuneration and bonus plan for the Board of Directors in 2026)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

The Board of Directors ("the BOD") respectfully submits to the General Meeting of Shareholders for consideration and approval the remuneration and bonus plan for the Board of Directors in 2026 as follows:

### 1. Remuneration of the Board of Directors:

- a. The remuneration for the Board of Directors in 2026 (from January to December 2026) is: **VND 18,600,000,000** (in words: eighteen billion six hundred million Vietnamese dong).
- b. The Chairman of the Board of Directors is authorized to determine the specific remuneration for each member of the Board of Directors, provided that the total remuneration shall not exceed the amount specified in Item a, Section 1 of this Proposal.

### 2. Payment method for remuneration and bonuses of the Board of Directors in 2026:

Payments shall be made on a monthly or quarterly basis in advance, or upon the completion of the financial year. The Board of Directors will report on the payment status at the 2027 Annual General Meeting of Shareholders.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**CHAIRMAN**  
**(signed)**

**DO ANH TUAN**





**SUNSHINE GROUP  
JOINT STOCK COMPANY**

No: 04/2026/SSG-TTr-HĐQT



**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

*Hanoi, March 20, 2026*

## **PROPOSAL**

*(Re: Approval of the remuneration and bonus plan for the Board of Supervisors for 2026)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

The Board of Directors ("the BOD") hereby respectfully submits to the General Meeting of Shareholders for consideration and approval the remuneration and bonus plan for the Board of Supervisors for 2026 as follows:

### **1. Remuneration of the Board of Supervisors for 2026:**

Position	Remuneration for 2026
Head of the Board of Supervisors	10,000,000 VND/ month
Member of the Board of Supervisors	5,000,000 VND/person/month

### **2. Payment method for salaries, remuneration and bonuses of the Board of Supervisors in 2026:**

Payments shall be made on a monthly or quarterly basis, or upon completion of the financial year. The Board of Directors and the Board of Supervisors will report on the payment status at the 2027 Annual General Meeting of Shareholders.

The Board of Directors respectfully submits this for consideration and approval by the General Meeting of Shareholders.

Sincerely,

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

**(signed)**

**DO ANH TUAN**



No. 05/2026/SSG/TTr-BKS

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

Hanoi, March 20, 2026

### **PROPOSAL**

*(Re: Approval of the Selection of the Auditing Firm for the 2026 Financial Statements)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

**The Board of Supervisors respectfully submits for approval by General Meeting of Shareholders the following matters:**

1. Approval for the selection of one of the following auditing firms as the independent auditor to audit/review the Financial Statements for the Fiscal Year 2026 in accordance with legal regulations. The list is as follows:
  - Deloitte Vietnam Audit Company Limited;
  - Ernst & Young Vietnam Company Limited;
  - KPMG Vietnam Company Limited;
  - PwC (Vietnam) Company Limited;
  - Other auditing firms approved by the State Securities Commission of Vietnam to audit public interest entities.
2. Authorization for the Company's Legal Representative to negotiate, sign contracts, documents, and complete all necessary procedures to finalize the selection of one of the aforementioned audit firms to audit/review the Company's financial statements for the 2026 fiscal year.

The Board of Supervisors respectfully submits this proposal for consideration and approval.

Sincerely,

**ON BEHALF OF THE BOARD OF SUPERVISORS**  
**HEAD OF THE BOARD OF SUPERVISORS**

**(signed)**

**NGUYEN THI THANH HUYEN**





**SUNSHINE GROUP  
JOINT STOCK COMPANY**

No. 06/2026/SSG/TTr-HĐQT

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

Hanoi, March 20, 2026

### **PROPOSAL**

*(Re: Dismissal and Election of an Additional Independent Member of the Board of Directors)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");
- The resignation letter of Mr. Vu Le Hieu dated March 19, 2026.

**The Board of Directors (the "BOD") of Sunshine Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the following matters:**

1. To dismiss Mr. Vu Le Hieu from the position of Independent Member of the Board of Directors.
2. To elect one (01) additional Independent Member of the Board of Directors.  
Term of the additionally elected Independent Member of the Board of Directors: 2026 – 2031.  
The criteria for an Independent Member of the Board of Directors shall comply with applicable laws and are detailed in the nomination and candidature documents announced by the Board of Directors.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

**(signed)**

**DO ANH TUAN**



No.: 07/2026/SSG/TP-HĐQT

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

Hanoi, March 20, 2026

**PROPOSAL**

*(Re: Approval in principle of transactions between the Company and related parties )*

**To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 issued by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 issued by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter on Organization and Operation of Sunshine Group Joint Stock Company (the “Company”).

In order to ensure timeliness and efficiency in the Company’s ordinary course of business operations, given that the Company is a group with multiple subsidiaries, member companies, affiliated companies, and regular partners that play complementary and supportive roles in the overall business activities of the Group, the Board of Directors (the “BOD”) respectfully submits to the General Meeting of Shareholders (the “GMS”) for consideration and approval in principle the transactions with related parties having a value equal to or exceeding 35%, or transactions that result in the aggregate value of transactions with a related party within a period of twelve (12) months from the date of the first transaction reaching 35% or more of the total assets of the Company as recorded in the most recent audited annual financial statements or the most recent reviewed semi-annual financial statements. Details are as follows:

**a. Counterparties:**

- Subsidiaries and affiliated companies of the Company;
- Organizations (companies) that are related parties of major shareholders of the Company, or authorized representatives of institutional shareholders holding more than 10% of the total ordinary shares of the Company;
- Organizations (companies) that are related parties of members of the Board of Directors, the Board of Management, and other internal persons of the Company.

**b. Contents of contracts and transactions:**

- Contracts for the purchase/sale/transfer/receipt of transfer of shares or capital contributions;





- Operation service contracts/business cooperation contracts/service provision contracts/construction and contracting agreements/office lease agreements/sale and purchase agreements and other contracts and transactions with related parties for the purpose of supporting the Company's business operations;
  - Loan/borrowing/guarantee agreements.
- c. **Transaction value:** the value shall be determined from time to time and on a per-contract basis.
- d. **Effective period:** applicable to contracts and transactions arising during the period from the day after the 2026 Annual General Meeting of Shareholders to the day before the 2027 Annual General Meeting of Shareholders.

**Authorization:** To assign/authorize the Board of Directors/the General Director of the Company, on a case-by-case basis, to decide on the detailed terms of each transaction, and to negotiate, execute and implement contracts, agreements and relevant documents, including any amendments, supplements, termination or replacement of such transactions (if any).

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN

(signed)

DO ANH TUAN





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

No: 08/2026/SSGTTr-HĐQT

Hanoi, March 20, 2026

**PROPOSAL**

*(Re: Proposal for approval of the Company's investment and M&A policy in certain potential real estate projects )*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

In continuation of the strategy to expand the Company's land bank, and to further strengthen investment in potential real estate projects, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the report on the Company's investment and M&A activities in 2025, as well as the Company's investment and M&A policy in certain potential real estate projects, as follows:

**1. Report on the Company's and its subsidiaries' investment and M&A activities in 2025**

**1.1 Completed transactions**

- Acquisition of 54.5% of the shares in Sunshine Tay Ho Joint Stock Company ("Sunshine Tay Ho"), whereby from June 30, 2025, Sunshine Tay Ho became a direct subsidiary of the Company;
- Acquisition of 51.11% of the shares in DIA Investment Joint Stock Company ("DIA"), whereby from August 27, 2025, DIA became a direct subsidiary of the Company;
- The Company's subsidiaries, Dynamic Innovation Company Limited ("DIC") and Smartmind Securities Joint Stock Company ("SMDS"), acquired additional shares in DIA, thereby increasing the Company's ownership and voting rights in DIA to 98.89% and 99.5%, respectively;
- Sunshine Sky Villa Joint Stock Company ("Sky Villa"), a subsidiary of the Company, acquired 51% of the shares in Wonderland Real Estate Joint Stock Company ("Wonderland"), whereby from November 12, 2025, Wonderland became an indirect subsidiary of the Company;



- DIA Investment Joint Stock Company, a subsidiary of the Company, cumulatively acquired up to 99.8% of the shares in Thai Minh Land Investment Joint Stock Company (“Thai Minh Land”), whereby from December 31, 2025, Thai Minh Land became an indirect subsidiary of the Company;
- Dynamic Innovation Company Limited, a subsidiary of the Company, transferred its entire 39.52% shareholding in Thuan Phu Lang Co Development Investment Joint Stock Company (“Thuan Phu Lang Co”), whereby from September 13, 2025, Thuan Phu Lang Co ceased to be an indirect associate of the Company;
- Implementation of the issuance of KSF shares for a public tender offer of SSH shares – shares of Sunshine Homes Development Joint Stock Company, thereby acquiring 99.96% of the shares of Sunshine Homes Development Joint Stock Company (“SSH”); accordingly, from September 29, 2025, SSH officially became a direct subsidiary of the Company;
- Other investment activities within the authority of the BOD and disclosed in accordance with applicable regulations.

### 1.2 Pending transactions

Certain investment and M&A transactions have been approved in principle by the Company but have not yet been completed and are currently being implemented or considered for implementation in the near future, including:

- Approval in principle for Unicloud Technology Group Joint Stock Company, a subsidiary of the Company, to acquire 16,718,750 shares, equivalent to 24.59% of the charter capital of Thu Duc Infrastructure Development Investment Joint Stock Company;
- Approval in principle for the Company, directly or through its subsidiaries (directly/indirectly), to acquire capital contributions in Kim Thanh Trade Company Limited;
- Approval in principle for the acquisition of 65% of the charter capital of Thien Hai Joint Stock Company with a total transaction value not exceeding VND 3,500 billion;
- Approval in principle for the Company, directly or through its subsidiaries (directly/indirectly), to acquire shares in Thanh Xuan Import-Export Joint Stock Company;
- Approval in principle for Sky Villa, a subsidiary of the Company, to acquire an additional 48% of the shares in Wonderland, thereby increasing the Company’s ownership and voting rights in Wonderland;
- Approval in principle for the acquisition of shares in SCG Construction Group Joint Stock Company;

The implementation of investment and M&A activities in enterprises and projects is subject to market conditions, negotiations, capital availability, the fulfillment of transfer conditions by the partners/transferrors, as well as relevant administrative procedures. The BOD will continue to base on actual circumstances to implement these transactions and will report the implementation results at the 2027 Annual General Meeting of Shareholders.

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**2. Report on the Company's investment and M&A activities approved by the BOD in early 2026**

In the first months of 2026, the BOD approved and implemented the Consortium Agreement of the Company with S-Homes Real Estate Business Investment Joint Stock Company, Hanoi Housing Development and Investment Corporation, Thai Nam Land Joint Stock Company, and Potamos Property Joint Stock Company, regarding the Consortium acting as the project investor for the Bac Thang Long Urban City Multi-purpose Project in Thien Loc Commune, Phuc Thinh Commune, and Me Linh Commune, Hanoi City. This project covers an area of nearly 700 hectares with an estimated population of 240,000 people. It is a highly significant project and a key initiative in the roadmap for restructuring the capital city's development space under a polycentric and multi-core orientation. The investment implementation by the Consortium is currently being carried out by the parties in accordance with the relevant legal regulations.

**3. Policy on Continuing Investment and M&A in Investors, Projects, and Enterprises**

**3.1. Proposed Projects and Enterprises for Investment and M&A:** In line with the policy of continuing to restructure and expand the Company's scale and land bank, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the policy to allow the Company, either directly or through its subsidiaries, to carry out investment and mergers and acquisitions in respect of the following project companies/projects:

- Approval in principle for the BOD to decide on the structure, method of investment, and M&A for the Cam Dinh – Hiep Thuan Ecological Garden Project, Phuc Tho District;
- Approval in principle for DIA Joint Stock Company – a direct subsidiary of the Company – to acquire over 50% of the charter capital of Big Gain Development Company Limited;
- Approval in principle for the Company's subsidiaries, Sunshine Tay Ho Joint Stock Company and DIA Investment Joint Stock Company, to acquire over 50% of the charter capital of Bach Giang – DCI Investment Development and Construction Joint Stock Company;
- The Company and/or its subsidiaries shall directly or indirectly acquire shares and/or equity interests in the project companies and/or relevant entities from time to time in order to obtain ownership of the project of the service, commercial, and office complex combined with high-rise residential buildings at land plots CT05-HH and CT06-HH, Nam Thang Long Urban Area – Phase III, Phu Thuong Ward, Hanoi, Vietnam.
- The Company and/or its subsidiaries (directly or indirectly) shall carry out the purchase and/or acquisition of shares and/or equity interests in relevant companies in order to directly and/or indirectly hold more than 50% of the ownership and/or voting rights in the companies being the project owners of the following projects:
  - Ocean Tourism Area Project, Ward 11, Vung Tau City;



- Mixed-use commercial project at land plot TM13, Nam Thang Long Urban Area – Phase II, Xuan Dinh Ward, Bac Tu Liem District, Hanoi;
- Phu Huu Residential Area Project in Dai Phuoc Commune, Dong Nai Province;
- Thai Ha Spring Garden Housing Development Project at planning lot B1-N01 under the H2-1 urban subdivision plan, Phu Thuong Ward, Hanoi;
- Commercial and residential complex for sale project at No. 189 Tran Binh Street, Cau Giay Ward, Hanoi.

**3.2. Relationship with the Company after Completion of the Above Transactions:**

Depending on the timing and progress of the Company's investments, the above enterprises may become direct or indirect subsidiaries or associates of the Company.

**3.3. Transferor:** Organizations or individuals who are lawful owners with full rights to freely transfer shares or capital contributions in accordance with applicable laws.

**3.4. Expected Timing of Execution:** The execution of the transactions shall depend on market conditions, negotiations, capital availability, compliance with transfer conditions of the counterparty and transferor, as well as related administrative procedures. The BOD is authorized to proactively determine the appropriate timing of execution based on actual circumstances.

**4. Authorization to Implement the Tasks**

The General Meeting of Shareholders authorizes the BOD to, based on actual circumstances, be responsible for organizing and implementing the following tasks:

- Decide on the detailed implementation of the tasks approved by the GMS;
- Negotiate and determine the transfer/acquisition value. In cases where the GMS has approved a maximum transfer/acquisition value, the actual transfer/acquisition value must not exceed the approved value (if any);
- Select the appropriate timing and capital sources for the investments. The BOD shall decide on investments in stages based on available resources and the Company's business strategy;
- Proactively decide on increasing or decreasing ownership ratios in the above-mentioned companies;
- Proactively decide whether the Company and/or its direct or indirect subsidiaries shall carry out the above investment and M&A activities, or replace/change the subsidiaries implementing them (if any);
- Appoint or change the authorized representative of the Company to represent and manage shares or capital contributions owned by the Company in these companies when executing share/capital transfers;
- Decide on all other issues and carry out any other necessary actions to complete the tasks outlined in this Proposal;



- The BOD is authorized to further delegate some of the above-authorized tasks to the Chairman of the BOD and/or the General Director of the Company.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

**(signed)**

**DO ANH TUAN**







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

Hanoi, March 20, 2026

No.: 09/2026/SSG/TTr-HĐQT

## **PROPOSAL**

*(Re: Approval of the report on outstanding matters)*

### **To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 issued by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 issued by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter on Organization and Operation of Sunshine Group Joint Stock Company (the “Company”);
- Pursuant to the Company’s operational status and development strategy.

**The Board of Directors respectfully submits to the General Meeting of Shareholders of the Company for consideration and approval the report on the implementation status of the resolutions adopted at the 2025 General Meeting of Shareholders that remain outstanding, together with the proposed handling measures, as follows:**

- ❖ Regarding the implementation of the policy on restructuring the Company’s ownership of its capital contribution in Dynamic Innovation Company Limited (“DIC”) in accordance with Proposal No. 09/2025/SSG/TTr-HĐQT dated April 23, 2025 of the Board of Directors (“Proposal No. 09”), attached to the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/2025/SSG/NQ-ĐHĐCĐ dated April 26, 2025:

*Implementation status: As of the present time, the Company has completed the acquisition and now holds 100% of the capital contribution in Dynamic Innovation Company Limited (DIC). At the same time, the Company has entered into a deposit agreement with Sunshine Sky Villa Joint Stock Company (“Sky Villa”) and is continuing to complete the necessary procedures to carry out the transfer transaction in accordance with applicable regulations.*

Proposed action: To continue implementation in accordance with the contents of the aforementioned Proposal No. 09.

- ❖ Regarding the Company’s investment and M&A activities in certain potential real estate projects in accordance with Proposal No. 10/2025/SSG/TTr-HĐQT dated April 4, 2025 of the Board of Directors (“Proposal No. 10”), attached to the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/2025/SSG/NQ-ĐHĐCĐ dated April 26, 2025, the Board of Directors has reported under Proposal No. 08/2026/SSG/TTr-HĐQT submitted to the 2026 Annual General Meeting of Shareholders;
- ❖ Regarding the implementation of the policy on the purchase/receipt of transfer of shares in SCG Construction Group Joint Stock Company (“SCG”) in accordance with Proposal No.



11/2025/SSG/TTr-HĐQT dated April 04, 2025 (“Proposal No. 11”), attached to the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/2025/SSG/NQ-ĐHĐCĐ dated April 26, 2025:

*Implementation status: On September 24, 2025, the Company completed the purchase/receipt of transfer of 1,912,500 SCG shares from shareholder Nguyen Dinh Duc, representing 2.25% of the total outstanding shares of SCG. According to the plan set out in Proposal No. 11, the number of SCG shares that the Company has not yet purchased/received through transfer is 43,248,210 shares, representing 50.88% of the total outstanding shares of SCG, as the timing for the transfer has not been appropriate.*

Proposed action: To continue implementation in accordance with the contents of the aforementioned Proposal No. 11.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

**(signed)**

**DO ANH TUAN**







SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

Hanoi, March 20, 2026

## PROPOSAL

(Re: Proposal for approval of the policy to transfer the Company's share listing to the Ho Chi Minh City Stock Exchange)

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

Pursuant to the orientation of the Ministry of Finance on restructuring the equity trading market as set out in Circular No. 57/2021/TT-BTC dated July 12, 2021, Circular No. 69/2023/TT-BTC dated November 15, 2023, and Circular No. 139/2025/TT-BTC dated December 30, 2025, under which shares of listed organizations currently listed on the Hanoi Stock Exchange ("HNX") are to be transferred to the Ho Chi Minh City Stock Exchange ("HOSE") for listing and management.

In compliance with the above-mentioned orientation of the Ministry of Finance, and considering that listing shares on HOSE would enhance the Company's reputation and brand in the securities market, improve share liquidity, and attract major and foreign investors, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the policy on the transfer of listing of Sunshine Group Joint Stock Company (Stock Code: KSF) to the Ho Chi Minh City Stock Exchange, with the following details.

### 1. Information on KSF shares

- Stock name: Shares of Sunshine Group Joint Stock Company;
- Type of securities: Ordinary shares;
- Stock code: KSF;
- Par value: VND 10,000 per share (In words: Ten thousand Vietnamese Dong per share);



- Number of shares to be transferred: All outstanding shares of the Company at the time of registration for listing.

**2. Authorization to the Board of Directors**

- To proactively carry out all necessary procedures in accordance with the law or requirements of competent state authorities to comply with the policy on restructuring the equity trading market, or to decide on an earlier transfer of listing in line with the orientation of the Board of Directors;
- To implement in accordance with regulations and guidance of competent authorities, or to decide on an appropriate timing for the transfer of listing based on actual market conditions and legal requirements.
- To direct the preparation of dossiers and implementation of all necessary procedures for the transfer of the Company's share listing to the Ho Chi Minh City Stock Exchange.
- To decide on and handle all issues arising in relation to procedures and documentation with the Hanoi Stock Exchange, the Ho Chi Minh City Stock Exchange, the Vietnam Securities Depository and Clearing Corporation, and other competent state authorities.
- The Board of Directors is authorized to re-delegate the above authorities to the Chairman of the Board of Directors and/or the General Director of the Company.

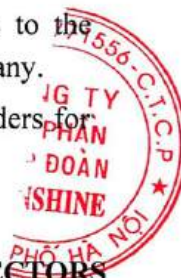
The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

(signed)

**DO ANH TUAN**







**SUNSHINE GROUP  
JOINT STOCK COMPANY**

No. 11/2026/SSG/TTr-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

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Hanoi, March 20, 2026

## **PROPOSAL**

*(Re: Proposal for approval of amendments to the Company's business lines)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company");

**Based on the applicable laws and regulations and the operational and business needs of Sunshine Group Joint Stock Company, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the amendment of the detailed business lines of the Company, as follows:**

### **1. Removal of the following business lines:**

No.	Business lines to be removed	Code	Notes
1	Real estate consultancy, brokerage, and auction services, auction of land use rights	6820	In compliance with Decision No.36/2025/QĐ - TTg promulgating the Vietnam Standard Industrial Classification, approved by the Prime Minister on September 29, 2025, effective from November 15, 2025
2	Short-term accommodation services	5510	
3	Sauna, massage, and other similar health enhancement services (excluding sports activities)	9610	
4	Wholesale of metals and metal ores	4662	
5	Retail sale of electrical household appliances, beds, wardrobes, tables, chairs and similar furniture, lighting equipment, and other household items not elsewhere classified in specialized stores	4759	
6	Retail sale of other new goods in specialized stores	4773	
7	Other retail sale not elsewhere classified	4799	

8	Retail sale of hardware, paints, glass, and other construction installation equipment in specialized stores	4752	
9	Wholesale of construction materials and installation equipment	4663	
10	Computer programming activities	6201	
11	Computer consultancy and computer system management activities	6202	
12	Information technology service activities and other services related to computers	6209	
13	Data processing, hosting and related activities	6311	
14	Web portals	6312	
15	Management consultancy activities	7020	
16	Wholesale of computers, peripheral equipment and software	4651	
17	Retail sale of computers, peripheral equipment, software and telecommunications equipment in specialized stores	4741	
18	Software publishing	5820	

## 2. Addition of the following business lines

No.	Business lines to be added	Code	Notes
1	Other short-term accommodation services <i>Details: – Villas or apartments providing short-term accommodation services; – Guest houses and lodging houses providing short-term accommodation services</i>	5520	In compliance with Decision No.36/2025/QĐ-TTg promulgating the Vietnam Standard Industrial Classification, approved by the Prime Minister on September 29, 2025, effective from November 15, 2025
2	Hotels and similar accommodation services	5510	
3	Intermediation services for real estate activities <i>(Article 3 of the Law on Real Estate Business 2023) (Excluding real estate trading floors)</i>	6821	
4	Other real estate activities on a fee or contract basis <i>Details: Real estate consultancy services; real estate management services (Article 3 of the Law on Real Estate Business 2023)</i>	6829	



	(Excluding auction and legal consultancy services relating to real estate)		
5	Spa and sauna services <i>Details: Sauna, massage, sunbathing, and non-surgical beauty services</i>	9623	
6	Wholesale of metals and metal ores <i>Details:</i> – Wholesale of iron and steel – Wholesale of other metals <i>(Excluding wholesale of precious metals)</i>	4672	
7	Retail sale of electrical household appliances, beds, wardrobes, tables, chairs and similar furniture, lighting equipment, and other household items not elsewhere classified	4759	
8	Retail sale of other new goods (excluding automobiles, motorcycles, and related parts and accessories)	4773	
9	Retail sale of hardware, paints, glass, construction materials, and other installation equipment	4752	
10	Wholesale of construction materials and installation equipment	4673	
11	Other computer programming activities	6219	
12	Computer consultancy and computer infrastructure management	6220	
13	Other computer and information technology service activities	6290	
14	Information technology infrastructure, data processing, hosting and related activities	6310	
15	Web search portal activities and other information service activities	6390	
16	Business and other management consultancy activities <i>(Excluding financial, accounting, and legal consultancy)</i>	7020	

17	Wholesale of computers, peripheral equipment and software	4651	
18	Retail sale of information and communication technology equipment	4740	
19	Other software publishing	5829	

### 3. Implementation

- a. Authorization to the Board of Directors to perform the following tasks:
  - Decide on any adjustments or amendments to the detailed business lines approved by the General Meeting of Shareholders in the above proposal in accordance with the requirements of the business registration authority and applicable laws.
- b. Authorization to the legal representative of the Company to, based on actual conditions, implement the following tasks:
  - Register and notify changes to the Company's registered business lines with the business registration authority;
  - Decide on and carry out other necessary tasks to complete the contents approved under this Proposal;
  - The legal representative of the Company is entitled to re-authorize other organizations/individuals to perform the tasks within the scope of authorization under this section

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

(signed)

**DO ANH TUAN**







**SUNSHINE GROUP  
JOINT STOCK COMPANY**

No: 12/2026/SSG/TTr-HĐQT

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

Hanoi, March 20, 2026

## **PROPOSAL**

*( Re: Amendment to the Company's Charter)*

### **To: The General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 issued by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 issued by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter on Organization and Operation of Sunshine Group Joint Stock Company (the "Company").

In order to improve and complete the provisions of the Company's Charter, and to facilitate timely and effective corporate governance, management and the implementation of the Company's investment and business plans, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the amendment and supplementation of certain provisions of the Company's Charter, as follows:

### **1. Contents of amendments and supplementation**

*(Details are set out in the Appendix on the amendments and supplementation to the Charter of Sunshine Group Joint Stock Company attached hereto.)*

### **2. Implementation plan:**

To assign/authorize the Chairman of the Board of Directors and/or the General Director – the legal representative of the Company, based on the actual situation and in accordance with applicable laws, to implement the following tasks:

- To sign and issue the Appendix on amendments to the aforementioned Charter;
- To perform other necessary tasks to complete the matters approved by the General Meeting of Shareholders under this Proposal.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**(signed)**

**DO ANH TUAN**



**Appendix: AMENDMENTS AND SUPPLEMENTATION TO THE CHARTER OF SUNSHINE GROUP JOINT STOCK COMPANY**

No.	Article	Charter Provisions Before Amendment	Charter Provisions After Amendment	Reason for Amendment
1	<b>Amendment to Clause 1, Article 22.</b>	1. The Board of Directors shall have the right to seek shareholders' written opinions in order to adopt resolutions of the General Meeting of Shareholders when deemed necessary in the best interests of the Company, except for the cases specified in Clause 2, Article 147 of the Law on Enterprises.	1. The Board of Directors shall have the authority to decide on obtaining shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders on matters falling within the competence of the General Meeting of Shareholders in accordance with applicable laws and the Company's Charter.	To improve and complete the provisions of the Company's Charter, and to facilitate timely and effective corporate governance, management, and the implementation of the Company's investment and business plans.







SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, March 20, 2026

## PROPOSAL

*(V/v: Approval of the plan for share issuance for dividend payment for 2025)*

**To: General Meeting of Shareholders of Sunshine Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on the Organization and Operation of Sunshine Group Joint Stock Company ("the Company").

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the plan for share issuance to pay dividends for 2025, with the following details:

**1. Share issuance plan for dividend payment:**

- Issuing organization: Sunshine Group Joint Stock Company
- Purpose of issuance: Issuance of shares for dividend payment
- Share name: Shares of Sunshine Group Joint Stock Company
- Stock symbol: KSF
- Type of shares: Ordinary shares
- Par value: VND 10,000 per share
- Total number of outstanding shares: 899,787,308 shares
- Total par value of outstanding shares: VND 8,997,873,080,000
- Maximum number of shares to be issued: 152,963,842 shares
- Maximum total issuance value at par value: VND 1,529,638,420,000
- Issuance ratio (number of shares to be issued/outstanding shares): 17% (rounded to the nearest whole number).
- Eligible shareholders: Existing shareholders whose names are recorded in the Company's shareholder list as of the record date (closing date for the shareholder list) provided by the Vietnam Securities Depository and Clearing Corporation (VSDC).
- Exercise ratio: 100:17 (meaning a shareholder holding 100 shares will receive 17 shares as dividend). For the avoidance of doubt, shareholders will receive dividends even if they hold



fewer than 100 shares, based on the 17% ratio applied to their actual shareholding, subject to rounding and fractional share treatment as specified below.

- Rounding and treatment of fractional shares: Shares issued for dividend payment will be rounded down to the nearest whole share; any fractional shares (if any) will be cancelled.  
Example: Mr. Nguyen Van A owns 102 ordinary shares of the Company. The dividend is calculated at the ratio of 100:17 (i.e., a shareholder holding 100 shares receives 17 shares, the additional shares are calculated as:  $102 \times 17\% = 17.34$  shares). Accordingly, Mr. Nguyen Van A will actually receive 17 shares as dividend; the fractional portion (0.34 share) will be cancelled.
- Source of issuance: Undistributed after-tax profits as of December 31, 2025, based on the Company's audited separate financial statements for 2025.
- Additional registration and listing of newly issued shares: All newly issued dividend shares will be registered for additional securities registration with the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally listed on the Stock Exchange upon completion of the issuance in accordance with applicable laws.
- Expected issuance timeline: In 2026.

**2. Approval of charter capital increase and amendment of the Company's Charter:**

- To increase the Company's charter capital corresponding to the total par value of the actual number of newly issued shares;
- To amend the Company's Charter and update the Enterprise Registration Certificate in accordance with the increased charter capital upon completion of the issuance.

**3. Authorization to the Board of Directors to implement related matters:**

- To decide on the specific timing of the share issuance for dividend payment; to prepare and complete the issuance dossier for submission to the State Securities Commission; and to amend, supplement, and provide explanations (if any) to finalize the issuance dossier;
- To determine the record date for finalizing the list of shareholders entitled to receive dividends after receiving written confirmation from the State Securities Commission regarding the receipt of a complete set of documents for the share issuance for dividend payment, ensuring compliance with applicable laws;
- To carry out all necessary procedures and tasks in accordance with the Law on Enterprises, the Company's Charter, and the laws on securities and the securities market to implement the aforementioned issuance plan, including the preparation, completion, and explanation of registration and reporting documents related to the share issuance for dividend payment;
- To decide on other matters related to the implementation of the above issuance plan;
- To decide and carry out all necessary procedures related to: the change of charter capital, the amendment/supplementation of provisions on charter capital in the Company's Charter; the amendment of the Company's Enterprise Registration Certificate; the amendment of the Company's Securities Registration Certificate at the Vietnam Securities Depository and Clearing Corporation; the additional listing of the Company's shares on the Stock Exchange corresponding to the number of newly issued shares in accordance with applicable laws;





SUNSHINEGROUP

- To perform all necessary legal procedures in accordance with applicable laws and to handle any arising issues in order to complete the share issuance for dividend payment.
- Depending on specific circumstances, the Board of Directors may re-authorize the Chairman of the Board of Directors and/or the Chief Executive Officer to perform the above authorized tasks.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for consideration and approval.

Sincerely,

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

**(signed)**

**DO ANH TUAN**



**SUNSHINE GROUP  
JOINT STOCK COMPANY**

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



No.: ...../2026/SSG/NQ-ĐHĐCĐ

Hanoi, April ....., 2026

**DRAFT**

**RESOLUTION**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**SUNSHINE GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021, and its amendments, supplements and implementing regulations;
- Pursuant to the Charter of Organization and Operation of Sunshine Group Joint Stock Company (the “Company”);
- Pursuant to the Minutes of the General Meeting of Shareholders dated ....., 2026.

**RESOLVES:**

- Article 1.** To approve the Report on the activities of the Board of Directors in 2025 (Report No. 01/SSG/BC-HĐQT dated ....., 2026 of the Board of Directors).
- Article 2.** To approve the Report on the activities of the Independent Member of the Board of Directors in 2025 (Report No. 02/SSG/BC-TVĐLHĐQT dated ....., 2026).
- Article 3.** To approve the Report on the activities of the Board of Management on business performance in 2025 and the business plan for 2026 (Report No. 03/SSG/BC-BĐH dated ....., 2026).
- Article 4.** To approve the Report on the activities of the Board of Supervisors in 2025 (Report No. 04/SSG/BC-BKS dated ....., 2026).
- Article 5.** To approve the audited Financial Statements for 2025 and the profit distribution plan for 2025 (as stated in Proposal No. 01/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).
- Article 6.** To approve the production and business plan targets for 2026 (as stated in Proposal No. 02/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).
- Article 7.** To approve the remuneration and bonus plan for the Board of Directors in 2026 (as stated in Proposal No. 03/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).





**Article 8.** To approve the remuneration and bonus plan for the Board of Supervisors in 2026 (as stated in Proposal No. 04/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 9.** To approve the selection of the auditing firm for the 2026 Financial Statements (as stated in Proposal No. 05/2026/SSG/TTr-BKS dated ....., 2026 of the Supervisory Board).

**Article 10.** To approve the dismissal and additional election of an Independent Member of the Board of Directors (as stated in Proposal No. 06/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors):

1. To dismiss Mr. Vu Le Hieu from the position of Independent Member of the Board of Directors due to his resignation.
2. To elect one (01) additional Independent Member of the Board of Directors for the term 2026 – 2031, as follows:
  - Mr./Ms.: .....
3. The composition of the Board of Directors after the election is as follows:

No.	Full name	Position in the Board of Directors
1	.....	Independent Member of the Board of Directors

**Article 11.** To approve the policy on transactions between the Company and related parties (as stated in Proposal No. 07/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 12.** To approve the Company's investment and M&A policy in certain potential companies and real estate projects (as stated in Proposal No. 08/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 13.** To approve the report on uncompleted matters (as stated in Proposal No. 09/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 14.** To approve the policy to transfer the Company's share listing to the Ho Chi Minh City Stock Exchange (as stated in Proposal No. 10/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 15.** To approve amendments to the Company's business lines (as stated in Proposal No. 11/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 16.** To approve amendments to the Company's Charter (as stated in Proposal No. 12/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 17.** To approve the plan for share issuance for dividend payment for 2025 (as stated in Proposal No. 13/2026/SSG/TTr-HĐQT dated ....., 2026 of the Board of Directors).

**Article 18.** The General Meeting of Shareholders assigns the Board of Directors and the General Director to organize the implementation of this Resolution in accordance with applicable laws and the Company's Charter.

The General Meeting of Shareholders assigns the Board of Supervisors to supervise and inspect the implementation of this Resolution by the Board of Directors and the General Director in accordance with applicable laws and the Company's Charter.

The Board of Directors, Board of Supervisors, General Director, departments, units and relevant individuals of the Company shall be responsible for implementing this Resolution.

This Resolution shall take effect from the date of signing and has been duly adopted in full by the General Meeting of Shareholders at the 2026 Annual General Meeting of Shareholders.

*Recipients:*

- Website and  
Information Disclosure;
- Board of Directors,  
Board of Supervisors;
- Office records.

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS**

**CHAIRMAN OF THE BOARD OF DIRECTORS**

**DO ANH TUAN**







**DRAFT**

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

Hanoi, .....2026

## **REGULATIONS ON THE ORGANIZATION AND WORKING OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

### **Objectives of the Regulations:**

- To ensure transparency, fairness and democracy;
- To create favorable conditions for the organization and conduct of the General Meeting of Shareholders in accordance with the agenda of the General Meeting, the provisions of the Charter of Sunshine Group Joint Stock Company ("**Company/SSG**") and the provisions of applicable law;
- The Resolutions of the General Meeting of Shareholders express the unified will of the General Meeting of Shareholders, meet the aspirations and interests of shareholders and comply with the law.

## **CHAPTER I. GENERAL PROVISIONS**

### **Article 1. Subjects of application**

All shareholders and duly authorized persons of shareholders, and guests of the General Meeting of Shareholders of SSG shall abide by and comply with the provisions of these Regulations, the SSG's Charter and applicable laws.

### **Article 2. Scope of application**

These regulations are applied to the organize of the 2026 Annual General Meeting of Shareholders ("**AGM**") of SSG in the form of an in-person meeting and regulate the registration for attendance, voting and election by electronic voting method of shareholders through the electronic voting system used by SSG at the 2026 Annual General Meeting of Shareholders.

### **Article 3. Interpretation of terms**

In these Regulations, the following terms shall be construed as follows:

**1. Shareholder:** means a person who owns at least one SSG's share, whose name is on the list of shareholders entitled to attend the General Meeting of Shareholders as of March 13, 2026, provided by the Vietnam Securities Depository and Clearing Corporation ("**VSDC**").

**2. Authorized representative of a shareholder** means a person who is duly authorized in writing by the shareholder to attend and exercise the lawful rights of a shareholder at the 2026 Annual General Meeting of Shareholders in accordance with the provisions of law and the SSG's Charter.

**3. Delegate:** means a Shareholder or an authorized representative of a shareholder attending the 2026 Annual General Meeting of Shareholders.

**4. Venue of the General Meeting of Shareholders** means the location where the Chairman attends and presides over the meeting.

**5. Electronic voting:** means Delegates attending the meeting conducting voting and election through the electronic voting system.

**6. Electronic means:** is the means of operation based on electrical, electronic, digital, magnetic, wireless transmission, optical, electromagnetic or similar technology.

**7. Electronic Voting System:** means a system that supports the organization of the General Meeting of Shareholders, providing Delegate with tools to exercise related rights when attending the General Meeting of Shareholders (including registering to attend the General Meeting of Shareholders at the meeting location and conducting voting, elections in the form of Electronic Voting, ...).

**8. Login information:** Includes the Username and Password of each Delegate, used to log in/access the electronic voting system to discuss and conduct electronic voting.

**9. Organizing Committee:** means a department established to serve the preparation and organization of the 2026 Annual General Meeting of Shareholders.

## CHAPTER II. CONTENTS OF REGULATIONS

### Article 4. Conditions and methods of attending the General Meeting

#### 1. Conditions for attending the General Meeting

##### a. Participants:

SSG's shareholders according to the list of shareholders as of March 13, 2026, provided by VSDC and the duly authorized representatives of shareholders are entitled to attend and vote on issues at the General Meeting of Shareholders.

##### b. Technology requirements:

Delegates attending the General Meeting of Shareholders and conducting electronic voting shall use suitable electronic devices, connected to the Internet to ensure that they can follow the progress of the General Meeting and perform electronic voting, including but not limited to personal computers, laptops, tablets, smartphones or other electronic devices connected to the Internet.

#### 2. Method of attending the General Meeting of Shareholders by attending in person at the Meeting

a. When attending the meeting at the location of the General Meeting of Shareholders stated in the Invitation Letter, delegates shall register to attend the General Meeting by bringing the identification documents: Citizen ID/Passport and valid authorization letter (if being an authorized representative) and presenting the above identification documents to the Organizing Committee to confirm the status of the Delegate.

b. Before the opening of the meeting, SSG shall carry out the Delegate registration procedure and continue such registration until all present Delegates entitled to attend the meeting have completed the registration.

c. When registering delegates, SSG will provide each delegate attending the meeting with a login information form to access the electronic voting system, which includes the full name of the Shareholder or the Shareholder's authorized representative, the login username and



the corresponding access password. Delegates are responsible for keeping the access account and other identification factors provided by SSG confidential to ensure that only the Delegates have the right to participate in Electronic Voting on the electronic voting system. In case a Shareholder authorizes another individual/organization to attend the General Meeting and conduct Electronic Voting, the Shareholder and the Shareholder's authorized person shall be responsible for such authorization and the results of the Electronic Voting according to the access account granted.

d. Delegates who arrive after the meeting has been opened but before the General Meeting ends shall have the right to register and participate in voting at the General Meeting on issues that have not been voted on. In such case, the Chairman shall not be required to suspend the General Meeting and the validity of the issues previously voted on shall not be affected.

#### **Article 5. Authorization to attend the General Meeting**

1. Authorization to attend the General Meeting of Shareholders shall be made in writing and in accordance with the provisions of the 2020 Law on Enterprises and the SSG's Charter as follows:

- An individual shareholder has the right to authorize all shares owned by the shareholder to only one (01) other individual to attend and vote at the General Meeting on his/her behalf.

- An organization shareholder has the right to authorize all shares owned by the shareholder to a maximum of three (03) representatives to attend and vote at the General Meeting on behalf of the shareholder.

2. Authorization shall be considered valid and legally effective when it satisfies the following conditions:

- The authorization must be made in writing using the form provided by SSG or by the Shareholder in accordance with the provisions of the civil law, clearly stating the name of the authorized individual or organization and the number of shares authorized; the content of the authorization; with full signatures, full names, and seals (in case of an organization) of the authorizing person and the authorized person. The Organizing Committee shall not be responsible for and shall have no obligation to resolve any dispute or disagreement regarding any limitation or agreement on the scope of authorization between the authorizing Shareholder and the authorized person.

- The authorized person shall present all personal identification documents (Citizen ID/Passport) and SSG shall receive the original authorization document when the Delegate registers to attend the General Meeting.

#### **3. Cancellation of authorization**

- In case the Shareholder has sent the authorization information before the date of the General Meeting and wants to cancel the valid authorization sent before, the Shareholder shall send an official document request to SSG to cancel the authorization. SSG shall not bear any responsibility for any change in authorization if the shareholder does not follow the above instructions.



- The cancellation of authorization shall not be effective if the authorized representative of the shareholder has successfully registered to attend the meeting and has conducted voting on any issue in the Agenda of the General Meeting of Shareholders on the electronic voting system.

#### **Article 6. Guests of the General Meeting**

Guests include persons holding managerial positions of SSG and its subsidiaries, members of the Board of Supervisors, the Chief Accountant, and representatives of the audit company (if any).

#### **Article 7. Rights and obligations of Delegates**

##### **1. Rights of Delegates when attending the General Meeting of Shareholders**

- a. To be publicly notified by the Organizing Committee of the General Meeting of information on the content, agenda of the General Meeting and related documents attached.
- b. To attend the General Meeting, discuss and vote on all issues under the authority of the General Meeting of Shareholders as prescribed in the SSG's Charter, these Regulations and the instructions on the website: <https://sunshinegroup.vn/dai-hoi-dong-co-dong/>.
- c. To have the right to attend meetings and/or participate in voting on the remaining issues after the opening of the General Meeting.
- d. To authorize one or more other individuals or organizations to attend the General Meeting in accordance with Article 5 of these Regulations.

##### **2. Obligations of Delegates when attending the General Meeting of Shareholders**

- a. To comply with the regulations at the General Meeting, respect the guidance and direction of the Presidium and the results of the General Meeting.
- b. When attending the General Meeting, Delegates shall be present at the prescribed time and complete the registration procedures with the Organizing Committee of the General Meeting; behave in a civilized and polite manner, not smoke in the General Meeting room, not make noise, not use mobile phones during the General Meeting, and all mobile phones shall be turned off or set to silent mode.
- c. Delegates shall prepare and use appropriate electronic devices (personal computers, laptops, tablets, smartphones, ...), with an Internet connection to follow the progress of the General Meeting, participate in discussions and conduct electronic voting.
- d. To keep confidential the information related to access accounts such as username, access password provided by SSG to ensure that only the Delegate has the right to conduct voting on the electronic voting system.
- e. To immediately notify SSG for prompt handling when discovering that the login name and password has been lost, stolen, disclosed, or suspected to have been disclosed to lock the access account. The Delegate shall be responsible for any damages, losses and other risks occurring before SSG receives the Delegate's notification if the cause is due to the Delegate.
- f. The recording and filming of the General Meeting shall be publicly announced and approved by the Chairman of the General Meeting.
- g. To speak and vote in accordance with the instructions of the Organizing Committee and respect the direction of the General Meeting by the Chairman of the General Meeting.
- h. To strictly comply with these Regulations and respect the results of the General Meeting.



### **Article 8. Organizing Committee**

1. The Organizing Committee of the General Meeting is established by the Board of Directors. The number and composition of the Organizing Committee of the General Meeting shall be decided by the Board of Directors.
2. The Organizing Committee of the General Meeting has the following responsibilities:
  - a. To perform tasks in accordance with these Regulations.
  - b. To provide guidance and serve as the focal point for answer shareholders' questions regarding registration for attending the General Meeting and electronic voting.
  - c. To prepare electronic means and facilities to ensure the organization of the General Meeting in person and electronic voting.
  - d. To perform other tasks as decided by the Board of Directors.

### **Article 9. Delegate Qualification Verification Committee**

1. The Delegate Qualification Verification Committee is an assisting department of the Organizing Committee of the General Meeting. The Delegate Qualification Verification Committee has 02 members, including 01 Head of the Committee and 01 member.
2. The Delegate Qualification Verification Committee has the following responsibilities:
  - a. To verify the qualifications and status of Shareholders and Shareholders' Authorized Representatives attending the meeting.
  - b. To report to the General Meeting of Shareholders on the percentage of shareholders attending the meeting.
  - c. To review and ensure compliance with the conditions for holding the General Meeting of Shareholders in accordance with the 2020 Law on Enterprises and the SSG's Charter.

### **Article 10. Presidium**

1. The Chairman of the Board of Directors ("BOD") shall chair the General Meeting or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman of the Board of Directors is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to be the Chairman of the General Meeting by majority vote. In case no one can be elected as the Chairman, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the Chairman of the meeting from among the attendees and the person with the highest number of votes shall chair the meeting.
2. Except for the case specified in Clause 1 of this Article, the person who signs the notice convening the General Meeting of Shareholders shall direct the General Meeting to elect the Chairman of the meeting and the person with the highest number of votes shall chair the meeting.
3. The Presidium shall consist of 03 to 05 members. The Chairman of the Board of Directors shall act as the Chairman of the Presidium and the Chairman of the meeting.
  - a. Duties of the Presidium:
    - To conduct the General Meeting in accordance with these Regulations and the agenda approved by the General Meeting of Shareholders at the General Meeting.
    - The Chairman shall work based on the principle of democratic centralism and make decisions by majority.



- To guide the General Meeting to discuss and vote on issues within the agenda of the General Meeting and related issues throughout the General Meeting.

b. Rights of the Presidium:

- The Presidium has the right to perform the tasks deemed necessary to conduct the General Meeting in a valid and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of shareholders attending the meeting.

- Decision of the Presidium on issues of order, procedures or events arising outside the General Meeting agenda shall be final.

**Article 11. Secretariat**

The Chairman shall appoint one or more persons to act as the meeting Secretariat. The Secretariat shall perform the following duties:

1. To assist the Presidium in verifying the qualifications of delegates attending the meeting (when necessary).

2. To receive and summarize the opinions and questions of delegates during the General Meeting and submit them to the Presidium.

3. To fully and honestly record the entire proceedings of the General Meeting and the issues that have been approved by the General Meeting or noted at the General Meeting.

4. To draft the Minutes and Resolutions for the General Meeting's approval before the closing of the General Meeting.

5. To perform other tasks assigned by the Chairman.

**Article 12. Vote Counting Committee**

The Chairman shall introduce the members of the Vote Counting Committee for the General Meeting's voting and approval. The Vote Counting Committee has the following rights and obligations:

1. To instruct delegates on the regulations, rules and methods related to voting/election at the General Meeting.

2. To conduct vote counting and count votes for election.

3. To prepare and announce the Minutes of vote counting and election results before the General Meeting of Shareholders.

4. To review and report to the General Meeting any violations of voting regulations or written complaints regarding the vote counting results.

**Article 13. Conditions for holding the General Meeting**

1. The General Meeting shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares. In case the number of shareholders registered to attend the General Meeting does not represent the required number after more than 30 minutes from the time of determining the opening of the General Meeting, the meeting shall be deemed not eligible to be held and the Convener shall cancel the meeting.

2. In case the General Meeting does not satisfy the conditions for holding the meeting as prescribed in Clause 1 of this Article, the convening and holding of subsequent General Meeting shall be conducted in accordance with the provisions of the SSG's Charter and Article 145 of the 2020 Law on Enterprises.



#### **Article 14. Agenda**

1. The agenda and contents of the meeting shall be approved by the General Meeting of Shareholders in the opening session. The agenda shall clearly and indicate the time allocated for each issue on the agenda.

2. Shareholders or groups of shareholders specified in Clause 2, Article 115 of the 2020 Law on Enterprises and the SSG's Charter has the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal shall be in writing and sent to the Company no later than 03 working days before the opening date. The proposal shall clearly state the name of the shareholder, the number of each type of shares held by the shareholder or equivalent information, and the issues proposed to be included in the agenda.

3. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 2 of this Article if one of the following occurs:

- a. The proposal is not submitted on time or is incomplete or incorrect in content.
- b. The proposed issue is not within the decision-making authority of the General Meeting of Shareholders.

4. The person convening the General Meeting of Shareholders shall accept and include the proposal specified in Clause 2 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 3 of this Article, and the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

5. The Company shall disclose information on the addition of the agenda and content of the meeting in accordance with the provisions of the Law. Shareholders are responsible for monitoring changes and additions to the agenda and documents related to the General Meeting of Shareholders as notified by the Company. The Company shall not be responsible if shareholders fail to update information related to the amendment of the agenda.

#### **Article 15. Voting to approve issues at the General Meeting**

##### **1. Voting time**

a. From the time of successful registration to attend the meeting and being granted login information, Delegates may begin accessing the electronic voting system to exercise their voting rights until the Chairman announces the end of voting for each voting content or until the end of the General Meeting of Shareholders. The final voting opinion recorded by the electronic voting system before the end of the voting period shall be considered valid and recorded in the vote counting results.

b. Before the voting period ends, Delegates shall only know the results of their votes. After the voting period ends, Delegates shall know the overall voting results for each content as publicly announced by the Presidium or the Vote Counting Committee before the General Meeting.

c. When the voting time for a content ends, the electronic voting system shall not record additional electronic voting results corresponding to that voting content from Delegates.

##### **2. Voting method**

a. All issues in the Agenda of the General Meeting shall be discussed publicly by the General Meeting of Shareholders and voted publicly by electronic voting through the electronic





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voting system for Organizing General Meetings of Shareholders (EzGSM system) at the website: <https://ezgsm.fpts.com.vn/>.

b. Delegates shall decide to vote by selecting one of the three options corresponding to “Agree”, “Disagree”, “No opinion” for each content submitted for voting and clicking the “Vote” button to save and send the voting results to the electronic voting system. Before the voting period ends, shareholders may change their voting opinions by clicking “Change Vote” button, selecting another voting option and clicking the “Vote” button to confirm the final voting opinion.

Depending on the developments and the agenda of the General Meeting of Shareholders, the voting to approve the contents submitted to the General Meeting may be divided into several voting sessions. Delegates attending the General Meeting shall comply with the voting time corresponding to each session in accordance with the announcement of the Chairman and the notification of the electronic voting system. Delegates shall vote on all contents of the same voting session. An invalid vote is a vote containing invalid voting content. Invalid voting content means a content for which the Delegate does not provide any opinion (no option is selected) or selects more than one voting option for the same voting content. The electronic system shall warn if the vote is invalid, then the Delegate shall adjust the valid vote and send the results to the system. Invalid votes shall not be recorded by the system, and the Delegate shall be considered to have attended but not conducting voting on that content (Votes are not collected).

c. When conducting the General Meeting, the Chairman shall announce the end of the voting period on the system so that the Delegates may exercise their rights. In case the Delegates encounter problems with voting on the System, they may contact the Organizing Committee for instructions and support to complete the voting. From the time the system closes the voting content, the Delegates shall not have the right to change any voted content; the voting results of shareholders recorded on the system according to the Login Information shall be the final results and no complaints/claims shall be accepted regarding such results.

d. In case the meeting agenda is supplemented with contents proposed by shareholders/groups of shareholders and approved by the General Meeting of Shareholders, the Delegates shall conduct additional voting on that content. If the Delegates do not conduct additional voting, it is considered that they have not voted on this content.

e. Delegates may change the voting and election results multiple times but may not cancel the voting results on the system.

### **3. Voting rules**

a. Each common share owned or represented corresponds to one voting right.

b. Shareholders and related persons are not allowed to vote on transactions, contracts, and issues in which they have related interests.

c. Resolutions of the General Meeting of Shareholders are passed at the meeting when they are approved by shareholders owning more than 50% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clause a, Article 26.1 of the SSG's Charter and Clauses 1, 3, 4, 6, Article 148 of the 2020 Law on Enterprises.



d. Resolutions of the General Meeting of Shareholders on the following contents shall be passed if they are approved by shareholders representing 65% or more of the total number of votes of all shareholders attending and voting at the meeting:

- Types of shares and total number of shares of each type;
- Changes in business lines, occupations and business fields;
- Changes in the Company's management structure;
- Amendments and supplements to the Charter;
- Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in SSG's most recent financial statements;
- Reorganization (including division, separation, merger or consolidation) or dissolution of the Company.

e. Voting to elect members of the Board of Directors and the Board of Supervisors shall be conducted by cumulative voting in accordance with the 2020 Law on Enterprises and the Election Regulations approved by the General Meeting of Shareholders.

#### **4. Method and results of vote counting**

a. The Vote Counting Committee approved by the General Meeting of Shareholders at the General Meeting shall check the electronic voting results to summarize the voting results.

b. The electronic system records the number of votes issued, the number of votes collected, the number of votes not collected and the ratio of the total number of voting votes attending the meeting.

c. All votes collected by the electronic system are valid.

d. The votes of each delegate are recorded by the system according to: Number of votes in favor, number of votes against and number of votes with no opinion.

e. The voting results of each content shall be announced by the Presidium or the Vote Counting Committee immediately at the General Meeting.

#### **Article 16. Discussion at the General Meeting**

1. Discussions shall only be conducted within the prescribed time and within the scope of the issues presented in the agenda of the General Meeting of Shareholders.

2. Delegates shall conduct discussions under the guidance of the Chairman or the representative of the Organizing Committee during the General Meeting, ensuring compliance with the provisions of the Company's Charter.

3. Delegates may discuss at the General Meeting by raising their hands to speak under the direction of the Presidium or sending their opinions and questions through the online support window on the General Meeting organization system (EzGSM) or by other methods. The Secretariat shall summarize the opinions of Delegates and send them to the Presidium, while recording the Delegate's name, ID (if any) and the content of the question.

4. Delegates shall give brief opinions and focus on the key issues that need to be discussed, in accordance with the approved agenda of the General Meeting. The Chairman has the right to remind or suggest that Delegates focus on the key issues that need to be discussed to save time and ensure the quality of the discussion; the right to attend the General Meeting may be revoked if Delegates intentionally violate the regulations of the General Meeting, having disruptive

behavior, disrupting order or having actions that directly affect the operation of the General Meeting.

5. In case of time constraints, questions that have not been answered directly at the General Meeting shall be answered by SSG to shareholders through appropriate methods.

#### **Article 17. Minutes and Resolutions of the General Meeting of Shareholders**

All contents of the General Meeting shall be recorded by the Secretariat in the Minutes of the General Meeting of Shareholders and may be audio recorded or recorded and stored in other electronic forms. The Minutes and resolutions of the General Meeting of Shareholders shall be read and approved before the closing of the General Meeting.

#### **Article 18. Force majeure events**

1. During the time of holding the General Meeting of Shareholders and conducting electronic voting, force majeure events beyond the control of the Company may occur such as natural disasters, fires, power outages, loss of Internet connection or other technical incidents, epidemics, requests or instructions from the Government and/or other competent state authorities. The Company shall mobilize all resources to remedy the incidents, and the General Meeting may continue, but not more than 60 minutes from the time of the incident.

2. In case the force majeure events cannot be remedied so that the General Meeting may continue within 60 minutes from the time of the incident, the Chairman shall declare the General Meeting to be suspended, all issues that have been voted on before the suspension (if any) shall be canceled. These issues shall be voted on again at the next General Meeting convened.

### **CHAPTER III. EFFECT**

#### **Article 19. Effect**

The working regulations of SSG's 2026 Annual General Meeting of Shareholders held in person with electronic voting consist of 19 Articles and shall take effect upon approval by the General Meeting of Shareholders.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**DO ANH TUAN**





SUNSHINEGROUP



**DRAFT**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

Hanoi, ..... 2026

**REGULATIONS ON ADDITIONAL ELECTIONS OF  
INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS  
(Term 2026 - 2031)**

**Basis:**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam, as amended by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025, and the guiding documents for implementation;
- Pursuant to the Charter of Organization and Operation of Sunshine Group Joint Stock Company ("the Company");
- Pursuant to Notice of candidacy and nomination for independent members of the Board of Directors for the 2026-2031 Term dated March 20, 2026.

The Organizing Committee of the General Meeting hereby announces the Regulations on the additional election of independent members of the Board of Directors for the term 2026 - 2031 at the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company as follows:

**I. EXPLANATION OF TERMS/ABBREVIATIONS**

- Company : Sunshine Group Joint Stock Company
- BOD : Board of Directors
- GMS : General Meeting of Shareholders
- Delegates : Shareholders, Authorized Representatives

**II. SUBJECTS AND SCOPE OF APPLICATION:**

1. These regulations apply to the additional election of independent members of the Board of Directors for the 2026-2031 term of the Company at the 2026 Annual General Meeting of Shareholders.
2. People entitled to vote: Shareholders owning at least one share of the Company, whose names appear on the list of shareholders entitled to attend the General Meeting of

Shareholders as of March 13, 2026, provided by the Vietnam Securities Depository and Clearing Corporation (“VSDC”), or a authorized representative of a shareholder attending the 2026 Annual General Meeting of Shareholders.

3. Apply to the election of the list of candidates nominated or standing for the position of independent members of the Board of Directors stated in the Notice of candidacy and nomination for independent members of the Board of Directors for the 2026-2031 term.

### **III. STANDARDS OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS**

Conditions and criteria for being independent members of the Board of Directors are specified in the Notice of candidacy and nomination for independent members of the Board of Directors for the 2026 – 2031 term dated March 20, 2026 issued by the Company.

### **IV. ELECTION OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2026-2031 TERM**

#### **1. Election principles**

- To comply with the provisions of applicable laws and the Company’s Charter.
- The Vote Counting Committee shall be nominated by the Chairman of the Meeting and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee must not be included in the list of nominees or candidates for the position of independent members of the Board of Directors.

#### **2. Election method**

- The cumulative voting method shall be applied (*According to Clause 3, Article 148 of the 2020 Law on Enterprises*).
- Accordingly, each delegate shall have a total number of votes corresponding to the total number of voting shares (including shares owned and shares validly authorized) multiplied by the number of independent members of the Board of Directors to be elected.
- Delegates may allocate their total number of votes to one or multiple candidates, but not exceeding the number of members approved by the GMS.
- Delegates attending the GMS and voting electronically may change the election results until before the closing of the voting and election period as prescribed.

#### **3. Voting ballot**

##### **a. Voting through the electronic voting system**

- In case a delegate allocates all votes to a single candidate or allocates votes equally among multiple candidates (in case there are two or more candidates), the delegate shall



mark the checkbox in the **"Equal Vote Allocation"** section for the corresponding candidates. The system will automatically allocate the pre-set number of votes accordingly. In case the allocation results in fractional votes, the system will automatically cancel the fractional part and the recorded votes will be rounded down.

- If the votes are not equally allocated among the candidates, the delegate shall clearly enter the number of votes in the **"Number of votes"** box of the corresponding candidates.

Note: In case the delegate both ticks the box **"Equal Vote Allocation"** and enters the number of votes in the box **"Number of votes"**, the result will be recognized according to the number of votes entered in the box **"Number of votes"**.

After completing the ballot, the delegate clicks **"Vote"** to save and submit the election result to the system. The delegate has the right to change the election result. The recorded election result is the election result saved on the system at the end of the electronic voting period in accordance with the regulations.

The following ballots shall be considered invalid by the system and will be treated as uncast votes:

- The number of candidates selected by the delegates is greater than the number of independent members of the BOD approved by the GMS.
- The total number of votes allocated to the candidates is not equal to the total number of votes recorded on the ballot.
- The ballot is recorded by the system after the voting period has expired in accordance with the regulations.

For invalid ballots, the electronic voting system will send a warning to delegates attending the GMS and voting electronically. Delegates are responsible for adjusting their ballots to make them valid. The system will not record invalid ballots and delegates will be considered not to have participated in the election voting through the electronic voting system.

**b. Principles for the election of independent Members of the BOD**

- Independent members of the BOD shall be determined based on the number of votes received, counted from highest to lowest, starting from the candidate with the highest number of votes until the required number of members is reached.
- In case there are two (02) or more candidates with the same number of votes for the final member of the BOD, a re-election shall be conducted among the candidates with the same number of votes.

- If the result of the first round of election does not result in a sufficient number of independent members of the BOD, the election shall continue to be conducted until the required number of members is elected.

#### **4. Effect**

- These election regulations shall take effect immediately upon being approved by the GMS.
- These regulations shall expire upon the conclusion of the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.
- The above constitutes the entire Regulations on the election of additional Independent Members of the Board of Directors of the Company for the 2026–2031 term at the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

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

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

**DO ANH TUAN**





SUNSHINE GROUP  
JOINT STOCK COMPANY

No.: 01/2026/SSG-TB

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Hanoi, March 20, 2026

**NOTICE OF CANDIDACY AND NOMINATION  
FOR INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS  
(Term 2026 - 2031)**

**Pursuant to:**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam, as amended by Law No. 03/2022/QH15 dated January 11, 2022 and Law No. 76/2025/QH15 dated June 17, 2025, and the guiding documents for implementation;
- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP adopted by the Government on September 11, 2025
- The Charter on the organization and operation of Sunshine Group Joint Stock Company.

The Organizing Committee of the General Meeting of Shareholders hereby announces the candidacy and nomination for independent members of the Board of Directors for the 2026 - 2031 term at the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company as follows:

**I. EXPLANATION OF TERMS/ABBREVIATIONS**

- |                                 |   |  |
|---------------------------------|---|--|
| - Company                       | : | Sunshine Group Joint Stock Company           |
| - GMS                           | : | General meeting of shareholders              |
| - BOD                           | : | Board of Directors                           |
| - Delegate                      | : | Shareholder or Authorized Representative     |
| - Member of the BOD             | : | Member of the Board of Directors             |
| - Independent member of the BOD | : | Independent Member of the Board of Directors |

**II. OBJECT AND SCOPE OF APPLICATION**

1. This notice provides guidance on the conditions and procedures for the candidacy and nomination for independent members of the BOD for the 2026 - 2031 term of Sunshine Group Joint Stock Company.
2. Shareholders and candidates participating in the candidacy and nomination for independent members of the BOD shall comply with the contents of this notice.

**III. NOMINATION AND CANDIDACY FOR INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2026-2031 TERM**

1. Number, Term, and Qualifications for Board of Directors Members

- a. Additional independent members of the Board of Directors: 01 people.
- b. Term: 2026 - 2031
- c. Minimum number of candidates for independent members of the BOD: 01 people.
- d. Criteria for BOD candidates (*According to Clause 1 and Clause 2, Article 155 of the Law on Enterprises 59/2020/QH14; Article 25 of the Company Charter; and Article 275 of Decree No. 155/2020/ND-CP as amended and supplemented by Clause 78 Article 1 of Decree No. 245/2025/ND-CP*), specifically:
  - Must not fall into the category of persons prohibited from managing enterprises as stipulated in Clause 2, Article 17 of the Law on Enterprises 59/2020/QH14;
  - Must have professional qualifications and experience in business management or in the Company's business sectors and is not necessarily required to be a shareholder or an employee of the Company;
  - A member of the Board of Directors of the company may concurrently serve as a member of the Board of Directors or the Members' Council of no more than 05 other companies;
  - Must not be a person currently working for the company, its parent company or its subsidiary, and must not have worked for the company, its parent company or its subsidiary for at least the preceding 03 consecutive years;
  - Must not be a person currently receiving salary or remuneration from the company, except for allowances to which members of the Board of Directors are entitled in accordance with regulations;
  - Must not be a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister or biological sibling is a major shareholder of the company or a manager of the Company or its subsidiary;
  - Must not directly or indirectly own at least 01% of the total voting shares of the company;
  - Must not have served as a member of the Board of Directors or the Supervisory Board of the company for at least the preceding 05 consecutive years, except in the case of being appointed for 02 consecutive terms.

## **2. Regulations on candidacy and nomination for independent members of the Board of Directors**

Shareholders or groups of shareholders holding at least 10% of total common shares (as of the record date for the 2025 Annual General Meeting of Shareholders) have the right to pool the voting rights of each person together to nominate candidates for independent members of the BOD.

Shareholders or groups of shareholders hold:

- 10% of total voting shares: may nominate one (01) candidate to the BOD;



- More than 10% to less than 30%: may nominate up to two (02) candidates to the BOD;
- From 30% to less than 40%: may nominate up to three (03) candidates to the BOD;
- From 40% to less than 50%: may nominate up to four (04) candidates to the BOD;
- From 50% to less than 60%: may nominate up to five (05) candidates to the BOD;
- From 60% to less than 70%: may nominate up to six (06) candidates to the BOD;
- From 70% to 80%: may nominate up to seven (07) candidates to the BOD;
- From 80% to less than 90%: may nominate up to eight (08) candidates to the BOD.

If the number of candidates for independent members of the BOD through nomination and candidacy is still insufficient, the incumbent BOD may introduce additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulation on Corporate Governance and the Regulations on Operation of the BOD. The introduction of candidates for Independent Members of the BOD by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders votes to elect the Independent Members of the Board of Directors in accordance with the law.

#### **IV. DOSSIER FOR NOMINATION AND CANDIDACY FOR INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS**

##### **a. Nomination/candidacy dossier**

*(Forms are posted on the Company's website at: <https://sunshinegroup.vn/dai-hoi-co-dong/>).*

- Application for nomination/candidacy for the position of independent member of the BOD *(according to the prescribed form)*;
- Candidate's curriculum vitae *(according to the prescribed form)*;
- Copies of the following documents: Citizen ID/Passport; diplomas and certificates evidencing educational background and professional qualifications.

Nominees/candidates for the position of independent member of the Board of Directors shall be responsible the law and before the General Meeting of Shareholders for the accuracy and truthfulness of the information in their dossiers.

Only nomination or candidacy dossiers that satisfy the required conditions and candidates who meet the eligibility criteria for independent member of the BOD shall be included in the list announced at the General Meeting of Shareholders.

##### **b. Location and deadline for submission of nomination dossiers**

To facilitate the organization of the General Meeting, candidates are kindly requested to submit their dossiers by before 5:00 PM on March 27, 2026:

#### **SUNSHINE GROUP JOINT STOCK COMPANY**

**Address:** 12th Floor, Sunshine Center Building, No.16 Pham Hung Street, Tu Liem Ward, Hanoi, Viet Nam

In case candidates are nominated by shareholder groups at the General Meeting, please send nomination dossiers to the General Meeting Organizing Committee before the election.

##### **1. List of candidates**

- Based on the nomination dossiers submitted by shareholders and shareholder groups, along with the accompanying documents of the candidates, the General Meeting Organizing Committee shall compile a list of candidates who meet the required conditions for election as independent members of the BOD for the 2026–2031 term.
- The list of candidates for independent member of BOD shall be arranged in alphabetical order (A-Z) by name, with full names displayed in the voting system.

The above constitutes the entire contents of the Notice on the nomination and candidacy for independent members of the BOD of the Company for the 2026–2031 term at the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

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

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

**(signed)**

**DO ANH TUAN**





....., 2026

**NOMINATION FORM**

**FOR THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS**

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

Shareholder/group of shareholders listed in the shareholder register of Sunshine Group Joint Stock Company as of the final registration date March 13, 2026:

No.	Name of shareholder	ID card/Citizen ID/Passport/Business registration No., Place of issue, Date of issue	Number of shares owned	Percentage of Charter Capital (%)	Signature/Signature of Legal Representative and Seal (for organizations)
1					
2					
3					

Pursuant to the Law on Enterprises 2020 and the Charter of Sunshine Group Joint Stock Company, I/We hereby nominate:

Full name:.....

Date of birth:.....

Permanent address:.....

ID Card/Citizen ID/Passport No.:..... Date of issue.....Place of issue .....

Education level: ..... Major: .....

Nominated position: Independent member of the Board of Directors of Sunshine Group Joint Stock Company.

I/We hereby affirm that Mr./Ms. .... meets all eligibility criteria for the nominated position in accordance with the Company's Charter and the Election Regulations for Independent member of the Board of Directors at the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

Sincerely,

**SHAREHOLDER/GROUP OF SHAREHOLDERS**  
*(Sign and write full name)*

**Attached documents:**

- Self-declared curriculum vitae of the nominee;
- Copy of ID Card/Citizen ID/Passport and certificates of educational and professional qualifications;
- Authorization letter (in case a shareholder authorizes another person to make the nomination).



**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**  
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....., 2026

**CANDIDACY APPLICATION**

**FOR INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS**

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

Full name: .....

Date of birth:..... Place of birth .....

Permanent address:.....

ID Card/Citizen ID/Passport No.:..... Date of issue.....Place of issue .....

Education level: ..... Major.....

Number of shares owned: .....shares, equivalent to:.....% of the Company's charter capital.

Pursuant to the Law on Enterprises 2020 and the Charter of Sunshine Group Joint Stock Company, I hereby nominate myself as a candidate for the position Independent member of the Board of Directors of Sunshine Group Joint Stock Company.

I affirm that I meet all eligibility criteria for the position of Independent member of the Board of Directors in accordance with the Company's Charter and the Election Regulations for the Board of Directors at the 2026 Annual General Meeting of Shareholders of Sunshine Group Joint Stock Company.

Sincerely,

**SHAREHOLDER**  
*(Sign and write full name)*

**Attached documents:**

- Self-declared curriculum vitae of the candidate;
- Copy of ID Card/Citizen ID/Passport and certificates verifying educational and professional qualifications.



4 x 6 Photo

(latest  
sample  
photo)

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# **CURRICULUM VITAE**

(For candidates/nominees to the Board of Directors)

1. Full Name: ..... Sex: Male/Female
2. Date of birth: ..... Place of birth: .....
3. Nationality: .....
4. ID Card/Passport Number: ..... Date of issue: ..... Place of issue: .....
5. Permanent Address: .....
6. Phone number: ..... Email: .....
7. Education level: .....
8. Professional Qualifications: .....
9. Work Experience: .....
- .....
- .....
10. Current Position at Sunshine Group Joint Stock Company (if any): .....
- .....
- .....
11. Other Current Positions in Other Organizations: .....
- .....
- .....
12. Number of shares held : ..... shares, equivalent to .....% of charter capital, including:
- + Representative (name of organization is State/strategic shareholder/other organization) owns: ...
- + Individual owns: .....
13. Holding commitments (If any): .....
14. List of Related Persons of the Declarant<sup>1</sup>:

No.	Name of Individual/ Organization	ID Card/Passport Number (for individuals) or Business Registration Certificate Number, Operating License, or Equivalent Legal Document (for organizations), Date of Issue, Place of Issue	Number of Shares Held in Sunshine Group Joint Stock Company (if any)	Relationship
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1				
2				
3				

14. Related Interests with Sunshine Group Joint Stock Company (if any):

.....  
 .....

15. Conflicting Interests with Sunshine Group Joint Stock Company (if any):

.....  
 .....

**I hereby certify that the above statements are entirely true and accurate. I take full legal responsibility for any false declaration.**

.....,.....,2026

**Declarant**

*(Sign and write full name)*

<sup>1</sup> "Related persons" are defined under Clause 46, Article 4 of the 2019 Securities Law and Clause 23, Article 4 of the 2020 Law on Enterprises.

