

**CÔNG TY CỔ PHẦN VIGLACERA HẠ LONG**  
**VIGLACERA HA LONG**  
**JOINT STOCK COMPANY**

Số/No: 27.03/CBTT-VHL

**CÔNG BỐ THÔNG TIN TRÊN SGDCK HÀ NỘI**

**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM**  
**Độc lập - Tự do - Hạnh phúc.**  
**THE SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness.**

Quảng Ninh, ngày 27 tháng 3 năm 2026.  
Quang Ninh, 27<sup>th</sup>, March, 2026.

**DISCLOSURE OF INFORMATION ON HA NOI**  
**STOCK EXCHANGE'S PORTAL**

Kính gửi:

Sở giao dịch chứng khoán Hà Nội/ *Ha Noi Stock Exchange.*

- Tên tổ chức/ Organization name: Công ty cổ phần Viglacera Hạ Long/ *Viglacera Ha Long joint stock company.*
- Mã chứng khoán/ Security Symbol: **VHL.**
- Địa chỉ trụ sở: Khu phố Hà Khẩu 2, đường An Tiêm, phường Việt Hưng, Quảng Ninh/ *Ha Khau 2 Residential Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh Province.*
- Điện thoại/ Telephone: 02033.840.560.
- Fax: 02033.846.577.
- Người thực hiện công bố thông tin/Submitted by: **ĐINH THỊ THU HẰNG.**
- Chức vụ/Position: Kế toán trưởng/Chief Accountant.
- Loại thông tin công bố: ☐ Định kỳ ☐ Bất thường ☐ 24h ☐ Theo yêu cầu  
Information Disclosure type: ☐ Periodic ☐ Irregular ☐ 24hours ☐ On demand

**Nội dung thông tin công bố(\*)/ Content of information disclosure (\*):**

Cập nhật sửa đổi, bổ sung tài liệu họp Đại hội Đồng cổ đông thường niên 2026/ *Update, Amendment and Supplement to the Documents of the 2026 Annual General Meeting of Shareholders,*

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 27/3/2026, tại Website: [www.viglacerahalong.vn](http://www.viglacerahalong.vn) mục tin tức/ quan hệ cổ đông.

*This information was disclosed on company website on date 27<sup>th</sup>, March, 2026, Available at [www.viglacerahalong.vn](http://www.viglacerahalong.vn) item news/ Investor Relations.*

Tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước Pháp luật về nội dung các thông tin đã công bố.

*I declare that all information provided in this paper is true and accurate. I shall be legally responsible for any misrepresentation.*

**\*Tài liệu đính kèm/ Attachment:**

- Tài liệu sửa đổi, bổ sung họp đại hội đồng cổ đông thường niên năm 2026/ *Amended and Supplemented Documents for the 2026 Annual General Meeting of Shareholders*

**CÔNG TY CỔ PHẦN VIGLACERA HẠ LONG**  
**VIGLACERA HA LONG JOINT STOCK COMPANY**  
**NGƯỜI CBT/ INFORMATION DISCLOSURE**



**Đinh Thị Thu Hằng**



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

**CURRICULUM VITAE OF CANDIDATE  
FOR ELECTION TO THE BOARD OF DIRECTORS  
VIGLACERA HA LONG JOINT STOCK COMPANY  
(At the 2026 Annual General Meeting of Shareholders)**

1. Full name: **TRAN THANH** Gender: Male
2. Date of birth: December 25, 1978
3. Permanent residence: Apartment P1202 – Building 25T1 – Trung Hoa – Cau Giay – Hanoi
4. Correspondence address: Apartment P1202 – Building 25T1 – Trung Hoa – Cau Giay – Hanoi
- Phone: 0912.288989
5. Citizen Identification No.: 022078001888; Date of issue: April 25, 2021; Place of issue: Police Department for Administrative Management of Social Order
6. Nationality: Vietnamese
7. Educational background / Professional qualification: Master of Business Administration (MBA)
8. Employment History:

Period	Position / Title / Employer
12/2002 - 02/2004	Sales Staff – Ha Long Construction Ceramics Company
02/2004 - 8/2005	Head of Southern Branch – Sales Department – Ha Long Construction Ceramics Company
9/2005	Head of Sales Department – Ha Long Construction Ceramics Company
10/2005 - 01/2010	Deputy Director of Trading Enterprise – Viglacera Ha Long JSC
01/2010 - 05/2012	Deputy General Director for Business Development – Dat Viet Ceramics JSC
05/2012 - 12/2013	Deputy Director for Business Development – Viglacera Dong Trieu JSC
01/2014 - 10/2018	Party Secretary & Director – Viglacera Dong Trieu JSC
10/2018 - 12/2022	Member of Party Executive Committee of Viglacera Ha Long JSC; Party Sub-Committee Secretary; Director – Viglacera Dong Trieu JSC
1/2023 Present	General Director – Viglacera Ha Long JSC

9. Current position at Viglacera Ha Long JSC: General Director

10. Number of VHL shares personally held: 52 shares, representing 0.000208%

11. Positions held at other organizations/enterprises:

- Chairman of Members' Council – Viglacera Ha Long Trading One-Member LLC

- Chairman of the Board – Viglacera Dong Trieu JSC

12. Related persons holding VHL shares (Parents, spouse, children, siblings): None

13. Related interests with Viglacera Ha Long JSC:

- Tiền lương Tổng Giám đốc Công ty CP Viglacera Hạ Long.

14. Nominating organization/person:

No.	Name of organization	Contact address & phone	Shares held in VHL	Ownership (%)
1	Viglacera Corporation – JSC	17th Floor, Viglacera Tower, No. 1 Thang Long Boulevard, Tu Liem, Hanoi	12,619,250	50,48%

I hereby certify and take full responsibility for the truthfulness and accuracy of the information declared above.

**Declarant**  
(Signature and full name)

**TRAN THANH**

# AGENDA OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS VIGLACERA HA LONG JOINT STOCK COMPANY

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**Time:** 8:00 a.m., Monday, March 30, 2026

**Venue:** Head Office of Viglacera Ha Long Joint Stock Company  
Ha Khau 2 Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh

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Province, Vietnam

TIME	AGENDA	RESPONSIBLE PERSON(S)
8:00 – 8:45	Reception of delegates and shareholders; verification of shareholders' eligibility	Organizing Committee
8:45 – 9:00	Opening; election of the Presidium, the Secretariat and the Vote Counting Committee	
	<ul style="list-style-type: none"> <li>Announcement of the results of verification of shareholders' eligibility and quorum for the Meeting</li> <li>Opening remarks; election of the Presidium, the Secretariat and the Vote Counting Committee</li> </ul>	Organizing Committee
9:00 – 9:30	Approval of the Meeting Agenda and Working Regulations; presentation of reports	Presidium
	<ul style="list-style-type: none"> <li>Presentation and approval of the Meeting Agenda and Working Regulations</li> <li>Presentation of reports by the Board of Directors, the Management Board and the Supervisory Board</li> </ul>	
9:30 – 9:40	Presentation of proposals for approval at the Meeting	Chairman of the Board of Directors
9:40 – 9:45	Removal of Members of the Board of Directors and the Supervisory Board (based on submitted resignation letters)	Presidium
9:45 – 10:00	Election of Additional Members of the Board of Directors and the Supervisory Board for the 2022–2027 Term	Vote Counting Committee
	<ul style="list-style-type: none"> <li>Approval of the Election Regulations</li> <li>Approval of the number, structure, and list of self-nominated and nominated candidates for the additional election of members to the Board of Directors and the Supervisory Board (Term 2022–2027)</li> <li>Election of Additional Members to the Board of Directors and the Supervisory Board (Term 2022–2027)</li> </ul>	
10:00 – 10:45	Discussion and responses to shareholders' opinions	
10:45 – 11:00	Voting on other matters submitted to the Meeting	
	<ul style="list-style-type: none"> <li>Reports of the Board of Directors, the Management Board and the Supervisory Board</li> <li>2025 business performance results and audited financial statements (audited by Deloitte Vietnam)</li> <li>2025 after-tax profit distribution plan – Parent Company</li> <li>2026 business plan</li> <li>Divestment at affiliated companies</li> <li>Selection of the auditor for the 2026 financial statements</li> <li>Contracts and transactions with subsidiaries, affiliated companies and member units under Viglacera Corporation</li> </ul>	Presidium
11:00-11:10	Announcement of the Results of the Additional Election of Members of the Board of Directors and the Supervisory Board	Vote Counting Committee
11:10-11:20	Closing of the Meeting	

TIME	AGENDA	RESPONSIBLE PERSON(S)
	<ul style="list-style-type: none"><li>• Presentation of the draft Minutes and draft Resolution of the Meeting</li></ul>	Meeting Secretary
	<ul style="list-style-type: none"><li>• Voting to approve the Minutes and the Resolution of the Meeting</li></ul>	Presidium
	<ul style="list-style-type: none"><li>• Closing remarks</li></ul>	Organizing Committee



Quang Ninh, \_\_\_\_ \_\_\_\_ 2026

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## **PROPOSAL**

TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
VIGLACERA HA LONG JOINT STOCK COMPANY

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the current Charter on organization and operation of Viglacera Ha Long Joint Stock Company;

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the following matters:

**1. To approve the reports of the Board of Directors, the Management Board, and the Supervisory Board.**

**2. To approve the 2025 business performance results and the audited Financial Statements for 2025 as audited by Deloitte Vietnam Company Limited, with the following key indicators:**

No.	Item	Unit	2025 Plan	2025 Actual
1	Consolidated Revenue	VND billion	1,249	1,109
2	Consolidated Profit Before Tax	VND billion	1.55	34.83

**3. To approve the plan for distribution of after-tax profit for 2025 (Parent Company).**

The Board of Directors submits to the General Meeting of Shareholders for approval the proposal not to distribute the after-tax profit of the Parent Company for 2025, specifically as follows:

+ Dividend payment and appropriation to funds: Not implemented.

+ Remuneration payment to the Board of Directors and the Supervisory Board: Not implemented.

### **4. Approval of the 2026 Business and Production Plan**

Based on the objectives, tasks, and plan assigned by Viglacera Corporation – JSC, the Board of Directors submits to the Annual General Meeting of Shareholders for approval the 2026 business and production plan of Viglacera Ha Long Joint Stock Company with the following key targets:

- Consolidated Revenue: VND 1,103.7 billion

- Consolidated Profit Before Tax: VND 32.68 billion

- Remuneration of the Board of Directors and the Supervisory Board, and the dividend rate for 2026:

To be determined based on the actual performance results of the 2026 business plan. The Board of Directors will report to the General Meeting of Shareholders for consideration and decision.

**5. The Board of Directors reports to and submits for approval by the General Meeting of Shareholders the results of implementation of contracts and transactions in 2025, and the policy for entering into contracts and transactions for the purchase and sale of products, materials, goods, and services between the Company and its subsidiaries, affiliated companies, and units under Viglacera Corporation in 2026, specifically as follows:**

- To approve the performance results of product sale and distribution contracts in 2025 with Viglacera Ha Long Trading One Member Limited Liability Company (a subsidiary), with a total contract value of VND 440.6 billion (exclusive of VAT).

- To approve in principle the continued execution of contracts and transactions for the sale and distribution of products with Viglacera Ha Long Trading One Member Limited Liability Company (a subsidiary) in 2026, in line with the objectives and orientation of the 2026 business plan assigned by Viglacera Corporation; and to approve other contracts and transactions for the purchase and sale of materials, goods, and services between the Company and its subsidiaries, affiliated companies, and member units under Viglacera Corporation in 2026.

## **6. Approval of the Dismissal of a Member of the Board of Directors**

The Board of Directors submits to the Annual General Meeting of Shareholders for consideration and approval the removal of Mr. Quách Hữu Thuận from the Board of Directors, following his submitted resignation, and the removal of Ms. Phạm Thị Hiền from the Supervisory Board, following her submitted resignation.

## **7. Additional Election of Members to the Board of Directors and the Supervisory Board (Term 2022–2027)**

In order to ensure compliance with state regulations, the Company's Charter, and to maintain effective corporate governance and management of production and business operations at Viglacera Ha Long Joint Stock Company, the Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval the additional election of members to the Board of Directors and the Supervisory Board, as detailed below:

### **7.1. Personnel and Candidates**

#### **a/. Additional Election of a Member to the Board of Directors:**

- Number of additional members to be elected: 01

- List of candidates:

As of the date of the General Meeting, the Company's Board of Directors has received the nomination and profile of 01 candidate nominated and introduced by Viglacera Corporation – JSC, as follows:

No.	Full Name	Gender	Year of Birth	Position / Affiliation	Position Nominated
1	Tran Thanh	Male	1978	General Director – Viglacera Ha Long JSC	Member of the Board of Directors

*((The candidate's detailed information is attached to the meeting materials provided to shareholders.))*

List of candidates for the Board of Directors nominated by other shareholders / groups of shareholders or self-nominated candidates: None

b/. Additional Election of a Member to the Supervisory Board:

- Number of additional members to be elected: 01 member
- List of candidates:

As of the date of the General Meeting, the Company's Board of Directors has received the nomination and profile of 01 candidate nominated and introduced by Viglacera Corporation – JSC, as follows:

No.	Full Name	Gender	Year of Birth	Position / Affiliation	Position Nominated
1	Vu Dinh Tich	Male	1989	Planning and Investment Specialist — Viglacera Corporation – Joint Stock Company	Member of the Board of Supervisors

*(The candidate's detailed information is attached to the meeting materials provided to shareholders.)*

List of candidates for the Supervisory Board nominated by other shareholders / groups of shareholders or self-nominated candidates: None

## 7.2. Election Procedure

The additional election of members to the Board of Directors and the Supervisory Board shall be conducted in accordance with the Election Regulations approved by the Annual General Meeting of Shareholders and in full compliance with applicable laws and regulations (detailed provisions are set out in the Election Regulations enclosed with the meeting documents provided to shareholders attending the Meeting).

## 8. Divestment from Affiliated Companies

The Board of Directors submits to the Annual General Meeting of Shareholders for approval in principle the divestment of all equity interests in affiliated companies that operate inefficiently, have accumulated losses, and negative equity.

Implementation: The Board of Directors requests the General Meeting of Shareholders to authorize the Board of Directors to determine the appropriate timing for divestment based on the Company's production and business conditions and market circumstances; to coordinate with the Boards of Directors and Management of the affiliated companies to review and complete legal documentation, ensuring transparency, strict compliance with procedures, adherence to applicable laws, and safeguarding the efficiency and interests of Viglacera Ha Long Joint Stock Company.

## 9. Selection of the Auditor for the 2026 Financial Statements

To approve the authorization for the Board of Directors to select the auditing firm for the 2026 financial statements from among the auditing companies approved by the State Securities Commission of Vietnam (based on the proposal of the Supervisory Board).

The above constitutes the Proposal of the Board of Directors regarding matters submitted for voting at the Meeting. The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval.



***Recipients:***

- 2026 Annual General Meeting of Shareholders;
- Members of the Board of Directors and the Board of Management (General Director);
- Members of the Supervisory Board;
- Filed at the Office and Company Secretary.

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

**Nguyen Duc Luyen**



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## Dear Shareholders!

The Board of Management of Viglacera Ha Long Joint Stock Company (the “Company”) respectfully presents to the Annual General Meeting of Shareholders (GMS) the results of the Company’s production and business performance in 2025, as well as the operational orientation and production and business plan for 2026, with the following key contents:

### PART I

#### REVIEW OF THE IMPLEMENTATION OF THE 2025 PRODUCTION, BUSINESS AND INVESTMENT PLAN

##### I. General Assessment

The year 2025 marked a period of modest recovery for Vietnam’s building materials industry. After reaching a downturn in 2023–2024, the market showed positive developments thanks to supportive macroeconomic policies. The implementation of newly enacted laws (the Land Law, the Housing Law, and the Law on Real Estate Business) from early 2025 removed legal bottlenecks, enabling many social housing and residential projects to resume, thereby stimulating demand for building materials.

Across the entire production system, member units proactively and flexibly adjusted production scale, capacity and product mix in line with market demand and consumer preferences, fundamentally meeting the requirements of the sales and distribution arm – Viglacera Ha Long Trading One Member Co., Ltd. (VTH).

Production activities were maintained at stable productivity and product quality levels. Performance results met or exceeded assigned targets, and all technical specifications complied with announced standards.

Sales activities were significantly strengthened and improved in terms of procedures and policies, with more flexible mechanisms for distributors and sales staff. Advertising, brand promotion and communication were enhanced through multi-channel and multimedia platforms. Selling prices of various products were adjusted flexibly in accordance with market conditions at different times, contributing to revenue and profit growth across units.

##### II. 2025 Production and Business Performance

In 2025, subsidiaries and affiliated companies made substantial efforts; therefore, most business targets met or exceeded the plan approved by the General Meeting of Shareholders.

##### 1. Profit Before Tax Target

*Unit: VND million*

Item	2025 Plan	2025 Actual	Variance
Consolidated PBT	1,550	34,839	+33,289
<b>Separate Financial Statements:</b>			
Viglacera Ha Long JSC (Parent)	3,618	18,940	+15,323
Viglacera Clinker JSC (Subsidiary)	5,996	19,611	+13,616
Viglacera Ha Long Trading Co., Ltd. (Subsidiary)	0	452	+452
Viglacera Dong Trieu JSC (Associate)	(14,994)	(22,362)	(7,368)
Viglacera Ha Long II JSC (Associate)	(5,166)	3,642	+8,808

In 2025, most units achieved or exceeded their profit targets. Only Viglacera Dong Trieu JSC (DTC) failed to meet its assigned profit target.

## 2. Sales Revenue

Viglacera Ha Long Trading One Member Co., Ltd. (VTH), a subsidiary of Viglacera Ha Long JSC, acts as the exclusive distributor of products from the parent company, subsidiaries and associates. However, in 2025, operational adjustments were made to better align with market conditions: From Q2/2025, Viglacera Ha Long II JSC (VHL-II) became self-managed in sales. From Q4/2025, Viglacera Dong Trieu JSC (DTC) partially self-managed sales of common brick products. As a result, consolidated and individual revenues fluctuated slightly.

Unit: VND million

No	Item	2025 Plan	2025 Actual	% Achieved
1	<b>Combined Revenue</b>	<b>1,249,191</b>	<b>1,195,940</b>	<b>95.7%</b>
2	<b>Consolidated Revenue</b>	<b>1,249,191</b>	<b>1,109,243</b>	<b>88.8%</b>
3	<b>Revenue in the separate financial statements of each entity</b>			
-	Viglacera Ha Long Joint Stock Company (VHL)	508,139	500,600	98.5%
-	Viglacera Clinker Joint Stock Company (VTC)	347,223	380,089	109.5%
-	Viglacera Ha Long Trading Company (VTH)	1,249,191	1,049,249	84%
-	Viglacera Dong Trieu Joint Stock Company (DTC)	184,607	147,923	80.1%
-	Viglacera Ha Long II Joint Stock Company (VHLII)	89,748	89,340	99.5%

## III. Review of Operational Activities in 2025

### 1. Production Activities

#### 1.1 Production Value

The total production value of goods in 2025 across the entire system reached VND 1,087.063 billion, an increase of VND 165.303 billion compared to the 2024 actual figure (VND 921.76 billion), equivalent to a 17.9% increase. However, compared to the 2025 plan, the production value of goods fell short by VND 82.452 billion, representing a 7.1% decrease against the planned figure (VND 1,169.515 billion).

The shortfall was mainly attributable to DTC (an associate company). According to the plan, DTC was expected to operate two kilns; however, it was not until July 2025 that DTC restarted the second kiln to produce building bricks and to prepare for the restructuring of its product mix and fuel sources.

#### 1.2 Production Output at Subsidiaries and Affiliated Entities

At the production units, product lines have been segregated, and the production mix has been aligned with market demand and flexibly adjusted from time to time. This approach has enabled the Company to leverage the brand reputation of its products at each unit within the parent company, as well as at its subsidiaries and associates.

Specifically, 22 tiles/m<sup>2</sup> roofing tiles and “So Co” tiles have been prioritized for production at Tieu Giao Tile Factory; 16 tiles/m<sup>2</sup> roofing tiles and other decorative products have been prioritized at Tieu Giao 1 Factory (formerly Hoanh Bo Plant). At the Cotto GD Plant, production has been intensified for high-value export products such as wall cladding panels and floor tiles, while standard products have been manufactured in line with actual consumption during the period. At VTC (a subsidiary), the Company has capitalized on its strength in the production of glazed roofing tiles. At associate companies, production has focused on products in

which each entity has competitive advantages, ensuring no internal conflict or competition within the Group's system.

### 1.3 Product Quality

In 2025, the units generally maintained the quality of their manufactured products (including the end-to-end recovery rate – AB/M and the quality ratio – A1/AB). The implemented quality ratio fluctuated slightly, with both increases and decreases compared with the same period and the planned targets.

Regarding the inspection of physical and mechanical properties, production units proactively conducted quality checks on a per-shift basis. In addition, on a monthly basis, product samples were sent to the Viglacera Research and Development Institute and/or the Vietnam Institute for Building Materials for testing, inspection, and certification of the physical and mechanical performance indicators of products manufactured during the period.

### 1.4 Finished Goods Inventory Value

Across the entire system (parent company, subsidiaries, and associates), the closing balance of finished goods inventory as at 31 December 2025 amounted to VND 146.529 billion, equivalent to 124.1% of the same period in 2024. The finished goods inventory value at facilities applying tunnel kiln technology (Tieu Giao, Tieu Giao 1, and VHL II Company) remained at a very low level. Meanwhile, inventory levels at facilities utilizing cotto production technology were at a moderate to relatively high level. In terms of production time equivalent, the inventory level corresponded to approximately 1.6 months of production.

### 1.5 New Product Development

Product development has always been a key focus of the Company. In 2025, several new products were manufactured and introduced to the market, including U-shaped heat-resistant bricks, decorative bricks with two square holes, Korean Pado wall panels, square wave panels, and Mediterranean roof tiles. In addition, the Company has basically been able to meet the production and supply of new products upon customer request (large-size products, irregular surface designs, and customized products tailored to specific architectural projects).

## 2. Sales Activities

The Company has directed and coordinated with Viglacera Ha Long Trading Company (a subsidiary) to continue implementing promotional activities and developing the Viglacera Ha Long brand across various regional markets. During the year, three additional domestic marketing staff and one export market officer were recruited to provide technical support and product usage guidance to customers.

The Company reviewed and terminated eight underperforming Tier-1 distributors; signed new contracts with four Tier-1 distributors in both domestic and international markets; and expanded its network by appointing an additional 93 Tier-2 distributors nationwide, primarily at the district level in various provinces.

A total of 247 new or replacement advertising signboards were installed for distributors, along with 1,575 roof tile display racks. The Company also produced promotional video clips and advertised the Viglacera Ha Long brand across multimedia platforms, including radio broadcasts (VOV and local FM stations) and social media platforms (Facebook, TikTok, and YouTube). In addition, the Company revamped its website, produced corporate and product promotional films, and sponsored dedicated sections in online newspapers.

The Company continued to enhance coordination and customer care activities, organized conferences for outstanding customers, and arranged domestic and overseas market study tours for high-performing distributors. These initiatives aimed to motivate and strengthen customer cooperation in distributing the Company's products, while also communicating the Company's policies and business directions.

Regarding export activities, the Trading Company continued to seek new customers and promote trade in markets such as the United States, the United Kingdom, India, Japan, and Singapore, offering both traditional products and new product lines (including wall cladding panels, roof tiles, and floor tiles). The Company also supported agents in India and South Korea in opening new showrooms.

### **3. Investment Activities**

In 2025, Viglacera Ha Long Joint Stock Company did not undertake any new investment projects. At Viglacera Clinker Joint Stock Company, the Company continued the investment in a raw material warehouse, with a total investment capital of VND 14.99 billion. The relocation of the warehouse was required due to the impact of the riverside road project connecting the Ha Long – Hai Phong Expressway to Dong Trieu, which passes through the site of the former raw material warehouse.

### **4. Corporate Governance and Operational Management**

The Company has strictly complied with reporting and information disclosure requirements regarding its production and business activities to Viglacera Corporation (the parent entity), the State Securities Commission of Vietnam, and relevant local regulatory authorities on a periodic basis and/or upon request.

The parent company and its subsidiaries have amended, supplemented, and newly issued internal management documents in accordance with recommendations from the Supervisory Board of Viglacera Corporation. At the same time, the Company has continued to coordinate and work closely with its own Supervisory Board to review and assess the implementation results of these recommendations.

In addition, the Company has effectively fulfilled all assigned tasks, thereby further enhancing the transparency of its production and business operations, preventing potential risks, improving operational efficiency, and achieving the established objectives.

#### **4.1 Cost Management**

The Company has implemented a procurement process under which key raw materials and production input services are sourced through competitive quotation procedures. The Price Appraisal Team, together with relevant departments, conducts supplier capability assessments, evaluates quoted prices, and proposes the selection of suppliers offering the most competitive pricing and adequate capacity.

During the implementation of the 2025 production and business plan, the Company's Appraisal Team conducted market price surveys for materials, raw materials, tools and equipment serving production activities. The Team also engaged in meetings and negotiations with existing suppliers, sought new suppliers to enhance competition, and identified opportunities to minimize input costs.

In addition, production units across the system continued to implement various cost-saving measures, including machinery and equipment rearrangement and optimization, improvements in technological processes and operational procedures, and enhancements in production organization. These efforts helped offset increases in production costs resulting from rising input prices.

The Company has maintained regular product quality assessments while proposing corrective measures to promptly address shortcomings arising during production and business operations. It also reviewed, updated, and supplemented material consumption norms and cost allocation mechanisms to align with the production technologies of different product lines.

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#### **4.2 Employee Welfare and Corporate Social Activities**

The Company has fully implemented policies and regimes applicable to employees. All employees across the Company participate in and make full contributions to social insurance (SI)

and health insurance (HI) in accordance with applicable laws and within the prescribed timelines with the relevant state authorities. Salaries are paid to employees on schedule, with no outstanding wage arrears.

## **5. Key Tasks Implemented in 2025**

### **5.1 At Viglacera Ha Long Joint Stock Company**

Successfully organized the 2025 Annual General Meeting of Shareholders (held on 23 March 2025) in a safe and cost-efficient manner, in full compliance with applicable legal regulations and procedures.

Developed, submitted for approval, and implemented the plan to terminate the operations of the Life Services Enterprise, completed in May 2025.

Executed and completed the liquidation of fully depreciated fixed assets that were no longer in use and no longer reusable, in strict compliance with prevailing legal regulations and internal management policies.

Reviewed and prepared a restructuring plan for the organizational structure and staffing levels, submitted it to the Company's Board of Directors for approval, and completed implementation in December 2025.

Conducted a review, adjustment, and rebalancing of the product structure between Tieu Giao Tile Factory and Tieu Giao 1 Tile Factory; oriented the production product structure between Gieng Day Cotto Factory and Viglacera Clinker Joint Stock Company, as well as the production orientation at affiliated companies. Through these measures, the operational efficiency of each unit has been improved, internal competition has been reduced, inventory levels have been lowered, and sales activities have been facilitated.

### **5.2 At Subsidiaries and Associate Companies**

#### **At Viglacera Clinker Joint Stock Company:**

Proactively carried out the procedures for the investment project to expand the raw material warehouse. Coordinated with local authorities to identify solutions to resolve outstanding issues related to the Kim Son – Dong Trieu collective housing project. Registered for the pilot conversion of the collective housing project into a commercial housing project in accordance with Resolution No. 171/2024/QH15.

#### **At Viglacera Dong Trieu Company:**

Completed the procedures for adjusting the investment policy of the Trang An raw material quarry, including land lease procedures, execution of the land lease agreement, issuance of the Land Use Rights Certificate, on-site land handover, and commencement of raw material extraction from October 2025. Restarted Kiln No. 3 in July 2025 and converted the firing fuel from gasified coal to FO oil; adjusted the stacking configuration from primarily 22 tiles/m<sup>2</sup> roofing tiles to a mixed stacking structure. Assumed autonomy in sales of two-hole building bricks from October 2025, with the objective of taking full responsibility for sales of all products manufactured by the Company from 2026 onward.

#### **At Viglacera Ha Long II Company:**

Established a new business department and assumed autonomy in sales of products manufactured by the Company (April 2025). Restarted Kiln No. 2 (February 2025) to balance production loads and flexibly adjust the product mix. Updated the brand identity by changing the product logo from “Viglacera HL II” to “Viglacera Ha Long II,” while improving the quality of decorative products, thereby enhancing production and business performance and overall operational efficiency.

## **IV. Conclusion**

In 2025, despite facing numerous challenges, with the attention and support of the leadership of Viglacera Corporation, the close direction of the Board of Directors, and the



dedicated efforts of all employees, the Company gradually overcame difficulties and successfully fulfilled the revenue and profit before tax targets as assigned by the Annual General Meeting of Shareholders.

## PART II

### OPERATIONAL ORIENTATION AND PRODUCTION & BUSINESS PLAN FOR 2026

Based on the results achieved in 2025, the Company has assessed the market situation and available resources, as well as evaluated opportunities and challenges, and accordingly formulated the objectives, orientations, and production and business plan for 2026 as follows:

#### I. Key Targets.

Item	Unit	Actual 2025	Plan 2026	% Plan 2026 / Actual 2025
<b>CONSOLIDATED</b>	VND million			
Consolidated Revenue		1,109,243	1,103,699	99.5
Profit Before Tax		34,839	32,686	93.8
<b>VHL Company</b>	VND million			
Revenue		500,600	502,752	100.4
Profit Before Tax (incl. JVs & Associates)		15,344	16,754	109.2
Profit Before Tax (Standalone)		18,940	15,298	—
<b>VTC Company</b>	VND million			
Revenue		380,089	369,253	97.1
Profit Before Tax		19,611	15,932	81.2
<b>VTH Company</b>	VND million			
Revenue		1,049,249	1,103,699	105.2
Profit Before Tax		452	—	—
<b>DTC Company</b>	VND million			
Revenue (Tiles + Bricks)		147,923	195,762	132.3
Profit Before Tax		(22,362)	1,437	—
<b>VHL II Company</b>	VND million			
Revenue		89,340	97,120	108.7
Profit Before Tax		3,642	2,203	60.5

#### II. Objectives

To fulfill the 2026 production and business targets and development investment plan as committed, specifically:

- (1) Control costs, optimize production costs, enhance operational efficiency, and flexibly adjust production in line with market conditions, ensuring that inventory levels do not exceed the prescribed norms.
- (2) Strictly comply with regulations on occupational safety, fire prevention and fighting (FPF), and environmental protection.

- (3) Fully comply with current State regulations and policies applicable to employees; ensure absolute compliance with occupational safety and hygiene (OSH) and fire prevention and fighting regulations; and take responsibility for the legality of invoices and supporting documents.
- (4) Continue implementing the restructuring plan in terms of organizational structure and development strategy to optimize operational efficiency at affiliated units in accordance with the established objectives, plans, and roadmap.
- (5) Organize production in accordance with the approved plan, with flexible adjustments based on actual conditions and in line with inventory norms.
- (6) Control production costs and closely monitor factors that are difficult to control, such as market conditions, selling prices of finished goods, and input costs including fuel (coal) and petroleum; develop timely response measures to ensure operational efficiency is not adversely affected.
- (7) Ensure that the recovery rate meets the planned targets and that product quality meets or exceeds the Company's internal standards (TCCS) and Vietnamese standards.
- (8) New product development: Conduct research and development (R&D) of new products (NPs) to reduce competitive pressure from existing products in the market and enhance operational efficiency; complete water resistance/leakage testing of new products; promote communication on the superior features of Viglacera roof tiles and guide market consumption trends.
- (9) Export activities: Maintain and build upon the export growth momentum achieved in 2025, explore new markets, and increase market share in existing markets.

### **III. Implementation Solutions**

#### **1. Production Solutions Group**

- (1) Continue the practice of (i) placing orders from the sales division to the production division on a monthly and quarterly basis to enable production to proactively meet demand; (ii) assigning output targets and evaluating performance on a monthly basis; and (iii) flexibly adjusting plans in line with market developments, newly arising orders, and inventory norms.
- (2) Control inventory norms: For standard products, production and finished goods inventory are permitted within the prescribed norms (N). In cases where inventory exceeds the norms, other products must be produced. Where most products approach the upper inventory limit, production plans or sales clearance plans must be revised. The total inventory value must not exceed two months of average production. For made-to-order products, excess production output must not exceed 1% for tunnel kiln products and 1.5% for cotto products.
- (3) Expand production scale; monitor and evaluate the market's absorption capacity for products; and develop plans to expand production output in line with consumption capacity and available resources.
- (4) Strictly control product quality; quality control (QC) personnel shall expand the scope of their activities. Instead of only inspecting products prior to market release, QC staff must monitor and evaluate the entire production process, starting from input materials. At the same time, product quality shall be regularly reviewed against internal standards, with a firm commitment to prioritizing quality above all else.
- (5) Restructure the tunnel product mix in line with market trends, increasing products with competitive advantages and strong market demand, while gradually reducing products with slowing consumer demand. Product restructuring measures shall include adjusting stacking configurations and developing new products.
- (6) Maximize the production of decorative products using semi-automatic pressing machines instead of manual pressing machines in tunnel kiln operations in order to increase productivity per production shift.

- (7) Provide skills training for employees to ensure they are capable of performing multiple production stages, thereby enabling flexible workforce arrangement in accordance with production characteristics at different times during the planning period.
- (8) Promote initiatives for innovation and improvement, research, and reorganization of machinery and equipment; upgrade equipment to enhance labor productivity, reduce production costs, maximize product diversification, and improve overall production and business efficiency.
- (9) Implement cost control through cost allocation mechanisms; assign norms for raw material consumption and manufacturing overheads, and set product quality targets for production. Approve the settlement of production costs, conduct cost analysis, clearly identify subjective and objective causes as well as individual responsibilities, and carry out these activities on a monthly basis; at the same time, seek solutions to offset costs or implement appropriate response measures.
- (10) Establish a reward and penalty mechanism whereby collectives or individuals contributing improvement initiatives that enhance production and business efficiency and reduce costs are rewarded; conversely, underperformance or violations shall result in financial accountability where applicable.

## **2. Sales Solutions Group**

- (11) On a quarterly basis, the Executive Board of the production units shall coordinate with the sales unit (Viglacera Ha Long Trading Company) to conduct market visits in order to better understand market conditions and adopt appropriate management solutions, thereby maximizing the effectiveness between production and sales activities.
- (12) Flexibly adjust product selling prices in accordance with market conditions at each point in time, ensuring that such adjustments do not adversely affect the assigned profit targets.
- (13) Effectively exploit key existing export markets such as South Korea, India, Cambodia & Laos, Singapore & Malaysia, Thailand, Taiwan, as well as smaller customers in the United Kingdom, the United States, the Middle East, and Africa. Given the different characteristics and consumer preferences of each market, the sales unit shall develop tailored sales plans for each market, while further strengthening control over product quality, pricing policies, product diversity, delivery schedules, product designs, brand promotion/recognition, and after-sales services.
- (14) Continue developing new markets, with a focus on Africa and Australia, and expanding the Middle East market through measures such as participating in major and well-established international building materials exhibitions that attract large global customers (e.g., Big5, Canton Fair); and deploying online marketing and sales channels via e-commerce and digital business platforms.

## **3. New Product Solutions Group**

- (15) Improve the features of existing products; upgrade the “Longevity Screen” product to synchronize with other decorative products; and produce antique-style ceramic-colored products.
- (16) Finalize the production processes for new products (NPs), including: “La Nem” tiles; Mediterranean roof tiles (Type 1 & 2); develop new products such as 16 tiles/m<sup>2</sup> concave-wave roof tiles (Type 1); 14 concave-wave roof tiles; heavy-duty interlocking and permeable paving tiles; 16 tiles/m<sup>2</sup> convex-wave roof tiles; and Clinker E3 paving tiles.

## **4. Management and Administration Solutions Group**

- (17) Continue implementing the restructuring plan in terms of organizational structure and development strategy to optimize operational efficiency at affiliated units in accordance with the established objectives, plans, and roadmap, at an appropriate time.

- (18) Continue reviewing and assessing fully depreciated fixed assets that are no longer in use, and submit proposals to the Company's Board of Directors for approval of liquidation.
- (19) Continue implementing the current sales policy of "payment before delivery" in order to control trade receivables; for other receivables, the Company shall regularly monitor credit limits, reconcile outstanding balances, assess recoverability, and carry out debt collection activities.
- (20) Strictly comply with prevailing laws and regulations of the State regarding tax policies and financial obligations; fully implement policies and regimes applicable to employees in respect of wages, social insurance (SI), and health insurance (HI) in accordance with legal requirements and within the prescribed timelines with the relevant state authorities; ensure timely salary payments to employees with no wage arrears.

**The above is the report on the 2025 production and business results and the 2026 production and business orientations and tasks of the Board of Management, respectfully submitted to the General Meeting of Shareholders.**

**Viglacera Ha Long Joint Stock Company**

# VIGLACERA HA LONG JOINT STOCK COMPANY

Address: Ha Khau 2 Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh Province, Vietnam

Tel: (+84) 203 3840560 \*\*\* Fax: (+84) 203 3846577 \*\*\* Website: www.viglacerahalong.vn

**DRAFT**

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

## **VOTING BALLOT AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Shareholder/Organization : \_\_\_\_\_  
Name

Contact Address : \_\_\_\_\_

Number of Shares Owned : \_\_\_\_\_ Shares

Number of Shares : \_\_\_\_\_ Shares

Authorized (by Proxy)

Total Number of Voting : \_\_\_\_\_ Shares  
Shares

After reviewing and considering the matters discussed in the Proposal submitted by the Board of Directors of Viglacera Ha Long Joint Stock Company to the 2026 Annual General Meeting of Shareholders, I/We hereby vote on the following matters as follows:

No.	Voting Items	Voting Opinion		
		In Favor	Against	Abstention
1	Approval of the reports including: Report of the Board of Directors, Report of the Executive Board, and Report of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Approval of the 2025 business performance results and the 2025 audited Financial Statements audited by Deloitte Vietnam Company Limited	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Approval of the plan for distribution of after-tax profits for 2025 (Parent Company)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Approval of the 2026 business and production plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Approval of the results of contracts and transactions executed in 2025 and approval in principle for entering into contracts and transactions for products, materials, goods and other services with subsidiaries, affiliated companies and units under Viglacera Corporation – JSC in 2026	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Approval of the removal of Mr. Quách Hữu Thuận from the Board of Directors, following his submitted resignation, and the removal of Ms. Phạm Thị Hiền from the Supervisory Board, following her submitted resignation.			
7	Approval of divestment from affiliated companies operating inefficiently and having accumulated losses resulting in negative equity			
8	Approval of the selection of the auditing firm for the 2026 Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*Shareholders are kindly requested to mark “X” in only one box corresponding to their voting opinion: “In Favor”, “Against”, or “Abstention”.*

**SHAREHOLDER’S CONFIRMATION**

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



No.: ...../BB-GMS/2026

*Viet Hung, ....., 2026*

**DRAFT**

**MINUTES  
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026  
VIGLACERA HA LONG JOINT STOCK COMPANY**

On ....., 2026, at the head office of Viglacera Ha Long Joint Stock Company (Ha Khau 2 Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh Province), the 2026 Annual General Meeting of Shareholders (the “Meeting”) of Viglacera Ha Long Joint Stock Company was duly convened.

Company name: Viglacera Ha Long Joint Stock Company

Address: Ha Khau 2 Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh Province

Tel: (+84) 203 3840560 Fax: (+84) 203 3846577

Enterprise Registration Certificate No.: 5700101147 issued on 13 August 2025 (20th amendment); issued by the Department of Planning and Investment of Quang Ninh Province.

Venue of the Meeting: Head office of Viglacera Ha Long Joint Stock Company (Ha Khau 2 Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh Province).

Time: At ..... a.m./p.m. on ....., 2026.

**A. OPENING CEREMONY**

**I. ATTENDANCE**

- Distinguished Guests: .....
- Members of the Board of Directors, the Supervisory Board, and the Executive Board of Viglacera Ha Long Joint Stock Company.
- Shareholders and authorized representatives of shareholders of Viglacera Ha Long Joint Stock Company.

**II. VALIDITY AND LEGITIMACY OF THE MEETING**

Mr./Ms. ...., on behalf of the Shareholder Eligibility Verification Committee, presented the Report on the verification of shareholders’ eligibility and the validity and legitimacy of the Meeting as follows:

- The total number of shareholders and authorized representatives attending the Meeting was ....., representing ..... shares, equivalent to .....% of the total voting shares of the Company.
- All attending shareholders and authorized representatives were duly qualified to attend the Meeting.

Pursuant to the current Law on Enterprises and the Charter on Organization and Operation of the Company, the 2026 Annual General Meeting of Shareholders of the Company is lawful and valid, and duly qualified to proceed in accordance with applicable regulations.

## **B. MEETING AGENDA**

### **I. ELECTION OF THE PRESIDIUM, THE SECRETARIAT AND THE VOTE COUNTING COMMITTEE**

Mr./Ms. .... – Head of the Organizing Committee, nominated and introduced the members of the Presidium, the Secretariat and the Vote Counting Committee, and such nominations were unanimously approved by 100% of the attending shareholders as follows:

#### **\* The Presidium:**

1. Mr. .... – ..., Chairperson of the Meeting
2. Mr./Ms. .... – ..., Member
3. Mr./Ms. .... – ..., Member

#### **\* The Secretariat:**

1. Mr./Ms. .... – ..., Head of the Secretariat
2. Mr./Ms. .... – ..., Member

#### **\* The Vote Counting Committee:**

1. Mr./Ms. .... – ..., Head of the Committee
2. Mr./Ms. .... – ..., Member
3. Mr./Ms. .... – ..., Member
4. Mr./Ms. .... – ..., Member
5. Mr./Ms. .... – ..., Member

### **II. APPROVAL OF THE MEETING REGULATIONS AND AGENDA**

Mr./Ms. ...., on behalf of the Presidium, presented to the General Meeting for consideration and approval the Meeting Regulations and the Agenda of the Meeting, comprising the following matters:

- Report of the Board of Directors, the Executive Board and the Supervisory Board;
- 2025 business performance results and the 2025 Financial Statements audited by Deloitte Vietnam Company Limited;
- Plan for distribution of after-tax profits for 2025 (Parent Company);
- 2026 business and production plan;
- Results of contracts and transactions executed in 2025 and approval in principle for entering into contracts and transactions for the sale and purchase of products, materials, goods and services between the Company and its subsidiaries, affiliated companies and units under Viglacera Corporation – JSC in 2026;
- Removal of members of the Board of Directors and the Supervisory Board;;
- Election of additional members to the Board of Directors and the Supervisory Board;
- Divestment from affiliated companies;
- Selection of the auditing firm for the 2026 Financial Statements.

The General Meeting voted and unanimously approved (100%) the Meeting Agenda and the Meeting Regulations.

### **III. PROCEEDINGS OF THE MEETING**

**1. Mr./Ms. ...., on behalf of the Board of Directors, presented the Report of the Board of Directors on the 2025 performance results and the business orientation for 2026;**

**2. Mr./Ms. .... presented the Report of the Board of Management (General Director) on the 2025 production and business performance and the objectives and tasks for 2026;**

**3. Mr./Ms. .... presented the Report on the activities of the Supervisory Board in 2025 and its operational plan for 2026**

**4. Mr./Ms. ...., on behalf of the Presidium, presented the Proposals submitted to the General Meeting for approval, including:**

4.1. Reports of the Executive Board, the Board of Directors and the Supervisory

The detailed reports of the Executive Board, the Board of Directors and the Supervisory Board have been fully published on the Company's website at: [www.viglacerahalong.vn](http://www.viglacerahalong.vn)

(under the "Investor Relations" section).

4.2. 2025 production and business performance results and the 2025 Financial Statements audited by Deloitte Vietnam Company Limited, (Key financial indicators were presented in detail in the Proposal.)

4.3. Plan for distribution of after-tax profits for 2025 (Parent Company);

4.4. 2026 production and business plan (Details as set out in the Proposal of the Board of Directors);

4.5. Results of contracts and transactions executed in 2025 and approval in principle for entering into contracts and transactions for the sale and purchase of products, materials, goods and services between the Company and its subsidiaries, affiliated companies and units under Viglacera Corporation – JSC in 2026;

4.6. Removal of members of the Board of Directors and members of the Supervisory Board;

4.7. Additional election of members of the Board of Directors and members of the Supervisory Board:

- Number of additional members of the Board of Directors to be elected: 01 member.

- Number of additional members of the Supervisory Board to be elected: 01 member.

4.8. Divestment from affiliated companies;

4.9. Selection of the auditing firm for the 2026 Financial Statements.

The General Meeting unanimously approved (100%) all contents of the Proposals.

**5. Shareholders' opinions and discussions:**

.....

**6. Voting results on the matters submitted to the Meeting:**

6.1. Approval of the Reports of the Board of Directors, the Executive Board and the Supervisory

Voting results:

*Votes in favor: ..... votes, equivalent to .....%*

*Votes against: ..... votes, equivalent to .....%*

*Abstentions: ..... votes, equivalent to .....%*

6.2. Approval of the 2025 production and business performance results and the 2025 Financial Statements audited by Deloitte Vietnam Company Limited, with key indicators as follows:

No.	Item	Unit	2025 Plan	2025 Actual
1	Consolidated Revenue	VND billion	1,249	1,109
2	Consolidated Profit Before Tax	VND billion	1.55	34.83

Voting results:

*Votes in favor: ..... votes, equivalent to .....%*

*Votes against: ..... votes, equivalent to .....%*

*Abstentions: ..... votes, equivalent to .....%*

6.3. Approval of the plan for distribution of after-tax profits for 2025 (Parent Company), as follows:

+ Dividend distribution for 2025 and appropriation to other funds: Not implemented.

+ Payment of remuneration to the Board of Directors and the Supervisory Board for 2025: Not implemented.

Voting results:

*Votes in favor: ..... votes, equivalent to .....%*

*Votes against: ..... votes, equivalent to .....%*

*Abstentions: ..... votes, equivalent to .....%*

6.4. Approval of the 2026 production and business plan with key targets as follows:

- Consolidated Revenue: VND 1,103.7

- Consolidated Profit Before Tax: VND 32.68

- Remuneration of the Board of Directors and the Supervisory Board, and dividend rate for 2026: Based on the actual 2026 business performance results, the Board of Directors shall report to the General Meeting of Shareholders for consideration and decision.

Voting Results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

6.5. Approval of the results of contracts and transactions executed in 2025 and the approval in principle for entering into contracts and transactions for the sale and purchase of products, materials, goods and services between the Company and its subsidiaries, affiliated companies and units under Viglacera Corporation – JSC in 2026, specifically as follows:

a. Approval of the 2025 sales and product distribution contracts executed with Viglacera Ha Long Trading One Member Limited Liability Company in the value of VND 440.6 billion (exclusive of VAT).

Voting results:

Voting Results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

b. Approval in principle for continuing to enter into sales and product distribution contracts with Viglacera Ha Long Trading One Member Limited Liability Company (a subsidiary) in 2026 in line with the 2026 production and business plan assigned by Viglacera Corporation – JSC; and other contracts and transactions for the purchase and sale of materials, goods and services between the Company and its subsidiaries, affiliated companies and member units under Viglacera Corporation – JSC in 2026.

Voting results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

6.6. Approval of the dismissal of Mr. Quach Huu Thuan as a member of the Board of Directors (due to his resignation).

Voting results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

6.7. The General Meeting of Shareholders unanimously approved the removal of Ms. Phạm Thị Hiền from her position as a member of the Supervisory Board (resignation submitted):

Voting results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

6.8. The General Meeting unanimously approved the election results as follows:

a/. Mr./Ms. .... has been elected as a member of the Board of Directors of Viglacera Ha Long Joint Stock Company (Term 2022–2027).

Voting results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

b/. Mr./Ms. .... has been elected as a member of the Supervisory Board of Viglacera Ha Long Joint Stock Company (Term 2022–2027).

Voting results:

*Votes in favor: ..... votes, representing .....%*

*Votes against: ..... votes, representing .....%*

*Abstentions: ..... votes, representing .....%*

6.9. The General Meeting of Shareholders approved in principle the divestment from affiliated companies that operate inefficiently, have accumulated losses, and negative equity.

Voting results:

*Votes in favor:* ..... votes, representing .....%

*Votes against:* ..... votes, representing .....%

*Abstentions:* ..... votes, representing .....%

Implementation: The General Meeting of Shareholders authorizes the Board of Directors to determine the appropriate timing for the divestment based on the Company's production and business conditions and market circumstances; to coordinate with the Boards of Directors and Management of the affiliated companies to review and complete legal documentation, ensuring transparency, strict compliance with procedures, adherence to applicable laws, and safeguarding the efficiency and interests of Viglacera Ha Long Joint Stock Company.

Voting results:

*Votes in favor:* ..... votes, representing .....%

*Votes against:* ..... votes, representing .....%

*Abstentions:* ..... votes, representing .....%

6.10. The General Meeting of Shareholders unanimously authorized the Board of Directors to select the auditing firm for the 2026 financial statements from among the independent auditing firms approved by the State Securities Commission of Vietnam (based on the recommendation of the Supervisory Board).

Voting results:

*Votes in favor:* ..... votes, representing .....%

*Votes against:* ..... votes, representing .....%

*Abstentions:* ..... votes, representing .....%

### **C. ADOPTION OF THE MINUTES, THE RESOLUTION AND CLOSING OF THE MEETING**

Mr./Ms. ...., on behalf of the Secretariat, read the full text of the Minutes of the Meeting and the draft Resolution of the 2026 Annual General Meeting of Shareholders.

The General Meeting unanimously approved the Minutes of the Meeting and the Resolution of the 2026 Annual General Meeting of Shareholders.

These Minutes were made at ..... a.m./p.m. on ....., 2026 immediately after the conclusion of the Annual General Meeting of Shareholders of the Company.

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

**Mr./Ms.**

**Mr./Ms.**

**Mr./Ms.**

.....

.....

.....

### **THE SECRETARIAT**

**Mr./Ms.**

**Mr./Ms.**

.....

.....





No.: ...../RES-GMS/2026

Viet Hung, ....., 2026

**DỰ THẢO**

**RESOLUTION  
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

**THE GENERAL MEETING OF SHAREHOLDERS  
VIGLACERA HA LONG JOINT STOCK COMPANY**

- ❖ Pursuant to the Law on Securities No. 54/2019/QH14 dated 26 November 2019 and the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 of the National Assembly of the Socialist Republic of Vietnam;
- ❖ Pursuant to the current Charter of Viglacera Ha Long Joint Stock Company;
- ❖ Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders dated ....., 2026 of Viglacera Ha Long Joint Stock Company;

Company name: Viglacera Ha Long Joint Stock

Stock code: VHL

Address: Ha Khau 2 Quarter, An Tiem Street, Viet Hung Ward, Quang Ninh Province

Tel: (+84) 203 3840560 Fax: (+84) 203

Enterprise Registration Certificate No.: 5700101147 issued on 13 August 2025 (20th amendment); issued by the Department of Planning and Investment of Quang Ninh Province..

The 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company was convened at ..... on ....., 2026. The Meeting was attended by ..... shareholders and/or authorized representatives of shareholders, representing ..... shares, accounting for .....% of the total voting shares of the Company, thereby satisfying all conditions required to convene the Meeting in accordance with applicable laws.

The 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company, held on ....., 2026, discussed and resolved to adopt the following resolutions:

**RESOLVES:**

**Article 1. To approve the Reports of the Board of Directors, the Executive Board and the Supervisory Board.**

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 2. To approve the 2025 production and business performance results and the 2025 Financial Statements audited by Deloitte Vietnam Company Limited with the following key indicators:**

No.	Item	Unit	2025 Plan	2025 Actual
1	Consolidated Revenue	VND billion	1,249	1,109
2	Consolidated Profit Before Tax	VND billion	1.55	34.83

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 3. To approve the plan for distribution of after-tax profits for 2025 (Parent Company):**

- + Dividend distribution for 2025 and appropriation to other funds: .....
- + Remuneration for the Board of Directors and the Supervisory Board in 2025: .....

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 4. To approve the 2026 production and business plan with the following key targets:**

- Consolidated Revenue: VND 1,103.7 billion.
- Consolidated Profit Before Tax: VND 32.68 billion
- Remuneration of the Board of Directors and the Supervisory Board and dividend rate for 2026: Based on the actual 2026 business performance results, the Board of Directors shall report to the General Meeting of Shareholders for consideration and decision.

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 5. To approve the results of contracts and transactions executed in 2025 and the approval in principle for entering into contracts and transactions for the sale and purchase of products, materials, goods and services between the Company and its subsidiaries, affiliated companies and units under Viglacera Corporation – JSC in 2026:**

5.1. Approval of the 2025 sales and product distribution contracts executed with Viglacera Ha Long Trading One Member Limited Liability Company with a total value of VND 440.6 billion (exclusive of VAT)

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

5.2. Approval in principle for continuing to enter into sales and product distribution contracts with Viglacera Ha Long Trading One Member Limited Liability Company (a subsidiary) in 2026 in line with the 2026 production and business plan assigned by Viglacera Corporation – JSC; and other contracts and transactions for the purchase and sale of materials, goods and services between the Company and its subsidiaries, affiliated companies and member units under Viglacera Corporation – JSC in 2026.

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 6. To approve the dismissal of Mr. Quach Huu Thuan as a member of the Board of Directors (due to his resignation letter).**

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 7. Approval of the removal of Ms. Phạm Thị Hiền from her position as a member of the Supervisory Board (resignation submitted).**

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 8. Approval of the election results as follows:**

8.1. Mr./Ms. .... has been elected as a member of the Board of Directors of Viglacera Ha Long Joint Stock Company (Term 2022–2027).

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

8.2. Mr./Ms. .... has been elected as a member of the Supervisory Board of Viglacera Ha Long Joint Stock Company (Term 2022–2027).

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%
- *Abstentions:* ....%

**Article 9. Approval of Divestment from Affiliated Companies The General Meeting of Shareholders approves the divestment from affiliated companies that operate inefficiently, have accumulated losses, and negative equity.**

Implementation: The General Meeting of Shareholders authorizes the Board of Directors to determine the appropriate timing for the divestment based on the Company's production and business conditions and market circumstances; to coordinate with the Boards of Directors and Management of the affiliated companies to review and complete legal documentation, ensuring transparency, strict compliance with procedures, adherence to applicable laws, and safeguarding the efficiency and interests of Viglacera Ha Long Joint Stock Company.

**Voting ratio:**

- *In favor:* ....%
- *Against:* ....%

- Abstentions: ....%

#### **Article 10. Implementation Provisions**

This Resolution was duly adopted by the 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company and shall take effect from ....., 2026.

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

#### ***Recipients:***

- The General Meeting of Shareholders;
- State Securities Commission of Vietnam, Hanoi Stock Exchange (for information disclosure);
- Viglacera Corporation – JSC (for reporting);
- Board of Directors, Supervisory Board, Board of Management (for implementation);
- Company's functional departments (for implementation);
- Company website: [www.viglacerahalong.vn](http://www.viglacerahalong.vn);
- Company Secretary;
- Filed at the Company's Office.

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

**REGULATION ON THE ELECTION  
OF AN ADDITIONAL MEMBER OF THE BOARD OF DIRECTORS  
OF VIGLACERA HA LONG JOINT STOCK COMPANY  
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

- Pursuant to the current Charter on Organization and Operation of Viglacera Ha Long Joint Stock Company;

**ARTICLE 1. PRINCIPLES OF ELECTION**

**1.1. General Principles**

In compliance with applicable laws and the Charter of Viglacera Ha Long Joint Stock Company.

Method of implementation: Voting by secret ballot conducted directly at the General Meeting using the cumulative voting method.

According to the Company's Charter, the number of members of the Board of Directors (term 2022–2027) is five (05), and the number of members of the Supervisory Board (term 2022–2027) is three (03).

At the 2026 Annual General Meeting of Shareholders, the Board of Directors submits to the General Meeting for consideration the removal of one (01) member of the Board of Directors (resignation submitted) and one (01) member of the Supervisory Board (resignation submitted). Upon approval by the General Meeting of Shareholders, the remaining number of Board of Directors members will be four (4/5) members (including at least one-third independent members as required), and the remaining number of Supervisory Board members will be two (2/3) members. Accordingly, one (01) additional member of the Board of Directors and one (01) additional member of the Supervisory Board shall be elected.

Election results shall be calculated based on the total number of voting shares held by shareholders attending the Meeting.

For each election, each shareholder representative may use only one ballot corresponding to a specific election item (ballots are issued by the Organizing Committee of the General Meeting; ballots for the election of Board of Directors members are YELLOW, ballots for the election of Supervisory Board members are BLUE, bearing the seal of Viglacera Ha Long Joint Stock Company affixed at the upper left corner).

The composition of the Vote Counting Committee must be approved by the General Meeting. Members of the Vote Counting Committee must not be included in the list of nominees or candidates.

The list of candidates shall be arranged in alphabetical order (A–Z), and each candidate's full name shall be clearly stated on the ballot.

## 1.2. Nomination, Self-nomination and Eligibility Criteria

### a. Criteria, nomination and self-nomination of Board of Directors members:

- The nomination and self-nomination of members of the Board of Directors shall comply with Article 25 of the Company's Charter.

- The eligibility criteria for members of the Board of Directors are stipulated in Article 26 of the Company's Charter and Article 155 of the Law on Enterprises 2020.

Details are provided in Appendix 02 of this Regulation.

b. Shareholders or groups of shareholders nominating or self-nominating candidates for the additional election to the Board of Directors and the Supervisory Board must submit the following documents:

- Nomination Form/Self-nomination Form (in the prescribed template);
- Curriculum Vitae declared by the candidate;
- Copies of: Citizen Identity Card (or passport in case of overseas Vietnamese or foreigners); diplomas and certificates evidencing professional qualifications and educational background; written commitment of the nominated/self-nominated candidate; written nomination from the shareholder/group of shareholders (if not using the Company's prescribed template).

c. Submission of candidate dossiers Candidate dossiers must be sent to the Organizing Committee at: Office of Viglacera Ha Long Joint Stock Company Ha Khau 2 Residential Area, An Tiem Street, Viet Hung Ward, Quang Ninh Province(former address: Group 2, An Tiem Street, Ha Khau Ward, Ha Long City, Quang Ninh Province)Tel: 033.3840560 Fax: 033.3846577 In other cases, the Board of Directors shall review, report and seek approval from the General Meeting for decision.

## ARTICLE 2. METHOD OF ELECTION

2.1. The additional election of members to the Board of Directors and the Supervisory Board shall be conducted by secret ballot directly at the General Meeting using the cumulative voting method. Accordingly, each shareholder (or proxy authorized by a shareholder with voting rights) shall have a total number of votes equal to the number of voting shares owned (or represented by proxy) multiplied by (X) — the number of members to be elected to the Board of Directors/Supervisory Board, specifically as follows:

Number of votes for the Board of Directors election:

$$\text{Total maximum votes} = \text{Total number of voting shares} \times \text{Number of additional members of the Board of Directors to be elected: 01}$$

Number of votes for the Supervisory Board election:

$$\begin{array}{lcl} \text{Total maximum} & = & \text{Total number of} \\ \text{votes} & & \text{voting shares} \end{array} \quad \times \quad \begin{array}{l} \text{Number of additional} \\ \text{members of the Supervisory} \\ \text{Board to be elected: 01} \end{array}$$

2.2. A shareholder (or a proxy duly authorized by a shareholder with voting rights), hereinafter referred to as the “shareholder,” may allocate all of his/her votes to one candidate or distribute the votes among the selected candidates. The number of candidates selected by the shareholder shall not exceed the number of additional members of the Board of Directors or the Supervisory Board to be elected (for the 2022–2027 term).

**Example:** *The General Meeting approved that the number of additional members of the Board of Directors to be elected is one (01) out of a total of three (03) nominated/self-nominated candidates (as listed in the Board of Directors election list). Shareholder A holds a total of 100 voting shares (including both owned shares and shares represented by proxy). Accordingly, Shareholder A shall have a maximum of 100 votes (= 100 shares × 01 Board member to be elected). Shareholder A may allocate all 100 votes to one candidate or distribute the votes among candidates on the election list, provided that the total number of votes does not exceed 100 (≤ 100 votes) and the number of candidates selected by Shareholder A does not exceed one (01) candidate*

### **ARTICLE 3. PROCEDURES FOR CONDUCTING THE ELECTION**

#### **3.1. BALLOT:**

Each shareholder shall be provided with two (02) BALLOTS (one (01) ballot for the election of Board of Directors members and one (01) ballot for the election of Supervisory Board members), which state the ballot code, the shareholder’s name, the total number of voting shares, and the maximum number of votes (equal to the total number of voting shares multiplied by the number of additional members to be elected to the Board of Directors / Supervisory Board).

Ballot for the election of Board of Directors members: YELLOW ballot.

Ballot for the election of Supervisory Board members: BLUE ballot.

Ballots are printed on paper and bear the seal of Viglacera Ha Long Joint Stock Company (specimen ballots for the election of Board of Directors members and Supervisory Board members are attached to this Regulation).

Shareholders, upon receiving the ballots, must verify the information printed on them. In case of any error or discrepancy, shareholders must immediately notify the Vote Counting Committee to have the ballot replaced.

#### **3.2 Regulations on the Ballot for Election of Board Members**

- a. Valid ballot: A ballot shall be considered valid if it satisfies all of the following conditions:

- Issued by the Organizing Committee of the General Meeting;
- Affixed with the Company's stamp;
- Clearly stating the shareholder's name.
- Clearly stating the "Total number of voting shares" and "Total maximum number of votes";
- Not torn, erased, amended, scratched or supplemented with any additional content;
- The total votes allocated to candidates do not exceed the total maximum number of votes.

b. Invalid ballot A ballot shall be considered invalid in any of the following cases::

- Not issued by the Organizing Committee;
- Not affixed with the Company's stamp;
- Not stating the shareholder's name;
- Torn, crossed out, erased, amended, containing additional candidates not included in the list approved by the General Meeting of Shareholders, or containing additional content or symbols;
- The total votes allocated exceed the maximum number of votes the shareholder is entitled to;
- Submitted to the Vote Counting Committee after the voting has ended and the BALLOT BOX has been sealed.

c. Instructions for completing the ballot :

- When voting for a candidate, the shareholder shall write the number of votes in the box on the same line as the candidate's name.
- If not voting for a candidate, the shareholder shall cross out or write "0" in the box corresponding to that candidate's name.
- A shareholder may allocate all votes to one or several candidates, or may choose not to vote for any candidate listed.

If a shareholder makes a mistake while completing the ballot but has not yet deposited it into the BALLOT BOX, the shareholder may directly contact the Head of the Vote Counting Committee to request a replacement ballot.

### 3.3 Principles of Voting for Board Members:

- a. The Vote Counting Committee shall prepare one (01) BALLOT BOX for the election of Board members. The ballot box shall be inspected prior to voting in the presence of shareholders.
- b. Voting shall commence upon the announcement "Voting begins" by the Head of the Vote Counting Committee and shall end upon the announcement "Voting ends". Shareholders shall deposit their ballots into the ballot box.



- c. Vote counting shall be conducted immediately after the voting ends.

#### 3.4 Regulations on vote counting:

- a. The Vote Counting Committee shall work in a separate area under the supervision of shareholder representatives and shall conduct vote counting in the following steps:
  - Verify the validity of ballots;
  - Review and record the results of each ballot (the Committee may use technical equipment and supporting personnel for assistance);
  - Seal all ballots and hand them over to the Chairman of the General Meeting.
- b. Preparation and announcement of the ballot counting minutes:
  - Upon completion of vote counting, the Vote Counting Committee shall prepare the Minutes of Vote Counting.
  - The Minutes shall include, inter alia:
    - + Time and venue of vote counting;
    - + Members of the Vote Counting Committee;
    - + Total number of attending shareholders;
    - + Total number of shareholders participating in voting.
    - + Number and percentage of valid and invalid ballots.
    - + Number and percentage of votes received by each candidate.
    - + List of elected members of the Board of Directors;
    - + The Minutes of Vote Counting must bear the signatures of all members of the Vote Counting Committee and confirmation by the shareholder representatives supervising the vote counting process.

#### **ARTICLE 4. PRINCIPLES FOR DETERMINING ELECTED MEMBERS OF THE BOARD OF DIRECTORS:**

4.1. Candidates shall be elected as members of the Board of Directors in descending order of votes received, starting from the candidate with the highest number of votes until the required number of members has been filled.

4.2 In the event that two (02) or more candidates receive an equal number of votes for the final seat of the Board of Directors, the candidate holding a greater number of shares shall be selected. If the candidates hold an equal number of shares, the General Meeting shall conduct a re-election among those candidates with equal votes. The candidate receiving the higher number of votes in the re-election shall be elected.

## **ARTICLE 5. COMPLAINTS REGARDING THE ELECTION AND VOTE COUNTING:**

5.1. After the announcement of the election results, if a shareholder files a complaint or requests a recount and such complaint or request is deemed to have reasonable grounds, the Chairman of the Meeting shall require shareholder representatives to directly re-examine the results. If intentional errors or fraudulent acts in the vote counting process are detected, the Vote Counting Committee shall bear full responsibility.

5.2. All complaints relating to the election and vote counting shall be resolved by the Chairman of the Meeting and recorded in the Minutes of the General Meeting of Shareholders.

## **ARTICLE 6. EFFECTIVENESS OF THE REGULATION:**

Attached to this Regulation are appendices providing guidance on cumulative voting, eligibility criteria and conditions for candidates to the Board of Directors, and templates for nomination and self-nomination forms.

This Regulation shall take effect upon approval by the General Meeting of Shareholders and shall apply solely to the additional election of members of the Board of Directors and the Supervisory Board (Term 2022–2027) at the 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company.

## APPENDIX 1

### GUIDELINES FOR THE ADDITIONAL ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD BY CUMULATIVE VOTING METHOD

#### Ballot-marking principles:

The General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company will conduct an additional election of 01 member of the Board of Directors (BOD) from among 03 candidates, and 01 member of the Supervisory Board (SB) from among 03 candidates.

Example

Shareholder Nguyen Van A (Shareholder ID: 40) owns 100 shares.

Số phiếu bầu tối đa của cổ đông A:

For the BOD member:  $(100 \times 1) = 100$  votes

For the SB member:  $(100 \times 1) = 100$  votes

#### Example for the election of a BOD member:

Shareholder Nguyen Van A may allocate cumulative votes according to one of the following options:

**Option 1:** Distribute the 100 votes equally among the 03 BOD candidates (*each candidate receives one-third of the total votes*).

### BALLOT

#### Additional Election of a Member of the Board of Directors for the 2022–2027 Term

Shareholder: Nguyen Van A (Shareholder ID: 40)

Total number of voting shares: 100 shares

Maximum number of votes (Total shares  $\times$  1): 100 votes

#### List of candidates for the Board of Directors:

No.	Full name of candidate	Votes
1	Candidate No. 1	33
2	Candidate No. 2	33
3	Candidate No. 3	33
	<b>Total</b>	<b>99</b>

**Option 2:** Allocate the 100 votes among the 03 candidates with unequal numbers of votes.

#### List of candidates for the Board of Directors:

No.	Full name of candidate	Votes
1	Candidate No. 1	20
2	Candidate No. 2	50
3	Candidate No. 3	30
	<b>Total</b>	<b>100</b>

**Option 3:** Allocate all 100 votes to one or several candidates.

**List of candidates for the Board of Directors:**

No.	Full name of candidate	Votes
1	Candidate No. 1	0
2	Candidate No. 2	60
3	Candidate No. 3	40
	<b>Total</b>	<b>100</b>

**Option 4:** Allocate all 100 votes to only one candidate.

**List of candidates for the Board of Directors:**

No.	Full name of candidate	Votes
1	Candidate No. 1	0
2	Candidate No. 2	100
3	Candidate No. 3	0
	<b>Total</b>	<b>100</b>

\* The ballot of Shareholder A shall be deemed invalid in the following cases:

- The ballot is not in the form prescribed by the Company or does not bear the Company's seal.
- The total number of votes cast by Shareholder Nguyen Van A for the candidates exceeds 100 votes.
- The ballot contains special markings; is erased or crossed out; has candidates' names struck through; or includes names not on the official candidate list.
- Other cases as stipulated in this Regulation.

\* The election of members of the Supervisory Board shall be conducted in the same manner as the election of members of the Board of Directors.

## **Appendix 2**

### **Conditions and Criteria for Nominating Candidates for Additional Election to the Board of Directors / Supervisory Board Viglacera Ha Long Joint Stock Company (Term 2022–2027) (At the 2026 Annual General Meeting of Shareholders)**

#### **I. Conditions for Nomination of Candidates**

##### **1.1. For candidates to the Board of Directors**

Pursuant to Article 25 of the Company Charter, shareholders or groups of shareholders meeting the following conditions may nominate candidates to the Board of Directors for the 2022–2027 term:

- Shareholders holding ordinary shares may aggregate their voting rights to nominate candidates to the Board of Directors. A shareholder or group of shareholders holding from 5% to less than 10% of the total voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to

80% may nominate up to seven (07) candidates; and from 80% to less than 90% may nominate up to eight (08) candidates.

- In case the number of candidates nominated or self-nominated to the Board of Directors is still insufficient, the incumbent Board of Directors may nominate additional candidates. Such nomination must be clear, transparent, and approved by the General Meeting of Shareholders before the shareholders vote to elect members of the Board of Directors in accordance with the law.

### **1.2. For candidates to the Supervisory Board**

Shareholders or groups of shareholders meeting the following conditions may nominate candidates to the Supervisory Board for the 2022–2027 term:

- Shareholders may aggregate their voting rights to nominate candidates to the Supervisory Board. A shareholder or group of shareholders holding from 5% to less than 10% of the total voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates.

- In case the number of candidates nominated or self-nominated to the Supervisory Board is still insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the mechanism specified in the Company's Internal Corporate Governance Regulations. Such mechanism must be clearly disclosed and approved by the General Meeting of Shareholders prior to nomination.

## **II. Standards and Conditions for Members of the Board of Directors and Supervisory Board**

### **A- Standards and Conditions for Members of the Board of Directors**

#### **1. General standards and conditions:**

a) Not falling under the prohibited subjects specified in Clause 2, Article 17 of the Law on Enterprises 2020;

b) Having professional qualifications and experience in business administration or in the Company's business lines; not necessarily required to be a shareholder, unless otherwise stipulated in the Company Charter;

c) A member of the Board of Directors may concurrently serve as a member of the board of another company;

d) For state-owned enterprises as prescribed in Point b, Clause 1, Article 88 of the Law on Enterprises 2020 and subsidiaries thereof, a Board member must not be a family member of the Director/General Director or other managers of the company; or of managers or persons authorized to appoint managers of the parent company.

#### **2. Independent Board Member (unless otherwise provided by securities laws):**

a) Not currently working for the company, its parent company, or its subsidiaries; and must not have worked for them for at least the preceding three (03) years;

b) Not receiving salary or remuneration from the company, except allowances payable to Board members as prescribed;

- c) Not having a spouse, biological/adoptive parent, or sibling who is a major shareholder or a manager of the company or its subsidiaries;
- d) Not directly or indirectly owning at least 1% of the company's total voting shares;
- đ) Not having served as a member of the Board of Directors or Supervisory Board of the company for at least the preceding five (05) consecutive years, except where reappointed for two consecutive terms.

*Shareholders are requested to refer to Article 155 of the Law on Enterprises 2020 for detailed provisions.*

#### **B- Standards and Conditions for Members of the Supervisory Board**

1. A Supervisor must meet the following standards and conditions:

- a) Not falling under the prohibited subjects specified in Clause 2, Article 17 of the Law on Enterprises 2020;
- b) Having education in economics, finance, accounting, auditing, law, business administration, or a discipline relevant to the company's business;
- c) Not being a family member of any member of the Board of Directors, the Director/General Director, or other managers;
- d) Not being a manager of the company; not necessarily required to be a shareholder or employee unless otherwise stipulated in the Company Charter;
- đ) More than half of the Supervisory Board members must reside in Vietnam;
- e) Not working in the company's accounting or finance department;
- f) Not being a member or employee of the independent auditing firm that has audited the company's financial statements in the preceding three (03) consecutive years.
- g) Meeting other standards and conditions as prescribed by relevant laws and the Company Charter.

2. In addition to the standards and conditions specified above, a Supervisor of a public company or a state-owned enterprise (as prescribed at Point b, Clause 1, Article 88 of the Law on Enterprises 2020) must not be a family member of the company's managers or those of its parent company; the enterprise's capital representative; or the state capital representative at the parent company or at the company.

*Shareholders are requested to refer to Article 169 of the Law on Enterprises 2020 and Article 37 of the Company Charter for detailed provisions.*

### **APPENDIX 3 SAMPLE BALLOT**

ANNUAL GENERAL MEETING OF  
SHAREHOLDERS  
**VIGLACERA HA LONG JOINT STOCK  
COMPANY**

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

*Viet Hung, ....., 2026*

**BALLOT**

**ADDITIONAL ELECTION OF A MEMBER OF  
THE BOARD OF DIRECTORS FOR THE 2022–2027 TERM**

**I. SHAREHOLDER INFORMATION**

- 1.1 Name of Shareholder : \_\_\_\_\_
- 1.2 Shareholder Code : \_\_\_\_\_
- 1.3 Number of Voting Shares : \_\_\_\_\_
- 1.4 Number of Additional BOD Members to : 01 Members  
be Elected:
- 1.5 Total Maximum Votes (No. of Shares × : \_\_\_\_\_  
...):

**II. LIST OF CANDIDATES FOR THE ADDITIONAL ELECTION OF A MEMBER OF  
THE BOARD OF DIRECTORS FOR THE 2022–2027 TERM**

No.	Full Name	Votes
1	Candidate 1: _____	
2	Candidate 2: _____	
3	Candidate 3: _____	
...	...	
	<b>Total Votes (*)</b>	

(\*) The total number of votes must not exceed the maximum number of votes specified in Item 7, Section I: Shareholder Information.

ANNUAL GENERAL MEETING OF  
SHAREHOLDERS  
**VIGLACERA HA LONG JOINT STOCK  
COMPANY**

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

*Viet Hung, ....., 2026*

**BALLOT**  
**ADDITIONAL ELECTION OF A MEMBER OF THE SUPERVISORY BOARD FOR  
THE 2022–2027 TERM**

**I. SHAREHOLDER INFORMATION**

1. Shareholder ID : \_\_\_\_\_
2. Full name : \_\_\_\_\_
3. Number of voting shares owned : \_\_\_\_\_
4. Number of shares authorized : \_\_\_\_\_
5. Total number of voting shares (3+4) : \_\_\_\_\_
6. Number of Supervisory Board members to be elected : 01 person
7. Maximum number of votes (5×6) : \_\_\_\_\_

**II. LIST OF CANDIDATES FOR THE ADDITIONAL ELECTION OF A MEMBER OF THE  
SUPERVISORY BOARD FOR THE 2022–2027 TERM**

No.	Full Name	Votes
<b>1</b>	<b>Candidate 1:</b> _____	
<b>2</b>	<b>Candidate 2:</b> _____	
	<b>Total Votes (*)</b>	



*(\*) The total number of votes must not exceed the maximum number of votes specified in Item 7, Section I: Shareholder Information.*

**NOMINATION FORM (TEMPLATE)**  
**FOR CANDIDATES FOR ADDITIONAL ELECTION TO THE BOARD OF DIRECTORS /**  
**SUPERVISORY BOARD (\*)**  
**OF VIGLACERA HA LONG JOINT STOCK COMPANY (TERM 2022–2027)**

**To: The 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company**

We, being shareholder(s)/a group of shareholders of Viglacera Ha Long Joint Stock Company, including the following individuals:

No	Shareholder's Full Name	Address & Contact Phone Number	ID/Passport No. – Date & Place of Issue	Shares Held		Shareholder's signature
				No. of Shares	%	
...	...					
...	...					
	<b>Total:</b>			<b>..... shares</b>	<b>..... %</b>	

Hereby respectfully nominate the following person(s):

1. Mr./Ms : ..... Year of Birth : .....  
Address : ..... Phone Number : ..... Email : .....  
ID/Passport No : ..... Date of Issue : ..... Place of : .....  
Issue  
Education Level : ..... Major : .....  
Mr./Ms : ..... Year of Birth : .....
2.  
Address : ..... Phone Number : ..... Email : .....  
ID/Passport No : ..... Date of Issue : ..... Place of : .....  
Issue  
Education Level : ..... Major : .....
3. ...

As a candidate for the additional election to the Board of Directors / Supervisory Board (\*) of Viglacera Ha Long Joint Stock Company at the 2026 Annual General Meeting of Shareholders.

I/We hereby certify that the above-nominated person(s) fully satisfy the conditions and eligibility requirements to stand for election as a member of the Board of Directors / Supervisory Board (\*) of the Company.

We take full responsibility for the accuracy of the above information and commit to complying strictly with the provisions of the Company's Charter and the Election Regulations of the General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company.

**Sincerely thank you!**

**REPRESENTATIVE OF  
SHAREHOLDER(S)/GROUP OF  
SHAREHOLDERS**  
*(Signature and Full Name)*

**Notes:**

(\*): Please clearly specify the position for which the candidate is nominated, i.e., "BOARD OF DIRECTORS" or "SUPERVISORY BOARD."

- The dossier of the nominated candidate must include: Nomination Form (in this template); Certified copy of ID Card/Passport and academic/professional qualifications; Curriculum Vitae (self-declared) of the nominee; Written commitment of the nominee.

- The complete dossier must be sent to Viglacera Ha Long Joint Stock Company before the date of the General Meeting (based on postmark date) at the following address:

Office of Viglacera Ha Long Joint Stock Company, Ha Khau 2 Residential Area, An Tiem Street, Viet Hung Ward, Quang Ninh Province (former address: Area 2, An Tiem Street, Ha Khau Ward, Ha Long City, Quang Ninh Province). The envelope should clearly state: “Nomination Dossier for Board of Directors Member/Supervisory Board”.

- In cases where shareholders use another nomination form, it shall still be considered valid provided that it contains all required information and criteria as in this template, ensuring clarity and transparency, and is accompanied by all required supporting documents of the nominee.

- For further information, please contact:

+ *Company Office*: +84 203 3840560

+ *AGM Supporting Team*: • *Mr. Bui Van Quang* – *Tel*: +84 989 116 857 ; *Mr. Nguyen Tuan Ninh* – *Tel*: +84 983 625 003

**DRAFT**

**SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom – Happiness

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**Samp**

\_\_\_\_\_, \_\_\_\_ 2026

**NOMINATION FORM  
FOR CANDIDATES FOR ADDITIONAL ELECTION TO SERVE ON THE BOARD OF  
DIRECTORS / SUPERVISORY BOARD (\*)  
OF VIGLACERA HA LONG JOINT STOCK COMPANY (TERM 2022–2027)**

**To: The 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company**

Pursuant to the provisions of the Company's Charter, we are a shareholder of Viglacera Ha Long Joint Stock Company with the following information:

- Name of Organization .....
- Enterprise Registration Certificate No: ..... Place of Issue: ..... Date of Issue: .....
- Contact Address: ..... Telephone:.....
- Legal Representative : ..... Title: .....
- Number of shares held: ..... shares, representing .....

We hereby respectfully nominate the following person(s):

1. Mr./Ms : ..... Year of Birth : .....  
Address : ..... Phone Number : ..... Email : .....  
ID Card/Citizen : ..... Date of Issue : ..... Place of : .....  
ID/Passport No Issue  
Education Level : ..... Major : .....  
Mr./Ms : ..... Year of Birth : .....
2. ....  
Address : ..... Phone Number : ..... Email : .....  
ID Card/Citizen : ..... Date of Issue : ..... Place of : .....  
ID/Passport No Issue  
Education Level : ..... Major : .....
3. ...

As a candidate for the additional election to serve as a member of the Board of Directors / Supervisory Board (\*) of Viglacera Ha Long Joint Stock Company at the 2026 Annual General Meeting of Shareholders.

We hereby certify that the above-nominated person fully satisfies the conditions and eligibility requirements to stand for election as a member of the Board of Directors / Supervisory Board (\*) of the Company.

We take full responsibility for the accuracy of the above information and commit to strictly complying with the provisions of the Company's Charter and the Election Regulations of the General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company.

**Sincerely yours!**

**REPRESENTATIVE OF THE SHAREHOLDER**

*(Signature, Full Name and Seal)*

**Notes:**

(\*): Please clearly specify the position for which the candidate is nominated, i.e., "BOARD OF DIRECTORS" or "SUPERVISORY BOARD."

- The nominee's dossier must include: Nomination Form (in this template); Certified copy of ID Card/Citizen ID/Passport and academic/professional qualifications; Self-declared Curriculum Vitae of the nominee; Written commitment of the nominee.

- The complete dossier must be sent to Viglacera Ha Long Joint Stock Company prior to the date of the General Meeting (based on postmark date) to the following address:

Office of Viglacera Ha Long Joint Stock Company, Ha Khau 2 Residential Area, An Tiem Street, Viet Hung Ward, Quang Ninh Province (former address: Area 2, An Tiem Street, Ha Khau Ward, Ha Long City, Quang Ninh Province). The envelope should clearly state: “Nomination Dossier for Board of Directors Member/Supervisory Board”.

- Other nomination forms shall still be considered valid provided that they contain all required information and criteria as in this template, ensure transparency and clarity, and are accompanied by all required supporting documents of the nominee.

- For further information, please contact:

*Company Office: +84 203 3840560*

*AGM Supporting Team:*

- *Mr. Bui Van Quang – Tel: +84 989 116 857*
- *Mr. Nguyen Tuan Ninh – Tel: +84 983 625 003*

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\_\_\_\_\_, \_\_\_\_ 2026

**SELF-NOMINATION FORM  
FOR ADDITIONAL ELECTION TO THE BOARD OF DIRECTORS/ SUPERVISORY BOARD (\*)  
VIGLACERA HA LONG JOINT STOCK COMPANY (TERM 2022–2027)**

**To: The 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company**

Full Name : \_\_\_\_\_ Year of Birth: \_\_\_\_\_ Gender: \_\_\_\_\_

ID Card/Citizen ID/Passport No: \_\_\_\_\_ Date of Issue: \_\_\_\_\_ Place of Issue: \_\_\_\_\_

Contact Address: \_\_\_\_\_ Telephone: \_\_\_\_\_

Education Level: \_\_\_\_\_ Professional Qualification: \_\_\_\_\_

Pursuant to the Law on Enterprises and the Company's Charter, I hereby submit my self-nomination for election as a member of the Board of Directors/ Supervisory Board (\*) of Viglacera Ha Long Joint Stock Company at the 2026 Annual General Meeting of Shareholders.

I hereby certify that I fully satisfy all criteria and conditions required to stand for election as a member of the Board of Directors/Supervisory Board (\*) of the Company. I undertake full responsibility for the accuracy and truthfulness of the contents of this form and the accompanying documents, and I commit to strictly complying with the provisions of the Company's Charter and the Election Regulations of the 2026 Annual General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company.

**With sincere thanks!**

**SELF-NOMINATED CANDIDATE**

*(Signature and Full Name)*

**Notes:**

(\*): Please clearly specify the position you are self-nominated for: "BOARD OF DIRECTORS" or "SUPERVISORY BOARD".

- The dossier of the nominated candidate must include: Nomination Form (in this template); Certified copy of ID Card/Passport and academic/professional qualifications; Curriculum Vitae (self-declared) of the nominee; Written commitment of the nominee.

- The complete dossier must be sent to Viglacera Ha Long Joint Stock Company before the date of the General Meeting (based on postmark date) at the following address:

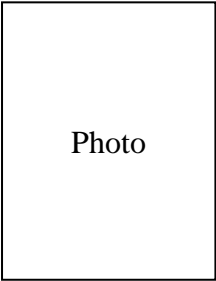
Office of Viglacera Ha Long Joint Stock Company, Ha Khau 2 Residential Area, An Tiem Street, Viet Hung Ward, Quang Ninh Province (former address: Area 2, An Tiem Street, Ha Khau Ward, Ha Long City, Quang Ninh Province). The envelope should clearly state: "Nomination Dossier for Board of Directors Member/ Supervisory Board (\*)".

- In cases where shareholders use another nomination form, it shall still be considered valid provided that it contains all required information and criteria as in this template, ensuring clarity and transparency, and is accompanied by all required supporting documents of the nominee.

- For further information, please contact:

+ *Company Office*: +84 203 3840560

+ *AGM Supporting Team*: • *Mr. Bui Van Quang* – Tel: +84 989 116 857 ; *Mr. Nguyen Tuan Ninh* – Tel: +84 983 625 003



CURRICULUM VITAE OF CANDIDATE  
FOR ADDITIONAL ELECTION TO THE BOARD  
OF DIRECTORS/SUPERVISORY BOARD (\*)  
VIGLACERA HA LONG JOINT STOCK COMPANY  
(AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS)

1. Full Name:..... Gender: Male ☐ Female ☐
2. Date of Birth:.....
3. Permanent Residential Address: .....
4. Contact Address:..... Telephone: .....
5. Citizen ID/Passport No: ..... ; Date of Issue: .....; Place of Issue: .....
6. Nationality:.....
7. Educational and Professional Qualifications: .....
8. Employment History: .....
- .....
9. Current Position(s) held at Viglacera Ha Long Joint Stock Company (if any): .....
10. Number of VHL shares personally held ..... shares,  
representing (%):
11. Positions held at other organizations/enterprises: .....
12. Related Persons holding VHL shares (biological parents; spouse; children; siblings):

No.	Name of Related Person	Relationship	ID No			Shares held at VHL	(%)
			No.	Date of Issue	Place of Issue		
...	...						

13. Related interests in Viglacera Ha Long Joint Stock Company:.....
- .....
- .....
14. Name of nominating shareholder/organization (if any):

No.	Name of Shareholder/Organization	Contact Address & Phone	Shares held at VHL	(%)
...	...			

I hereby certify and take full responsibility for the truthfulness and accuracy of the information declared above.

**Declarant**  
(Signature and Full Name)

(\*) Please specify the position for additional election as “BOARD OF DIRECTORS” or “SUPERVISORY BOARD”.



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**UNDERTAKING  
OF CANDIDATE FOR ADDITIONAL ELECTION TO THE BOARD OF DIRECTORS/  
SUPERVISORY BOARD (\*)  
VIGLACERA HA LONG JOINT STOCK COMPANY (TERM 2022–2027)**

**To : The General Meeting of Shareholders of Viglacera Ha Long Joint Stock Company**

Full Name: \_\_\_\_\_ Year of Birth: \_\_\_\_\_ Gender: \_\_\_\_\_

ID Card/Citizen ID/Passport No: \_\_\_\_\_ Date of Issue: \_\_\_\_\_ Place of Issue: \_\_\_\_\_

Contact Address: \_\_\_\_\_ Telephone: \_\_\_\_\_

Education Level: \_\_\_\_\_ Professional Qualification: \_\_\_\_\_

As a candidate for additional election to the Board of Directors/Supervisory Board(\*) of Viglacera Ha Long Joint Stock Company (at the 2026 Annual General Meeting of Shareholders), I hereby undertake that all information provided in my candidate dossier is completely accurate and truthful. I shall take full responsibility before the law for the information declared above.

If elected to the Board of Directors/ Supervisory Board(\*) of Viglacera Ha Long Joint Stock Company, I commit to performing my duties honestly, loyally, and with due care in the best interests of the Company.

\_\_\_\_\_, \_\_\_\_ 2026

**Candidate's Signature**

*(Signature and Full Name)*

(\*): Please clearly specify the position you are nominated for: “BOARD OF DIRECTORS” or “SUPERVISORY BOARD”.