



VIETNAM ELECTRICITY
**POWER ENGINEERING CONSULTING
JOINT STOCK COMPANY 3**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 41/GM-HĐQT-TVĐ3

Ho Chi Minh City, March 27, 2026

INVITATION

To Attend the 2026 Annual General Meeting of Shareholders

The Board of Directors of Power Engineering Consulting Joint Stock Company 3 respectfully invites our shareholders to attend the 2026 Annual General Meeting of Shareholders with the following details:

1. Meeting time:

- Time: 8:00 AM on Thursday, April 23, 2026
- Venue: Conference hall of Power Engineering Consulting J.S.C. 3
No. 32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh City

2. Eligible participants:

All common shareholders or their authorized representatives in accordance with the Company's Charter. Confirmation of attendance or authorization must be submitted in writing.

3. Main Agenda contents:

- Approval of the reports submitted to the Meeting.
- Approval of the proposals presented by the Board of Directors.
- Other matters within the authority of the Meeting.

4. Attendance Confirmation:

Shareholders or Authorized representatives, as of the record date on March 18, 2026, are requested to submit your Attendance confirmation letter to:

- Power Engineering Consulting Joint Stock Company 3
(No. 32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh City)
- Telephone: (028) 22.21.11.69 Fax: (028) 39.307.938
- Deadline: **Before 4:30 PM on April 20, 2026**

5. Documents accompanying this Invitation:

- Draft Meeting Agenda.
- Announcement on Nomination and Self-Nomination of Members of the BOD for the 2026-2031 term
- Attendance confirmation letter (form No. 01), Power of Attorney (Form No. 02).

6. Meeting documents for the 2026 AGM will be posted on the website: www.pecc3.com.vn under the "Shareholder Relations/Annual General Meeting of Shareholders/2026" section, or shareholders may obtain the documents directly at the Company's Head office (32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh City) starting from March 27, 2026.

(For further details, please contact Mr. Việt - Company Secretary - Mobile: 0938.801.015)

**ON BEHALF OF THE BOD
CHAIRMAN**

(Signed and sealed)

Nguyen Nhu Hoang Tuan



VIETNAM ELECTRICITY
POWER ENGINEERING CONSULTING
JOINT STOCK COMPANY 3

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 42/TB-HĐQT-TVĐ3

Ho Chi Minh City, March 27, 2026

ANNOUNCEMENT

**Re: Nomination and Self-Nomination of Members of the Board of Directors
for the 2026-2031 term**

To: Shareholders of Power Engineering Consulting Joint Stock Company 3

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3 approved by the General Meeting of Shareholders on September 19, 2007, and as amended and supplemented for the 13th time on June 27, 2024;

- Pursuant to Resolution No. 36/NQ-HĐQT-TVĐ3 dated March 26, 2026 of the BOD.

At the Annual General Meeting of Shareholders scheduled to be held on April 23, 2026, it is proposed to approve the dismissal of 01 (one) member of the Board of Directors and to elect 01 (one) additional member of the Board of Directors. Accordingly, Power Engineering Consulting Joint Stock Company 3 hereby notifies its shareholders of the nomination and self-nomination of candidates for the Board of Directors for the 2026-2031 term as follows:

1. Rights to Nominate and Self-nominate candidates:

- The number of candidates nominated or self-nominated shall correspond to the shareholding ratio of shareholders or groups of shareholders in accordance with Clause 3, Article 24 of the Company's Charter.

2. Number of Members to be Elected: 01 (one) member.

3. Requirements for Members of the Board of Directors:

- Candidates must meet the requirements specified in Clause 5, Article 24 of the Company's Charter.

4. Application Dossier:

- Application for candidacy for the Board of Directors (Form No. 03);
- Nomination letter by a shareholder (Form No. 04A) and/or group of shareholders (Forms No. 04A and 04B);
- Curriculum Vitae (Form No. 05);
- Copies of ID/Passport and relevant diplomas, certificates evidencing qualifications.



Notes:

- *Candidates or nominees are responsible for the accuracy and truthfulness of their application dossiers.*
- *All documents must be prepared in Vietnamese. Documents in foreign languages must be translated into Vietnamese and notarized.*
- *Copies must be duly certified in accordance with applicable laws.*
- *For foreign candidates, the Curriculum Vitae must be issued by a competent authority of the country of residence and certified by the Vietnamese consular authority.*

5. Submission Deadline and Address:

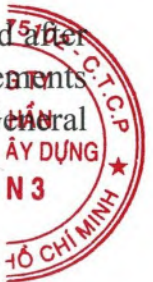
- Deadline: no later than 4:30 PM on April 20, 2026. Any dossiers submitted after this deadline will not be considered. Only valid dossiers meeting all requirements will be included in the official list of candidates for submission to the General Meeting of Shareholders.

- Submission method: directly or by post to:

Power Engineering Consulting Joint Stock Company 3

(32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh City)

Shareholders may access further information on the Company's website at: www.pecc3.com.vn or contact Mr. Pham Tran Quoc Viet - Company Secretary (Mobile: 0938.801.015).

**Recipients:**

- As above;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

(Signed and sealed)

Nguyen Nhu Hoang Tuan



MEETING AGENDA
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

DRAFT

- I. Time:** From 08:00 AM on Thursday, April 23, 2026
- II. Venue:** Conference hall of Power Engineering Consulting Joint Stock Company 3
(No. 32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh City)

III. Meeting agenda:

Time	Content	Implementing Party
07:30 - 08:00	<ul style="list-style-type: none"> - Reception of guests and shareholders attending the meeting - Compile the list of shareholders attending the meeting 	Organizing Committee Shareholders Reception Committee
08:00 - 08:20	<ul style="list-style-type: none"> - Opening of the Meeting - Approval procedures for the list of the Presidium and the Meeting's Secretaries - Approval procedures for the Meeting agenda - Approval procedures for the Vote Counting Committee - Report on the attendance status of shareholders - Approval of the Voting regulations 	Organizing Committee Organizing Committee Chairman of the AGM Chairman of the AGM Shareholders Reception Committee Vote Counting Committee
08:20 - 09:00	01- Report on the Activities of the Board of Directors in 2025 02- Report of the Independent member of the BOD on the assessment of the BOD's Activities in 2025 03- Report on the Business results for 2025 and the Business plan for 2026 04- Report on the Financial situation for 2025 and the Financial plan for 2026 05- Report of the Board of Supervisors - Discussion and Voting on the reports	Board of Directors Independent member of the BOD Executive Board Chief Accountant Head of the BOS GMS
09:00 - 10:00	01- Proposal on the Business results for 2025 and the Business plan for 2026 02- Proposal on the Audited combined financial statements for 2025, the Financial results for 2025, and the Financial plan for 2026 03- Proposal on the Approval of contracts between the Company and Related Persons 04- Proposal on the Profit distribution for 2025 and the Profit distribution plan for 2026	Board of Directors Board of Directors Board of Directors Board of Directors

Time	Content	Implementing Party
	05- Proposal on the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2026	Board of Directors
	06- Proposal on the Authorization for the BOD to select the Independent auditing firm for the Financial statements for the period 2026-2028	Board of Directors
	07- Proposal on the Approval of amendments and supplements to, and the Draft of, the Company Charter (14 th amendment)	Board of Directors
	08- Proposal on the Approval of amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors	Board of Directors
	09- Proposal on the Dismissal of a Member of the Board of Directors	Board of Directors
	- Discussion and Voting on the proposals	GMS
10:00 - 10:15	- Tea Break	GMS
10:15 - 10:20	- Report on Voting results	Vote Counting Committee
10:20 - 11:00	Following the approval by the GMS of the dismissal of a Member of the BOD: - Approval of the Election regulations for the Board of Directors - Approval of the List of candidates for the Board of Directors - Election of Members of the Board of Directors	Vote Counting Committee GMS GMS
11:00 - 11:15	- Speech by a representative of major shareholders	Representative of major shareholders
11:15 - 11:30	- Announcement of the results of the election of Members of the BOD - Expression of appreciation to outgoing Members of the Board of Directors - Introduction of newly elected Members of the Board of Directors	Vote Counting Committee Organizing Committee Organizing Committee
11:30 - 12:00	- Approval procedures for the AGM Minutes and Resolution - Discussion and Voting to approve the AGM Minutes and Resolution	Meeting's Secretaries GMS
12:00	- Closing of the Meeting	Organizing Committee



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....., April ..., 2026

ATTENDANCE CONFIRMATION LETTER
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

Full name:

Address:

ID No.: Date of issue: Place of issue:

Mobile: Fax: Email:

I am a shareholder of Power Engineering Consulting Joint Stock Company 3.

1. Number of shares owned : shares

2. Number of shares authorized : shares

3. **Total Shares Represented** (3=1+2) : **shares**

(Enclosed: Power of Attorney corresponding to the number of shares authorized)

I hereby confirm that I will attend the 2026 Annual General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3, scheduled to be held on April 23, 2026, at 32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh City.

Attendee

Full name :

Notes :

- Shareholders/Authorized representatives must submit your attendance confirmation letter, along with the Power of Attorney (if any), to the Organizing Committee before 4:30 PM on April 20, 2026.
- Address: Power Engineering Consulting Joint Stock Company 3 - 32 Ngo Thoi Nhiem, Xuan Hoa Ward, HCMC (Please indicate on the envelope: "ATTENDANCE CONFIRMATION LETTER - 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS").
- When attending the AGM, Shareholders or Authorized representatives must bring their ID card or passport.
- For further details, please contact Mr. Viet - Company Secretary - Fax : (028)39.307.938, Mobile: 0938.801.015

**EVNPECC3**

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....., April ..., 2026

POWER OF ATTORNEY

To Attend the 2026 Annual General Meeting of Shareholders
 Power Engineering Consulting Joint Stock Company 3

A- AUTHORIZING PARTY

1- For Shareholders being Organizations:

- Trading name:
- Address:
- Telephone: Fax:
- BRC No.: date of issue: place of issue:
- Legal representative of the Organization:
- Position:
- Number of shares owned (par value 10.000 VND/share): shares.
- In words: shares.

2- For Shareholders that are Individuals:

- Full name:
- ID No.: Date of issue: place of issue:
- Address:
- Mobile:
- Number of shares owned (par value 10.000 VND/share): shares.
- In words: shares.

B- AUTHORIZED PARTY

- Full name (Mr./Ms.):
- ID No.: Date of issue: place of issue:
- Address:
- Mobile:
- Number of shares authorized: shares.
- In words: shares.

C- SCOPE OF AUTHORIZATION

The Authorized Party is hereby authorized to represent the Authorizing Party at the 2026 Annual General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3, to be held on April 23, 2026, representing the number of shares authorized herein.

The Authorizing Party undertakes to accept all actions taken by the Authorized Party within the scope of the authority granted herein.

Note: In the case where a shareholder that is an organization has already passed a resolution to appoint a representative for its shareholding (or has executed a proxy authorization for share representation), this Form No. 2 is not required.

Authorizing Party
 Signature, company seal (if any)

Authorized Party
 Signature

Full name:

Full name:



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APPLICATION FOR CANDIDACY

Member of the Board of Directors
Power Engineering Consulting Joint Stock Company 3
Term 2026-2031

To: Organizing Committee of the 2026 Annual General Meeting of Shareholders
Power Engineering Consulting Joint Stock Company 3

Full name: Date of birth:

ID No.: Date of issue:

I am the representative of the following shareholder/group of shareholders:

1. Number of shares owned : shares
2. Number of shares authorized :shares
3. Number of shares nominated : shares
- 4. Total number of shares (4=1+2+3) : shares**

Equivalent to% of the total voting shares of the Company.

Having satisfied all requirements and conditions as prescribed by applicable laws and the Company's Charter, I hereby submit this application to stand for election as a Member of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 for the 2026-2031 term.

Enclosed documents:

- Curriculum Vitae with photo (*Form No. 05*);
- Copies of ID/Passport and relevant diplomas, certificates evidencing qualifications;
- Nomination letter and/or Power of Attorney and/or document appointing a capital representative/authorization agreement as the lawful representative of the shareholder.

If elected, I undertake to fully comply with applicable laws and the Charter of Power Engineering Consulting Joint Stock Company 3.

Yours sincerely./.

....., April ..., 2026
Candidate

Full name :

Notes :

- This application and enclosed documents must be submitted to the Company no later than 4:30 PM on April 20, 2026.
- Total number of voting shares of the Company: 9,517,289 shares.



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NOMINATION LETTER

Member of the Board of Directors
Power Engineering Consulting Joint Stock Company 3
Term 2026-2031

To: Organizing Committee of the 2026 Annual General Meeting of Shareholders
Power Engineering Consulting Joint Stock Company 3

Full name:

ID No.: Date of issue:

I am a shareholder/authorized representative/group of shareholders with the following shareholding:

1. Number of shares owned : shares
2. Number of shares authorized :shares
3. **Total number of shares (3=1+2) : shares**

(In case of nomination by a group of shareholders, please attach the List of Nominating Shareholders - Form No. 04B).

Having satisfied all requirements and conditions to serve as a Member of the Board of Directors as prescribed by applicable laws and the Company's Charter, I hereby nominate:

Mr./Ms.: Date of birth:

ID No.: Date of issue:

Address:

To stand for election as a Member of the Board of Directors for the 2026-2031 term at the Annual General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 to be held on April 23, 2026.

I take full responsibility for this nomination and undertake to comply with applicable laws and the Charter of Power Engineering Consulting Joint Stock Company 3.

Yours sincerely./.

....., April ..., 2026

Nominator/Representative of the nominating shareholders

Full name :



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LIST OF NOMINATING SHAREHOLDERS

Member of the Board of Directors
Power Engineering Consulting Joint Stock Company 3
Term 2026-2031

We hereby agree to nominate:

Mr./Ms.: Date of birth:

ID No.: Date of issue:

No.	Full name of shareholder	ID No., date of issue	Number of share		Signature ^(**)
			Owned	Authorized ^(*)	
Total					

(*) *Enclosed: Power of Attorney and/or document appointing a capital representative/authorization agreement as the lawful representative of the shareholder.*

(**) *Signature of the legal representative and company seal (if the shareholder is an organization).*

For Candidates for the Board of Directors
Power Engineering Consulting Joint Stock Company 3
(2026 Annual General Meeting of Shareholders)

- | Period | Institution | Major | Degree |
|--------|-------------|-------|--------|
| | | | |
| | | | |

- [illegible]

12. Current positions (positions currently held in other organizations, including positions under nomination/election):

No.	Organization	Position/Title	Start date
1			
2			
3			

13. Family relationships with managers or employees of the Company:

☐ None ☐ Yes. If yes, please specify:

No.	Full name	Relationship	Position in the Company
1			
2			
3			

14. Declaration of related interests with the Company (including the candidate and related persons², if any):

.....

15. Legal violations: ☐ None ☐ Yes

If yes, please specify:

I hereby certify that the above information is true and accurate. I shall be fully responsible before the law for any misrepresentation..

....., April ..., 2026
Declarant

Full name :

² Related persons shall be defined in accordance with Clause 23, Article 4 of the current Law on Enterprises and Clause 46, Article 4 of the current Law on Securities.

MEETING DOCUMENTS

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

No.	Content	Notes
1	Agenda for the 2026 Annual General Meeting of Shareholders	Draft
2	Report on the Activities of the Board of Directors in 2025	Draft
3	Report of the Independent member of the Board of Directors on the assessment of the Board of Directors' Activities in 2025	Draft
4	Report on the Business results for 2025 and the Business plan for 2026	Draft
5	Report on the Financial situation for 2025 and the Financial plan for 2026	Draft
6	Report of the Board of Supervisors	Draft
7	Proposal on the Business results for 2025 and the Business plan for 2026	Draft
8	Proposal on the Audited combined financial statements for 2025, the Financial results for 2025 and the Financial plan for 2026	Draft
9	Proposal on the approval of contracts between the Company and Related Persons	Draft
10	Proposal on the Profit distribution for 2025 and the Profit distribution plan for 2026	Draft
11	Proposal on the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2026	Draft
12	Proposal on the Authorization for the BOD to select the Independent auditing firm for the Financial statements for the period 2026-2028	Draft
13	Proposal on the Approval of amendments and supplements to, and the Draft of, the Company Charter (14 th amendment)	Draft
14	Proposal on the Approval of amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors	Draft
15	Proposal on the Dismissal of a Member of the Board of Directors	Draft
16	Minutes of the 2026 Annual General Meeting of Shareholders	Draft
17	Resolution of the 2026 Annual General Meeting of Shareholders	Draft
18	Voting card	
19	The 2025 Audited combined financial statements	
20	The Company's Charter (14 th amendment)	Draft
21	The Internal Regulations on Corporate Governance (Issue No.: 06)	Draft
22	The Regulations on the Operation of the Board of Directors (Issue No.: 03)	Draft

No.: /BC-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

**REPORT ON THE ACTIVITIES
OF THE BOARD OF DIRECTORS
Year 2025**

To: The Annual General Meeting of Shareholders 2026

The Board of Directors of Power Engineering Consulting Joint Stock Company 3 respectfully submits this report on the Activities of the Board of Directors in 2025, as follows:

1. General Meeting of Shareholders

On April 24, 2025, Power Engineering Consulting Joint Stock Company 3 held the 2025 Annual General Meeting of Shareholders (AGM) at the Company's headquarters, located at No. 32 Ngo Thoi Nhiem Street, Xuan Hoa Ward, Ho Chi Minh City. The meeting was attended by members of the Board of Directors (BOD), members of the Board of Supervisors (BOS), 16 shareholders and authorized representatives of shareholders holding 7,264,886 shares, accounting for 76.33% of the total voting shares of the Company (*the charter capital at the time of the AGM was 95,173,030,000 VND*). Invited guests included representatives of the State Securities Commission of Vietnam, Vietnam Electricity, and VACO Auditing Company Limited. The AGM issued Resolution No. 91/NQ-ĐHĐCĐ-TVĐ3 dated April 24, 2025, voting to approve the following matters:

+ Report on the Activities of the Board of Directors in 2024; Report on the Business results for 2024 and the Business plan for 2025; Report on the Financial situation for 2024 and the Financial plan for 2025; Report of the Board of Supervisors.

+ The Business results for 2024 and the Business plan for 2025; The 2024 Audited combined financial statements audited by VACO Auditing Company limited, the Financial results for 2024, and the financial plan for 2025; The Profit distribution for 2024 and the Profit distribution plan for 2025; The Finalization of salaries, remuneration for the members of the BOD, the BOS in 2024 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2025.

On July 24, 2025, Power Engineering Consulting Joint Stock Company 3 issued a notice to collect shareholders' opinions in writing. Based on the results of the written ballots, the GMS approved the following matters: Approval in principle of contracts between the Company and its Related Persons, including Vietnam Electricity and its member entities, which fall under the authority of the GMS; Assignment of the General Director to organize, negotiate, sign, and

execute the aforementioned contracts, to report to the BOD for submission of the implementation results to the nearest GMS, and to ensure full compliance with information disclosure obligations in accordance with applicable regulations (Resolution No. 147/NQ-ĐHĐCĐ-TVĐ3 dated August 07, 2025).

2. Activities of the Board of Directors

2.1. Information about the members of the BOD

No.	BOD's member	Position	The date becoming/ceasing to be the member of the BOD	
			Date of appointment	Date of dismissal
1	Mr. Nguyen Nhu Hoang Tuan	Chairman of the BOD	June 24, 2022	
2	Mr. Lac Thai Phuoc	Member of the BOD	June 24, 2022	
3	Mr. Tran Quoc Dien	Member of the BOD	June 24, 2022	
4	Mr. Tran Le Minh	Member of the BOD	June 24, 2022	
5	Mr. Vo Van Phuong	Independent member of the BOD	June 24, 2022	

2.2. Meeting of the BOD

No.	BOD's member	Number of meetings attended by BOD	Attendance rate	Reasons for absence
1	Mr. Nguyen Nhu Hoang Tuan	09/09	100%	
2	Mr. Lac Thai Phuoc	09/09	100%	
3	Mr. Tran Quoc Dien	09/09	100%	
4	Mr. Tran Le Minh	09/09	100%	
5	Mr. Vo Van Phuong	09/09	100%	

2.3. Activities of the independent member of the BOD

In 2025, the Independent Member of the BOD fully performed his roles and responsibilities in accordance with applicable regulations, closely aligned with the key activities of the BOD, specifically as follows:

- Attended all meetings of the BOD and actively provided objective and prudent opinions on key matters, including business and production plans, capital investment and construction, organizational restructuring, and financial governance.
- Participated in discussions, provided independent views, and voted on resolutions relating to development strategies, investment plans, finance, remuneration, and the consolidation of the management structure, thereby contributing to enhancing the quality of the Board's decisions.

- Performed a supervisory role through the review of periodic and ad hoc reports and working sessions with the Executive Board; ensuring that the Company's operations comply with applicable laws, the Charter, internal regulations, and financial governance requirements.
- Ensured independence and transparency in the decision-making process, thereby contributing to safeguarding the lawful rights and interests of the Company and its shareholders.

3. Activities of the BOD's subcommittees: No subcommittees.

4. Resolutions of the BOD

In 2025, the BOD fully performed its functions and duties in accordance with applicable laws and the Company's Charter, ensuring its role in providing direction, decision-making, and supervision over the Company's operations in a transparent, prudent, and effective manner. The Board convened 09 meetings (including 04 regular meetings, 02 extraordinary meetings, and 03 written resolutions) and issued 20 resolutions with a 100% approval rate, reflecting a high level of consensus in corporate governance. The key activities of the BOD in 2025 included:

- Organizing and submitting matters within the authority of the GMS for approval.
- Providing direction and supervision over business operations: reviewing and assessing periodic business performance; approving annual targets and plans.
- Organizational structure and personnel: appointing and consolidating governance and management positions; approving and directing the implementation of the organizational restructuring and streamlining plan.
- Investment, finance, and capital mobilization: deciding on matters relating to divestment, borrowings, guarantees, and credit limits; approving budgets for investment projects and procurement plans for assets serving business operations; approving dividend distribution plans.
- Transactions with related persons: approving principles and ratifying contracts within its authority on a quarterly basis, ensuring compliance with applicable laws and regulations.
- Internal governance framework: amending and issuing internal regulations to ensure consistency, updates, and compliance with legal requirements.
- Labor and remuneration policies: approving the payroll fund, finalization of the payroll fund, and orientations on labor and remuneration policies.
- Corporate governance and compliance: appointing the person in charge of corporate governance; updating information disclosure regulations; strengthening internal control and compliance functions.
- Other matters within its authority: approving policies and matters relating to the Company's operations and the exercise of shareholders' rights in investee entities.

Details of the resolutions of the BOD are as follows:

No.	Resolution No.	Date	Key content	Approval rate
1	08/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q1)	January 20, 2025	<p>Article 1. Approve the contracts signed by the Company with Related Persons in Q4 of 2024, totaling 23 contracts with a total value of 14.6 billion VND.</p> <p>Article 2. Approve the policy allowing the Company to sign contracts with Related Persons in Q1 of 2025, with approximately 07 contracts and an estimated total value of 118.7 billion VND.</p>	100%
2	09/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q1)	January 20, 2025	<p>Article 1. Organize the 2025 AGM of Power Engineering Consulting Joint Stock Company 3, with the proposed plan as follows:</p> <ul style="list-style-type: none"> - Time: Thursday, April 24, 2025; - Form: In-person meeting; - Location: Company headquarters <p>Article 2. The record date for the list of shareholders entitled to participate the 2025 Annual General Meeting of Shareholders is Thursday, March 20, 2025.</p>	100%
3	10/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q1)	January 20, 2025	<p>Article 1. Acknowledge the Business results for the year 2024.</p> <p>Article 2. Approve the submission to the 2025 AGM of the proposed Business plan for the year 2025.</p> <p>Article 3. Approve the implementation plan for the construction of the Company's headquarters in Thu Duc City, Ho Chi Minh City, with the estimated cost to be implemented by the PMB in 2025 being 36.4 billion VND.</p> <p>Article 4. Approve the plan for reviewing and revising the Company's Internal Management Regulations in 2025, under the authority of the BOD.</p>	100%
4	33/NQ-HĐQT-TVĐ3 (Written resolution of the BOD)	March 18, 2025	<p>Article 1. Approve the contents to be voted on by the representative of Power Engineering Consulting Joint Stock Company 3's contributed capital at the 2025 AGM of Thuan Binh Wind Power Joint Stock Company.</p>	100%







No.	Resolution No.	Date	Key content	Approval rate
5	50/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q2)	April 10, 2025	<p>Article 1. Approve the contracts signed by the Company with Related Persons in Q1 of 2025, with a total of 17 contracts and an aggregate value of 64.7 billion VND.</p> <p>Article 2. Approve the policy allowing the Company to sign contracts with Related Persons in Q2 of 2025, with an estimated total of 08 contracts and an expected aggregate value of 170.4 billion VND.</p> <p>Article 3. Approve the appointment of Mr. Pham Tran Quoc Viet as the person in charge of the Company administration and concurrently the Company secretary, effective from June 01, 2025, for a term of five (05) years.</p> <p>Assign Mr. Pham Tran Quoc Viet as the Person in charge of internal audit of the Company, effective from June 01, 2025, for a term of five (05) years.</p>	100%
6	51/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q2)	April 10, 2025	<p>Article 1. Approve the valuation results and the proposed starting price for the transfer of shares in EVN International Joint Stock Company (stock code: EIC), as follows:</p> <ul style="list-style-type: none"> - Agree on the share valuation result of EVN International Joint Stock Company as of December 31, 2023, according to the valuation certificate issued by AASC Auditing Firm Co., Ltd., at 98,200 VND per share; - Approve the proposed starting price for the transfer of shares in EVN International Joint Stock Company at the same value stated in the valuation certificate, which is 98,200 VND per share. 	100%
7	52/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q2)	April 10, 2025	<p>Article 1. Approve the detailed plan to ensure that the share offering of EVN International Joint Stock Company complies with the foreign ownership limit requirement, which is 0%.</p> <p>Article 2. Approve Appendix No. 01, which supplements and amends certain contents of Authorization Contract No.</p>	100%

No.	Resolution No.	Date	Key content	Approval rate
			<p>01/EVNI/2022/HĐ-EVNPECC3-EVNCPC dated April 26, 2022, regarding the divestment procedures at EVN International Joint Stock Company between Power Engineering Consulting Joint Stock Company 3 and Central Power Corporation.</p> <p>Article 3. Assign the General Director to represent the Company in signing Appendix No. 01 to Authorization Contract No. 01/EVNI/2022/HĐ-EVNPECC3-EVNCPC dated April 26, 2022, as well as all necessary documents related to the divestment of Power Engineering Consulting Joint Stock Company 3 in EVN International Joint Stock Company.</p> <p>Article 4. Approve the signing of the consulting contract between Central Power Corporation (EVNCPC) and National Securities JSC (NSI) for advisory services on the divestment and preparation of the share offering dossier, along with the entire contents of Consulting Contract No. 2307S29-48/CPC-NSI dated July 17, 2023, between EVNCPC and NSI.</p>	
8	<p>55/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q2)</p>	April 10, 2025	<p>Article 1. Acknowledge the Business results for Q1 of 2025 and implement the Business plan for Q2 of 2025.</p> <p>Article 2. Approve the actual 2024 wage fund for employees and other managers in the total amount of 68,330,149,735 VND.</p> <p>Article 3. Approve the application of Decree No. 44/2025/ND-CP dated February 28, 2025, of the Government on the management of labor, salaries, remuneration, and bonuses in state-owned enterprises as the basis for preparing the 2025 salary and remuneration plan for members of the BOD and BOS, to be submitted to the 2025 AGM for approval.</p> <p>Article 4. Approve the revision and supplementation of the salary scale and grade framework for the Executive Board positions in Appendix 1 - Salary</p>	100%

No.	Resolution No.	Date	Key content	Approval rate
			<p>Framework System by Job Title under the Company's Salary Regulation, Code: QCQLNB-QC-18, effective from January 01, 2025.</p> <p>Article 5. Approve the draft decisions on salary adjustments for members of the Executive Board.</p> <p>Article 6. Add the revision of the Salary Regulation to the 2025 Internal Management Regulations Review and Revise Plan under the authority of the BOD, to be completed and submitted for approval at the regular Board meeting in Q4 of 2025. The Company is assigned to review and revise relevant internal management regulations to ensure consistency, coherence, and timely alignment across corporate policies.</p> <p>Article 7. Approve the personnel restructuring for the following positions: Director of the Central Region Branch and Chief of Administrative Office, with personnel selected from the pool of candidates in the approved succession planning list for the respective positions.</p> <p>Article 8. Approve the Regulation on Information Disclosure and Provision of Power Engineering Consulting JSC. 3 - Code: QCQLNB-QĐ-08, 4th issuance, effective 15 days after the signing date.</p> <p>Article 9. Approve the application of the consulting contract form based on Form No. 6A - Standard Bidding Document for Online Consulting Services under Circular No. 22/2024/TT-BKHĐT dated November 17, 2024, of the Ministry of Planning and Investment, guiding the provision and publication of information on contractor selection and standard bidding documents on the national bidding network system, applicable to Related Parties of Vietnam Electricity, effective from January 01, 2025.</p> <p>Article 10. Approve the policy on organizational restructuring of the</p>	

No.	Resolution No.	Date	Key content	Approval rate
			<p>Company toward streamlining, enhancing capability and operational efficiency. The implementation shall follow the Organizational Restructuring Proposal submitted under Document No. 1382/TTr-TVĐ3 dated April 09, 2025.</p> <p>The Company is assigned to implement the contents of the Proposal in compliance with legal regulations and ensuring the legitimate rights and interests of employees.</p>	
9	80/NQ-HĐQT-TVĐ3 (Extraordinary meeting of the BOD)	April 23, 2025	<p>Article 1. Approve the agenda and meeting documents for the 2025 AGM. Assign the Chairman of the BOD to sign and issue the submissions to be presented at the 2025 AGM.</p> <p>Article 2. Approve the Financial Management Regulation of Power Engineering Consulting Joint Stock Company 3 - Code: QCQLNB-QC-25, 4th issuance, to take effect 15 days from the date of signing.</p>	100%
10	100/NQ-HĐQT-TVĐ3 (Written resolution of the BOD)	May 19, 2025	<p>Article 1. Approve the appointment of Mr. Bui Quang Bao - Deputy Chief of Administrative Office - to the position of Chief of Administrative Office of Power Engineering Consulting Joint Stock Company 3, effective from June 01, 2025. The term of appointment is four (04) years. Assign the General Director to sign and issue the appointment decision.</p>	100%
11	117/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q3)	July 04, 2025	<p>Article 1. Approve the organization of collecting written opinions from shareholders on the approval in principle of the contracts between the Company and its Related Persons, including Vietnam Electricity and Related Persons of Vietnam Electricity, which fall under the authority of the GMS:</p> <ul style="list-style-type: none"> - Record date: July 17, 2025 - Voting ratio: 1 share - 1 voting right - Implementation schedule: to be completed in Q3/2025 - Location: Company's Headquarters - No. 32 Ngo Thoi Nhiem Street, Xuan Hoa Ward, Ho Chi Minh City. 	100%

No.	Resolution No.	Date	Key content	Approval rate
			<p>The Chairman of the BOD shall, based on actual circumstances, decide on adjusting the record date (if necessary), implementation schedule, and shall direct the execution of related procedures, finalize the draft documents and submit them to the Board of Directors for approval prior to dissemination to shareholders for collecting their written opinions.</p> <p>Article 2. Payment of cash dividends for the year 2024 with the following details:</p> <ol style="list-style-type: none"> 1. Record date: July 17, 2025 2. Cash dividend payout ratio: 5% (equivalent to 500 VND per share) 3. Dividend payment date: October 22, 2025 4. Payment method and location: <ol style="list-style-type: none"> a. For deposited securities: Shareholders shall carry out dividend receipt procedures at the depository members where their accounts are opened; b. For non-deposited securities: Shareholders shall carry out dividend receipt procedures at the Financial - Accounting Department of Power Engineering Consulting Joint Stock Company 3 from October 22, 2025 (on working days), and must present their Share Ownership Certificate and ID card (or a valid authorization letter). 	
12	118/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q3)	July 04, 2025	<p>Article 1. Approve the contracts signed by the Company with Related Persons in Q2 of 2025, with a total of 33 contracts and an aggregate value of 134.3 billion VND.</p> <p>Article 2. Approve the policy allowing the Company to sign contracts with Related Persons in Q3 of 2025, with an estimated total of 10 contracts and an expected aggregate value of 105.2 billion VND.</p>	100%
13	119/NQ-HĐQT-TVĐ3 (The regular quarterly	July 04, 2025	<p>Article 1. Acknowledge the Business results for the first 06 months of 2025 and implement the Business plan for Q3 of 2025.</p>	100%

No.	Resolution No.	Date	Key content	Approval rate				
	meeting of the BOD - Q3)		Article 2. Approve the Regulation on Coordination between the Party Committee and the Board of Directors, the General Director, and socio-political organizations, and authorize the Chairman of the BOD to sign the Regulation on Coordination.					
14	134/NQ-HĐQT-TVĐ3 (Extraordinary meeting of the BOD)	July 24, 2025	Article 1. Approve the documents to be sent for collecting shareholders’ written opinions regarding the approval of contracts between the Company and its Related Persons, including Vietnam Electricity and Related Persons of Vietnam Electricity, which fall under the authority of the GMS.	100%				
15	135/NQ-HĐQT-TVĐ3 (Extraordinary meeting of the BOD)	July 24, 2025	Article 1. Approve the Company’s organizational restructuring plan, including its contents and implementation schedule, in accordance with the Scheme on rearrangement and reorganization of the organizational structure (as amended) submitted under Proposal No. 3458/TTr-TVĐ3 dated July 21, 2025, of the Company. Article 2. Approve the policy that the General Director carry out personnel affairs in compliance with the principles for the arrangement and assignment of managerial staff and employees in accordance with the Scheme on rearrangement and reorganization of the organizational structure (as amended) submitted under Proposal No. 3458/TTr-TVĐ3 dated July 21, 2025, of the Company.	100%				
16	159/NQ-HĐQT-TVĐ3 (Written resolution of the BOD)	September 23, 2025	Article 1. Approve the change of the Company seal of Power Engineering Consulting JSC 3 due to the change of administrative boundaries as follows: <table border="1"><tr><td>Old seal sample</td><td>New seal sample</td></tr><tr><td></td><td></td></tr></table> - Effective date of the new seal: from September 23, 2025.	Old seal sample	New seal sample			100%
Old seal sample	New seal sample							
								

No.	Resolution No.	Date	Key content	Approval rate
			Article 2. Authorize the General Director to use and manage the seal in accordance with the provisions of law and the Company's regulations.	
17	172/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q4)	October 06, 2025	Article 1. Approve the Company's incurrence of indebtedness, mortgages, security interests, and guarantees, including guarantees for advance payments and contract performance, guarantees for final settlement and warranty obligations, bid bonds, retention money guarantees, short-term loans serving the Company's production and business activities, and credit facility agreements with a value equal to or exceeding 35% of the total assets as recorded in the Company's most recent financial statements, for the purposes stated above; and to authorize the General Director to sign such agreements and carry out all related procedures. The authorization shall be valid until December 31, 2027, unless otherwise replaced by another written authorization.	100%
18	173/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q4)	October 06, 2025	Article 1. Approve the contracts signed by the Company with Related Persons in Q3 of 2025, with a total of 38 contracts and an aggregate value of 170.7 billion VND. Article 2. Approve the policy allowing the Company to sign contracts with Related Persons in Q4 of 2025, with an estimated total of 25 contracts and an expected aggregate value of 77 billion VND.	100%
19	174/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q4)	October 06, 2025	Article 1. Approve in principle the reappointment of Mr. Tran Quoc Dien, Deputy General Director of the Company, to continue holding the position of Deputy General Director of the Company. The General Director is assigned to direct the implementation of the procedures and formalities for the reappointment of Mr. Tran Quoc Dien in accordance with applicable regulations.	100%

No.	Resolution No.	Date	Key content	Approval rate															
20	175/NQ-HĐQT-TVĐ3 (The regular quarterly meeting of the BOD - Q4)	October 06, 2025	<p>Article 1. Acknowledge the Business results for the first 09 months of 2025 and implement the Business plan for Q4 of 2025.</p> <p>Article 2. Approve the adjustment of the Business plan targets for 2025 as follows: Unit: VND billion</p> <table><tr><th>Indicator</th><th>Annual Plan</th><th>Adjusted Annual Plan</th></tr><tr><td>Revenue</td><td>200.0</td><td>280.0</td></tr><tr><td>Expenses (excluding salaries)</td><td>113.3</td><td>131.3</td></tr><tr><td>Total salary fund</td><td>72.7</td><td>132.7</td></tr><tr><td>Profit before tax</td><td>14.0</td><td>16.0</td></tr></table> <p>The Company shall flexibly and synchronously manage revenue, expenses (excluding salaries), and the total salary fund in accordance with actual production and business performance, ensuring that profit before tax is not lower than VND 16 billion.</p> <p>Article 3. Approve the adjustment of the list of fixed-asset procurement plans serving production activities in accordance with Proposal No. 4719/TTr-TVĐ dated October 1, 2025, of the Company.</p> <p>Article 4. Approve the adjustment of the Company’s Internal Management Regulations List in accordance with Proposal No. 4565/TTr-TVĐ3 dated September 26, 2025, of the Company.</p> <p>Article 5. Approve the investment project for the construction of the Production Operations Headquarters (Office Building, Phase 1) of the Company in accordance with Proposal No. 4553/TTr-QLDA dated September 26, 2025, and Proposal No. 4657/TTr-QLDA dated October 2, 2025, of the Company.</p> <p>The Chairman of the BOD is authorized to sign the decision approving the investment project for the construction of the Production Operations Headquarters (Office Building, Phase 1) of Power Engineering Consulting Joint Stock Company 3.</p>	Indicator	Annual Plan	Adjusted Annual Plan	Revenue	200.0	280.0	Expenses (excluding salaries)	113.3	131.3	Total salary fund	72.7	132.7	Profit before tax	14.0	16.0	100%
Indicator	Annual Plan	Adjusted Annual Plan																	
Revenue	200.0	280.0																	
Expenses (excluding salaries)	113.3	131.3																	
Total salary fund	72.7	132.7																	
Profit before tax	14.0	16.0																	

5. Salaries and Remuneration of the BOD's members

In 2025, the salaries and remuneration for the Board of Directors' members were as follows:

Unit: Million VND

No.	Position	No. of members	Total annual income ^(*)
1	Chairman of the BOD	01	964.80
2	Member of the BOD, General Director	01	156.00
3	Member of the BOD, Deputy General Director	02	312.00
4	Concurrent Member of the BOD	01	156.00
	Total		1,588.80

(*) The total actual salaries and remuneration paid in 2025 to members of the BOD exceeded the approved plan (VND 1,224,000,000) due to the following reasons:

- Planned salaries and remuneration: were determined in accordance with Decree No. 44/2025/NĐ-CP dated February 28, 2025 of the Government on the management of labor, salaries, remuneration, and bonuses in state-owned enterprises (Decree 44). Decree 44 expired and was replaced by Decree No. 248/2025/NĐ-CP dated September 15, 2025 of the Government regulating salary, remuneration, and bonus regimes for owner's representatives, state capital representatives, and Supervisors in state-owned enterprises (Decree 248);
- Actual salaries and remuneration: were determined in accordance with Decree 248, under which the salary and remuneration levels are higher than those under Decree 44 and are applicable from August 01, 2025;
- Actual profit compared to planned profit: reached 142.48%. Pursuant to Clause 2, Article 22 of Decree 44 and Clause 1, Article 5 of Decree 248, for each 1% by which actual profit exceeds the planned profit, an additional 2% of the salary amount shall be added, but not exceeding 20% of the salary calculated based on two (02) times the basic salary.

6. Supervision of the General Director and the Executive Board

In 2025, the Board of Directors effectively performed its supervisory role over the General Director and the Executive Board in organizing the implementation of the resolutions of the General Meeting of Shareholders and the Board of Directors, specifically as follows:

- The Executive Board closely adhered to the resolutions of the GMS and the BOD in its management and administration, and in organizing the implementation of business and production plans, capital investment and construction, organizational restructuring, and other key tasks of the Company.
- The BOD maintained a regular supervision mechanism through participation in periodic operational review meetings, as well as through the review of periodic and ad hoc reports, thereby enabling timely monitoring of the Company's performance and providing appropriate directions.

- The management and administration by the Executive Board were implemented in a synchronized and focused manner, particularly in controlling project progress and quality, acceptance and settlement procedures, and contract management, thereby contributing to improved operational efficiency.

- The BOD focused its supervision on key areas in accordance with its issued resolutions, including financial governance, capital mobilization, project investment, organizational restructuring, senior personnel management, and related-party transactions, ensuring compliance with applicable laws and the Company's Charter.

Through its supervisory activities, the Board of Directors assessed that the Executive Board had been proactive and flexible in performing its duties, while ensuring close coordination among units, thereby contributing to the achievement of the Company's planned objectives.

7. Construction investment project for EVNPECC3 Headquarters in Thu Duc City, Ho Chi Minh City (now Cat Lai Ward, Ho Chi Minh City)

- In accordance with Article 6 of Resolution No. 135/NQ-ĐHĐCĐ-TVĐ3 dated June 22, 2023, approved by the 2023 AGM, regarding the investment policy for the construction of EVNPECC3 Headquarters in Thu Duc City, Ho Chi Minh City (now Cat Lai Ward, Ho Chi Minh City), the investment in construction of the Production Operations Headquarters (Office - Phase 1) of EVNPECC3 in Thu Duc City (now Cat Lai Ward, Ho Chi Minh City) has completed the project preparation phase and procedures for obtaining the construction permit, specifically as follows:

+ The abridged detailed planning (1/500 scale) has been approved by the Thu Duc City People's Committee under Decision No. 5525/QĐ-UBND dated April 22, 2025;

+ The project has obtained the Fire Prevention and Fighting design appraisal certificate and Environmental License No. 6205/GPMT-UBND-HCC dated June 23, 2025 issued by the Thu Duc City People's Committee;

+ The Feasibility Study Report and Basic Design have been appraised by the Ho Chi Minh City Department of Construction under Official Document No. 3645/SXD-QLXDCT dated August 12, 2025;

+ The BOD has approved the project under Decision No. 178/QĐ-HĐQT-TVĐ3 dated October 24, 2025;

+ The construction drawing design dossier has been completed, verified, and approved in accordance with applicable regulations under Decision No. 5588/QĐ-TVĐ3 dated November 24, 2025;

+ The construction permit application dossier has been accepted by the Ho Chi Minh City Department of Construction under Official Letter No. 19605/SXD-QLXDCT dated December 11, 2025;

+ Total investment expenditure incurred for the project up to the fourth quarter of 2025 amounts to VND 3.8 billion.

- In 2025, upon satisfying all conditions in accordance with applicable regulations, the BOD approved the project with a total investment of VND 125.243 billion, which is VND 10.750 billion lower than the preliminary total investment approved under Resolution No. 135/NQ-ĐHĐCĐ-TVĐ3 of the 2023 AGM.

- During the implementation of legal procedures (including preparation of dossiers; obtaining approvals from relevant authorities; appraisal and approval of the abridged detailed planning (1/500 scale); project appraisal by competent authorities; and completion of land-related procedures and application for the construction permit), the project was significantly affected by administrative restructuring in Ho Chi Minh City, including the consolidation of departments and agencies and the implementation of a two-tier local government model. In addition, changes and updates in legal regulations related to construction investment and land planning procedures required the Company to review, supplement, and finalize project documentation in accordance with requirements of competent authorities, resulting in extended timelines. As of December 2025, the project obtained official acceptance from the Ho Chi Minh City Department of Construction for the construction permit application. The delay in completing the above legal procedures, due to objective factors, affected the project preparation schedule and resulted in the project not being commenced in 2025 as initially planned.

- Regarding capital arrangement for project implementation, the funding structure comprises 65% equity of EVNPECC3 (including the Development Investment Fund and retained earnings for dividend distribution in shares) and 35% commercial loans. The Company has worked with two banks, BIDV and Techcombank, with preliminary results as follows: (i) For Techcombank: loan tenor of 8 years (including a 1-year grace period), with an estimated interest rate of 9.0% per annum and a floating margin of 0.1%-1% after the grace period (floating rate = long-term interbank lending rate with a 3-month reset period + lending margin); (ii) For BIDV: loan tenor of 8 years (including a 2-year grace period), with an estimated interest rate of 10% per annum and a floating margin of 4.6% after the grace period (floating rate = 12-month individual customer deposit rate at the counter + lending margin).

(Note: Interest rates and margins will be finalized upon official credit approval from the banks).

- In 2026, the Company shall implement the project execution phase, including preparation of the contractor selection plan; preparation of bidding documents; preparation of cost estimates for bidding packages; organization of the bidding process; and selection of construction contractors for project execution. The groundbreaking and commencement of construction are expected to take place in the early second quarter of 2026. The planned expenditure for 2026 is VND 48.7 billion.

8. Selection of an independent auditing firm to conduct the audit of the Company's combined financial statements for the 2023-2026 period

- In accordance with Article 5 of Resolution No. 135/NQ-ĐHĐCĐ-TVĐ3 dated June 22, 2023, approved at the 2023 AGM: *“Authorized the BOD to approve the list of independent auditing firms for the 2023-2026 period based on the BOS's proposal; Select the independent audit firm to conduct the audit of the Company's combined financial statements for the 2023-2026 period; Dismiss the independent audit firm if necessary.”*, the BOD approved the list of independent auditing firms for the 2023-2026 period based on the BOS's proposal. The Company conducted a bidding process and signed an audit contract for the 2023-2026 financial statements with VACO Auditing Company Limited - Ho Chi Minh City Branch.

- VACO completed and issued the 2025 financial statements audit report on time.

9. Report on related person transactions of the BOD

- Transactions between the company, subsidiary companies and companies over 50% charter capital of which is held by the public company with members of the Board of Directors and their related persons: No transactions.

- Transactions between the company with companies whose founders or executive officers are members of the Board of Directors over the last 03 years from the transaction date: No transactions.

10. Activity plan of the BOD for 2026

a) Work plan:

- The BOD shall continue to maintain regular quarterly meetings, while proactively convening extraordinary meetings or obtaining written resolutions when necessary to promptly consider and decide on matters within its authority.
- To focus on performing its functions of direction-setting, approval, and supervision of the implementation of the 2026 business and production plan and financial plan in line with the targets approved by the GMS.
- To approve dossiers within the authority of the BOD and as assigned by the GMS in relation to the construction of the Company's operations building in Cat Lai Ward, Ho Chi Minh City.
- To report to the GMS for approval on personnel matters of the BOD.
- To continue improving the corporate governance system, including reviewing, amending, and issuing internal regulations in line with applicable laws and the Company's operational practices.

b) Solutions:

- To fully perform the role of the BOD in corporate governance, ensuring a clear distinction between governance and executive functions, and enhancing the effectiveness of supervision over the General Director and the Executive Board.

- To maintain regular supervisory mechanisms through periodic and ad hoc reports and participation in operational review meetings, focusing on key areas such as business operations, finance, investment, risk management, and compliance.
- To timely issue resolutions providing strategic direction for development, market expansion, enhancement of consulting capacity, and improvement of business performance.
- To direct the effective implementation of the organizational restructuring plan in association with improving workforce quality and governance effectiveness.
- To supervise related-party transactions, financial and investment activities to ensure transparency, compliance with applicable laws, and protection of shareholders' interests.
- To further enhance the internal control system, risk management framework, and information disclosure in accordance with the requirements applicable to public companies.

This concludes the Report on the Activities of the Board of Directors for 2025.

Respectfully submitted to the General Meeting of Shareholders 2026./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Nhu Hoang Tuan

No.: /BC-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

**REPORT OF
THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS
ON THE ASSESSMENT OF THE BOD'S ACTIVITIES IN 2025**

To: The Annual General Meeting of Shareholders 2026

Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP.

The Independent Member of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 respectfully submits this report on the evaluation of the Board of Directors' activities in 2025, as follows:

1. Assessment of Activities in 2025

1.1. General Assessment

In 2025, the Board of Directors fully performed its functions and duties in accordance with applicable laws, the Company's Charter, and internal regulations, specifically as follows:

- Members of the BOD actively participated in all Board activities, effectively performing their roles in providing strategic direction, supervision, and decision-making on matters within their authority based on proposals from the Executive Board.
- The BOD issued resolutions in a timely manner, in line with actual conditions, thereby contributing to directing and promoting the Company's business operations towards stability and sustainable development.
- The Board's activities closely followed the orientations of the General Meeting of Shareholders and proactively adapted to the evolving conditions of the power engineering consulting market.
- The Independent Member of the BOD attended all meetings, provided objective and prudent opinions, and exercised an effective advisory and oversight role, thereby enhancing the quality of the Board's decisions.

1.2. Structure of the Board of Directors

- The structure of the BOD was maintained in compliance with the Company's Charter and applicable laws, ensuring adequate composition in terms of number, qualifications, and conditions of members.

- The number of independent members met the requirements applicable to public companies, contributing to enhancing transparency, independence, and governance effectiveness.

1.3. Operating mechanism of the Board of Directors

- In 2025, the BOD convened 09 meetings. The convening, organization, and conduct of such meetings were carried out in accordance with applicable laws, the Company's Charter, and the Board's operational regulations.
- Resolutions of the BOD were approved with a high approval rate, reflecting strong consensus and alignment in governance.
- The meetings focused on key matters, including:
 - + Strategic direction and business and production plans;
 - + Investment activities, construction, and expansion of business lines;
 - + Organizational matters, restructuring, and senior personnel;
 - + Financial governance and capital mobilization;
 - + Risk management and the Company's internal management system.

1.4. Results of governance and supervision of the Executive Board

- The BOD effectively performed its roles in providing direction, approval, and supervision over the implementation of business plans and resolutions of the General Meeting of Shareholders.
- Supervisory activities were conducted regularly through periodic and ad hoc reports, as well as working sessions with the Executive Board, thereby enabling timely monitoring and appropriate direction.
- The Board ensured that its governance decisions were compliant with applicable laws and the Company's Charter, while enhancing transparency, efficiency, and protection of shareholders' lawful interests.
- The Board placed emphasis on supervising risk management, internal control, and compliance in business operations; and provided direction on improving consulting capacity, expanding business areas, and applying technology in management and operations.
- Members of the Board maintained active exchanges, discussions, and prudent deliberation prior to decision-making; independent members ensured objectivity in supervision and decision-making processes.
- The BOD closely coordinated with the Executive Board, promoting a collaborative approach while maintaining a clear distinction between governance and executive functions.

2. Conclusion

- Overall, in 2025, the Board of Directors fully and effectively performed its functions and duties in accordance with applicable laws and the Company's Charter; effectively fulfilled its roles in providing direction, supervision, and decision-making on key matters, thereby contributing to stable, efficient, and

sustainable business operations of the Company.

- The Board's activities consistently complied with legal regulations, closely followed the orientations of the General Meeting of Shareholders, and proactively adapted to market conditions and the Company's development requirements.

- With a strong sense of responsibility, unity, and prudence in governance, the Board of Directors closely coordinated with the Executive Board in implementing the resolutions of the General Meeting of Shareholders and the BOD, ensuring a balance of interests between the Company and its shareholders.

This concludes the Independent Member's report on the activities of the Board of Directors for 2025.

Respectfully submitted to the General Meeting of Shareholders 2026./.

Recipients:

- As above;
- Archives: Office, BOD.

INDEPENDENT MEMBER OF THE BOD

Vo Van Phuong

No.: /BC-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

**REPORT ON THE BUSINESS RESULTS FOR 2025 AND
THE BUSINESS PLAN FOR 2026**

To: The Annual General Meeting of Shareholders 2026

Power Engineering Consulting Joint Stock Company 3 (EVNPECC3) respectfully report on the Business results for 2025 and the Business plan for 2026 with the following main contents:

I. Section 1: The business results for 2025

1. The results of the 2025 business plan

a) Revenue and Profit

Target	Plan	Actual	Achievement Rate
Revenue	200.00 billion VND	330.24 billion VND	165.12%
Profit before tax	14.00 billion VND	19.95 billion VND	142.48%
Profit after tax	12.00 billion VND	16.95 billion VND	141.25%

b) New contract value

Target	Plan	Actual	Achievement Rate
New contract value	240.00 billion VND	525.99 billion VND	219.16%

Among these, 130 contracts were signed between the Company and its related persons, with a total value of 485.31 billion VND. The contracts cover consultancy services such as surveying, design, supervision, verification, bidding document preparation, etc., in line with the Company's business activities. The basic contract terms comply with the standard forms of consulting contract issued under Circular No. 22/2024/TT-BKHĐT dated 17 November 2024 or Circular No. 79/2025/TT-BTC dated 04 August 2025. Detailed contract values are listed in Appendix 1.

c) Investment in construction and procurement of assets, machinery, equipment

Target	Plan	Actual	Achievement Rate
Investment in construction of the Company's headquarters in Thu Duc City (<i>now Cat Lai Ward, HCMC</i>)	36.40 billion VND	2.53 billion VND	6.95%
Procurement of assets, machinery, equipment	5.00 billion VND	2.91 billion VND	58.18%

2. Performance assessment

2.1. Revenue and Profit

- In 2025, the Company's production and business performance recorded positive developments and successfully achieved the planned targets. During the year, several favorable and unfavorable factors impacted the business performance, specifically as follows:

*** Favorable factors**

Numerous critical legal documents issued in 2025 have established a streamlined regulatory framework, directly bolstering the Company's workload:

- + Decision No. 768/QĐ-TTg (April 15, 2025) and Decision No. 1509/QĐ-BCT (May 30, 2025) regarding the Adjusted Power Development Plan VIII have unlocked new development opportunities. These provide the Company with the chance to diversify its consultancy services in high-tech sectors, such as nuclear power, LNG-to-power, smart grids, Battery energy storage systems (BESS), Pumped-storage Hydropower, and High voltage direct current (HVDC) transmission.
- + The Law on Investment and Bidding (Law No. 57/2024/QH15): The provision allowing for advance bidding on technical design (TD), Construction drawing (CD), and supervision packages enables Investors and the Company to minimize preparation time. On this basis, the Company can immediately deploy projects with approved investment policies, optimize resources, and ensure timely delivery to investors.
- + Document No. 5781/EVN-KH+ĐXD (September 08, 2025): Focused investment on reinforcing the transmission grid for Northern Vietnam, creating a significant volume of work in surveying, designing, and supervising key power infrastructure projects.
- + Official Dispatch No. 81/CD-TTg (June 03, 2025): The Government's decisiveness in ensuring power supply during peak months has mandated rapid project implementation, creating a competitive advantage for consulting units with high responsiveness.

*** Unfavorable factors**

Alongside the favorable conditions, the Company's business operations in 2025 were significantly impacted by both objective and subjective factors, resulting in performance that did not reach optimal expectations:

- + Impact of administrative restructuring and streamlining: The merger of provincial administrative units in line with general policies to streamline the apparatus and reduce budget expenditures is a correct direction. However, during the transition phase, changes in administrative boundaries and local organizational structures caused certain difficulties in project appraisal and approval. This directly prolonged the legal formalization process for numerous consultancy packages.

- + Increasing quality requirements for survey and engineering: Amid economic development, requirements for the quality of consultancy services have become increasingly stringent, demanding absolute accuracy and high feasibility. This places significant pressure on the technical team to continuously improve the quality of documentation and design solutions.
- + Shortage of core human resources: The power sector is shifting strongly toward new technologies, leading to a severe shortage of high-quality human resources, particularly Project Managers and Department Heads capable of leading complex projects. Identifying and training successor personnel who meet the industry's new standards remains a major challenge for the Company.
- + Limitations in field survey resources: Field survey activities, especially geological survey drilling, are facing a shortage of quality suppliers. Ensuring both the progress and quality of surveys while multiple projects are deployed simultaneously presents a difficult challenge in coordinating equipment and labor.
- + Schedule pressure and cost fluctuations: Urgent projects require extremely short completion timelines to ensure national energy security. This pressure, combined with rising input costs while consultancy fee norms have not been promptly adjusted, has significantly affected the Company's profit margins.
- The profit exceeded the plan due to favorable business conditions; however, the growth rate was slightly lower than that of revenue due to increased outsourcing costs (aerial surveys, geophysics, information security, etc.) where internal resources were insufficient or lacked specialized functions... Additionally, the Company performed consultancy work for investment policy project, a requirement arising from recent regulatory changes for which official unit prices for consultancy fees have not yet been established. Beyond the aforementioned cost increases, the Company implemented various cost-saving measures and efficient expenditure management, which contributed to achieving a full-year profit that exceeded the set plan.

2.2. Investment in construction and procurement of assets, machinery, equipment

- The investment and construction of the Production Operations Headquarters (Office - Phase 1) of the Company in Thu Duc City (*now Cat Lai Ward, Ho Chi Minh City*) has implemented the project preparation phase and procedures for obtaining the construction permit, specifically as follows:
 - + The abridged detailed planning (1/500 scale) has been approved by the Thu Duc City People's Committee under Decision No. 5525/QĐ-UBND dated April 22, 2025;
 - + The project has obtained the Fire Prevention and Fighting design appraisal certificate and Environmental License No. 6205/GPMT-UBND-HCC dated June 23, 2025 issued by the Thu Duc City People's Committee;

- + The Feasibility Study Report and Basic Design have been appraised by the Ho Chi Minh City Department of Construction under Official Document No. 3645/SXD-QLXDCT dated August 12, 2025;
- + The Company's Board of Directors has approved the project under Decision No. 178/QĐ-HĐQT-TVĐ3 dated October 24, 2025, with a total investment of 125.243 billion VND;
- + The construction drawing design dossier has been completed, verified, and approved in accordance with applicable regulations under Decision No. 5588/QĐ-TVĐ3 dated November 24, 2025;
- + The construction permit application dossier has been accepted by the Ho Chi Minh City Department of Construction under Official Letter No. 19605/SXD-QLXDCT dated December 11, 2025;
- + Construction investment costs incurred in 2025 amounted to 2.53 billion VND, cumulative costs up to 2025 totaled 3.8 billion VND. Disbursement has not been implemented in accordance with the planned schedule, primarily due to objective factors related to legal procedures during the project preparation phase.

- The underperformance relative to the planned procurement of assets, machinery and equipment was due to the Company's strategy of acquiring assets based on actual operational requirements. Currently, the Company is finalizing legal procedures to supplement its business registration for the following sectors: Remote sensing data collection, surveying, and mapping, and the application of 3D technology in topography and geology. As the legal framework for the official deployment of these services is still being processed, the Company has proactively deferred investments in related high-tech equipment, such as Unmanned Aerial Vehicle (UAV/Drone) systems and remote sensing image processing software. This deferment aims to ensure full regulatory compliance and optimize investment capital efficiency, avoiding a situation where equipment remains idle while awaiting upcoming project.

3. Executive management

3.1. Management by objectives

Completed activities in 2025:

- Organizational restructuring and streamlining: The Company implemented a structural reorganization in accordance with the resolutions of the BOD and EVN. As of October 01, 2025, the Company has been operating under a new structure consisting of 05 support departments and 06 production Centers/Branches. Currently, the Company is finalizing the decentralization of functions and duties, stabilizing the management teams at Centers and Departments, and evaluating the operational efficiency of the new structure.

- Emulation and commendation: The Company conducted self-assessment for the 2025 emulation rankings and submitted them to EVN for approval. Internally, units were guided to evaluate and propose emulation titles and awards,

which were then reviewed by the Company's Emulation Council before being submitted to EVN for final recognition.

- Performance evaluation (BSC): Based on the 2025 business results, the Executive Board evaluated Balanced Scorecard (BSC) indicators for all four quarters and the full year. Results show that the Company excellently achieved its revenue and profit targets.

- Payroll management: Monthly salaries were paid in full and on time to all employees. The 2025 finalized salary fund has been completed and submitted to the BOD for approval.

3.2. Human resource capability development

- Training Activities:

- + Professional and technical training was conducted for functional departments according to the approved 2025 plan.

- + Emphasized internal training for Lead Designers and Project Managers (PMs). Organized training sessions on AI, BIM, and 3D application to support the digital transformation process

- Consulting Performance Capacity Enhancement:

- + Successfully guided 04 individuals through the Grade 1 Professional Practice Certificate examination, enhancing both individual and organizational capacity to support bidding, project acquisition, and consultancy services.

3.3. Digital transformation

- Science, technology, innovation, and digital transformation remained a top priority in 2025, with specific tasks assigned to units across five key areas. The focus was on four core pillars: (1) Synchronizing the IT system with the new organizational model; (2) Continuing ERP Phase 2 implementation; (3) Enhancing BIM execution capacity for projects where BIM is mandated by EVN or clients; (4) Ensuring stable operation of information systems.

- R&D and innovation: The Company registered 01 R&D project at the EVN level and 01 project at the Company level. A total of 40 innovations/initiatives from various units were officially recognized.

- Infrastructure: Managed the procurement, allocation, and utilization of hardware and software to ensure professional-grade, synchronized equipment that meets operational demands and BIM project schedules.

- ERP Phase 2 progress: Implementation encountered delays relative to the 2025 plan. The goal remains to officially launch all ERP modules in 2026. Delays were attributed to the high complexity of mapping ERP across all business processes of departments and branches, as well as additional workloads that led the contractor to propose a cost review and supplement.

3.4. Improvement of Quality Management Regulations, Processes, and Policies

- In 2025, the Company issued 22 internal management regulations

(exceeding the planned 21). The formulation and issuance of these regulations were on schedule, ensuring that legal updates and policy changes were timely integrated to align with the new organizational structure and business situation.

- Regarding Quality Management, the detailed audit of 05 consultancy dossiers to identify and classify errors was not completed due to the inability to mobilize specialized personnel from units. There will be personnel to carry out this task in 2026.

3.5. Employee welfare, work environment, and well-being

- Due to successful efforts in securing new projects, most units met or exceeded their 2025 targets. The average monthly salary reached 21 million VND per person, significantly reducing turnover pressure.

- During the record-breaking storms in November 2025, the Trade Union coordinated with management to visit 74 employees, disbursing 208 million VND from the social mutual aid fund to assist affected families.

- Mobilized a donation of 138.1 million VND to support an employee whose child required urgent treatment for a critical illness.

- Organized 03 sports festivals to promote health and enhance networking with other units within the energy sector.

II. Section 2: Objectives, Tasks, and Solutions for implementing the 2026 Business plan

1. Objectives

- Based on the 2025 BPO performance results and the forecast of the BPO situation in the coming period, the Company assesses the feasibility of implementing the 2026 BPO plan as follows:

- + Revenue: 300 billion VND.
- + Profit before tax: 20 billion VND.
- + Contract value: 360 billion VND.

- Keep managing customers effectively and enhance the PECC3 brand presence.

- Maintain and improve the Quality Management System and Information Security System; integrate service execution processes provided by EVNPECC3.

- Training and human resource development, build and develop a trustworthy corporate culture through communication of the Company's 4 core values.

2. The 2026 Business plan targets

The 2026 Business plan targets are expected to be submitted to the 2026 AGM for approval as follows:

2.1. Revenue plan: 300 billion VND.

2.2. Contract value plan: 360 billion VND.

- Focus on securing new contracts with major clients in the power sector, including EVN and its subsidiaries (which are also related persons of the Company), through competitive bidding. The contracts will cover consultancy services such as surveying, design, supervision, verification, and bid document preparation, aligning with the Company's business activities; The basic terms of the contract shall be based on the standard forms of construction consultancy contracts issued under Circular No. 79/2025/TT-BTC dated 04 August 2025, or other contract forms as prescribed by law.

2.3. Investment in construction and procurement of assets, machinery, equipment plan:

- Investment in the construction of the Company's Headquarters in Cat Lai Ward, Ho chi Minh City: 48.7 billion VND.
- Procurement of assets, machinery, equipment: 6.5 billion VND.

2.4. Profit plan: 20 billion VND (before tax).

3. Tasks and solutions for implementing

3.1. Implementation of business operations

- For the power grid sector:

- + Expedite the process of securing Investment Policy Agreements or Investor Approvals in accordance with Resolution No. 253/2025/QH15.
- + Concentrate human resources on reaching agreements and deploying

Feasibility Study Reports (FSR) and Technical Designs (TD) for EVNNPT projects scheduled for commencement in 2026, as per Decision No. 1792/QĐ-EVN dated December 25, 2025.

- + Focus resources on Investment Policy Agreements for projects aimed at integrating power sources in the Northwest region and LNG sources, ensuring power supply for the North as per Document No. 5781/EVN-KH-ĐTXD dated September 8, 2025.

- For the hydropower sector: Focus on the Nam Neun 1 Hydropower Plant project (Shop Drawing Design); actively seek new contracts and deploy FSR, TD for projects starting in 2026, such as the Ban Chat Hydropower Plant Extension.

- For the thermal power sector: Concentrate on the preparation, evaluation, project management (PMU), and construction supervision (CSC) for O Mon 1, Quang Trach 2, and related projects, etc.

- For the renewable energy (RE) sector: Expedite the execution of signed contracts; continue seeking private and foreign investors for consultancy services, particularly for transitional renewable energy projects developed by the private sector.

- Manage and strictly control unit costs based on efficient use of expenses.

- Promote the acceptance and payment of completed work volume and debt recovery.

- Continue to develop training plans to enhance the capacity of key personnel, focusing on the capacity of project managers.

3.2. Project search, new contract signing, market development, and brand enhancement

- Focus on bidding and successfully signing contracts for the FSR, TD stages of EVNNPT projects scheduled for 2026 commencement.

- Develop plans to work with Power Generation Corporations 1, 2, and 3 (GENCOs) on thermal and hydropower plant services, including: Comprehensive fuel conversion research, construction of ICE and biomass power plants, solar power standards for airports, operational unit assessments, dam safety evaluations, displacement monitoring, and performance optimization of existing plants.

- Research "self-consumption" renewable energy models.

- Encourage units to proactively coordinate with the Business Development Department for competitive bidding strategies tailored to each customer segment, especially private investors.

- Continue customer care initiatives and gather feedback to improve EVNPECC3's service quality.

3.3. Investment in construction

- In 2026, the Project Management Unit of the Production Operations Headquarters shall continue to implement the investment and construction of the Company's Production Operations Headquarters in Cat Lai Ward, Ho Chi Minh City, during the project execution phase, including preparation of the contractor

selection plan; preparation of bidding documents; preparation of cost estimates for bidding packages; organization of the bidding process; and selection of construction contractors for project execution.

- The implementation plan and estimated expenditure for 2026 are 48.7 billion VND. Details are provided in Appendix 2 attached hereto.

3.4. Procurement of assets, machinery, equipment

- Continue to implement ERP software Phase 2.
- Purchase assets, machinery, equipment for production according to actual needs.

3.5. Financial management

- Continue to manage and monitor the Company's finances and cash flow, and track the effective implementation of approved expense plans.
- Focus on promoting debt recovery, cost savings, and cost reduction.
- Consider legal procedures to bring overdue debts to economic arbitration, especially with first-time private customers.

3.6. Internal management system enhancement

- Focus on reviewing and amending the following internal regulations and policies:

- + Corporate governance-related regulations to ensure compliance with the amended Law on Enterprises, amended Law on Securities, Decree No. 155/2020/NĐ-CP, Decree No. 245/2025/NĐ-CP, and Circular No. 116;
- + Regulations related to bidding and construction activities to align with the amended Law on Bidding and its guiding documents; Decree No. 175/2024/NĐ-CP guiding the Law on Construction on management of construction activities; the Law on Planning 2025; the Law on Railways 2025; and other relevant legal documents;
- + Regulations related to remuneration, incentives and employee engagement, including the Salary Regulation, Delegation of Authority Regulation, Internal Labor Regulations, and the Collective Labor Agreement;
- + Regulations related to information security, in preparation for the ISO 27001 recertification.

3.7. Digital transformation

- Implement the Digital transformation plan in 2026, aiming to integrate online working, learning, and communication tools to enhance digital workplace efficiency.

- Research and apply Artificial Intelligence (AI) to support business operations.

- Mandate BIM application for required projects in 2026.

- Maintain, improve, and re-certify the Information Security Management System (ISMS) according to ISO 27001:2022. Strengthen security measures and cyberattack prevention to ensure the safety of all information systems.

3.8. Human resources and Employee welfare

- Addressing HR bottlenecks:

- + Review and issue the Company's Decentralization Regulations to clarify the functions and duties of units, as well as the coordination between production and support units. Reassign duties within the Board of Management due to changes in concurrent positions.
- + Finalize and implement the Human Resource Strategy.
- + Stabilize the management boards of the Power Grid Center, Project & Environment Consulting Center, and Hydropower Center.
- + Recruit and provide additional training for units with personnel shortages: Thermal Power & Renewable Energy Center, Hydropower Center, and Power Grid Center.

- Other tasks:

- + Conduct personnel performance reviews for 2025 in accordance with Personnel Regulations.
- + Improve, adjust, and re-issue Salary Regulations and related provisions. Execute salary increments for employees.
- + Promote Corporate Culture and Quality Culture, further enhancing the quality of EVNPECC3's products and services.
- + Employee Care: Annual health check-ups (Scheduled for April 2026); Company retreat/vacation (Expected in June-July 2026).

This concludes the Report on the Business results for 2025 and the Business plan for 2026.

Respectfully submitted to the General Meeting of Shareholders 2026./.

Recipients:

- As above;
- Archives: Office, KH.

GENERAL DIRECTOR

Attached:

- Appendix 1. List of contracts the Company signed with related persons in 2025.
- Appendix 2. Estimated cost plan for 2026 for the construction of the Company's production operations building in Cat Lai Ward, HCMC.

Lac Thai Phuoc

Appendix 1. List of contracts the Company signed with related persons in 2025.

Unit: Billion VND

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
1	Tri An Hydropower Company	Related Person of the Company	Q4	234/NQ-HĐQT-TVĐ3 dated October 03, 2025	Consulting contract: Periodic monitoring of Vertical and Horizontal displacements in 2025 for HPP	1	1.4
2	Huoi Quang - Ban Chat Hydropower Company	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Verification of Safety Inspection Dossiers for the Dam and Reservoir of HPP project	1	0.1
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: Monitoring of displacements for HPP	1	0.1
3	Se San Hydropower Development Company	Related Person of the Company	Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Construction supervision of installation and commissioning, Survey, Economic- Technical Report for HPPs	2	0.2
4	Song Tranh Hydropower Company	Related Person of the Company	Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: FSR for TPP	1	0.04
5	Vietnam Electricity Power Projects Management Board No.2	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: FSR, EIA for TPP project	1	15.0
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contract: Bidding documents, evaluating bids, reviewing Technical design, Construction drawing design, supporting contract negotiation, construction supervision, and assisting contract management for TPP	1	32.3

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
6	Vietnam Electricity Power Projects Management Board No.3	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Verification of the Construction Drawings for hydropower project	1	0.3
7	Northern Power Projects Management Board	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: Survey, Technical Design, Construction Drawings, Bidding Documents, Apply for Environmental Permits, Measuring and Creating Land Survey Maps for power grid project	1	12.8
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Survey, Technical Design, Construction Drawings, Environmental Supervising, BIM, specialized reports for power grid project	1	35.8
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Survey, Technical Design, reviewing Construction drawing design - cost estimate, Bidding documents, agreements, information security, land surveying and handover for land acquisition and transfer of power grid projects	3	35.2
8	Central Power Projects Management Board	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: Survey, FSR for power grid projects	2	8.5
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: preparing dossiers for approval of forest-use conversion policies and dossiers for converting forest land for implementation of power grid projects	2	0.6

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: FSR reviewing, IPA dossier for power grid projects	2	1.1
9	Southern Power Projects Management Board	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	4	32.9
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	10	75.3
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Survey, Technical Design - General Cost, Construction drawing design, Bidding documents, BIM, information security, EIA, IPA documents for power grid projects	5	56.4
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: Survey, Technical design, Construction drawing design, Bidding documents, Agreement dossier, BIM, information security, Environmental registration dossier, Forest status inventory dossier, IPA dossier for power grid projects	11	27.5
10	Power Transmission Company No.1	Related Person of the Company	Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, IPA documents for power grid projects	2	7.4

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
11	Power Transmission Company No.2	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents for power grid project	1	3.0
12	Power Transmission Company No.3	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents, Apply for Environmental Permits for power grid project	1	0.6
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: Survey, Construction drawing design, Bidding documents, Agreement dossier, FSR reviewing, Reviewing of Construction design after Basic design for power grid projects	3	4.0
13	Power Transmission Company No.4	Related Person of the Company	Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Survey, FSR, Technical design, Construction drawing design for power grid projects	2	3.8
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, SCADA for power grid projects	2	6.2
14	The Power Transmission Projects Management Board	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Survey for power grid project	1	0.5
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: IPA documents, reviewing FSR, Construction drawing design for power grid projects	3	4.9

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: Survey, Basic design, Construction drawing design, Bidding documents for power grid project	1	17.6
15	Ba Ria - Vung Tau Power Company	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Verification of Power Grid Investment projects	1	0.2
16	Southern Power Grid Project Management Board	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: IPA documents for power grid project	2	0.2
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: EIA appraisal for power grid projects	2	0.2
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: Cadastral Survey and Mapping, and Preparation of dossiers for compensation and site clearance for power grid project	1	0.3
17	Southern Power Project Management Board	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contracts: Construction Drawings, Bidding Doc., IPA Doc., Measuring and Creating Land Survey Maps for power grid projects	4	0.6
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: Survey, FSR, Construction Drawings, Bidding Documents, IPA documents, Measuring and Creating Land Survey Maps for power grid projects	6	7.5
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: IPA documents for power grid projects	1	0.2

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: Survey, FSR, IPA dossier for power grid project	1	0.3
18	Thermal Power Project Management Board 3	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: Survey, FSR for TPP project	1	0.5
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Adjustment of FS for TPP project	1	1.0
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Survey, FSR, reviewing Technical design, Bidding documents, evaluating bids, and supporting negotiations for TPPs	4	6.3
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: FSR reviewing for TPP	1	0.2
19	HCMC Power Grid Project Management Board	Related Person of the Company	Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: Survey, FSR, Technical design, Construction drawing design for power grid project	1	16.6
20	Power Generation Joint Stock Corporation 2	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: EPC Bidding Documents, Technical Design- Construction Drawings Verification for TPP project	1	20.3
21	An Khe - Ka Nak Hydropower Company	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: Measurement, monitoring of deformation and assessment of stability of construction items of cycle 9 for HPP project	1	0.7
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contract: Safety inspection and appraisal of dam and reservoirs for HPP	1	1.7

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
22	Song Bung 2 Hydropower Project Management Board	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: Adjustment of Installed Capacity, Recalculation of Power Output, and Preparation of EPC Bidding Documents for RE projects	2	0.4
23	Power Generation Corporation No.3	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contracts: Survey, IPA documents for power plant projects	2	0.9
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: Survey, update the Power Grid Connection Planning Supplementary Doc. for RE projects	2	0.4
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Survey, FSR, Economic-Technical Report for power generation projects	4	0.8
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: FSR reviewing, EIA for power generation projects	3	7.9
24	Buon Kuop Hydropower Company	Related Person of the Company	Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: Supervision of Installation, Testing and Commissioning, Survey, TER for HPP	1	3.1
25	Vinh Tan Thermal Power Project Management Board	Related Person of the Company	Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contract: FSR for TPP	1	0.7
26	Vinh Tan Thermal Power Company	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: Preparation of Economic-Technical Report for TPP project	1	0.4
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contract: Economic-Technical Report for TPP	1	0.4

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
27	Phu My Thermal Power Company	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: FSR for RE project	1	0.5
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Economic-Technical Report for RE project	1	0.4
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contract: Construction drawing design for power generation project	1	0.5
28	Thac Mo Hydropower Joint Stock Company	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: Preparation of Technical Plan for HPP project	1	0.4
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contracts: Bidding documents, evaluating bids for HPPs; calculating permissible limit values, assessing unit conditions of HPPs	4	14.0
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: Survey, Preparation of Technical solutions, Design documents and Cost estimates for HPPs	2	0.7
29	Da Nhim - Ham Thuan - Da Mi Hydropower Joint Stock Company	Related Person of the Company	Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contracts: Assessment of Generators (H1, H2), the 2025 periodic Displacement Monitoring Procedure of HPP	1	3
			Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contract: Annual 2025 displacement monitoring for HPP	1	5.6
			Q4	07/NQ-HĐQT-TVĐ3, dated January 19, 2026	Consulting contracts: Survey and Investigation of Flood marks downstream of the Dam, Survey and Monitoring of displacements, Dam and Reservoir Safety Assessment, Installation of Piezometric	3	2.9

No.	Name of organization/ individual	Relationship with the Company	Time of transactions with the Company	Resolution No. or Decision No. approved by GMS/BOD (if any, specifying date of issue)	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					Pipes, TER, Calculation and Determination of the Phreatic Line for HPPs		
30	Central Hydropower Joint Stock Company	Related Person of the Company	Q3	173/NQ-HĐQT-TVĐ3, dated October 06, 2025	Consulting contract: Safety inspection and appraisal of dam structures for HPP	1	0.2
31	Song Ba Ha Hydropower Joint Stock Company	Related Person of the Company	Q1	50/NQ-HĐQT-TVĐ3, dated April 10, 2025	Consulting contract: Economic-Technical Report for hydropower project	1	1.5
			Q2	118/NQ-HĐQT-TVĐ3, dated July 04, 2025	Consulting contract: Survey, IPA documents and efficient water resource utilization for hydropower project	1	0.4
	Total					130	485.3

Note: The above contracts are executed based on the model consultancy service contracts issued together with Circular No. 22/2024/TT-BKHĐT dated November 17, 2024 or Circular No. 79/2025/TT-BTC dated August 4, 2025.

Appendix 2. Estimated cost plan for 2026 for the construction of the Company's production operations building in Cat Lai Ward, Ho Chi Minh City.

No.	Description	Total	Cost in 2024	Cost in 2025	Estimated implementation cost in 2026
A	PROJECT PREPARATION PHASE	5,298,336,689	1,552,778,602	2,258,878,087	1,264,200,000
1	Package No. 01: Consultancy for survey, preparation of the overall site planning dossier; development of the architectural design proposal; survey and preparation of the Feasibility Study Report for construction investment; and preparation of construction drawing design - construction cost estimates.	4,827,270,000	1,448,181,000	2,026,409,000	1,130,200,000
2	Package No. 02: Consultancy for appraisal of the Feasibility Study Report for construction investment and appraisal of construction drawing design - construction cost estimates.	324,000,000	97,200,000	92,800,000	134,000,000
3	Supervision of survey work	7,397,602	7,397,602		
4	Fire Protection Design Appraisal	7,511,509		7,511,509	
5	Environmental Permit Appraisal	45,000,000		45,000,000	
6	Appraisal of the Feasibility Study Report	16,319,468		16,319,468	
7	Appraisal of construction design developed after the basic design	70,838,110		70,838,110	
B	PROJECT EXECUTION PHASE	109,344,704,441	-	-	46,646,255,486
1	Consultancy for preparing bidding documents and evaluating bids for the construction and equipment procurement package – Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	205,659,070			205,659,070
2	Cost for appraisal of bidding documents and the results of construction contractor selection	109,228,883			109,228,883
3	Cost estimate appraisal	68,691,501			68,691,501
4	Package No. 03: Supply of piles, construction of pile foundations, and pile testing (static and PDA tests) for the Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	7,872,911,970			7,872,911,970
	- Contract advance payment				1,180,936,796
	- Payment & finalization of the package				6,691,975,175
5	Package No. 04 (Mixed): Construction and installation of technical systems – Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	89,506,199,083			
	First disbursement installment	36,329,349,957			36,329,349,957
	- Contract advance				8,950,619,908

No.	Description	Total	Cost in 2024	Cost in 2025	Estimated implementation cost in 2026
	- Payment for the underground works				5,313,790,000
	- Payment for the above-ground structural works				22,064,940,049
	Second disbursement installment	48,701,539,172			
	Third disbursement installment	4,475,309,954			
6	Package No. 05: Procurement and installation of elevator equipment for the Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	4,839,450,000			
7	Package No. 06: Procurement and installation of backup generator equipment for the Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	3,405,656,100			
8	Construction supervision consultancy for the EPC package	1,872,267,510			988,627,887
9	Package No. 07: All-risk construction insurance for the project	110,355,798			110,355,798
10	Project management costs (project implementation phase)	1,354,284,526			961,430,421
C	PROJECT COMPLETION PHASE	5,585,737,569			-
1	Package No. 08: Independent audit	444,660,175			
2	Verification and approval of final settlement	145,168,469			
3	Inspection of construction acceptance work	374,453,502			
4	Project management costs (project completion phase)	580,407,654			
5	Contingency costs	4,041,047,770			
	Total	120,228,778,699	1,552,778,602	2,258,878,087	47,910,455,486
D	PROJECT LOAN INTEREST COSTS	5,014,480,980			
	First disbursement installment	789,268,414			789,268,414
	Second disbursement installment	2,582,110,599			
	Third disbursement installment	1,643,101,967			
	Total	125,243,259,679	1,552,778,602	2,258,878,087	48,699,723,900

No.: /BC-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

**REPORT ON THE FINANCIAL SITUATION FOR 2025 AND
THE FINANCIAL PLAN FOR 2026**

To: The Annual General Meeting of Shareholders 2026

Power Engineering Consulting Joint Stock Company 3 (EVNPECC3) respectfully report on (i) the Financial situation for 2025 and (ii) the Financial plan for 2026, the details are as:

I. The Financial situation for 2025

1. Summary of the 2025 combined financial statements

<u>Content</u>	<u>Opening balance</u>	<u>Closing balance</u>
1- Current assets	153,531 million VND	175,993 million VND
+ Cash and cash equivalents	38,941 million VND	24,456 million VND
+ Short-term financial investments	221 million VND	221 million VND
+ Short-term receivables	75,994 million VND	105,941 million VND
+ Inventories	36,644 million VND	44,222 million VND
+ Other current assets	1,731 million VND	1,153 million VND
2- Non-current assets	112,132 million VND	113,754 million VND
+ Long-term receivables	44,385million VND	40,782 million VND
+ Fixed assets	12,590 million VND	13,246 million VND
+ Long-term assets in progress	1,372 million VND	4,039 million VND
+ Long-term financial investments	53,150 million VND	53,150 million VND
+ Other non-current assets	635 million VND	2,537 million VND
3- Total assets (1+2):	265,663 million VND	289,747 million VND
4- Liabilities:	110,946 million VND	124,312 million VND
+ Current liabilities	110,946 million VND	124,312 million VND
5- Equity:	154,718 million VND	165,435 million VND
+ Owner's equity	154,718 million VND	165,435 million VND
- Owner's contributed capital	95,173 million VND	95,173 million VND
- Capital surplus	0 million VND	0 million VND
- Treasury shares	-0,14 million VND	-0,14 million VND
- Investment and development fund	35,530 million VND	39,056 million VND
- Retained earnings	24,015 million VND	31,206 million VND
6- Total resources (4+5):	265,663 million VND	289,747 million VND

Note: The book value per share as of December 31, 2025, is:

(165,435,485,739 VND / 9,517,303 shares = 17,382 VND/share)

2. The business results and proposed profit distribution for 2025

Unit: billion VND

Indicator	GMS Resolution	Actual	Actual/ Plan
1- Charter capital	95.17	95.17	100%
2- Revenue (including financial and other income)	200.00	330.24	165.12%
3- Profit before tax	14.00	19.95	142.48%
4- Profit after tax	12.40	16.95	141.25%
5- Revaluation foreign exchange loss		-0.34	
6- Retained earnings accumulated to the prior year end	14.26	14.26	
7- Distributable profit (4+5+6) (DP)	26.26	30.86	
- Development investment fund (50% DP)		15.43	
- Bonus and Welfare fund (10% DP)		3.08	
- Bonus fund for management and supervisors (02 month's salary, remuneration)		1.33	
- Dividend distribution in cash (5% of par value)	4.76	4.76	
- Retained profit after distribution		6.26	

In 2025, the Company proposed a cash dividend payout of 5% to fund the construction of the office headquarters, in accordance with the resolution approved at the 2023 Annual General Meeting of Shareholders.

3. Key financial indicators achieved

No.	Indicator	Unit	Prior year	Current year
1	Asset structure	%		
	- Non-current assets / Total assets		42.21	39.26
	- Current assets / Total assets		57.79	60.74
2	Capital structure	%		
	- Liabilities / Total resources		41.76	42.90
	- Owners' equity / Total resources		58.24	57.10
3	Solvency ratio	Times		
	- Quick ratio		1.05	1.06
	- Current ratio		1.38	1.42
4	Profitability ratios	%		
	- Profit after tax/Total assets ratio		4.42	5.85

No.	Indicator	Unit	Prior year	Current year
	- Profit after tax/Net revenue ratio		6.35	5.37
	- Profit after tax/Total equity ratio		7.60	10.25

II. The financial plan for 2026

Based on the revenue plan, the previous year's cost ratio and an assessment of the domestic economic situation, the Company submits the 2026 financial plan to the GMS as follows:

1. Revenue: 300.00 billion VND
2. Total expenses: 280.00 billion VND
3. Profit before tax (1-2): 20.00 billion VND
4. Profit after tax: 16.00 billion VND
5. The profit distribution plan for 2026:
 - Development investment fund: 50% of DP;
 - Bonus and Welfare fund: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
 - Bonus fund for management and supervisors: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
 - Dividend distribution: Not less than 5% of par value;

The dividend payout ratio and the method of dividend payment shall be determined by the 2027 Annual General Meeting of Shareholders based on the company's business performance in 2026.

 - Remaining profit after distribution: Remaining value after fund allocations and dividend distribution.

This concludes the Report on the Financial situation for 2025 and the Financial plan for 2026.

Respectfully submitted to the General Meeting of Shareholders 2026./.

Recipients:

- As above;
- Archives: Office, KT.

GENERAL DIRECTOR

Lac Thai Phuoc

Ho Chi Minh City, , 2026

DRAFT

REPORT OF THE BOARD OF SUPERVISORS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3
(At the 2026 Annual General Meeting of Shareholders)

On to the functions and duties of the Board of Supervisors (BOS) stipulated in the 13th amended Charter of Power Engineering Consulting Joint Stock Company 3 (EVNPECC3) issued on June 27, 2025;

On to the Regulations on the operation of the BOS issued in Decision No. 0001/QĐ-BKS, dated May 04, 2021.

The Board of Supervisors of Power Engineering Consulting Joint Stock Company 3 hereby reports as follow:

1. ACTIVITIES OF THE BOARD OF SUPERVISORS IN 2025

The Board of Supervisors operated in compliance with the Law on Enterprises, the Company's Charter, its internal regulations, and relevant legal provisions. Supervisory, inspection, and control activities were carried out in accordance with the 2025 plan. Accordingly, the Board conducted reviews of the financial statements, exercised direct control over management activities, and supervised the executive operations of the Board of Directors.

1.1. Meetings of the BOS

In 2025, the BOS held 04 main meetings as follow:

No.	Date	Content	Attendance
1	09/3/2025	Review of the 2024 financial statements and operational results; agreement on supervision results for 2024	3/3 members
2	24/4/2025	Approval of the Board of Supervisors' report submitted to the 2025 AGM	3/3 members
3	22/8/2025	Approval of the review results of the semi-annual 2025 financial statements and operational results of the Company and its branch - Power Construction & Investigation Enterprise	3/3 members
4	01/12/2025	Approval of the 2026 supervision plan and assignment of responsibilities for reviewing the 2025 financial statements	3/3 members

In addition to meetings and direct work with the Company, the BOS regularly exchanged information and documents related to the Company and jointly proposed specific and practical solutions for the Company's operations.

1.2. Activities of BOS

The BOS performed its duties and carried out activities in accordance with the Law on Enterprises, the Charter of EVNPECC3, and the Regulation on the Operation of the BOS. Supervisory and control activities were implemented in line with the plan approved by the GMS.

1.2.1. Regular supervision

- Monitoring, inspecting, and supervising the implementation of resolutions approved by the AGM on 24 April 2025;
- Supervising the operational performance and compliance with laws, the Company's Charter, and internal governance regulations by the BOD and the Executive Board in managing and operating business activities as well as investment and procurement of assets serving the Company's operations;
- Attending regular quarterly and extraordinary meetings of the BOD; closely monitoring the implementation of the Company's production and business plans; attending periodic management meetings and certain executive meetings regarding business planning and the implementation progress of the 2025 plan;
- Supervising accounting and financial activities, including the preparation of financial statements and business performance reports; reviewing the semi-annual and annual financial statements for 2025;
- The BOS has monitored the financial statement audit process of the independent auditing firm VACO to ensure the quality of the audit report before issuance.

1.2.2. Direct supervision - Phase 1: Review of the 2024 Financial Statements

- The BOS conducted the review of the 2024 financial statements and operational activities of the Company from March 12, 2025 to March 15, 2025.
- ✓ Reviewing the implementation of resolutions of the 2024 AGM and all resolutions of the BOD in 2024;
- ✓ Reviewing business performance and evaluating management and operational effectiveness in 2024;
- ✓ Reviewing and assessing the preparation of the 2024 financial statements.
- During the audit of the 2024 financial statements conducted by VACO, the Board coordinated with and supervised the audit process to enhance audit quality.
- The Board issued its report and minutes of meetings on the review of the 2024 financial statements and supervision of operational activities.

1.2.3. Direct supervision - Phase 2: Review of semi-annual 2025 financial statements

- The BOS conducted the review of the semi-annual 2025 financial statements and business operations for the first six months of 2025 from August 20, 2025 to August 22, 2025. The review focused on: Revenue performance; Doubtful receivables; Contract execution status; Certain financial transactions of the Company and its branch - Power Construction & Investigation Enterprise.
- The Board issued its report and minutes of meetings on the review of the semi-annual 2025 financial statements and supervision of operational activities for the first six months of 2025.

1.3. Self-assessment of the performance results of the BOS

No.	Name of member	Performance of duties
1	Truong Thi Anh Dao - Head of the BOS	<ul style="list-style-type: none"> - Led the review of the 2025 financial statements; - Supervised the activities of the BOD and the Executive Board; - Attended meetings of the BOD and certain executive/operational meetings of the Company; - Prepared contents related to the report submitted to the 2025 AGM.
2	To Thi My Hang - Member of the BOS	<ul style="list-style-type: none"> - Participated in supervisory activities in accordance with the plan and assignments of the Head of the Board; - Attended meetings of the BOD; - Supervised the implementation of capital investments and contracts with related persons in compliance with applicable regulations.
3	Nguyen Van Thien - Member of the BOS	<ul style="list-style-type: none"> - Participated in supervisory activities in accordance with the plan and assignments of the Head of the Board; - Attended meetings of the BOD; - Coordinated in supervising the activities of the BOD and the Executive Board; - Coordinated in supervising the implementation of design and survey contracts.

1.4. Salaries and remuneration of members of the BOS:

Unit: Million VND

No.	Name of member	No. of members	Monthly salary /person	Monthly salary /person	Total annual income
I	Planned salaries and remuneration				864.00
1	Truong Thi Anh Dao - Dedicated Head of the BOS	01	52.00		624.00
2	To Thi My Hang - Concurrent Member of the BOS	01		10.00	120.00
3	Nguyen Van Thien - Concurrent Member of the BOS	01		10.00	120.00
II	Actual salaries and remuneration				864.00
1	Truong Thi Anh Dao - Dedicated Head of the BOS	01	52.00		624.00
2	To Thi My Hang - Concurrent Member of the BOS	01		10.00	120.00
3	Nguyen Van Thien - Concurrent Member of the BOS	01		10.00	120.00

2. SUPERVISORY RESULTS FOR 2025

2.1. Implementation of resolutions of the GMS in 2025

2.1.1. Implementation of the GMS Resolution on 2025 business results

The 2025 AGM approved the 2025 business plan and financial plan in Resolution No. 91/NQ-ĐHĐCĐ-TVĐ3 dated 24 April 2025, specifically as follows:

Indicators	Approved by AGM 2025	Actual	Achievement Rate
Revenue	200.00 billion VND	330.24 billion VND	165.12%
Profit before tax	14.00 billion VND	19.95 billion VND	142.48%
Profit after tax	12.00 billion VND	16.95 billion VND	141.25%
ROE	9.06%	12.75%	140.76%

In 2025, the Company's business performance recorded significant positive developments and successfully achieved and exceeded the planned targets.

2.1.2. Implementation of the AGM Resolution on profit distribution for 2024

In 2025, the Company implemented the 2024 profit distribution in accordance with the plan approved by the Annual General Meeting of Shareholders. Details are as follows:

- Total distributable profit for 2024: 23,614 million VND
- Distributable profit:
 - + Development investment fund (30% PAT): 3,526 million VND
 - + Bonus and Welfare fund (10% PAT): 1,175 million VND
 - + Bonus fund for management and supervisors: 298 million VND
 - + Dividend distribution in cash (5% of par value): 4,759 million VND
 - + Retained profit after distribution: 14,257 million VND

2.1.3. Implementation of fixed asset procurement and construction investment in 2025

- Fixed asset procurement: The Company executed procurement with a total value of 2.91 billion VND (compared to the approved plan of 5.00 billion VND), achieving **58.18%** of the plan.

The procurement plan included certain high-tech equipment such as UAV/Drone systems and remote sensing image processing software for production purposes. However, due to incomplete legal procedures required for official deployment of these services, the Company did not proceed with procurement in 2025.

- Construction investment: The construction of the office building in Thu Duc City recorded disbursement of 2.53 billion VND (compared to the approved plan of VND 36.4 billion), achieving **6.95%** of the plan.

The slow disbursement was mainly due to objective factors related to legal procedures during the project preparation phase.

2.1.4. Implementation of financial investments and capital contributions in 2025

In 2025, EVNPECC3 did not make any additional capital contributions to existing joint stock companies and did not undertake any new investments.

2.1.5. Implementation of the AGM Resolution on remuneration payment to the BOD and the BOS in 2025

The Company has made advance payments of salaries and remuneration to the BOD and the BOS for 2025 in accordance with the levels approved by the GMS under Resolution No. 91/NQ-DHĐCĐ-TVĐ3.

Unit: Million VND

No.	Position	No. of members	Monthly salary /person	Monthly salary /person	Total annual income
I	Actual salaries and remuneration				2,088.00
1	Chairman of the BOD	01	62.00		744.00
2	Member of the BOD, General Director	01		10.00	120.00
3	Member of the BOD, Deputy General Director	02		10.00	240.00
4	Concurrent Member of the BOD	01		10.00	120.00
5	Dedicated Head of the BOS	01	52.00		624.00
6	Concurrent Member of the BOS	02		10.00	240.00

2.2. Supervision activities for members of the BOD and Executive Board in 2025

2.2.1. The Board of Director

- In 2025, the BOD held four (04) regular quarterly in-person meetings. In addition, in the course of business operations, the Board of Directors conducted written consultations and convened extraordinary meetings, as necessary, to decide on matters within its authority for the management and operation of the Company.
- The BOD issued 20 resolutions directing the Executive Board on key matters within its authority, including reviewing business performance; formulating and adjusting plans; approving the 2025 business plan, financial plan, and plans for fixed asset procurement and construction investment; approving certain policies to provide a basis for the Executive Board to implement operational activities; and addressing other matters relating to approval of internal regulations and personnel.

2.2.2. The Executive of Board

- The BOD coordinated with the Executive of Board to operate in accordance with the functions, duties, and authority prescribed in the Company's Charter and internal governance regulations.
- The Executive of Board implemented and operated business activities in accordance with the resolutions approved by the GMS and the BOD.

2.2.3. Coordination of activities between the BOS and the BOD

- The BOS was provided with adequate and timely information on the Company's financial situation, planning activities, and the implementation of business plans during the period.
- The BOS proactively maintained close and regular coordination with the BOD and the Executive Board, and also worked closely with departments and units within the Company to carry out supervisory and inspection activities during the period.

2.3. Activities to monitor financial situation and review audited financial statements in 2025

2.3.1. Audit results of financial statements in 2025

- The audited 2025 Financial Statements conducted by VACO Company have stated an exceptional audit opinion. The BOS has monitored the independent audit process performed by VACO and has re-examined the results of VACO's Audit Report.
- With the Company's business operations being profitable and its financial situation under stable control, there is, however, a qualified opinion from the auditor regarding *"were unable to obtain the confirmation letters for the Trade receivables and Advances from customers from Southern Vietnam Power Projects Management Board - Branch of National Power Transmission Corporation at 31 December 2025, with the value of VND 5.63 billion and VND 2.99 billion, respectively"*. With this opinion, The BOS believes that the reconciliation of receivables and payables is a part of the basic activities in financial work. Therefore, the Company is required to urgently collect and reconcile debts with customers and take measures to prevent this problem from existing in the audited financial statements for the first 6 months of 2026.
- The audit results of the 2025 financial statements conducted by VACO Company Limited are as follows:

Auditor's Opinion:

"In our opinion, the combined financial statements give a true and fair view of, in all material respects, the financial position of Power Engineering Consulting Joint Stock Company 3 as at 31 December 2025, its financial performance and its cash flows for the year then ended in accordance with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements."

2.3.2. Situation of management and use of capital and assets as of December 31, 2025

a) Capital use and capital preservation

Scale of assets and capital: As at 31 December 2025, total assets reached 289.75 billion VND, an increase of 24.08 billion VND (up 9.07%) compared to the beginning of the year, mainly due to the following:

(i) Increase in assets

Current assets amounted to 175.99 billion VND, an increase of 22.45 billion VND (up 14.63%), with the following key movements:

- Cash and cash equivalents: 24.45 billion VND, decreased by 14.48 billion VND (down 37.20%), of which cash was 15.91 billion VND, decreased by VND 23.02 billion (down 59.13%);
- Short-term financial investments: 0.22 billion VND, unchanged during the year, as the Company did not undertake any financial investment activities;
- Short-term receivables: 105.94 billion VND, increased by 29.95 billion VND (up 39.41%), including:

- + Trade receivables: 127.65 billion VND, increased by 34.0 billion VND (up 36.89%);
 - + Advances to suppliers: 3.55 billion VND, decreased by 2.45 billion VND (down 40.82%);
 - + Other short-term receivables: 11.50 billion VND, increased by 2.23 billion VND (up 24%), mainly due to employee advances of 10.58 billion VND, increased by VND 3.3 billion compared to 2024;
 - + Allowance for doubtful short-term receivables: 36.76 billion VND, increased by 4.24 billion VND (up 8.2%), mainly due to higher provisioning ratios for receivables reclassified from overdue under 3 years to over 3 years for certain customers, including Hiep Phuoc Power Company Limited, Soc Trang Wind Power Company Limited, and Hai Linh Company Limited.
 - Inventories: 44.22 billion VND, increased by 7.57 billion VND (up 20.68%), mainly representing work-in-progress costs of projects not yet accepted in 2025.
- Non-current assets amounted to 113.25 billion VND, increased by 1.62 billion VND (up 1.45%) compared to the previous year, mainly due to:
- Long-term receivables: 40.78 billion VND, decreased by 3.60 billion VND (down 8.12%);
 - Long-term assets under construction: 4.04 billion VND, increased by 2.67 billion VND (up 194%), mainly related to the investment in the office building in Thu Duc City (project preparation phase);
 - Long-term investments: 53.15 VND billion, unchanged as no additional investments were made during the year.

(ii) Changes in capital structure

Total liabilities and equity as at 31 December 2025 amounted to 289.75 billion VND, an increase of 24.08 billion VND (up 9.07%) compared to the beginning of the year.

- Short-term liabilities as at 31 December 2025 were 110.95 billion VND, a decrease of 23.57 billion VND (down 17.53%) compared to the beginning of the year.
- Long-term liabilities as at 31 December 2025 were 124.31 billion VND, an increase of 13.36 billion VND (up 12.05%), including:
 - + Short-term payables to suppliers: 13.50 billion VND, decreased by 1.85 billion VND (down 12.06%);
 - + Advances from customers: 33.58 billion VND, increased by 4.50 billion VND (up 15.48%);
 - + Taxes and other payables to the State: 4.0 billion VND, increased by 0.83 billion VND (up 26%);
 - + Payables to employees: 48.94 billion VND, increased by 28.71 billion VND (up 141.95%), representing accrued salaries outstanding as at year-end 2025, which were settled in the first three months of 2026;

- + Accrued expenses (short-term): 6.0 billion VND, increased by 5.75 billion VND (up 1,000%), mainly provisions for projects completed but to be accepted in Q1/2026;
- + Other payables: 10.99 billion VND, decreased by 1.89 billion VND (down 14.73%);
- + Short-term borrowings and finance lease liabilities: 1.65 billion VND, decreased by 21.78 billion VND compared to the beginning of the year.

Equity as at 31 December 2025:

- Charter capital: 95.17 billion VND, unchanged;
- Total equity: 165.43 billion VND, increased by 10.7 billion VND (up approximately 6.93%), mainly due to:
 - + Increase in retained earnings from profitable business performance in 2025 (increase of 7.2 billion VND, up 29.95%);
 - + Increase in the development investment fund (appropriated at the beginning of the year: 3.52 billion VND);
- Retained earnings: 31.2 billion VND as at year-end 2025, increased by 7.2 billion VND.

b) Key financial indicators

- Based on the audited financial statements as at 31 December 2025, key financial indicators reflecting the Company's financial position were analyzed in comparison with 2024: Financial ratios remained relatively stable compared to 2024; Liquidity ratios remained at safe levels. However, capital efficiency ratios declined and were lower than those of 2024.
- Overall, the Company maintained a stable financial position compared to the previous year.
- Key indicators:
 - + Debt-to-equity ratio: 0.75, increased by 0.03 (up 4.36%) compared to the beginning of the year, remaining within a safe level;
 - + Current ratio: 1.06, increased by 0.01 (up 0.95%), indicating the Company's ability to meet short-term obligations;
 - + Return on Equity (ROE): 5.58% (2024: 4.42%);
 - + Return on Assets (ROA): 10.25% (2024: 7.07%).

2.3.3. Business results year 2025

- Operating revenue:

Revenue from core operations reached 315.44 billion VND, an increase of 130.35 billion VND (up 70.43%), including:
- + Cost of goods sold: 229.42 billion VND, increased by 96.35 billion VND (up 72.41%);
- + Gross profit: 85.96 billion VND, increased by 33.94 billion VND (up 65.25%);
- + Selling expenses: 21.38 billion VND, increased by 11.72 billion VND (up 121.25%);

- + General and administrative expenses: 56.34 billion VND, increased by 17.97 billion VND (up 46.85%), including personnel expenses of 14.2 billion VND and outsourced service expenses of 12 billion VND.
- ⇒ While revenue increased by approximately 70%, the cost of goods sold also increased at a similar rate, resulting in an increase in gross profit but at a lower growth rate than revenue.
- ⇒ Selling and administrative expenses increased significantly compared to the previous year, with selling expenses mainly related to contract acquisition activities.
- Financial income:
- + Financial income reached 14.27 billion VND, increased by 2.95 billion VND (up 26%), mainly from dividends received from Thuan Binh Wind Power Joint Stock Company (TBW) amounting to 12.5 billion VND;
- + Financial expenses were 1.9 billion VND, increased by 0.49 billion VND, including guarantee expenses of 1.07 billion VND and interest expenses of 0.83 billion VND.
- Other income:
- + Other income: 0.58 billion VND, decreased by 0.63 billion VND (down 30.65%), mainly from disposal of fixed assets (vehicles);
- + Other expenses: 0.57 billion VND, decreased by 0.63 billion VND (down 52.45%), related to asset disposal activities.
- Profit:
- + Profit before tax: 19.94 billion VND, increased by 6.9 billion VND (up 53.07%);
- + Profit after tax: 16.95 billion VND, increased by 5.19 billion VND (up 44.21%).

2.3.4. Situation of capital investment outside the enterprise

- The Company invests in 03 joint stock companies: Central Hydropower Joint Stock Company (CHP), EVN International Joint Stock Company (EVNI) and Thuan Binh Wind Power Joint Stock Company (TBW). The total investment capital in the joint stock companies is 53.37 billion VND. Details of financial investments as at 31 December 2025 are as follows:

Unit: Million VND

No.	Company	Value	Rate	Business performance 2025				Dividends received 2025	
				Revenue	Profit before tax	Profit after tax	Retained profit	Cash	Total
1	EVNI	3,150	0.86%	108,750.56	54,044.83	54,044.83	54,044.83	189,00	
2	TBW	50,000	10.00%	483,081.52	183,370.92	172,651.69	122,651.69	12,500,00 ¹	
3	CHP	220.79	0.02%	333,809.13	166,358.74	157,234.85	473,162.93	117,43	
	Total	53,370.79							

- In 2025, EVNPECC3 will not make additional capital contributions to joint stock companies with contributed capital and will not make new capital investments.

¹ Dividends for 2024 (in two tranches: 7.5 billion VND) and the first tranche of dividends for 2025 (5 billion VND).

2.3.5. Review of certain related-party contracts and transactions in 2025

- Total assets as per the audited financial statements for 2025 of 289.75 billion VND, and the planned contract value for 2025 was 240 billion VND. Actual signed contract value reached 526 billion VND, an increase of 243 billion VND (approximately 100%) compared to the annual plan.
- Contracts and transactions executed in 2025 fell under the approval authority of the BOD pursuant to Point b, Clause 2, Article 33 of the Charter of EVNPECC3 (13th amendment) issued under Decision No. 2435/QĐ-TVĐ3 dated June 27, 2024 and Clause 1, Article 167 of the Law on Enterprises 2020. Upon review, the Company's legal representative signing such contracts and transactions duly disclosed to the members of the BOD and the BOS information on related parties and the list of contracts within EVN in accordance with the above regulations at meetings of the BOD (regular quarterly meetings in 2025). The Company's execution of contracts and transactions with related persons was in compliance with applicable laws and the Charter of Power Engineering Consulting Joint Stock Company 3.

3. 2026 WORK PLAN OF THE BOS

- Supervising compliance with the resolutions of the 2026 AGM; monitoring the implementation of quarterly and annual business plans for 2026; reviewing quarterly and annual financial statements; and supervising and evaluating the quality of the Company's financial statement audit to ensure reliability and fairness of financial reporting;
- Strengthening supervision of cost management in business operations; enhancing inspection, review, and post-inspection follow-up to ensure effectiveness and quality of supervisory activities;
- Reviewing the efficiency and safety of capital utilization for investment items and assessing the feasibility of investment projects (if any).

4. RECOMMENDATIONS

4.1. During the 2025 financial year, the BOS carried out inspection, supervision, and review of the activities and reports of the BOD and the Executive Board:

- Firstly, in the opinion of the BOS, the Company has operated in compliance with the Law on Enterprises, the Company's Charter, and relevant regulations, including internal governance regulations and other regulations governing business operations;
- Secondly, the BOS agrees with the reports submitted by the BOD and the Executive Board to the 2026 AGM for approval, including:
 - + Business results, audited financial statements, profit distribution results and salaries and remuneration of the Company in 2025;
 - + Business plan for 2026, including fixed asset procurement and investment in the office building in Thu Duc City; Profit distribution plan, salaries and remuneration for the BOD and the BOS for 2026, as presented by the BOD and the Executive Board.

4.2. During the course of supervision, the Board of Supervisors makes the following recommendations:

- Cost management: The Company is recommended to strengthen control over selling expenses and general and administrative expenses in order to improve profitability from business operations.

- Receivables management:
 - + Trade receivables: The Company is recommended to actively collect outstanding receivables (both short-term and long-term) to avoid capital occupation and adverse impacts on cash flow.

Particular attention should be paid to doubtful receivables related to the Song Bung 2 Hydropower Project Management Board. Although provisions have been made, the Company should continue to actively pursue debt recovery and closely monitor legal developments related to the tunnel collapse incident at Song Bung 2 Hydropower Project, in order to take timely measures and minimize potential losses.
 - + Employee-related receivables: The Company should strengthen control and recovery of employee advances and settlements to prevent capital misappropriation.

The above is the report of the BOS of Power Engineering Consulting Joint Stock Company 3, respectfully submitted to the 2026 Annual General Meeting of Shareholders for review and approval./.

**ON BEHALF OF THE BOS
HEAD OF THE BOARD**

Truong Thi Anh Dao

No.: /TTr-HĐQT-TVD3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Business results for 2025 and the Business plan for 2026

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;

- Pursuant to the Report No.: /BC-TVD3 dated , 2026, of the General Director.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the Business results for 2025 and the Business plan for 2026, with key indicators as follows:

1. The Business results for 2025:

1.1. Revenue and profit:

Indicator	Plan	Actual	Achievement Rate
Revenue	200.00 billion VND	330.24 billion VND	165.12%
Profit before tax	14.00 billion VND	19.95 billion VND	142.48%
Profit after tax	12.00 billion VND	16.95 billion VND	141.25%

1.2. Investment in construction and procurement of assets, machinery, equipment:

Indicator	Plan	Actual	Achievement Rate
Investment in construction of the Company's Operations Building in Thu Duc City (now Cat Lai Ward, Ho Chi Minh City)	36.40 billion VND	2.53 billion VND	6.95%
Procurement of assets, machinery, equipment	5.00 billion VND	2.91 billion VND	58.18%

2. The Business plan for 2026:

2.1. Revenue plan: 300.00 billion VND.

2.2. Profit plan:

- Profit before tax: 20.00 billion VND.

- Profit after tax: 16.00 billion VND.

2.3. Investment in construction and procurement of assets, machinery, equipment plan:

- Investment in construction: 48.70 billion VND.

For details, refer to Appendix attached.

- Procurement of assets, machinery, equipment: 6.50 billion VND.

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Attached:

- Appendix. Estimated cost plan for 2026 for the construction of the Company's production operations building in Cat Lai Ward, HCMC.

Nguyen Nhu Hoang Tuan

Appendix. Estimated cost plan for 2026 for the construction of the Company's production operations building in Cat Lai Ward, Ho Chi Minh City.

No.	Description	Total	Cost in 2024	Cost in 2025	Estimated implementation cost in 2026
A	PROJECT PREPARATION PHASE	5,298,336,689	1,552,778,602	2,258,878,087	1,264,200,000
1	Package No. 01: Consultancy for survey, preparation of the overall site planning dossier; development of the architectural design proposal; survey and preparation of the Feasibility Study Report for construction investment; and preparation of construction drawing design - construction cost estimates.	4,827,270,000	1,448,181,000	2,026,409,000	1,130,200,000
2	Package No. 02: Consultancy for appraisal of the Feasibility Study Report for construction investment and appraisal of construction drawing design - construction cost estimates.	324,000,000	97,200,000	92,800,000	134,000,000
3	Supervision of survey work	7,397,602	7,397,602		
4	Fire Protection Design Appraisal	7,511,509		7,511,509	
5	Environmental Permit Appraisal	45,000,000		45,000,000	
6	Appraisal of the Feasibility Study Report	16,319,468		16,319,468	
7	Appraisal of construction design developed after the basic design	70,838,110		70,838,110	
B	PROJECT EXECUTION PHASE	109,344,704,441	-	-	46,646,255,486
1	Consultancy for preparing bidding documents and evaluating bids for the construction and equipment procurement package – Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	205,659,070			205,659,070
2	Cost for appraisal of bidding documents and the results of construction contractor selection	109,228,883			109,228,883
3	Cost estimate appraisal	68,691,501			68,691,501
4	Package No. 03: Supply of piles, construction of pile foundations, and pile testing (static and PDA tests) for the Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	7,872,911,970			7,872,911,970
	- Contract advance payment				1,180,936,796
	- Payment & finalization of the package				6,691,975,175
5	Package No. 04 (Mixed): Construction and installation of technical systems – Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	89,506,199,083			
	First disbursement installment	36,329,349,957			36,329,349,957

No.	Description	Total	Cost in 2024	Cost in 2025	Estimated implementation cost in 2026
	- Contract advance				8,950,619,908
	- Payment for the underground works				5,313,790,000
	- Payment for the above-ground structural works				22,064,940,049
	Second disbursement installment	48,701,539,172			
	Third disbursement installment	4,475,309,954			
6	Package No. 05: Procurement and installation of elevator equipment for the Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	4,839,450,000			
7	Package No. 06: Procurement and installation of backup generator equipment for the Production Operations Headquarters of Power Engineering Consulting Joint Stock Company 3.	3,405,656,100			
8	Construction supervision consultancy for the EPC package	1,872,267,510			988,627,887
9	Package No. 07: All-risk construction insurance for the project	110,355,798			110,355,798
10	Project management costs (project implementation phase)	1,354,284,526			961,430,421
C	PROJECT COMPLETION PHASE	5,585,737,569			-
1	Package No. 08: Independent audit	444,660,175			
2	Verification and approval of final settlement	145,168,469			
3	Inspection of construction acceptance work	374,453,502			
4	Project management costs (project completion phase)	580,407,654			
5	Contingency costs	4,041,047,770			
	Total	120,228,778,699	1,552,778,602	2,258,878,087	47,910,455,486
D	PROJECT LOAN INTEREST COSTS	5,014,480,980			
	First disbursement installment	789,268,414			789,268,414
	Second disbursement installment	2,582,110,599			
	Third disbursement installment	1,643,101,967			
	<u>Total</u>	<u>125,243,259,679</u>	<u>1,552,778,602</u>	<u>2,258,878,087</u>	<u>48,699,723,900</u>

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Audited combined financial statements for 2025, the Financial results for 2025 and the Financial plan for 2026

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024.

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

- i. The 2025 Audited combined financial statements of Power Engineering Consulting Joint Stock Company 3 by VACO Auditing Company limited (*attached*).
- ii. **The Financial results for 2025:**

(Unit: billion VND)			
Indicator	Plan	Actual	Achieved Rate
1- Revenue:	200.00	330.24	165.12%
2- Profit before tax:	14.00	19.95	142.48%
3- Profit after tax:	12.00	16.95	141.25%
4- Return on Equity (ROE):	9.06%	12.75%	140.76%

iii. The Financial plan for 2026:

1- Revenue:	300.00 billion VND
2- Profit before tax:	20.00 billion VND
3- Profit after tax:	16.00 billion VND
4- Return on Equity (ROE):	10.96%

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Attached:

- The 2025 audited combined financial statements.

Nguyen Nhu Hoang Tuan

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Approval of Contracts between the Company and Related Persons

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;

- Pursuant to Resolution No. 147/NQ-ĐHĐCĐ-TVĐ3 dated August 07, 2025 of the General Meeting of Shareholders approving contracts between the Company and related persons, being Vietnam Electricity and its member entities.

According to the law and the Company's Charter:

- The Board of Directors has the authority to approve contracts and transactions with Related Persons valued at less than 35% of the total assets recorded in the Company's latest financial statements;
- The General Meeting of Shareholders has the authority to approve contracts and transactions with Related Persons valued at 35% or more of the total assets, or transactions resulting in an aggregate value of transactions within 12 months from the date of the first transaction reaching 35% or more of the total assets recorded in the Company's latest financial statements.

In 2025, the GMS and the BOD approved contracts between the Company and its related persons, being Vietnam Electricity and its member entities, within their respective authorities in accordance with applicable regulations.

In furtherance of the 2026 production and business plan and to secure a pipeline of work for subsequent years, the Company will continue to focus on seeking and entering into contracts with major clients in the power sector. It is anticipated that the Company will enter into contracts with related persons, being Vietnam Electricity and its member

entities, with an aggregate contract value exceeding 35% of the total assets recorded in the Company's most recent financial statements, specifically as follows:

- 35% of the total assets recorded in the Company's most recent financial statements amounts to VND 101,411,536,210 (total assets as per the audited financial statements for 2025: VND 289,747,246,313).
- The total value of contracts expected to be entered into by the Company in 2026 is approximately VND 360 billion, of which contracts with Vietnam Electricity and its member entities are expected to account for a significant proportion; the cumulative contract value is projected to exceed 35% of the total assets recorded in the Company's most recent financial statements.

To ensure compliance with legal regulations on the authority to approve contracts and transactions with Related Persons, and to enable the Company to proactively and flexibly pursue business opportunities, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders the following matters:

1. Approval of contracts between the Company and related persons, being Vietnam Electricity and its member entities, entered into in 2025 and the first quarter of 2026, as detailed in Appendix 1 attached hereto.
2. Approval of contracts between the Company and related persons, being Vietnam Electricity and its member entities, to be entered into within the next 12 months, with the list of projects, scope of work and key contractual terms subject to the following principles:
 - The list of projects falls within the National Power Development Plan for the 2021-2030 period with a vision to 2050 (PDP VIII) and its amendments for the 2021-2030 period with a vision to 2025 (amended PDP VIII), as approved by the Prime Minister.
 - Scope of work: provision of consulting services, including survey, design, supervision, appraisal, preparation of bidding documents, etc., in line with the Company's registered business lines.
 - The value of each contract shall be determined following the completion of the bidding process; however, each contract shall not exceed 35% of the total assets recorded in the Company's most recent financial statements.
 - Key contractual terms shall be based on the model consultancy contract issued together with Circular No. 02/2023/TT-BXD dated March 03, 2023 and the model consultancy service contract issued together with Circular No. 79/2025/TT-BTC dated August 04, 2025, or other contract templates in accordance with applicable laws.
 - Specific contractual contents may be flexibly adjusted in accordance with market conditions, prevailing regulations and agreements between the Company and relevant parties, ensuring maximum benefits for the Company and its shareholders, operational efficiency, and compliance with applicable laws, the Company's Charter and internal regulations.

The General Director is assigned to organize the execution, signing and implementation of the aforementioned contracts between the Company and its

related persons, and to report to the Board of Directors for submission of implementation results at the nearest General Meeting of Shareholders's meeting, while ensuring full compliance with information disclosure obligations in accordance with applicable regulations.

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Attached:

- Appendix 1: List of contracts between the Company and related persons (being EVN and its member entities) in 2025 and QI/2026.
- Appendix 2: Portfolio of proposed contracts between the Company and its related persons (EVN and its member entities) in 2026 and QI/2027.

Nguyen Nhu Hoang Tuan

Appendix 1. List of contracts between the Company and related persons (being Vietnam Electricity and its member entities) in 2025 and the first quarter of 2026.

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
Year 2025							
1	Tri An Hydropower Company	0100100079-006	Phan Chu Trinh Street, Quarter 8, Tri An Commune, Dong Nai Province	Q4	Consulting contract: Periodic monitoring of Vertical and Horizontal displacements in 2025 for HPP	1	1.4
2	Huoi Quang - Ban Chat Hydropower Company	0100100079-034	Na Khiet Village, Than Uyen Commune, Lai Chau Province	Q2	Consulting contract: Verification of Safety Inspection Dossiers for the Dam and Reservoir of HPP project	1	0.1
				Q4	Consulting contract: Monitoring of displacements for HPP	1	0.1
3	Se San Hydropower Development Company	0100100079-078	No. 114 Le Duan Street, Pleiku Ward, Gia Lai Province	Q3	Consulting contracts: Construction supervision of installation and commissioning, Survey, Economic-Technical Report for HPPs	2	0.2
4	Song Tranh Hydropower Company	0100100079-083	No. 04 Quy My Street, Hoa Cuong Ward, Da Nang City	Q4	Consulting contract: FSR for TPP	1	0.04
5	Vietnam Electricity Power Projects Management Board No.2	0100100079-091	No. 11 Cua Bac, Ba Dinh Ward, Hanoi City	Q1	Consulting contract: FSR, EIA for TPP project	1	15.0
				Q3	Consulting contract: Bidding documents, evaluating bids, reviewing Technical design, Construction drawing design, supporting contract negotiation, construction supervision, and assisting contract management for TPP	1	32.3

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
6	Vietnam Electricity Power Projects Management Board No.3	0100100079-092	No. 25 Thach Thi Thanh, Tan Dinh Ward, HCMC	Q2	Consulting contract: Verification of the Construction Drawings for hydropower project	1	0.3
7	Northern Power Projects Management Board	0102743068-001	No. 4 Nguyen Khac Nhu, Ba Dinh Ward, Hanoi City	Q1	Consulting contract: Survey, Technical Design, Construction Drawings, Bidding Documents, Apply for Environmental Permits, Measuring and Creating Land Survey Maps for power grid project	1	12.8
				Q2	Consulting contract: Survey, Technical Design, Construction Drawings, Environmental Supervising, BIM, specialized reports for power grid project	1	35.8
				Q3	Consulting contracts: Survey, Technical Design, reviewing Construction drawing design - cost estimate, Bidding documents, agreements, information security, land surveying and handover for land acquisition and transfer of power grid projects	3	35.2
8	Central Power Projects Management Board	0102743068-002	No. 207 Xo Viet Nghe Tinh, Cam Le Ward, Da Nang City	Q2	Consulting contracts: Survey, FSR for power grid projects	2	8.5
				Q3	Consulting contracts: preparing dossiers for approval of forest-use conversion policies and dossiers for converting forest land for implementation of power grid projects	2	0.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q4	Consulting contracts: FSR reviewing, IPA dossier for power grid projects	2	1.1
9	Southern Power Projects Management Board	0102743068-003	No. 610 Vo Van Kiet, Cau Ong Lanh Ward, HCMC	Q1	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	4	32.9
				Q2	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	10	75.3
				Q3	Consulting contracts: Survey, Technical Design - General Cost, Construction drawing design, Bidding documents, BIM, information security, EIA, IPA documents for power grid projects	5	56.4
				Q4	Consulting contracts: Survey, Technical design, Construction drawing design, Bidding documents, Agreement dossier, BIM, information security, Environmental registration dossier, Forest status inventory dossier, IPA dossier for power grid projects	11	27.5
10	Power Transmission Company No.1	0102743068-005	No. 15 Cua Bac Street, Ba Dinh Ward, Ha Noi City	Q4	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, IPA documents for power grid projects	2	7.4

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
11	Power Transmission Company No.2	0102743068-006	No. 220 Nguyen Van Linh, Thanh Khe Ward, Da Nang City	Q2	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents for power grid project	1	3.0
12	Power Transmission Company No.3	0102743068-004	No. 12 Tran Hung Dao, Nha Trang Ward, Khanh Hoa Province	Q2	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents, Apply for Environmental Permits for power grid project	1	0.6
				Q4	Consulting contracts: Survey, Construction drawing design, Bidding documents, Agreement dossier, FSR reviewing, Reviewing of Construction design after Basic design for power grid projects	3	4.0
13	Power Transmission Company No.4	0102743068-007	No. 7, National Highway 52, Thu Duc Ward, HCMC	Q3	Consulting contracts: Survey, FSR, Technical design, Construction drawing design for power grid projects	2	3.8
				Q4	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, SCADA for power grid projects	2	6.2
14	The Power Transmission Projects Management Board	0102743068-010	No. 18 Tran Nguyen Han, Hoan Kiem Ward, Ha Noi City	Q2	Consulting contract: Survey for power grid project	1	0.5
				Q3	Consulting contracts: IPA documents, reviewing FSR, Construction drawing design for power grid projects	3	4.9

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q4	Consulting contract: Survey, Basic design, Construction drawing design, Bidding documents for power grid project	1	17.6
15	Ba Ria - Vung Tau Power Company	0300942001-026	No. 60 Tran Hung Dao, Vung Tau Ward, HCMC	Q2	Consulting contract: Verification of Power Grid Investment projects	1	0.2
16	Southern Power Grid Project Management Board	0300942001-044	No. 16 Au Co, Tan Son Nhi Ward, HCMC	Q2	Consulting contracts: IPA documents for power grid project	2	0.2
				Q3	Consulting contracts: EIA appraisal for power grid projects	2	0.2
				Q4	Consulting contract: Cadastral Survey and Mapping, and Preparation of dossiers for compensation and site clearance for power grid project	1	0.3
17	Southern Power Project Management Board	0300942001-045	No. 16 Au Co, Tan Son Nhi Ward, HCMC	Q1	Consulting contracts: Construction Drawings, Bidding Doc., IPA Doc., Measuring and Creating Land Survey Maps for power grid projects	4	0.6
				Q2	Consulting contracts: Survey, FSR, Construction Drawings, Bidding Documents, IPA documents, Measuring and Creating Land Survey Maps for power grid projects	6	7.5
				Q3	Consulting contracts: IPA documents for power grid projects	1	0.2

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q4	Consulting contract: Survey, FSR, IPA dossier for power grid project	1	0.3
18	Thermal Power Project Management Board 3	5701662152-006	No. 32 Ngo Thoi Nhiem, Xuan Hoa Ward, HCMC	Q1	Consulting contract: Survey, FSR for TPP project	1	0.5
				Q2	Consulting contract: Adjustment of FS for TPP project	1	1.0
				Q3	Consulting contracts: Survey, FSR, reviewing Technical design, Bidding documents, evaluating bids, and supporting negotiations for TPPs	4	6.3
				Q4	Consulting contract: FSR reviewing for TPP	1	0.2
19	HCMC Power Grid Project Management Board	0300951119-029	7th Floor, Green Power Building, No. 35 Ton Duc Thang Street, Sai Gon Ward, HCMC	Q4	Consulting contract: Survey, FSR, Technical design, Construction drawing design for power grid project	1	16.6
20	Power Generation Joint Stock Corporation 2	1800590430	No. 01 Le Hong Phong, Thoi An Dong Ward, Can Tho City	Q2	Consulting contract: EPC Bidding Documents, Technical Design-Construction Drawings Verification for TPP project	1	20.3
21	An Khe - Ka Nak Hydropower Company	1800590430-004	No. 125 Tay Son, Quy Nhon Nam Ward, Gia Lai Province	Q1	Consulting contract: Measurement, monitoring of deformation and assessment of stability of construction items of cycle 9 for HPP project	1	0.7

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q3	Consulting contract: Safety inspection and appraisal of dam and reservoirs for HPP	1	1.7
22	Song Bung 2 Hydropower Project Management Board	1800590430-001	No. 143 Xo Viet Nghe Tinh, Cam Le Ward, Da Nang City	Q2	Consulting contracts: Adjustment of Installed Capacity, Recalculation of Power Output, and Preparation of EPC Bidding Documents for RE projects	2	0.4
23	Power Generation Corporation No.3	3502208399	No. 60-66 Nguyen Co Thach, Sala Urban Area, An Khanh Ward, HCMC	Q1	Consulting contracts: Survey, IPA documents for power plant projects	2	0.9
				Q2	Consulting contracts: Survey, update the Power Grid Connection Planning Supplementary Doc. for RE projects	2	0.4
				Q3	Consulting contracts: Survey, FSR, Economic-Technical Report for power generation projects	4	0.8
				Q4	Consulting contracts: FSR reviewing, EIA for power generation projects	3	7.9
24	Buon Kuop Hydropower Company	3502208399-001	No. 22 Mai Xuan Thuong Street, Thanh Nhat Ward, Dak Lak Province	Q4	Consulting contract: Supervision of Installation, Testing and Commissioning, Survey, TER for HPP	1	3.1
25	Vinh Tan Thermal Power Project Management Board	3502208399-002	Hung Vuong Boulevard, Quarter 5, Phu Thuy Ward, Lam Dong Province	Q4	Consulting contract: FSR for TPP	1	0.7

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
26	Vinh Tan Thermal Power Company	3502208399-007	Vinh Phuc Hamlet, Vinh Hao Commune, Lam Dong Province	Q1	Consulting contract: Preparation of Economic-Technical Report for TPP project	1	0.4
				Q3	Consulting contract: Economic-Technical Report for TPP	1	0.4
27	Phu My Thermal Power Company	3502208399-010	Phu My 1 Industrial Zone, Phu My Ward, HCMC	Q1	Consulting contract: FSR for RE project	1	0.5
				Q2	Consulting contract: Economic-Technical Report for RE project	1	0.4
				Q3	Consulting contract: Construction drawing design for power generation project	1	0.5
28	Thac Mo Hydropower Joint Stock Company	3800311306	Quarter 5, Phuoc Long Ward, Dong Nai Province	Q1	Consulting contract: Preparation of Technical Plan for HPP project	1	0.4
				Q3	Consulting contracts: Bidding documents, evaluating bids for HPPs; calculating permissible limit values, assessing unit conditions of HPPs	4	14.0
				Q4	Consulting contracts: Survey, Preparation of Technical solutions, Design documents and Cost estimates for HPPs	2	0.7
29	Da Nhim - Ham Thuan - Da Mi Hydropower Joint Stock Company	5800452036	No. 80A Tran Phu, B'Lao Ward, Lam Dong Province	Q2	Consulting contracts: Assessment of Generators (H1, H2), the 2025 periodic Displacement Monitoring Procedure of HPP	1	3
				Q3	Consulting contract: Annual 2025 displacement monitoring for HPP	1	5.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q4	Consulting contracts: Survey and Investigation of Flood marks downstream of the Dam, Survey and Monitoring of displacements, Dam and Reservoir Safety Assessment, Installation of Piezometric Pipes, TER, Calculation and Determination of the Phreatic Line for HPPs	3	2.9
30	Central Hydropower Joint Stock Company	0400477830	Da Nang Industrial Park, An Hai Ward, Da Nang City	Q3	Consulting contract: Safety inspection and appraisal of dam structures for HPP	1	0.2
31	Song Ba Ha Hydropower Joint Stock Company	4400415302	No. 498, Hung Vuong Boulevard, Tuy Hoa Ward, Dak Lak Province	Q1	Consulting contract: Economic-Technical Report for hydropower project	1	1.5
				Q2	Consulting contract: Survey, IPA documents and efficient water resource utilization for hydropower project	1	0.4
	Total					130	485.3
Q1 2026							
1	Vietnam Electricity Power Projects Management Board No.2	0100100079-091	No. 11 Cua Bac, Ba Dinh Ward, Hanoi City	Q1	Consulting contracts: Survey, Economic-Technical Report, specialized technical reports, Technical Design, hydraulic model testing, Construction Drawing Design, operation procedures, disaster response plans, operation procedures for equipment, environmental works, and design appraisal for power generation projects	4	84.4

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
2	Northern Power Projects Management Board	0102743068-001	No. 4 Nguyen Khac Nhu, Ba Dinh Ward, Hanoi City	Q1	Consulting contracts: Survey, FSR, Review, BIM, environmental works, information security, route/site alignment agreements, land use planning, land use registration, IPA documents for power grid projects	7	53.3
3	Southern Power Projects Management Board	0102743068-003	No. 610 Vo Van Kiet, Cau Ong Lanh Ward, HCMC	Q1	Consulting contracts: Survey, Construction Drawing Design, Bidding documents, Review of Technical Design and cost estimates, route alignment agreements, IPA documents, information agreement dossiers, forest and land inventory reports for power grid projects	6	12.7
4	Power Transmission Company No.3	0102743068-004	No. 12 Tran Hung Dao, Nha Trang Ward, Khanh Hoa Province	Q1	Consulting contracts: Review of FSR, Review of Construction Drawing Design and cost estimates, and supervision of survey works for power grid projects	4	2.2
5	Power Transmission Company No.2	0102743068-006	No. 220 Nguyen Van Linh, Thanh Khe Ward, Da Nang City	Q1	Consulting contract: Survey, FSR, Construction Drawing Design, Bidding documents for power grid project	1	5.8
6	The Power Transmission Projects Management Board	0102743068-010	No. 18 Tran Nguyen Han, Hoan Kiem Ward, Ha Noi City	Q1	Consulting contract: FSR for power grid project	1	1.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
7	HCMC Power Grid Project Management Board	0300951119-029	7th Floor, Green Power Building, No. 35 Ton Duc Thang Street, Sai Gon Ward, HCMC	Q1	Consulting contract: Survey, FSR, Construction Drawing Design, BIM, Bidding documents for power grid project	1	13.5
8	Power Generation Joint Stock Corporation 2	1800590430	No. 01 Le Hong Phong, Thoi An Dong Ward, Can Tho City	Q1	Consulting contract: FSR for power project	1	0.5
9	Power Generation Corporation No.3	3502208399	No. 60-66 Nguyen Co Thach, Sala Urban Area, An Khanh Ward, HCMC	Q1	Consulting contract: Survey, FSR, agreements, environmental works for power generation project	1	19.6
10	Vinh Tan Thermal Power Company	3502208399-007	Vinh Phuc Hamlet, Vinh Hao Commune, Lam Dong Province	Q1	Consulting contracts: Review of FSR, Review of Construction Drawing Design for power projects	2	0.4
	Total					28	194.0

Note: The above contracts are executed based on the model consultancy service contracts issued together with Circular No. 22/2024/TT-BKHĐT dated November 17, 2024 or Circular No. 79/2025/TT-BTC dated August 4, 2025.

Appendix 2. Portfolio of proposed contracts between the Company and its related persons (Vietnam Electricity and its member entities) in 2026 and the first quarter of 2027.

No.	Project name	Contract value	Scope of work	Expected contract signing date	Expected implementation duration	Contract type	Investor/ Client	Other relevant information (if any)
1	08 projects on 220-500kV Transmission Lines and Substations	75,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-1000 days	Fixed price and package	Northern Power Projects Management Board	
2	05 projects on 220-500kV Transmission Lines and Substations	20,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-1000 days	Fixed price and package	Central Power Projects Management Board	
3	15 projects on 220-500kV Transmission Lines and Substations	100,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-1000 days	Fixed price and package	Southern Power Projects Management Board	
4	03 projects on 220-500kV Transmission Lines and Substations	5,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-500 days	Fixed price and package	Power Transmission Company No.1	
5	02 projects on 220-500kV Transmission Lines and Substations	10,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-500 days	Fixed price and package	Power Transmission Company No.2	
6	05 projects on 220-500kV Transmission Lines and Substations	10,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-500 days	Fixed price and package	Power Transmission Company No.3	

No.	Project name	Contract value	Scope of work	Expected contract signing date	Expected implementation duration	Contract type	Investor/ Client	Other relevant information (if any)
7	05 projects on 220-500kV Transmission Lines and Substations	20,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-500 days	Fixed price and package	Power Transmission Company No.4	
8	10 projects on 220-500kV Transmission Lines and Substations	5,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-100 days	Fixed price and package	Southern Power Project Management Board	
9	06 projects on 220-500kV Transmission Lines and Substations	5,000,000,000	<i>Site survey, Technical design, Detail design, Bidding documents, specialized Report, or Verification report</i>	QII/2026 - QI/2027	60-100 days	Fixed price and package	Southern Power Grid Project Management Board	
10	05 power generation projects	20,000,000,000	<i>Major repair, Monitoring, Sedimentation, Evaluation, or Site survey, FSR, Technical design, Detail design, Site supervision</i>	QII/2026 - QI/2027	30-500 days	Fixed price and package	Power Generation Corporation 1	
11	05 power generation projects	30,000,000,000	<i>Major repair, Monitoring, Sedimentation, Evaluation, or Site survey, FSR, Technical design, Detail design, Site supervision</i>	QII/2026 - QI/2027	30-1500 days	Fixed price and package	Power Generation Joint Stock Corporation 2	
12	02 power generation projects	10,000,000,000	<i>Major repair, Monitoring, Sedimentation, Evaluation, or Site survey, FSR, Technical design, Detail design, Site supervision</i>	QII/2026 - QI/2027	30-500 days	Fixed price and package	Power Generation Joint Stock Corporation 3	
13	02 power generation and grid projects	15,000,000,000	<i>Site survey, FSR, Technical design, Detail design, Site supervision</i>	QII/2026 - QI/2027	30-1500 days	Fixed price and package	Vietnam Electricity Power Projects Management Board No.1	

No.	Project name	Contract value	Scope of work	Expected contract signing date	Expected implementation duration	Contract type	Investor/ Client	Other relevant information (if any)
14	02 power generation projects	15,000,000,000	<i>Site survey, FSR, Technical design, Detail design, Site supervision</i>	QII/2026 - QI/2027	30-1500 days	Fixed price and package	Vietnam Electricity Power Projects Management Board No.2	
15	05 power generation projects	10,000,000,000	<i>Site survey, FSR, Technical design, Detail design, Site supervision</i>	QII/2026 - QI/2027	30-1500 days	Fixed price and package	Vietnam Electricity Power Projects Management Board No.3	
	Total value	<u>350,000,000,000</u>	-	-	-	-	-	

Note: The above contracts are expected to be executed based on the model consultancy service contract issued together with Circular No. 79/2025/TT-BTC dated August 4, 2025, or other contract templates in accordance with applicable laws.

No.: / TTr-HĐQT-TVĐ3

Ho Chi Minh City, ,2026

DRAFT

PROPOSAL

The Profit distribution for 2025 and the Profit distribution plan for 2026

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to Decree No. 366/2025/ND-CP dated December 31, 2025 of the Government on the management and investment of state capital in enterprises;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;

- Pursuant to the 2025 audited combined financial statements by VACO Auditing Company Ltd.;

- Pursuant to Article 6 of Resolution No. 135/NQ-ĐHĐCĐ-TVĐ3 dated June 22, 2023, of the 2023 Annual General Meeting of Shareholders, approving the investment policy for the construction of the EVNPECC3 office headquarters in Thu Duc City, Ho Chi Minh City;

- Pursuant to Article 7 of Resolution No. 91/NQ-ĐHĐCĐ-TVĐ3 dated April 24, 2025, of the 2025 Annual General Meeting of Shareholders, approving the profit distribution plan for 2026.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval: (i) The profit distribution for 2025 and (ii) The profit distribution plan for 2026, as follows:

I. The Profit distribution for 2025

1. Profit after tax 2025 (PAT):	16,949 million VND
2. PAT from unrealized foreign exchange differences:	-342 million VND
3. Retained earnings accumulated to the prior year end:	14,257 million VND
4. Total distributable profit (DP) (=1+2+3):	30,865 million VND
5. Distributable profit:	
a. Development investment fund (50% DP):	15,432 million VND
b. Bonus and Welfare fund (10% DP):	3,086 million VND
c. Bonus fund for management and supervisors	

(02 month's salary, remuneration):	1,331 million VND
d. Dividend distribution in cash (5% of par value):	4,759 million VND
e. Retained profit after distribution:	6,257 million VND

The 2026 AGM authorizes the Board of Directors and the Executive Board to implement the 2025 dividend payment in accordance with current regulations.

II. The Profit distribution plan for 2026:

1. Development investment fund: 50% of DP;
2. Bonus and Welfare fund: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
3. Bonus fund for management and supervisors: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
4. Dividend distribution: Not less than 5% of par value. The dividend payout ratio and the method of dividend payment shall be determined by the 2027 Annual General Meeting of Shareholders based on the company's business performance in 2026.

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Nhu Hoang Tuan

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2026

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to Decree No. 44/2025/NĐ-CP dated February 28, 2025 of the Government on the management of labor, wages, remunerations and bonuses in state-owned enterprises (Decree 44);

- Pursuant to Decree No. 248/2025/NĐ-CP dated September 15, 2025 of the Government prescribing the regimes of wages, remunerations and bonuses applicable to representatives of the direct owner, state capital representatives and Controllers in state-owned enterprises (Decree 248);

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;

- Pursuant to Article 9 of Resolution No. 91/NQ-ĐHĐCĐ-TVĐ3 dated April 24, 2025, of the 2025 AGM, approving the salaries, remuneration plan for the members of the BOD, the BOS in 2025;

- Based on the Company's 2025 business results.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2026, as follows:

1. The Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025:

Unit: million VND

No.	Position	No. of members	Total annual income
I	The Board of Directors		
1	Chairman of the BOD	01	964.80
2	Member of the BOD, General Director	01	156.00
3	Member of the BOD, Deputy General Director	02	312.00
4	Concurrent Member of the BOD	01	156.00
II	The Board of Supervisors		
1	Dedicated Head of the BOS	01	808.80
2	Concurrent Member of the BOS	02	312.00
	Total		2,709.60

Details of salaries and remunerations of each member are provided in the attached table.

2. The Plan of salary, remuneration for the members of the BOD, the BOS in 2026:

Unit: million VND

No.	Position	No. of members	No. of months	Monthly salary /person	Monthly remuneration /person	Total annual income
I	The Board of Directors					
1	Chairman of the BOD	01	12	74.00		888.00
2	Member of the BOD, General Director	01	12		12.00	144.00
3	Independent Member of the BOD	01	12		12.00	144.00
4	Member of the BOD, Deputy General Director (from 01/2026 to 4/2026)	02	04		12.00	96.00
5	Dedicated Member of the BOD (from 5/2026 onwards)	01	08	60.00		480.00
6	Concurrent Member of the BOD (from 5/2026 onwards)	01	08		12.00	96.00
II	The Board of Supervisors					
1	Dedicated Head of the BOS	01	12	62.00		744.00
2	Concurrent Member of the BOS	02	12		12.000	288.00
	Total					2,880.00

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Attached:

- Detailed table of salaries and remunerations implemented in 2025.

Nguyen Nhu Hoang Tuan

DETAILED TABLE OF SALARIES AND REMUNERATIONS IMPLEMENTED IN 2025

(Attached to Proposal No. .../TTr-HDQT-TVĐ3 dated .../.../2026)

Unit: million VND

No.	Position	No. of members	No. of months	Monthly salary /person	Monthly remuneration /person	Coefficient	Total annual income	Notes
		(1)	(2)	(3)	(4)	(5)	(6)=(1)*(2)* [(3)+(4)]*(5)	
1	Chairman of the BOD	01	07	62.00		1.2	964.80	- Salaries and remunerations: in accordance with Decree 44 (January-July) and Decree 248 (August-December); - Coefficient: linked to business performance results as prescribed in Clause 2. Article 22 of Decree 44 and Clause 1. Article 5 of Decree 248.
			05	74.00				
2	Member of the BOD. General Director	01	07		10.00		156.00	
			05		12.00			
3	Member of the BOD. Deputy General Director	02	07		10.00		312.00	
			05		12.00			
4	Concurrent Member of the BOD	01	07		10.00		156.00	
			05		12.00			
5	Dedicated Head of the BOS	01	07	52.00			808.80	
			05	62.00				
6	Concurrent Member of the BOS	02	07		10.00		312.00	
			05		12.00			

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, ,2026

DRAFT

PROPOSAL

**the Authorization for the BOD to select the Independent auditing firm
for the Financial statements for the period 2026-2028**

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;

Pursuant to point i, clause 2, Article 14 of the Company's Charter, the General Meeting of Shareholders shall approve the list of independent auditing firms and authorize the Board of Directors to select one of these firms or appoint an independent auditing firm to audit the Company's financial statements. At the same time, pursuant to point q, clause 1, Article 35 of the Company's Charter, the Board of Supervisors shall propose and recommend to the General Meeting of Shareholders for approval the list of eligible auditing firms to conduct the audit of the Company's financial statements.

To ensure the timely review and audit of the 2026 financial statements, as well as consistency and continuity in auditing for subsequent years, the Board of Directors respectfully submits to the 2026 AGM for approval the authorization for the Board of Directors to approve the list of independent auditing firms for the 2026–2028 period based on the proposal of the Board of Supervisors from the list of audit firms approved to audit public interest entities in the securities sector in 2026 as announced by the State Securities Commission of Vietnam; decide on the independent auditing firm to audit the Company's financial statements for the 2026–2028 period; and dismiss the independent auditor when deemed necessary.

We respectfully request the GMS to approve this authorization./.

Recipients:

- As above;
- Archived: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Nhu Hoang Tuan

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Approval of amendments and supplements to, and the Drafts of, the Company Charter (14th amendment)

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam, and the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations No. 56/2024/QH15 dated November 29, 2024 of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;

- Pursuant to Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister on the Vietnam Standard Industrial Classification, effective from November 15, 2025, replacing Decision No. 27/2018/QĐ-TTg dated July 6, 2018;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024.

In order to ensure compliance with applicable regulations, promptly update changes in the aforementioned legal documents, and meet the Company's business development requirements, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders as follows:

- Approval of the amendments and supplements to the Company's Charter (14th amendment) (as detailed in the Appendices and the draft Charter attached hereto), including:

- + Update changes to industry codes, specific business line details, and refine the wording of business lines for EVNPECC3 to align with Decision No. 36/2025/QĐ-TTg;
- + Adjust detailed information due to changes in administrative boundaries and wording according to current legal regulations;
- + Amend and supplement several business lines and refine wording and presentation format for business sectors specified in Clause 1, Article 3 of the Company Charter;
- + Review and update contents according to Decree No. 245/2025/NĐ-CP regarding public company governance and unify terminology in accordance with legal regulations.

Assign the Legal Representative of the Company to issue the 14th amended Charter of the Company to comply with legal regulations.

- Approval of the Company's implementation of procedures to adjust certain registered business lines on the National Business Registration Portal to ensure consistency with the current Company Charter.

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Attached:

- Appendix 1. Amendments and supplements to the Company's Charter;
- Appendix 2. Amendments and supplements to certain business lines of the Company's Charter;
- Draft of the Company's Charter (14th Amendment).

Nguyen Nhu Hoang Tuan

APPENDIX 1.
AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

(Attached to Proposal No. .../TTr-HDQT-TVĐ3 dated .../.../2026)

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
Article 24. Composition and term of office of the Board of Directors			
1.	The Board of Directors is the company's management body, with full authority to decide and exercise rights and obligations on behalf of the company as prescribed in Clause 2, Article 153 of the Law on Enterprises. The number of members of the Board of Directors is five (5) people. The term of office of a member of the Board of Directors shall not exceed five (5) years and may be re-elected for an unlimited number of terms.		
	The structure of the Board of Directors must ensure: - At least 1/3 of the total number of members are non-executive members ; - At least 01 member of the Board of Directors is an independent member.	The structure of the Board of Directors must ensure: - At least 01 member of the Board of Directors is a non-executive member ; - At least 01 member of the Board of Directors is an independent member.	- According to the provisions of Clause 79, Article 1 of Decree 245/2025/NĐ-CP
5.	Standards and conditions for nomination or candidacy for the Board of Directors:		
d.	A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors of another company .	A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors or Board of Members of at most 05 other Companies ;	- According to the provisions of Clause 78, Article 1 of Decree 245/2025/NĐ-CP
Article 25. Powers and duties of the Board of Directors			
3.	The rights and duties of the Board of Directors are stipulated by law, the Company's Charter and decisions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:		
d.	Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of Subsidiaries, Branches,	Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, merger,	- Text in blue is added for the sake of completeness.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	Representative Offices and capital contribution, purchase of shares of other enterprises;	consolidation, reorganization or dissolution, change of address of Subsidiaries, Branches, Representative Offices and capital contribution, purchase/transfer of shares of other enterprises;	
j.	Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; organizing dividend payments ; handle losses arising during the business process;	Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; payment of dividends to shareholders is carried out in accordance with the law after being approved by the Annual General Meeting of Shareholders ; handle losses arising during the business process;	- According to the provisions of point b, clause 81, Article 1 of Decree 245/2025/NĐ-CP
4.	The following matters must be approved by the Board of Directors:		
e.	Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company;	Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company which are valued at 35% or more of the total asset value recorded in the Company's most recent financial statements ;	- Adjustments to align with point c, Clause 2, Article 33 of the Regulations.
Article 32. Appointment, dismissal, duties and powers of the General Director			
3.	Standards and conditions for appointment as General Director:		
d .		Must not be a related party of the business manager, the company's and parent company's auditor, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.	- According to Clause 83, Article 1 of Decree 245/2025/ND-CP.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
Article 33. Authority for contracts and transactions			
1.	<p>1. The General Meeting of Shareholders has the authority to:</p> <p>a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;</p> <p>c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.</p>	<p>1. The General Meeting of Shareholders has the authority to:</p> <p>a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;</p> <p>c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.</p>	- Adjustments are made clear, consistent, logical, and compliant with legal regulations.
2.	<p>2. The Board of Directors has the authority to:</p> <p>a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;</p> <p>b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;</p>	<p>2. The Board of Directors has the authority to:</p> <p>a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;</p> <p>b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;</p>	

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article;</p> <p>d. Approving contracts for tendering with a value of 35% or more of the total asset value recorded in the Company's most recent financial report.</p>	<p>c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article.</p>	
3.	<p>3. The General Director has the authority to:</p> <p>a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Decide on contracts for tendering with no limit on value;</p> <p>c. Decide on contracts for tendering, purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 2 of this Article.</p>	<p>3. The General Director has the authority to:</p> <p>a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Decide on contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clauses 1 and 2 of this Article.</p>	
Article 36. Responsibility for honesty and avoiding conflicts of interest			
1.	<p>1. Members of the Board of Directors, Supervisors, the General Director, and other management personnel may only use information obtained through their positions to serve the interests of the Company; they are not permitted to use business opportunities that could benefit the Company for personal gain; nor are they permitted to use</p>	<p>1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers must disclose their relevant interests in accordance with the Law on Enterprises and related legal documents.</p>	<p>- Clause 1 to Clause 5 are adjusted in align with Article 47 of the model regulations of Circular 116 and</p>

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.		Article 291 of Decree 155/2020.
2.	2. Members of the Board of Directors, Supervisors, General Managers, and other management personnel are obligated to declare to the Company all related interests that may conflict with the Company's interests and which they may obtain through other economic entities, transactions, or individuals as stipulated in Article 164 of the Enterprise Law.	2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties may only use information obtained through their positions to serve the interests of the Company.	
3.	3. The company is not permitted to grant loans or guarantees to members of the Board of Directors, Supervisory Board, General Director, other management officers, and persons related to the aforementioned members or legal entities in which these persons have financial interests, except in cases where such loans or guarantees have been approved by the General Meeting of Shareholders.	3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the Law on Securities on information disclosure.	
4.	4. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisory Board, General Director, other managers, or persons related to them, or between the Company, partners, associations, or organizations of which one or more members of the Board of	4. Members of the Board of Directors are not allowed to vote on transactions that benefit that member or their related parties as stipulated in the Law on Enterprises and the company's charter.	- Clause 6 refers to Clause 6, Article 47 of the Model Regulations

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>Directors, Supervisory Board, General Director, other managers, or persons related to them are members or have a financial interest, shall not be invalidated in the following circumstances:</p> <p>a. For contracts with a value less than 35% of the total value of assets recorded in the most recent financial statement, the material elements of the contract or transaction, as well as the relationships and interests of the managers or members of the Board of Directors, have been reported to the Board of Directors or the relevant subcommittee. Furthermore, that Board of Directors or subcommittee has authorized the execution of the contract or transaction in good faith by a majority vote of the Board members who have no financial interest;</p>	<p>5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties are not allowed to use or disclose internal information to others to carry out related transactions.</p> <p>6. Contracts or transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these parties are not invalid in the following cases:</p>	Circular 116/2020/TT-BTC.
5.	<p>b. For contracts with a value equal to or greater than 35% of the total value of assets recorded in the most recent financial statement, the significant elements of the contract or transaction, as well as the relationship and interests of the management, Supervisory Board or Board members, have been disclosed to non-interested shareholders who have the right to vote on the matter, and those shareholders have voted in favor of the contract or transaction;</p> <p>c. The contract or transaction is deemed fair and reasonable in all respects to the company's shareholders at the time the transaction or contract is authorized by the Board of Directors or a</p>	<p>a. For contracts valued at less than 35% of the total asset value recorded in the most recent financial statement, the significant contents of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, General Director, and other executives, have been reported to the Board of Directors and approved by a majority vote of the Board members who have no vested interest;</p> <p>b. For contracts with a value equal to or greater than 35% or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total</p>	Clause 7 is added in accordance with Article 1, Clause 83, Decree 245/2025

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>subcommittee of the Board of Directors or the shareholders;</p> <p>5. Members of the Board of Directors, Supervisory Board, General Director, other management and persons related to the aforementioned members are not permitted to use or disclose unpublished information of the Company to others to carry out related transactions.</p>	<p>asset value recorded in the most recent financial statement, the significant contents of this contract or transaction, as well as the relationship and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting of shareholders without an interest.</p> <p>7. The General Director shall not be a related party of the enterprise manager, the Board of Supervisors of the company and parent company, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.</p>	
Chapter XVI. ANNUAL REPORTS, RESPONSIBILITIES FOR INFORMATION DISCLOSURE, AND PUBLIC ANNOUNCEMENTS		CHAPTER XVI. FINANCIAL STATEMENTS, ANNUAL REPORTS, DISCLOSURE RESPONSIBILITIES, PUBLIC NOTICES	- Change the chapter title and restructure Chapter XVI from 2 articles to 3 articles.
Article 44. Annual, semi-annual, and quarterly financial statements			
4.	The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website.	The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website and report to the State Securities Commission and the Stock Exchange as prescribed.	- According to the provisions of Clause 1, Article 7 of Circular 96/2020/TT-BTC

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
Article 45. Annual Report			
	<p>1. The Company must prepare, send and publish annual financial statements approved by the General Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market.</p> <p>2. The Company shall publish on its website the following information:</p> <p>a. The Company's Charter;</p> <p>b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company;</p> <p>c. The annual financial statements approved by the General Meeting of Shareholders;</p> <p>d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.</p>	<p>Article 45. Annual Report The company must prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.</p> <p>Article 46. Information Disclosure 1. The Company must prepare, send and publish audited annual financial statements approved by the General Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market. 2. The Company shall publish on its website the following information: a. The Company's Charter; b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company; c. The annual financial statements approved by the General Meeting of Shareholders; d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.</p>	<p>- Amend Article 45 and add Article 46; - Amend Article 56 in accordance with the model charter attached to Circular 116/2020/TT-BTC; - Add content on information disclosure to conform with Articles 175 & 176 of the Law on Enterprises.</p>
Article 53. Effective Date			
1.	This 13 th Charter, consisting of XXI Chapters and 52 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 on June 27, 2024 and the full text of this Charter shall be approved.	This 14 th Charter, consisting of XXI Chapters and 53 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 on 2026 and the full text of this Charter shall be approved.	- Additional Articles are added due to the amendment and revision of Articles 45 and 46.

APPENDIX 2.
AMENDMENTS AND SUPPLEMENTS TO CERTAIN BUSINESS LINES OF THE COMPANY’S CHARTER
(Attached to Proposal No. .../TTr-HĐQT-TVĐ3 dated .../.../2026)

Article 3. Business fields and operational objectives of the Company			
1. Business fields of the Company:			
<i>* The business lines subject to adjustment and modification include:</i>			
Clause	Current Charter (13th Amendment, 2024)	Draft Charter, 14th Amendment	Reason/Basis
a	Architectural activities and related technical consultancy:		
(Industry Code: 7110) - Main Business Activities	<ul style="list-style-type: none"> - Develop power development plans for districts, provinces, and cities, and development plans for power plant projects (hydroelectric, thermal, and nuclear power) and renewable energy (wind, solar, biogas, and geothermal). - Prepare investment reports, investment projects, tender documents, bidding documents for projects such as: power plants, civil and industrial construction, power transmission lines and substations (power grid projects); - Geological, topographical, and hydrological surveys; - Design and review of architectural designs for civil and industrial works; Design and review of designs for: civil works, industrial buildings, energy industry, power plants, power grids, transportation (roads), agricultural and rural development projects, technical infrastructure (water supply, drainage, waste treatment). Design and review of communication systems and information technology systems for civil and industrial works. 	<ul style="list-style-type: none"> - Designing regional power development plan for provinces, cities and planning for development of power plant projects (hydroelectricity, thermal power, nuclear power) and renewable energy (wind power, solar power, biogas, geothermal, hydropower, biomass); - Designing construction plan and providing architectural consultation; - Making investment reports, investment projects, bidding documents, bidding documents, projects: Power plants, construction of civil and industrial works, power transmission lines and transformer stations (power grid projects); - Geological, topographical, hydrological surveys; marine surveys; surveying and data collection of remote sensing imagery, application of 3D technology to topography and geology; - Design, design review, and preparation of overall cost estimates and detailed cost estimates for power generation projects such as: Power sources (hydroelectric, pumped storage, thermal, nuclear, 	<ul style="list-style-type: none"> - Update industry codes and details of certain occupations according to Decision 36/2025/QĐ-TTg. - Update in accordance with the two-level administrative boundaries and the Planning Law; - Update business lines and revise the wording and presentation

<p>Prepare overall cost estimates for: civil works, industrial (energy) projects, agricultural and rural development projects, transportation (roads);</p> <ul style="list-style-type: none"> - Consulting on design, design review, and supervision of fire prevention and firefighting; - Consulting services for project and proposal preparation: Investigation and assessment of the forestry environment and society; Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (excluding services for surveying, assessing and exploiting natural forests including timber harvesting and hunting, trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture); - Providing consultancy services for preparing documents related to changing forest land use to other purposes and performing other science and technology services related to forestry service activities; - Providing consultancy services for conducting greenhouse gas inventories at the grassroots level and preparing grassroots-level greenhouse gas inventory reports; - Reviewing investment projects for construction projects, evaluating bidding documents for power plant construction projects, power grid projects, civil and industrial works; - Consulting and supervising the construction of civil, industrial (power plants, power grid projects), and projects serving agriculture and rural 	<p>wind, solar, geothermal, tidal, waste-to-energy, biomass, biogas, and other new and renewable energy sources); Power grids (transmission lines and substations) and lighting systems. Design and design review of communication and telecommunication systems, industrial and civil works. Consulting on design, design review, and preparation of overall cost estimates and detailed cost estimates for irrigation works, agricultural and rural development works, technical infrastructure, transportation, civil works, urban areas, and functional zones;</p> <ul style="list-style-type: none"> - Consulting on design, design review, and supervision of fire prevention and firefighting; - Consulting on project proposals and plans: Investigation and assessment of the environmental and social aspects of forestry, application of remote sensing and GIS technology in: Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (<i>excluding services for surveying, assessing and exploiting natural forests for timber harvesting and hunting/trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture</i>); - Consulting on the preparation of dossiers for converting forest purposes to other purposes and performing other scientific and technological services related to forestry service activities; - Consulting on the implementation of grassroots greenhouse gas inventories, developing grassroots greenhouse gas inventory reports; 	<p>style.</p>
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<p>development;</p> <ul style="list-style-type: none"> - Consulting and supervising the installation of equipment in construction projects (electrical systems for industrial buildings); - Supervising the construction and completion of technical infrastructure projects and road and bridge transportation projects; - Supervising geological, topographical, and hydrological surveys for construction projects of power plants, power grids, civil and industrial buildings; - Managing investment projects for the construction of power plants, power grids, civil and industrial buildings; Managing construction investment costs; - Experiments with soil, rock, sand, water, concrete, steel, and other building materials; - Testing and acceptance of power plant projects, power grid projects, and civil and industrial construction projects; - Expertise in the field of construction of power plants, power grids, civil and industrial works (excluding forensic expertise); - Surveying topographic and geological maps, and drawing cadastral, specialized, and atlas maps; - Surveying, preparing investment projects, and designing telecommunications infrastructure. 	<ul style="list-style-type: none"> - Appraising investment projects for construction projects, appraising bidding documents for power plant construction projects, power grid projects, civil and industrial works; - Consulting on supervision of construction works: Construction, installation of equipment, testing, and acceptance of Civil and industrial works, works for agricultural and rural development; - Supervising the construction and completion of technical infrastructure works and bridge and road traffic works; - Supervising geological, topographical and hydrological surveys of power plant, power grid, civil and industrial construction works; - Managing investment projects for construction of power plant, power grid, civil and industrial works; Managing construction investment costs; - Conducting specialized construction testing of soil, rock, sand, water, concrete, steel and other construction materials (including laboratory and field testing); - Testing and acceptance of power plant works, power grid works, civil and industrial construction works; - Appraisal in the field of construction of power plant, power grid, civil and industrial works (<i>except for judicial appraisal</i>); - Surveying and mapping of topography (on land and underwater, including the seabed), geology, and cadastral mapping, specialized fields, and atlases; monitoring of displacement and deformation of structures;; 	
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		<ul style="list-style-type: none"> - Surveying, preparing investment projects, designing telecommunications works. - Management, operation, maintenance, repair, renovation, and upgrading services for power plants, substations, and power transmission lines (<i>excluding the management and operation of multi-purpose hydropower plants and nuclear power plants of particular economic and social importance</i>). 	
g (Industry code: 4221)	Construction of power plants Details: Construction work for industrial energy projects such as power lines and substations (CPC 513)	Construction of electricity works (<i>Except construction, operation of multi-purpose hydropower, nuclear power of special economic and social importance</i>);	- Adjust the detailed content.
n (Industry code: 4329)	Installation of other building systems (Details: Construction and installation of solar panel systems, solar generators, solar transformers, solar power equipment and other building systems). Construction and installation of equipment into the building. Construction and installation of fire prevention and firefighting systems (CPC 516)	Installation of other construction systems (Details: Construction and installation of power systems, generators, transformers, power equipment and other construction systems). Construction and installation of equipment into works. Construction and installation of fire prevention and fighting systems;	- Adjust and supplement the detailed content.
y (Industry code: 7120)	Technical testing and analysis Details: Construction quality inspection. Testing services for the mechanical strength of concrete, structures, and building materials. Drilling and grouting for waterproofing, reinforcement and treatment of building foundations. Power plant inspection. (CPC 8676, CPC 545)	Technical inspection and analysis Details: Inspection and appraisal of construction works quality, certification of eligibility to ensure load-bearing safety and certification of conformity of construction works quality. Testing services to check the mechanical strength of concrete, structures, construction materials. Testing services for physical and mechanical properties of soil, rock and construction materials. Energy audit. Inspection of power plant equipment;	- Adjust and supplement the detailed content.

**** Additional business activities include:***

Clause	Draft Charter, 14th Amendment	Industry code	Notes
Point c	Electricity production from renewable energy sources (Details: Electricity production from solar energy) (CPC 887)	3512	Change the industry code from 3511 to 3512 and adjust the industry code name.
Point d	Electricity transmission and distribution ((Details: Sale of solar power (excluding transmission, national power system dispatch and construction, operation of multi-purpose hydropower plants, and nuclear power plants of particular economic and social importance)) (CPC 887)	3513	Change the industry code from 3512 to 3513 and provide details.
Point dd	Construction of residential housing (CPC 512)	4101	
Point e	Construction of buildings not intended for habitation (CPC 513)	4102	
Point f	Road construction (CPC 513)	4212	
Point h	Construction of water supply and drainage works (CPC 513)	4222	
Point i	Construction of telecommunications and communication infrastructure (CPC 5139)	4223	
Point k	Demolition (excluding blasting services and dismantling of used ships) (CPC 511)	4311	
Point o	Completion of construction works (CPC 517)	4330	
Point q	Wholesale of computers, peripherals, and software. Details: Wholesale of software (Excluding the exercise of export, import, and distribution rights for goods on the List of goods that foreign investors are not allowed to export, import, or distribute, such as: tobacco and cigars, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and processed oil, rice, sugarcane and beet sugar). (CPC 622)	4651	Industry code 4651 has been renamed from Wholesale of microcomputers to Wholesale of computers.
Point s	Publish other software Details: Publishing system software, publishing application software, publishing other software (CPC 841 - 845 & 849)	5829	

Point t	Other computer programming Details: Computer programming, software production (CPC: 842)	6219	Change the industry code from 6201 to 6219 and adjust the industry code name.
Point u	Computer consulting and computer infrastructure management (CPC: 8421)	6220	Change the industry code from 6202 to 6220 and adjust the industry code name.
Point v	Other computer and information technology services (CPC: 849)	6290	Change the industry code from 6209 to 6290 and adjust the industry code name.
Point w	Information technology infrastructure, data processing, storage, and related operations. Details: Data processing (excluding agency business providing internet access services) (CPC: 843)	6310	Change the industry code from 6311 to 6310 and adjust the industry code name.
Point z	Other professional, scientific and technological activities not classified elsewhere. Details: Preparation of environmental impact assessment reports, resettlement of displaced persons, land surveying and demarcation, compensation for land clearance for power plants, power grids, civil and industrial works. Implementation of basic water resource investigation projects. Consulting on water resource planning and consulting on the preparation of proposals and reports in applications for water resource permits; Network information security consulting services (CPC 8399).	7499	Change the industry code from 7490 to 7499 and adjust the detailed content accordingly.
* The business lines that have been removed include:			
No.	Names of business sectors and occupations removed.	Industry code	Notes
1	Electricity production Details: electricity production from solar energy	3511	Change the industry code from 3511 to 3512 and adjust the industry code name.

2	Electricity transmission and distribution Details: Selling electricity to consumers (excluding transmission, national power system dispatch and distribution grid management, multi-purpose hydropower, and nuclear power).	3512	Change the industry code from 3512 to 3513 and provide details.
3	Wholesale of computers, peripherals, and software. Details: Wholesale of software (Excluding the exercise of export, import, and distribution rights for goods on the List of goods that foreign investors are not allowed to export, import, or distribute, such as: tobacco and cigars, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and processed oil, rice, sugarcane and beet sugar).	4651	Industry code 4651 has been renamed from Wholesale of computers to Wholesale of computers.
4	Computer programming Details: Computer programming, software production (CPC: 842)	6201	Change the industry code from 6201 to 6219 and adjust the industry code name.
5	Computer consulting and computer system administration. (CPC: 8421)	6202	Change the industry code from 6202 to 6220 and adjust the industry code name.
6	Information technology services and other services related to computers. (CPC: 849)	6209	Change the industry code from 6209 to 6290 and adjust the industry code name.
7	Data processing, leasing, and related activities. Details: Data Processing (CPC: 843)	6311	Change the industry code from 6311 to 6310 and adjust the industry code name.
8	Other professional, scientific and technological activities not classified elsewhere. Details: Consulting services for preparing assessment documents: environmental impact assessment, resettlement of displaced persons, land surveying and demarcation, compensation for land clearance for power plants, power grids, civil and industrial projects.	7490	Change the industry code from 7490 to 7499 and adjust the detailed content accordingly.

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Approval of amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam, and the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations No. 56/2024/QH15 dated November 29, 2024 of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP.

In order to update the legal regulations for public companies, ensure consistency with the Company's Charter, internal management regulations, and suitability to the Company's governance practices, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders as follows:

1. Approval of the amendments and supplements to, and authorization for the Chairman of the Board of Directors to sign and promulgate, the Internal Regulations on Corporate Governance of Power Engineering Consulting Joint Stock Company 3 (Issue No.: 06) *(as detailed in Appendix 1 and the draft Regulation attached hereto).*
2. Approval of the amendments and supplements to, and authorization for the Chairman of the Board of Directors to sign and promulgate, the Regulations on the Operation of the Board of Directors of Power Engineering Consulting Joint Stock

Company 3 (Issue No.: 03) *(as detailed in Appendix 2 and the draft Regulation attached hereto)*.

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Attached:

- Appendix 1. Amendments and supplements to the Internal Regulations on Corporate Governance;
- Appendix 2: Amendments and supplements to the Regulations on the Operation of the Board of Directors;
- Draft Internal Regulations on Corporate Governance (Issue No.: 06);
- Draft Regulations on the Operation of the Board of Directors (Issue No.: 03).

Nguyen Nhu Hoang Tuan

APPENDIX 1.
AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

(Attached to Proposal No. .../TTr-HDQT-TVĐ3 dated .../.../2026)

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
Pursuant to:	<p>1. Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;</p> <p>2. Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;</p> <p>3. Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;</p>	<p>1. The Law on Securities No. 54/2019/QH14 dated November 26, 2019; the Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations of the National Assembly of the Socialist Republic of Vietnam;</p> <p>2. The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;</p> <p>3. Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;</p>	<p>- Update current amendments and supplements in accordance with legal regulations</p>

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
Article 2. General Meeting of Shareholders 3. Detailed order and procedures for GMS meetings: 3.1 Procedure for in-person voting at the GMS meeting is as follows: e) Agenda and content of the GMS meeting.			
	<ul style="list-style-type: none"> - Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository; - Determining the time and venue for organizing the general meeting; - Notifying and sending the GMS meeting notice to all shareholders entitled to attend; - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors; - Other tasks serving the meeting. 	<ul style="list-style-type: none"> - Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation; - Determining the time and venue for organizing the general meeting; - Notifying and sending the GMS meeting notice to all shareholders entitled to attend; - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors; - Other tasks serving the meeting. 	<ul style="list-style-type: none"> - Updated VSDC's new name
Article 3. Board of Directors 4. The order and procedures for organizing meetings of the Board of Directors include the following main contents:			
	a) Minimum number of quarterly meetings; The Board of Directors shall hold regular meetings at least once per quarter, during the first week of each quarter .	a) Minimum number of meetings per quarter: The Board of Directors holds regular meetings at least once a quarter.	<ul style="list-style-type: none"> - Ensure compliance with legal regulations and internal governance practices of the Company
Article 5. General Director 2. 2. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director: b) b) Standards and conditions to be appointed as General Director:			
	<ul style="list-style-type: none"> - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise 	<ul style="list-style-type: none"> - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises; 	<ul style="list-style-type: none"> - Add the text in blue as stipulated in Clause 83, Article 1 of

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	<p>management as prescribed in Clause 2, Article 17 of the Law on Enterprises;</p> <ul style="list-style-type: none"> - Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration; - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a representative of the enterprise's capital at the Company and the parent company. 	<ul style="list-style-type: none"> - Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration; - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a representative of the enterprise's capital at the Company and the parent company; - Must not be a related person to enterprise managers, Supervisors of the company and the parent company, representatives of state capital, or representatives of the enterprise's capital at the company and the parent company according to point d, Clause 46, Article 4 of the Law on Securities. 	<p>Decree 245/2025/NĐ-CP</p>
<p>Article 6. Other activities</p> <p>4.</p>	<p>Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons.</p>	<p>Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons according to the provisions of the Law on Enterprises and the Company Charter.</p>	<p>- Supplementing to ensure consistency with the Charter</p>

APPENDIX 2.

AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

(Attached to Proposal No. .../TTr-HDQT-TVĐ3 dated .../.../2026)

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
Regulation code	QC-VP-04	QCQLNB-QC-03	- Compliant with the Company's internal governance regulation system
Article 3. Rights and obligations of members of the Board of Directors			
	3. Independent member of the Board of Directors must prepare an evaluation report on the operation of the Board of Directors.	3. Each independent member of the Board of Directors must prepare an evaluation report on the operation of the Board of Directors.	- As stipulated in Clause 80, Article 1 of Decree 245/2025/NĐ-CP
Article 6. Standards and conditions for members of the Board of Directors			
1. Members of the Board of Directors must meet the following standards and conditions:			
	c. A Board member can simultaneously be a member of the Board of Directors of another company;	c. A Board member can simultaneously be a member of the Board of Directors or Members' Council at a maximum of 05 other companies;	- According to the provisions of Clause 78, Article 1 of Decree 245/2025/NĐ-CP
Article 11. Rights and obligations of the Board of Directors			
2. The rights and obligations of the Board of Directors are prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:			

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of Subsidiaries, Branches, Representative Offices, and capital contributions, purchase of shares of other enterprises;	d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, consolidation, merger, reorganization, or dissolution, change of address of Subsidiaries, Branches, Representative Offices, and capital contributions, purchase/ transfer of shares of other enterprises;	- Add text in blue for the sake of completeness
	j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; organize dividend payments ; handle losses arising during business operations;	j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; pay dividends to shareholders according to legal provisions after approval by the Annual General Meeting of Shareholders ; handle losses arising during business operations;	- According to the provisions of point b, clause 81, Article 1 of Decree 245/2025/ND-CP
Article 17. Submission of annual reports			
2.	The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 10 days before the opening of the Annual General Meeting of Shareholders.	The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 30 days before the opening of the Annual General Meeting of Shareholders.	- According to Clause 2, Article 18 of the sample quality control attached to Circular 116/2020/TT-BTC

No.: /TTr-HĐQT-TVĐ3

Ho Chi Minh City, , 2026

DRAFT

PROPOSAL

The Dismissal of a Member of the Board of Directors

To: Annual General Meeting of Shareholders 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;

- Pursuant to Article 2 of Resolution No. 36/NQ-HĐQT-TVĐ3 dated March 26, 2026 of the Board of Directors;

- Pursuant to the Resignation Letter of Mr. Tran Le Minh from the position of Member of the Board of Directors dated March 20, 2026.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders the dismissal of a Member of the Board of Directors as follows:

- On March 20, 2026, Power Engineering Consulting Joint Stock Company 3 received the resignation letter from Mr. Tran Le Minh, Member of the Board of Directors of the Company for the 2022-2027 term.
- To ensure compliance with applicable regulations on the dismissal of a Member of the Board of Directors, the Board of Directors proposes that the General Meeting of Shareholders approve the dismissal of Mr. Tran Le Minh from the position of Member of the Board of Directors, effective from April 23, 2026.

The Board of Directors respectfully submits this for the General Meeting of Shareholders' review and approval./.

Recipients:

- As above;
- Archives: Office, BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Nguyen Nhu Hoang Tuan

DRAFT

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: /BB-DHĐCĐ-TVĐ3

Ho Chi Minh City, April 23, 2026

MINUTES

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

Company name: Power Engineering Consulting Joint Stock Company 3
Head office: No. 32 Ngo Thoi Nhiem Street, Xuan Hoa Ward, Ho Chi Minh City
Business registration certificate: No. 0301475102, initially registered on November 17, 2007; amended for the 16th time on August 26, 2025, issued by Ho Chi Minh City Department of Finance.

A. TIME AND VENUE MEETING

Time: From 08:00 AM to 12:00 PM, on April 23, 2026.
Venue: Conference Hall of Power Engineering Consulting Joint Stock Company 3, No. 32 Ngo Thoi Nhiem Street, Xuan Hoa Ward, Ho Chi Minh City.

B. PARTICIPANTS

1. The Presidium:
- Mr. Nguyen Nhu Hoang Tuan

Chairman of the BODChairman
- Mr. Lac Thai Phuoc

Member of the BOD, General Director
- Mr. Vo Van Phuong

Independent member of the BOD
2. The Board of Directors (BOD):
- Mr. Nguyen Nhu Hoang Tuan

Chairman of the BOD
- Mr. Lac Thai Phuoc

Member of the BOD, General Director
- Mr. Tran Quoc Dien

Member of the BOD
- Mr. Tran Le Minh

Member of the BOD
- Mr. Vo Van Phuong

Independent member of the BOD
3. The Board of Supervisors (BOS):
- Ms. Truong Thi Anh Dao

Head of the BOS
- Ms. To Thi My Hang

Member of the BOS
- Mr. Nguyen Van Thien

Member of the BOS
4. Guests:
-

Representative of SSC
-

Representative of Independent auditing Company (VACO)
-

.... EVN
-

.... EVN

5. Shareholders and shareholder representatives of the Company: Details are provided in Section D.I.5 of the report on the number of shareholders attending the 2026 Annual General Meeting of Shareholders (AGM).
6. The Organizing Committee:
 - Mr. Pham Tran Quoc Viet Head of the Committeeand the members according to Decision No. 13/QĐ-HĐQT-TVĐ3, dated January 01, 2026.
7. The Shareholders Reception Committee:
 - Ms. Tran Diem Khanh Head of the Committeeand the members according to Decision No. 13/QĐ-HĐQT-TVĐ3, dated January 01, 2026.

C. AGENDA OF THE AGM

1. Opening procedures.
2. Reports presented to the AGM:
 - Report on the Activities of the Board of Directors in 2025;
 - Report of the Independent member of the BOD on the assessment of the BOD's Activities in 2025;
 - Report on the Business results for 2025 and the Business plan for 2026;
 - Report on the Financial situation for 2025 and the Financial plan for 2026;
 - Report of the Board of Supervisors.

The AGM discusses, provides suggestions and votes to approve the Reports.
3. Proposals presented to the AGM:
 - Proposal on the Business results for 2025 and the Business plan for 2026;
 - Proposal on the Audited combined financial statements for 2025, the Financial results for 2025 and the Financial plan for 2026;
 - Proposal on the Approval of contracts between the Company and Related Persons;
 - Proposal on the Profit distribution for 2025 and the Profit distribution plan for 2026;
 - Proposal on the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2026;
 - Proposal on the Authorization for the BOD to select the Independent auditing firm for the Financial statements for the period 2026-2028;
 - Proposal on the Approval of amendments and supplements to, and the Draft of, the Company Charter (14th amendment);
 - Proposal on the Approval of amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors;
 - Proposal on the Dismissal of a Member of the Board of Directors.

The AGM discusses, provides suggestions and votes to approve the Proposals.

4. Following the General Meeting of Shareholders' approval of the dismissal of a member of the BOD and the election of an additional member of the BOD:
 - Approval of the Election Regulations;
 - Approval of the list of candidates;
 - Election of the member of the BOD and announcement of the election results.

D. CONDUCTING THE AGM

I. Opening procedures

1. Mr. Pham Tran Quoc Viet - Head of the Organizing Committee conducted the opening procedures of the AGM:
 - Flag salute session.
 - Statement of reasons.
 - Introduction of the participants of the AGM.
 - Approval procedures for the list of the Presidium and the Meeting's Secretaries.
 - a. The Presidium:
 - Mr. Nguyen Nhu Hoang Tuan Chairman of the BOD Chairman
 - Mr. Lac Thai Phuoc Member of the BOD, General Director
 - Mr. Vo Van Phuong Independent member of the BOD
 - b. The Meeting's Secretaries:
 - Ms. Bui Thi Hoang Yen Member
 - Mr. Nguyễn Thanh Duy Member
2. The AGM unanimously approved the nominated lists of the Presidium and the Meeting's Secretaries, with the voting results:
 - Approval: shares; accounting for % of total shares attending the AGM
 - Disapproval: shares; accounting for % of total shares attending the AGM
 - Abstention: shares; accounting for % of total shares attending the AGM
3. Mr. Nguyen Nhu Hoang Tuan, the Chairman of the AGM, conducted the procedures to approving the AGM agenda, which was approved by the AGM, with the voting results:
 - Approval: shares; accounting for % of total shares attending the AGM
 - Disapproval: shares; accounting for % of total shares attending the AGM
 - Abstention: shares; accounting for % of total shares attending the AGM
4. Mr. Nguyen Nhu Hoang Tuan, the Chairman of the AGM, conducted the procedures to approving the Vote Counting Committee, as follows:
 - Introduction of the list of the Vote Counting Committee:
 - Mr./Ms. ... Head of the Committee
 - Mr./Ms. ... Member
 - Nominations and self-nominations by shareholders/shareholder representatives attending the AGM:
 - The AGM voted to approve the list of the Vote Counting Committee, including members as follows:
 - Mr./Ms. ... Head of the Committee
 - Mr./Ms. ... Member

- Mr./Ms. ... Member
- with the voting results:
- Approval: shares; accounting for % of total shares attending the AGM
 - Disapproval: shares; accounting for % of total shares attending the AGM
 - Abstention: shares; accounting for % of total shares attending the AGM
5. Ms. Tran Diem Khanh, Head of the Shareholder Reception Committee, reported on the shareholders attendance at the AGM, as follows:
- Total number of attending shareholders: shareholders.
 - Total number of shares held by attending shareholders: shares.
 - Percentage of shares attending the AGM out of the total voting shares: %.
- Conclusion:** The 2026 Annual General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 met the requirement for the number of voting shares to proceed with the meeting (over 50% of the total voting shares).
6. Mr./Ms. - Head of the Vote Counting Committee, conducted the procedures to approving the Voting regulations, which was approved by the AGM, with the voting results:
- Approval: shares; accounting for % of total shares attending the AGM
 - Disapproval: shares; accounting for % of total shares attending the AGM
 - Abstention: shares; accounting for % of total shares attending the AGM

II. The AGM Contents

1. Report on the Activities of the Board of Directors in 2025

Mr. Nguyen Nhu Hoang Tuan - Chairman of the BOD, on behalf of the Board of Directors, reported to the AGM on the Activities of the Board of Directors in 2025, with the following detail:

- General Meeting of Shareholders;
- Activities of the Board of Directors;
- Activities of the BOD's subcommittee;
- Resolutions of the BOD;
- Salaries and Remuneration of the BOD's members;
- Supervision of the General Director and the Executive Board;
- Construction investment project for EVNPECC3 Headquarters in Thu Duc City, Ho Chi Minh City (*now Cat Lai Ward, Ho Chi Minh City*);
- Selection of an independent auditing firm to conduct the audit of the Company's combined financial statements for the 2023-2025 period;
- Report on related person transactions of the BOD;
- Activity plan of the BOD for 2026.

2. Report of the Independent member of the BOD on the assessment of the BOD's Activities in 2025

Mr. Vo Van Phuong - Independent member of the BOD, reported to the AGM on the assessment of the BOD's Activities in 2025, with the following detail:

- Assessment of Activities in 2025:

- + General Assessment;
- + Structure of the BOD;
- + Operating mechanisms of the BOD;
- + Results of governance and supervision of the Executive Board.
- Conclusion.

3. Report on the Business results for 2025 and the Business plan for 2026

Mr. Lac Thai Phuoc - General Director, on behalf of the Executive Board, reported to the AGM on the Business results for 2025 and the Business plan for 2026 of Power Engineering Consulting Joint Stock Company 3, with the following details:

3.1 The results of the 2025 Business plan:

a) Revenue and profit:

Target	Plan	Actual	Achievement Rate
Revenue	200.00 billion VND	330.24 billion VND	165.12%
Profit before tax	14.00 billion VND	19.95 billion VND	142.48%
Profit after tax	12.00 billion VND	16.95 billion VND	141.25%

b) New contract value:

Target	Plan	Actual	Achievement Rate
New contract value	240.0 billion VND	525.99 billion VND	219.16%

Among these, 130 contracts were signed between the Company and its related persons, with a total value of 485.31 billion VND.

c) Investment in construction and procurement of assets, machinery, equipment:

Target	Plan	Actual	Achievement Rate
Investment in construction of the Company's Headquarters in Thu Duc City (now Cat Lai Ward, Ho Chi Minh City)	36.40 billion VND	2.53 billion VND	6.95%
Procurement of assets, machinery, equipment	5.0 billion VND	2.91 billion VND	58.18%

3.2 The 2026 Business plan targets:

- a) Revenue plan: 300.00 billion VND
- b) Contract value plan: 360.00 billion VND
- c) Investment in construction and procurement of assets, machinery, equipment:
 - Investment in construction: 48.70 billion VND
 - Procurement of assets, machinery, equipment: 6.50 billion VND
- d) Profit before tax plan: 20.00 billion VND

4. Report on the Financial situation for 2025 and the Financial plan for 2026

Mr. Pham Hoang Vinh, Chief Accountant, on behalf of the Company, reported to the AGM on the Financial situation for 2025 and the Financial plan for 2026, as follows:

4.1 The Financial situation for 2025

Summary of the 2025 Combined financial statements

<u>Content</u>	<u>Opening balance</u>	<u>Closing balance</u>
1- Current assets	153,531 million VND	175,993 million VND
+ Cash and cash equivalents	38,941 million VND	24,456 million VND
+ Short-term financial investments	221 million VND	221 million VND
+ Short-term receivables	75,994 million VND	105,941 million VND
+ Inventories	36,644 million VND	44,222 million VND
+ Other current assets	1,731 million VND	1,153 million VND
2- Non-current assets	112,132 million VND	113,754 million VND
+ Long-term receivables	44,385 million VND	40,782 million VND
+ Fixed assets	12,590 million VND	13,246 million VND
+ Long-term assets in progress	1,372 million VND	4,039 million VND
+ Long-term financial investments	53,150 million VND	53,150 million VND
+ Other non-current assets	635 million VND	2,537 million VND
3- Total assets (1+2):	265,663 million VND	289,747 million VND
4- Liabilities:	110,946 million VND	124,312 million VND
+ Current liabilities	110,946 million VND	124,312 million VND
5- Equity:	154,718 million VND	165,435 million VND
+ Owner's equity	154,718 million VND	165,435 million VND
- Owner's contributed capital	95,173 million VND	95,173 million VND
- Capital surplus	0 million VND	0 million VND
- Treasury shares	-0,14 million VND	-0,14 million VND
- Investment and development fund	35,530 million VND	39,056 million VND
- Retained earnings	24,015 million VND	31,206 million VND
6- Total resources (4+5):	265,663 million VND	289,747 million VND

Note: The book value per share as of December 31, 2025, is:

(165,435,485,739 VND / 9,517,303 shares = 17,382 VND/share)

4.2 The Financial plan for 2026:

- Revenue: 300.00 billion VND
- Total expenses: 280.00 billion VND
- Profit before tax: 20.00 billion VND
- Profit after tax: 16.00 billion VND

5. Report of the Board of Supervisors

Ms. Truong Thi Anh Dao - Head of the BOS, on behalf of the BOS, reported to the AGM on the following contents:

- Activities of the BOS in 2025, self-assessment of the BOS' performance, and salaries, remuneration of the BOS' members in 2025;
- 2025 supervision results: implementation status of the 2025 AGM Resolutions; supervision of the Board of Directors and Executive Board; financial situation oversight, review of the 2025 financial statements, including an assessment of contracts and transactions between the Company and related persons under the approval authority of the BOD or the AGM in 2025;
- Work plan of the BOS for 2026;

- Recommendations of the BOS.

The AGM discussed the contents of the reports: (i) The Activities of the Board of Directors in 2025, (ii) The Independent member of the BOD on the assessment of the BOD's Activities in 2025, (iii) The Business results for 2025 and the Business plan for 2026, (iv) the Financial situation for 2025 and the Financial plan for 2026 and (v) Report of the Board of Supervisors. Comments and discussions are as follows:

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The AGM unanimously voted to approve the reports: (i) The Activities of the Board of Directors in 2025, (ii) The Independent member of the BOD on the assessment of the BOD's Activities in 2025, (iii) The Business results for 2025 and the Business plan for 2026, (iv) the Financial situation for 2025 and the Financial plan for 2026 and (v) Report of the Board of Supervisors, with the voting results:

- Approval: shares; accounting for % of total shares attending the AGM
- Disapproval: shares; accounting for % of total shares attending the AGM
- Abstention: shares; accounting for % of total shares attending the AGM

6. Approval of the Proposal on the Business results for 2025 and the Business plan for 2026

Mr. - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the Business results for 2025 and the Business plan for 2026.

The AGM discussed and unanimously agreed on the following specific contents:

6.1 The Business results for 2025:

a) Revenue and profit:

Indicator	Plan	Actual	Achievement Rate
Revenue	200.00 billion VND	330.24 billion VND	165.12%
Profit before tax	14.00 billion VND	19.95 billion VND	142.48%
Profit after tax	12.00 billion VND	16.95 billion VND	141.25%

b) Investment in construction and procurement of assets, machinery, equipment:

Target	Plan	Actual	Achievement Rate
Investment in construction of the Company's Headquarters in Thu Duc City (<i>now Cat Lai Ward, Ho Chi Minh City</i>)	36.40 billion VND	2.53 billion VND	6.95%
Procurement of assets, machinery, equipment	5.0 billion VND	2.91 billion VND	58.18%

6.2 The Business plan for 2026:

- a) Revenue plan: 300.00 billion VND
- b) Profit plan:
 - Profit before tax: 20.00 billion VND
 - Profit after tax: 16.00 billion VND
- c) Investment in construction and procurement of assets, machinery, equipment plan:
 - Investment in construction: 48.70 billion VND
 - Procurement of assets, machinery, equipment: 6.50 billion VND

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

7. Approval of the Proposal on the Audited combined financial statements for 2025, the Financial results for 2025, and the Financial plan for 2026

Mr. ... - Member of the BOD, presented the BOD's Proposal No. .../TTTr-HĐQT-TVĐ3 dated ..., 2026 on the Audited combined financial statements for 2025, the Financial results for 2025, and the Financial plan for 2026.

The AGM discussed and unanimously agreed on the following specific contents:

7.1 The 2025 Audited combined financial statements of Power Engineering Consulting Joint Stock Company 3 audited by VACO Auditing Company limited.

7.2 The Financial results for 2025

Indicator	Plan	Actual	Achievement Rate
Revenue	200.00 billion VND	330.24 billion VND	165.12%
Profit before tax	14.00 billion VND	19.95 billion VND	142.48%
Profit after tax	12.00 billion VND	16.95 billion VND	141.25%
ROE	9.06%	12.75%	140.76%

7.3 The Financial plan for 2026

- Revenue: 300.00 billion VND
- Profit before tax: 20.0 billion VND
- Profit after tax: 16.0 billion VND
- Profit after tax/Shareholders' Equity (ROE): 10.96%

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

8. Approval of the Proposal on the approval of contracts between the Company and Related Persons

Mr. - Member of the BOD, presented the BOD's Proposal No. .../TTTr-HĐQT-TVĐ3 dated ..., 2026 on the approval of contracts between the Company and Related Persons.

The AGM discussed and unanimously agreed on the following specific contents:

8.1 Approval of contracts between the Company and related persons, being Vietnam Electricity and its member entities, entered into in 2025 and the first quarter of 2026, as detailed in Appendix 1.

8.2 Approval of contracts between the Company and related persons, being Vietnam Electricity and its member entities, to be entered into within the next 12 months, with the list of projects, scope of work and key contractual terms subject to the following principles:

- The list of projects falls within the National Power Development Plan for the 2021-2030 period with a vision to 2050 (PDP VIII) and its amendments for the 2021-2030 period with a vision to 2025 (amended PDP VIII), as approved by the Prime Minister.
- Scope of work: provision of consulting services, including survey, design, supervision, appraisal, preparation of bidding documents, etc., in line with the Company's registered business lines.
- The value of each contract shall be determined following the completion of the bidding process; however, each contract shall not exceed 35% of the total assets recorded in the Company's most recent financial statements.
- Key contractual terms shall be based on the model consultancy contract issued together with Circular No. 02/2023/TT-BXD dated March 03, 2023 and the model consultancy service contract issued together with Circular No. 79/2025/TT-BTC dated August 04, 2025, or other contract templates in accordance with applicable laws.
- Specific contractual contents may be flexibly adjusted in accordance with market conditions, prevailing regulations and agreements between the Company and relevant parties, ensuring maximum benefits for the Company and its shareholders, operational efficiency, and compliance with applicable laws, the Company's Charter and internal regulations.

The General Director is assigned to organize the execution, signing and implementation of the aforementioned contracts between the Company and its related persons, and to report to the Board of Directors for submission of implementation results at the nearest General Meeting of Shareholders's meeting,

while ensuring full compliance with information disclosure obligations in accordance with applicable regulations.

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

9. Approval of the Proposal on the Profit distribution for 2025 and the Profit distribution plan for 2026

Mr. - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the Profit distribution for 2025 and the Profit distribution plan for 2026.

The AGM discussed and unanimously agreed on the following specific contents:

9.1 The Profit distribution for 2025

- | | |
|--|--------------------|
| 1. Profit after tax 2025 (PAT): | 16,949 million VND |
| 2. PAT from unrealized foreign exchange differences: | - 342 million VND |
| 3. Retained earnings accumulated to the prior year end: | 14,257 million VND |
| 4. Total distributable profit (DP) (=1+2+3): | 30,865 million VND |
| 5. Distributable profit: | |
| a) Development investment fund (50% DP): | 15,432 million VND |
| b) Bonus and Welfare fund (10% DP): | 3,086 million VND |
| c) Bonus fund for management and supervisors
(02 month's salaries, remuneration): | 1,331 million VND |
| d) Dividend distribution in cash (5% of par value): | 4,759 million VND |
| e) Retained profit after distribution: | 6,257 million VND |

The 2026 AGM authorizes the BOD and the Executive Board to implement the 2025 dividend payment in accordance with current regulations.

9.2 The Profit distribution plan for 2026

1. Development investment fund: 50% of DP;
2. Bonus and Welfare fund: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
3. Bonus fund for management and supervisors: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
4. Dividend distribution: Not less than 5% of par value. The dividend payout ratio and the method of dividend payment shall be determined by the 2027 Annual General Meeting of Shareholders based on the company's business performance in 2026.

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

10. Approval of the Proposal on the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration for the members of the BOD, the BOS in 2026

Mr. - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Plan of salary, remuneration plan for the members of the BOD, the BOS in 2026.

The AGM discussed and unanimously agreed on the following specific contents:

10.1 The Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025

Unit: million VND

No.	Position	No. of members	Total annual income
I	The Board of Directors		
1	Chairman of the BOD	01	964.80
2	Member of the BOD, General Director	01	156.00
3	Member of the BOD, Deputy General Director	02	312.00
4	Concurrent Member of the BOD	01	156.00
II	The Board of Supervisors		
1	Dedicated Head of the BOS	01	808.80
2	Concurrent Member of the BOS	02	312.00
	Total		2,709.60
No.	Position	No. of members	Total annual income
I	The Board of Directors		
1	Chairman of the BOD	01	964.80
2	Member of the BOD, General Director	01	156.00
3	Member of the BOD, Deputy General Director	02	312.00
4	Concurrent Member of the BOD	01	156.00
II	The Board of Supervisors		

No.	Position	No. of members	Total annual income
1	Dedicated Head of the BOS	01	808.80
2	Concurrent Member of the BOS	02	312.00
	Total		2,709.60

10.2 The salaries, remuneration plan for the members of the BOD, the BOS in 2026

Unit: million VND

No.	Position	No. of members	No. of months	Monthly salary /person	Monthly remuneration /person	Total annual income
I	The Board of Directors					
1	Chairman of the BOD	01	12	74.00		888.00
2	Member of the BOD, General Director	01	12		12.00	144.00
3	Independent Member of the BOD	01	12		12.00	144.00
4	Member of the BOD, Deputy General Director (from 01/2026 to 4/2026)	02	04		12.00	96.00
5	Dedicated Member of the BOD (from 5/2026 onwards)	01	08	60.00		480.00
6	Concurrent Member of the BOD (from 5/2026 onwards)	01	08		12.00	96.00
II	The Board of Supervisors					
1	Dedicated Head of the BOS	01	12	62.00		744.00
2	Concurrent Member of the BOS	02	12		12.000	288.00
	Total					2,880.00

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

11. Approval of the Proposal on the Authorization for the BOD to select the Independent auditing firm for the Financial statements for the period 2026-2028

Mr. ... - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the Authorization for the BOD to select the Independent auditing firm for the Financial statements for the period 2026-2028.

The AGM discussed and unanimously agreed on the following specific contents:

- The authorization for the Board of Directors to approve the list of independent auditing firms for the 2026-2028 period based on the proposal of the Board of Supervisors from the list of audit firms approved to audit public interest entities in the securities sector in 2026 as announced by the State Securities Commission of Vietnam; decide on the independent auditing firm to audit the Company's financial statements for the 2026-2028 period; and dismiss the independent auditor when deemed necessary.

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: ... shares; accounting for ...% of total shares attending the AGM
- + Disapproval: ... shares; accounting for ...% of total shares attending the AGM
- + Abstention: ... shares; accounting for ...% of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

12. Approval of the Proposal on the amendments and supplements to, and the Draft of, the Company Charter (14th amendment)

Mr. ... - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the amendments and supplements to, and the Draft of, the Company Charter (14th amendment).

The AGM discussed and unanimously agreed on the following specific contents:

12.1 Approval of the amendments and supplements to the Company's Charter (14th amendment) (as detailed in the Appendices and the draft Charter attached hereto), including:

- Update changes to industry codes, specific business line details, and refine the wording of business lines for EVNPECC3 to align with Decision No. 36/2025/QĐ-TTg;
- Adjust detailed information due to changes in administrative boundaries and wording according to current legal regulations;
- Amend and supplement several business lines and refine wording and presentation format for business sectors specified in Clause 1, Article 3 of the Company Charter;
- Review and update contents according to Decree No. 245/2025/NĐ-CP regarding public company governance and unify terminology in accordance with legal regulations.

Assign the Legal Representative of the Company to issue the 14th amended Charter of the Company to comply with legal regulations.

12.2 Approval of the Company's implementation of procedures to adjust certain registered business lines on the National Business Registration Portal to ensure consistency with the current Company Charter.

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

13. Approval of the Proposal on the Approval of amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors

Mr. - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors.

The AGM discussed and unanimously agreed on the following specific contents:

13.1 Approval of the amendments and supplements to, and authorization for the Chairman of the Board of Directors to sign and promulgate, the Internal Regulations on Corporate Governance of Power Engineering Consulting Joint Stock Company 3 (Issue No.: 06) *(as detailed in Appendix 4 and the draft Regulation attached hereto)*.

13.2 Approval of the amendments and supplements to, and authorization for the Chairman of the Board of Directors to sign and promulgate, the Regulations on the Operation of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 (Issue No.: 03) *(as detailed in Appendix 2 and the draft Regulation attached hereto)*.

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

14. Approval of the Proposal on the Dismissal of a Member of the Board of Directors

Mr. ... - Member of the BOD, presented the BOD's Proposal No. .../TTr-HĐQT-TVĐ3 dated ..., 2026 on the Dismissal of a Member of the Board of Directors.

The AGM discussed and unanimously agreed on the following specific contents:

- Approval of the dismissal of Mr. Tran Le Minh from the position of Member of the Board of Directors, effective from April 23, 2026.

The AGM voted by ballots and approved the Proposal, with the voting results:

- Total valid ballots: ...votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM
- + Approval: shares; accounting for % of total shares attending the AGM
- + Disapproval: shares; accounting for % of total shares attending the AGM
- + Abstention: shares; accounting for % of total shares attending the AGM
- Total invalid ballots: ... votes, equivalent to ...shares;
accounting for ...% of the total shares attending the AGM

15. Election of members of the Board of Directors for the 2026–2031 term (if any):

15.1 Mr./Ms. ... - Head of the Vote Counting Committee presented the Election Regulations for members of the Board of Directors for the 2026-2031 term, which were approved by the General Meeting of Shareholders with the following voting results:

- Approval: shares; accounting for % of total shares attending the AGM
- Disapproval: shares; accounting for % of total shares attending the AGM
- Abstention: shares; accounting for % of total shares attending the AGM

15.2 Mr. Pham Tran Quoc Viet - Head of the Organizing Committee of the 2026 Annual General Meeting of Shareholders presented the list of candidates for election as members of the Board of Directors for the 2026-2031 term, as follows:

1. Mr./Ms. ...
2. Mr./Ms. ...

The General Meeting of Shareholders approved the list of candidates with the following voting results:

- Approval: shares; accounting for % of total shares attending the AGM
- Disapproval: shares; accounting for % of total shares attending the AGM
- Abstention: shares; accounting for % of total shares attending the AGM

15.3 The shareholders proceeded to vote for the members of the Board of Directors for the 2026-2031 term.

15.4 Mr./Ms. ... - Head of the Vote Counting Committee announced the vote counting results for the election of members of the Board of Directors for the 2026–2031 term as follows:

- Total number of ballots issued: ... ballots;
- Total number of ballots collected: ... ballots;

- Total number of valid ballots: ... ballots;
- Total number of invalid ballots: ... ballots.

Election results of members of the Board of Directors for the 2026-2031 term:

1. Mr./Ms. ... , obtaining ... votes, representing ...%;
2. Mr./Ms. ... , obtaining ... votes, representing ...%.

Accordingly, Mr./Ms. ... has been duly elected as a member of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 for the 2026-2031 term.

16. Approval of the Minutes and Resolution of the AGM

16.1 The Minutes of the 2026 Annual General Meeting of Shareholders, consisting of 16 Articles, have fully and accurately recorded the proceedings of the meeting. The Secretary read the full text of this minutes at the AGM.

16.2 The Secretary reported the entire draft Resolution of the 2026 Annual General Meeting of Shareholders, consisting of 19 Articles.

The AGM voted to approve the Minutes and Resolution of the AGM, with the voting results:

- Approval: ... shares; accounting for ... % of total shares attending the AGM
- Disapproval: ... shares; accounting for ... % of total shares attending the AGM
- Abstention: ... shares; accounting for ... % of total shares attending the AGM

The 2026 Annual General Meeting of Shareholders ended at 12:00 PM on April 23, 2026.

On behalf of the 2026 AGM

Secretaries

Chairman

Nguyen Thanh Duy

Bui Thi Hoang Yen

Nguyen Nhu Hoang Tuan

Appendix 1. List of contracts between the Company and related persons (being Vietnam Electricity and its member entities) in 2025 and the first quarter of 2026.

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
Year 2025							
1	Tri An Hydropower Company	0100100079-006	Phan Chu Trinh Street, Quarter 8, Tri An Commune, Dong Nai Province	Q4	Consulting contract: Periodic monitoring of Vertical and Horizontal displacements in 2025 for HPP	1	1.4
2	Huoi Quang - Ban Chat Hydropower Company	0100100079-034	Na Khiet Village, Than Uyen Commune, Lai Chau Province	Q2	Consulting contract: Verification of Safety Inspection Dossiers for the Dam and Reservoir of HPP project	1	0.1
				Q4	Consulting contract: Monitoring of displacements for HPP	1	0.1
3	Se San Hydropower Development Company	0100100079-078	No. 114 Le Duan Street, Pleiku Ward, Gia Lai Province	Q3	Consulting contracts: Construction supervision of installation and commissioning, Survey, Economic-Technical Report for HPPs	2	0.2
4	Song Tranh Hydropower Company	0100100079-083	No. 04 Quy My Street, Hoa Cuong Ward, Da Nang City	Q4	Consulting contract: FSR for TPP	1	0.04
5	Vietnam Electricity Power Projects Management Board No.2	0100100079-091	No. 11 Cua Bac, Ba Dinh Ward, Hanoi City	Q1	Consulting contract: FSR, EIA for TPP project	1	15.0
				Q3	Consulting contract: Bidding documents, evaluating bids, reviewing Technical design, Construction drawing design, supporting contract negotiation,	1	32.3

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					construction supervision, and assisting contract management for TPP		
6	Vietnam Electricity Power Projects Management Board No.3	0100100079-092	No. 25 Thach Thi Thanh, Tan Dinh Ward, HCMC	Q2	Consulting contract: Verification of the Construction Drawings for hydropower project	1	0.3
7	Northern Power Projects Management Board	0102743068-001	No. 4 Nguyen Khac Nhu, Ba Dinh Ward, Hanoi City	Q1	Consulting contract: Survey, Technical Design, Construction Drawings, Bidding Documents, Apply for Environmental Permits, Measuring and Creating Land Survey Maps for power grid project	1	12.8
				Q2	Consulting contract: Survey, Technical Design, Construction Drawings, Environmental Supervising, BIM, specialized reports for power grid project	1	35.8
				Q3	Consulting contracts: Survey, Technical Design, reviewing Construction drawing design - cost estimate, Bidding documents, agreements, information security, land surveying and handover for land acquisition and transfer of power grid projects	3	35.2
8	Central Power Projects Management Board	0102743068-002	No. 207 Xo Viet Nghe Tinh, Cam Le Ward, Da Nang City	Q2	Consulting contracts: Survey, FSR for power grid projects	2	8.5
				Q3	Consulting contracts: preparing dossiers for approval of forest-use conversion	2	0.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					policies and dossiers for converting forest land for implementation of power grid projects		
				Q4	Consulting contracts: FSR reviewing, IPA dossier for power grid projects	2	1.1
9	Southern Power Projects Management Board	0102743068-003	No. 610 Vo Van Kiet, Cau Ong Lanh Ward, HCMC	Q1	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	4	32.9
				Q2	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	10	75.3
				Q3	Consulting contracts: Survey, Technical Design - General Cost, Construction drawing design, Bidding documents, BIM, information security, EIA, IPA documents for power grid projects	5	56.4
				Q4	Consulting contracts: Survey, Technical design, Construction drawing design, Bidding documents, Agreement dossier, BIM, information security, Environmental registration dossier, Forest status inventory dossier, IPA dossier for power grid projects	11	27.5

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
10	Power Transmission Company No.1	0102743068-005	No. 15 Cua Bac Street, Ba Dinh Ward, Ha Noi City	Q4	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, IPA documents for power grid projects	2	7.4
11	Power Transmission Company No.2	0102743068-006	No. 220 Nguyen Van Linh, Thanh Khe Ward, Da Nang City	Q2	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents for power grid project	1	3.0
12	Power Transmission Company No.3	0102743068-004	No. 12 Tran Hung Dao, Nha Trang Ward, Khanh Hoa Province	Q2	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents, Apply for Environmental Permits for power grid project	1	0.6
				Q4	Consulting contracts: Survey, Construction drawing design, Bidding documents, Agreement dossier, FSR reviewing, Reviewing of Construction design after Basic design for power grid projects	3	4.0
13	Power Transmission Company No.4	0102743068-007	No. 7, National Highway 52, Thu Duc Ward, HCMC	Q3	Consulting contracts: Survey, FSR, Technical design, Construction drawing design for power grid projects	2	3.8
				Q4	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, SCADA for power grid projects	2	6.2
14	The Power Transmission	0102743068-010		Q2	Consulting contract: Survey for power grid project	1	0.5

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
	Projects Management Board		No. 18 Tran Nguyen Han, Hoan Kiem Ward, Ha Noi City	Q3	Consulting contracts: IPA documents, reviewing FSR, Construction drawing design for power grid projects	3	4.9
				Q4	Consulting contract: Survey, Basic design, Construction drawing design, Bidding documents for power grid project	1	17.6
15	Ba Ria - Vung Tau Power Company	0300942001-026	No. 60 Tran Hung Dao, Vung Tau Ward, HCMC	Q2	Consulting contract: Verification of Power Grid Investment projects	1	0.2
16	Southern Power Grid Project Management Board	0300942001-044	No. 16 Au Co, Tan Son Nhi Ward, HCMC	Q2	Consulting contract: EIA appraisal for power grid project	2	0.2
				Q3	Consulting contract: Cadastral Survey and Mapping, and Preparation of dossiers for compensation and site clearance for power grid project	2	0.2
				Q4	Consulting contract: EIA appraisal for power grid project	1	0.3
17	Southern Power Project Management Board	0300942001-045	No. 16 Au Co, Tan Son Nhi Ward, HCMC	Q1	Consulting contracts: Construction Drawings, Bidding Doc., IPA Doc., Measuring and Creating Land Survey Maps for power grid projects	4	0.6
				Q2	Consulting contracts: Survey, FSR, Construction Drawings, Bidding Documents, IPA documents, Measuring and Creating Land Survey Maps for power grid projects	6	7.5

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q3	Consulting contracts: IPA documents for power grid projects	1	0.2
				Q4	Consulting contract: Survey, FSR, IPA dossier for power grid project	1	0.3
18	Thermal Power Project Management Board 3	5701662152-006	No. 32 Ngo Thoi Nhiem, Xuan Hoa Ward, HCMC	Q1	Consulting contract: Survey, FSR for TPP project	1	0.5
				Q2	Consulting contract: Adjustment of FS for TPP project	1	1.0
				Q3	Consulting contracts: Survey, FSR, reviewing Technical design, Bidding documents, evaluating bids, and supporting negotiations for TPPs	4	6.3
				Q4	Consulting contract: FSR reviewing for TPP	1	0.2
19	HCMC Power Grid Project Management Board	0300951119-029	7th Floor, Green Power Building, No. 35 Ton Duc Thang Street, Sai Gon Ward, HCMC	Q4	Consulting contract: Survey, FSR, Technical design, Construction drawing design for power grid project	1	16.6
20	Power Generation Joint Stock Corporation 2	1800590430	No. 01 Le Hong Phong, Thoi An Dong Ward, Can Tho City	Q2	Consulting contract: EPC Bidding Documents, Technical Design-Construction Drawings Verification for TPP project	1	20.3
21				Q1	Consulting contract: Measurement, monitoring of deformation and assessment	1	0.7

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
	An Khe - Ka Nak Hydropower Company	1800590430-004	No. 125 Tay Son, Quy Nhon Nam Ward, Gia Lai Province		of stability of construction items of cycle 9 for HPP project		
				Q3	Consulting contract: Safety inspection and appraisal of dam and reservoirs for HPP	1	1.7
22	Song Bung 2 Hydropower Project Management Board	1800590430-001	No. 143 Xo Viet Nghe Tinh, Cam Le Ward, Da Nang City	Q2	Consulting contracts: Adjustment of Installed Capacity, Recalculation of Power Output, and Preparation of EPC Bidding Documents for RE projects	2	0.4
23	Power Generation Corporation No.3	3502208399	No. 60-66 Nguyen Co Thach, Sala Urban Area, An Khanh Ward, HCMC	Q1	Consulting contracts: Survey, IPA documents for power plant projects	2	0.9
				Q2	Consulting contracts: Survey, update the Power Grid Connection Planning Supplementary Doc. for RE projects	2	0.4
				Q3	Consulting contracts: Survey, FSR, Economic-Technical Report for power generation projects	4	0.8
				Q4	Consulting contracts: FSR reviewing, EIA for power generation projects	3	7.9
24	Buon Kuop Hydropower Company	3502208399-001	No. 22 Mai Xuan Thuong Street, Thanh Nhat Ward, Dak Lak Province	Q4	Consulting contract: Supervision of Installation, Testing and Commissioning, Survey, TER for HPP	1	3.1
25	Vinh Tan Thermal Power Project Management Board	3502208399-002	Hung Vuong Boulevard, Quarter 5, Phu Thuy Ward, Lam Dong Province	Q4	Consulting contract: FSR for TPP	1	0.7

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
26	Vinh Tan Thermal Power Company	3502208399-007	Vinh Phuc Hamlet, Vinh Hao Commune, Lam Dong Province	Q1	Consulting contract: Preparation of Economic-Technical Report for TPP project	1	0.4
				Q3	Consulting contract: Economic-Technical Report for TPP	1	0.4
27	Phu My Thermal Power Company	3502208399-010	Phu My 1 Industrial Zone, Phu My Ward, HCMC	Q1	Consulting contract: FSR for RE project	1	0.5
				Q2	Consulting contract: Economic-Technical Report for RE project	1	0.4
				Q3	Consulting contract: Construction drawing design for power generation project	1	0.5
28	Thac Mo Hydropower Joint Stock Company	3800311306	Quarter 5, Phuoc Long Ward, Dong Nai Province	Q1	Consulting contract: Preparation of Technical Plan for HPP project	1	0.4
				Q3	Consulting contracts: Bidding documents, evaluating bids for HPPs; calculating permissible limit values, assessing unit conditions of HPPs	4	14.0
				Q4	Consulting contracts: Survey, Preparation of Technical solutions, Design documents and Cost estimates for HPPs	2	0.7
29	Da Nhim - Ham Thuan - Da Mi Hydropower Joint Stock Company	5800452036	No. 80A Tran Phu, B'Lao Ward, Lam Dong Province	Q2	Consulting contracts: Assessment of Generators (H1, H2), the 2025 periodic Displacement Monitoring Procedure of HPP	1	3
				Q3	Consulting contract: Annual 2025 displacement monitoring for HPP	1	5.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q4	Consulting contracts: Survey and Investigation of Flood marks downstream of the Dam, Survey and Monitoring of displacements, Dam and Reservoir Safety Assessment, Installation of Piezometric Pipes, TER, Calculation and Determination of the Phreatic Line for HPPs	3	2.9
30	Central Hydropower Joint Stock Company	0400477830	Da Nang Industrial Park, An Hai Ward, Da Nang City	Q3	Consulting contract: Safety inspection and appraisal of dam structures for HPP	1	0.2
31	Song Ba Ha Hydropower Joint Stock Company	4400415302	No. 498, Hung Vuong Boulevard, Tuy Hoa Ward, Dak Lak Province	Q1	Consulting contract: Economic-Technical Report for hydropower project	1	1.5
				Q2	Consulting contract: Survey, IPA documents and efficient water resource utilization for hydropower project	1	0.4
	Total					130	485.3
Q1 2026							
1	Vietnam Electricity Power Projects Management Board No.2	0100100079-091	No. 11 Cua Bac, Ba Dinh Ward, Hanoi City	Q1	Consulting contracts: Survey, Economic-Technical Report, specialized technical reports, Technical Design, hydraulic model testing, Construction Drawing Design, operation procedures, disaster response plans, operation procedures for equipment,	4	84.4

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					environmental works, and design appraisal for power generation projects		
2	Northern Power Projects Management Board	0102743068-001	No. 4 Nguyen Khac Nhu, Ba Dinh Ward, Hanoi City	Q1	Consulting contracts: Survey, FSR, Review, BIM, environmental works, information security, route/site alignment agreements, land use planning, land use registration, IPA documents for power grid projects	7	53.3
3	Southern Power Projects Management Board	0102743068-003	No. 610 Vo Van Kiet, Cau Ong Lanh Ward, HCMC	Q1	Consulting contracts: Survey, Construction Drawing Design, Bidding documents, Review of Technical Design and cost estimates, route alignment agreements, IPA documents, information agreement dossiers, forest and land inventory reports for power grid projects	6	12.7
4	Power Transmission Company No.3	0102743068-004	No. 12 Tran Hung Dao, Nha Trang Ward, Khanh Hoa Province	Q1	Consulting contracts: Review of FSR, Review of Construction Drawing Design and cost estimates, and supervision of survey works for power grid projects	4	2.2
5	Power Transmission Company No.2	0102743068-006	No. 220 Nguyen Van Linh, Thanh Khe Ward, Da Nang City	Q1	Consulting contract: Survey, FSR, Construction Drawing Design, Bidding documents for power grid project	1	5.8
6	The Power Transmission Projects	0102743068-010	No. 18 Tran Nguyen Han, Hoan Kiem Ward, Ha Noi City	Q1	Consulting contract: FSR for power grid project	1	1.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
	Management Board						
7	HCMC Power Grid Project Management Board	0300951119-029	7th Floor, Green Power Building, No. 35 Ton Duc Thang Street, Sai Gon Ward, HCMC	Q1	Consulting contract: Survey, FSR, Construction Drawing Design, BIM, Bidding documents for power grid project	1	13.5
8	Power Generation Joint Stock Corporation 2	1800590430	No. 01 Le Hong Phong, Thoi An Dong Ward, Can Tho City	Q1	Consulting contract: FSR for power project	1	0.5
9	Power Generation Corporation No.3	3502208399	No. 60-66 Nguyen Co Thach, Sala Urban Area, An Khanh Ward, HCMC	Q1	Consulting contract: Survey, FSR, agreements, environmental works for power generation project	1	19.6
10	Vinh Tan Thermal Power Company	3502208399-007	Vinh Phuc Hamlet, Vinh Hao Commune, Lam Dong Province	Q1	Consulting contracts: Review of FSR, Review of Construction Drawing Design for power projects	2	0.4
	Total					28	194.0

Note: The above contracts are executed based on the model consultancy service contracts issued together with Circular No. 22/2024/TT-BKHĐT dated November 17, 2024 or Circular No. 79/2025/TT-BTC dated August 4, 2025.

Appendix 2. Amendments and supplements to the Charter of Power Engineering Consulting Joint Stock Company 3.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
Article 24. Composition and term of office of the Board of Directors			
1.	<p>The Board of Directors is the company's management body, with full authority to decide and exercise rights and obligations on behalf of the company as prescribed in Clause 2, Article 153 of the Law on Enterprises.</p> <p>The number of members of the Board of Directors is five (5) people. The term of office of a member of the Board of Directors shall not exceed five (5) years and may be re-elected for an unlimited number of terms.</p>		
	<p>The structure of the Board of Directors must ensure:</p> <ul style="list-style-type: none"> - At least 1/3 of the total number of members are non-executive members ; - At least 01 member of the Board of Directors is an independent member. 	<p>The structure of the Board of Directors must ensure:</p> <ul style="list-style-type: none"> - At least 01 member of the Board of Directors is a non-executive member; - At least 01 member of the Board of Directors is an independent member. 	- According to the provisions of Clause 79, Article 1 of Decree 245/2025/NĐ-CP
5.	Standards and conditions for nomination or candidacy for the Board of Directors:		
d.	A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors of another company .	A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors or Board of Members of at most 05 other Companies ;	- According to the provisions of Clause 78, Article 1 of Decree 245/2025/NĐ-CP
Article 25. Powers and duties of the Board of Directors			
3.	The rights and duties of the Board of Directors are stipulated by law, the Company's Charter and decisions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:		
d.	Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of Subsidiaries, Branches, Representative Offices and capital contribution, purchase of shares of other enterprises;	Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, merger, consolidation, reorganization or dissolution, change of address of Subsidiaries, Branches, Representative Offices and capital contribution, purchase/ transfer of shares of other enterprises;	- Text in blue is added for the sake of completeness.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
j.	Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; organizing dividend payments ; handle losses arising during the business process;	Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; payment of dividends to shareholders is carried out in accordance with the law after being approved by the Annual General Meeting of Shareholders ; handle losses arising during the business process;	- According to the provisions of point b, clause 81, Article 1 of Decree 245/2025/ND-CP
4.	The following matters must be approved by the Board of Directors:		
e.	Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company;	Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company which are valued at 35% or more of the total asset value recorded in the Company's most recent financial statements ;	- Adjustments to align with point c, Clause 2, Article 33 of the Regulations.
Article 32. Appointment, dismissal, duties and powers of the General Director			
3.	Standards and conditions for appointment as General Director:		
d .		Must not be a related party of the business manager, the company's and parent company's auditor, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.	- According to Clause 83, Article 1 of Decree 245/2025/ND-CP.
Article 33. Authority for contracts and transactions			
1.	1. The General Meeting of Shareholders has the authority to:	1. The General Meeting of Shareholders has the authority to:	- Adjustments are made clear,

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;</p> <p>c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.</p>	<p>a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;</p> <p>c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.</p>	consistent, logical, and compliant with legal regulations.
2.	<p>2. The Board of Directors has the authority to:</p> <p>a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;</p> <p>b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;</p> <p>c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total</p>	<p>2. The Board of Directors has the authority to:</p> <p>a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;</p> <p>b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;</p> <p>c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total</p>	

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article; d. Approving contracts for tendering with a value of 35% or more of the total asset value recorded in the Company's most recent financial report.	asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article.	
3.	3. The General Director has the authority to: a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements; b. Decide on contracts for tendering with no limit on value; c. Decide on contracts for tendering, purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 2 of this Article.	3. The General Director has the authority to: a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements; b. Decide on contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clauses 1 and 2 of this Article.	
Article 36. Responsibility for honesty and avoiding conflicts of interest			
1.	1. Members of the Board of Directors, Supervisors, the General Director, and other management personnel may only use information obtained through their positions to serve the interests of the Company; they are not permitted to use business opportunities that could benefit the Company for personal gain; nor are they permitted to use information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.	1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers must disclose their relevant interests in accordance with the Law on Enterprises and related legal documents.	- Clause 1 to Clause 5 are adjusted in align with Article 47 of the model regulations of Circular 116 and Article 291 of Decree 155/2020.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
2.	2. Members of the Board of Directors, Supervisors, General Managers, and other management personnel are obligated to declare to the Company all related interests that may conflict with the Company's interests and which they may obtain through other economic entities, transactions, or individuals as stipulated in Article 164 of the Enterprise Law.	2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties may only use information obtained through their positions to serve the interests of the Company.	
3.	3. The company is not permitted to grant loans or guarantees to members of the Board of Directors, Supervisory Board, General Director, other management officers, and persons related to the aforementioned members or legal entities in which these persons have financial interests, except in cases where such loans or guarantees have been approved by the General Meeting of Shareholders.	3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the Law on Securities on information disclosure.	
4.	4. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisory Board, General Director, other managers, or persons related to them, or between the Company, partners, associations, or organizations of which one or more members of the Board of Directors, Supervisory Board, General Director, other managers, or persons related to them are members or have a financial interest, shall not be	4. Members of the Board of Directors are not allowed to vote on transactions that benefit that member or their related parties as stipulated in the Law on Enterprises and the company's charter. 5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties are not allowed to	- Clause 6 refers to Clause 6, Article 47 of the Model Regulations Circular 116/2020/TT-BTC.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	invalidated in the following circumstances: a. For contracts with a value less than 35% of the total value of assets recorded in the most recent financial statement, the material elements of the contract or transaction, as well as the relationships and interests of the managers or members of the Board of Directors, have been reported to the Board of Directors or the relevant subcommittee. Furthermore, that Board of Directors or subcommittee has authorized the execution of the contract or transaction in good faith by a majority vote of the Board members who have no financial interest;	use or disclose internal information to others to carry out related transactions. 6. Contracts or transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these parties are not invalid in the following cases:	
5.	b. For contracts with a value equal to or greater than 35% of the total value of assets recorded in the most recent financial statement, the significant elements of the contract or transaction, as well as the relationship and interests of the management, Supervisory Board or Board members, have been disclosed to non-interested shareholders who have the right to vote on the matter, and those shareholders have voted in favor of the contract or transaction; c. The contract or transaction is deemed fair and reasonable in all respects to the company's shareholders at the time the transaction or contract is authorized by the Board of Directors or a subcommittee of the Board of Directors or the shareholders;	a. For contracts valued at less than 35% of the total asset value recorded in the most recent financial statement, the significant contents of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, General Director, and other executives, have been reported to the Board of Directors and approved by a majority vote of the Board members who have no vested interest; b. For contracts with a value equal to or greater than 35% or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statement, the significant contents of this contract or transaction, as well as the relationship and interests	Clause 7 is added in accordance with Article 1, Clause 83, Decree 245/2025

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	5. Members of the Board of Directors, Supervisory Board, General Director, other management and persons related to the aforementioned members are not permitted to use or disclose unpublished information of the Company to others to carry out related transactions.	<p>of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting of shareholders without an interest.</p> <p>7. The General Director shall not be a related party of the enterprise manager, the Board of Supervisors of the company and parent company, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.</p>	
Chapter XVI. ANNUAL REPORTS, RESPONSIBILITIES FOR INFORMATION DISCLOSURE, AND PUBLIC ANNOUNCEMENTS		CHAPTER XVI. FINANCIAL STATEMENTS, ANNUAL REPORTS, DISCLOSURE RESPONSIBILITIES, PUBLIC NOTICES	- Change the chapter title and restructure Chapter XVI from 2 articles to 3 articles.
Article 44. Annual, semi-annual, and quarterly financial statements			
4.	The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website.	The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website and report to the State Securities Commission and the Stock Exchange as prescribed.	- According to the provisions of Clause 1, Article 7 of Circular 96/2020/TT-BTC
Article 45. Annual Report			
	1. The Company must prepare, send and publish annual financial statements approved by the General	Article 45. Annual Report The company must prepare and publish an Annual	- Amend Article 45 and add Article 46;

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market.</p> <p>2. The Company shall publish on its website the following information:</p> <p>a. The Company's Charter;</p> <p>b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company;</p> <p>c. The annual financial statements approved by the General Meeting of Shareholders;</p> <p>d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.</p>	<p>Report in accordance with the laws and regulations on securities and the securities market. Article 46. Information Disclosure</p> <p>1. The Company must prepare, send and publish audited annual financial statements approved by the General Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market.</p> <p>2. The Company shall publish on its website the following information:</p> <p>a. The Company's Charter;</p> <p>b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company;</p> <p>c. The annual financial statements approved by the General Meeting of Shareholders;</p> <p>d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.</p>	<p>- Amend Article 56 in accordance with the model charter attached to Circular 116/2020/TT-BTC;</p> <p>- Add content on information disclosure to conform with Articles 175 & 176 of the Law on Enterprises.</p>
Article 53. Effective Date			
1.	<p>This 13th Charter, consisting of XXI Chapters and 52 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 on June 27, 2024 and the full text of this Charter shall be approved.</p>	<p>This 14th Charter, consisting of XXI Chapters and 53 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 on 2026 and the full text of this Charter shall be approved.</p>	<p>- Additional Articles are added due to the amendment and revision of Articles 45 and 46.</p>

Appendix 3. Amendments and supplements to certain business lines of the Company's Charter.

Article 3. Business fields and operational objectives of the Company			
1. Business fields of the Company:			
<i>* The business lines subject to adjustment and modification include:</i>			
Clause	Current Charter (13th Amendment, 2024)	Draft Charter, 14th Amendment	Reason/Basis
a	Architectural activities and related technical consultancy:		
(Industry Code: 7110) - Main Business Activities	<ul style="list-style-type: none"> - Develop power development plans for districts, provinces, and cities, and development plans for power plant projects (hydroelectric, thermal, and nuclear power) and renewable energy (wind, solar, biogas, and geothermal). - Prepare investment reports, investment projects, tender documents, bidding documents for projects such as: power plants, civil and industrial construction, power transmission lines and substations (power grid projects); - Geological, topographical, and hydrological surveys; - Design and review of architectural designs for civil and industrial works; Design and review of designs for: civil works, industrial buildings, energy industry, power plants, power grids, transportation (roads), agricultural and rural development projects, technical infrastructure (water supply, drainage, waste treatment). Design and review of communication systems and information technology systems for civil and industrial works. Prepare overall cost estimates for: civil works, 	<ul style="list-style-type: none"> - Designing regional power development plan for provinces, cities and planning for development of power plant projects (hydroelectricity, thermal power, nuclear power) and renewable energy (wind power, solar power, biogas, geothermal, hydropower, biomass); - Designing construction plan and providing architectural consultation; - Making investment reports, investment projects, bidding documents, bidding documents, projects: Power plants, construction of civil and industrial works, power transmission lines and transformer stations (power grid projects); - Geological, topographical, hydrological surveys; marine surveys; surveying and data collection of remote sensing imagery, application of 3D technology to topography and geology; - Design, design review, and preparation of overall cost estimates and detailed cost estimates for power generation projects such as: Power sources (hydroelectric, pumped storage, thermal, nuclear, wind, solar, geothermal, tidal, waste-to-energy, biomass, biogas, and other new and renewable 	<ul style="list-style-type: none"> - Update industry codes and details of certain occupations according to Decision 36/2025/QĐ-TTg. - Update in accordance with the two-level administrative boundaries and the Planning Law; - Update business lines and revise the wording and presentation style.

<p>industrial (energy) projects, agricultural and rural development projects, transportation (roads);</p> <ul style="list-style-type: none"> - Consulting on design, design review, and supervision of fire prevention and firefighting; - Consulting services for project and proposal preparation: Investigation and assessment of the forestry environment and society; Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (excluding services for surveying, assessing and exploiting natural forests including timber harvesting and hunting, trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture); - Providing consultancy services for preparing documents related to changing forest land use to other purposes and performing other science and technology services related to forestry service activities; - Providing consultancy services for conducting greenhouse gas inventories at the grassroots level and preparing grassroots-level greenhouse gas inventory reports; - Reviewing investment projects for construction projects, evaluating bidding documents for power plant construction projects, power grid projects, civil and industrial works; - Consulting and supervising the construction of civil, industrial (power plants, power grid projects), and projects serving agriculture and rural development; 	<p>energy sources); Power grids (transmission lines and substations) and lighting systems. Design and design review of communication and telecommunication systems, industrial and civil works. Consulting on design, design review, and preparation of overall cost estimates and detailed cost estimates for irrigation works, agricultural and rural development works, technical infrastructure, transportation, civil works, urban areas, and functional zones;</p> <ul style="list-style-type: none"> - Consulting on design, design review, and supervision of fire prevention and firefighting; - Consulting on project proposals and plans: Investigation and assessment of the environmental and social aspects of forestry, application of remote sensing and GIS technology in: Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (<i>excluding services for surveying, assessing and exploiting natural forests for timber harvesting and hunting/trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture</i>); - Consulting on the preparation of dossiers for converting forest purposes to other purposes and performing other scientific and technological services related to forestry service activities; - Consulting on the implementation of grassroots greenhouse gas inventories, developing grassroots greenhouse gas inventory reports; - Appraising investment projects for construction projects, appraising bidding documents for power 	
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	<ul style="list-style-type: none"> - Consulting and supervising the installation of equipment in construction projects (electrical systems for industrial buildings); - Supervising the construction and completion of technical infrastructure projects and road and bridge transportation projects; - Supervising geological, topographical, and hydrological surveys for construction projects of power plants, power grids, civil and industrial buildings; - Managing investment projects for the construction of power plants, power grids, civil and industrial buildings; Managing construction investment costs; - Experiments with soil, rock, sand, water, concrete, steel, and other building materials; - Testing and acceptance of power plant projects, power grid projects, and civil and industrial construction projects; - Expertise in the field of construction of power plants, power grids, civil and industrial works (excluding forensic expertise); - Surveying topographic and geological maps, and drawing cadastral, specialized, and atlas maps; - Surveying, preparing investment projects, and designing telecommunications infrastructure. 	<ul style="list-style-type: none"> plant construction projects, power grid projects, civil and industrial works; - Consulting on supervision of construction works: Construction, installation of equipment, testing, and acceptance of Civil and industrial works, works for agricultural and rural development; - Supervising the construction and completion of technical infrastructure works and bridge and road traffic works; - Supervising geological, topographical and hydrological surveys of power plant, power grid, civil and industrial construction works; - Managing investment projects for construction of power plant, power grid, civil and industrial works; Managing construction investment costs; - Conducting specialized construction testing of soil, rock, sand, water, concrete, steel and other construction materials (including laboratory and field testing); - Testing and acceptance of power plant works, power grid works, civil and industrial construction works; - Appraisal in the field of construction of power plant, power grid, civil and industrial works (<i>except for judicial appraisal</i>); - Surveying and mapping of topography (on land and underwater, including the seabed), geology, and cadastral mapping, specialized fields, and atlases; monitoring of displacement and deformation of structures;; - Surveying, preparing investment projects, designing telecommunications works. 	
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		- Management, operation, maintenance, repair, renovation, and upgrading services for power plants, substations, and power transmission lines (<i>excluding the management and operation of multi-purpose hydropower plants and nuclear power plants of particular economic and social importance</i>).	
g (Industry code: 4221)	Construction of power plants Details: Construction work for industrial energy projects such as power lines and substations (CPC 513)	Construction of electricity works (<i>Except construction, operation of multi-purpose hydropower, nuclear power of special economic and social importance</i>);	- Adjust the detailed content.
n (Industry code: 4329)	Installation of other building systems (Details: Construction and installation of solar panel systems, solar generators, solar transformers, solar power equipment and other building systems). Construction and installation of equipment into the building. Construction and installation of fire prevention and firefighting systems (CPC 516)	Installation of other construction systems (Details: Construction and installation of power systems, generators, transformers, power equipment and other construction systems). Construction and installation of equipment into works. Construction and installation of fire prevention and fighting systems;	- Adjust and supplement the detailed content.
y (Industry code: 7120)	Technical testing and analysis Details: Construction quality inspection. Testing services for the mechanical strength of concrete, structures, and building materials. Drilling and grouting for waterproofing, reinforcement and treatment of building foundations. Power plant inspection. (CPC 8676, CPC 545)	Technical inspection and analysis Details: Inspection and appraisal of construction works quality, certification of eligibility to ensure load-bearing safety and certification of conformity of construction works quality. Testing services to check the mechanical strength of concrete, structures, construction materials. Testing services for physical and mechanical properties of soil, rock and construction materials. Energy audit. Inspection of power plant equipment;	- Adjust and supplement the detailed content.

Appendix 4. Amendments and supplements to the Internal Regulations on Corporate Governance Power Engineering Consulting Joint Stock Company 3.

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	Pursuant to: 1. Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; 2. Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; 3. Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;	1. The Law on Securities No. 54/2019/QH14 dated November 26, 2019; the Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations of the National Assembly of the Socialist Republic of Vietnam; 2. The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam; 3. Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;	- Update current amendments and supplements in accordance with legal regulations
Article 2. General Meeting of Shareholders			

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
3. Detailed order and procedures for GMS meetings: 3.1 Procedure for in-person voting at the GMS meeting is as follows: e) Agenda and content of the GMS meeting.			
	<ul style="list-style-type: none"> - Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository; - Determining the time and venue for organizing the general meeting; - Notifying and sending the GMS meeting notice to all shareholders entitled to attend; - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors; - Other tasks serving the meeting. 	<ul style="list-style-type: none"> - Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation; - Determining the time and venue for organizing the general meeting; - Notifying and sending the GMS meeting notice to all shareholders entitled to attend; - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors; - Other tasks serving the meeting. 	<ul style="list-style-type: none"> - Updated VSDC's new name
Article 3. Board of Directors 4. The order and procedures for organizing meetings of the Board of Directors include the following main contents:			
	a) Minimum number of quarterly meetings; The Board of Directors shall hold regular meetings at least once per quarter, during the first week of each quarter.	a) Minimum number of meetings per quarter: The Board of Directors holds regular meetings at least once a quarter.	<ul style="list-style-type: none"> - Ensure compliance with legal regulations and internal governance practices of the Company
Article 5. General Director 2. 2. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director:			
b) b)	Standards and conditions to be appointed as General Director: <ul style="list-style-type: none"> - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise 	Standards and conditions to be appointed as General Director: <ul style="list-style-type: none"> - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises; 	<ul style="list-style-type: none"> - Add the text in blue as stipulated in Clause 83, Article 1 of

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	<p>management as prescribed in Clause 2, Article 17 of the Law on Enterprises;</p> <ul style="list-style-type: none"> - Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration; - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a representative of the enterprise's capital at the Company and the parent company. 	<p>- Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration;</p> <ul style="list-style-type: none"> - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a representative of the enterprise's capital at the Company and the parent company; - Must not be a related person to enterprise managers, Supervisors of the company and the parent company, representatives of state capital, or representatives of the enterprise's capital at the company and the parent company according to point d, Clause 46, Article 4 of the Law on Securities. 	<p>Decree 245/2025/NĐ-CP</p>
<p>Article 6. Other activities</p> <p>4.</p>	<p>Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons.</p>	<p>Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons according to the provisions of the Law on Enterprises and the Company Charter.</p>	<p>- Supplementing to ensure consistency with the Charter</p>

Appendix 5. Amendments and supplements to the Regulations on the Operation of the Board of Directors Power Engineering Consulting Joint Stock Company 3.

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
Regulation code			
	QC-VP-04	QCQLNB-QC-03	- Compliant with the Company's internal governance regulation system
Article 3. Rights and obligations of members of the Board of Directors			
	3. Independent member of the Board of Directors must prepare an assessment report on the operation of the Board of Directors.	3. Each independent member of the Board of Directors must prepare an assessment report on the operation of the Board of Directors.	- As stipulated in Clause 80, Article 1 of Decree 245/2025/NĐ-CP
Article 6. Standards and conditions for members of the Board of Directors			
1. Members of the Board of Directors must meet the following standards and conditions:			
	c. A Board member can simultaneously be a member of the Board of Directors of another company;	c. A Board member can simultaneously be a member of the Board of Directors or Members' Council at a maximum of 05 other companies;	- According to the provisions of Clause 78, Article 1 of Decree 245/2025/NĐ-CP
Article 11. Rights and obligations of the Board of Directors			
2. The rights and obligations of the Board of Directors are prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:			
	d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of Subsidiaries, Branches, Representative	d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, consolidation, merger, reorganization, or	- Add text in blue for the sake of completeness

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	Offices, and capital contributions, purchase of shares of other enterprises;	dissolution, change of address of Subsidiaries, Branches, Representative Offices, and capital contributions, purchase/ transfer of shares of other enterprises;	
	j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; organize dividend payments ; handle losses arising during business operations;	j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; pay dividends to shareholders according to legal provisions after approval by the Annual General Meeting of Shareholders ; handle losses arising during business operations;	- According to the provisions of point b, clause 81, Article 1 of Decree 245/2025/NĐ-CP
Article 17. Submission of annual reports			
2.	The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 10 days before the opening of the Annual General Meeting of Shareholders.	The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 30 days before the opening of the Annual General Meeting of Shareholders.	- According to Clause 2, Article 18 of the sample quality control attached to Circular 116/2020/TT-BTC

DRAFT

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: /NQ-DHĐCĐ-TVĐ3

Ho Chi Minh City, April 23, 2026

RESOLUTION
THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

- Pursuant to the Charter of Power Engineering Consulting Joint Stock Company 3, as approved by the GMS on September 19, 2007, and as amended for the 13th time on June 27, 2024;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3, No.: .../BB-DHĐCĐ-TVĐ3 dated April 23, 2026.

RESOLUTION

Article 1: Approval of the reports:

- (i) Report on the Activities of the Board of Directors in 2025;
- (ii) Report of the Independent member of the BOD on the assessment of the BOD's Activities in 2025;
- (iii) Report on the Business results for 2025 and the Business plan for 2026;
- (iv) Report on the Financial situation for 2025 and the Financial plan for 2026;
- (v) Report of the Board of Supervisors.

Article 2: Approval of the Business results for 2025 with the following key indicators:

Indicator	Plan	Actual	Achievement Rate
- Revenue:	200.00 billion VND	330.24 billion VND	165.12%
- Profit before tax:	14.00 billion VND	19.95 billion VND	142.48%
- Profit after tax:	12.00 billion VND	16.95 billion VND	141.25%
- Investment in construction and procurement of assets, machinery, equipment:			
+ Investment in construction of the Company's Headquarters in Thu Duc City (<i>now Cat Lai Ward, Ho Chi Minh City</i>):	36.40 billion VND	2.53 billion VND	6.95%
+ Procurement of assets, machinery, equipment:	5.00 billion VND	2.91 billion VND	58.18%

Article 3: Approval of the Business plan for 2026 with the following key indicators:

- Revenue plan: 200.00 billion VND
- Profit plan:
 - + Profit before tax: 20.00 billion VND
 - + Profit after tax: 16.00 billion VND
- Investment in construction and procurement of assets, machinery, equipment plan:
 - + Investment in construction: 48.70 billion VND
 - + Procurement of assets, machinery, equipment: 6.50 billion VND

Article 4: Approval of the 2025 Audited combined financial statements of Power Engineering Consulting Joint Stock Company 3 audited by VACO Auditing Company limited and the Financial results for 2025 with the following key indicators:

Indicator	Plan	Actual	Achievement Rate
- Revenue:	200.00 billion VND	330.24 billion VND	165.12%
- Profit before tax:	14.00 billion VND	19.95 billion VND	142.48%
- Profit after tax:	12.00 billion VND	16.95 billion VND	141.25%
- ROE	9.06%	12.75%	140.76%

Article 5: Approval of the Financial plan for 2026 with the following key indicators:

- Revenue:	300.00 billion VND
- Profit before tax:	20.00 billion VND
- Profit after tax:	16.00 billion VND
- Profit after tax/Shareholders' Equity (ROE):	10.96%

Article 6: Approval of contracts between the Company and related persons, being Vietnam Electricity and its member entities, entered into in 2025 and the first quarter of 2026, as detailed in Appendix 1.

Article 7: Approval of contracts between the Company and related persons, being Vietnam Electricity and its member entities, to be entered into within the next 12 months, with the list of projects, scope of work and key contractual terms subject to the following principles:

- The list of projects falls within the National Power Development Plan for the 2021-2030 period with a vision to 2050 (PDP VIII) and its amendments for the 2021-2030 period with a vision to 2025 (amended PDP VIII), as approved by the Prime Minister.
- Scope of work: provision of consulting services, including survey, design, supervision, appraisal, preparation of bidding documents, etc., in line with the Company's registered business lines.
- The value of each contract shall be determined following the completion of the bidding process; however, each contract shall not exceed 35% of the total assets recorded in the Company's most recent financial statements.
- Key contractual terms shall be based on the model consultancy contract issued together with Circular No. 02/2023/TT-BXD dated March 03, 2023 and the model consultancy service contract issued together with Circular No. 79/2025/TT-BTC dated August 04, 2025, or other contract templates in accordance with applicable laws.
- Specific contractual contents may be flexibly adjusted in accordance with market conditions, prevailing regulations and agreements between the Company and relevant parties, ensuring maximum benefits for the Company and its shareholders, operational efficiency, and compliance with applicable laws, the Company's Charter and internal regulations.

The General Director is assigned to organize the execution, signing and implementation of the aforementioned contracts between the Company and its related persons, and to report to the Board of Directors for submission of

implementation results at the nearest General Meeting of Shareholders's meeting, while ensuring full compliance with information disclosure obligations in accordance with applicable regulations.

Article 8: Approval of the Profit distribution for 2025 as follows:

- | | |
|--|--------------------|
| 1. Profit after tax 2025 (PAT): | 16,949 million VND |
| 2. PAT from unrealized foreign exchange differences: | - 342 million VND |
| 3. Retained earnings accumulated to the prior year end: | 14,257 million VND |
| 4. Total distributable profit (DP) (=1+2+3): | 30,865 million VND |
| 5. Distributable profit: | |
| a) Development investment fund (50% DP): | 15,432 million VND |
| b) Bonus and Welfare fund (10% DP): | 3,086 million VND |
| c) Bonus fund for management and supervisors
(02 month's salaries, remuneration): | 1,331 million VND |
| d) Dividend distribution in cash (5% of par value): | 4,759 million VND |
| e) Retained profit after distribution: | 6,257 million VND |

The 2026 AGM authorizes the Board of Directors and the Executive Board to implement the 2025 dividend payment in accordance with current regulations.

Article 9: Approval of the Profit distribution plan for 2026 as follows:

1. Development investment fund: 50% of DP;
2. Bonus and Welfare fund: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
3. Bonus fund for management and supervisors: Pursuant to Point b, Clause 2, Article 29 of Decree No. 366/2025/NĐ-CP;
4. Dividend distribution: Not less than 5% of par value. The dividend payout ratio and the method of dividend payment shall be determined by the 2027 Annual General Meeting of Shareholders based on the company's business performance in 2026.

Article 10: Approval of the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 as follows:

Unit: million VND

No.	Position	No. of members	Total annual income
I	The Board of Directors		
1	Chairman of the BOD	01	964.80
2	Member of the BOD, General Director	01	156.00
3	Member of the BOD, Deputy General Director	02	312.00
4	Concurrent Member of the BOD	01	156.00
II	The Board of Supervisors		
1	Dedicated Head of the BOS	01	808.80
2	Concurrent Member of the BOS	02	312.00
	Total		2,709.60

Article 11: Approval of the Plan of salary, remuneration for the members of the BOD, the BOS in 2026 as follows:

Unit: million VND

No.	Position	No. of members	No. of months	Monthly salary /person	Monthly remuneration /person	Total annual income
I	The Board of Directors					
1	Chairman of the BOD	01	12	74.00		888.00
2	Member of the BOD, General Director	01	12		12.00	144.00
3	Independent Member of the BOD	01	12		12.00	144.00
4	Member of the BOD, Deputy General Director (from 01/2026 to 4/2026)	02	04		12.00	96.00
5	Dedicated Member of the BOD (from 5/2026 onwards)	01	08	60.00		480.00
6	Concurrent Member of the BOD (from 5/2026 onwards)	01	08		12.00	96.00
II	The Board of Supervisors					
1	Dedicated Head of the BOS	01	12	62.00		744.00
2	Concurrent Member of the BOS	02	12		12.000	288.00
	Total					2,880.00

Article 12: Approval of the authorization for the Board of Directors to approve the list of independent auditing firms for the 2026-2028 period based on the proposal of the Board of Supervisors from the list of audit firms approved to audit public interest entities in the securities sector in 2026 as announced by the State Securities Commission of Vietnam; decide on the independent auditing firm to audit the Company's financial statements for the 2026-2028 period; and dismiss the independent auditor when deemed necessary.

Article 13: Approval of the amendments and supplements to the Company's Charter (14th amendment) *(as detailed in the Appendices and the draft Charter attached hereto)*, including:

- Update changes to industry codes, specific business line details, and refine the wording of business lines for EVNPECC3 to align with Decision No. 36/2025/QĐ-TTg;
- Adjust detailed information due to changes in administrative boundaries and wording according to current legal regulations;
- Amend and supplement several business lines and refine wording and presentation format for business sectors specified in Clause 1, Article 3 of the Company Charter;

- Review and update contents according to Decree No. 245/2025/NĐ-CP regarding public company governance and unify terminology in accordance with legal regulations.

Assign the Legal Representative of the Company to issue the 14th amended Charter of the Company to comply with legal regulations.

Article 14: Approval of the Company's implementation of procedures to adjust certain registered business lines on the National Business Registration Portal to ensure consistency with the current Company Charter.

Article 15: Approval of the amendments and supplements to, and authorization for the Chairman of the Board of Directors to sign and promulgate, the Internal Regulations on Corporate Governance of Power Engineering Consulting Joint Stock Company 3 (Issue No.: 06) *(as detailed in Appendix 4 and the draft Regulation attached hereto)*.

Article 16: Approval of the amendments and supplements to, and authorization for the Chairman of the Board of Directors to sign and promulgate, the Regulations on the Operation of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 (Issue No.: 03) *(as detailed in Appendix 2 and the draft Regulation attached hereto)*.

Article 17: Approval of the dismissal of Mr. Tran Le Minh from the position of Member of the Board of Directors, effective from April 23, 2026.

Article 18: Approval of the election of Mr./Ms. ... as a member of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 for the 2026-2031 term (if any).

Article 19: The 2026 Annual General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 unanimously approved this Resolution with 19 Articles and assigned the Board of Directors to implement it.

Appendices attached to the Resolution:

- 1- Appendix 1. List of contracts between the Company and related persons (being Vietnam Electricity and its member entities) in 2025 and the first quarter of 2026.
- 2- Appendix 2. Amendments and supplements to the Company's Charter.
- 3- Appendix 3. Amendments and supplements to certain business lines of the Company's Charter.
- 4- Appendix 4. Amendments and supplements to the Internal Regulations on Corporate Governance Power Engineering Consulting Joint Stock Company 3.
- 5- Amendments and supplements to the Regulations on the Operation of the Board of Directors Power Engineering Consulting Joint Stock Company 3.

**ON BEHALF OF THE 2026 AGM
CHAIRMAN**

**Nguyen Nhu Hoang Tuan
Chairman of the Board of Directors**

Appendix 1. List of contracts between the Company and related persons (being Vietnam Electricity and its member entities) in 2025 and the first quarter of 2026.

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
Year 2025							
1	Tri An Hydropower Company	0100100079-006	Phan Chu Trinh Street, Quarter 8, Tri An Commune, Dong Nai Province	Q4	Consulting contract: Periodic monitoring of Vertical and Horizontal displacements in 2025 for HPP	1	1.4
2	Huoi Quang - Ban Chat Hydropower Company	0100100079-034	Na Khet Village, Than Uyen Commune, Lai Chau Province	Q2	Consulting contract: Verification of Safety Inspection Dossiers for the Dam and Reservoir of HPP project	1	0.1
				Q4	Consulting contract: Monitoring of displacements for HPP	1	0.1
3	Se San Hydropower Development Company	0100100079-078	No. 114 Le Duan Street, Pleiku Ward, Gia Lai Province	Q3	Consulting contracts: Construction supervision of installation and commissioning, Survey, Economic-Technical Report for HPPs	2	0.2
4	Song Tranh Hydropower Company	0100100079-083	No. 04 Quy My Street, Hoa Cuong Ward, Da Nang City	Q4	Consulting contract: FSR for TPP	1	0.04
5	Vietnam Electricity Power Projects Management Board No.2	0100100079-091	No. 11 Cua Bac, Ba Dinh Ward, Hanoi City	Q1	Consulting contract: FSR, EIA for TPP project	1	15.0
				Q3	Consulting contract: Bidding documents, evaluating bids, reviewing Technical design, Construction drawing design, supporting contract negotiation,	1	32.3

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					construction supervision, and assisting contract management for TPP		
6	Vietnam Electricity Power Projects Management Board No.3	0100100079-092	No. 25 Thach Thi Thanh, Tan Dinh Ward, HCMC	Q2	Consulting contract: Verification of the Construction Drawings for hydropower project	1	0.3
7	Northern Power Projects Management Board	0102743068-001	No. 4 Nguyen Khac Nhu, Ba Dinh Ward, Hanoi City	Q1	Consulting contract: Survey, Technical Design, Construction Drawings, Bidding Documents, Apply for Environmental Permits, Measuring and Creating Land Survey Maps for power grid project	1	12.8
				Q2	Consulting contract: Survey, Technical Design, Construction Drawings, Environmental Supervising, BIM, specialized reports for power grid project	1	35.8
				Q3	Consulting contracts: Survey, Technical Design, reviewing Construction drawing design - cost estimate, Bidding documents, agreements, information security, land surveying and handover for land acquisition and transfer of power grid projects	3	35.2
8	Central Power Projects Management Board	0102743068-002	No. 207 Xo Viet Nghe Tinh, Cam Le Ward, Da Nang City	Q2	Consulting contracts: Survey, FSR for power grid projects	2	8.5
				Q3	Consulting contracts: preparing dossiers for approval of forest-use conversion	2	0.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					policies and dossiers for converting forest land for implementation of power grid projects		
				Q4	Consulting contracts: FSR reviewing, IPA dossier for power grid projects	2	1.1
9	Southern Power Projects Management Board	0102743068-003	No. 610 Vo Van Kiet, Cau Ong Lanh Ward, HCMC	Q1	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	4	32.9
				Q2	Consulting contracts: Survey, Technical Design - General Cost, Construction Drawings, Bidding Documents, IPA documents, Apply for Environmental Permits, EIA for power grid projects	10	75.3
				Q3	Consulting contracts: Survey, Technical Design - General Cost, Construction drawing design, Bidding documents, BIM, information security, EIA, IPA documents for power grid projects	5	56.4
				Q4	Consulting contracts: Survey, Technical design, Construction drawing design, Bidding documents, Agreement dossier, BIM, information security, Environmental registration dossier, Forest status inventory dossier, IPA dossier for power grid projects	11	27.5

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
10	Power Transmission Company No.1	0102743068-005	No. 15 Cua Bac Street, Ba Dinh Ward, Ha Noi City	Q4	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, IPA documents for power grid projects	2	7.4
11	Power Transmission Company No.2	0102743068-006	No. 220 Nguyen Van Linh, Thanh Khe Ward, Da Nang City	Q2	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents for power grid project	1	3.0
12	Power Transmission Company No.3	0102743068-004	No. 12 Tran Hung Dao, Nha Trang Ward, Khanh Hoa Province	Q2	Consulting contract: Survey, FSR, Construction Drawings, Bidding Documents, Apply for Environmental Permits for power grid project	1	0.6
				Q4	Consulting contracts: Survey, Construction drawing design, Bidding documents, Agreement dossier, FSR reviewing, Reviewing of Construction design after Basic design for power grid projects	3	4.0
13	Power Transmission Company No.4	0102743068-007	No. 7, National Highway 52, Thu Duc Ward, HCMC	Q3	Consulting contracts: Survey, FSR, Technical design, Construction drawing design for power grid projects	2	3.8
				Q4	Consulting contracts: Survey, FSR, Construction drawing design, Bidding documents, SCADA for power grid projects	2	6.2
14	The Power Transmission	0102743068-010		Q2	Consulting contract: Survey for power grid project	1	0.5

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
	Projects Management Board		No. 18 Tran Nguyen Han, Hoan Kiem Ward, Ha Noi City	Q3	Consulting contracts: IPA documents, reviewing FSR, Construction drawing design for power grid projects	3	4.9
				Q4	Consulting contract: Survey, Basic design, Construction drawing design, Bidding documents for power grid project	1	17.6
15	Ba Ria - Vung Tau Power Company	0300942001-026	No. 60 Tran Hung Dao, Vung Tau Ward, HCMC	Q2	Consulting contract: Verification of Power Grid Investment projects	1	0.2
16	Southern Power Grid Project Management Board	0300942001-044	No. 16 Au Co, Tan Son Nhi Ward, HCMC	Q2	Consulting contract: EIA appraisal for power grid project	2	0.2
				Q3	Consulting contract: Cadastral Survey and Mapping, and Preparation of dossiers for compensation and site clearance for power grid project	2	0.2
				Q4	Consulting contract: EIA appraisal for power grid project	1	0.3
17	Southern Power Project Management Board	0300942001-045	No. 16 Au Co, Tan Son Nhi Ward, HCMC	Q1	Consulting contracts: Construction Drawings, Bidding Doc., IPA Doc., Measuring and Creating Land Survey Maps for power grid projects	4	0.6
				Q2	Consulting contracts: Survey, FSR, Construction Drawings, Bidding Documents, IPA documents, Measuring and Creating Land Survey Maps for power grid projects	6	7.5

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q3	Consulting contracts: IPA documents for power grid projects	1	0.2
				Q4	Consulting contract: Survey, FSR, IPA dossier for power grid project	1	0.3
18	Thermal Power Project Management Board 3	5701662152-006	No. 32 Ngo Thoi Nhiem, Xuan Hoa Ward, HCMC	Q1	Consulting contract: Survey, FSR for TPP project	1	0.5
				Q2	Consulting contract: Adjustment of FS for TPP project	1	1.0
				Q3	Consulting contracts: Survey, FSR, reviewing Technical design, Bidding documents, evaluating bids, and supporting negotiations for TPPs	4	6.3
				Q4	Consulting contract: FSR reviewing for TPP	1	0.2
19	HCMC Power Grid Project Management Board	0300951119-029	7th Floor, Green Power Building, No. 35 Ton Duc Thang Street, Sai Gon Ward, HCMC	Q4	Consulting contract: Survey, FSR, Technical design, Construction drawing design for power grid project	1	16.6
20	Power Generation Joint Stock Corporation 2	1800590430	No. 01 Le Hong Phong, Thoi An Dong Ward, Can Tho City	Q2	Consulting contract: EPC Bidding Documents, Technical Design-Construction Drawings Verification for TPP project	1	20.3
21				Q1	Consulting contract: Measurement, monitoring of deformation and assessment	1	0.7

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
	An Khe - Ka Nak Hydropower Company	1800590430-004	No. 125 Tay Son, Quy Nhon Nam Ward, Gia Lai Province		of stability of construction items of cycle 9 for HPP project		
				Q3	Consulting contract: Safety inspection and appraisal of dam and reservoirs for HPP	1	1.7
22	Song Bung 2 Hydropower Project Management Board	1800590430-001	No. 143 Xo Viet Nghe Tinh, Cam Le Ward, Da Nang City	Q2	Consulting contracts: Adjustment of Installed Capacity, Recalculation of Power Output, and Preparation of EPC Bidding Documents for RE projects	2	0.4
23	Power Generation Corporation No.3	3502208399	No. 60-66 Nguyen Co Thach, Sala Urban Area, An Khanh Ward, HCMC	Q1	Consulting contracts: Survey, IPA documents for power plant projects	2	0.9
				Q2	Consulting contracts: Survey, update the Power Grid Connection Planning Supplementary Doc. for RE projects	2	0.4
				Q3	Consulting contracts: Survey, FSR, Economic-Technical Report for power generation projects	4	0.8
				Q4	Consulting contracts: FSR reviewing, EIA for power generation projects	3	7.9
24	Buon Kuop Hydropower Company	3502208399-001	No. 22 Mai Xuan Thuong Street, Thanh Nhat Ward, Dak Lak Province	Q4	Consulting contract: Supervision of Installation, Testing and Commissioning, Survey, TER for HPP	1	3.1
25	Vinh Tan Thermal Power Project Management Board	3502208399-002	Hung Vuong Boulevard, Quarter 5, Phu Thuy Ward, Lam Dong Province	Q4	Consulting contract: FSR for TPP	1	0.7

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
26	Vinh Tan Thermal Power Company	3502208399-007	Vinh Phuc Hamlet, Vinh Hao Commune, Lam Dong Province	Q1	Consulting contract: Preparation of Economic-Technical Report for TPP project	1	0.4
				Q3	Consulting contract: Economic-Technical Report for TPP	1	0.4
27	Phu My Thermal Power Company	3502208399-010	Phu My 1 Industrial Zone, Phu My Ward, HCMC	Q1	Consulting contract: FSR for RE project	1	0.5
				Q2	Consulting contract: Economic-Technical Report for RE project	1	0.4
				Q3	Consulting contract: Construction drawing design for power generation project	1	0.5
28	Thac Mo Hydropower Joint Stock Company	3800311306	Quarter 5, Phuoc Long Ward, Dong Nai Province	Q1	Consulting contract: Preparation of Technical Plan for HPP project	1	0.4
				Q3	Consulting contracts: Bidding documents, evaluating bids for HPPs; calculating permissible limit values, assessing unit conditions of HPPs	4	14.0
				Q4	Consulting contracts: Survey, Preparation of Technical solutions, Design documents and Cost estimates for HPPs	2	0.7
29	Da Nhim - Ham Thuan - Da Mi Hydropower Joint Stock Company	5800452036	No. 80A Tran Phu, B'Lao Ward, Lam Dong Province	Q2	Consulting contracts: Assessment of Generators (H1, H2), the 2025 periodic Displacement Monitoring Procedure of HPP	1	3
				Q3	Consulting contract: Annual 2025 displacement monitoring for HPP	1	5.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
				Q4	Consulting contracts: Survey and Investigation of Flood marks downstream of the Dam, Survey and Monitoring of displacements, Dam and Reservoir Safety Assessment, Installation of Piezometric Pipes, TER, Calculation and Determination of the Phreatic Line for HPPs	3	2.9
30	Central Hydropower Joint Stock Company	0400477830	Da Nang Industrial Park, An Hai Ward, Da Nang City	Q3	Consulting contract: Safety inspection and appraisal of dam structures for HPP	1	0.2
31	Song Ba Ha Hydropower Joint Stock Company	4400415302	No. 498, Hung Vuong Boulevard, Tuy Hoa Ward, Dak Lak Province	Q1	Consulting contract: Economic-Technical Report for hydropower project	1	1.5
				Q2	Consulting contract: Survey, IPA documents and efficient water resource utilization for hydropower project	1	0.4
	Total					130	485.3
Q1 2026							
1	Vietnam Electricity Power Projects Management Board No.2	0100100079-091	No. 11 Cua Bac, Ba Dinh Ward, Hanoi City	Q1	Consulting contracts: Survey, Economic-Technical Report, specialized technical reports, Technical Design, hydraulic model testing, Construction Drawing Design, operation procedures, disaster response plans, operation procedures for equipment,	4	84.4

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
					environmental works, and design appraisal for power generation projects		
2	Northern Power Projects Management Board	0102743068-001	No. 4 Nguyen Khac Nhu, Ba Dinh Ward, Hanoi City	Q1	Consulting contracts: Survey, FSR, Review, BIM, environmental works, information security, route/site alignment agreements, land use planning, land use registration, IPA documents for power grid projects	7	53.3
3	Southern Power Projects Management Board	0102743068-003	No. 610 Vo Van Kiet, Cau Ong Lanh Ward, HCMC	Q1	Consulting contracts: Survey, Construction Drawing Design, Bidding documents, Review of Technical Design and cost estimates, route alignment agreements, IPA documents, information agreement dossiers, forest and land inventory reports for power grid projects	6	12.7
4	Power Transmission Company No.3	0102743068-004	No. 12 Tran Hung Dao, Nha Trang Ward, Khanh Hoa Province	Q1	Consulting contracts: Review of FSR, Review of Construction Drawing Design and cost estimates, and supervision of survey works for power grid projects	4	2.2
5	Power Transmission Company No.2	0102743068-006	No. 220 Nguyen Van Linh, Thanh Khe Ward, Da Nang City	Q1	Consulting contract: Survey, FSR, Construction Drawing Design, Bidding documents for power grid project	1	5.8
6	The Power Transmission Projects	0102743068-010	No. 18 Tran Nguyen Han, Hoan Kiem Ward, Ha Noi City	Q1	Consulting contract: FSR for power grid project	1	1.6

No.	Name of organization/ individual	ERC No.	Address	Time of transactions with the Company	Content, quantity, total value of transaction		
					Content	Quantity	Total value
	Management Board						
7	HCMC Power Grid Project Management Board	0300951119-029	7th Floor, Green Power Building, No. 35 Ton Duc Thang Street, Sai Gon Ward, HCMC	Q1	Consulting contract: Survey, FSR, Construction Drawing Design, BIM, Bidding documents for power grid project	1	13.5
8	Power Generation Joint Stock Corporation 2	1800590430	No. 01 Le Hong Phong, Thoi An Dong Ward, Can Tho City	Q1	Consulting contract: FSR for power project	1	0.5
9	Power Generation Corporation No.3	3502208399	No. 60-66 Nguyen Co Thach, Sala Urban Area, An Khanh Ward, HCMC	Q1	Consulting contract: Survey, FSR, agreements, environmental works for power generation project	1	19.6
10	Vinh Tan Thermal Power Company	3502208399-007	Vinh Phuc Hamlet, Vinh Hao Commune, Lam Dong Province	Q1	Consulting contracts: Review of FSR, Review of Construction Drawing Design for power projects	2	0.4
	Total					28	194.0

Note: The above contracts are executed based on the model consultancy service contracts issued together with Circular No. 22/2024/TT-BKHĐT dated November 17, 2024 or Circular No. 79/2025/TT-BTC dated August 4, 2025.

Appendix 2. Amendments and supplements to the Charter of Power Engineering Consulting Joint Stock Company 3.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
Article 24. Composition and term of office of the Board of Directors			
1.	The Board of Directors is the company's management body, with full authority to decide and exercise rights and obligations on behalf of the company as prescribed in Clause 2, Article 153 of the Law on Enterprises. The number of members of the Board of Directors is five (5) people. The term of office of a member of the Board of Directors shall not exceed five (5) years and may be re-elected for an unlimited number of terms.		
	The structure of the Board of Directors must ensure: - At least 1/3 of the total number of members are non-executive members ; - At least 01 member of the Board of Directors is an independent member.	The structure of the Board of Directors must ensure: - At least 01 member of the Board of Directors is a non-executive member ; - At least 01 member of the Board of Directors is an independent member.	- According to the provisions of Clause 79, Article 1 of Decree 245/2025/NĐ-CP
5.	Standards and conditions for nomination or candidacy for the Board of Directors:		
d.	A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors of another company .	A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors or Board of Members of at most 05 other Companies ;	- According to the provisions of Clause 78, Article 1 of Decree 245/2025/NĐ-CP
Article 25. Powers and duties of the Board of Directors			
3.	The rights and duties of the Board of Directors are stipulated by law, the Company's Charter and decisions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:		
d.	Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of Subsidiaries, Branches, Representative Offices and capital contribution, purchase of shares of other enterprises;	Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, merger, consolidation, reorganization or dissolution, change of address of Subsidiaries, Branches, Representative Offices and capital contribution, purchase/ transfer of shares of other enterprises;	- Text in blue is added for the sake of completeness.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
j.	Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; organizing dividend payments ; handle losses arising during the business process;	Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; payment of dividends to shareholders is carried out in accordance with the law after being approved by the Annual General Meeting of Shareholders ; handle losses arising during the business process;	- According to the provisions of point b, clause 81, Article 1 of Decree 245/2025/ND-CP
4.	The following matters must be approved by the Board of Directors:		
e.	Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company;	Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company which are valued at 35% or more of the total asset value recorded in the Company's most recent financial statements ;	- Adjustments to align with point c, Clause 2, Article 33 of the Regulations.
Article 32. Appointment, dismissal, duties and powers of the General Director			
3.	Standards and conditions for appointment as General Director:		
d .		Must not be a related party of the business manager, the company's and parent company's auditor, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.	- According to Clause 83, Article 1 of Decree 245/2025/ND-CP.
Article 33. Authority for contracts and transactions			
1.	1. The General Meeting of Shareholders has the authority to:	1. The General Meeting of Shareholders has the authority to:	- Adjustments are made clear,

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;</p> <p>c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.</p>	<p>a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;</p> <p>b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;</p> <p>c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.</p>	consistent, logical, and compliant with legal regulations.
2.	<p>2. The Board of Directors has the authority to:</p> <p>a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;</p> <p>b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;</p> <p>c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total</p>	<p>2. The Board of Directors has the authority to:</p> <p>a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;</p> <p>b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;</p> <p>c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total</p>	

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article; d. Approving contracts for tendering with a value of 35% or more of the total asset value recorded in the Company's most recent financial report.	asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article.	
3.	3. The General Director has the authority to: a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements; b. Decide on contracts for tendering with no limit on value; c. Decide on contracts for tendering, purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 2 of this Article.	3. The General Director has the authority to: a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements; b. Decide on contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clauses 1 and 2 of this Article.	
Article 36. Responsibility for honesty and avoiding conflicts of interest			
1.	1. Members of the Board of Directors, Supervisors, the General Director, and other management personnel may only use information obtained through their positions to serve the interests of the Company; they are not permitted to use business opportunities that could benefit the Company for personal gain; nor are they permitted to use information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.	1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers must disclose their relevant interests in accordance with the Law on Enterprises and related legal documents.	- Clause 1 to Clause 5 are adjusted in align with Article 47 of the model regulations of Circular 116 and Article 291 of Decree 155/2020.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
2.	2. Members of the Board of Directors, Supervisors, General Managers, and other management personnel are obligated to declare to the Company all related interests that may conflict with the Company's interests and which they may obtain through other economic entities, transactions, or individuals as stipulated in Article 164 of the Enterprise Law.	2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties may only use information obtained through their positions to serve the interests of the Company.	
3.	3. The company is not permitted to grant loans or guarantees to members of the Board of Directors, Supervisory Board, General Director, other management officers, and persons related to the aforementioned members or legal entities in which these persons have financial interests, except in cases where such loans or guarantees have been approved by the General Meeting of Shareholders.	3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the Law on Securities on information disclosure.	
4.	4. Contracts or transactions between the Company and one or more members of the Board of Directors, Supervisory Board, General Director, other managers, or persons related to them, or between the Company, partners, associations, or organizations of which one or more members of the Board of Directors, Supervisory Board, General Director, other managers, or persons related to them are members or have a financial interest, shall not be	4. Members of the Board of Directors are not allowed to vote on transactions that benefit that member or their related parties as stipulated in the Law on Enterprises and the company's charter. 5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties are not allowed to	- Clause 6 refers to Clause 6, Article 47 of the Model Regulations Circular 116/2020/TT-BTC.

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	invalidated in the following circumstances: a. For contracts with a value less than 35% of the total value of assets recorded in the most recent financial statement, the material elements of the contract or transaction, as well as the relationships and interests of the managers or members of the Board of Directors, have been reported to the Board of Directors or the relevant subcommittee. Furthermore, that Board of Directors or subcommittee has authorized the execution of the contract or transaction in good faith by a majority vote of the Board members who have no financial interest;	use or disclose internal information to others to carry out related transactions. 6. Contracts or transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these parties are not invalid in the following cases:	
5.	b. For contracts with a value equal to or greater than 35% of the total value of assets recorded in the most recent financial statement, the significant elements of the contract or transaction, as well as the relationship and interests of the management, Supervisory Board or Board members, have been disclosed to non-interested shareholders who have the right to vote on the matter, and those shareholders have voted in favor of the contract or transaction; c. The contract or transaction is deemed fair and reasonable in all respects to the company's shareholders at the time the transaction or contract is authorized by the Board of Directors or a subcommittee of the Board of Directors or the shareholders;	a. For contracts valued at less than 35% of the total asset value recorded in the most recent financial statement, the significant contents of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Board of Supervisors members, General Director, and other executives, have been reported to the Board of Directors and approved by a majority vote of the Board members who have no vested interest; b. For contracts with a value equal to or greater than 35% or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statement, the significant contents of this contract or transaction, as well as the relationship and interests	Clause 7 is added in accordance with Article 1, Clause 83, Decree 245/2025

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	5. Members of the Board of Directors, Supervisory Board, General Director, other management and persons related to the aforementioned members are not permitted to use or disclose unpublished information of the Company to others to carry out related transactions.	<p>of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting of shareholders without an interest.</p> <p>7. The General Director shall not be a related party of the enterprise manager, the Board of Supervisors of the company and parent company, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.</p>	
Chapter XVI. ANNUAL REPORTS, RESPONSIBILITIES FOR INFORMATION DISCLOSURE, AND PUBLIC ANNOUNCEMENTS		CHAPTER XVI. FINANCIAL STATEMENTS, ANNUAL REPORTS, DISCLOSURE RESPONSIBILITIES, PUBLIC NOTICES	- Change the chapter title and restructure Chapter XVI from 2 articles to 3 articles.
Article 44. Annual, semi-annual, and quarterly financial statements			
4.	The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website.	The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website and report to the State Securities Commission and the Stock Exchange as prescribed.	- According to the provisions of Clause 1, Article 7 of Circular 96/2020/TT-BTC
Article 45. Annual Report			
	1. The Company must prepare, send and publish annual financial statements approved by the General	Article 45. Annual Report The company must prepare and publish an Annual	- Amend Article 45 and add Article 46;

Clause	Current Charter (13 th Amendment, 2024)	Draft Charter, 14 th Amendment	Reason/Basis
	<p>Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market.</p> <p>2. The Company shall publish on its website the following information:</p> <p>a. The Company's Charter;</p> <p>b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company;</p> <p>c. The annual financial statements approved by the General Meeting of Shareholders;</p> <p>d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.</p>	<p>Report in accordance with the laws and regulations on securities and the securities market. Article 46. Information Disclosure</p> <p>1. The Company must prepare, send and publish audited annual financial statements approved by the General Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market.</p> <p>2. The Company shall publish on its website the following information:</p> <p>a. The Company's Charter;</p> <p>b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company;</p> <p>c. The annual financial statements approved by the General Meeting of Shareholders;</p> <p>d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.</p>	<p>- Amend Article 56 in accordance with the model charter attached to Circular 116/2020/TT-BTC;</p> <p>- Add content on information disclosure to conform with Articles 175 & 176 of the Law on Enterprises.</p>
Article 53. Effective Date			
1.	<p>This 13th Charter, consisting of XXI Chapters and 52 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 on June 27, 2024 and the full text of this Charter shall be approved.</p>	<p>This 14th Charter, consisting of XXI Chapters and 53 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting Joint Stock Company 3 on 2026 and the full text of this Charter shall be approved.</p>	<p>- Additional Articles are added due to the amendment and revision of Articles 45 and 46.</p>

Appendix 3. Amendments and supplements to certain business lines of the Company's Charter.

Article 3. Business fields and operational objectives of the Company			
1. Business fields of the Company:			
<i>* The business lines subject to adjustment and modification include:</i>			
Clause	Current Charter (13th Amendment, 2024)	Draft Charter, 14th Amendment	Reason/Basis
a	Architectural activities and related technical consultancy:		
(Industry Code: 7110) - Main Business Activities	<ul style="list-style-type: none"> - Develop power development plans for districts, provinces, and cities, and development plans for power plant projects (hydroelectric, thermal, and nuclear power) and renewable energy (wind, solar, biogas, and geothermal). - Prepare investment reports, investment projects, tender documents, bidding documents for projects such as: power plants, civil and industrial construction, power transmission lines and substations (power grid projects); - Geological, topographical, and hydrological surveys; - Design and review of architectural designs for civil and industrial works; Design and review of designs for: civil works, industrial buildings, energy industry, power plants, power grids, transportation (roads), agricultural and rural development projects, technical infrastructure (water supply, drainage, waste treatment). Design and review of communication systems and information technology systems for civil and industrial works. Prepare overall cost estimates for: civil works, 	<ul style="list-style-type: none"> - Designing regional power development plan for provinces, cities and planning for development of power plant projects (hydroelectricity, thermal power, nuclear power) and renewable energy (wind power, solar power, biogas, geothermal, hydropower, biomass); - Designing construction plan and providing architectural consultation; - Making investment reports, investment projects, bidding documents, bidding documents, projects: Power plants, construction of civil and industrial works, power transmission lines and transformer stations (power grid projects); - Geological, topographical, hydrological surveys; marine surveys; surveying and data collection of remote sensing imagery, application of 3D technology to topography and geology; - Design, design review, and preparation of overall cost estimates and detailed cost estimates for power generation projects such as: Power sources (hydroelectric, pumped storage, thermal, nuclear, wind, solar, geothermal, tidal, waste-to-energy, biomass, biogas, and other new and renewable 	<ul style="list-style-type: none"> - Update industry codes and details of certain occupations according to Decision 36/2025/QĐ-TTg. - Update in accordance with the two-level administrative boundaries and the Planning Law; - Update business lines and revise the wording and presentation style.

<p>industrial (energy) projects, agricultural and rural development projects, transportation (roads);</p> <ul style="list-style-type: none"> - Consulting on design, design review, and supervision of fire prevention and firefighting; - Consulting services for project and proposal preparation: Investigation and assessment of the forestry environment and society; Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (excluding services for surveying, assessing and exploiting natural forests including timber harvesting and hunting, trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture); - Providing consultancy services for preparing documents related to changing forest land use to other purposes and performing other science and technology services related to forestry service activities; - Providing consultancy services for conducting greenhouse gas inventories at the grassroots level and preparing grassroots-level greenhouse gas inventory reports; - Reviewing investment projects for construction projects, evaluating bidding documents for power plant construction projects, power grid projects, civil and industrial works; - Consulting and supervising the construction of civil, industrial (power plants, power grid projects), and projects serving agriculture and rural development; 	<p>energy sources); Power grids (transmission lines and substations) and lighting systems. Design and design review of communication and telecommunication systems, industrial and civil works. Consulting on design, design review, and preparation of overall cost estimates and detailed cost estimates for irrigation works, agricultural and rural development works, technical infrastructure, transportation, civil works, urban areas, and functional zones;</p> <ul style="list-style-type: none"> - Consulting on design, design review, and supervision of fire prevention and firefighting; - Consulting on project proposals and plans: Investigation and assessment of the environmental and social aspects of forestry, application of remote sensing and GIS technology in: Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (<i>excluding services for surveying, assessing and exploiting natural forests for timber harvesting and hunting/trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture</i>); - Consulting on the preparation of dossiers for converting forest purposes to other purposes and performing other scientific and technological services related to forestry service activities; - Consulting on the implementation of grassroots greenhouse gas inventories, developing grassroots greenhouse gas inventory reports; - Appraising investment projects for construction projects, appraising bidding documents for power 	
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	<ul style="list-style-type: none"> - Consulting and supervising the installation of equipment in construction projects (electrical systems for industrial buildings); - Supervising the construction and completion of technical infrastructure projects and road and bridge transportation projects; - Supervising geological, topographical, and hydrological surveys for construction projects of power plants, power grids, civil and industrial buildings; - Managing investment projects for the construction of power plants, power grids, civil and industrial buildings; Managing construction investment costs; - Experiments with soil, rock, sand, water, concrete, steel, and other building materials; - Testing and acceptance of power plant projects, power grid projects, and civil and industrial construction projects; - Expertise in the field of construction of power plants, power grids, civil and industrial works (excluding forensic expertise); - Surveying topographic and geological maps, and drawing cadastral, specialized, and atlas maps; - Surveying, preparing investment projects, and designing telecommunications infrastructure. 	<ul style="list-style-type: none"> plant construction projects, power grid projects, civil and industrial works; - Consulting on supervision of construction works: Construction, installation of equipment, testing, and acceptance of Civil and industrial works, works for agricultural and rural development; - Supervising the construction and completion of technical infrastructure works and bridge and road traffic works; - Supervising geological, topographical and hydrological surveys of power plant, power grid, civil and industrial construction works; - Managing investment projects for construction of power plant, power grid, civil and industrial works; Managing construction investment costs; - Conducting specialized construction testing of soil, rock, sand, water, concrete, steel and other construction materials (including laboratory and field testing); - Testing and acceptance of power plant works, power grid works, civil and industrial construction works; - Appraisal in the field of construction of power plant, power grid, civil and industrial works (<i>except for judicial appraisal</i>); - Surveying and mapping of topography (on land and underwater, including the seabed), geology, and cadastral mapping, specialized fields, and atlases; monitoring of displacement and deformation of structures;; - Surveying, preparing investment projects, designing telecommunications works. 	
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		- Management, operation, maintenance, repair, renovation, and upgrading services for power plants, substations, and power transmission lines (<i>excluding the management and operation of multi-purpose hydropower plants and nuclear power plants of particular economic and social importance</i>).	
g (Industry code: 4221)	Construction of power plants Details: Construction work for industrial energy projects such as power lines and substations (CPC 513)	Construction of electricity works (<i>Except construction, operation of multi-purpose hydropower, nuclear power of special economic and social importance</i>);	- Adjust the detailed content.
n (Industry code: 4329)	Installation of other building systems (Details: Construction and installation of solar panel systems, solar generators, solar transformers, solar power equipment and other building systems). Construction and installation of equipment into the building. Construction and installation of fire prevention and firefighting systems (CPC 516)	Installation of other construction systems (Details: Construction and installation of power systems, generators, transformers, power equipment and other construction systems). Construction and installation of equipment into works. Construction and installation of fire prevention and fighting systems;	- Adjust and supplement the detailed content.
y (Industry code: 7120)	Technical testing and analysis Details: Construction quality inspection. Testing services for the mechanical strength of concrete, structures, and building materials. Drilling and grouting for waterproofing, reinforcement and treatment of building foundations. Power plant inspection. (CPC 8676, CPC 545)	Technical inspection and analysis Details: Inspection and appraisal of construction works quality, certification of eligibility to ensure load-bearing safety and certification of conformity of construction works quality. Testing services to check the mechanical strength of concrete, structures, construction materials. Testing services for physical and mechanical properties of soil, rock and construction materials. Energy audit. Inspection of power plant equipment;	- Adjust and supplement the detailed content.

Appendix 4. Amendments and supplements to the Internal Regulations on Corporate Governance Power Engineering Consulting Joint Stock Company 3.

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	Pursuant to: 1. Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; 2. Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; 3. Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;	1. The Law on Securities No. 54/2019/QH14 dated November 26, 2019; the Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations of the National Assembly of the Socialist Republic of Vietnam; 2. The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam; 3. Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;	- Update current amendments and supplements in accordance with legal regulations
Article 2. General Meeting of Shareholders			

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
3. Detailed order and procedures for GMS meetings: 3.1 Procedure for in-person voting at the GMS meeting is as follows: e) Agenda and content of the GMS meeting.			
	<ul style="list-style-type: none"> - Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository; - Determining the time and venue for organizing the general meeting; - Notifying and sending the GMS meeting notice to all shareholders entitled to attend; - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors; - Other tasks serving the meeting. 	<ul style="list-style-type: none"> - Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation; - Determining the time and venue for organizing the general meeting; - Notifying and sending the GMS meeting notice to all shareholders entitled to attend; - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors; - Other tasks serving the meeting. 	<ul style="list-style-type: none"> - Updated VSDC's new name
Article 3. Board of Directors 4. The order and procedures for organizing meetings of the Board of Directors include the following main contents:			
	a) Minimum number of quarterly meetings; The Board of Directors shall hold regular meetings at least once per quarter, during the first week of each quarter.	a) Minimum number of meetings per quarter: The Board of Directors holds regular meetings at least once a quarter.	<ul style="list-style-type: none"> - Ensure compliance with legal regulations and internal governance practices of the Company
Article 5. General Director 2. 2. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director: b) b) Standards and conditions to be appointed as General Director:			
	<ul style="list-style-type: none"> - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise 	<ul style="list-style-type: none"> - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises; 	<ul style="list-style-type: none"> - Add the text in blue as stipulated in Clause 83, Article 1 of

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	<p>management as prescribed in Clause 2, Article 17 of the Law on Enterprises;</p> <ul style="list-style-type: none"> - Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration; - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a representative of the enterprise's capital at the Company and the parent company. 	<ul style="list-style-type: none"> - Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration; - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a representative of the enterprise's capital at the Company and the parent company; - Must not be a related person to enterprise managers, Supervisors of the company and the parent company, representatives of state capital, or representatives of the enterprise's capital at the company and the parent company according to point d, Clause 46, Article 4 of the Law on Securities. 	<p>Decree 245/2025/NĐ-CP</p>
<p>Article 6. Other activities</p> <p>4.</p>	<p>Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons.</p>	<p>Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons according to the provisions of the Law on Enterprises and the Company Charter.</p>	<p>- Supplementing to ensure consistency with the Charter</p>

Appendix 5. Amendments and supplements to the Regulations on the Operation of the Board of Directors Power Engineering Consulting Joint Stock Company 3.

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
Regulation code			
	QC-VP-04	QCQLNB-QC-03	- Compliant with the Company's internal governance regulation system
Article 3. Rights and obligations of members of the Board of Directors			
	3. Independent member of the Board of Directors must prepare an assessment report on the operation of the Board of Directors.	3. Each independent member of the Board of Directors must prepare an assessment report on the operation of the Board of Directors.	- As stipulated in Clause 80, Article 1 of Decree 245/2025/NĐ-CP
Article 6. Standards and conditions for members of the Board of Directors			
1. Members of the Board of Directors must meet the following standards and conditions:			
	c. A Board member can simultaneously be a member of the Board of Directors of another company;	c. A Board member can simultaneously be a member of the Board of Directors or Members' Council at a maximum of 05 other companies;	- According to the provisions of Clause 78, Article 1 of Decree 245/2025/NĐ-CP
Article 11. Rights and obligations of the Board of Directors			
2. The rights and obligations of the Board of Directors are prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:			
	d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment of Subsidiaries, Branches, Representative	d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, consolidation, merger, reorganization, or	- Add text in blue for the sake of completeness

Clause	Current Regulation (Issue No.: 05, 2023)	Proposed Amendments and Supplements	Reason/Basis
	Offices, and capital contributions, purchase of shares of other enterprises;	dissolution, change of address of Subsidiaries, Branches, Representative Offices, and capital contributions, purchase/ transfer of shares of other enterprises;	
	j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; organize dividend payments ; handle losses arising during business operations;	j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; pay dividends to shareholders according to legal provisions after approval by the Annual General Meeting of Shareholders ; handle losses arising during business operations;	- According to the provisions of point b, clause 81, Article 1 of Decree 245/2025/NĐ-CP
Article 17. Submission of annual reports			
2.	The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 10 days before the opening of the Annual General Meeting of Shareholders.	The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 30 days before the opening of the Annual General Meeting of Shareholders.	- According to Clause 2, Article 18 of the sample quality control attached to Circular 116/2020/TT-BTC



2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

VOTING CARD

Shareholder/ Authorized representative:

Total number of voting shares: _____ shares

No.:



**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3**

VOTING CARD

Shareholder/ Authorized representative:

Total number of voting shares: _____ shares

Voting opinion:

1. Approval of the contents of the Report on the Activities of the Board of Directors in 2025

Approve: ☐ Disapprove: ☐ Abstain: ☐

2. Approval of the contents of the Report of the Independent member of the Board of Directors on the assessment of the Board of Directors' Activities in 2025

Approve: ☐ Disapprove: ☐ Abstain: ☐

3. Approval of the contents of the Report on the Business results for 2025 and the Business plan for 2026

Approve: ☐ Disapprove: ☐ Abstain: ☐

4. Approval of the contents of the Report on the Financial situation for 2025 and the Financial plan for 2026

Approve: ☐ Disapprove: ☐ Abstain: ☐



**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3**

VOTING CARD

Shareholder/ Authorized representative:

Total number of voting shares: _____ shares

Voting opinion:

5. Approval of the contents of the Report of the Board of Supervisors

Approve: ☐

Disapprove: ☐

Abstain: ☐

Shareholder's signature

No.:



2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

VOTING CARD

Shareholder/ Authorized representative:

Total number of voting shares: _____ shares

Voting opinion:

1. Approval of the contents of the Proposal on the Business results for 2025 and the Business plan for 2026

Approve: ☐ Disapprove: ☐ Abstain: ☐

2. Approval of the contents of the Proposal on the Audited combined financial statements for 2025, the Financial results for 2025 and the Financial plan for 2026

Approve: ☐ Disapprove: ☐ Abstain: ☐

3. Approval of the contents of the Proposal on the approval of contracts between the Company and Related Persons

Approve: ☐ Disapprove: ☐ Abstain: ☐

4. Approval of the contents of the Proposal on the Profit distribution for 2025 and the Profit distribution plan for 2026

Approve: ☐ Disapprove: ☐ Abstain: ☐

5. Approval of the contents of the Proposal on the Finalization of salaries, remuneration for the members of the BOD, the BOS in 2025 and the Salary, remuneration plan for the members of the BOD, the BOS in 2026

Approve: ☐ Disapprove: ☐ Abstain: ☐



2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

VOTING CARD

Shareholder/ Authorized representative:

Total number of voting shares: _____ shares

Voting opinion:

- 6. Approval of the contents of the Proposal on the Authorization for the BOD to select the Independent auditing firm for the Financial statements for the period 2026-2028**

Approve: ☐ Disapprove: ☐ Abstain: ☐

- 7. Approval of the contents of the Proposal on the Approval of amendments and supplements to, and the Draft of, the Company Charter (14th amendment)**

Approve: ☐ Disapprove: ☐ Abstain: ☐

- 8. Approval of the contents of the Proposal on the Approval of amendments and supplements to, and the Drafts of, the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors**

Approve: ☐ Disapprove: ☐ Abstain: ☐

- 9. Approval of the contents of the Proposal on the Dismissal of a Member of the Board of Directors**

Approve: ☐ Disapprove: ☐ Abstain: ☐

Shareholder's signature

No.:

POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3

AUDITED COMBINED FINANCIAL STATEMENTS

For the year ended 31 December 2025

March 2026

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STATEMENT OF THE BOARD OF GENERAL DIRECTORS

The Board of General Directors of Power Engineering Consulting Joint Stock Company 3 ("the Company") presents this report together with the Company's combined financial statements for the year ended 31 December 2025.

BOARD OF MANAGEMENT AND BOARD OF GENERAL DIRECTORS

The members of the Board of Management and the Board of General Directors of the Company who held office during the year and to the date of this report are as follows:

Board of Management

Mr. Nguyen Nhu Hoang Tuan	Chairman
Mr. Lac Thai Phuoc	Member
Mr. Tran Quoc Dien	Member
Mr. Tran Le Minh	Member
Mr. Vo Van Phuong	Independent member

Board of General Directors

Mr. Lac Thai Phuoc	General Director
Mr. Tran Quoc Dien	Deputy General Director
Mr. Tran Le Minh	Deputy General Director
Mr. Nguyen Cong Thang	Deputy General Director

Board of Supervisors

Ms. Truong Thi Anh Dao	Head of Board of Supervisors
Mr. Nguyen Van Thien	Member
Ms. To Thi My Hang	Member

Legal representative

The legal representative of the Company during the year and to the date of this report is Mr. Lac Thai Phuoc - General Director.

BOARD OF GENERAL DIRECTORS' STATEMENT OF RESPONSIBILITY

The Board of General Directors of the Company is responsible for preparing the combined financial statements, which give a true and fair view of the financial position of the Company as at 31 December 2025, its financial performance and its cash flows for the year then ended. In preparing these combined financial statements, the Board of General Directors is required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable accounting principles have been followed, subject to any material departures disclosed and explained in the combined financial statements;
- Prepare the combined financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business; and
- Design and implement an effective internal control system for the purpose of properly preparing and presenting the combined financial statements so as to minimize errors and frauds.

The Board of General Directors is responsible for ensuring that proper accounting records are kept, which disclose, with reasonable accuracy at any time, the financial position of the Company and that the combined financial statements comply with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements. The Board of General Directors is also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of frauds and other irregularities.

The Board of General Directors confirms that the Company has complied with the above requirements in preparing these combined financial statements.

STATEMENT OF THE BOARD OF GENERAL DIRECTORS (CONTINUED)

BOARD OF GENERAL DIRECTORS' STATEMENT OF RESPONSIBILITY (CONTINUED)

In the Board of General Directors' opinion, the accompanying combined financial statements give a true and fair view of the financial position of the Company as at 31 December 2025, its financial performance and its cash flows for the year then ended in accordance with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements.

For and on behalf of the Board of General Directors,



Lac Thai Phuoc
General Director
Ho Chi Minh City, 9 March 2026

No.: 046 /VACO/BCKiT.NV2

INDEPENDENT AUDITORS' REPORT

To: The shareholders
The Board of Management and the Board of General Directors
Power Engineering Consulting Joint Stock Company 3

We have audited the accompanying combined financial statements of Power Engineering Consulting Joint Stock Company 3 (the "Company"), prepared on 9 March 2026 as set out from page 05 to page 34, which comprise the combined balance sheet as at 31 December 2025, the combined income statement and the combined cash flow statement for the year then ended, and the notes to the combined financial statements (hereafter called the "combined financial statements").

Board of General Directors' Responsibility

The Board of General Directors is responsible for the true and fair preparation and presentation of these combined financial statements in accordance with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements and for such internal control as the Board of General Directors determines as necessary to enable the preparation of combined financial statements that are free from material misstatement, whether due to frauds or errors.

Auditors' Responsibility

Our responsibility is to express an opinion on these combined financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined financial statements, whether due to frauds or errors. In making those risk assessments, the auditors consider internal control relevant to the Company's true and fair preparation and presentation of the combined financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of General Directors, as well as evaluating the overall presentation of the combined financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Auditors' Opinion

In our opinion, the combined financial statements give a true and fair view of, in all material respects, the financial position of Power Engineering Consulting Joint Stock Company 3 as at 31 December 2025, its financial performance and its cash flows for the year then ended in accordance with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements.

INDEPENDENT AUDITORS' REPORT (CONTINUED)

Emphasis of matter

We would like to draw the readers' attention to Note 34 of the Notes to the combined financial statements on the Company's contingent liabilities. Our opinion is not modified in respect of this matter.



Nguyen Ngoc Thach
Deputy General Director
Audit Practising Registration Certificate
No. 1822-2023-156-1
For and on behalf of
VACO AUDITING COMPANY LIMITED
Hanoi, 9 March 2026

Le Binh Phuong
Auditor
Audit Practising Registration Certificate
No. 5914-2023-156-1

COMBINED BALANCE SHEET

As at 31 December 2025

Unit: VND

ASSETS	Codes	Notes	Closing balance	Opening balance
A - CURRENT ASSETS	100		175,993,011,357	153,531,070,963
I. Cash and cash equivalents	110	4	24,456,232,360	38,941,438,605
1. Cash	111		15,916,232,360	38,941,438,605
2. Cash equivalents	112		8,540,000,000	-
II. Short-term financial investments	120	5	220,790,000	220,790,000
1. Trading securities	121		220,790,000	220,790,000
III. Short-term receivables	130		105,940,677,181	75,993,606,777
1. Short-term trade receivables	131	6	127,648,851,805	93,246,108,463
2. Short-term advances to suppliers	132	7	3,549,217,721	5,997,404,000
3. Other short-term receivables	136	8	11,500,815,809	9,271,447,616
4. Provision for short-term doubtful debts	137	9	(36,758,208,154)	(32,521,353,302)
IV. Inventories	140	10	44,222,481,774	36,644,472,446
1. Inventories	141		44,222,481,774	36,644,472,446
V. Other current assets	150		1,152,830,042	1,730,763,135
1. Short-term prepayments	151	11	1,152,796,190	1,034,230,882
2. VAT deductibles	152		-	679,086,399
3. Taxes and amounts receivable from the State budget	153	17	33,852	17,445,854
B - NON-CURRENT ASSETS	200		113,754,234,956	112,132,228,569
I. Long-term receivables	210		40,781,607,187	44,385,393,998
1. Long-term trade receivables	211	6	40,148,607,187	39,784,897,118
2. Other long-term receivables	216	8	633,000,000	4,600,496,880
II. Fixed assets	220		13,245,953,475	12,589,844,510
1. Tangible fixed assets	221	12	5,497,772,652	4,534,550,927
- Cost	222		53,727,401,586	56,062,330,320
- Accumulated depreciation	223		(48,229,628,934)	(51,527,779,393)
2. Intangible fixed assets	227	13	7,748,180,823	8,055,293,583
- Cost	228		21,284,885,526	21,284,885,526
- Accumulated amortisation	229		(13,536,704,703)	(13,229,591,943)
III. Long-term assets in progress	240		4,039,522,963	1,371,972,000
1. Construction in progress	242	14	4,039,522,963	1,371,972,000
IV. Long-term financial investments	250	5	53,150,000,000	53,150,000,000
1. Equity investments in other entities	253		53,150,000,000	53,150,000,000
V. Other non-current assets	260		2,537,151,331	635,018,061
1. Long-term prepayments	261	11	2,537,151,331	635,018,061
TOTAL ASSETS (270 = 100 + 200)	270		289,747,246,313	265,663,299,532

The accompanying notes are an integral part of these combined financial statements

COMBINED BALANCE SHEET (CONTINUED)

As at 31 December 2025

Unit: VND

RESOURCES	Codes	Notes	Closing balance	Opening balance
C - LIABILITIES	300		124,311,760,574	110,945,577,994
I. Current liabilities	310		124,311,760,574	110,945,577,994
1. Short-term trade payables	311	15	13,505,769,129	15,358,347,515
2. Short-term advances from customers	312	16	33,586,695,393	29,084,508,672
3. Taxes and amounts payable to the State budget	313	17	4,004,664,753	3,169,075,355
4. Payables to employees	314		48,944,282,600	20,229,493,940
5. Short-term accrued expenses	315	18	6,055,209,027	305,842,352
6. Other short-term payables	319	19	10,993,286,605	12,891,722,240
7. Short-term loans and obligations under finance leases	320	20	1,652,600,000	23,437,501,253
8. Bonus and welfare funds	322		5,569,253,067	6,469,086,667
D - EQUITY	400		165,435,485,739	154,717,721,538
I. Owner's equity	410	21	165,435,485,739	154,717,721,538
1. Owner's contributed capital	411		95,173,030,000	95,173,030,000
- Ordinary shares carrying voting rights	411a		95,173,030,000	95,173,030,000
2. Treasury shares	415		(140,000)	(140,000)
3. Investment and development fund	418		39,056,000,000	35,530,000,000
4. Retained earnings	421		31,206,595,739	24,014,831,538
- Retained earnings accumulated to the prior year end	421a		14,257,187,038	12,261,204,487
- Retained earnings of the current year	421b		16,949,408,701	11,753,627,051
TOTAL RESOURCES (440 = 300 + 400)	440		289,747,246,313	265,663,299,532



Lac Thai Phuoc
General Director
Ho Chi Minh City, 9 March 2026

Pham Hoang Vinh
Chief Accountant

Nguyen Tran Phuong Thuy
Preparer

COMBINED INCOME STATEMENT

For the year ended 31 December 2025

Unit: VND

ITEMS	Codes	Notes	Current year	Prior year
1. Revenue from goods sold and services rendered	01		315,440,416,886	185,085,686,110
2. Deductions	02		55,625,412	-
3. Net revenue from goods sold and services rendered (10 = 01 - 02)	10	24	315,384,791,474	185,085,686,110
4. Cost of goods sold and services rendered	11	25	229,420,941,962	133,064,363,995
5. Gross profit from goods sold and services rendered (20 = 10 - 11)	20		85,963,849,512	52,021,322,115
6. Financial income	21	27	14,271,948,909	11,321,324,671
7. Financial expenses	22	28	2,562,862,517	1,905,412,428
- In which: Interest expenses	23		853,477,559	832,865,078
8. Selling expenses	25	29	21,387,750,882	9,665,228,337
9. General and administration expenses	26	29	56,343,098,235	38,367,537,246
10. Operating profit {30 = 20 + (21 - 22) - (25 + 26)}	30		19,942,086,787	13,404,468,775
11. Other income	31		580,117,005	836,456,147
12. Other expenses	32		575,255,565	1,209,898,057
13. Profit from other activities (40 = 31 - 32)	40		4,861,440	(373,441,910)
14. Accounting profit before tax (50 = 30 + 40)	50		19,946,948,227	13,031,026,865
15. Current corporate income tax expense	51	30	2,997,539,526	1,277,399,814
16. Net profit after corporate income tax (60 = 50 - 51)	60		16,949,408,701	11,753,627,051
17. Basic earnings per share	70	31	1,603	1,080



Lac Thai Phuoc
General Director
Ho Chi Minh City, 9 March 2026

Pham Hoang Vinh
Chief Accountant

Nguyen Tran Phuong Thuy
Preparer

COMBINED CASH FLOW STATEMENT

(Indirect method)

For the year ended 31 December 2025

Unit: VND

ITEMS	Codes	Current year	Prior year
I. Cash flows from operating activities			
1. Profit before tax	01	19,946,948,227	13,031,026,865
2. Adjustments for			
- Depreciation and amortisation	02	2,252,897,248	2,920,831,780
- Provisions	03	(4,236,854,852)	(454,446,760)
- Foreign exchange gain, loss arising from translating foreign currency items	04	(316,640,534)	(401,143,558)
- Gain, loss from investing activities	05	(13,601,811,116)	(10,884,982,146)
- Interest expenses	06	853,477,559	832,865,078
3. Operating profit before movements in working capital	08	4,898,016,532	5,044,151,259
- Increase, decrease in receivables	09	(21,593,826,101)	26,762,153,286
- Increase, decrease in inventories	10	(7,578,009,328)	3,271,699,144
- Increase, decrease in payables (excluding accrued loan interest and corporate income tax payable)	11	35,243,800,599	(23,595,622,859)
- Increase, decrease in prepayments	12	(2,020,698,578)	433,374,213
- Interest paid	14	(853,477,559)	(832,865,078)
- Corporate income tax paid	15	(2,680,438,218)	(2,471,073,008)
- Other cash outflows	17	(2,372,833,600)	(767,626,440)
Net cash flow generated by/(used in) operating activities	20	3,042,533,747	7,844,190,517
II. Cash flows from investing activities			
1. Acquisition and construction of fixed assets	21	(4,870,210,250)	(1,127,908,000)
2. Proceeds from sale, disposal of fixed assets	22	293,750,169	90,909,091
3. Interest earned, dividends and profits received	27	13,306,922,058	10,813,731,388
Net cash flow generated by/(used in) investing activities	30	8,730,461,977	9,776,732,479
III. Cash flows from financing activities			
1. Proceeds from borrowings	33	24,021,063,107	38,432,876,221
2. Repayment of borrowings	34	(45,805,964,360)	(36,081,834,749)
3. Dividends and profits paid	36	(4,717,179,900)	(7,202,000,725)
Net cash flow generated by/(used in) financing activities	40	(26,502,081,153)	(4,850,959,253)
Net cash flow during the year (50 = 20 + 30 + 40)	50	(14,729,085,429)	12,769,963,743
Cash and cash equivalents at the beginning of the year	60	38,941,438,605	26,229,294,323
Effects of changes in foreign exchange rates	61	243,879,184	(57,819,461)
Cash and cash equivalents at the end of the year (70 = 50 + 60 + 61)	70	24,456,232,360	38,941,438,605



Lac Thai Phuoc
General Director
Ho Chi Minh City, 9 March 2026

Pham Hoang Vinh
Chief Accountant

Nguyen Tran Phuong Thuy
Preparer

NOTES TO THE COMBINED FINANCIAL STATEMENTS

These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements

1. GENERAL INFORMATION**Structure of ownership**

Power Engineering Consulting Joint Stock Company 3 (the "Company") is an equitized enterprise from Power Engineering Consulting Company 3 under the Decision No. 335/QĐ-BCN dated 26 January 2007 of the Minister of Industry (now Ministry of Industry and Trade). At present, the Company operates under the first Business Registration Certificate No. 0301475102 dated 17 November 2007 issued by the Department of Planning and Investment of Ho Chi Minh City and the 16th amendment dated 26 August 2025.

Charter capital of the Company is: VND 95,173,030,000, divided into 9,517,303 shares with the par value of VND 10,000/share.

On 01 December 2009, the Company officially listed its shares on the stock market at Hanoi Stock Exchange with the stock code TV3.

The number of employees of the Company as at 31 December 2025 was 384 (as at 31 December 2024: 393).

Operating industries and principal activities

The Company's operating industries and principal activities include:

- Architectural activities and related technical consulting. Details: Construction quality inspection; certification of eligibility for bearing safety and certification of construction quality conformity. Geodetic survey and cadastral map drawing. Planning for electricity investment and development projects. Preparation of reports on investment and investment projects; Preparation of bidding documents for power plant projects (hydro-thermal power-source and power grid), civil and industrial construction projects, renewable energy projects (wind energy, solar energy, biogas, geothermal) power transmission line and substation projects. Preparation of total project cost estimate. Management of investment projects in the construction of power sources and power grids, testing of soil, rock, sand, water, concrete structure, steel and building material samples. Testing and acceptance of hydro-thermal power plants, power transmission lines, substation projects, and construction works. Concrete injection, foundation treatment of construction works. Construction geological survey, construction topographical survey design. Design of electrical works (power plants, transmission lines, substations); Design of irrigation works (dams, tunnels, culverts, irrigation canals, riverbank protection works). Master plan design of construction works; Architectural design of civil and industrial works; Structural design of civil and industrial works. Supervision of irrigation and hydroelectric construction. Supervision of civil and industrial construction. Supervision of geological survey works. Supervision of electrical installation for industrial works. Supervision of electrical work and electrical equipment for transmission lines and substations. Project management consultancy. Design of communication systems for civil and industrial works. Verification of project design. Documentation consulting: compensation for site clearance, relocation, resettlement of power sources, power grids and other construction works. Design and construction of technical infrastructure works. Design of road works. Supervision of road work construction. Supervision of route supply and drainage construction and completion. Supervision of road work construction and completion. Supervision of road-bridge traffic work construction and completion. Supervision of construction and completion: Technical infrastructures;
- Other uncategorized professional, scientific and technological activities. Details: Environmental impact assessment documentation;
- Construction of other civil engineering works. Details: Investment in construction and business of power sources, civil, industrial, traffic, irrigation, hydroelectric projects;
- Preparation of surface. Details: Exploration drilling, testing and sampling for measurement of physical and geological indicators;
- Technical testing and analysis. Details: Quality control of works. Mechanical strength testing of concrete, structure, and building materials. Waterproofing injection, reinforcement and treatment of construction work foundation;
- Trading in real estate, land use rights under ownership, use, or lease. Details: Trading in real estate;

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***1. GENERAL INFORMATION (CONTINUED)****Operating industries and principal activities (Continued)**

- Uncategorized manufacture of other metal products. Details: Fabrication and installation of domestic and industrial electrical equipment (except for mechanical processing, waste recycling, electroplating).

Normal production and business cycle

The Company's normal production and business cycle is carried out for a period of 12 months or less.

Company's structure

Affiliated units which have no legal person status and dependent accounting are as follows:

Name	Address	Principal activity
Central Branch	23/10 Street, Tay Cau Dua Residential Area, Tay Nha Trang Ward, Khanh Hoa Province	Consultancy, survey, and design
Electricity Survey and Construction Enterprise	No. 32 Ngo Thoi Nhiem Street, Xuan Hoa Ward, Ho Chi Minh City	Consultancy, survey, and design

2. FINANCIAL YEAR, APPLIED ACCOUNTING STANDARDS AND REGIME**Financial year**

The Company's financial year begins on 01 January and ends on 31 December.

Applied accounting regime

The Company applied Vietnamese Accounting Standards, accounting regime for enterprises in accordance with Circular No. 200/2014/TT-BTC dated 22 December 2014, Circular No. 53/2016/TT-BTC dated 21 March 2016, and circulars guiding the implementation of accounting standards of the Ministry of Finance in the preparation and presentation of combined financial statements.

Declaration of compliance with accounting standard and accounting regime

The Board of General Directors ensures to comply with the requirements of Vietnamese Accounting Standards, accounting regime for enterprises in accordance with Circular No. 200/2014/TT-BTC dated 22 December 2014, Circular No. 53/2016/TT-BTC dated 21 March 2016, and circulars guiding the implementation of accounting standards of the Ministry of Finance in the preparation of combined financial statements.

The accompanying combined financial statements are not intended to present the financial position, results of operations and cash flows in accordance with accounting principles and practices generally accepted in countries and jurisdictions other than Vietnam.

Disclosure of information comparability in the combined financial statements

The corresponding figures of the prior year are comparable with those of the current year.

New accounting guidance has been issued but has not yet been applied

On 27 October 2025, the Ministry of Finance issued Circular No. 99/2025/TT-BTC ("Circular 99") providing guidance on the corporate accounting regime. This Circular will become effective from 1 January 2026 and will apply to financial years beginning on or after 1 January 2026. Circular 99 replaces Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance providing guidance on the corporate accounting regime, Circular No. 75/2015/TT-BTC dated 18 May 2015 amending and supplementing Article 128 of Circular No. 200/2014/TT-BTC dated 22 December 2014, and Circular No. 53/2016/TT-BTC dated 21 March 2016 amending and supplementing a number of articles of Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance. The Company's Board of General Directors is currently assessing the potential impact of the adoption of Circular 99 on the Company's future financial statements.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)

These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**Accounting convention**

The combined financial statements are prepared on an accrual basis (except for information relating to cash flows).

Affiliated units have their own accounting work and dependent accounting. The Company's combined financial statements are prepared based on the combination of financial statements of affiliated units. Intercompany transactions and balances between affiliates are eliminated when preparing the combined financial statements.

The accompanying combined financial statements, expressed in Vietnamese Dong (VND), are prepared under the historical cost convention and in accordance with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements.

The significant accounting policies, which have been adopted by the Company in the preparation of these combined financial statements, are as follows:

Estimates

The preparation of combined financial statements in conformity with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to the preparation and presentation of the combined financial statements requires the Board of General Directors to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosures of contingent assets and liabilities at the date of the combined financial statements and the reported amounts of revenues and expenses during the financial year. Although these accounting estimates are based on the Board of General Directors' best knowledge, actual results may differ from those estimates.

Evaluation and recognition at fair value

The Law on Accounting came into effect from 01 January 2017, which included regulations on evaluation and recognition at fair value. However, there is no specific instruction for this matter; therefore, the Board of General Directors has considered and applied as follows:

- a) *Financial instruments are recognized and revaluated at fair value based on historical cost less provisions (if any) in accordance with current regulations.*
- b) *Monetary items denominated in foreign currencies shall be evaluated based on the actual exchange rates;*
- c) *For assets and liabilities (except items a and b as mentioned above), the Company does not have any basis to determine the reliable value; therefore, the Company records at historical cost.*

Financial instruments**Initial recognition**

Financial assets: At the date of initial recognition, financial assets are recognised at cost plus transaction costs that are directly attributable to the acquisition of the financial assets. Financial assets of the Company comprise cash, cash equivalents, trade and other receivables, and financial investments.

Financial liabilities: At the date of initial recognition financial liabilities are recognised at cost plus transaction costs that are directly attributable to the issue of the financial liabilities. Financial liabilities of the Company comprise trade and other payables, accrued expenses, and borrowings.

Subsequent measurement after initial recognition

Currently, Circular No. 210/2009/TT-BTC issued by the Ministry of Finance dated 06 November 2009 ("Circular 210") and the current regulations have no specific guidance on determining the fair value of financial assets and liabilities.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)

These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, demand deposits and deposits with the term of less than 03 months.

Financial investments**Trading securities**

Trading securities are those the Company holds for trading purpose. Trading securities are recognised from the date the Company obtains the ownership of those securities and initially measured at the fair value of payments made at the transaction date plus directly attributable transaction costs.

In subsequent periods, investments in trading securities are measured at cost less provision for impairment of such investments.

Provision for impairment of trading securities is made for each type of securities which are traded on the market and its market price is lower than the original price. To determine the fair value of trading securities listed on the securities market or traded on UPCOM, the fair value of securities is the closing price at the balance sheet date. If there is no transactions on the securities market or UPCOM at the balance sheet date, the fair value of the securities is the closing price at the day before the balance sheet date.

The change of provision for impairment of trading securities at the balance sheet date is recognized in financial expenses.

Equity investments in other entities

Equity investments in other entities represent the Company's investments in ordinary shares of the entities over which the Company has no control, joint control, or significant influence.

Equity investments in other entities are carried at cost less provision for impairment.

Provision of loss for equity investment in other entities as follows:

- For investments in listed shares or the fair value of a defined investment, provision is made based on the market value of the shares.
- For an investment that does not have a fair value at the reporting date, provision is made based on the investee's losses at the rate by the difference between the actual contributed capital of the parties at other unit and owner's equity multiplied by the ratio of capital contribution of the Company to the total actual contributed capital of the parties at other units.

Receivables

Receivables represent the amounts recoverable from customers or other debtors and are stated at book value less provision for doubtful debts.

Provision for doubtful debts is made for receivables that are overdue for six months or more, or when the debtor is in dissolution, in bankruptcy, or is experiencing similar difficulties and so may be unable to repay the debt.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost comprises direct materials and where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method and is recorded using the perpetual method. Net realisable value represents the estimated selling price less all estimated costs to completion and costs to be incurred in marketing, selling and distribution.

The evaluation of necessary provision for inventory obsolescence follows current accounting regulations which allow provisions to be made for obsolete, damaged, or sub-standard inventories and for those which have costs higher than net realisable values as at the balance sheet date.

Prepayments

Prepayments are expenses which have already been paid but relate to results of operations of multiple accounting periods, including:

Tools and supplies: Tools and supplies which have been used are allocated into expenses using the straight-line method no more than 03 years.

Software costs: Software costs which have been recorded at cost are allocated into expenses using the straight-line method no more than 03 years.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation. The costs of purchased tangible fixed assets comprise their purchase prices and any directly attributable costs of bringing the assets to their working condition and location for their intended use.

Tangible fixed assets are depreciated using the straight-line method over their estimated useful lives as follows:

	Estimated useful lives
Buildings and structures	12 - 25
Machinery and equipment	05 - 06
Motor vehicles and conveyances	06 - 10
Management equipment	03 - 05

Loss or gain resulting from sales and disposals of tangible fixed assets is the difference between profit from sales or disposals of assets and their residual values and is recognised in the combined income statement.

Intangible assets and amortisation***Land use rights***

Intangible assets represent land use rights that are stated at cost less accumulated amortisation. Land use rights are amortised using the straight-line method over the duration of the land use right. Land use right with indefinite term is not amortised.

Computer software

Computer software is initially stated at cost and is amortized using the straight-line method over its estimated useful lives.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)

These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**Construction in progress**

Properties in the course of construction for production, rental or administrative purposes, or for other purposes, are carried at cost. Cost includes costs that are necessary to form the assets in accordance with the Company's accounting policy. Depreciation of these assets, on the same basis as other assets, commences when the assets are ready for their intended use.

Payables and accrued expenses

Payables and accrued expenses are recognized for future amounts payable related to goods and services received. Accrued expenses are recognized based on reasonable estimates of the amount payable.

The classification of payables into trade payables, accrued expenses, and other payables are made on the following principles:

- Trade payables reflect payables arising from purchases of goods, services, assets and sellers are independent units to Company.
- Accrued expenses reflect amounts payable for goods or services received from the seller or provided to the buyer but not be paid due to lack of invoices or incomplete accounting records and documents, payments to employees for leave and prepaid production and business expenses.
- Other payables reflect non-trade payables and does not relate to the purchase, sale or supply of goods or services.

Equity

Owner's contributed capital is reflected as the actual charter capital contributed by the shareholders.

The distribution of profits of the Company is made in accordance with the Resolution of the General Meeting of Shareholders, the provisions of the Regulation on financial management of the Company.

Revenue recognition

Revenue is recognized when the Company is capable of receiving economic benefits that can be reliably determined. Revenue is determined at the fair value of the amounts received or to be received after deducting trade discounts, sales rebates and sales returns. The following specific recognition conditions must also be met when recognizing revenue:

Revenue of a transaction involving the rendering of services is recognised when the outcome of such transactions can be measured reliably. Where a transaction involving the rendering of services is attributable to several periods, revenue is recognised in each period by reference to the percentage of completion of the transaction at the balance sheet date of that period. The outcome of a transaction can be measured reliably when all four (4) following conditions are satisfied:

- (a) The amount of revenue can be measured reliably;
- (b) It is probable that the economic benefits associated with the transaction will flow to the Company;
- (c) The percentage of completion of the transaction at the balance sheet date can be measured reliably;
and
- (d) The costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

Interest income is accrued on an accrual basis, by reference to the principal outstanding and at the applicable interest rate

Foreign currencies

Transactions arising in foreign currencies are translated at exchange rates ruling at the transaction date. The balances of monetary items denominated in foreign currencies as at the balance sheet date are retranslated at the exchange rates on the same date. Exchange differences arising from the translation of these accounts are recognised in the combined income statement.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****Borrowing costs**

Borrowing costs are recognised in the combined income statement in the year when incurred.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the combined income statement because it excludes items of income or expense that are taxable or deductible in other years (including loss carried forward, if any) and it further excludes items that are never taxable or deductible.

Deferred tax is recognised on significant differences between carrying amounts of assets and liabilities in the combined financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using balance sheet liability method. Deferred tax liabilities are generally recognised for all temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which deductible temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same tax authority and the Company intends to settle its current tax assets and liabilities on a net basis.

The determination of the tax currently payable is based on the current interpretation of tax regulations. However, these regulations are subject to periodic variation and their ultimate determination depends on the results of the tax authorities' examinations.

Other taxes are paid in accordance with the prevailing tax laws in Vietnam.

Related parties

Parties are considered to be related when one party has ability to control another or has significant influence in making decisions related to financial and operational policies. Parties are also considered as related parties when they bear the same control and significant influence.

When considering the relationship of related parties, it is more focused on the nature of the relationship than the legal form.

Related parties

Vietnam Electricity

VP INVEST Company Limited

Ms. Bui Thi Kim Yen

Subsidiaries, associates, affiliated units of Vietnam

Electricity and member units

Board of Management, Board of General Directors, Board
of Supervisors, and Chief Accountant

Relationship

Major shareholder

Major shareholder

Major shareholder

Related parties of major shareholder

Key management

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***4. CASH AND CASH EQUIVALENTS**

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
Cash on hand	342,088,197	283,247,563
Bank demand deposits	15,574,144,163	38,658,191,042
Cash equivalents	8,540,000,000	-
<i>Deposits with terms not exceeding 3 months (i)</i>	<i>8,540,000,000</i>	-
Total	<u>24,456,232,360</u>	<u>38,941,438,605</u>

- (i) These are deposits at the following banks:
- Military Commercial Joint Stock Bank - Laos Branch with a term of 3 months and an interest rate of 8.6% per annum;
 - Joint Stock Commercial Bank for Investment and Development of Vietnam - Ho Chi Minh City Branch with a term of one (01) month and an interest rate of 3.6% per annum.

5. FINANCIAL INVESTMENTS

	<u>Closing balance</u>			<u>Opening balance</u>		
	<u>Cost</u>	<u>Fair value</u>	<u>Provision</u>	<u>Cost</u>	<u>Fair value</u>	<u>Provision</u>
	VND	VND	VND	VND	VND	VND
a) Trading securities	220,790,000	1,580,018,400	-	220,790,000	1,798,872,300	-
Central Hydropower Joint Stock Company (i)	220,790,000	1,580,018,400	-	220,790,000	1,798,872,300	-
b) Equity investments in other entities	53,150,000,000	8,284,500,000	-	53,150,000,000	6,867,000,000	-
EVN International Joint Stock Company (ii)	3,150,000,000	8,284,500,000	-	3,150,000,000	6,867,000,000	-
Thuan Binh Wind Power Joint Stock Company (iii)	50,000,000,000	(*)	-	50,000,000,000	(*)	-
Total	<u>53,370,790,000</u>	<u>9,864,518,400</u>	<u>-</u>	<u>53,370,790,000</u>	<u>8,665,872,300</u>	<u>-</u>

- (i) Investment in shares listed on HOSE with the quantity of 53,379 shares. The Company determines the fair value of this investment based on the market value traded on HOSE as at 31 December 2025.
- (ii) Capital contribution to EVN International Joint Stock Company with the number of shares held of 315,000 shares, the contribution rate of 0.86% of the total charter capital. The Company determines the fair value of this investment based on the market value traded on UPCOM as at 31 December 2025.
- (iii) Thuan Binh Wind Power Joint Stock Company has a charter capital of VND 500,000,000,000. The Company's capital contribution rate is 10% of the total charter capital.
- (*) According to Circular No. 200/2014/TT-BTC dated 22 December 2014, the fair value of equity investments in other entities at the balance sheet date must be presented. However, for some investments in other unlisted entities, currently, there is no circular guiding the determination of the fair value of such investments; therefore, the Company does not present its fair value.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***6. TRADE RECEIVABLES**

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
a) Short-term	127,648,851,805	93,246,108,463
a1) Related parties	96,393,357,105	65,782,278,496
Song Bung 2 Hydro Power Project Management Board	19,437,236,964	19,480,106,739
Southern Vietnam Power Projects Management Board	18,311,117,101	1,617,962,882
Da Nhim - Ham Thuan - Da Mi Hydro Power Joint Stock Company	10,707,000,371	9,184,521,171
Thac Mo Hydropower Joint Stock Company	10,085,972,647	4,570,560,000
The Northern Viet Nam Power Projects Management Board	7,270,348,090	1,741,229,404
Southern Power Project Management Board - PC 2	5,495,145,092	8,168,211,293
The Central Vietnam Power Projects Management Board	4,805,512,830	5,869,701,424
Other related parties	20,281,024,010	15,149,985,583
a2) Others	31,255,494,700	27,463,829,967
Nam Neun 1 Hydropower Sole Co., Ltd	16,131,051,294	9,387,893,403
Hiep Phuoc Power Company Limited	7,038,527,272	9,038,527,272
Others	8,085,916,134	9,037,409,292
b) Long-term	40,148,607,187	39,784,897,118
b1) Related parties	26,024,457,800	28,175,916,269
The Central Vietnam Power Projects Management Board	8,071,547,943	11,794,918,214
Southern Vietnam Power Projects Management Board	3,798,884,485	4,019,287,139
The Northern Viet Nam Power Projects Management Board	4,812,560,257	1,510,132,352
The Power Transmission Projects Management Board (NPTPNB)	694,210,649	2,681,857,442
Other related parties	8,647,254,466	8,169,721,122
b2) Others	14,124,149,387	11,608,980,849
Others	14,124,149,387	11,608,980,849
Total	167,797,458,992	133,031,005,581

7. SHORT-TERM ADVANCES TO SUPPLIERS

	<u>Closing balance</u>		<u>Opening balance</u>	
	<u>Amount</u>	<u>Recoverable amount</u>	<u>Amount</u>	<u>Recoverable amount</u>
	VND	VND	VND	VND
ITEKO Technology Joint Stock Company	862,045,454	862,045,454	-	-
24H Map Surveying Technology Company Limited	662,000,000	662,000,000	662,000,000	662,000,000
Power Engineering Consulting Joint Stock Company I	-	-	2,100,000,000	2,100,000,000
Binh Thanh Construction Corporation	-	-	1,286,000,000	1,286,000,000
Others	2,025,172,267	2,025,172,267	1,949,404,000	1,949,404,000
Total	3,549,217,721	3,549,217,721	5,997,404,000	5,997,404,000

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***8. OTHER RECEIVABLES**

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
<i>a) Short-term</i>	<u>11,500,815,809</u>	<u>9,271,447,616</u>
Advances to employees	10,579,358,524	7,190,635,180
Others	921,457,285	2,080,812,436
<i>b) Long-term</i>	<u>633,000,000</u>	<u>4,600,496,880</u>
Deposits	633,000,000	4,600,496,880
Total	<u>12,133,815,809</u>	<u>13,871,944,496</u>

9. PROVISION FOR SHORT-TERM DOUBTFUL DEBTS

	<u>Closing balance</u>			<u>Opening balance</u>		
	Cost	Recoverable amount	Provision	Cost	Recoverable amount	Provision
	VND	VND	VND	VND	VND	VND
<i>a) Related parties</i>	<u>25,461,624,837</u>	<u>210,209,488</u>	<u>(25,251,415,349)</u>	<u>21,733,804,690</u>	<u>871,462,248</u>	<u>(20,862,342,442)</u>
Song Bung 2 Hydro Power Project Management Board	19,437,236,964	-	(19,437,236,964)	19,419,132,164	-	(19,419,132,164)
Other related parties	6,024,387,873	210,209,488	(5,814,178,385)	2,314,672,526	871,462,248	(1,443,210,278)
<i>b) Others</i>	<u>11,642,465,665</u>	<u>135,672,860</u>	<u>(11,506,792,805)</u>	<u>15,568,493,219</u>	<u>3,909,482,359</u>	<u>(11,659,010,860)</u>
Hiep Phuoc Power Company Limited	7,038,527,272	-	(7,038,527,272)	9,038,527,272	1,672,058,182	(7,366,469,090)
Others	4,603,938,393	135,672,860	(4,468,265,533)	6,529,965,947	2,237,424,177	(4,292,541,770)
Total	<u>37,104,090,502</u>	<u>345,882,348</u>	<u>(36,758,208,154)</u>	<u>37,302,297,909</u>	<u>4,780,944,607</u>	<u>(32,521,353,302)</u>

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***9. PROVISION FOR SHORT-TERM DOUBTFUL DEBTS (CONTINUED)**

The movement of the provision for doubtful debts during the year is as follows:

	<u>Current year</u>	<u>Prior year</u>
	VND	VND
Opening balance	32,521,353,302	30,321,126,434
Provisions made during the year	4,236,854,852	-
Provisions reversed during the year	-	602,319,000
Closing balance	<u>36,758,208,154</u>	<u>32,521,353,302</u>

10. INVENTORIES

	<u>Closing balance</u>		<u>Opening balance</u>	
	Cost	Provision	Cost	Provision
	VND	VND	VND	VND
Raw materials	80,580,449	-	99,502,944	-
Tools and supplies	980,066	-	3,738,164	-
Work in progress	44,140,921,259	-	36,541,231,338	-
Total	<u>44,222,481,774</u>	<u>-</u>	<u>36,644,472,446</u>	<u>-</u>

11. PREPAYMENTS

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
<i>a) Short-term</i>	<u>1,152,796,190</u>	<u>1,034,230,882</u>
Tools and supplies for consumption	464,031,969	58,007,800
Software	688,764,221	976,223,082
<i>b) Long-term</i>	<u>2,537,151,331</u>	<u>635,018,061</u>
Tools and supplies for consumption	2,176,698,850	600,361,496
Software	360,452,481	34,656,565
Total	<u>3,689,947,521</u>	<u>1,669,248,943</u>

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***12. INCREASE, DECREASE IN TANGIBLE FIXED ASSETS**

	Buildings and structures	Machinery and equipment	Motor vehicles and conveyances	Management equipment	Total
	VND	VND	VND	VND	VND
COST					
Opening balance	13,196,031,024	17,047,274,909	16,955,207,828	8,863,816,559	56,062,330,320
- Purchases	-	653,521,667	1,985,484,546	270,000,000	2,909,006,213
- Disposals	-	(3,239,774,499)	(1,901,624,068)	(102,536,380)	(5,243,934,947)
Closing balance	13,196,031,024	14,461,022,077	17,039,068,306	9,031,280,179	53,727,401,586
ACCUMULATED DEPRECIATION					
Opening balance	10,514,816,729	16,268,191,405	16,270,232,500	8,474,538,759	51,527,779,393
- Charges for the year	838,279,810	582,690,770	215,548,117	309,265,791	1,945,784,488
- Disposals	-	(3,239,774,499)	(1,901,624,068)	(102,536,380)	(5,243,934,947)
Closing balance	11,353,096,539	13,611,107,676	14,584,156,549	8,681,268,170	48,229,628,934
NET BOOK VALUE					
Opening balance	2,681,214,295	779,083,504	684,975,328	389,277,800	4,534,550,927
Closing balance	1,842,934,485	849,914,401	2,454,911,757	350,012,009	5,497,772,652

The cost of tangible fixed assets as at 31 December 2025 includes VND 36,178,719,146 (as at 31 December 2024: VND 28,578,784,394) of assets which have been fully depreciated but are still in use.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***13. INCREASE, DECREASE IN INTANGIBLE FIXED ASSETS**

	Land use rights	Computer software	Total
	VND	VND	VND
COST			
Opening balance	10,257,146,572	11,027,738,954	21,284,885,526
Closing balance	10,257,146,572	11,027,738,954	21,284,885,526
ACCUMULATED AMORTISATION			
Opening balance	2,379,179,157	10,850,412,786	13,229,591,943
- Charges for the year	172,446,096	134,666,664	307,112,760
Closing balance	2,551,625,253	10,985,079,450	13,536,704,703
NET BOOK VALUE			
Opening balance	7,877,967,415	177,326,168	8,055,293,583
Closing balance	7,705,521,319	42,659,504	7,748,180,823

The cost of intangible fixed assets as at 31 December 2025 includes VND 10,623,738,954 (as at 31 December 2024: VND 10,623,738,954) of assets which have been fully amortised but are still in use.

The Company mortgaged the Land use right in District 2 (now Cat Lat Ward, Ho Chi Minh City) - Land Lot No. 143 with the net book value of VND 2,395,480,035 as at 31 December 2025 (as at 31 December 2024: VND 2,475,775,455) to secure loans at Joint Stock Commercial Bank for Investment and Development of Vietnam - Ho Chi Minh Branch (Note 20).

14. CONSTRUCTION IN PROGRESS

Construction in progress as at 31 December 2025 represents costs related to the investment project for the construction of the operation building of Power Engineering Consulting Joint Stock Company 3 in Ho Chi Minh City.

15. SHORT-TERM TRADE PAYABLES

	Closing balance		Opening balance	
	Amount	Amount able to be paid off	Amount	Amount able to be paid off
	VND	VND	VND	VND
<i>a) Related parties</i>	1,376,516,732	1,376,516,732	-	-
Power Construction JSC. No.1	1,376,516,732	1,376,516,732	-	-
<i>b) Others</i>	12,129,252,397	12,129,252,397	15,358,347,515	15,358,347,515
KBC Vietnam Joint Stock Company	1,247,478,871	1,247,478,871	2,782,102,838	2,782,102,838
Power Engineering Consulting Joint Stock Company 5	946,770,498	946,770,498	4,348,842,746	4,348,842,746
An Binh 68 Construction Design Consulting Co., Ltd.	200,636,754	200,636,754	1,606,367,548	1,606,367,548
GE Power India Limited	-	-	2,307,255,300	2,307,255,300
Others	9,734,366,274	9,734,366,274	4,313,779,083	4,313,779,083
Total	13,505,769,129	13,505,769,129	15,358,347,515	15,358,347,515

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***16. SHORT-TERM ADVANCES FROM CUSTOMERS**

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
a) Related parties	29,582,471,249	20,673,008,177
Southern Vietnam Power Projects Management Board	8,629,838,042	2,988,128,405
Southern Power Project Management Board	5,092,899,235	5,675,664,235
The Central Vietnam Power Projects Management Board	4,217,390,771	4,393,478,562
Other related parties	11,642,343,201	7,615,736,975
b) Others	4,004,224,144	8,411,500,495
Others	4,004,224,144	8,411,500,495
Total	33,586,695,393	29,084,508,672

17. TAXES AND AMOUNTS RECEIVABLE FROM/PAYABLE TO THE STATE BUDGET

	<u>Opening balance</u>	<u>Receivable/ Payable during the year</u>	<u>Received/ Paid during the year</u>	<u>Closing balance</u>
	VND	VND	VND	VND
a) Receivables				
Value-added tax	17,412,002	17,412,002	-	-
Other taxes and fees	33,852	-	-	33,852
Total	17,445,854	17,412,002	-	33,852
b) Payables				
Value-added tax	2,323,343,322	10,921,314,850	10,052,665,712	3,191,992,460
Corporate income tax	462,867,490	2,997,539,526	2,680,438,218	779,968,798
Personal income tax	382,606,267	3,326,180,433	3,676,083,205	32,703,495
Other taxes and fees	258,276	411,694,412	411,952,688	-
Total	3,169,075,355	17,656,729,221	16,821,139,823	4,004,664,753

18. OTHER SHORT-TERM ACCRUED EXPENSES

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
Accrual of project expenses	6,055,209,027	305,842,352
Total	6,055,209,027	305,842,352

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***19. OTHER SHORT-TERM PAYABLES**

	<u>Closing balance</u>	<u>Opening balance</u>
	VND	VND
Trade union fee	709,067,746	736,342,360
Social, health, and unemployment insurance	70,872,737	75,732,485
Dividends payable to shareholders	924,311,375	882,846,775
Payable withholding of PIT	3,828,532,259	1,173,357,826
Payable construction costs	3,993,863,144	6,100,213,281
Others	1,466,639,344	3,923,229,513
Total	10,993,286,605	12,891,722,240

20. SHORT-TERM LOANS AND OBLIGATIONS UNDER FINANCE LEASES

	<u>Opening balance</u>		<u>Arising during the year</u>		<u>Closing balance</u>	
	<u>Amount</u>	<u>Amount able to be paid off</u>	<u>Increase</u>	<u>Decrease</u>	<u>Amount</u>	<u>Amount able to be paid off</u>
	VND	VND	VND	VND	VND	VND
Joint Stock Commercial Bank for Investment and Development of Vietnam - Ho Chi Minh Branch (i)	16,188,778,225	16,188,778,225	24,021,063,107	(38,557,241,332)	1,652,600,000	1,652,600,000
Company's Trade Union	3,000,000,000	3,000,000,000	-	(3,000,000,000)	-	-
Employees	4,248,723,028	4,248,723,028	-	(4,248,723,028)	-	-
Total	23,437,501,253	23,437,501,253	24,021,063,107	(45,805,964,360)	1,652,600,000	1,652,600,000

- (i) Loans from Joint Stock Commercial Bank for Investment and Development of Vietnam - Ho Chi Minh Branch for the purpose of supplementing working capital. Interest rate is 6.3% per annum; overdue interest is equal to 150% of the loan interest within the term. Loan is secured by the Land use right in District 2 (now Cat Lat Ward, Ho Chi Minh City) - Land Lot No. 143.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***21. OWNER'S EQUITY****Movement in owner's equity**

	Owner's contributed capital	Treasury shares	Investment and development fund	Retained earnings	Total
	VND	VND	VND	VND	VND
Opening balance of prior year	95,173,030,000	(140,000)	31,082,000,000	23,173,848,987	149,428,738,987
Profit for the year	-	-	-	11,753,627,051	11,753,627,051
Profit distribution	-	-	-	(4,758,644,500)	(4,758,644,500)
Appropriation to Bonus and welfare fund, Executive Board	-	-	-	(1,706,000,000)	(1,706,000,000)
Appropriation to Investment and development fund	-	-	4,448,000,000	(4,448,000,000)	-
Closing balance of prior year	95,173,030,000	(140,000)	35,530,000,000	24,014,831,538	154,717,721,538
Profit for the year	-	-	-	16,949,408,701	16,949,408,701
Profit distribution (i)	-	-	-	(4,758,644,500)	(4,758,644,500)
Appropriation to Bonus and welfare fund, Executive Board (i)	-	-	-	(1,473,000,000)	(1,473,000,000)
Appropriation to Investment and development fund (i)	-	-	3,526,000,000	(3,526,000,000)	-
Closing balance of current year	95,173,030,000	(140,000)	39,056,000,000	31,206,595,739	165,435,485,739

(i) The Resolution of 2025 General Meeting of Shareholders No. 91/NQ-DHDCD-TVD3 dated 24 April 2025 has decided that:

- 2024 profit distribution: VND 4,758,644,500;
- Appropriation to Bonus and welfare fund, Executive Board: VND 1,473,000,000;
- Appropriation to Investment and development fund: VND 3,526,000,000.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***20. OWNER'S EQUITY (CONTINUED)**

Shares	Closing balance	Opening balance
	Share	Share
Number of shares registered for issuance	9,517,303	9,517,303
Number of shares issued to the public	9,517,303	9,517,303
- Ordinary shares	9,517,303	9,517,303
Number of shares to be redeemed (treasury shares)	14	14
- Ordinary shares	14	14
Number of outstanding shares in circulation	9,517,289	9,517,289
- Ordinary shares	9,517,289	9,517,289
Par value of outstanding shares (VND)	10,000	10,000

Charter capital

As at 31 December 2025, the Company's charter capital has been contributed by the shareholders as follows:

	Closing balance		Opening balance	
	VND	Rate	VND	Rate
Vietnam Electricity	46,427,040,000	48.78%	46,427,040,000	48.78%
VP INVEST Company Limited	17,156,480,000	18.03%	10,509,250,000	11.04%
Ms. Bui Thi Kim Yen	10,470,000,000	11.00%	7,800,000,000	8.20%
Other shareholders	21,119,370,000	22.19%	30,436,600,000	31.98%
Treasury shares	140,000	0.00%	140,000	0.00%
Total	95,173,030,000	100.00%	95,173,030,000	100.00%

During the year, the Company paid dividends of prior years to shareholders with the value of VND 4,717,179,900 (prior year: VND 7,202,000,725).

22. OFF-COMBINED BALANCE SHEET ITEMS

	Closing balance	Opening balance
US Dollar (USD)	40,774.87	309,615.24
Euro (EUR)	473.46	1,242.60
Lao kip (LAK)	3,618,266,543.00	5,114,307,886.00

23. SEGMENT REPORT

The Company's revenue and profit are mainly generated from the production, business, consulting, design, and survey, while other revenues account for a negligible proportion of the total revenue of the Company. The Board of General Directors believes that the Company operates in a single business segment of consulting, survey and design in a geographical area, therefore, no further segment information is presented.

24. NET REVENUE FROM GOODS SOLD AND SERVICES RENDERED

	Current year	Prior year
	VND	VND
Revenue from survey, consulting, and design services	315,440,416,886	185,085,686,110
Total	315,440,416,886	185,085,686,110
Deductions	55,625,412	-
Sales rebate	55,625,412	-
Net revenue from goods sold and services rendered	315,384,791,474	185,085,686,110

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***23. NET REVENUE FROM GOODS SOLD AND SERVICES RENDERED (CONTINUED)**

	Current year	Prior year
	VND	VND
<i>In which, revenue from related parties</i>	233,621,678,506	117,241,119,397
Southern Vietnam Power Projects Management Board	88,815,123,939	24,768,897,494
Northern Power Works Project Management Board	69,994,123,327	6,693,215,643
The Central Vietnam Power Projects Management Board	4,489,285,425	39,585,278,878
Other related parties	70,323,145,815	46,193,727,382

25. COST OF GOODS SOLD AND SERVICES RENDERED

	Current year	Prior year
	VND	VND
Cost of survey, consulting, and design services	229,420,941,962	133,064,363,995
Total	229,420,941,962	133,064,363,995

26. PRODUCTION COST BY NATURE

	Current year	Prior year
	VND	VND
Raw materials	1,238,115,924	909,533,911
Labor	151,852,939,358	81,168,551,631
Depreciation and amortisation	2,252,897,248	2,920,831,780
Out-sourced services	58,607,849,504	59,874,461,064
Others	96,562,824,114	32,486,400,525
Total	310,514,626,148	177,359,778,911

27. FINANCIAL INCOME

	Current year	Prior year
	VND	VND
Deposit interest	501,627,147	125,125,555
Dividends, profits earned	12,806,433,800	10,668,947,500
Foreign exchange gain	963,877,242	527,251,616
Other	10,720	-
Total	14,271,948,909	11,321,324,671

28. FINANCIAL EXPENSES

	Current year	Prior year
	VND	VND
Interest expenses	853,477,559	832,865,078
Guarantee fee	1,110,294,034	1,072,547,350
Foreign exchange loss	583,816,538	-
Other	15,274,386	-
Total	2,562,862,517	1,905,412,428

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***29. SELLING EXPENSES, GENERAL AND ADMINISTRATION EXPENSES**

	Current year	Prior year
	VND	VND
a) Selling expenses incurred during the year		
Employees	417,331,930	437,753,300
Out-sourced services	3,856,716,447	2,622,001,314
Others	17,113,702,505	6,605,473,723
Total	21,387,750,882	9,665,228,337
b) General and administration expenses incurred during the year		
Employees	21,339,707,158	14,207,658,969
Depreciation and amortisation	1,450,101,909	1,690,556,058
Provision for doubtful debts	4,236,854,852	454,446,760
Out-sourced services	12,751,529,710	12,125,233,096
Others	16,564,904,606	9,889,642,363
Total	56,343,098,235	38,367,537,246

30. CURRENT CORPORATE INCOME TAX EXPENSE

	Current year	Prior year
	VND	VND
Accounting profit before tax	19,946,948,227	13,031,026,865
Adjustments for increasing taxable income	521,359,007	1,255,706,713
Remuneration of the non-specialized Board of Management	120,000,000	71,760,000
Administrative penalties on taxes	215,449	497,248,314
Handling of liabilities	-	641,443,000
Foreign exchange gain due to revaluation of cash and receivables at the end of the prior year	401,143,558	45,255,399
Adjustments for decreasing taxable income	(13,148,058,003)	(11,070,091,058)
Dividends and profits received	(12,806,433,800)	(10,668,947,500)
Foreign exchange gain due to revaluation of cash and receivables at the end of the current year	(341,624,203)	(401,143,558)
Taxable income	7,320,249,231	3,216,642,520
Current corporate income tax rate	20%	20%
Current corporate income tax	1,464,049,846	643,328,504
Additional payment of corporate income tax of prior year	-	634,071,310
Corporate income tax paid in Laos	1,820,193,377	-
Provisional corporate income tax offset against corporate income tax paid in Laos	(286,703,697)	-
Total corporate income tax expense	2,997,539,526	1,277,399,814

- (i) The Company determined corporate income tax expenses in Vietnam related to the Nam Neun 1 Hydropower Project amounting to VND 286,703,697, which were offset against corporate income tax paid in Laos.
- (ii) Of which, the tax obligation arising in Vietnam was VND 1,177,346,149, and the tax obligation arising in Laos was VND 1,820,193,377.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***31. BASIC EARNINGS PER SHARE**

	Current year	Prior year (Restated)
	VND	VND
Profit after tax in the year	16,949,408,701	11,753,627,051
Bonus and welfare fund (i)	1,694,940,870	1,473,000,000
Profit for calculating basic earnings per share	15,254,467,831	10,280,627,051
Weighted average number of ordinary shares for calculating basics earnings per share	9,517,289	9,517,289
Basic earnings per share	1,603	1,080
Par value per share	10,000	10,000

- (i) According to the Resolution of the 2025 General Meeting of Shareholders No. 91/NQ-DHDCD-TVD3 dated 24 April 2025, the Company deducted the bonus and welfare fund and Executive Board from the 2024 profit with an amount of VND 1,473,000,000. Therefore, the Company has adjusted the prior year's comparable figures when calculated the basic earnings per share (Basic earnings per share before the restatement is VND 1,111/share).

The amount of bonus and welfare fund for the year ended 31 December 2025 is a provisional amount based on 10% of 2025 profit after tax under the Resolution of the 2025 General Meeting of Shareholders No. 91/ NQ-DHDCD-TVD3 dated 24 April 2025.

32. FINANCIAL INSTRUMENTS**Capital risk management**

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance.

The capital structure of the Company consists of charter capital and retained earnings.

Gearing ratio

The gearing ratio of the Company as at the balance sheet date was as follows:

	Closing balance	Opening balance
	VND	VND
Borrowings	1,652,600,000	23,437,501,253
Less: Cash and cash equivalents	(24,456,232,360)	(38,941,438,605)
Net debt	-	-
Equity	165,435,485,739	154,717,721,538
Net debt to equity ratio	-	-

Significant accounting policies

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the bases of measurement, and the bases for recognition of income and expenses) for each class of financial assets and liabilities are disclosed in Note 3.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***32. FINANCIAL INSTRUMENTS (CONTINUED)****Categories of financial instruments**

	Closing balance		Opening balance	
	Book value	Fair value	Book value	Fair value
	VND	VND	VND	VND
Financial assets				
Cash and cash equivalents	24,456,232,360	24,456,232,360	38,941,438,605	38,941,438,605
Trade and other receivables	168,708,916,277	168,708,916,277	135,101,818,017	135,101,818,017
Short-term financial investments	220,790,000	1,580,018,400	220,790,000	1,798,872,300
Deposits	643,000,000	643,000,000	4,610,496,880	4,610,496,880
Total	194,028,938,637	195,388,167,037	178,874,543,502	180,452,625,802
Financial liabilities				
Borrowings	1,652,600,000	1,652,600,000	23,437,501,253	23,437,501,253
Trade and other payables	23,719,115,251	23,719,115,251	27,437,994,910	27,437,994,910
Accrued expenses	6,055,209,027	6,055,209,027	305,842,352	305,842,352
Total	31,426,924,278	31,426,924,278	51,181,338,515	51,181,338,515

The Company has determined the fair value of its financial assets and liabilities as at the balance sheet date as stated in Note 3, since there is no comprehensive guidance under Circular No. 210/2009/TT-BTC issued by the Ministry of Finance on 06 November 2009 ("Circular 210") and other relevant prevailing regulations to determine fair value of these financial assets and liabilities. While Circular 210 refers to the application of International Financial Reporting Standards ("IFRS") on presentation and disclosures of financial instruments, it did not adopt the equivalent guidance for the recognition and measurement of financial instruments, including application of fair value, in accordance with IFRS.

Financial risk management objectives

The Company has set up risk management system to identify and assess the risks exposed by the Company and designed control policies and procedures to manage those risks at an acceptable level. Risk management system is reviewed on a regular basis to reflect changes in market conditions and the Company's operations.

Financial risks include market risk (including interest rate risk), credit risk and liquidity risk.

Market risk

The Company's activities expose it primarily to the financial risks of changes in interest rates. The Company does not hedge these risk exposures due to the lack of active market for the trading activities of financial instruments.

Interest rate risk management

The Company has significant interest rate risks arising from interest bearing loans which are arranged. The risk is managed by the Company by maintaining an appropriate level of borrowings and analysing market competition to enjoy favourable interest rates from appropriate lenders.

Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has a credit policy in place and the exposure to credit risk is monitored on an on-going basis. The Company does not have any significant credit risk exposure to any counterparty because receivables consist of a large number of customers, spread across diverse industries and geographical areas.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***32. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management objectives (Continued)****Liquidity risk management**

The purpose of liquidity risk management is to ensure the availability of funds to meet present and future financial obligations. Liquidity is also managed by ensuring that the excess of maturing liabilities over maturing assets in any period is kept to manageable levels relative to the amount of funds that the Company believes can generate within that period. The Company policy is to regularly monitor current and expected liquidity requirements to ensure that the Company maintains sufficient reserves of cash, borrowings and adequate committed funding from its shareholders to meet its liquidity requirements in the short and longer term.

The following table details the Company's remaining contractual maturity for its non-derivative financial assets and financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial assets and undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

	Less than 1 year	From 2 - 5 years	More than 5 years	Total
	VND	VND	VND	VND
Closing balance				
Cash and cash equivalents	24,456,232,360	-	-	24,456,232,360
Trade and other receivables	128,560,309,090	40,148,607,187	-	168,708,916,277
Short-term financial investments	220,790,000	-	-	220,790,000
Deposits	10,000,000	633,000,000	-	643,000,000
Total	153,247,331,450	40,781,607,187	-	194,028,938,637
Closing balance				
Borrowings	1,652,600,000	-	-	1,652,600,000
Trade and other payables	23,719,115,251	-	-	23,719,115,251
Accrued expenses	6,055,209,027	-	-	6,055,209,027
Total	31,426,924,278	-	-	31,426,924,278
Net liquidity gap	121,820,407,172	40,781,607,187	-	162,602,014,359
	Less than 1 year	From 2 - 5 years	More than 5 years	Total
	VND	VND	VND	VND
Opening balance				
Cash and cash equivalents	38,941,438,605	-	-	38,941,438,605
Trade and other receivables	95,316,920,899	39,784,897,118	-	135,101,818,017
Short-term financial investments	220,790,000	-	-	220,790,000
Deposits	10,000,000	4,600,496,880	-	4,610,496,880
Total	134,489,149,504	44,385,393,998	-	178,874,543,502
Opening balance				
Borrowings	23,437,501,253	-	-	23,437,501,253
Trade and other payables	27,437,994,910	-	-	27,437,994,910
Accrued expenses	305,842,352	-	-	305,842,352
Total	51,181,338,515	-	-	51,181,338,515
Net liquidity gap	83,307,810,989	44,385,393,998	-	127,693,204,987

The Board of Management and the Board of General Directors assessed the liquidity risk at low level. The Chairman of Board of Management and the Board of General Directors believe that the Company will be able to generate sufficient funds to meet its financial obligations as and when they fall due.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***33. TRANSACTIONS AND BALANCES WITH RELATED PARTIES***During the year, in addition to the transactions and balances with its related parties as stated in Notes 6, 9, 15, 16, 21 and 24, the Company also entered into the following significant transactions with its related parties as follows:*

	<u>Current year</u>	<u>Prior year</u>
	VND	VND
Dividend payment		
Vietnam Electricity Group	2,321,352,000	2,321,352,000
Total	<u><u>2,321,352,000</u></u>	<u><u>2,321,352,000</u></u>

Remuneration paid to the Board of Management, the Board of General Directors, the Supervisory Board, and the Chief Accountant during the year was as follows:

	<u>Current year</u>	<u>Prior year</u>
	VND	VND
Remuneration paid to the Board of Management	<u><u>3,778,824,000</u></u>	<u><u>1,651,200,000</u></u>
Mr. Nguyen Nhu Hoang Tuan	964,800,000	429,960,000
Mr. Lac Thai Phuoc	916,560,000	414,360,000
	Director	
Mr. Tran Quoc Dien	870,732,000	367,560,000
	Member and Deputy General	
Mr. Tran Le Minh	870,732,000	367,560,000
	Member and Deputy General	
Mr. Vo Van Phuong	156,000,000	71,760,000
	Independent member	
Remuneration paid to the Board of General Directors	<u><u>827,195,400</u></u>	<u><u>564,070,640</u></u>
Mr. Nguyen Cong Thang	827,195,400	564,070,640
	Deputy General Director	
Remuneration paid to the Supervisory Board	<u><u>1,552,891,472</u></u>	<u><u>652,066,163</u></u>
Ms. Truong Thi Anh Dao	808,800,000	166,793,000
Ms. Nguyen Minh Hieu	-	35,880,000
Ms. To Thi My Hang	156,000,000	35,880,000
Mr. Nguyen Van Thien	588,091,472	413,513,163
	Member	
Chief Accountant	<u><u>827,195,400</u></u>	<u><u>542,378,971</u></u>
Mr. Pham Hoang Vinh	827,195,400	542,378,971
	Chief Accountant	
Total	<u><u>6,986,106,272</u></u>	<u><u>3,409,715,774</u></u>

34. CONTINGENT LIABILITIES**- Dispute over "Insurance Contract":**

In 2020, insurance companies (including Global Insurance Corporation, Baoviet Insurance Corporation, and Vietnam National Aviation Insurance Corporation) filed lawsuits at the People's Court of Ho Chi Minh City to ask consulting contractors related to the incident at the diversion tunnel of Song Bung 2 Hydropower Plant in 2016 (including Power Engineering Consulting Joint Stock Company 3, Kunming Survey and Design Institute and Power Engineering Consulting Joint Stock Company 2) to jointly reimburse the amount of VND 6,516,225,000 to the above mentioned insurance companies, without specifying the reimbursement amount of each contractor in the petition. The Company made a response to the People's Court of Ho Chi Minh City on 22 September 2020 stating that the field construction product of the diversion tunnel valve tower is not a design consulting product of the Company, therefore, the Company is not liable for such reimbursement.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)

These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements

34. CONTINGENT LIABILITIES (CONTINUED)

In June 2021, the People's Court of Ho Chi Minh City issued a notice on the handling of the additional case No. 49A/TB-TA dated 28 June 2021, which adjusted the jointly reimbursement amount from VND 6,516,225,000 to VND 14,871,605,885. On 16 December 2021, the Company made a response to the People's Court of Ho Chi Minh City, which further affirmed that the field construction product of the diversion tunnel valve tower is not a design consulting product of KHIDI and PECC3, therefore, the Company shall not be liable for such reimbursement. In addition, in this document, the Company requested the Court to solicit an expert assessment of KHIDI and PECC3's design dossiers of the diversion tunnel to determine its errors (if any).

On 02 November 2022, Kunming Survey and Design Institute (KHIDI) also sent an explanation to the People's Court of Ho Chi Minh City, which asked the Court to reconsider the limitations period and dismiss plaintiff's unwarranted claims.

On 06 June 2024, the Company received the Notice No. 2517/2024/QD-TCGD from the People's Court of Ho Chi Minh City soliciting Joint Stock Company for Civil Engineering Consultant and Construction - COFEC to conduct an appraisal of the design documents to ensure the load-bearing safety and determine the consultant's fault (if any).

On 06 September 2024, the Judicial expertise appraiser - Joint Stock Company for Civil Engineering Consultant and Construction - COFEC made the Judicial Expertise Conclusion No. 07/2024/CV-COFEC upon request of Appraisal Request Decision No. 2517/2024/QD-TCGD dated 06 June 2024 of the People's Court of Ho Chi Minh City. The appraisal conclusion states that the design documents of the Project's construction items ensure the legality, comply with the provisions of laws, and meet the requirements of the Investor, and the technical design documents and construction drawings of the diversion tunnel of Song Bung 2 Hydropower Plant ensure the safety and load bearing capacity as required.

On 29 October 2024, the Company sent to the People's Court of Ho Chi Minh City a written opinion on the Appraisal Conclusion. In the document, the Company reaffirmed that it is not responsible for compensation for damages as requested by the plaintiff because the Appraisal Conclusion clearly stated that the Company's design documents ensure the legality, comply with the provisions of laws, and meet the requirements of the Investor, and the technical design documents and construction drawings of the diversion tunnel of Song Bung 2 Hydropower Plant ensure the safety and load bearing capacity as required.

On 8 July 2025, the Company received Decision No. 3481/2025/QDXXST-KDTM issued by the People's Court of Ho Chi Minh City regarding the trial of the case on 28 July 2025.

On 28 July 2025, the Company received Decision No. 13186/2025/QDST-KDTM issued by the People's Court of Ho Chi Minh City regarding the temporary suspension of the trial to collect additional documents and evidence, with the trial resuming on 13 August 2025.

On 10 September 2025, the Company received first-instance judgment No. 296/2025/KDTM-ST issued by the People's Court of Ho Chi Minh City. Accordingly, the People's Court of Ho Chi Minh City decided not to accept the entire claim filed by the insurance companies (including Global Insurance Corporation, Bao Viet Insurance Corporation, and Vietnam National Aviation Insurance Joint Stock Corporation) requesting that Power Engineering Consulting Joint Stock Company 3, Kunming Survey and Design Institute, and Power Engineering Consulting Joint Stock Company 2 be jointly liable for compensation of VND 14,871,605,885. At the same time, the insurance companies are required to reimburse the assessment cost that the Company had advanced, amounting to VND 232,997,000.

Since receiving the first-instance commercial judgment No. 296/2025/KDTM-ST issued by the People's Court of Ho Chi Minh City on 10 September 2025, the Company has not received any further documents from the Court.

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***34. CONTINGENT LIABILITIES (CONTINUED)**

- Dispute over “Compensation for damages outside the contract”:

In 2022, the Company also received the Notice No. 39/2022/TLBS of the People’s Court of Binh Thanh District dated 11 July 2022 on the additional handling of the lawsuit; in which Hydraulics Construction Corporation No. 4 - JSC sued PECC3 and Lung Lo Construction Corporation to jointly compensate for the residual value of equipment and motorbikes at the time of being swept away in the diversion tunnel breaking of Song Bung 2 Hydropower Project with the amount of VND 6,595,720,000. The Company made a response to the People’s Court of Binh Thanh District on 26 July 2022 asking the Court to reject the Plaintiff’s claim and remove the Company’s liability for compensation. The Company affirmed that the field construction product of the diversion tunnel valve tower is not a design consulting product of the Company and KHIDI, therefore, the Company is not liable for such compensation. In addition, the Company also requested the Court to solicit an expert assessment of KHIDI and the Company’s design dossiers of the diversion tunnel to determine its errors (if any).

In 2023, the Company received the Notice No. 1837/2023/QDST-DS of the People’s Court of Binh Thanh District dated 19 September 2023 on the transfer of preliminary civil case file No. 1745/2020/TLST-DS dated 29 October 2020 of the People’s Court of Binh Thanh District, Ho Chi Minh City to the People’s Court of Ho Chi Minh City to resolve by authority.

On 6 December 2024, the People’s Court of Ho Chi Minh City issued Document No. 5726/TATP-TLD to the Ministry of Industry and Trade requesting information and documents related to compensation for damages in the tunnel collapse incident at the Song Bung 2 Hydropower Project.

On 10 January 2025, the Ministry of Industry and Trade issued Document No. 69/DL-TD regarding the provision of information and documents in response to Document No. 5726/TATP-TLD dated 6 December 2024 from the People’s Court of Ho Chi Minh City.

On 25 February 2025, the People’s Court of Ho Chi Minh City summoned the parties to appear at the headquarter of the People’s Court of Ho Chi Minh City to publicly announce the Plaintiff’s amended Petition (4th time) with the content of re-determining the parties’ participation in the proceedings and requesting the Court to request valuation of the assets that the Plaintiff suffered damage, specifically: Defendants include: Lung Lo Construction Corporation, Power Engineering Consulting Joint Stock Company 3, Power Generation Corporation 2 - LLC, Power Engineering Consulting Joint Stock Company 2 and Kunming Survey and Design Institute; Persons with related rights and obligations: Post and Telecommunication Insurance Joint Stock Corporation, Ministry of Industry and Trade.

On 22 December 2025, the Company received Notice No. 23047/2025/TB-TA issued by the People’s Court of Ho Chi Minh City regarding the meeting for inspection of the submission and public disclosure of evidence and mediation, scheduled for 8 January 2026.

On 8 January 2026, the People’s Court of Ho Chi Minh City issued the Minutes of Unsuccessful Mediation as the parties failed to reach agreement on the disputed matters.

As at the date of issuance of this Report, the dispute case regarding “Compensation for non-contractual damages” has not been settled nor adjudicated. Accordingly, these combined financial statements do not include the impacts (if any) related to the results of the above lawsuits.

35. OPERATING LEASE COMMITMENTS

The Company rents head office at No. 32 Ngo Thoi Nhiem Street, Xuan Hoa Ward, Ho Chi Minh City for the head office under the Appendix to the House Lease Contract No. 286/PLHD-QLKDN-KD dated 19 December 2024 with Ho Chi Minh City House Trade Management Company Limited. The lease term is 1 year from 01 January 2025s to 31 December 2025 with the rental unit price inclusive of value added tax of VND 568,500,000/month, the rent is paid quarterly.

Head office rent expenses is recorded in year:

	<u>Current year</u>	<u>Prior year</u>
	VND	VND
Head office rent expenses	6,822,000,000	6,822,000,000
Total	6,822,000,000	6,822,000,000

NOTES TO THE COMBINED FINANCIAL STATEMENTS (CONTINUED)*These notes are an integral part of and should be read in conjunction with the accompanying combined financial statements***36. SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION****Supplemental non-cash disclosures**

Interest earned, dividends and profits received during the year include an amount of VND 1,138,889 representing the interest receivables in the prior year that has been received in the current year. Consequently, changes in accounts receivable have been adjusted by the same amount.

Dividends, profits paid to owners during the year exclude an amount of VND 924,311,375, representing the outstanding dividends incurred this year, and includes an amount of VND 882,846,775, representing the prior year's dividends paid this year. Consequently, changes in accounts payable have been adjusted by the same amount.

Cash flows from proceeds from sale, disposal of fixed assets exclude an amount of VND 110,268,000 (2024: VND 368,064,000), which is the amount payable to suppliers for purchasing and constructing fixed assets. Consequently, changes in accounts receivable have been adjusted by the same amount.



Lac Thai Phuoc
General Director

Ho Chi Minh City, 9 March 2026

Pham Hoang Vinh
Chief Accountant

Nguyen Tran Phuong Thuy
Preparer

VIETNAM ELECTRICITY
POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3



DRAFT

**CHARTER OF
POWER ENGINEERING CONSULTING
JOINT STOCK COMPANY 3
(14th Amendment)**



EVNPECC3

CÔNG TY CỔ PHẦN TƯ VẤN XÂY DỰNG ĐIỆN 3

Ho Chi Minh City,

, 2026



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PREAMBLE

Power Engineering Consulting Joint Stock Company 3 is a Company established by equitization of a State-owned Enterprise under Decision No. 386/Qđ-BCN dated February 23, 2006 of the Minister of Industry (now the Ministry of Industry and Trade) on the establishment of Power Engineering Consulting Joint Stock Company 3 and operates under the Law on Enterprises.

This 14th Charter was amended, supplemented and approved at the Annual General Meeting of Shareholders on 2026 under Article ... of Resolution No. .../NQ-DHĐCĐ-TVĐ3.

This Charter includes the rules and regulations binding on the Company's business operations.

Chapter I. DEFINITION

Article 1. Definition

1. Unless otherwise provided by the provisions or context of this Charter, the following terms shall have these meanings:
 - a. "Charter capital" means the total par value of the shares sold as specified in Clause 1, Article 5 of this Charter;
 - b. "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and effective from January 1, 2021 and relevant legislative amendments;
 - c. "Law on Securities" means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and effective from January 1, 2021 and relevant legislative amendments;
 - d. "Establishment Date" means the date on which the Company is first granted the Enterprise Registration Certificate. This day is distinguished from the Company's traditional day of February 13 every year.
 - e. "Law" means all legal documents stipulated in Article 2 of the Law on Promulgation of Legal Documents;
 - f. "Voting capital" means the capital contribution or shares, according to which the owner has the right to vote on matters under the decision-making authority of the General Meeting of Shareholders;
 - g. "Shareholder" means an individual or organization owning at least one (01) issued share of a joint stock company;
 - h. "Founding shareholder" means a shareholder owning at least one common share and signing the list of founding shareholders of joint stock company;
 - i. "Board of Directors" means the Board of Directors of the Company;

- j. "Non-executive Board Member" means a member of the Board of Directors who is not the General Director, Deputy General Director, Chief Accountant;
- k. "Independent member of the Board of Directors" is a member of the Board of Directors who meets the following conditions:
 - A person with full civil act capacity and not subject to the prohibition of enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises.
 - Not a person currently working for the company, parent company or subsidiary of the company; not a person who has worked for the company, parent company or subsidiary of the company for at least 03 consecutive years before;
 - Not a person who is receiving salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled to receive according to regulations;
 - Not a person whose wife or husband, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, biological sibling is a major shareholder of the company; is a manager of the company or subsidiary of the company;
 - Not a person who directly or indirectly owns at least 01% of the total number of voting shares of the company;
 - Not a person who has been a member of the Board of Directors or Board of Supervisors of the company for at least the previous 05 consecutive years, except in the case of being appointed for 02 consecutive terms.
- l. "Company managers" include: Chairman of the Board of Directors, members of the Board of Directors, General Director, Deputy General Directors, Chief Accountant;
- m. "Company executives" are the General Director, Deputy General Directors, Chief Accountant;
- n. "Related persons" are individuals or organizations specified in Clause 46, Article 4 of the Law on Securities and Clause 23, Article 4 of the Law on Enterprises;
- o. "Family relations" include: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, biological brother, biological sister, biological sibling, brother-in-law, sister-in-law, biological sibling of wife, biological sibling of husband, biological sibling of wife, biological sibling of husband;
- p. "Authorized representative of a shareholder which is an organization" must be a person authorized in writing by the shareholder to exercise his/her rights and obligations at the company in accordance with the standards, conditions and responsibilities prescribed in Articles 14 and 15 of the Law on Enterprises;
- q. A Company is considered a parent company of the Company if it falls into one of the following cases:

- Owning more than 50% of the charter capital or total issued common shares of the Company;
- Has the right to directly or indirectly appoint the majority or all members of the Board of Directors;
- Has the right to decide on amending and supplementing the Company's Charter.
- r. "Term of operation" means the term of operation of the company as stipulated in Clause 6, Article 2 of this Charter;
- s. "Business area" means the territory of Vietnam and foreign countries;
- t. "Vietnam" means the Socialist Republic of Vietnam.
- 2. In this Charter, references to one or more other regulations or documents shall include their amendments or replacements.
- 3. The titles (Chapters, Articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.
- 4. When using this Charter, depending on the context, the word "person" is understood as an individual and/or organization.
- 5. Words, phrases or terms defined in the Law on Enterprises (if not inconsistent with the subject or context) shall have the same meaning in this Charter.

Chapter II.

NAME, FORM, HEADQUARTERS AND OPERATION TERM OF THE COMPANY

Article 2. Name, form, headquarters and term of operation of the Company

1. Company name:
 - Vietnamese name: **CÔNG TY CỔ PHẦN TƯ VẤN XÂY DỰNG ĐIỆN 3**
 - English name: **POWER ENGINEERING CONSULTING JOINT STOCK COMPANY 3**
 - Abbreviation: PECC3
2. Power Engineering Consulting Joint Stock Company 3 is a joint stock company with legal status in accordance with the current laws of Vietnam.
3. The registered headquarters of the Company is:
 - Address: 32 Ngo Thoi Nhiem, Xuan Hoa Ward, Ho Chi Minh city.
 - Phone: +(84) 28.22211169
 - Fax: (+84) 28.39307938
 - E-mail: pecc3@pecc3.com.vn
 - Website: www.pecc3.com.vn
4. Legal representative:

- a. Legal representative of the Company:
 - In case the Company has appointed a General Director: The Company has 01 (one) legal representative who is the General Director.
 - In case the Company has not appointed a General Director but only has a person exercising the rights of the General Director: The Company has 02 (two) legal representatives who are the Chairman of the Board of Directors and the person exercising the rights of the General Director with specific titles according to the provisions of law. In which, the rights and obligations of each legal representative are stipulated as follows:
 - + *Chairman of the Board of Directors*: Exercise the rights and obligations stipulated in Article 26 of this Charter.
 - + *Acting General Director*: Exercise the duties and powers of the General Director and have the rights and obligations of the Legal Representative as stipulated in this Charter and relevant laws, except for the rights and obligations of the Legal Representative exercised by the Chairman of the Board of Directors as stated above.
- b. The legal representative of the Company is personally liable for damages to the Company due to violations of the obligations, powers and duties stipulated in this Charter and Clause 2, Article 13 of the Law on Enterprises.
- c. The Company ensures that there is always at least 01 (one) legal representative residing in Vietnam. When there is only one legal representative residing in Vietnam, when leaving Vietnam, this person must authorize in writing another individual residing in Vietnam to exercise the rights and obligations of the legal representative. In this case, the legal representative is still responsible for the exercise of the authorized rights and obligations.
5. The Company has the right to change the head office address, establish a Branch or Representative Office in the business location to carry out the Company's operational objectives in accordance with the resolution of the Board of Directors and within the scope permitted by law.
6. Unless terminated before the deadline according to Article 48 of this Charter, the term of operation of the Company begins from the date of establishment and is indefinite.

Chapter III.

SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY

Article 3. Business fields and operational objectives of the Company

1. Business fields of the Company:
 - a. Architectural activities and related technical consultancy:
 - Designing regional power development plan for provinces, cities and planning for development of power plant projects (hydroelectricity, thermal power, nuclear

- power) and renewable energy (wind power, solar power, biogas, geothermal, hydropower, biomass);
- Designing construction plan and providing architectural consultation;
- Making investment reports, investment projects, bidding documents, bidding documents, projects: Power plants, construction of civil and industrial works, power transmission lines and transformer stations (power grid projects);
- Geological, topographical, hydrological surveys; marine surveys; surveying and data collection of remote sensing imagery, application of 3D technology to topography and geology;
- Design, design review, and preparation of overall cost estimates and detailed cost estimates for power generation projects such as: Power sources (hydroelectric, pumped storage, thermal, nuclear, wind, solar, geothermal, tidal, waste-to-energy, biomass, biogas, and other new and renewable energy sources); Power grids (transmission lines and substations) and lighting systems. Design and design review of communication and telecommunication systems, industrial and civil works. Consulting on design, design review, and preparation of overall cost estimates and detailed cost estimates for irrigation works, agricultural and rural development works, technical infrastructure, transportation, civil works, urban areas, and functional zones;
- Consulting on design, design review, and supervision of fire prevention and firefighting;
- Consulting on project proposals and plans: Investigation and assessment of the environmental and social aspects of forestry, application of remote sensing and GIS technology in: Forest surveys, forest inventories, forest planning, management, sustainable forest development and biodiversity (*excluding services for surveying, assessing and exploiting natural forests for timber harvesting and hunting/trapping of rare wild animals, management of plant, animal and microbial gene pools used in agriculture*);
- Consulting on the preparation of dossiers for converting forest purposes to other purposes and performing other scientific and technological services related to forestry service activities;
- Consulting on the implementation of grassroots greenhouse gas inventories, developing grassroots greenhouse gas inventory reports;
- Appraising investment projects for construction projects, appraising bidding documents for power plant construction projects, power grid projects, civil and industrial works;
- Consulting on supervision of construction works: Construction, installation of equipment, testing, and acceptance of Civil and industrial works, works for agricultural and rural development;

- Supervising the construction and completion of technical infrastructure works and bridge and road traffic works;
 - Supervising geological, topographical and hydrological surveys of power plant, power grid, civil and industrial construction works;
 - Managing investment projects for construction of power plant, power grid, civil and industrial works; Managing construction investment costs;
 - Conducting specialized construction testing of soil, rock, sand, water, concrete, steel and other construction materials (including laboratory and field testing);
 - Testing and acceptance of power plant works, power grid works, civil and industrial construction works;
 - Appraisal in the field of construction of power plant, power grid, civil and industrial works (*except for judicial appraisal*);
 - Surveying and mapping of topography (on land and underwater, including the seabed), geology, and cadastral mapping, specialized fields, and atlases; monitoring of displacement and deformation of structures;;
 - Surveying, preparing investment projects, designing telecommunications works.
 - Management, operation, maintenance, repair, renovation, and upgrading services for power plants, substations, and power transmission lines (*excluding the management and operation of multi-purpose hydropower plants and nuclear power plants of particular economic and social importance*).
- b. Processing, manufacturing and installing household and industrial electrical equipment;
- c. Electricity production from renewable energy (Details: electricity production from solar energy);
- d. Electricity transmission and distribution (Details: Selling solar energy (*except transmission, dispatching of the national power system and construction, operation of multi-purpose hydropower, nuclear power of special economic and social importance*));
- dd. Construction of residential houses;
- e. Construction of non-residential houses;
- f. Construction of road works;
- g. Construction of electricity works (*Except construction, operation of multi-purpose hydropower, nuclear power of special economic and social importance*);
- h. Construction of water supply and drainage works;
- i. Construction of telecommunications and information works;
- j. Investment in construction and business of electrical works, civil and industrial works, works serving agriculture and rural development and infrastructure (*except for*

construction and operation of multi-purpose hydropower and nuclear power plants of special economic and social importance);

- k. Demolition (except for blasting service and dismantling used ships);
- l. Exploratory drilling, testing and sampling to measure physical and geological indicators (*except for blasting services*);
- m. Installation of electrical systems (Details: Construction and installation of equipment into works);
- n. Installation of other construction systems (Details: Construction and installation of power systems, generators, transformers, power equipment and other construction systems). Construction and installation of equipment into works. Construction and installation of fire prevention and fighting systems;
- o. Completion of construction works;
- p. Construction of concrete jetting, waterproofing, reinforcement and treatment of construction foundations;
- q. Wholesale of software (*except for the exercise of export rights, import rights, and distribution rights for goods on the List of goods that foreign investors are not allowed to export, import, or distribute, such as: cigarettes and cigars, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and processed oil, rice, cane sugar, and beet sugar*);
- r. Wholesale of electrical equipment and supplies. Trading in fire prevention and fighting equipment and supplies (*except for the exercise of export rights, import rights, and distribution rights for goods on the List of goods that foreign investors are not allowed to export, import, or distribute, such as: cigarettes and cigars, newspapers and magazines, recorded items, precious metals and gemstones, pharmaceuticals, explosives, crude oil and processed oil, rice, cane sugar, and beet sugar*);
- s. Publishing software as other services;
- t. Computer programming and others (Details: Computer programming, software development);
- u. Computer consulting and system administration, computer infrastructure management;
- v. Computer and information technology services and other computer-related services;
- w. Information technology infrastructure, data processing and storing, and related activities (Details: Data processing (*except for internet access service agency business*));
- x. Real estate business, land use rights owned, used or leased (*except for investment in cemetery infrastructure construction to transfer land use rights attached to infrastructure*);

- y. Inspection and appraisal of construction works quality, certification of eligibility to ensure load-bearing safety and certification of conformity of construction works quality. Testing services to check the mechanical strength of concrete, structures, construction materials. Testing services for physical and mechanical properties of soil, rock and construction materials. Energy audit. Inspection of power plant equipment;
 - z. Other professional, scientific and technological activities not elsewhere classified (Details: Prepare environmental impact assessment dossiers, resettlement, land survey, compensation for site clearance of power plants, power grids, civil and industrial works. Implement projects and basic water resource surveys. Consult on water resource planning and consulting on project preparation, reporting in water resource license application dossiers; Network information security consulting services);
 - aa. Consulting, training, fostering, and training on technology transfer in the fields of construction, energy, information technology, project management, and corporate governance.
2. Company's operational objectives:
- The Company's operational objectives are to comprehensively and sustainably develop all areas of business activities of the Company in order to bring the highest and harmonious benefits to employees, shareholders, and society.

Article 4. Scope of business and operations

The Company shall plan and conduct all business activities specified in Article 3 of this Charter in accordance with the provisions of current laws and take appropriate measures to achieve the Company's objectives.

Chapter IV.

CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS

Article 5. Charter capital, shares, founding shareholders

1. The charter capital of the Company is: VND 95,173,030,000 (*Ninety-five billion one hundred and seventy-three million and thirty thousand Vietnamese dong*s).
The total charter capital of the Company is divided into 9,517,303 shares (*Nine million five hundred and seventeen thousand three hundred and three shares*) with a par value of VND 10,000 (*Ten thousand VND*) per share.
2. The Company may increase or decrease its charter capital upon approval by the General Meeting of Shareholders in accordance with the provisions of the Law.
3. All shares of the Company on the date of approval of this Charter are common shares.
4. The Company may issue other types of preferred shares after obtaining approval from the General Meeting of Shareholders and in accordance with the provisions of law.

5. Newly offered common shares must be offered to existing shareholders in proportion to their ownership of common shares in the Company, unless otherwise provided by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy in full shall be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to subjects under the conditions and in the manner that the Board of Directors deems appropriate, but may not sell such shares under conditions more favorable than those offered to existing shareholders, except in cases where shares are sold through the Stock Exchange by auction.
6. The Company may purchase shares issued by the Company in the manners prescribed in this Charter and current laws. The shares repurchased by the Company are treasury shares and the Board of Directors may offer them for sale in a manner consistent with the provisions of this Charter and the Law on Securities and relevant guiding documents.
7. The Company may issue shares, bonds and other types of securities of the Company.

Article 6. Share certificates

1. Shareholders of the Company shall be issued share certificates corresponding to the number of shares and types of shares owned.
2. Share certificates must bear the Company's seal and the signature of the Company's legal representative in accordance with the provisions of the Law on Enterprises. The share certificate must clearly state the number and type of shares held by the shareholder, the full name of the holder and other information in accordance with the provisions of the Law on Enterprises.
3. Within 60 days from the date of submission of a complete application for transfer of ownership of shares as prescribed by the Company (or longer according to the terms of issuance) from the date of full payment for the purchase of shares as prescribed in the Company's share issuance plan, the owner of the shares shall be issued a share certificate. The owner of the shares shall not have to pay the Company for the cost of printing the share certificate.
4. In case the share certificate is damaged or erased or is lost, stolen or destroyed, the owner of such shares may request to be issued a new share certificate on the condition that he/she provides evidence of ownership of the shares and pays all related costs to the Company.
5. Depending on each period, the Company may change the form of recording the ownership of shares of Shareholders in accordance with the provisions of law and this Charter.

Article 7. Other securities certificates

Bond certificates or other securities certificates of the Company (except for offer letters, temporary certificates and similar documents), issued with the seal and sample signature of the Legal Representative of the Company.

Article 8. Transfer of shares

1. All shares are freely transferable unless otherwise provided by law and this Charter. Shares listed on the Stock Exchange are transferred in accordance with the provisions of the law on securities and the securities market.
2. Shares that have not been fully paid for shall not be transferred and shall not enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from equity capital, the right to purchase newly offered shares.
3. In the event that a shareholder dies, or has limited civil capacity or loses civil capacity, the legal heir shall be recognized by the Company as the sole person (or persons) having the right or benefit to the shares, but this provision does not release the assets of that shareholder from any liability associated with any shares held by that person.

Article 9. Revocation of shares

1. In case a shareholder fails to pay in full and on time the amount payable for the purchase of shares, the Board of Directors shall notify and have the right to request that shareholder to pay the remaining amount together with interest on that amount and any costs arising from the failure to pay in full to the Company.
2. The above payment notice must clearly state the new payment deadline (at least seven (07) days from the date of sending the notice), the place of payment and the notice must clearly state that in case of failure to pay as required, the unpaid shares will be revoked.
3. The Board of Directors has the right to revoke the shares that have not been paid in full and on time in case the requirements in the above notice are not fulfilled.
4. The revoked shares are considered shares that are eligible for offering. The Board of Directors may directly or authorize the sale, redistribution or settlement to the person who owned the revoked shares or other subjects under the conditions and in the manner that the Board of Directors deems appropriate.
5. Shareholders holding revoked shares must give up their shareholder status with respect to such shares, but must still pay all related amounts plus interest calculated at the dividend rate of the Company at the time of revocation as decided by the Board of Directors and calculated from the date of revocation until the date of payment. The Board of Directors has full authority to decide to enforce payment of the entire value of the shares at the time of revocation.
6. Notice of revocation shall be sent to the holder of the revoked shares before the time of revocation. The revocation shall remain effective even in the event of error or negligence in sending the notice.

Chapter V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 10. Organizational structure, management and control

The organizational structure, management and control of the Company includes:

1. General Meeting of Shareholders;
2. Board of Directors;
3. Board of Supervisors;
4. General Director.

Chapter VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 11. Rights of common shareholders

1. Common shareholders have the following rights:
 - a. To attend and speak at the General Meeting of Shareholders and to exercise voting rights directly or through an authorized representative or in other forms as prescribed by the Company Charter and the law. Each common share has one vote;
 - b. To receive dividends at the level decided by the General Meeting of Shareholders;
 - c. Priority to purchase new shares corresponding to the ratio of common shares owned by each shareholder in the company;
 - d. Freely transfer their shares to others, except for other provisions of relevant laws;
 - e. Review, look up and extract information about their name and contact address in the list of shareholders with voting rights; request to correct their inaccurate information;
 - f. Review, look up, extract or photocopy the Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;
 - g. When the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the ratio of shares owned in the Company.
2. Shareholders or groups of shareholders owning 05% or more of the total number of common shares have the following rights:
 - a. Review, look up, and extract the minutes and resolutions, decisions of the Board of Directors, mid-year and annual financial statements, reports of the Board of Supervisors, contracts, transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the company;
 - b. Request to convene a meeting of the General Meeting of Shareholders in the cases specified in Clause 3 of this Article;

- c. Request the Board of Supervisors to inspect each specific issue related to the management and operation of the company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for organizational shareholders; number of shares and time of registration of shares of each shareholder, total number of shares of the whole group of shareholders and ownership ratio in the total number of shares of the company; issues to be inspected, purpose of inspection.
3. Shareholders or groups of shareholders specified in Clause 2 of this Article have the right to request the convening of a meeting of the General Meeting of Shareholders in case the Board of Directors seriously violates the rights of shareholders, the obligations of managers or makes decisions beyond its assigned authority.
4. The request to convene a meeting of the General Meeting of Shareholders specified in Clause 3 of this Article must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for organizational shareholders; number of shares and time of registration of shares of each shareholder, total number of shares of the group of shareholders and ownership ratio in the total number of shares of the company, basis and reason for requesting to convene a meeting of the General Meeting of Shareholders. Attached to the request to convene a meeting must be documents and evidence of violations by the Board of Directors, the level of violations or decisions beyond its authority.
5. Shareholders or groups of shareholders owning 10% or more of the total number of common shares have the right to nominate people to the Board of Directors and the Board of Supervisors.

Article 12. Obligations of shareholders

1. Comply with the Company Charter and the Company's regulations, and comply with the decisions of the General Meeting of Shareholders and the Board of Directors.
2. Participate in meetings of the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative or by remote voting. Shareholders may authorize a member of the Board of Directors to represent them at the General Meeting of Shareholders.
3. Pay for the shares registered for purchase in accordance with regulations.
4. Provide the correct address when registering to purchase shares.
5. Fulfill other obligations as prescribed by current laws.
6. Be personally responsible when performing one of the following acts in the name of the company in any form:
 - a. Violating the law;

- b. Conducting business and other transactions for personal gain or to serve the interests of other organizations or individuals;
- c. Pay off debts that are not due in the face of possible financial risks to the Company.
- 7. Not to withdraw capital contributed in common shares from the Company, except in cases where the Company or another person buys back the shares.
- 8. Keep confidential the information provided by the Company in accordance with the provisions of the Charter and the law; only use the information provided to exercise and protect one's legitimate rights and interests; prohibit the dissemination, copying, or sending of information provided by the Company to third parties.

Article 13. General Meeting of Shareholders

- 1. The General Meeting of Shareholders consists of all shareholders with voting rights and is the highest authority of the Company. The annual General Meeting of Shareholders is held once a year. The annual General Meeting of Shareholders must be held within four (04) months from the end of the fiscal year. If necessary, the Board of Directors has the right to extend the annual General Meeting of Shareholders, but not more than 06 months from the end of the fiscal year.

- 2. The Board of Directors shall convene the annual General Meeting of Shareholders. The venue of the General Meeting of Shareholders must be within the territory of Vietnam. In case the General Meeting of Shareholders is held simultaneously at many different locations, the venue of the General Meeting of Shareholders shall be determined as the place where the Chairman attends the meeting.

The annual General Meeting of Shareholders decides on matters prescribed by law and the Company's Charter, especially approving the annual financial statements and budget for the following fiscal year. Independent auditors are invited to attend the meeting to advise on the approval of the annual financial statements.

- 3. Convening an extraordinary General Meeting of Shareholders.
 - a. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the following cases:
 - i) The Board of Directors deems it necessary for the benefit of the company;
 - ii) The number of remaining members of the Board of Directors and the Board of Supervisors is less than the minimum number of members prescribed by law;
 - iii) At the request of a shareholder or group of shareholders as prescribed in Clause 2, Article 115 of the Law on Enterprises;
 - iv) At the request of the Board of Supervisors.
 - b. The Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date of occurrence of the case specified in ii) under Point a, Clause 3 of this Article or from receipt of a request to convene a meeting specified in iii) and iv) under Point a, Clause 3 of this Article. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as

- prescribed, the Chairman of the Board of Directors and members of the Board of Directors must compensate for any damage incurred to the Company;
- c. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 3 of this Article, within the next 30 days, the Board of Supervisors shall replace the Board of Directors in convening the meeting of the General Meeting of Shareholders. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Board of Supervisors must compensate for any damage incurred to the Company;
 - d. In case the Board of Supervisors does not convene the General Meeting of Shareholders as prescribed in Point c, Clause 3 of this Article, the shareholder or group of shareholders as prescribed in Clause 2, Article 11 shall have the right to represent the company to convene the General Meeting of Shareholders;
 - e. The person convening the General Meeting of Shareholders must perform the following tasks:
 - Prepare a list of shareholders entitled to attend the meeting;
 - Provide information and resolve complaints related to the list of shareholders;
 - Prepare the agenda and content of the meeting;
 - Prepare documents for the meeting;
 - Draft resolutions of the General Meeting of Shareholders according to the expected content of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors, Supervisors;
 - Determine the time and location of the meeting;
 - Send meeting invitations to each shareholder entitled to attend the meeting as prescribed;
 - Other tasks serving the meeting.
 - f. The costs of convening and conducting the General Meeting of Shareholders as prescribed in Points b, c, d, Clause 3 of this Article shall be reimbursed by the Company.
4. List of shareholders attending the General Meeting of Shareholders.
- a. The list of shareholders attending the General Meeting shall be prepared based on the company's shareholder register. This list shall be prepared no later than 10 days before the date of sending the invitation to the General Meeting of Shareholders. For individual shareholders, it must clearly state: full name, contact address, nationality, legal document number; for organizational shareholders, it must clearly state: name, enterprise code or legal document number of the organization, head office address and number of shares, shareholder registration date of each shareholder;
 - b. Shareholders have the right to check, look up, extract, copy the name and contact address of shareholders and have the right to request correction of incorrect

information or addition of necessary information about themselves in the list of shareholders entitled to attend the meeting;

- c. The company manager must promptly provide information in the shareholder register, amend or supplement incorrect information upon request of shareholders; and be responsible for compensating for damages arising from failure to provide or untimely or inaccurately providing information in the shareholder register upon request. The order and procedures for requesting information in the shareholder register shall comply with the provisions of the Company Charter.

Article 14. Rights and obligations of the General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of a joint stock company.
2. The General Meeting of Shareholders has the following rights and obligations:
 - a. Approving the development orientation of the company;
 - b. Approving the audited annual financial statements;
 - c. Approving the report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;
 - d. Approving the report of the Board of Supervisors on the business results of the Company, on the performance of the Board of Directors, the Director or General Director;
 - e. Approving the self-assessment report on the performance of the Board of Supervisors and each Supervisor;
 - f. Approving the annual business plan, short-term and long-term development plans of the Company;
 - g. Approving the annual dividend payment for each type of share in accordance with the Law on Enterprises and the rights attached to that type of share;
 - h. Approving the number of members of the Board of Directors;
 - i. Approving the list of independent auditing companies and authorizing the Board of Directors to select one of these units or appoint an independent auditing company to audit the company's financial statements; dismissing the independent auditor if deemed necessary based on the proposal and recommendation of the Board of Supervisors;
 - j. Electing, dismissing, and removing members of the Board of Directors and the Board of Supervisors;
 - k. Approving the total remuneration of members of the Board of Directors and the Board of Supervisors and the remuneration report of the Board of Directors and the Board of Supervisors;
 - l. Deciding on supplements and amendments to the Company Charter;

- m. Approving the internal governance regulations, the operating regulations of the Board of Directors and the Board of Supervisors;
 - n. Deciding on the types of shares and the total number of shares of each type that are allowed to be offered for sale;
 - o. Decide on the division, separation, consolidation, merger or conversion of the Company;
 - p. Decide on the reorganization or dissolution (liquidation) of the Company and appoint a liquidator;
 - q. Review and handle violations by the Board of Directors or the Board of Supervisors that cause damage to the Company and its shareholders;
 - r. Decide on the repurchase of more than 10% of the total number of shares sold of each type;
 - s. Decide on contracts and transactions as prescribed in Clause 1, Article 33 of this Charter;
 - t. Other issues as prescribed in this Charter and other regulations of the Company.
3. Shareholders are not allowed to vote in the following cases:
 - a. Approve contracts prescribed in Point b, Clause 1, Article 33 of this Charter when that shareholder or a person related to that shareholder is a party to the contract;
 - b. The purchase of shares by that shareholder or by a person related to that shareholder, except in cases where the purchase of shares is made in proportion to the ownership ratio of all shareholders or the purchase is made through order matching or public offering on the Stock Exchange.
 4. All resolutions and issues included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.
 5. The General Meeting of Shareholders assigns the Board of Directors and the General Director to adjust the targets in accordance with the actual situation during the annual production and business implementation, not contrary to Articles 25 and 32 of this Charter.

Article 15. Authorized representatives

1. Shareholders who are entitled to attend the General Meeting of Shareholders according to law may authorize their representatives to attend. The authorized representative of a shareholder that is an organization must be an individual authorized in writing to exercise the rights and obligations on behalf of that shareholder in accordance with the provisions of the Law on Enterprises.
2. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing in accordance with the provisions of law and must be signed in accordance with the following provisions:

- a. In case an individual shareholder is the principal, the authorization letter must be signed by that shareholder and the person authorized to attend the meeting;
 - b. In case the authorized representative of a shareholder that is an organization is the principal, the authorization letter must be signed by the authorized representative, the legal representative of the shareholder and the person authorized to attend the meeting;
 - c. The person authorized to attend the General Meeting of Shareholders must submit the authorization letter before entering the meeting room;
 - d. In other cases, the Authorization Document shall be prepared in accordance with the provisions of the Civil Code and must clearly state the name of the authorized individual or organization and the number of authorized shares.
3. A shareholder that is an organization owning 10% or more of the total number of common shares may authorize a maximum of 03 representatives. In case there is more than one representative appointed, the number of shares and the number of votes authorized for each representative must be specifically determined. If the shareholder that is an organization does not specify the number of shares for each representative, the number of shares will be divided equally among all authorized representatives.
 4. The authorization for a representative of a shareholder that is an organization to attend the General Meeting of Shareholders must be made in writing and shall only be effective for the company from the date the company receives the document. The document appointing an authorized representative must include the following main contents:
 - a. Name, enterprise code, head office address of the shareholder;
 - b. Number of authorized representatives and the corresponding percentage of shares and capital contributions owned by each authorized representative;
 - c. Full name, contact address, nationality, and legal document number of each authorized representative;
 - d. The corresponding authorization period of each authorized representative; clearly stating the date of commencement of representation;
 - e. Full name and signature of the legal representative of the shareholder and the authorized representative.
 5. The voting ballot of the authorized person attending the meeting within the scope of authorization remains valid in one of the following cases:
 - a. The authorized person has died, has limited civil act capacity or has lost civil act capacity;
 - b. The authorized person has revoked the authorization appointment;
 - c. The authorized person has revoked the authority of the person performing the authorization.

This provision shall not apply in the event that the Company receives notice of one of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

6. In the event that shares are transferred during the period from the date of completion of the list of shareholders to the opening date of the General Meeting of Shareholders, the transferee shall have the right to attend the General Meeting of Shareholders in place of the transferor for the transferred shares, but the transferee must register to attend the General Meeting of Shareholders in accordance with the provisions of Clause 1, Article 19 of this Charter.
7. The authorized representative of a shareholder being an organization must satisfy the following conditions:
 - a. Not being subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;
 - b. A shareholder that is a state-owned enterprise as prescribed in Point b, Clause 1, Article 88 of the Law on Enterprises shall not appoint a person who has a family relationship with the company manager and/or the person with the authority to appoint the company manager as a representative at another company.
8. Responsibilities of the authorized representative of a corporate shareholder that is an organization
 - a. The authorized representative shall, on behalf of the corporate shareholder, exercise the rights and obligations of the shareholder at the General Meeting of Shareholders. Any restrictions by the shareholder on the authorized representative in exercising the rights and obligations of the corresponding corporate shareholder at the General Meeting of Shareholders shall not be effective against third parties;
 - b. The authorized representative shall be responsible for fully attending the General Meeting of Shareholders; exercising the authorized rights and obligations honestly, carefully, and to the best of his/her ability, protecting the legitimate interests of the shareholder appointing the representative;
 - c. The authorized representative shall be responsible to the shareholder appointing the representative for any violation of the responsibilities prescribed in this Article. The shareholder appointing the representative shall be responsible to the third party for any responsibilities arising in relation to the rights and obligations exercised through the authorized representative.

Article 16. Change of rights

1. The change or cancellation of special rights attached to each type of shares shall only be effective when approved by shareholders holding at least 51% of the common shares attending the meeting and at the same time approved by shareholders holding at least 75% of the voting rights of the above type of shares.
2. The organization of the above meeting shall only be valid when there are at least two (02) shareholders (or their authorized representatives) and holding at least one-third (1/3) of the par value of the issued shares of that type. In case there are not enough

delegates as stated above, the meeting shall be re-organized within thirty (30) days thereafter and the holders of shares of that type (regardless of the number of people and shares) present in person or through authorized representatives shall be considered to have sufficient number of delegates required. At meetings of shareholders holding the above-mentioned class of shares, the holders of such class of shares present in person or through a representative may request a secret ballot. Each share of the same class shall have equal voting rights at the above-mentioned meetings.

3. The procedures for conducting such separate meetings shall be similar to the provisions in Articles 18, 19 and 20 of this Charter.
4. Unless otherwise provided by the terms of issue of shares, the special rights attached to the classes of shares with preferential rights in respect of some or all matters relating to the sharing of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 17. Convening the General Meeting of Shareholders, meeting agenda and notice of the General Meeting of Shareholders

1. The Board of Directors convenes the General Meeting of Shareholders, or the General Meeting of Shareholders is convened in accordance with the provisions of Point b or Point c, Clause 4, Article 13 of this Charter.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a. Prepare a list of shareholders eligible to attend and vote at the meeting based on the Company's shareholder register. The list of shareholders entitled to attend the General Meeting of Shareholders shall be prepared no later than 10 days before the date of sending the invitation to the General Meeting of Shareholders. Provide information and resolve complaints related to the list of shareholders; prepare the meeting agenda and content, and documents as prescribed in accordance with the law and the Company's regulations;
 - b. Determine the time and place of the meeting;
 - c. Notify and send notice of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
 - d. Draft resolutions of the General Meeting of Shareholders; list and detailed information of candidates in case of election of members of the Board of Directors, Supervisors;
 - e. Other work serving the meeting.
3. Notice of the General Meeting of Shareholders shall be sent to all shareholders and simultaneously announced on the information media of the Stock Exchange and on the Company's website. Notice of the General Meeting of Shareholders shall be sent at least twenty-one (21) days before the date of the General Meeting of Shareholders, (calculated from the date on which the notice is sent or transferred in a valid manner,

- postage is paid or mailed). The agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. In case the documents are not sent together with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the address of the electronic information page so that shareholders can access it.
4. Shareholders or groups of shareholders mentioned in Clause 3, Article 11 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at least three (3) working days before the opening date of the General Meeting of Shareholders. The proposal must include the full name of the shareholder, the number and type of shares that person holds, and the content proposed to be included in the meeting agenda.
 5. The person convening the General Meeting of Shareholders must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and content of the meeting, except for the cases specified in Clause 6 of this Article; the proposal will be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders. In case the person convening the General Meeting of Shareholders refuses the proposal specified in Clause 4 above, he/she must reply in writing and state the reasons no later than 02 working days before the opening date of the General Meeting of Shareholders.
 6. The person convening the General Meeting of Shareholders shall only have the right to refuse proposals if one of the following cases applies:
 - a. The proposal is not submitted on time or is insufficient or does not contain the correct content as prescribed in Clause 4 of this Article;
 - b. At the time of the proposal, the shareholder or group of shareholders does not have at least 5% of common shares as prescribed in Clause 3, Article 11 of this Charter;
 - c. The proposed issue is not within the scope of authority of the General Meeting of Shareholders;
 - d. Other cases as prescribed by law and this Charter.
 7. The Board of Directors must prepare a draft resolution for the meeting.
 8. Effectiveness of resolutions of the General Meeting of Shareholders:
 - a. Resolutions of the General Meeting of Shareholders shall be effective from the date of approval or from the effective date stated in such resolution;
 - b. Resolutions of the General Meeting of Shareholders approved by 100% of the total number of voting shares are legal and effective even if the order and procedures for approving such resolution are not implemented correctly as prescribed;
 - c. In case a shareholder or group of shareholders requests the Court or Arbitration to annul a resolution of the General Meeting of Shareholders in accordance with Article 23 of this Charter, such resolutions shall remain effective until the Court or Arbitration

makes a different decision, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

Article 18. Conditions for holding a General Meeting of Shareholders

1. A General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of votes.
2. In case the first meeting does not meet the conditions for holding the meeting as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting must be sent within 30 days from the date of the first meeting. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes.
3. In case the second meeting does not meet the conditions for holding the meeting as prescribed in Clause 2 of this Article, a third General Meeting of Shareholders shall be convened within twenty (20) days from the date of the second meeting. In this case, the meeting is held regardless of the total number of votes of shareholders or authorized representatives attending and is considered valid and has the right to decide all issues expected to be approved at the first General Meeting of Shareholders.

Article 19. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Before opening the General Meeting of Shareholders, the Company must carry out shareholder registration procedures.
2. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a voting card, on which is stated the registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder. The General Meeting of Shareholders shall discuss and vote on each issue in the agenda. Voting shall be conducted by votes of approval, disapproval, and abstention. The vote counting results shall be announced by the chairperson immediately before the closing of the meeting. The General Meeting shall elect those responsible for counting votes or supervising the counting of votes at the request of the chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the request of the chairperson but shall not exceed the number of people prescribed by current law.
3. Shareholders or authorized persons who arrive late at the General Meeting of Shareholders are still registered and have the right to participate and vote immediately at the meeting. In this case, the validity of the contents voted on before will not change.
4. Shareholders are considered to attend and vote at the General Meeting of Shareholders when: they attend and vote directly at the meeting; or authorize another person to attend and vote at the meeting; or attend and vote via online conference, electronic voting or other electronic forms; or send voting ballots to the meeting by mail, fax, or email.

5. The election of the chairman, secretary and vote counting committee is regulated as follows:
 - a. The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair meetings convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members shall elect one of them to chair the meeting according to the majority principle. In case no one can be elected as the chairperson, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the meeting chairperson and the person with the highest number of votes shall chair the meeting;
 - b. In other cases, the person who signed the notice to convene the General Meeting of Shareholders shall direct the General Meeting of Shareholders to elect the meeting chairperson and the person with the highest number of votes shall be appointed as the meeting chairperson;
 - c. The Chairman shall appoint one or several persons to act as the General Meeting's secretary;
 - d. The General Meeting shall elect one or several persons to the Ballot Counting Committee upon the proposal of the Chairman of the General Meeting.
6. The meeting agenda and content must be approved by the General Meeting of Shareholders in the opening session and must determine the time for each issue in the meeting agenda. Only the General Meeting of Shareholders has the right to decide to change the meeting agenda sent with the meeting invitation as prescribed in Article 17 of this Charter.

The Chairman is the person who has the right to decide on the order, procedures and events arising outside the agenda of the General Meeting of Shareholders.
7. The Chairman of the General Meeting of Shareholders may postpone the General Meeting of Shareholders with sufficient number of delegates attending the meeting. The maximum postponement period shall not exceed three (3) days from the date of the intended opening of the General Meeting and the meeting may only be postponed or the meeting location may be changed in the following cases:
 - a. The meeting location does not have enough convenient seats for all attendees;
 - b. The means of communication at the meeting location do not ensure that shareholders attending the meeting can participate, discuss and vote;
 - c. There are attendees who obstruct or disrupt the order, posing a risk of making the meeting not be conducted fairly and legally.
8. In case the chairman postpones the General Meeting of Shareholders contrary to the provisions of Clause 7, Article 19, the General Meeting of Shareholders shall elect another person from among the attending members to replace the chairman to conduct the meeting until its conclusion and all votes at that meeting shall be effective in accordance with the provisions of Clause 9, Article 146 of the Law on Enterprises.

9. The chairman of the meeting may take measures that he or she deems necessary and reasonable to conduct the General Meeting of Shareholders in a valid and orderly manner; in accordance with the approved agenda and reflecting the wishes of the majority of attendees;
10. The person convening or chairing the General Meeting of Shareholders shall have the following rights:
 - a. Request shareholders or authorized representatives attending the General Meeting of Shareholders to submit to inspection or other legal and reasonable security measures;
 - b. Request the competent authority to maintain order at the meeting; expel from the General Meeting of Shareholders those who do not comply with the chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements.
11. The Board of Directors, after careful consideration, may take measures that it deems appropriate to:
 - a. Arrange seating at the venue of the General Meeting of Shareholders;
 - b. Ensure the safety of all persons present at the venue;
 - c. Create conditions for shareholders to attend (or continue to attend) the meeting.

The Board of Directors has full authority to change the above measures and apply all measures if the Board of Directors deems necessary. The measures applied may be the issuance of entry tickets or the use of other forms of selection.
12. In the event that the General Meeting of Shareholders applies the above measures, the Board of Directors, when determining the venue of the meeting, may:
 - a. Announce that the meeting will be held at the location stated in the notice and the chairman of the meeting will be present there “The main venue of the meeting”;
 - b. Arrange and organize so that shareholders or authorized representatives who are unable to attend the meeting in accordance with this Article or those who wish to attend at a location other than the main location of the meeting can simultaneously attend the meeting;

The notice of the organization of the meeting does not need to specify the organization measures in accordance with this Article.
13. In this Charter (unless the circumstances require otherwise), all shareholders shall be deemed to attend the meeting at the main location of the meeting.
14. The Company must organize the General Meeting of Shareholders at least once (01) annually.

Article 20. Approval of Resolutions of the General Meeting of Shareholders

1. Resolutions on the following contents shall be approved if approved by shareholders representing 65% or more of the total number of votes of all shareholders attending the meeting, except for the cases specified in Clauses 2, 3, 4, 5, 6 of this Article:

- a. Amendments and supplements to the Charter;
 - b. Types of shares and total number of shares of each type;
 - c. Changes in business lines, occupations and fields;
 - d. Changes in the Company's management structure;
 - e. Mergers, reorganizations or dissolutions of the Company;
 - f. Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent Financial Statements.
2. Except for the cases specified in Clauses 1, 3, 4, 5, 6 of this Article, Resolutions shall be passed when there are more than 50% of the total number of votes of shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders.
 3. In case of passing a resolution in the form of collecting opinions in writing, the Resolution of the General Meeting of Shareholders shall be passed if it is approved by shareholders owning more than 50% of the total number of votes of all shareholders with voting rights.
 4. Voting to elect members of the Board of Directors and the Board of Supervisors must be carried out by the method of cumulative voting as prescribed in Clause 3, Article 148 of the Law on Enterprises.

In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Directors or the Board of Supervisors, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations or the Company Charter.

5. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolution violate the provisions of the Law on Enterprises and the Company Charter.
6. A resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of shareholders owning preferred shares shall only be passed if it is approved by the number of preferred shareholders of the same type attending the meeting owning 75% or more of the total number of preferred shares of that type or by the number of preferred shareholders of the same type owning 75% or more of the total number of preferred shares of that type in the case of passing the resolution in the form of obtaining written opinions.
7. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 days from the date of approval; the sending of the resolution may be replaced by posting it on the company's website.

Article 21. Authority and procedures for obtaining written opinions from shareholders to pass Resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining written opinions from shareholders to pass Resolutions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to pass Resolutions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the Company, except for voting on matters specified in Clause 2, Article 147 of the Law on Enterprises.
2. The Board of Directors must prepare opinion forms, draft resolutions of the General Meeting of Shareholders and documents explaining the draft resolutions. The opinion forms, draft resolutions and explanatory documents must be sent by guaranteed method to the registered address of each shareholder. The Board of Directors must ensure that documents are sent and published to shareholders within a reasonable time for consideration and voting and must be sent to all shareholders with voting rights at least ten (10) days before the deadline for receiving voting ballots. The preparation of the shareholder list shall be carried out in accordance with the provisions of Section a, Clause 4, Article 13 and the method of sending voting ballots and accompanying documents shall be carried out in accordance with the provisions of Clause 3, Article 17.
3. The voting ballot must contain the following main contents:
 - a. Name, head office address, enterprise code;
 - b. Purpose of voting;
 - c. Full name, permanent address, nationality, legal document number of the individual for individual shareholders; name, enterprise code or legal document number of the organization, head office address for shareholders who are organizations or full name, contact address, nationality, legal document number of the individual for the representative of shareholders who are organizations, name, number of shares of each type and number of votes of shareholders;
 - d. Issues requiring opinions to pass the resolution;
 - e. Voting options including approval, disapproval, and abstention;
 - f. Deadline for sending the completed opinion form to the Company;
 - g. Full name and signature of the Chairman of the Board of Directors of the Company.
4. Shareholders may send their completed ballots to the Company in one of the following ways:
 - a. By mail: The completed ballots must be signed by the individual shareholder, the authorized representative or the legal representative of the shareholder being an organization. The ballots sent to the Company must be contained in a sealed envelope and no one is allowed to open them before the vote counting;

- b. By fax or email: The ballots sent to the Company by fax or email must be kept confidential until the time of vote counting.

Voting ballots sent to the Company after the specified deadline, or opened in the case of mail, or disclosed in the case of fax or email are invalid. Voting ballots that are not returned are considered non-voting ballots.

- 5. The Board of Directors shall organize the counting of ballots and prepare a vote counting record under the witness of the Board of Supervisors or of shareholders who do not hold management positions in the Company.

The vote counting minutes must contain the following main contents:

- a. Name, head office address, enterprise code;
- b. Purpose and issues requiring opinions to pass the resolution;
- c. Number of shareholders with total number of votes participating in the vote, in which distinguish between valid and invalid votes, and method of sending votes, with an appendix of the list of shareholders participating in the vote;
- d. Total number of votes of approval, disapproval, and abstention for each matter;
- e. Issues that have been passed and corresponding percentage of votes passed;
- f. Full name, signature of the Chairman of the Board of Directors, the vote counting supervisor, and the vote counting supervisor.

The members of the Board of Directors, the vote counting supervisor, and the vote counting supervisor must be jointly responsible for the truthfulness and accuracy of the vote counting minutes; and jointly responsible for damages arising from decisions passed due to dishonest or inaccurate vote counting.

- 6. The minutes of the vote counting must be sent to shareholders within fifteen (15) days from the date of completion of the vote counting. In case the company has a website, the sending of the minutes of the vote counting and the resolution can be replaced by posting them on the company's website.
- 7. The completed ballots, the minutes of the vote counting, the full text of the passed resolution and relevant documents attached to the ballots must all be kept at the Company's head office.
- 8. A resolution passed by way of collecting shareholders' opinions in writing as prescribed in Clause 1, Article 20 of the Charter must be approved by shareholders representing more than 50% of the total number of votes and has the same value as a resolution passed at the General Meeting of Shareholders.
- 9. A resolution of the General Meeting of Shareholders shall be effective from the date of approval or from the effective date stated in that resolution. In case a Resolution is passed by 100% of the total number of voting shares, it is legal and effective even if the order and procedures for convening a meeting and passing that resolution violate the provisions of the Law on Enterprises and the Company Charter.

10. In case a shareholder or group of shareholders requests the Court or Arbitration to annul a resolution of the General Meeting of Shareholders as prescribed in Article 151 of the Law on Enterprises, that resolution shall remain effective until the Court or Arbitration's decision to annul that resolution takes effect, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

Article 22. Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded and stored in other electronic forms. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting.
2. The chairperson and the secretary of the meeting or other person signing the minutes of the meeting shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes. In case the chairperson or secretary refuses to sign the minutes of the meeting, the minutes shall be valid if they are signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in Clause 1, Article 150 of the Law on Enterprises. The minutes of the meeting shall clearly state that the chairperson or secretary refused to sign the minutes of the meeting.
3. Minutes prepared in Vietnamese and foreign languages shall have the same legal effect. In case there is a difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall prevail.
4. Minutes of the General Meeting of Shareholders must be sent to all shareholders within 15 days, and may be replaced by posting on the company's website.
5. Minutes, appendix of list of shareholders registered to attend the meeting, resolutions passed and related documents sent with the meeting invitation must be kept at the company's head office.

Article 23. Request to cancel the resolution of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the resolution or minutes of the General Meeting of Shareholders or the minutes of the results of the vote counting for the General Meeting of Shareholders, shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to request the Court or Arbitration to consider and cancel the resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening meetings and issuing resolutions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter; except in cases where the resolution of the General Meeting of Shareholders is passed by 100% of the total number of voting shares;
2. The content of the resolution violates the law or the Company Charter.

Chapter VII.

BOARD OF DIRECTORS

Article 24. Composition and term of office of members of the Board of Directors

1. The Board of Directors is the company's management body, with full authority to decide and exercise rights and obligations on behalf of the company as prescribed in Clause 2, Article 153 of the Law on Enterprises.

The number of members of the Board of Directors is five (5) people. The term of office of a member of the Board of Directors shall not exceed five (5) years and may be re-elected for an unlimited number of terms.

The structure of the Board of Directors must ensure:

- At least 01 member of the Board of Directors is a non-executive member;
 - At least 01 member of the Board of Directors is an independent member.
2. In case all members of the Board of Directors end their term at the same time, those members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.
 3. Shareholders holding voting shares have the right to combine the number of voting rights of each person to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding 10% or more of voting shares may nominate one (01) candidate; 20% or more may nominate up to two (02) candidates; 30% or more may nominate up to three (03) candidates; 40% or more may nominate up to four (04) candidates; 50% or more may nominate up to five (05) candidates; 60% or more may nominate enough candidates corresponding to the number of members of the Board of Directors.
 4. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough, the incumbent Board of Directors, the Board of Supervisors or other shareholders may nominate additional candidates. Candidates for the Board of Directors must be approved by the General Meeting of Shareholders before the election.
 5. Standards and conditions for nomination or candidacy for the Board of Directors:
 - a. Having full civil act capacity and not being prohibited from managing an enterprise according to the provisions of the Law on Enterprises;
 - b. Being a person with professional qualifications and experience in business management or in the main business lines of the Company;
 - c. Being nominated by a shareholder or group of shareholders according to the provisions of Clause 3, Article 24 of this Charter;
 - d. A member of the Board of Directors does not necessarily have to be a shareholder of the company and can concurrently be a member of the Board of Directors or Board of Members of at most 05 other Companies;

- e. Not to be a person having a family relationship with the General Director and other managers of the company, or of the manager, the person with the authority to appoint the manager of the parent company.
6. A member of the Board of Directors shall be dismissed, removed, replaced and supplemented in the following cases:
 - a. That member is no longer qualified to be a member of the Board of Directors as prescribed in Article 155 of the Law on Enterprises or is prohibited from being a member of the Board of Directors as prescribed by law;
 - b. That member submits a written resignation to the Company's head office and is approved by the Board of Directors;
 - c. That member suffers from a mental disorder and other members of the Board of Directors have professional evidence proving that he or she no longer has capacity to act;
 - d. That member does not participate in the activities of the Board of Directors continuously for six (06) months, except in cases of force majeure;
 - e. A member who is a representative of an organizational shareholder shall be dismissed when he/she loses the right to represent that organizational shareholder;
 - f. When deemed necessary, the General Meeting of Shareholders shall decide to replace a member of the Board of Directors; dismiss or remove a member of the Board of Directors other than in the above cases.
7. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
 - a. When the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number prescribed in the Company's Charter;
 - b. When the number of independent members of the Board of Directors is reduced to a level that does not ensure the ratio prescribed in Clause 1 of this Article;
 - c. When the remaining members of the Board of Directors are less than the minimum number of members prescribed by law (ie less than 3 members). In the cases specified in points a, b and c above, the General Meeting of Shareholders must convene a meeting within 60 days from the date the number of members is reduced beyond the above provisions;
 - d. Except for the cases specified in points a, b and c of this clause, the General Meeting of Shareholders shall elect new members to replace members of the Board of Directors who have been dismissed or removed at the most recent meeting;
 - e. The election of members of the Board of Directors must be announced in accordance with the provisions of the law on securities and the securities market.
8. Independent members of the Board of Directors:

- a. Independent members of the Board of Directors must meet the standards and conditions according to Point j, Clause 1, Article 1 of this Charter;
- b. Independent members of the Board of Directors must notify the Board of Directors of their no longer meeting the standards and conditions specified in this section and of course are no longer independent members of the Board of Directors from the date of no longer meeting those standards and conditions.

The Board of Directors must notify the case where an independent member of the Board of Directors no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect additional or replace independent members of the Board of Directors within 06 months from the date of receipt of the notice of the relevant independent member of the Board of Directors.

Article 25. Powers and duties of the Board of Directors

1. The Board of Directors is the management body of the Company, with full authority to decide and exercise the rights and obligations of the Company on behalf of the Company, except for the authority belonging to the General Meeting of Shareholders.
2. The Board of Directors is responsible for supervising and directing the General Director and other managers in the daily business operations of the Company;
3. The rights and duties of the Board of Directors are stipulated by law, the Company's Charter and decisions of the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and duties:
 - a. Decide on the strategy, medium-term development plan and annual production and business plan and budget of the Company;
 - b. Decide on solutions for market development, marketing and technology;
 - c. Appoint, dismiss and remove the Chairman of the Board of Directors; Appoint, dismiss, sign contracts, terminate contracts with the General Director, other managers, authorized representatives participating in the Board of Directors or General Meeting of Shareholders of other companies. The above dismissal must not be contrary to the contractual rights of the dismissed persons (if any); Decide on salaries, remuneration and other benefits for those positions;
 - d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, merger, consolidation, reorganization or dissolution, change of address of Subsidiaries, Branches, Representative Offices and capital contribution, purchase/transfer of shares of other enterprises;
 - e. Decide on the type, quantity, form and content of the seal of the Company, Branches, Representative Offices of the Company;
 - f. Resolve complaints of the Company against managers as well as decide on the selection of representatives of the Company to resolve issues related to legal procedures for those managers;

- g. Propose the type of shares and the total number of shares that can be offered for sale of each type and decide to sell new shares within the number of shares that can be offered for sale of each type; decide to raise additional capital in other forms;
 - h. Propose the issuance of convertible bonds and warrants that allow the owner to buy shares at a predetermined price;
 - i. Decide on the offering price of bonds, shares and convertible securities in cases where authorized by the General Meeting of Shareholders;
 - j. Propose the distribution of profits, the rate of fund allocation and propose the annual dividend level and determine the level of interim dividends; payment of dividends to shareholders is carried out in accordance with the law after being approved by the Annual General Meeting of Shareholders; handle losses arising during the business process;
 - k. Propose the restructuring, dissolution, and request for bankruptcy of the Company;
 - l. Decide to repurchase no more than 10% of the total number of shares of each type that have been offered for sale within 12 months;
 - m. Decide on investment plans and investment projects within the authority and limits prescribed by law;
 - n. Approve the agenda and contents of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass decisions;
 - o. Submit audited annual financial statements to the General Meeting of Shareholders;
 - p. Decide on contracts and transactions as prescribed in Clause 2, Article 33 of this Charter;
 - q. Other rights and obligations not within the scope prescribed in Clause 2, Article 14 of this Charter and as prescribed by the Law on Enterprises.
4. The following matters must be approved by the Board of Directors:
- a. Establishment of Branches or Representative Offices of the Company;
 - b. Establishment of Subsidiaries of the Company;
 - c. Within the scope of provisions in Clause 2, Article 153 of the Law on Enterprises and except for the case specified in Clause 3, Article 167 of the Law on Enterprises which must be approved by the General Meeting of Shareholders, the Board of Directors shall from time to time decide on the implementation, amendment and cancellation of major contracts of the Company (including contracts for purchase, sale, merger, acquisition of the Company and Joint Ventures);
 - d. Appointment and dismissal of persons authorized by the Company as commercial representatives and Lawyers of the Company;

- e. Borrowing and implementation of mortgages, guarantees, guarantees and compensations of the Company which are valued at 35% or more of the total asset value recorded in the Company's most recent financial statements;
 - f. Investments not included in the business plan and budget exceeding one (01) billion Vietnamese Dong or investments exceeding 10% of the annual business plan and budget value;
 - g. Purchase or sale of shares or capital contributions in other companies established in Vietnam or abroad;
 - h. Valuation of assets contributed to the Company other than cash related to the issuance of shares or bonds of the Company, including gold, land use rights, intellectual property rights, technology and technological know-how;
 - i. Business issues or transactions that the Board of Directors decides require approval within the scope of its authority and responsibility.
5. The Board of Directors must report to the General Meeting of Shareholders on its activities, specifically on the Board of Directors' supervision of the General Director and other managers during the fiscal year. In case the Board of Directors fails to submit a report to the General Meeting of Shareholders, the Company's annual financial statements shall be deemed invalid and not yet approved by the Board of Directors.
 6. Unless otherwise provided by law and the Charter, the Board of Directors may authorize subordinate employees and managers to handle work on behalf of the Company.
 7. Members of the Board of Directors (excluding authorized representatives) shall receive remuneration for their work as members of the Board of Directors. The total remuneration for the Board of Directors shall be decided by the General Meeting of Shareholders. This remuneration shall be divided among the members of the Board of Directors according to the agreement in the Board of Directors or divided equally in case no agreement is reached.
 8. The total amount paid to each member of the Board of Directors, including remuneration, expenses, commissions, stock purchase rights and other benefits received from the Company, its Subsidiaries, Affiliates and other Companies in which the Board of Directors is the representative of the capital contribution, must be disclosed in detail in the Company's annual report.
 9. A member of the Board of Directors holding an executive position or a member of the Board of Directors working on subcommittees of the Board of Directors, or performing other tasks that the Board of Directors considers to be beyond the scope of the normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum, salary, commission, percentage of profits, or in other forms as decided by the Board of Directors.

10. Members of the Board of Directors are entitled to be reimbursed for travel, accommodation, meals and other reasonable expenses incurred in performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.
11. The Board of Directors shall pass resolutions and decisions by voting at meetings or by obtaining written opinions. Each member of the Board of Directors shall have one vote.

In case a resolution or decision passed by the Board of Directors is contrary to the provisions of law, resolutions of the General Meeting of Shareholders, or the Company's Charter, causing damage to the company, the members who agree to pass such resolution or decision shall jointly bear personal responsibility for such resolution or decision and shall compensate the company for such damage; members who oppose the passing of the above resolution or decision shall be exempted from liability. In this case, the company's shareholders have the right to request the Court to suspend or cancel the above resolution or decision.

Article 26. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, or removed from among the members of the Board of Directors by the Board of Directors. The Chairman of the Board of Directors may not concurrently hold the position of General Director.
2. The Chairman of the Board of Directors has the following rights and obligations:
 - a. Prepare the program and plan of activities of the Board of Directors;
 - b. Prepare the program, content, and documents for meetings;
 - c. Convene and chair the General Meeting of Shareholders and meetings of the Board of Directors;
 - d. Organize the adoption of resolutions and decisions of the Board of Directors;
 - e. Supervise and organize the implementation of resolutions and decisions of the Board of Directors;
 - f. Other rights and obligations as prescribed by the Law on Enterprises and the Company Charter.
3. The Chairman of the Board of Directors must be responsible for ensuring that the Board of Directors submits the annual financial statements, the Company's operational report, the audit report and the Board of Directors' inspection report to the shareholders at the General Meeting of Shareholders.
4. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to exercise the rights and obligations of the Chairman of the Board of Directors. In case the Chairman of the Board of Directors resigns, is dismissed, dies, goes missing, is restricted or loses civil capacity... then within ten (10) days, the remaining members shall elect one of them

to hold the position of Chairman of the Board of Directors, according to the principle of majority approval.

Article 27. Alternate Board Member

1. A Board member may appoint a Board member, or a person approved by the Board and willing to perform such duties, as his/her substitute and shall have the right to remove such substitute.
2. An alternate Board member shall be entitled to receive notices of meetings of the Board and of subcommittees of the Board of Directors of which the appointor is a member, to attend and vote at meetings when the appointor is absent, and to be authorized to perform all the functions of the appointor as a member of the Board of Directors in the absence of the appointor. Such alternate member shall not be entitled to receive any remuneration from the Company for his/her work as an alternate Board member. However, the Company shall not be required to send notices of the said meetings to the alternate Board member who is not present in Vietnam.
3. The replacement member shall be required to give up his/her membership of the Board of Directors in the event that the person who appointed him/her is no longer a member of the Board of Directors. In the event that a member of the Board of Directors has expired but is reappointed or is deemed to have been reappointed at the same General Meeting of Shareholders at which the member's term of office expires, the appointment of the replacement member made by that person immediately before the expiration of the term of office shall continue to be effective after the member is reappointed.
4. The appointment or removal of a replacement member must be notified in writing by the member of the Board of Directors who appointed or dismissed the replacement and sent to the Company.
5. In addition to other provisions stated in this Charter, the replacement member shall be deemed to be a member of the Board of Directors in all respects and shall be personally responsible for his/her acts and mistakes and shall not be considered as a representative exercising the authorization of the member of the Board of Directors who appointed him/her.

Article 28. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term, within seven (07) working days from the date of completion of the election of the Board of Directors for that term. This meeting shall be convened by the member with the highest number of votes. In case there are more than one (01) member with the highest number of votes, these members shall elect one of them to convene the Board of Directors' meeting according to the majority principle.
2. The Chairman of the Board of Directors shall convene regular meetings of the Board of Directors, set the agenda, time and place of the meeting at least three (03) working days before the scheduled meeting date. The Chairman may convene a meeting whenever he deems necessary, but at least once a quarter.

3. The Chairman of the Board of Directors shall convene extraordinary meetings when he deems necessary for the benefit of the Company. In addition, the Chairman must convene a meeting of the Board of Directors, without delay without a valid reason, when one of the following subjects requests in writing to present the purpose of the meeting and the issues to be discussed:
 - a. The General Director or at least five (05) managers;
 - b. At least two (02) members of the Board of Directors;
 - c. Request of the Board of Supervisors or an independent member of the Board of Directors.
4. The meetings of the Board of Directors mentioned in Clause 3, Article 28 must be conducted within seven (07) working days after the meeting proposal. In case the Chairman of the Board of Directors does not accept to convene a meeting as requested, the Chairman shall be responsible for any damage caused to the Company; in this case, the persons requesting the meeting mentioned in Clause 3, Article 28 may themselves convene a meeting of the Board of Directors.
5. In case of request from the independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the situation of the Company.
6. Board of Directors meetings shall be held at the Company's registered address or other addresses in Vietnam or abroad as decided by the Chairman of the Board of Directors and agreed by the Board of Directors.
7. Notice of Board of Directors meeting:
 - a. The notice must be sent to the members of the Board of Directors at least three (03) working days before the meeting is held. The members of the Board of Directors may refuse the meeting invitation in writing and such refusal may have retroactive effect. The meeting invitation must specify the agenda, time and location of the meeting, accompanied by necessary documents on the issues to be discussed and voted on at the Board meeting and ballots for the members of the Board who cannot attend the meeting;
 - b. The meeting invitation may be sent by invitation, fax, email or other means, but must be ensured to reach the address of each member of the Board of Directors registered with the company.
8. The first meetings of the Board of Directors shall only be held and decisions shall be passed when at least three-quarters (3/4) of the members of the Board of Directors are present in person or through a representative (authorized person).

In case the number of members attending the meeting is not sufficient as prescribed, the meeting must be reconvened within seven (07) days from the date of the first meeting. The reconvened meeting shall be conducted if more than half (1/2) of the members of the Board of Directors attend the meeting.

9. Members of the Board of Directors shall be considered to have attended and voted at the meeting in the following cases:
 - a. Except as provided in Point b, Clause 9, Article 28, each member of the Board of Directors or a person authorized to attend a meeting of the Board of Directors in person shall have one (01) vote;
 - b. A member of the Board of Directors shall not vote on contracts, transactions or proposals in which the member or a person related to the member has an interest and such interest conflicts or may conflict with the interests of the Company. A member of the Board shall not be counted in the minimum number of delegates required to be present to hold a meeting of the Board of Directors on decisions in which the member does not have the right to vote;
 - c. Pursuant to Point d, Clause 9, Article 28, when a problem arises in a meeting of the Board of Directors relating to the interests of a member of the Board of Directors or relating to the voting rights of a member and such problems are not resolved by the voluntary renunciation of the voting rights of the relevant member of the Board of Directors, such problems shall be referred to the chairman of the meeting for decision. The chairman's decision on such problem shall be final, except in cases where the nature or scope of the interests of the relevant member of the Board of Directors has not been fully disclosed;
 - d. A member of the Board of Directors who benefits from a contract specified in Point a and b, Clause 4, Article 36 of this Charter shall be deemed to have a significant interest in that contract;
 - e. A member of the Board of Directors is considered to attend and vote at the meeting when: attending and voting directly at the meeting; or authorizing another person to attend the meeting according to regulations; or attending and voting via online conference or other similar form; sending a ballot to the meeting via mail, fax, or email to the meeting at least one (01) hour before the opening;
 - f. The ballot sent to the meeting via mail must be in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. The ballot must only be opened in the presence of all attendees;
 - g. A member must attend all meetings of the Board of Directors. A member may authorize another person to attend the meeting and vote if approved by a majority of the members of the Board of Directors.
10. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be signed with the Company and knows that he or she has an interest in it shall be responsible for publicly disclosing the nature and content of that interest at the meeting where the Board of Directors first considers the signing of this contract or transaction. In case a member of the Board of Directors does not know that he or she and a related person have an interest at the time the contract or transaction is signed with the Company, this member of the Board of Directors must publicly disclose the related interests at the first meeting of the Board

of Directors held after this member knows that he or she has an interest or will have an interest in the relevant transaction or contract.

11. The Board of Directors shall pass resolutions based on the approval of the majority of the members of the Board of Directors present to vote directly at the meeting, or authorize another person to attend the meeting as prescribed, or attend and vote via online conference or other similar form; or send voting ballots to the meeting via mail, fax, email to the meeting at least one (01) hour before the opening. In case the number of votes for and against are equal, the final decision belongs to the side with the vote of the Chairman of the Board of Directors.
12. The meeting of the Board of Directors may be held in the form of an agenda between the members of the Board of Directors when all or some members are in different locations, provided that each member attending the meeting can:
 - a. Listen to each other member of the Board of Directors speaking at the meeting;
 - b. Speak to all other attending members simultaneously.

The exchange between the members may be made directly by telephone or by other means of communication or by a combination of all these methods. The members of the Board of Directors participating in such a meeting shall be deemed to be present at that meeting. The place of the meeting held in accordance with this provision shall be the place where the largest group of members of the Board of Directors assembles, or if there is no such group, the place where the Chairman of the meeting is present.

Resolutions passed at a meeting by telephone duly held and conducted shall take effect immediately upon the conclusion of the meeting but shall be confirmed by the signatures in the minutes of all members of the Board of Directors attending the meeting.

13. Resolutions by written consent shall be passed on the basis of the affirmative opinion of the majority of the members of the Board of Directors entitled to vote. Such a resolution shall have the same effect and validity as a resolution passed by the members of the Board of Directors at a meeting convened and held in accordance with the usual practice.
14. The Chairman of the Board of Directors is responsible for forwarding the minutes of the Board of Directors' meetings to the members and such minutes are valid evidence of the work conducted in such meetings unless there is an objection to the content of the minutes within ten (10) days from the date of forwarding. The minutes of the Board of Directors' meetings are made in Vietnamese and must be signed by all members of the Board of Directors attending the meeting or the minutes are made in multiple copies, each copy must be signed by at least one (01) member of the Board of Directors attending the meeting.
15. The Board of Directors may establish and authorize subordinate subcommittees. The members of the subcommittees may include one or more members of the Board of Directors and one or more external members as decided by the Board of Directors. In the process of exercising the delegated powers, the subcommittees must comply with

the regulations set forth by the Board of Directors. These regulations may adjust or allow for the admission of additional persons who are not members of the Board of Directors to the above subcommittees and allow such persons to vote as members of the subcommittees, but (i) must ensure that the number of external members is less than half of the total number of members of the subcommittee and (ii) the resolutions of the subcommittees are only effective when the majority of the members attending and voting at the subcommittee meeting are members of the Board of Directors.

16. The implementation of decisions of the Board of Directors, or of the subcommittee under the Board of Directors, or of the person holding the status of a member of the subcommittee of the Board of Directors shall be considered legally valid even in cases where the election or appointment of members of the subcommittee or the Board of Directors may be incorrect.
17. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and managers of units in the Company to provide information and documents on the financial situation and production and business activities of the Company and of units in the Company.

Managers are required to promptly, fully and accurately provide information and documents as requested by members of the Board of Directors.
18. The Chairman of the Board of Directors or the convener shall send meeting invitations and accompanying documents to the Supervisors as for members of the Board of Directors.

Article 29. Person in charge of corporate governance and Company Secretary

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance work at the enterprise. The person in charge of corporate governance concurrently holds the position of Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.
2. The person in charge of corporate governance must not concurrently work for an approved auditing organization that is auditing the Company's financial statements.
3. The person in charge of corporate governance has the following rights and obligations:
 - a. Advise the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;
 - b. Prepare meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;
 - c. Advise on meeting procedures;
 - d. Attend meetings;
 - e. Advise on procedures for preparing resolutions of the Board of Directors in accordance with the provisions of law;

- f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Board of Supervisors;
- g. Monitor and report to the Board of Directors on the Company's information disclosure activities;
- h. Be the contact point with interested parties;
- i. Keep information confidential in accordance with the provisions of law and the Company's Charter;
- j. Other rights and obligations in accordance with the provisions of law and the Company's Charter.

Chapter VIII.

GENERAL DIRECTOR AND OTHER MANAGERS

Article 30. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is responsible to the Board of Directors and is under the leadership of the Board of Directors. The Company has a General Director, Deputy General Directors, Chief Accountant and other positions appointed by the Board of Directors. The appointment, dismissal and removal of the above positions must be carried out by Resolutions and decisions of the Board of Directors duly approved.

Article 31. Company Executives

1. Company Executives include the General Director, Deputy General Directors and Chief Accountant.
2. In case the Company does not have a General Director, the person assigned the task of Acting General Director shall perform the duties and powers of the General Director.
3. Upon the proposal of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with the number and standards in accordance with the Company's management structure and regulations as prescribed by the Board of Directors. The business executives must be responsible for supporting the Company to achieve the set goals in operation and organization.
4. The General Director is paid salary and bonus. The salary and bonus of the General Director are decided by the Board of Directors.
5. The salary of the executive is included in the Company's business expenses in accordance with the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 32. Appointment, dismissal, duties and powers of the General Director

1. The Board of Directors appoints a member of the Board of Directors or hires another person to be the General Director; signs and terminates the contract with the General Director; decide on salary, remuneration, bonuses and other benefits. Information on salary, remuneration, bonuses and other benefits of the General Director must be reported at the Annual General Meeting of Shareholders and stated in the Company's annual financial statements.
2. The term of office of the General Director is five (05) years and can be reappointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract.
3. Standards and conditions for appointment as General Director:
 - a. The General Director must have full civil act capacity and not be prohibited from managing an enterprise according to the provisions of Clause 2, Article 17 of the Law on Enterprises;
 - b. Must be a person with professional qualifications in the Company's main business field or a person with qualifications and experience in business administration;
 - c. Must not be a family member of the enterprise manager, Controller of the company and the parent company; representative of state capital, representative of enterprise capital at the company and parent company.
 - d. Must not be a related party of the business manager, the company's and parent company's auditor, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.
4. The General Director has the following powers and responsibilities:
 - a. Implement the resolutions of the Board of Directors and the General Meeting of Shareholders, the business plan and investment plan of the Company approved by the Board of Directors and the General Meeting of Shareholders;
 - b. Decide all matters related to the daily business of the Company without requiring a resolution of the Board of Directors, including signing financial and commercial contracts on behalf of the Company, organizing and operating the Company's daily production and business activities according to best management practices;
 - c. Recommend the number and types of managers that the Company needs to hire for the Board of Directors to appoint or dismiss in order to carry out good management activities as proposed by the Board of Directors, and advise the Board of Directors to decide on salaries, remuneration, benefits and other terms of the labor contracts of managers;
 - d. Appoint, dismiss, and remove management positions in the Company, except for positions under the authority of the Board of Directors. Recruit employees; decide on salaries and other benefits for employees in the Company, including managers under the appointment authority of the General Director;

- e. Annually, the General Director must submit to the Board of Directors for approval a detailed business plan for the following fiscal year on the basis of meeting the requirements of the appropriate budget as well as the five (05) year financial plan;
 - f. Propose measures to improve the Company's operations and management; recommend the organizational structure plan and internal management regulations of the Company;
 - g. Prepare the Company's long-term, annual and quarterly budgets (hereinafter referred to as the budgets) to serve the Company's long-term, annual and quarterly management activities according to the business plan. The annual budget (including the balance sheet, business performance report and expected cash flow report) for each fiscal year must be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;
 - h. Propose plans to pay dividends or handle business losses; carry out all other activities in accordance with the provisions of this Charter and the Company's regulations, resolutions of the Board of Directors, the General Director's labor contract and the law;
 - i. Decide on contracts and transactions in accordance with the provisions of Clause 3, Article 33 of this Charter.
5. The General Director manages the daily business of the Company, is supervised by the Board of Directors and is responsible before the law and the Board of Directors for the performance of assigned duties and powers and must report when requested.
 6. The Board of Directors may dismiss the General Director when the majority of the members of the Board of Directors attending the meeting have the right to vote in favor and appoint a new General Director to replace him.

Chapter IX.

AUTHORITY FOR CONTRACTS AND TRANSACTIONS

Article 33. Authority for contracts and transactions

1. The General Meeting of Shareholders has the authority to:
 - a. Decide on investment or sale of assets with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements;
 - b. Approve contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprises;
 - c. Approve contracts, transactions, borrowings, loans, and asset sales with a value exceeding 10% of the total value of the Company's assets recorded in the most recent financial statements between the company and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders.
2. The Board of Directors has the authority to:

- a. Decide on investment or sale of assets with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, except for the cases specified in Clause 3 of this Article;
 - b. Approve contracts and transactions with a value less than 35% of the total value of assets recorded in the Company's most recent financial statements, between the Company and related persons specified in Clause 1, Article 167 of the Law on Enterprise;
 - c. Approve contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clause 1 of this Article.
3. The General Director has the authority to:
- a. Decide on the sale of assets with a value of less than 10% of the total asset value recorded in the Company's most recent financial statements;
 - b. Decide on contracts for purchase, sale, borrowing, lending, capital mobilization and other contracts and transactions with a value of less than 35% of the total asset value recorded in the Company's most recent financial statements, except for the cases specified in Clauses 1 and 2 of this Article.

Chapter X. BOARD OF SUPERVISORS

Article 34. Composition of the Board of Supervisors.

1. The number of members of the Board of Supervisors of the Company is 03 Supervisors. Supervisors are elected by the General Meeting of Shareholders. The term of office of a Supervisor shall not exceed 05 years and may be re-elected for an unlimited number of terms.

The Board of Supervisors shall elect one of its members as the Head of the Board of Supervisors; the election, dismissal and removal shall be based on the majority principle. The Board of Supervisors must have more than half of its members permanently residing in Vietnam. The Head of the Board of Supervisors must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration or a major related to the business activities of the enterprise.

The Head of the Board of Supervisors shall have the following rights and responsibilities:

- a. Convene meetings of the Board of Supervisors;
- b. Request the Board of Directors, the General Director and other managers to provide relevant information to report to the Board of Supervisors;

- c. Prepare and sign the Board of Supervisors' report after consulting with the Board of Directors to submit to the General Meeting of Shareholders.
2. In case the Board of Supervisors has the same term of office and the new Board of Supervisors has not been elected, the Board of Supervisors whose term has expired shall continue to exercise its rights and obligations until the new Board of Supervisors is elected and takes office.
3. Shareholders have the right to pool their votes together to nominate candidates for the Board of Supervisors. Shareholders or groups of shareholders holding 10% or more of the total number of voting shares may nominate one (01) candidate, 20% or more may nominate up to two (02) candidates and 30% or more may nominate up to three (03) candidates; 40% or more may nominate up to four (04) candidates, 50% or more may nominate up to five (05) candidates.
4. In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, the incumbent Board of Supervisors may nominate additional candidates or organize nominations according to the mechanism prescribed by the Company in the Internal Regulations on Corporate Governance. The mechanism for the incumbent Board of Supervisors to nominate candidates for the Board of Supervisors must be clearly announced and must be approved by the General Meeting of Shareholders before the nomination is made.
5. Standards and conditions of Supervisors:
 - a. Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;
 - b. Trained in one of the majors of economics, finance, accounting, auditing, law, business administration or a major suitable to the Company's business activities;
 - c. Not being a family member of a member of the Board of Directors, the General Director and other managers;
 - d. Not being a manager of the Company, not necessarily a shareholder or employee of the Company;
 - e. Not working in the accounting and finance department of the Company;
 - f. Not being a member or employee of an auditing organization approved to audit the Company's financial statements in the previous 3 consecutive years;
 - g. Other standards and conditions as prescribed by other relevant laws and the Company's Charter.

In addition to the standards and conditions prescribed above, members of the Board of Supervisors of a public company as prescribed in Point b, Clause 1, Article 88 of the Law on Enterprises must not be relatives of the Company's business manager and the parent company; the representative of the enterprise's capital, the representative of the State capital at the parent company and at the Company.

6. Supervisors shall be dismissed or removed in the following cases:

- a. No longer meeting the standards and conditions to be a Supervisor as prescribed in Article 169 of the Law on Enterprises;
 - b. Not exercising their rights and obligations for 6 consecutive months, except in cases of force majeure;
 - c. Having a resignation letter and being accepted;
 - d. A Supervisor shall be dismissed when he/she fails to fulfill his/her assigned duties and tasks; or seriously or repeatedly violates the obligations of a Supervisor as prescribed by the Law on Enterprises and the Company Charter or by resolution of the General Meeting of Shareholders;
 - e. A Supervisor who is a representative of an organizational shareholder shall be dismissed when he/she is no longer the representative of that shareholder.
7. In case the remaining members of the Board of Supervisors are less than the minimum number of members prescribed by law (i.e less than 3 members), the Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders within 60 days.

In other cases, at the most recent meeting, the General Meeting of Shareholders shall elect a new Supervisor to replace the Supervisor who has been dismissed or removed.

Article 35. Powers and responsibilities of the Board of Supervisors

1. The Company must have a Board of Supervisors and the Board of Supervisors has the powers and responsibilities prescribed in Article 170 of the Law on Enterprises and this Charter, mainly the following powers and responsibilities:
 - a. The Board of Supervisors shall supervise the Board of Directors and the General Director in the management and operation of the Company;
 - b. Inspect the reasonableness, legality, honesty and level of prudence in the management and operation of business activities; the systematicity, consistency and appropriateness of accounting, statistics and financial statements;
 - c. Assess the completeness, legality and honesty of the Company's business situation report, annual and 6-month financial statements, and the report on the assessment of the management work of the Board of Directors and submit the assessment report at the annual meeting of the General Meeting of Shareholders; Review contracts and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions requiring approval by the Board of Directors or the General Meeting of Shareholders;
 - d. Review, inspect and evaluate the effectiveness and efficiency of the Company's internal control, internal audit, risk management and early warning systems;
 - e. Review accounting books, accounting records and other documents of the Company, management and operation of the Company when deemed necessary or according to the Resolution of the General Meeting of Shareholders or at the request of a

shareholder or group of shareholders specified in Point c, Clause 2, Article 11 of this Charter;

- f. Upon request of a shareholder or group of shareholders specified in Point c, Clause 2, Article 11 of this Charter, the Board of Supervisors shall conduct an inspection within 07 working days from the date of receipt of the request. Within 15 days from the date of completion of the inspection, the Board of Supervisors must report and explain the issues requested for inspection to the Board of Directors and the shareholder or group of shareholders who requested it;

The inspection by the Board of Supervisors as prescribed in this point must not hinder the normal operation of the Board of Directors and must not disrupt the operation of the company's business activities;

- g. Propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure of management, supervision and operation of the Company's business activities;
- h. When discovering that a member of the Board of Directors, the General Director and other executives of the Company violate the provisions of Article 165 of the Law on Enterprises, it must notify the Board of Directors in writing within 48 hours, requesting the violator to stop the violation and have a solution to remedy the consequences;
- i. Have the right to attend and participate in discussions at the General Meeting of Shareholders, the Board of Directors and other meetings of the Company;
- j. Have the right to use independent consultants and the Company's internal audit department to perform assigned tasks;
- k. The Board of Supervisors may consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;
- l. Examine each specific issue related to the management and operation of the Company upon request of shareholders;
- m. Request the Board of Directors to convene an extraordinary meeting of the General Meeting of Shareholders;
- n. Replace the Board of Directors to convene a meeting of the General Meeting of Shareholders within 30 days in case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;
- o. Request the Chairman of the Board of Directors to convene a meeting of the Board of Directors;
- p. Review, extract, copy part or all of the declared contents of the List of related persons and related interests declared as prescribed in Clause 1 and Clause 2, Article 164 of the Law on Enterprises;

- q. Propose and recommend the General Meeting of Shareholders to approve the list of auditing organizations approved to audit the Company's Financial Statements; the approved auditing organization shall inspect the Company's activities when deemed necessary;
 - r. Be responsible to shareholders for its supervision activities;
 - s. Monitor the Company's financial situation, compliance with the law by members of the Board of Directors, the General Director, and other managers in their activities;
 - t. Ensure coordination of activities with the Board of Directors, the General Director and shareholders;
 - u. In case of detecting any violation of the law or the Company Charter by a member of the Board of Directors, the General Director and other business executives, the Board of Supervisors must notify the Board of Directors in writing within 48 hours, requesting the violator to stop the violation and take measures to remedy the consequences;
 - v. Develop the Board of Directors' operating regulations and submit them to the General Meeting of Shareholders for approval;
 - w. Witness the Board of Directors organizing the vote counting and making a vote counting record if requested by the Board of Directors in case of obtaining written opinions from shareholders to pass the resolution of the General Meeting of Shareholders;
 - x. The Head of the Board of Supervisors shall preside over the General Meeting of Shareholders to elect a chairman of the meeting in the event that the Chairman is absent or temporarily unable to work and the remaining members of the Board of Directors cannot elect a chairman. In this case, the person with the highest number of votes shall chair the meeting;
 - y. Exercise other rights and obligations as prescribed by the Law on Enterprises, the Company Charter and resolutions of the General Meeting of Shareholders.
2. Members of the Board of Directors, the General Director and managers must provide all information and documents related to the Company's operations upon request of the Board of Supervisors. The Company Secretary must ensure that all copies of financial information, other information provided to members of the Board of Directors and copies of minutes of Board of Directors meetings must be provided to the Supervisor at the same time they are provided to the Board of Directors.
3. The Board of Supervisors may issue regulations on meetings of the Board of Supervisors and the manner of operation of the Board of Supervisors. The Board of Supervisors must meet at least two (2) times a year and the number of Supervisors attending the meetings must reach more than 50% of the total number of Supervisors.
4. The remuneration of Supervisors is decided by the General Meeting of Shareholders. Supervisors are reimbursed for travel expenses, hotel expenses and other reasonable

expenses incurred when they attend meetings of the Board of Supervisors or perform other activities of the Board of Supervisors.

Chapter XI.

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, CONTROLLERS, GENERAL DIRECTORS AND OTHER MANAGERS

Members of the Board of Directors, Supervisors, General Directors and other managers shall be responsible for performing their duties, including those as members of subcommittees of the Board of Directors, honestly in the best interests of the Company and with a degree of care that a prudent person must have when holding a similar position and in similar circumstances.

Article 36. Responsibility for honesty and avoiding conflicts of interest

1. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers must disclose their relevant interests in accordance with the Law on Enterprises and related legal documents.
2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds a controlling stake of 50% or more of the charter capital, and those entities themselves or their related parties, as stipulated by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the Law on Securities on information disclosure.
4. Members of the Board of Directors are not allowed to vote on transactions that benefit that member or their related parties as stipulated in the Law on Enterprises and the company's charter.
5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers, and their related parties are not allowed to use or disclose internal information to others to carry out related transactions.
6. Contracts or transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, the General Director, other executives, and individuals or organizations related to these parties are not invalid in the following cases:
 - a. For contracts valued at less than 35% of the total asset value recorded in the most recent financial statement, the significant contents of the contract or transaction, as well as the relationships and interests of the Board of Directors members, Board of

Supervisors members, General Director, and other executives, have been reported to the Board of Directors and approved by a majority vote of the Board members who have no vested interest;

- b. For contracts with a value equal to or greater than 35% or transactions resulting in a transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statement, the significant contents of this contract or transaction, as well as the relationship and interests of the members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives, have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting of shareholders without an interest.
7. The General Director shall not be a related party of the enterprise manager, the Board of Supervisors of the company and parent company, the representative of state capital, or the representative of the enterprise's capital in the company and parent company as stipulated in point d, clause 46, Article 4 of the Law on Securities.

Article 37. Responsibility for damages and compensation

1. Members of the Board of Directors, Supervisors, General Directors and other managers shall be responsible for: exercising the rights and obligations assigned according to the provisions of the Law on Enterprises and other relevant provisions of law, the Company Charter, resolutions of the General Meeting of Shareholders, honestly, carefully and to the best of their ability to ensure the maximum legitimate interests of the Company; being loyal to the interests of the Company and shareholders; not abusing their positions, titles and using information, secrets, business opportunities, and other assets of the Company for personal gain or to serve the interests of other organizations and individuals; promptly, fully and accurately notifying the Company of the contents specified in Clause 2, Article 164 of the Law on Enterprises.
2. Members of the Board of Directors, General Directors and other managers who violate the provisions of Clause 1 of this Article shall be personally or jointly liable for compensating for lost benefits, returning benefits received and compensating for all damages to the Company and third parties.
3. The Company shall compensate those who have been, are or may become a party involved in complaints, lawsuits, and prosecutions (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, member of the Board of Supervisors, General Directors, other executives, employees or representatives authorized by the Company who have been or are performing duties authorized by the Company, acting honestly and carefully for the benefit of the Company on the basis of compliance with the law and there is no evidence confirming that such person has violated his/her responsibilities.
4. Compensation costs include judgment costs, fines, and actual payments (including attorney fees) when resolving these cases within the framework of the law. The

company may purchase insurance for these people to avoid the above compensation responsibilities.

5. Shareholders or groups of shareholders owning at least 01% of the total number of common shares have the right, on their own or on behalf of the company, to initiate a lawsuit for personal liability or joint liability against members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers to request the return of benefits or compensation for damages to the company or others in the following cases:
 - a. Violation of the responsibilities of the company's managers as prescribed in Article 165 of the Law on Enterprises;
 - b. Failure to perform, incomplete or untimely performance or performance contrary to the provisions of law or the Company's Charter, resolutions and decisions of the Board of Directors regarding assigned rights and obligations;
 - c. Abuse of position, job title and use of information, know-how, business opportunities, other assets of the company for personal gain or to serve the interests of other organizations or individuals;

The order and procedures for filing a lawsuit shall comply with the provisions of the law on civil proceedings. The costs of filing a lawsuit in the case where a shareholder or group of shareholders files a lawsuit on behalf of the company shall be included in the company's expenses, except in cases where the lawsuit request is rejected.

Chapter XII.

RIGHT TO INVESTIGATE COMPANY BOOKS AND RECORDS

Article 38. Right to investigate books and records

1. Shareholders or groups of shareholders mentioned in Clauses 2 and 3, Article 11 and Clause 4, Article 13 of this Charter have the right, directly or through an authorized person, to submit a written request to inspect the list of shareholders, the minutes of the General Meeting of Shareholders and to photocopy or extract such records during working hours and at the head office of the Company. The request for inspection by the authorized representative of the shareholder must be accompanied by a power of attorney from the shareholder that person represents or a notarized copy of such power of attorney.
2. Members of the Board of Directors, Supervisors, General Directors and other managers have the right to inspect the Company's shareholder register, the list of shareholders and other books and records of the Company for purposes related to their positions, provided that such information is kept confidential.
3. The Company shall keep: This Charter and its amendments and supplements, the Business Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings of the General Meeting of Shareholders and the Board of

Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books and any other documents as prescribed by law at the head office or another place, provided that shareholders and the business registration authority are informed of the location where these documents are stored.

4. The Company Charter must be published on the company's website.

Chapter XIII. POLITICAL-SOCIAL ORGANIZATIONS

Article 39. Political organizations and socio-political organizations in enterprises

1. Political organizations and socio-political organizations in the Company shall operate in accordance with the provisions of the Constitution, laws and the Charter of the organization.
2. The Company shall respect and not obstruct or cause difficulties for the establishment of political organizations and socio-political organizations in the enterprise; and shall not obstruct or cause difficulties for employees to participate in activities in these organizations.
3. Employees and Trade Unions:
 - a. The General Director must make plans for the Board of Directors to approve issues related to recruitment, dismissal of employees, salaries, social insurance, benefits, rewards and discipline for employees and managers;
 - b. The General Director must plan for the Board of Directors to approve issues related to the Company's relationship with Trade Union organizations in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

Chapter XIV. PROFIT DISTRIBUTION

Article 40. Profit distribution

1. The General Meeting of Shareholders shall decide on the level of dividend payment and the form of annual dividend payment from the Company's retained earnings.
2. Pursuant to the provisions of the Law on Enterprise, the Board of Directors may decide to make interim dividend payments if it deems that such payment is consistent with the Company's profitability.
3. The Company shall not pay interest on dividend payments or payments related to a type of shares.
4. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of the dividend in shares and the Board of Directors shall be the agency implementing this decision.

5. In case dividends or other amounts related to a type of shares are paid in cash, the Company shall pay in Vietnamese Dong. Payments may be made directly or through banks based on the bank details provided by shareholders. In case the Company has transferred money according to the bank details provided by shareholders but the shareholder does not receive the money, the Company shall not be responsible for the amount transferred by the Company to the beneficiary shareholder. Dividend payments for shares listed on the Stock Exchange may be made through a securities company or the Vietnam Securities Depository and Clearing Corporation.
6. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors shall pass a resolution to determine a specific date to close the list of shareholders. Based on that date, those who register as shareholders or holders of other securities shall be entitled to receive dividends, interest, profit distribution, receive shares, receive notices or other documents.
7. Other issues related to profit distribution shall be carried out in accordance with the provisions of law.

Chapter XV.

BANK ACCOUNTS, RESERVE FUND, FISCAL YEAR AND ACCOUNTING REGIME

Article 41. Bank accounts

1. The Company shall open accounts at Vietnamese banks or foreign banks licensed to operate in Vietnam.
2. Subject to prior approval of the competent authority, if necessary, the Company may open bank accounts abroad in accordance with the provisions of law.
3. The Company shall conduct all payments and accounting transactions through Vietnamese or foreign currency accounts at the banks where the Company opens accounts.

Article 42. Fiscal year

The Company's fiscal year shall begin on the first day of January each year and end on the 31st day of December of the same year. The first fiscal year begins on the date of issuance of the Certificate of Business Registration and ends on December 31 of the same year as the Certificate of Business Registration.

Article 43. Accounting regime

1. The accounting regime used by the Company is the Vietnamese Accounting System (VAS) or another accounting regime approved by the Ministry of Finance.
2. The Company shall prepare accounting books in Vietnamese. The Company shall maintain accounting records according to the type of business activities in which the Company participates. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.

3. The Company shall use Vietnamese Dong (or freely convertible foreign currency in cases approved by competent State agencies) as the currency used in accounting.

Chapter XVI.

FINANCIAL STATEMENTS, ANNUAL REPORTS, DISCLOSURE RESPONSIBILITIES, PUBLIC NOTIFICATIONS

Article 44. Annual, semi-annual and quarterly financial statements

1. The Company must prepare an annual financial statements in accordance with the provisions of law as well as the regulations of the State Securities Commission and the report must be audited in accordance with the provisions of Article 46 of this Charter and within 90 days from the end of each fiscal year, must submit the annual financial statements approved by the General Meeting of Shareholders to the competent tax authority, the State Securities Commission, the Stock Exchange and the business registration authority.
2. The annual financial statements must include a report on the results of production and business activities that honestly and objectively reflects the Company's profit and loss situation in the fiscal year, a balance sheet that honestly and objectively reflects the Company's operations up to the time of preparing the report, a cash flow report and explanatory notes to the financial statements.
3. The Company must prepare and publish audited semi-annual and quarterly financial statements in accordance with the regulations of the State Securities Commission, the Stock Exchange and submit them to the relevant tax authority and the business registration authority in accordance with the provisions of the Law on Enterprises.
4. The audited financial statements (including the auditor's opinion), the Company's semi-annual and quarterly reports must be published on the Company's website and report to the State Securities Commission and the Stock Exchange as prescribed.
5. Interested organizations and individuals have the right to inspect or copy the audited annual financial statements, semi-annual and quarterly financial statements during the Company's working hours, at the Company's head office and must pay a reasonable fee for the copying.

Article 45. Annual report

The company must prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.

Article 46. Information disclosure

1. The Company must prepare, send and publish audited annual financial statements approved by the General Meeting of Shareholders to the competent state agency in accordance with the provisions of the law on securities and the securities market.
2. The Company shall publish on its website the following information:
 - a. The Company's Charter;

- b. The CVs, educational qualifications and professional experience of the members of the Board of Directors, Supervisors and General Director of the Company;
- c. The annual financial statements approved by the General Meeting of Shareholders;
- d. The annual performance assessment report of the Board of Directors and the Board of Supervisors.

Chapter XVII. COMPANY AUDIT

Article 47. Audit

1. The annual General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on one of these units to conduct the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.

The Company shall prepare and submit its annual financial statements to the independent auditing company after the end of the fiscal year.

2. The independent auditing company shall examine, confirm and report on the annual financial statements reflecting the Company's revenues and expenditures, prepare an audit report and submit such report to the Board of Directors within two (02) months from the end of the fiscal year.
3. The audit report shall be attached to the Company's annual financial statements.
4. Independent auditors conducting the audit of the Company's financial statements are entitled to attend the General Meeting of Shareholders, receive notices and information related to the meeting, and express their opinions at the meeting on matters related to the audit of the Company's financial statements..

Chapter XVIII. COMPANY SEAL

Article 48. Company Seal

1. Seal includes seal made at a seal engraving facility or seal in the form of a digital signature in accordance with the provisions of law on electronic transactions.
2. The Board of Directors decides on the type, quantity, form and content of the seal of the Company, Branches and Representative Offices of the Company.
3. The Board of Directors and the General Director shall use and manage the seal in accordance with the provisions of current law.

Chapter XIX.

TERMINATION OF OPERATIONS AND LIQUIDATION

Article 49. Termination of operations

1. The Company may be dissolved or terminated in the following cases:
 - a. Upon the end of the Company's term of operation, even after extension;
 - b. The Certificate of Enterprise Registration is revoked or the Company is declared bankrupt by the Court in accordance with the provisions of current law;
 - c. Dissolution before the deadline according to the decision of the General Meeting of Shareholders;
 - d. Other cases prescribed by law.
2. The dissolution of the Company before the deadline (including the extended deadline) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required).
3. The order and procedures for dissolution of the Company must comply with the provisions of the Law on Enterprises.

Article 50. Liquidation

1. At least six (6) months before the end of the Company's term of operation or after a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of three (03) members. Two (02) members are appointed by the General Meeting of Shareholders and one (01) member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. The members of the Liquidation Board may be selected from among the Company's employees or independent experts. All expenses related to the liquidation shall be paid by the Company prior to other debts of the Company.
2. The Liquidation Board shall be responsible for reporting to the business registration authority on the date of establishment and the date of commencement of operation. From that time on, the Liquidation Board shall represent the Company in all matters related to the liquidation of the Company before the Court and administrative agencies.
3. The proceeds from the liquidation shall be paid in the following order:
 - a. Liquidation expenses;
 - b. Salaries, severance allowances, social insurance costs as prescribed by law and other benefits of the Employees according to the Collective Labor Agreement and the signed Labor Contract;
 - c. Taxes and payments to the State;
 - d. Loans (if any);
 - e. Other debts of the Company;

- f. The remaining balance after all debts from point a to point d above have been paid will be distributed to the shareholders. Preferred shares have priority in payment.

Chapter XX. RESOLUTION OF INTERNAL DISPUTES

Article 51. Resolution of internal disputes

1. In case of disputes or complaints related to the Company's operations or the rights and obligations of shareholders arising under the provisions of the Company's Charter, the Law on Enterprise, other laws or administrative regulations, between:
 - a. Shareholders and the Company;
 - b. Shareholders and the Board of Directors, the Board of Supervisors, the General Director or senior management staff.

The relevant parties shall attempt to resolve such disputes through negotiation and conciliation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and request each party to present the practical factors related to the dispute within ten (10) working days from the date the dispute arises. In case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request a specialized organization to act as a mediator.

2. In case no conciliation decision is reached within six (6) weeks from the start of the conciliation process or if the conciliation decision is not accepted by the parties, any party may refer the dispute to Arbitration or the Economic Court.
3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Payment of court costs shall be made in accordance with the Court's judgment.

Chapter XXI. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER AND EFFECTIVE DATE

Article 52. Supplements and amendments to the Charter

1. Supplements and amendments to this Charter must be considered and decided by the General Meeting of Shareholders.
2. In case there are provisions of law related to the Company's operations that have not been mentioned in this Charter or in case there are new provisions of law that are different from the provisions of this Charter, the provisions of such law shall naturally be applied and regulate the Company's operations.

Article 53. Effective date

1. This 14th Charter, consisting of XXI Chapters and 53 Articles, was unanimously approved by the General Meeting of Shareholders of Power Engineering Consulting

Joint Stock Company 3 on 2026 and the full text of this Charter shall be approved.

2. The Charter shall be made in 05 copies, of equal value and shall be kept at the Company's head office.
3. This Charter shall be the sole and official of the Company.
4. Copies or extracts of the Company's Charter shall be valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total number of members of the Board of Directors.

**LEGAL REPRESENTATIVE
GENERAL DIRECTOR**

Lac Thai Phuoc

**VIETNAM ELECTRICITY
POWER ENGINEERING CONSULTING
JOINT STOCK COMPANY 3**



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DRAFT

**INTERNAL REGULATIONS ON
CORPORATE GOVERNANCE**

No.: QCQLNB-QC-02

Ho Chi Minh City,

, 2026

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DRAFTING, CHECKING, AND APPROVING MEMBERS:

PREPARED BY	CHECKED BY	APPROVED BY
Full name: Pham Tran Quoc Viet Position: Company Secretary	Full name: Lac Thai Phuoc Position: General Director	Full name: Nguyen Nhu Hoang Tuan Position: Chairman of the BOD

SUMMARY OF REVISIONS:

Revision	Date of revision	Summary of the revisions
05	June 26, 2021	Added regulations on applying modern information technology so shareholders can attend and speak at the General Meeting of Shareholders via online meetings, electronic voting, and approved by the General Meeting of Shareholders on June 22, 2023.
06	... , 2026	Updated, supplemented, and adjusted the implementation bases and some contents on internal governance to comply with legal regulations and the Company's practical operations.

This document is published in both Vietnamese and English. In the event of any discrepancy or difference in interpretation between the English version and the Vietnamese version, the Vietnamese version shall prevail.



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INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

(issued in conjunction with the Decision No.: .../QĐ-HĐQT-TVĐ3 dated .../.../2026)

Pursuant to:

1. *The Law on Securities No. 54/2019/QH14 dated November 26, 2019; the Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations of the National Assembly of the Socialist Republic of Vietnam;*
2. *The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the Form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments; and the Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;*
3. *Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, and Decree No. 245/2025/NĐ-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/NĐ-CP;*
4. *Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government;*
5. *Charter of Power Engineering Consulting Joint Stock Company 3;*
6. *Resolution of the General Meeting of Shareholders No. .../NQ-ĐHĐCD-TVĐ3 dated ..., 2026.*

The Board of Directors of Power Engineering Consulting Joint Stock Company 3 promulgates the Internal Regulations on Corporate Governance including the following contents:

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Article 1. Scope of regulation and subjects of application

1. Scope of regulation:

The Internal Regulations on Corporate Governance stipulate the roles, rights, and obligations of the General Meeting of Shareholders (GMS), the Board of Directors (BOD), and the General Director; The order and procedures for convening the GMS; The nomination, candidacy, election, dismissal, and removal of members of the BOD, Board of Supervisors, General Director, and other activities under the Company Charter and current legal regulations.

2. Subjects of application:

These regulations apply to members of the BOD, Board of Supervisors, General Director, and related persons.

Article 2. General Meeting of Shareholders

1. Roles, rights, and obligations: According to Article 14 and Clause 1, Article 33 of the Company Charter.

2. Forms of GMS meetings include:


- a) Passing resolutions by voting at an in-person GMS meeting;
- b) Passing resolutions by collecting written opinions;
- c) Passing resolutions via an online conference;
- d) Passing resolutions via a hybrid format (in-person combined with online).

The BOD is allowed to decide on the appropriate method for holding the GMS based on the actual situation and conditions.

3. Detailed order and procedures for GMS meetings:


3.1 Procedure for in-person voting at the GMS meeting is as follows:

- a) Authority to convene: Convened as per Clauses 2 and 3, Article 13 of the Charter.
- b) List of eligible shareholders: Compiled no more than 10 days before sending the invitation. The Company announces the finalization of this list at least twenty (20) days prior to the last registration date.
- c) List of eligible shareholders: Compiled no more than 10 days before sending the invitation. The Company announces the finalization of this list at least twenty (20) days prior to the last registration date.
- d) Notice convening the GMS: The notice of the GMS meeting must be sent at least twenty-one (21) days prior to the date of the GMS meeting (calculated from the date the notice is validly sent or dispatched). The meeting invitation

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notice is sent by a method ensuring it reaches the shareholder's contact address and is posted on the Company's website. The meeting invitation notice must be sent together with the following documents:

- The meeting agenda, documents used in the meeting, and draft resolutions for each issue in the meeting agenda;
 - Voting ballots.
 - In case the Company has a website, sending meeting documents attached to the meeting invitation notice stipulated in Clause 3.1 of this Article can be substituted by posting them on the Company's website. In this case, the meeting invitation notice must clearly state the place and method to download the documents.
- e) Agenda and contents of the GMS meeting.
- Preparing the list of shareholders eligible to attend and vote at the general meeting based on the Company's list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation;
 - Determining the time and venue for organizing the general meeting;
 - Notifying and sending the GMS meeting notice to all shareholders entitled to attend;
 - Drafting the GMS resolutions; Listing and detailing information of candidates in case of electing members of the Board of Directors and Supervisors;
 - Other tasks serving the meeting.
- f) Authorization for representatives to attend the GMS meeting: According to Clause 2, Article 15 of the Company Charter.
- g) Registration method to attend the GMS: Shareholders are responsible for registering to attend according to the method stated in the meeting invitation notice. The Chair has the right to refuse unregistered shareholders from entering the GMS meeting room.
- h) Conditions for conducting the GMS meeting: As per the provisions in Article 18 of the Company Charter.
- i) Form of passing resolutions of the GMS: Resolutions of the GMS are passed according to the provisions in Article 20 of the Company Charter.
- j) Voting method: Attending shareholders vote by marking the voting ballots distributed at the GMS meeting. A valid voting ballot signed by the shareholder is evidence confirming the shareholder's voting opinion on the

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issue stated in the ballot.


- Shareholders can vote by registered mail (if requested).
 - The voting ballot must include main contents: According to Clause 2, Article 19 of the Company Charter.
- k) Vote counting method: The Vote Counting Committee, elected by the GMS at the Chair's proposal, conducts the vote counting immediately after the voting ends.
- For sensitive issues, the Chair may invite shareholders to participate in monitoring the vote counting, or if requested by shareholders, an independent organization must be designated to collect and count the votes.
- l) Conditions for a resolution to be passed: As per the provisions in Article 20 of the Company Charter.
- m) Announcement of vote counting results: The voting results are announced right at the GMS meeting after the vote counting is completed.
- n) Method to object to resolutions of the GMS: As per the provisions in Article 23 of the Company Charter.
- o) Drafting minutes of the GMS meeting: The minutes of the GMS meeting are drafted by the meeting secretary right at the meeting and must include the contents stipulated in Article 22 of the Company Charter.
- p) Disclosure of GMS Resolutions:
- Resolutions of the GMS take effect from the date they are passed or from the effective time recorded in the Resolution.
 - The meeting minutes, Resolutions of the GMS, and attached documents in the meeting minutes and resolutions (if any) must be posted on the Company's website and information must be disclosed according to the provisions of the law within twenty-four (24) hours from issuance.
- 3.2 The order and procedures for the GMS meeting to pass resolutions by collecting written opinions include the following main contents:
- a) Cases where collecting written opinions is allowed or not allowed: Executed according to Clause 1, Article 21 of the Company Charter.
 - b) Order and procedures for the GMS meeting to pass Resolutions by collecting written opinions: Executed according to Article 21 of the Company Charter.
- 3.3 The order and procedures for the GMS meeting to pass resolutions via online conference:

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Besides the form of organizing in-person meetings, annual and extraordinary GMS meetings can be organized in the form of an online conference. The GMS passing Resolutions via online conference is a form of using electronic means to transmit images and audio through the internet environment, allowing shareholders in various different locations to monitor the meeting proceedings, discuss, and vote on the meeting's issues. Shareholders attending the online meeting can monitor the General Meeting from different locations, domestically and internationally, through electronic means such as computers, smartphones, or other suitable technologies.

The order and procedures for the GMS meeting to pass resolutions via online conference include the following contents:

- a) Notice convening the online GMS meeting:
 - The method of notifying the invitation to the online GMS meeting is implemented in the same way as the notice for an in-person GMS meeting; specifically, the convener of the GMS meeting will send the meeting invitation notice and meeting documents to the Company's Shareholders or post these documents on the Company's website. However, in the case of organizing an online GMS meeting, the meeting convener is obligated to prepare additional instructional documents for Shareholders to register and attend the online meeting.
- b) Registration method to attend the online GMS meeting:
 - Shareholders will register to attend the online GMS meeting according to the instructional documents of the meeting Organizing Committee sent to Shareholders and/or posted on the Company's website. Accordingly, Shareholders will access the link announced by the meeting Organizing Committee and declare/authenticate their Shareholder status to attend the meeting.
 - Shareholders are only permitted to attend the online meeting once they have declared and authenticated their Shareholder status. The Organizing Committee also ensures that Shareholder access is unique and each Shareholder has only one unique account to access the online meeting room at a given time.
 - The Organizing Committee will also provide Shareholders with information on technical support personnel as well as a hotline to assist Shareholders in accessing and participating in the meeting.
- c) Authorization for representatives to attend the online GMS meeting:

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- Shareholders may authorize all or a part of their voting shares to another individual or organization ("Shareholder's Representative") to attend the online General Meeting and/or execute electronic voting on behalf of the Shareholder.
 - The authorization is considered valid and legally binding when it satisfies the conditions stipulated in Clause 2, Article 15 of the Company Charter.
- d) Conditions for conducting:
- The online GMS meeting is conducted when the number of Shareholders attending the meeting meets the minimum ratio as stipulated in Article 18 of the Company Charter.
- e) Form of passing Resolutions of the online GMS:
- Resolutions of the GMS are passed according to the provisions in Article 20 of the Company Charter.
- f) Online voting method:
- The Organizing Committee will prepare technical equipment or means and methods so that Shareholders can execute online voting, electronic voting, and/or other electronic methods and record this online voting by the Shareholder or the Authorized Representative regarding the meeting agenda contents. The specific method will depend on the electronic equipment the Company uses to serve the voting process and will be announced to Shareholders before each general meeting period.
 - A Shareholder or an Authorized Representative can also execute voting via email/fax or send it by postal mail to the email address, fax number, or receiving address provided by the Organizing Committee, provided that the Organizing Committee must receive the Shareholder's voting ballot before the end of vote counting.
- g) Online vote counting method:
- The Organizing Committee will apply modern technologies to execute the vote counting of Shareholders. The vote count will be calculated based on the number of votes that Shareholders and/or Authorized Representatives have cast by online voting, electronic voting, and/or other electronic methods, and the number of Voting ballots that Shareholders and/or Authorized Representatives send in via postal mail, email, and fax. The Vote Counting Committee is responsible for the accuracy of this vote counting and for any damages arising from resolutions passed due to dishonest or inaccurate vote counting.

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h) Announcement of vote counting results:

- The vote counting results will be announced right at the online GMS meeting after the vote counting is completed and before closing the meeting.

i) Drafting minutes of the GMS meeting:

- The drafting of the online GMS meeting minutes is carried out in the same manner and includes the same contents as the drafting of in-person GMS meeting minutes, specified in Article 22 of the Company Charter.

j) Disclosure of GMS Resolutions:

- Resolutions of the online GMS meeting must be posted on the Company's website and information must be disclosed according to the provisions of the law within twenty-four (24) hours from issuance.

3.4 The order and procedures for the GMS meeting to pass resolutions via a hybrid format of in-person combined with online conference:

Besides organizing in-person GMS meetings and/or online GMS meetings according to the methods stated in Clause 3.1 and Clause 3.3 of Article 2 of these Regulations, depending on the actual situation, the Board of Directors may organize the GMS meeting in a hybrid format of in-person combined with an online conference.


a) Notice convening the GMS meeting:

- Shareholders can attend the GMS meeting in person at the meeting venue or attend the meeting via an online conference using modern technological means. Accordingly, at the in-person GMS meeting venue, the Organizing Committee will arrange additional projection screens, computers, audio/video transmitting and receiving devices with internet connections to directly broadcast the proceedings of the GMS meeting to other Shareholders attending online, ensuring a stable connection transmission, displaying images, and standard and uniform audio between the in-person and online meeting, guaranteeing the rights among the Shareholders.


b) Registration method to attend the GMS meeting:

Registration to attend the GMS meeting through this combined in-person and online method is executed as follows:

- For Shareholders attending in person: Shareholders are responsible for registering to attend as the registration method for in-person meetings stipulated in point g, Clause 3.1, Article 2 of these Regulations.

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- For Shareholders attending online: Shareholders register as instructed in point b, Clause 3.3, Article 2 of these Regulations.
- c) Authorization for representatives to attend the GMS meeting:
 - The authorization is considered valid and legally binding when it satisfies the conditions stipulated in Clause 2, Article 15 of the Company Charter.
- d) Conditions for conducting:
 - The GMS meeting according to this hybrid method is conducted when the total number of Shareholders/Authorized Representatives attending in person and online meets the minimum ratio as stipulated in Article 18 of the Company Charter.
- e) Form of passing resolutions of the GMS:
 - Resolutions of the GMS are passed according to the provisions in Article 20 of the Company Charter.
- f) Voting method:
 - Shareholders can execute voting by: (i) voting directly at the General Meeting, (ii) sending voting ballots to the meeting convener via postal mail/email/fax, or (iii) electronic voting or other electronic methods.
- g) Vote counting method:
 - The Company will apply modern technologies to execute the vote counting of Shareholders. The vote count will be calculated based on (i) the number of votes that Shareholders and/or Authorized Representatives have cast by electronic voting and/or other electronic methods; (ii) the number of votes that Shareholders and/or Authorized Representatives cast directly at the meeting (placed into the ballot box); and (iii) the number of Voting ballots that Shareholders and/or Authorized Representatives send via postal mail, email, or fax.
 - The Vote Counting Committee will aggregate the total number of approving, disapproving, and no-opinion votes from all three methods for each item on the meeting agenda and divide it by the total voting shares of all Shareholders attending and voting at the General Meeting to determine the corresponding ratio of approval, disapproval, and no-opinion for each voted issue, thereby determining whether the issue to be voted on has sufficient ratio to be passed.
- h) Announcement of vote counting results:
 - The vote counting results will be announced right at the GMS meeting after the vote counting is completed and before closing the meeting.

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i) Drafting minutes of the GMS meeting:


- The Secretariat will draft the Minutes of the GMS meeting right at the meeting and submit it to the GMS for approval before closing. The Minutes of the GMS meeting include the contents as stipulated in Article 22 of the Company Charter.

j) Disclosure of GMS Resolutions:

- Resolutions of the GMS meeting must be posted on the Company's website and information must be disclosed according to the provisions of the law within twenty-four (24) hours from issuance.


Article 3. Board of Directors

1. Roles, rights, and obligations of the Board of Directors, responsibilities of members of the Board of Directors: Executed according to Article 25 and Clause 2, Article 33 of the Company Charter.
2. Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors include the following main contents:
 - a) Term and number of members of the Board of Directors: The number of members of the Board of Directors is five (05) persons. The term of members of the Board of Directors shall not exceed five (05) years and they may be re-elected for an unlimited number of terms.
 - b) Structure, standards, and conditions of members of the Board of Directors: According to Clauses 1, 5, and 8, Article 24 of the Company Charter.
 - c) Nomination, candidacy for members of the Board of Directors: According to Clause 5, Article 11 and Clauses 3, 4, Article 24 of the Company Charter.
 - d) Election method for members of the Board of Directors:
 - The election of members of the Board of Directors is carried out by cumulative voting: Each Shareholder shall have a total number of voting rights equal to the total number of shares owned and/or represented multiplied (x) by the number of members of the Board of Directors to be elected.
 - Shareholders have the right to accumulate all of their votes for one or several candidates.
 - The elected members of the Board of Directors are determined by the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is met. If there are 02 or more candidates achieving the exact same

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number of votes for the final member of the Board of Directors, a re-election will be conducted among the candidates with equal votes or selected based on the criteria of the election regulations.

- e) Cases of dismissal, removal, replacement, and supplementation of members of the Board of Directors: According to Clause 6, Clause 7, Article 24 of the Company Charter.
 - f) Notice on election, dismissal, and removal of members of the Board of Directors: According to the regulations on information disclosure.
 - g) Method of introducing candidates for the Board of Directors: Shareholders holding voting shares have the right to aggregate their respective voting rights to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding 10% or more of the total voting shares is entitled to nominate one (01) candidate; from 20% or more, they are entitled to nominate up to two (02) candidates; from 30% or more, up to three (03) candidates; from 40% or more, up to four (04) candidates; from 50% or more, up to five (05) candidates; and from 60% or more, they are entitled to nominate the full number of candidates corresponding to the number of members of the Board of Directors.
 - h) Election, removal, dismissal of the Chairman of the Board of Directors: The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors from among the members of the Board of Directors.
3. Remuneration and other benefits of members of the Board of Directors:
- a) Members of the Board of Directors are entitled to receive remuneration and have expenses reimbursed when performing the obligations of the Board of Directors. The remuneration of the Board of Directors is approved annually by the General Meeting of Shareholders and disclosed according to regulations.
 - b) For members of the Board of Directors who concurrently hold titles in the executive apparatus of the Company and subsidiaries, the disclosed remuneration must include salaries, bonuses tied to the executive title, and other remunerations.
 - c) The remuneration, other benefits, and expenses that the Company has paid or granted to members of the Board of Directors are disclosed in the Company's Annual Report.
4. The order and procedures for organizing meetings of the Board of Directors include the following main contents:
- a) Minimum number of meetings per quarter: The Board of Directors holds regular meetings at least once a quarter.

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- b) Cases where an extraordinary meeting of the Board of Directors must be convened:

The Chairman of the Board of Directors convenes extraordinary meetings when deemed necessary for the interests of the Company. In addition, the Chairman must convene a meeting of the Board of Directors, and may not delay without justifiable reason, when one of the following subjects requests in writing stating the purpose of the meeting and the issues to be discussed:

- The General Director or at least five (05) managers;
- At least two (02) members of the Board of Directors;
- Request from the Board of Supervisors or an independent member of the Board of Directors.

- c) Notice of the Board of Directors meeting:


- The Chairman of the Board of Directors or the Convener of the Board of Directors meeting must send a Meeting Invitation Notice to members of the Board of Directors and other participants at least three (03) working days prior to the meeting date. Members of the Board of Directors who cannot attend must send voting ballots.
- When deemed necessary, the Chairman of the Board of Directors or the Convener may invite other individuals to attend the Board of Directors meeting. The invitees may express opinions when requested by the chair, but are not allowed to vote.

- d) The right of Supervisors to attend Board of Directors meetings:

- The Chairman of the Board of Directors or the convener sends the meeting invitation notice and accompanying documents to the Supervisors exactly as done for members of the Board of Directors. Supervisors have the right to attend meetings of the Board of Directors; they have the right to discuss but are not allowed to vote.

- e) Conditions for organizing a Board of Directors meeting:

- The first meetings of the Board of Directors shall only be conducted and pass decisions when at least three-quarters (3/4) of the members of the Board of Directors are present in person or through a representative (authorized person).
- In case the required number of attending members is not met, the meeting must be re-convened within seven (07) days from the intended date of the first meeting. The re-convened meeting shall be conducted if more than half (1/2) of the members of the Board of Directors attend.

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f) Voting method:

- Attending and voting directly at the meeting: According to Clause 9, Article 28 of the Charter;
- Authorizing another person to attend the meeting and vote according to the provisions in Clause 11, Article 28 of the Charter;
- Attending and voting via online conference, electronic voting, or other electronic forms;
- Sending voting ballots to the meeting via mail, fax, or email.

g) Method of passing resolutions of the Board of Directors: Resolutions and decisions of the Board of Directors are passed if approved by the majority of the attending members. In case of an equal number of votes, the final decision rests with the opinion of the Chairman of the Board of Directors.

h) Authorization for another person to attend the meeting by a member of the Board of Directors:

- A member is authorized to have another person attend and vote at the meeting if approved by the majority of the members of the Board of Directors.

i) Drafting minutes of the Board of Directors meeting:


- The minutes of the Board of Directors meeting are drafted in Vietnamese and must bear the signatures of all members of the Board of Directors attending the meeting, or if the Minutes are made into multiple copies, each copy must have the signature of at least one (01) member of the Board of Directors participating in the meeting.

j) Case where the Chair and/or Secretary refuse to sign the Board of Directors meeting Minutes:


- In case the chair or the minutes taker refuses to sign the meeting minutes, but if it is signed by all other members of the Board of Directors attending the meeting and contains all contents prescribed in points a, b, c, d, đ, e, g, and h, Clause 1, Article 158 of the Law on Enterprises, this minute remains effective.

k) Notification of resolutions and decisions of the Board of Directors:

- After each meeting period, the decisions of the Board of Directors are sent to all members of the Board of Directors, the Head of the Board of Supervisors, and the General Director within three (03) days from the date the Board of Directors passes the decision.


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5. Selection, appointment, and dismissal of the Person in charge of corporate governance include the following main contents:
 - a) The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance tasks at the enterprise. The person in charge of corporate governance may concurrently serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.
 - b) The person in charge of corporate governance must not concurrently work for the approved audit organization currently auditing the Company's financial statements.
 - c) The person in charge of corporate governance has the following rights and obligations:
 - Advising the Board of Directors in organizing the General Meeting of Shareholders in accordance with regulations and related works between the Company and shareholders;
 - Preparing meetings of the Board of Directors, the Board of Supervisors, and the General Meeting of Shareholders upon request of the Board of Directors or the Board of Supervisors;
 - Advising on meeting procedures;
 - Attending meetings;
 - Advising on procedures to draft resolutions of the Board of Directors in compliance with legal regulations;
 - Providing financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and Supervisors;
 - Supervising and reporting to the Board of Directors on the Company's information disclosure activities;
 - Acting as the contact point with parties holding related interests;
 - Maintaining confidentiality of information according to the provisions of the law and the Company Charter;
 - Other rights and obligations according to the provisions of the Company Charter.
6. Notice on appointment and dismissal of the Person in charge of corporate governance:
 - The Person in charge of corporate governance, after being appointed or dismissed, is announced in accordance with information disclosure regulations.

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Article 4. Board of Supervisors


1. Roles, rights, and obligations of the Board of Supervisors, responsibilities of Supervisors: According to Clause 1, Article 34 and Article 35 of the Company Charter.
2. Term, quantity, composition, and structure of the Board of Supervisors include the following main contents:
 - a) Term, quantity, composition, and structure of the Board of Supervisors:
 - The number of Supervisors of the Company is three (03) Supervisors. The Supervisors are elected by the General Meeting of Shareholders. The term of a Supervisor does not exceed five (05) years and they may be re-elected for an unlimited number of terms.
 - b) Standards and conditions for members of the Board of Supervisors (Supervisors): According to the provisions in Clause 5, Article 34 of the Company Charter.
 - c) Nomination and candidacy for Supervisors:
 - Shareholders have the right to aggregate their voting rights to nominate candidates for the Board of Supervisors. A shareholder or group of shareholders holding from 10% of the total voting shares or more is entitled to nominate one (01) candidate, from 20% or more to nominate up to two (02) candidates, and from 30% or more to nominate up to three (03) candidates; from 40% or more to nominate up to four (04) candidates, from 50% or more to nominate up to five (05) candidates.
 - If the number of candidates for the Board of Supervisors through nomination and candidacy is still insufficient, the incumbent Board of Supervisors may nominate additional candidates. The mechanism by which the incumbent Board of Supervisors nominates candidates for the Board of Supervisors must be clearly announced and approved by the General Meeting of Shareholders before nomination proceeds.
 - d) Election method for Supervisors:
 - The election of Supervisors is carried out by cumulative voting: Each shareholder will have a total number of voting rights equal to the total number of shares owned and/or represented multiplied (x) by the number of Supervisors to be elected. Shareholders have the right to accumulate all of their votes for one or several candidates.
 - Shareholders have the right to vote for themselves if their names appear on the list of candidates on the voting ballot.

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- The elected Supervisors are determined by the number of votes from highest to lowest, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is met. If 02 or more candidates achieve the exact same number of votes for the final member of the Board of Supervisors, a re-election will be conducted among the candidates with equal votes or selected based on the criteria of the election regulations.
- e) Cases of dismissal and removal of Supervisors: According to Clause 6, Article 34 of the Company Charter.
- f) Notice on election, dismissal, and removal of Supervisors:
 - Executed according to the regulations on information disclosure.
- g) Salary and other benefits of Supervisors:
 - The remuneration level for Supervisors is decided by the General Meeting of Shareholders. Supervisors are reimbursed for travel, hotel expenses, and other reasonably incurred costs when participating in meetings of the Board of Supervisors or carrying out other activities of the Board of Supervisors.

Article 5. General Director

1. Roles, responsibilities, rights, and obligations of the General Director: According to Clause 4, Article 32 and Clause 3, Article 33 of the Company Charter.
2. Appointment, dismissal, signing of contracts, and termination of contracts for the General Director:
 - a) Term, standards, and conditions of the General Director:
 - The term of the General Director is five (05) years and can be reappointed for an unlimited number of terms.
 - b) Standards and conditions to be appointed as General Director:
 - The General Director is a person who has full civil act capacity and does not belong to the subjects banned from enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises;
 - Is a person who has professional qualifications in the major business sector of the Company or is a person with qualifications and experience in business administration;
 - Must not be a family relative of an enterprise manager or Supervisor of the Company and the parent company; or a representative of state capital or a


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representative of the enterprise's capital at the Company and the parent company;

- Must not be a related person to enterprise managers, Supervisors of the company and the parent company, representatives of state capital, or representatives of the enterprise's capital at the company and the parent company according to point d, Clause 46, Article 4 of the Law on Securities.
3. Dismissal and appointment of the General Director:
 - The Board of Directors may dismiss the General Director when the majority of the Board of Directors members with voting rights attending the meeting approve, and appoint a new General Director as a replacement.
 4. Notice on appointment, dismissal, contract signing, and contract termination for the General Director: According to the regulations on information disclosure.
 5. Salary and other benefits of the General Director:
 - The salary and bonuses of the General Director are decided by the Board of Directors.

Article 6. Other activities

1. Members of the Board of Directors, Supervisors, the General Director, and other managers must publicly declare their related interests in accordance with the Law on Enterprises and related legal documents.
2. Members of the Board of Directors, Supervisors, the General Director, other managers, and related persons of these members may only use information acquired through their positions to serve the interests of the Company.
3. Members of the Board of Directors, Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the Board of Supervisors in writing of transactions between the Company, subsidiaries, or other companies where the Company holds control over 50% or more of the charter capital with those subjects themselves or with related persons of those subjects in accordance with legal regulations. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must execute information disclosure regarding these resolutions in accordance with securities law regulations on information disclosure.
4. Members of the Board of Directors are not allowed to vote on transactions that bring benefits to themselves or to their related persons according to the provisions of the Law on Enterprises and the Company Charter.

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5. Members of the Board of Directors, Supervisors, the General Director, other managers, and related persons of these subjects are not allowed to use or disclose to others insider information to execute related transactions.

Article 7. Effect of implementation

1. These Regulations comprise 07 Articles and replace the Internal Regulations on Corporate Governance issued under Decision No: 141/QĐ-HĐQT-TVĐ3 dated 26/6/2023, taking effect from the date of signing.
2. In case any provisions of the Company Charter and related laws are not mentioned in these Regulations, or in case there are new provisions of the Company Charter and related laws that differ from the articles in these Regulations, those provisions of the Company Charter and laws shall automatically apply and govern./.

**VIETNAM ELECTRICITY
POWER ENGINEERING CONSULTING
JOINT STOCK COMPANY 3**




DRAFT

**REGULATIONS ON
THE OPERATION OF
THE BOARD OF DIRECTORS**

No.: QCQLNB-QC-03

Ho Chi Minh City, , 2026

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DRAFTING, CHECKING, AND APPROVING MEMBERS:

PREPARED BY	CHECKED BY	APPROVED BY
Full name: Pham Tran Quoc Viet Position: Company Secretary	Full name: Lac Thai Phuoc Position: General Director	Full name: Nguyen Nhu Hoang Tuan Position: Chairman of the BOD

SUMMARY OF REVISIONS:

Revision	Date modified	Summary of the revisions
02	May 4, 2021	Change content according to the Enterprise Law 2020, Circular No. 116/2020/TT-BTC, and approved by the General Meeting of Shareholders on April 23, 2021.
03	... , 2026	Change the Regulation code from QC-VP-04 to QCQLNB-QC-03; Update, supplement, and adjust some internal governance contents to comply with legal regulations, the Charter, and the Company's practical operations.

This document is published in both Vietnamese and English. In the event of any discrepancy or difference in interpretation between the English version and the Vietnamese version, the Vietnamese version shall prevail.



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Chapter I. GENERAL PROVISIONS

Article 1. Scope of regulation and subjects of application

1. Scope of regulation: The Regulations on the operation of the Board of Directors stipulates the personnel organizational structure, operating principles, powers, and obligations of the Board of Directors and its members to operate in accordance with the Enterprise Law, the Company Charter, and relevant legal regulations.
2. Subjects of application: This regulation applies to the Board of Directors and the members of the Board of Directors.


Article 2. Operating principles of the Board of Directors

1. The Board of Directors works on a collective principle. The members of the Board of Directors are personally responsible for their assigned work and are jointly responsible to the General Meeting of Shareholders and the law for the Resolutions and Decisions of the Board of Directors regarding the Company's development.
2. The Board of Directors delegates the responsibility to the General Director to organize, manage, and execute the Resolutions and Decisions of the Board of Directors.

Chapter II. MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have full rights under the provisions of the Securities Law, relevant laws, and the Company Charter, including the right to be provided with information and documents on the financial situation and business operations of the Company and its units.
2. Members of the Board of Directors have obligations according to the Company Charter and the following obligations:
 - a. Perform their duties honestly, carefully, and for the highest interest of the shareholders and the Company;
 - b. Attend all meetings of the Board of Directors and give opinions on the issues brought up for discussion;
 - c. Report promptly and fully to the Board of Directors the remuneration received from subsidiaries, affiliated companies, and other organizations;
 - d. Report to the Board of Directors at the nearest meeting the transactions between the Company, subsidiaries, and other companies where the Company controls 50% or more of the charter capital with a member of the Board of Directors and

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related persons of that member; transactions between the Company and a company in which a Board member is a founding member or a corporate manager within the last 03 years prior to the transaction time;

- e. Perform information disclosure when trading Company shares in accordance with the law.
3. Each independent member of the Board of Directors must prepare an assessment report on the operation of the Board of Directors.

Article 4. Right to be provided with information of members of the Board of Directors


1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors, and other managers in the Company to provide information and documents regarding the financial and business operations of the Company and its units.
2. The requested manager must provide timely, fully, and accurately the information and documents as requested by the Board member. The order and procedures for requesting and providing information are stipulated by the Company Charter.

Article 5. Term and number of members of the Board of Directors

1. The Board of Directors consists of 05 members.
2. The term of a Board member does not exceed 05 years and can be re-elected with an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors of the Company for no more than 02 consecutive terms.
3. In case all members of the Board of Directors finish their term at the same time, those members will continue to be members until new members are elected as replacements.

Article 6. Standards and conditions for members of the Board of Directors


1. Members of the Board of Directors must meet the following standards and conditions:
 - a. Not fall into the categories specified in Clause 2, Article 17 of the Enterprise Law;
 - b. Have professional qualifications and experience in business administration or in the business fields and industries of the Company and do not necessarily have to be a shareholder of the Company;
 - c. A Board member can simultaneously be a member of the Board of Directors or Members' Council at a maximum of 05 other companies;

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- d. A Board member must not be a family relative of the General Director or other managers of the Company; or of the manager or the person competent to appoint the manager of the Parent Company.
2. An independent member of the Board of Directors according to point b, Clause 1, Article 137 of the Enterprise Law must meet the following standards and conditions:
 - a. Not be a person currently working for the Company, the Parent Company, or a Subsidiary of the Company; not be a person who has worked for the Company, the Parent Company, or a Subsidiary of the Company for at least the 03 consecutive preceding years;
 - b. Not be a person receiving salaries or remuneration from the Company, except for allowances that a Board member is entitled to according to regulations;
 - c. Not be a person whose spouse, biological parent, adoptive parent, biological child, adopted child, biological sibling is a major shareholder of the Company; or is a manager of the Company or a subsidiary of the Company;
 - d. Not be a person directly or indirectly owning at least 01% of the total voting shares of the Company;
 - e. Not be a person who was a member of the Board of Directors or Board of Supervisors of the Company for at least the 05 consecutive preceding years, except in the case of being appointed consecutively for 02 terms.
3. An independent Board member must notify the Board of Directors when they no longer meet the standards and conditions stipulated in Clause 2 of this Article and naturally ceases to be an independent Board member from the date they fail to meet such standards and conditions. The Board of Directors must notify cases where an independent Board member no longer meets the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a supplementary or replacement independent member within 06 months from the date of receiving the notice from the relevant independent Board member.

Article 7. Chairman of the Board of Directors


1. The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors from among its members.
2. The Chairman of the Company's Board of Directors cannot simultaneously hold the title of General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a. Establish operating programs and plans of the Board of Directors;

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- b. Prepare programs, contents, and documents serving meetings; convene, preside over, and chair meetings of the Board of Directors;
 - c. Organize the passing of resolutions and decisions of the Board of Directors;
 - d. Supervise the implementation process of resolutions and decisions of the Board of Directors;
 - e. Chair the General Meeting of Shareholders;
 - f. Other rights and obligations prescribed by the Enterprise Law and the Company Charter.
4. If the Chairman of the Board of Directors submits a resignation letter or is removed, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation letter or removal. If the Chairman is absent or unable to perform their duties, they must authorize another member in writing to exercise the rights and obligations of the Chairman based on principles in the Company Charter. In case there is no authorized person, or the Chairman dies, goes missing, is temporarily detained, serving a prison sentence, serving administrative handling measures at mandatory drug rehabilitation centers or mandatory educational institutions, fleeing from their residence, has limited or lost civil act capacity, has cognitive or behavioral difficulties, or is banned by the Court from holding certain positions or practicing certain professions, the remaining members shall elect one person from among the members to hold the position of Chairman according to the principle of majority approval by the remaining members until there is a new decision by the Board of Directors.
 5. When deemed necessary, the Board of Directors decides to appoint a Company Secretary. The Company Secretary has the following rights and obligations:
 - a. Assist in organizing and convening meetings of the General Meeting of Shareholders and the Board of Directors; record meeting minutes;
 - b. Assist Board members in performing their assigned rights and obligations;
 - c. Assist the Board of Directors in applying and implementing corporate governance principles;
 - d. Assist the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; ensure compliance with obligations to provide information, disclose information, and administrative procedures.

Article 8. Dismissal, removal, replacement, and supplementation of members of the Board of Directors


1. The General Meeting of Shareholders dismisses a member of the Board of Directors in the following cases:

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- a. That member no longer meets the qualifications to be a Board member according to Article 155 of the Enterprise Law or is prohibited from being a Board member by law.
 - b. That member submits a resignation letter which is accepted.
 - c. Other cases stipulated in the Company Charter.
2. The General Meeting of Shareholders removes a member of the Board of Directors in the following cases:
 - a. That member fails to participate in the activities of the Board of Directors for six (06) consecutive months, except in force majeure events.
 - b. A member who is a representative of an institutional shareholder is removed when they lose the right to represent that institutional shareholder.
 - c. Other cases stipulated in the Company Charter.
 3. When deemed necessary, the General Meeting of Shareholders decides to replace a member of the Board of Directors; dismiss or remove a member of the Board of Directors in cases other than those specified in Clauses 1 and 2 of this Article.
 4. The Board of Directors must convene a General Meeting of Shareholders to elect supplementary members of the Board of Directors in the following cases:
 - a. The number of Board members is reduced by more than one-third (1/3) of the number prescribed in the Company Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;
 - b. The number of independent Board members decreases, failing to ensure the ratio prescribed in point b, Clause 1, Article 137 of the Enterprise Law;
 - c. Except for the cases specified in points a and b of this Clause, the General Meeting of Shareholders elects new members to replace the dismissed or removed Board members at the nearest meeting.

Article 9. Method of electing, dismissing, and removing members of the Board of Directors

1. A shareholder or a group of shareholders owning 10% or more of the total ordinary shares has the right to nominate candidates for the Board of Directors. Unless otherwise provided by the Company Charter, the nomination of candidates to the Board of Directors is carried out as follows:
 - a. Ordinary shareholders forming a group to nominate candidates to the Board of Directors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;
 - b. Based on the number of Board members, the shareholder or group of shareholders defined in this Clause has the right to nominate one or several


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candidates according to the decision of the General Meeting of Shareholders. If the number of candidates nominated by the shareholder or group of shareholders is lower than the number they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

2. If the number of candidates for the Board of Directors through nomination and self-nomination is still insufficient as required by Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors introduces additional candidates or organizes nominations in accordance with the Company Charter, Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect Board members in accordance with the law.
3. The voting to elect members of the Board of Directors must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors, and the shareholder has the right to accumulate all or part of their total votes for one or several candidates. Elected members of the Board of Directors are determined by the number of votes from highest to lowest, starting from the candidate with the highest votes until the required number of members stipulated in the Company Charter is reached. If 02 or more candidates achieve the same number of votes for the last vacancy on the Board of Directors, a re-election will be conducted among the candidates with equal votes, or a selection will be made according to the criteria in the election regulations or the Company Charter.
4. The election, dismissal, and removal of members of the Board of Directors are decided by the General Meeting of Shareholders based on the principle of voting.

Article 10. Notice of election, dismissal, and removal of members of the Board of Directors

1. Once the candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must make a written commitment regarding the truthfulness and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully, and for the highest interest of the Company if elected as a Board member. Information related to candidates for the Board of Directors to be disclosed includes:
 - a. Full name, date, month, and year of birth;


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- b. Professional qualifications;
 - c. Work experience;
 - d. Other management positions (including Board of Directors positions in other companies);
 - e. Interests related to the Company and the Company's related parties;
 - f. Other information (if any) as stipulated in the Company Charter;
 - g. A public company is responsible for disclosing information about the companies where the candidate holds the position of Board member, other management positions, and the candidate's interests related to the Company (if any).
2. The notification of the results of the election, dismissal, and removal of Board members shall be implemented in accordance with guiding regulations on information disclosure.


Chapter III. BOARD OF DIRECTORS

Article 11. Rights and obligations of the Board of Directors

1. The Board of Directors is the management body of the Company, having full authority in the name of the Company to decide and perform the rights and obligations of the Company, except for those within the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following powers and obligations:
 - a. Decide on the strategy, medium-term development plan, annual business and production plan, and budget of the Company;
 - b. Decide on market development, marketing, and technology solutions;
 - c. Appoint, dismiss, and remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, and terminate contracts with the General Director, other key managers, and authorized representatives participating in the Board of Directors or General Meeting of Shareholders in other companies. This removal must not contradict the contractual rights of the removed persons (if any); Decide on salaries, remuneration, and other benefits for those positions.
 - d. Decide on the organizational structure and internal management regulations of the Company, decide on the establishment, division, separation, consolidation, merger, reorganization, or dissolution, change of address of Subsidiaries, Branches, Representative Offices, and capital contributions, purchase/transfer of shares of other enterprises;

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- e. Decide on the type of seal, quantity, form, and content of the seal of the Company, Branches, and Representative Offices of the Company;
 - f. Resolve the Company's complaints against managers and decide on selecting the Company's representative to handle issues relating to legal procedures against such managers;
 - g. Recommend types of shares and total number of authorized shares to be offered for each type and decide to sell new shares within the scope of authorized shares for each type; decide to mobilize additional capital through other forms;
 - h. Propose the issuance of convertible bonds and warrants allowing owners to buy shares at a predetermined price;
 - i. Decide on the offering price of bonds, shares, and convertible securities if authorized by the General Meeting of Shareholders;
 - j. Propose profit distribution, the ratio of fund allocations, propose the annual dividend level, and determine the advance dividend level; pay dividends to shareholders according to legal provisions after approval by the Annual General Meeting of Shareholders; handle losses arising during business operations;
 - k. Propose the restructuring, dissolution, or bankruptcy of the Company;
 - l. Decide to repurchase up to 10% of the total shares of each type that have been offered within 12 months;
 - m. Decide on investment plans and investment projects within its competence and limits as prescribed by law;
 - n. Approve the program and documentary content serving the General Meeting of Shareholders, convene the General Meeting of Shareholders, or gather opinions for the General Meeting of Shareholders to pass decisions;
 - o. Submit annual financial reports to the General Meeting of Shareholders;
 - p. Decide on contracts and transactions as specified in Clause 2, Article 33 of the Company Charter.
 - q. Other rights and obligations not falling within the scope specified in Clause 2, Article 14 of the Company Charter and as prescribed by the Enterprise Law.
3. The Board of Directors passes resolutions and decisions by voting at meetings, gathering written opinions, or other forms prescribed by the Company Charter. Each member of the Board of Directors has one vote.
 4. If a resolution or decision passed by the Board of Directors contradicts legal regulations, resolutions of the General Meeting of Shareholders, or the Company Charter, causing damage to the Company, the members who voted to pass that resolution or decision shall be jointly and personally liable and must compensate the Company for the damages; members who opposed passing said resolution or decision are exempt from liability. In this case, shareholders of the Company have the right to request the Court to suspend the execution or cancel the mentioned resolution or decision.

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Article 12. Duties and powers of the Board of Directors in approving and signing contracts and transactions

1. The authority of the Board of Directors in approving and signing contracts and transactions is implemented in accordance with Clause 2, Article 33, and Clause 3, Article 25 of the Company Charter.
2. The Company's representative signing contracts or transactions under the authority of the Board of Directors must notify Board members and Supervisors of the related parties regarding that contract or transaction and attach the draft contract or main contents of the transaction. The Board of Directors decides on the approval of the contract or transaction within 15 days from the date of receiving the notice; Board members with interests related to parties in the contract or transaction have no voting rights..

Article 13. Responsibilities of the Board of Directors in convening an extraordinary General Meeting of Shareholders

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a. The Board of Directors deems it necessary for the interests of the Company;
 - b. The remaining number of members of the Board of Directors or Board of Supervisors is less than the minimum number required by law;
 - c. At the request of a shareholder or a group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law; the request to convene a General Meeting of Shareholders must be made in writing, clearly stating the reason and purpose of the meeting, with enough signatures of relevant shareholders, or the request document is made in multiple copies gathering enough signatures of relevant shareholders;
 - d. At the request of the Board of Supervisors;
 - e. Other cases according to legal regulations and the Company Charter.
2. Convening an extraordinary General Meeting of Shareholders:

The Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the remaining number of Board members, independent Board members, or Supervisors falls below the minimum required by the Enterprise Law or upon receiving the requests specified in points c and d, Clause 1 of this Article.
3. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a. Prepare the list of shareholders entitled to attend the meeting;
 - b. Provide information and resolve complaints related to the list of shareholders;
 - c. Prepare the program and content of the meeting;

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- d. Prepare documents for the meeting;
- e. Draft resolutions of the General Meeting of Shareholders according to the expected content of the meeting; list and detailed information of candidates in case of electing members of the Board of Directors or Supervisors;
- f. Determine the time and location of the meeting;
- g. Send meeting invitations to each shareholder entitled to attend in accordance with the Enterprise Law;
- h. Other tasks serving the meeting.


Article 14. Subcommittees assisting the Board of Directors

1. The Board of Directors may establish affiliated subcommittees in charge of development policy, human resources, compensation, internal audit, and risk management. The number of members of a subcommittee is decided by the Board of Directors, with a minimum of 03 persons, including members of the Board of Directors and external members. Independent Board members/non-executive Board members should make up the majority in a subcommittee, and one of these members is appointed as the Head of the subcommittee by the decision of the Board of Directors. The operation of the subcommittee must comply with the regulations of the Board of Directors.
2. The implementation of decisions of the Board of Directors or of subcommittees affiliated with the Board of Directors must comply with current legal regulations and the provisions of the Company Charter and Internal Regulations on Corporate Governance.


Chapter IV. MEETINGS OF THE BOARD OF DIRECTORS

Article 15. Meetings of the Board of Directors

1. The Chairman of the Board of Directors is elected at the first meeting of the Board of Directors within 07 working days from the election completion date of that Board of Directors. This meeting is convened and chaired by the member who received the highest number of votes or the highest voting percentage. If more than one member has the highest and equal number of votes or voting percentage, these members elect by majority rule to choose 01 person among them to convene the Board of Directors meeting.
2. The Board of Directors must meet at least once every quarter and can hold extraordinary meetings.
3. The Chairman of the Board of Directors convenes a Board meeting in the following cases:

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- a. Upon the request of the Board of Supervisors or an independent member of the Board of Directors;
 - b. Upon the request of the General Director or at least 05 other managers;
 - c. Upon the request of at least 02 members of the Board of Directors.
4. The requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, the issues to be discussed, and decisions falling within the authority of the Board of Directors.
 5. The Chairman of the Board of Directors must convene a Board meeting within 07 working days from the date of receiving the request specified in Clause 3 of this Article. If a Board meeting is not convened as requested, the Chairman of the Board of Directors must bear responsibility for damages caused to the Company; the requesters have the right to substitute the Chairman in convening the Board of Directors meeting; người đề nghị có quyền thay thế Chủ tịch Hội đồng quản trị triệu tập họp Hội đồng quản trị.
 6. The Chairman of the Board of Directors or the convenor must send meeting invitations at least 03 working days prior to the meeting date. The invitation must specify the meeting time, location, agenda, discussion topics, and decisions. The meeting invitation must be accompanied by documents to be used at the meeting and members' voting ballots.
 7. The invitation to a Board of Directors meeting can be sent via physical invitation letter, telephone, fax, electronic means, or other methods prescribed by the Company Charter and ensure it reaches the registered contact address of each Board member at the Company.
 8. The Chairman of the Board of Directors or the convenor shall send the meeting invitation and accompanying documents to the Supervisors in the same manner as to the members of the Board of Directors.
 9. Supervisors have the right to attend Board meetings; they have the right to discuss but cannot vote.
 10. A Board of Directors meeting is conducted when at least 3/4 of the total members are present. If a meeting convened under this Clause does not have enough attending members as required, it can be convened for a second time within 07 days from the intended date of the first meeting. In this case, the meeting is conducted if more than half the number of Board members attend.
 11. A Board member is considered attending and voting at a meeting in the following cases:
 - a. Attending and voting directly at the meeting;
 - b. Authorizing another person to attend and vote according to Clause 13 of this Article;

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- c. Attending and voting via video conference, electronic voting, or other electronic forms;
 - d. Sending a voting ballot to the meeting via mail, fax, or email.
12. If sending a voting ballot via mail, it must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors at least 01 hour before the opening. The voting ballot can only be opened in the presence of all attendees.
 13. Members must fully attend all Board of Directors meetings. A member is allowed to authorize another person to attend and vote if approved by the majority of Board members.
 14. A resolution or decision of the Board of Directors is passed if approved by the majority of attending members; in case of an equal number of votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Article 16. Minutes of the Board of Directors' Meeting

1. The Board of Directors meetings must be recorded in minutes and can be audio-recorded or recorded and stored in other electronic forms. Minutes of Board of Directors meetings must be made in Vietnamese and must bear the signatures of all Board members attending the meeting, or if the Minutes are made in multiple copies, each copy must bear the signature of at least one (01) Board member participating in the meeting, and include the following main contents:
 - a. Name, address of the head office, enterprise code;
 - b. Meeting time and location;
 - c. Purpose, agenda, and content of the meeting;
 - d. Full name of each attending member or authorized attendee and their method of attendance; full names of non-attending members and reasons;
 - e. Issues discussed and voted on at the meeting;
 - f. Summary of the opinions expressed by each attending member in the chronological sequence of the meeting;
 - g. Voting results indicating members who approved, disapproved, and abstained;
 - h. Issues passed and the corresponding approval voting ratios;
 - i. Full names and signatures of the chairperson and the minute-taker, except as prescribed in Clause 2 of this Article.
2. In the event the chairperson or minute-taker refuses to sign the meeting minutes, but if all other attending Board members sign and the minutes contain full contents as prescribed in points a, b, c, d, đ, e, g, and h, Clause 1 of this Article, the minutes are effective.

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3. The chairperson, the minute-taker, and those signing the minutes are responsible for the truthfulness and accuracy of the contents of the Board of Directors meeting minutes.
4. Board of Directors meeting minutes and documents used in the meeting must be stored at the Company's head office.


Chapter V. REPORTING AND DISCLOSURE OF INTERESTS

Article 17. Submission of annual reports

1. At the end of the fiscal year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:
 - a. Report on the Company's business results;
 - b. Financial statements;
 - c. Assessment report on the management and administration of the Company;
 - d. Appraisal report of the Board of Supervisors.
2. The reports specified in Points a, b and c of Clause 1 of this Article must be submitted to the Board of Supervisors for appraisal no later than 30 days prior to the opening date of the Annual General Meeting of Shareholders.
3. Reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Board of Supervisors, and the audit report must be kept at the Company's head office no later than 10 days before the opening date of the Annual General Meeting of Shareholders. A shareholder owning shares of the Company continuously for at least 01 year has the right, individually or with lawyers, accountants, or auditors holding practicing certificates, to directly examine the reports stipulated in this Article.

Article 18. Remuneration, bonuses, and other benefits of members of the Board of Directors

1. The Company has the right to pay remuneration and bonuses to Board members based on business results and efficiency.
2. Board members are entitled to receive job remuneration and bonuses. The job remuneration is calculated based on the number of working days required to fulfill the duties of a Board member and the daily remuneration rate. The Board of Directors estimates the remuneration for each member based on a unanimous principle. The total level of remuneration and bonuses for the Board of Directors is decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each Board member is calculated into the Company's business expenses in accordance with the law on corporate income tax,

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presented as a separate item in the Company's annual financial report, and must be reported to the General Meeting of Shareholders at the annual meeting.

4. A Board member holding an executive position, or a Board member working in subcommittees of the Board of Directors, or performing tasks beyond the regular duties of a Board member, may receive additional remuneration in the form of a lump-sum payment per occasion, salary, commission, profit percentage, or other forms decided by the Board of Directors.
5. Board members have the right to be reimbursed for all travel, accommodation, and other reasonable expenses they have paid when fulfilling their responsibilities as a Board member, including expenses incurred when attending General Meetings of Shareholders, Board of Directors meetings, or Board subcommittee meetings.
6. Board members may have liability insurance purchased by the Company upon approval by the General Meeting of Shareholders. This insurance does not cover liabilities of Board members relating to violations of the law and the Company Charter.

Article 19. Disclosure of related interests

The disclosure of interests and related persons of the Company is carried out as follows:

1. Board members of the Company must declare to the Company their related interests, including:
 - a. Name, enterprise code, head office address, business lines of enterprises in which they own capital contributions or shares; the percentage and time of ownership of those capital contributions or shares;
 - b. Name, enterprise code, head office address, business lines of enterprises in which their related persons jointly or separately own a capital contribution or shares accounting for more than 10% of the charter capital.
2. The declaration specified in Clause 1 of this Article must be completed within 07 working days from the date the related interest arises; any amendments or supplements must be notified to the Company within 07 working days from the date of the corresponding amendments or supplements.
3. A Board member acting personally or on behalf of others to carry out work in any form within the business scope of the Company must explain the nature and content of that work to the Board of Directors and can only execute it when approved by the majority of the remaining members of the Board of Directors; if implemented without declaration or without the approval of the Board of Directors, all income derived from that activity belongs to the Company.

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Chapter VI. RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 20. Relationship among members of the Board of Directors

1. The relationship among members of the Board of Directors is a cooperative one; Board members are responsible for informing each other of relevant issues during the processing of assigned tasks.
2. During task processing, the primarily responsible assigned Board member must proactively coordinate processing if there are issues related to fields overseen by other Board members. In the event of differing opinions among Board members, the primarily responsible member shall report to the Chairman of the Board of Directors for review and decision within their authority, or organize a meeting or gather opinions of Board members in accordance with the law, the Company Charter, and this Regulation.
3. In case of reassignment among Board members, the Board members must hand over the relevant work, files, and documents. This handover must be documented in writing and reported to the Chairman of the Board of Directors.

Article 21. Relationship with the Executive Board

In its governance role, the Board of Directors issues resolutions for the General Director and the executive apparatus to execute. At the same time, the Board of Directors inspects and supervises the execution of the resolutions.


Article 22. Relationship with the Board of Supervisors

1. The relationship between the Board of Directors and the Board of Supervisors is a coordinating relationship. The working relationship between the Board of Directors and the Board of Supervisors is based on principles of equality and independence, while maintaining close coordination and mutual support during the execution of duties.
2. Upon receiving inspection minutes or general reports from the Board of Supervisors, the Board of Directors is responsible for studying them and directing relevant departments to build plans and take timely rectifying actions.

Chapter VII. IMPLEMENTATION

Article 23. Effect of implementation

1. The Regulation on the Operation of the Board of Directors of Power Engineering Consulting Joint Stock Company 3 consists of 07 Chapters, 23 Articles, and replaces the Regulation on the Operation of the BOD issued under Decision No. 0101/QĐ-TVĐ3-HĐQT dated May 4, 2021, and is effective from the date of signing.

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2. In the event that provisions of the Company Charter and relevant laws are not mentioned in this Regulation, or in the event there are new provisions of the Company Charter and relevant laws that differ from clauses in this Regulation, those provisions of the Company Charter and the law shall automatically be applied and adjusted./.