



**VMG MEDIA JOINT
STOCK COMPANY**

No. 01/TTr-VMG/AGM

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, date ... month ... 2026

DRAFT

PROPOSAL

(Re: Approval of the 2025 Audited Financial Statements)

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises and current guiding documents;
- Pursuant to the Law on Securities and current guiding documents;
- Pursuant to the 2025 audited financial statements of VMG Media Joint Stock Company.

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("AGM") for approval of the 2025 audited financial statements of VMG Media Joint Stock Company (the "Company") as follows:

The Company's 2025 financial statements have been audited by AASC Auditing Firm Company Limited in accordance with standards, inspected by the Company's Supervisory Board, and published by the Company as prescribed, and simultaneously posted on the website: <https://www.vmgmedia.vn> including:

- 1) Report of the Independent Auditor;
- 2) Balance Sheet;
- 3) Income Statement;
- 4) Cash Flow Statement;
- 5) Notes to the Financial Statements.

Among which are some key indicators in the 2025 audited financial statements as follows:

No.	Indicator	2025 Financial Statements (VND)
A	FINANCIAL POSITION	
I	TOTAL ASSETS	783.029.067.013
1	Short-term assets	718.897.045.170
2	Long-term assets	64.132.021.843
II	TOTAL RESOURCES	783.029.067.013
1	Liabilities	193.478.699.295
a	Short-term liabilities	191.939.275.420
b	Long-term liabilities	1.539.423.875
2	Owner's equity	589.550.367.718
B	BUSINESS RESULTS	

No.	Indicator	2025 Financial Statements (VND)
1	Revenue from sales and services	1.320.436.654.028
2	Financial revenue	49.902.016.374
3	Other income	957.654.163
4	Total expenses	1.269.495.949.025
5	Profit before tax	101.800.375.540*
6	Profit after tax	98.672.412.687*

****In which, the Profit from the reversal of lawsuit provision is 87.8 billion VND***

The BOD respectfully submits to the AGM for approval of the Company's 2025 financial statements audited by AASC Auditing Firm Company Limited.

The BOD respectfully submits to the AGM for approval of the Company's 2025 financial statements audited by AASC Auditing Firm Company Limited!

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

Recipients:

- AGM;
- Filing: Admin Office.



Nguyen Hoang Nam



DRAFT

Hanoi, date 13 month 05 2026

(Re: Approval of the 2025 profit distribution plan)

- Pursuant to the 2020 Law on Enterprises;
- Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;
- Pursuant to the 2025 audited financial statements of VMG Media Joint Stock Company.

2025 Profit distribution plan:

III	Remaining undistributed profit (*)	120.463.026.764
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Note: add explanation part

() The remainder of the total accumulated undistributed profit after tax as of December 31, 2025, which is 120,463,026,764 VND, will be retained to supplement working capital for business operations and strengthen the Company's financial capacity.*

This capital source will be strategically allocated to optimize the efficiency of current business segments, while concurrently focusing on investing in and developing new services with breakthrough potential and high growth value in the future

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

Recipients:

- AGM;
- Filing: Admin Office.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Nguyen Hoang Nam





**VMG MEDIA JOINT
STOCK COMPANY**

No.: 03/TTr-VMG/AGM

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, date 13 month 05 2026

PROPOSAL

(Re: Approval of the 2026 business plan)

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- *Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;*
- *Pursuant to the 2025 audited financial statements of VMG Media Joint Stock Company;*
- *Based on the actual business situation of the Company and the forecast for the Technology, Information and Communication sector in 2026.*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2026 Business Plan including the following contents:

- | | |
|--------------------------------|-------------------------|
| 1. 2026 Revenue | : 1.481.524 million VND |
| 2. 2026 Profit before tax | : 38.565 million VND |
| 3. Expected 2026 dividend rate | : 0% / Charter capital |

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

Recipients:

- *AGM;*
- *Filing: Admin Office.*

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

Nguyen Hoang Nam



VMG MEDIA JOINT
STOCK COMPANY

No.: 04/TTr-VMG/AGM

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, date 13 month 05 2026

DRAFT

PROPOSAL

(Re: Selection of the audit firm for the 2026 financial statements)

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises and current guiding documents;
- Pursuant to the Law on Securities and current guiding documents;
- Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;
- Pursuant to the List of audit firms approved to audit public interest entities in the securities sector in 2026 by the State Securities Commission.

The Supervisory Board ("SB") respectfully submits to the General Meeting of Shareholders ("AGM") for approval the selection of an independent audit firm to perform the audit and review of the 2026 Financial Statements for VMG Media Joint Stock Company (the "Company") as follows:

1. Criteria for selecting an independent audit firm:

The Supervisory Board proposes to the General Meeting of Shareholders the criteria for selecting an independent audit firm as follows:

- Being a legally operating Company in Vietnam;
- Being on the list approved by the Ministry of Finance and the State Securities Commission to audit public interest entities in 2026;
- Having a good reputation and brand in the auditing field in Vietnam;
- Having experience in conducting audits for public companies and telecommunications companies in Vietnam, suitable for the Company's business lines;
- Having a team of auditors with high professional qualifications and extensive experience;
- Meeting the requirements regarding the audit scope and audit plan of the Company;
- Having no conflict of interest when performing the audit of the Company's Financial Statements;
- Having no conflict of interest when performing the audit of the Company's Financial Statements.

2. Proposing the AGM to approve the selection of the Audit Firm

Proposing the AGM to approve the selection of the Audit Firm:



- The criteria stated in section 1 of this Proposal as a basis for selecting an independent audit firm to provide auditing and reviewing services for the Company's 2026 financial statement.
- Authorizing the Board of Directors to decide on selecting 01 audit firm and assigning the Board of Management to sign an audit service provision contract with the selected independent audit firm to perform the audit and review of the Company's 2026 financial statements based on meeting the set criteria and ensuring maximum benefits for the Company.

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

**ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE BOARD**

Recipients:

- AGM;
- Filing: Admin Office.

Nguyen Thoi Dai





SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, date 13 month 05 2026

PROPOSAL

(Re: 2026 Remuneration plan for the BOD and SB)

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;
- Pursuant to the Vote Counting Minutes of the Board of Directors of VMG Media Joint Stock Company No. .../2026/BBH-HĐQT dated/03/2026.

To ensure the attachment of responsibilities to the benefits of the Board of Directors and the Supervisory Board in managing and supervising the business operations of VMG Media Joint Stock Company, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("AGM") for approval the remuneration paid to the Board of Directors ("BOD") and the Supervisory Board ("SB") in 2025 and the remuneration plan for the BOD and SB in 2026 as follows:

1. Remuneration paid to BOD members and SB members in 2025:

Based on the business performance in 2025, the AGM paid the remuneration for BOD members and SB members in 2025 (**totaling 307,494,040 VND**) exactly according to the plan approved at the 2025 Annual General Meeting of Shareholders. Detailed information has been specifically reported by the BOD in the 2025 Financial Statements.

2. Remuneration plan for BOD members and SB members in 2026:

No	Position	Number of people	Remuneration (VND/month)	Number of months	Total estimated cost
1	Chairman of the BOD	1	7.000.000	12	84.000.000
2	Member of the BOD	4	5.000.000	12	240.000.000
3	Head of the SB	1	5.000.000	12	60.000.000
4	Member of the SB	2	3.000.000	12	72.000.000
Total					456.000.000
In words: Four hundred and fifty-six million VND even./.					

3. **Implementation time:** From May 13, 2026 to December 31, 2026.

4. **Implementation principles:**

- Strictly comply with the Company's regimes, policies, and provisions of law. In which:
 - + For BOD/SB members who do not receive a salary at the Company: Pay remuneration according to the norms and resolutions of the AGM.
 - + For members concurrently holding executive management positions at the Company, the BOD/SB remuneration is paid independently of the salary and other welfare benefits under the labor contract.
 - + The remuneration is accounted for in the Company's business expenses and does not include personal income tax. The Company performs tax deduction at source before payment.
 - + Bonus payout ratio applicable to BOD members: Not exceeding 20% of the profit after tax exceeding the plan approved by the AGM .
- Authorize the BOD to execute the payment of remuneration and bonuses (if any) for BOD members and SB members .

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



Recipients:

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

- AGM;
- Filing: Admin Office.

Nguyen Hoang Nam



**VMG MEDIA JOINT
STOCK COMPANY**

No.: 06/TTr-VMG/AGM

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, date 13 month 05 2026

PROPOSAL

(Re: Amendment and supplement of business lines)

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises and current guiding documents;
- Pursuant to the Law on Securities and current guiding documents;
- Pursuant to the current Charter on Organization and Operation of VMG Media Joint Stock Company;
- Based on the actual situation and development orientation of VMG Media Joint Stock Company.

The Board of Directors ("BOD") of VMG Media Joint Stock Company (the "Company") respectfully submits to the General Meeting of Shareholders ("AGM") for consideration and approval of the following contents:

1. Approving the supplement to the list of business line codes.
2. Approving the amendment of business lines according to Decision No. 36/2025/QĐ-TTg dated November 15, 2025 of the Prime Minister on promulgating the Vietnam Standard Industrial Classification.
3. Approving the removal of business lines whose codes no longer exist in Decision 36/2025/QĐ-TTg.
4. Implementation and authorization:
 - The AGM authorizes the BOD to have full authority to decide on the selection, amendment, or specification of business lines (including level-4 codes and detailed contents) to ensure compatibility with the Vietnam Standard Industrial Classification or according to the actual requirements of the competent business registration authority.
 - The AGM authorizes the BOD to amend and update the corresponding business lines in the Company's Charter after completing the business registration procedures.
 - The BOD has the right to sub-authorize the Chairman of the BOD or the legal representative to carry out the procedures for registering business changes at the functional authorities, and to sign relevant documents and dossiers to complete the supplement of business lines in accordance with the provisions of Law.
 - In case there is a change in the regulations on economic business line codes or a request for amendment from the competent authority, the AGM authorizes the BOD to update and amend the business line codes in accordance with current legal provisions.

(Detailed contents are stated in the attached Appendix 01.)

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

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

Recipients :

- AGM ;
- Filing: Admin Office .

Nguyen Hoang Nam

APPENDIX 01

SUMMARY TABLE OF AMENDED AND SUPPLEMENTED CONTENTS

VMG MEDIA JOINT STOCK COMPANY

(Attached to Proposal No. 06 on the supplement of business lines)

I. Legal basis:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (2020 Law on Enterprises);
- Decree No. 01/2021/ND-CP dated January 04, 2021 of the Government on enterprise registration.
- Decision No. 36/2025/QĐ-TTg dated November 15, 2025 of the Prime Minister on promulgating the Vietnam Standard Industrial Classification (replacing Decision 27/2018/QĐ-TTg).
- The current Charter on Organization and Operation of VMG Media Joint Stock Company issued on May 03, 2024.

II. Contents of amendment, modification, and supplement:

1. Supplementing the following business lines to suit the Company's orientation of expanding production and business areas in the next period:

No.	Name of the supplemented business line	Code	Main business line (In case the supplemented business line is the main business line, mark X to select one of the declared lines)
1	Activities of employment placement agencies	7810	
2	Temporary employment agency activities	7821	
3	Other human resources provision	7822	

2. Removing the following business line:

No.	Name of business line removed from the registered list	Code	Note
1	Retail sale via mail order houses or via internet.	4791	Business line no longer exists in Decision 36/2025/QĐ-TTg

3. Updating the following business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg:

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
1	Web portals (Not press activities)	6312	1	Web search portals and other information service activities (Not press activities)	6390
2	Retail sale of computers, peripheral units, software and telecommunications equipment in specialized stores	4741	2	Retail sale of information and communication equipment	4740

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
3	Other telecommunications activities Details: - Online game services; - Media services, publication distribution (books, newspapers, periodicals); - Agent providing and exploiting value-added services on telecommunications networks, Internet in Vietnam; - Providing electronic game services on the network; - Digital information content services: services provided on the network environment operating directly to support, serve the production, exploitation, distribution, upgrade, warranty, maintenance of digital information content products and other similar activities related to digital information content; - Providing information content services on mobile telecommunication networks;	6190 (Chính)	3	Other telecommunications activities: Details: - Online game services; - Media services, publication distribution (books, newspapers, periodicals); - Agent providing and exploiting value-added services on telecommunications networks, Internet in Vietnam; - Providing electronic game services on the network; - Digital information content services: services provided on the network environment operating directly to support, serve the production, exploitation, distribution, upgrade, warranty, maintenance of digital information content products and other similar activities related to digital information content; - Providing information content services on mobile telecommunication networks; - Providing content services on telecommunication networks;	6910 (Chính)

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
	<ul style="list-style-type: none"> - Providing content services on telecommunication networks; - Telecommunications service agent (Article 15 of the Law on Telecommunications) - Public digital signature authentication service <p>(Article 11 of Decree 130/2018/ND-CP guiding the Law on Electronic Transactions on Digital Signatures and digital signature authentication)</p> <ul style="list-style-type: none"> - Time-stamping service <p>(Article 30 of Decree 130/2018/ND-CP guiding the Law on Electronic Transactions on Digital Signatures and digital signature authentication)</p> <ul style="list-style-type: none"> - Establishing public telecommunications networks: Establishing terrestrial mobile telecommunications networks not using radio frequency bands (virtual mobile telecommunications networks) <p>(Article 36 of the Law on Telecommunications, Clause 2 Article 20</p>			<ul style="list-style-type: none"> - Telecommunications service agent (Article 14 of the 2023 Law on Telecommunications) - Public digital signature authentication service (Article 26 of Decree 23/2025/ND-CP regulating Electronic Signatures and Trusted Transactions) - Time-stamping service (Article 24 of Decree 23/2025/ND-CP regulating Electronic Signatures and Trusted Transactions) - Establishing public telecommunications networks: Establishing terrestrial mobile telecommunications networks not using radio frequency bands (virtual mobile telecommunications networks) <p>(Article 36 of the 2023 Law on Telecommunications, Clause 3 Article 32 of Decree 163/2024/ND-CP guiding the Law on Telecommunications)</p>	

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
	of Decree 25/2011/ND-CP guiding the Law on Telecommunications				
4	Educational support services Details: Educational consulting; Educational guidance services; Educational testing evaluation services; Educational testing services; Organizing student exchange programs; Study abroad consulting services	8560	4	Other educational support activities Details: Educational consulting; Educational guidance services; Educational testing evaluation services; Educational testing services; Organizing student exchange programs; Study abroad consulting services	8569
5	Motion picture, video and television programme production activities Details: Producing, trading, organizing radio and television programs, theatrical art performances (except for state-banned programs)	5911	5	Motion picture, video and television programme production activities Details: Producing, trading, organizing radio and television programs, theatrical art performances (except for state-banned programs)	5911
6	Wholesale of other machinery and equipment Details: - Trading in equipment and machinery serving the media, telecommunications, and information technology industries;	4659	6	Wholesale of other machinery and equipment Details: - Trading in equipment and machinery serving the media, telecommunications, and information technology industries;	4659

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
	- Trading in fire prevention and fighting means, equipment, and materials (Clause 9 Article 41 of Decree 136/2020/ND-CP guiding the Law on Fire Prevention and Fighting)			- Trading in fire prevention and fighting means, equipment, and materials	
7	Other amusement and recreation activities n.e.c. Details: Amusement and recreation services on television, mass media (except for state-banned amusement and recreation types);	9329	7	Other amusement and recreation activities Details: Amusement and recreation services on television, mass media (except for state-banned amusement and recreation types)	9329
8	Repair of computers and peripheral equipment Details: Repair and computer hardware consulting services	9511	8	Repair and maintenance of computers, information and communication equipment Details: Repair and computer hardware consulting services	9510
9	Manufacture of computers and peripheral equipment Details: Manufacture of computer hardware;	2620	9	Manufacture of computers and peripheral equipment Details: Manufacture of computer hardware;	2620

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
10	Wholesale of computers, computer peripheral equipment and software Details: - Production and computer software consulting services; - Wholesale of software	4651	10	Wholesale of computers, computer peripheral equipment and software Details: - Production and computer software consulting services; - Wholesale of software	4651
11	Data processing, hosting and related activities Details: Activities of providing hosting information infrastructure, data processing services and related activities such as: specialized hosting activities such as Web hosting, streaming services or application hosting, providing time-share mainframe customers. Data processing activities include complete processing and reporting specific outputs from data provided by customers or data entry and automated data processing;	6311	11	IT infrastructure, data processing, hosting and related activities Details: Activities of providing hosting information infrastructure, data processing services and related activities such as: specialized hosting activities such as Web hosting, streaming services or application hosting, providing time-share mainframe application services for customers. Data processing activities include complete processing and reporting specific outputs from data provided by customers or data entry and automated data processing;	6310
12	Other retail sale in non-specialized stores	4719	12	Other non-specialized retail sale	4719

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
13	Other information service activities n.e.c. Details: - Telephone-based information services; - Information search services on a contract or fee basis; - News clipping services, press clipping, etc. - Electronic contract authentication activities (Article 63 of Decree 52/2013 on e-commerce)	6399	13	Web search portals and other information service activities Details: - Telephone-based information services; - Information search services on a contract or fee basis; - News clipping services, press clipping, etc. - Electronic contract authentication activities (Clause 22 Article 1 of Decree No. 85/2021/ND-CP amending and supplementing a number of articles of Decree No. 52/2013/ND-CP of the Government on E-commerce)	6390
14	Photocopying, document preparation and other specialized office support activities Details: Photocopying, document preparation	8219	14	Office administrative and support activities Details: Photocopying, document preparation	8210
15	Payment and credit support service activities Details: Payment intermediary services (Clause 10 Article 6 of the Law on State Bank of Vietnam), e-wallet services (Clause 1 Article 1 of Decree 80/2016/ND-CP dated July 01, 2016),	8291	15	Payment and credit support service activities Details:	8291

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
	payment gateway services (Point a, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Collection and payment support services (Point b, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Electronic money transfer support services (Point b, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Electronic money transfer support services (Point b, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Provision of payment intermediary services (Article 15 of Decree 101/2012/ND-CP dated November 22, 2012, Clause 8 Article 1 of Decree 80/2016/ND-CP dated July 01, 2016 and Article 3 of Decree 16/2019/ND-CP dated February 01, 2019) (operating under the Operating License of the State Bank)			Payment intermediary services, e-wallet services, payment gateway services; Collection and payment support services; Electronic money transfer support services; Provision of payment intermediary services (<i>Article 22 of Decree 52/2024/ND-CP regulating non-cash payments</i>) (operating under the Operating License of the State Bank)	
16	Wireless telecommunications activities	6120	16	Wired, wireless and satellite telecommunications activities	6110
17	Wired telecommunications activities	6110			
18	Creative, arts and entertainment activities	9000	17	Operation of arts facilities and venues	9031
			18	Other support activities for creative arts and artistic performance	9039
19	Computer programming activities	6201	19	Development of electronic games, electronic game software and electronic game software tools	6211
			20	Other computer programming	6219

BEFORE UPDATE			AFTER UPDATE		
No.	Name of business line	Code	No.	Name of business line	Code
20	Computer consultancy and computer facilities management activities	6202	21	Computer consultancy and computer facilities management activities	6220
21	Other information technology and computer service activities	6209	22	Other computer and information technology service activities	6290

Note: The Company's existing business lines that are not in the above amended and supplemented list remain unchanged and are continuously maintained on the Enterprise Registration Certificate in accordance with the provisions of law.



**VMG MEDIA JOINT STOCK
COMPANY**

No. 07/TTr-VMG/AGM

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, date 13 month 05 2026

PROPOSAL

(Re: Amendment and supplement to the Charter of VMG Media Joint Stock Company)

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 and its guiding documents;
- Pursuant to the current Charter on Organization and Operation of VMG Media Joint Stock Company issued on May 03, 2024.

To perfect the internal legal framework, standardize regulations to better suit actual operations, and simultaneously improve governance efficiency and executive coordination mechanisms within the Company, the Board of Directors ("BOD") has reviewed the Company's current Charter. Accordingly, the BOD finds that a number of articles and clauses of the Charter need to be considered for amendment and supplement to ensure compatibility with current legal provisions and meet management requirements in the new period. The BOD respectfully submits to the General Meeting of Shareholders ("AGM") the amendment and supplement plan with the following specific contents

1. Updating and perfecting regulations on governance and administration: The amended and supplemented contents aim to more clearly define the authority, responsibilities, and obligations of each level, ensuring transparency and efficiency in organization and operation.
2. Standardizing document drafting techniques and citations: The new draft Charter has been reviewed and adjusted in terms of structure, wording, specialized legal terminology, and citation contents to ensure consistency and accuracy in form and content (this amendment and supplement absolutely do not change the nature or meaning of the provisions). After modifying or supplementing a number of Clauses/Articles, the order and arrangement of some contents in the new Charter are also updated and changed accordingly.

The main amended and supplemented contents to the Company's Charter are specifically presented in Appendix 01 attached to this Proposal.

The BOD respectfully submits to the General Meeting of Shareholders ("AGM") for consideration and approval of the amended and supplemented contents of the Company's Charter according to the attached Appendix 01 and the new draft Charter of the Company. This new draft Charter, after being approved by the AGM, will replace the Charter issued on May 03, 2024. Assigning the Legal Representative of the Company to organize the review, completion, and signing for promulgation of the new Charter

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

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

Recipients:

- AGM;
- Filing: Admin Office.

Nguyen Hoang Nam

APPENDIX I
SUMMARY TABLE OF AMENDMENTS AND SUPPLEMENTS TO THE CHARTER
VMG MEDIA JOINT STOCK COMPANY
(Attached to proposal No: 07/TTTr-VMG/AGM)

I. Purpose of amendment

To build and perfect the Company's Charter to comply with the 2020 Law on Enterprises and the 2019 Law on Securities

II. Legal basis and explanation

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (2020 Law on Enterprises);
- Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (2019 Law on Securities);
- 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;
- 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/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- The proposed changes in the "Current Charter" section are text lines shown with underlines;
- The contents to be amended and supplemented in the "**Proposed amendment, supplement**" section are in italics.

III. Contents of amendment and supplement:

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
Clause 1 Article 1	This Charter was last amended on April 24, 2024	This Charter was amended for the 2nd time on September 11, 2020, the 3rd time on June 29, 2023, the 4th time on April 24, 2024 and last amended on May 13, 2026.		Based on the actual situation
Clause 1 Article 1	g) " <i>Enterprise executive</i> " means the General Director, Deputy General Director, Chief Accountant and senior managers as prescribed in the Company's Charter;	g) " <i>Enterprise executive</i> " means the General Director, Deputy General Directors, Chief Financial Officer, Chief Accountant, Chief Human Resources Officer and senior managers as prescribed in the Company's Charter;	Point g, clause 1, article 1	Based on the actual situation
Clause 3 Article 2	3. The registered head office of the Company is: a) Address: Floor 6, PEAKVIEW Tower, No. 36 Hoang Cau, O Cho Dua Ward, Dua Ward, Dong Da District, Hanoi	3. 3. The registered head office of the Company is: b) Address: Floor 6, PEAKVIEW Tower, No. 36 Hoang Cau, O Cho Dua Ward, Hanoi City, Vietnam.		Based on the actual situation

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	city.			
Clause 1 Article 3	1. The Company's business lines are: a) Web portals (except press activities);	<i>Web search portals and other information service activities (Not press activities)</i>		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	b) Retail sale via mail order houses or via internet;	Remove business line code as it no longer exists on the system		
	c) Retail sale of computers, peripheral units, software and telecommunications equipment in specialized stores;	<i>Retail sale of information and communication equipment</i>		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	d) Call centre activities;	Keep unchanged		
	e) Other telecommunications activities Details: - Online game services; - Media services, publication distribution (books, newspapers, periodicals); - Agent providing and exploiting value-added services on telecommunications networks, Internet in Vietnam; - Providing electronic game services on the network; - Digital information content services: services provided on the network environment operating directly to	- Other telecommunications activities Details: - Online game services; - Media services, publication distribution (books, newspapers, periodicals); - Agent providing and exploiting value-added services on telecommunications networks, Internet in Vietnam; - Providing electronic game services on the network; - Digital information content services: services provided on the network environment operating directly to support,		Updating legal basis

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>support, serve the production, exploitation, distribution, upgrade, warranty, maintenance of digital information content products and other similar activities related to digital information content;</p> <ul style="list-style-type: none"> - Providing information content services on mobile telecommunication networks; - Providing content services on telecommunication networks; - Telecommunications service agent (Article 15 of the Law on Telecommunications) - Public digital signature authentication service (Article 11 of Decree 130/2018/ND-CP guiding the Law on Electronic Transactions on Digital Signatures and digital signature authentication) - Time-stamping service (Article 30 of Decree 130/2018/ND-CP guiding the Law on Electronic Transactions on Digital Signatures and digital signature authentication) - Establishing public telecommunications networks: Establishing terrestrial mobile telecommunications networks not using radio frequency bands (virtual mobile telecommunications networks) 	<p>serve the production, exploitation, distribution, upgrade, warranty, maintenance of digital information content products and other similar activities related to digital information content;</p> <ul style="list-style-type: none"> - Providing information content services on mobile telecommunication networks; - Providing content services on telecommunication networks; - Telecommunications service agent (Article 14 of the 2023 Law on Telecommunications) - Public digital signature authentication service (Article 26 of Decree 23/2025/ND-CP regulating Electronic Signatures and Trusted Transactions) - Time-stamping service (Article 24 of Decree 23/2025/ND-CP regulating Electronic Signatures and Trusted Transactions) - Establishing public telecommunications networks: Establishing terrestrial mobile telecommunications networks not using radio frequency bands (virtual mobile telecommunications networks) (Article 36 of the 2023 Law on Telecommunications, Clause 3 Article 32 of Decree 163/2024/ND-CP guiding the Law on Telecommunications)* 		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	(Article 36 of the Law on Telecommunications, Clause 2 Article 20 of Decree 25/2011/ND-CP guiding the Law on Telecommunications			
	e) Record production and publishing of music publications;	Keep unchanged		
	f) Printing;	Keep unchanged		
	Real estate trading, land use rights of owners, users or leased;	Keep unchanged		
	g) Educational support services; Details: Educational consulting; Educational guidance services; Educational testing evaluation services; Educational testing services; Organizing student exchange programs; Study abroad consulting services	Other educational support activities Details: Educational consulting; Educational guidance services; Educational testing evaluation services; Educational testing services; Organizing student exchange programs; Study abroad consulting services.		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	h) Motion picture, video and television programme production activities;	Keep unchanged		
	Wholesale of other machinery and equipment Chi tiết: Details: - Trading in equipment and machinery serving the media, telecommunications, and information technology industries; - Trading in fire prevention and fighting means, equipment, and materials Decree 136/2020/ND-CP guiding the	Wholesale of other machinery and equipment Details: - Trading in equipment and machinery serving the media, telecommunications, and information technology industries; - Trading in fire prevention and fighting means, equipment, and materials		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<i>Law on Fire Prevention and Fighting</i>			
	i) Other amusement and recreation activities n.e.c; Details: Amusement and recreation services on television, mass media (except for state-banned amusement and recreation types)	Other amusement and recreation activities Details: Amusement and recreation services on television, mass media (except for state-banned amusement and recreation types)		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	j) Market research and public opinion polling;	Keep unchanged		
	k) Advertising;	Keep unchanged		
	l) Repair of computers and peripheral equipment Details: Repair and computer hardware consulting services	Repair and maintenance of computers, information and communication equipment Details: Repair and computer hardware consulting services		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	m) Manufacture of computers and peripheral equipment; Details: Manufacture of computer hardware;	Manufacture of computers and peripheral equipment Details: Manufacture of computer hardware;		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	n) Wholesale of computers, computer peripheral equipment and software Details: - Production and computer software consulting services; - Wholesale of software.	Wholesale of computers, computer peripheral equipment and software Details: - Production and computer software consulting services; - Wholesale of software		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	o) Data processing, hosting and related activities; Details: Activities of providing hosting information infrastructure, data processing services and related activities such as:	<i>IT infrastructure, data processing, hosting and related activities</i> Details: Activities of providing hosting information infrastructure, data		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	specialized hosting activities such as Web hosting, streaming services or application hosting, providing time-share mainframe application services for customers. Data processing activities include complete processing and reporting specific outputs from data provided by customers or data entry and automated data processing;.	processing services and related activities such as: specialized hosting activities such as Web hosting, streaming services or application hosting, providing time-share mainframe application services for customers. Data processing activities include complete processing and reporting specific outputs from data provided by customers or data entry and automated data processing;		Decision 36/2025/QĐ-TTg
	p) Activities of insurance agents and brokers;	Keep unchanged		
	q) Other retail sale in non-specialized stores;	<i>Other non-specialized retail sale</i>		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	r) Other information service activities n.e.c. Details: - Telephone-based information services; - Information search services on a contract or fee basis; - News clipping services, press clipping, etc. - Electronic contract authentication activities (<i>Article 63 of Decree 52/2013 on e-commerce</i>)	<i>Web search portals and other information service activities</i> Details: - Telephone-based information services; - Information search services on a contract or fee basis; - News clipping services, press clipping, etc. - Electronic contract authentication activities (<i>Clause 22 Article 1 of Decree No. 85/2021/ND-CP amending and supplementing a number of articles of Decree No. 52/2013/ND-CP of the Government on E-commerce</i>)		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	s) Other sports activities;	Keep unchanged		
	t) Organizing trade promotion and introduction. Agents, brokers, auction of goods Details: Agent for selling goods; Commodity brokerage	Keep unchanged		
	u) Photocopying, document preparation and other specialized office support activities;	Keep unchanged		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	v) Pre-primary education;	Keep unchanged		
	w) Kindergarten education;	Keep unchanged		
	x) Primary vocational training;	Keep unchanged		
	y) Secondary vocational training;	Keep unchanged		
	z) College-level training;	Keep unchanged		
	aa) Sports and recreation education;	Keep unchanged		
	bb) Cultural and arts education	Keep unchanged		
	Other education n.e.c Details: Teaching foreign languages and conversational skills; Computer training; Non-degree education at training centers; Tutoring services; Preparatory education; Educational centers providing remedial courses for students; Driving instruction for non-professional drivers.	Keep unchanged		
	cc) Payment and credit support service activities. Details: Payment intermediary services (Clause 10 Article 6 of the Law on State Bank of Vietnam), e-wallet services	Payment and credit support service activities Chi tiết: Details: Payment intermediary services, e-wallet services, payment gateway services;		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>(Clause 1 Article 1 of Decree 80/2016/ND-CP dated July 01, 2016), payment gateway services (Point a, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Collection and payment support services (Point b, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Electronic money transfer support services (Point b, Clause 1, Article 15 of Decree 101/2012/ND-CP dated November 22, 2012); Provision of payment intermediary services (Article 15 of Decree 101/2012/ND-CP dated November 22, 2022, Clause 8 Article 1 of Decree 80/2016/ND-CP dated July 01, 2016 and Article 3 of Decree 16/2019/ND-CP dated February 01, 2019) (operating under the Operating License of the State Bank))</p>	<p>Collection and payment support services; Electronic money transfer support services; Provision of payment intermediary services (Article 22 of Decree 52/2024/ND-CP regulating non-cash payments) (operating under the Operating License of the State Bank)</p>		
	<p>dd) Other telecommunications activities Details: Telecommunications service agent (Article 15 of the Law on Telecommunications) Establishing public telecommunications networks: Establishing terrestrial mobile telecommunications networks not using radio frequency bands (virtual mobile telecommunications networks).</p>	<p>Keep unchanged</p>		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>(Article 36 of the Law on Telecommunications, Clause 2 Article 20 of Decree 25/2011/ND-CP guiding the Law on Telecommunications).</p> <p>Public digital signature authentication service (Article 11 of Decree 130/2018/ND-CP guiding the Law on Electronic Transactions on Digital Signatures and digital signature authentication).</p> <p>Time-stamping service (Article 30 of Decree 130/2018/ND-CP guiding the Law on Electronic Transactions on Digital Signatures and digital signature authentication)</p>			
	<p>jj) Other information service activities n.e.c</p> <p>Details:</p> <ul style="list-style-type: none"> - Telephone-based information services; - Information search services on a contract or fee basis; - News clipping services, press clipping, etc. - Electronic contract authentication activities <p>*(Article 63 of Decree 52/2013 on e-commerce)</p>	<p><i>Web search portals and other information service activities</i></p> <p>Details:</p> <ul style="list-style-type: none"> - Telephone-based information services; - Information search services on a contract or fee basis; - News clipping services, press clipping, etc. - Electronic contract authentication activities (Clause 22 Article 1 of Decree No. 85/2021/ND-CP amending and supplementing a number of articles of Decree No. 52/2013/ND-CP of the Government on E-commerce) 		<p>Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg</p>
	<p>jj) Wireless telecommunications activities.</p>	<p><i>Wired, wireless and satellite</i></p>		<p>Updating business lines due to</p>

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	ji) <i>Wired telecommunications activities</i>	<i>telecommunications activities.</i>		changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	jj) <i>Computer programming activities</i>	<i>Development of electronic games, electronic game software and electronic game software tools</i> <i>Other computer programming</i>		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	kk) <i>Computer consultancy and computer facilities management activities</i>	<i>Computer consultancy and computer facilities management activities</i>		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	ll) <i>Other information technology and computer service activities</i>	<i>Other computer and information technology service activities</i>		Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	mm) <i>Wholesale of other machinery and equipment</i> <i>Details: Trading in fire prevention and fighting means, equipment, and materials (Clause 9 Article 41 of Decree 136/2020/ND-CP guiding the Law on Fire Prevention and Fighting)</i>	<i>Keep unchanged</i>		
	nn) <i>Retail sale of computers, peripheral units, software and telecommunications equipment in specialized stores</i>	<i>Keep unchanged</i>		
	nn) <i>Wholesale of computers, computer peripheral equipment and software</i>	<i>Keep unchanged</i>		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	Details: - Wholesale of software.			
	oo) Creative, arts and entertainment activities	Keep unchanged		
	pp) Creative, arts and entertainment activities			Updating business lines due to changes in legal basis and/or changes in names and codes of business lines according to Decision 36/2025/QĐ-TTg
	qq)	<i>Activities of employment placement agencies.</i>		Supplementing business lines to suit the Company's orientation of expanding production and business areas in the next period
	rr)	<i>Temporary employment agency activities.</i>		
	ss)	<i>Domestic human resources provision and management</i>		
Clause 4 Article 5	Name, address and number of shares and other details of Founding Shareholders according to the provisions of the Law on Enterprises will be stated in Appendix 1 attached. This appendix is a part of this Charter.	Amended content: Name, address and number of shares and other details of Founding Shareholders according to the provisions of the Law on Enterprises.		Remove the content of the attached Appendix 1
Clause 3 Article 6	3. Within 30 days from the date of submitting a complete dossier requesting the transfer of share ownership according to the Company's regulations or within 30 days from the date of full payment for purchasing shares as prescribed in the Company's share issuance plan (or another time limit as prescribed by the issuance terms), the owner of the shares shall be granted a share certificate. The	Supplemented content: 3. The Company's shares are issued in the form of certificates, book entries, or electronic data. For shares that have been registered and deposited centrally as prescribed, ownership is established by recording on the account system of the competent organization for securities registration and depository and complying with the provisions of law.	Clause 1 Article 7	Pursuant to Article 121 of the Law on Enterprises. According to Article 61, Article 62 of the 2019 Law on Securities and Clause 1 Article 149 of Decree 155/2020/ND-CP

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	share owner does not have to pay the Company for the cost of printing the share certificate	4. For shares that have not been deposited or are allowed to be issued in the form of certificates according to the provisions of law: Within 30 days from the date of submitting a complete valid request dossier or from the date of completing the payment obligation to purchase shares according to the issuance plan, the share owner will be granted a Share Certificate by the Company. The share owner does not have to pay the Company the cost of printing this certificate "		
Clause 3 Article 7	1. All shares are freely transferable unless otherwise provided by this Charter and the law. All shares listed on the Securities Trading Center will be transferred in accordance with the regulations of the State Securities Commission and the Securities Trading Center.	Amended content: 1. All shares of the Company are freely transferable, except for cases of restricted transfer as prescribed by Law and this Charter. The Company's shares that have been registered, centrally deposited and listed/registered for trading on the systems of the Stock Exchanges shall be transferred in accordance with the provisions of the law on securities and the securities market; including regulations on trading, clearing and settlement methods of the management agency and related market operating organizations	Clause 1 Article 7	Based on the actual situation
Khoản 3 Điều 7	2. Within 03 (three) years from the date of establishment, founding Shareholders may not transfer their shares, special cases must be	Amended whole content: Within a period of 03 (three) years from the date the Company is granted the Enterprise	Clause 3 Article 7	Pursuant to Clause 3 and Clause 4 Article 120 of the 2020 Law on Enterprises

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	approved by the AGMB.	Registration Certificate for the first time, ordinary shares of a founding shareholder are freely transferable to other founding shareholders and may only be transferred to a person who is not a founding shareholder if approved by the General Meeting of Shareholders. In this case, the founding shareholder who intends to transfer ordinary shares does not have the right to vote on the transfer of such shares.		
Clause 4 Article 7	<p>3. The transfer of shares must be made in writing and registered in the Shareholder register. After the time of registration in the Shareholder register, the parties have no right to sue regarding the transfer of shares. Only a Shareholder whose name is in the Shareholder register is recognized as a legal Shareholder of the Company. The transfer document is signed by or on behalf of the transferor and (except in the case where the shares have been fully paid) by or on behalf of the transferee. The transferor remains the owner of the relevant shares until the name of the transferee is entered in the Shareholder register, unless the transferor authorizes the transferee to attend the AGM held during that time in accordance with the Law on Enterprises.</p>	<p>Amended whole content:</p> <p>4. Share transfer procedures:</p> <p>a. The transfer of shares is carried out in writing in the usual way or by handing over the share certificate. The transfer document must be signed by the transferor and the transferee or their authorized representatives.</p> <p>c. For shares that have been centrally registered and deposited, the transfer shall be carried out in accordance with the provisions of the law on securities and the securities market.</p> <p>d. The establishment of ownership rights and changes in shareholder information are based on the records on the system of the securities registration, depository and clearing organization</p>	Points a, b, c, d Clause 4 Article 7	Pursuant to Article 127 of the 2020 Law on Enterprises and Article 62 of the 2019 Law on Securities

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
Clause 5 Article 7	<p>4. The BOD has the absolute right to refuse to register the transfer of any registered shares that have not been fully paid.</p>	<p>Amended content: The BOD is responsible for refusing to register the transfer of registered shares that have not been fully paid in accordance with the Law and this Charter</p>		According to Clause 3 Article 127 of the 2020 Law on Enterprises
Clause 6 Article 7	<p>5. When the company lists securities on the securities market, the transfer of freely offered shares on the securities market shall be carried out in accordance with the provisions of the law on securities.</p>	<p>Amended whole content: From the time the Company's shares are listed or registered for trading on the securities trading system, the transfer of shares shall be carried out in accordance with the provisions of the law on securities and the securities market, including regulations on centralized securities trading, registration, depository, clearing and settlement.</p>		According to Article 62 of the 2019 Law on Securities
Clause 7 Article 7	<p>6. In the event of the death of a Shareholder, only the following persons shall be recognized by the Company as having ownership rights over the deceased's shares: a) The heir by will or by law of that shareholder; If there are multiple legal joint heirs, they must appoint a single representative owner through a notarized authorization procedure. The Company only recognizes this representative owner and does not resolve disputes among heirs. These provisions do not release the</p>	<p>Amended and supplemented content: In the event of the death of a Shareholder, only the following persons shall be recognized by the Company as having ownership rights over the deceased's shares: a) The heir by will or by law of that shareholder. The determination of the heir is carried out in accordance with the provisions of the civil law; b) In case there are multiple legal joint heirs to a number of shares, the co-heirs must appoint a single representative in writing with notarization/authentication to exercise the rights and obligations towards the</p>		According to Clause 1 Article 127 of the 2020 Law on Enterprises; Articles 611 to 662, Article 658 of the 2015 Civil Code

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	deceased Shareholder's estate from any liabilities attached to any shares held by that person.	<p>Company. The Company only recognizes and works with this representative in related governance relations; Any disputes among co-heirs shall be resolved by themselves or according to the decision of the competent state authority.</p> <p><i>c) The heir is only established shareholder rights after the heir completes the procedures for declaring the inheritance and registering information in accordance with the Law and the depository organization.</i></p> <p><i>d) The inheritance of shares does not terminate the financial obligations or legal liabilities attached to such shares that the deceased has not yet fulfilled towards the Company.</i></p> <p><i>e) For centrally registered and deposited shares, the order and procedures for transferring ownership to the heir shall be carried out in accordance with the regulations of the securities registration, depository and clearing organization</i></p>		
Clause 8 Article 7	8. In case an individual shareholder dies without an heir, the heir refuses to accept the inheritance or is disinherited, the shares of that shareholder shall be resolved in accordance with the provisions of the civil law.	<p>Supplemented content:</p> <p>In case an individual shareholder dies (or is declared dead by the Court) without an heir, the heir refuses to accept or is disinherited, such shares shall be resolved in accordance with the provisions of the civil law and related regulations on securities.</p>		Clause 2 Article 127 of the 2020 Law on Enterprises
Clause 9 Article 7	9. A shareholder has the right to donate part or all of his/her shares in the company to other individuals or organizations; use shares to pay debts.	<p>Supplemented content:</p> <p>A shareholder has the right to donate part or all of his/her shares in the company to other individuals or organizations; use shares to</p>		Clause 5 Article 127 of the 2020 Law on Enterprises

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	Individuals or organizations that are donated or receive debt payment in shares will become shareholders of the company.	pay debts. Individuals or organizations that are donated or receive debt payment in shares will become shareholders of the company from the time their information is fully recorded in the Shareholder Register or the centralized securities depository system.		
Clause 10 Article 7	10. Individuals and organizations receiving shares in the cases specified in this Article only become company shareholders from the time their information specified in Clause 2 Article 122 of the Law on Enterprises is fully recorded in the shareholding register.	Supplemented content: Individuals and organizations receiving shares in the cases specified in this Article only become company shareholders from the time their information specified in Clause 2 Article 122 of the Law on Enterprises is fully recorded in the shareholding register or recorded on the depository account system of the securities registration, depository and clearing organization.		Article 122 of the 2020 Law on Enterprises
Clause 11 Article 7	11. The Company must register changes of shareholders in the shareholder register upon the request of the relevant shareholder within 24 hours from receiving the request in accordance with the company's Charter.	Amended whole content: For shares not centrally deposited, the Company shall register changes of shareholders in the Shareholder Register within 03 (three) working days from receiving a complete valid dossier as prescribed. For centrally registered and deposited shares, the recording of ownership is carried out based on the list of shareholders provided by the securities registration, depository and clearing organization or according to the confirmation of the depository member		Clause 6 Article 127 of the 2020 Law on Enterprises, Article 62 of the 2019 Law on Securities

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
Clause 3 Article 8	<p>If the requirements of an above notice are not met, the BOD may forfeit any shares mentioned in the notice and at any time before the full payment of the amounts due, interest and related expenses. This forfeiture will include all dividends declared in respect of the forfeited shares that have not actually been paid up to the time of forfeiture. The BOD may accept the surrender of the forfeited shares as prescribed below and in other cases prescribed in this Charter.</p>	<p>Supplemented content: If the requirements of an above notice are not met, the BOD may decide to forfeit any shares mentioned in the notice and at any time before the full payment of the amounts due, interest and related expenses. The forfeiture includes all arising rights and declared but unpaid dividends in respect of such shares up to the time of forfeiture. The BOD may authorize one or several persons to carry out transfer procedures, sign contracts and update the Shareholder Register (or depository system) to complete the handling of forfeited shares. The BOD may accept the surrender of the forfeited shares as prescribed below and in other cases prescribed in this Charter.</p>		Based on the actual situation
Clause 4 Article 8	<p>Any forfeited or surrendered shares shall become the property of the Company and may be sold, re-allotted or otherwise disposed of to the person who, prior to the time of forfeiture or surrender, held such shares or to any other person upon such terms and in such manner as the BOD thinks fit. If necessary, the BOD may authorize certain persons to transfer such shares to any other person.</p>	<p>Amended content: Forfeited shares are considered as shares authorized for offering. The BOD may directly sell, re-allot or otherwise dispose of to the person who, prior to the time of forfeiture or surrender, held such shares or to any other person upon such terms and in such manner as the BOD thinks fit. If necessary, the BOD may authorize certain persons to transfer such shares to any other person.</p>		Clause 4 Article 112 of the Law on Enterprises and Clause 3 Article 113 of the 2020 Law on Enterprises
Clause 5 Article 8	<p>A Shareholder holding forfeited or surrendered shares shall cease to be a Shareholder in respect of those shares but shall remain liable to pay to the Company</p>	<p>A Shareholder holding forfeited or surrendered shares shall cease to be a Shareholder in respect of those shares but shall remain liable to pay to the Company</p>		Based on the actual situation

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	all moneys relating to those shares which at the date of forfeiture or surrender were payable to the Company together with interest at a rate (not exceeding 8% per annum) determined by the BOD from the date of forfeiture or surrender until the date of payment and the BOD has absolute discretion to enforce payment of the full value of the shares at the time of forfeiture or surrender or may waive payment of part or all of such amount.	all moneys relating to those shares which at the date of forfeiture or surrender were payable to the Company together with interest at a rate (not exceeding 8% per annum or according to the bank's overdue interest rate at the time of arising) determined by the BOD from the date of forfeiture or surrender until the date of full payment. The BOD has the right to decide on enforcement measures or consider waiving part of the interest in special cases.		
Clause 6 Article 8	When shares are forfeited, a notice of forfeiture shall be sent to the holder of the shares prior to the time of forfeiture; but in any case, the forfeiture shall not be invalidated by reason of omission or negligence in sending the notice.	Amended whole content: After having a forfeiture decision, the Company sends a notice to the person whose shares are forfeited. Technical omissions in the process of sending the notice do not change the legal validity of the forfeiture decision issued in the correct prescribed order		Based on the actual situation
Article 9	Management organizational structure The organizational and management structure of the Company includes: a) General Meeting of Shareholders; b) Supervisory Board; c) Board of Directors; and d) General Director.	Governance and control organizational structure: The organizational, governance and control structure of the Company includes a) General Meeting of Shareholders; b) Board of Directors; c) Supervisory Board; and d) General Director. <i>The Board of Directors is responsible for appointing at least one (01) person to be the Person in charge of corporate governance concurrently acting as the Company Secretary to support governance and executive work as prescribed by law for</i>		Point a clause 1 Article 137 of the 2020 Law on Enterprises

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
		<i>public companies.</i>		
Clause 1 Article 14	Shareholders who have the right to attend the AGM according to the law can attend in person or authorize their representative to attend. The authorized representative does not necessarily have to be a Shareholder.	Supplemented content: Shareholders who have the right to attend the AGM according to the law can attend in person or authorize their representative to attend. The authorized representative does not necessarily have to be a Shareholder. In case there is more than one authorized representative, the specific number of authorized shares for each representative must be determined.		
Clause 3 Article 20	The structure of the Board of Directors is as follows: The structure of the Company's Board of Directors must ensure that at least 1/3 of the total members of the Board of Directors are non-executive members. The Company strictly limits members of the Board of Directors concurrently holding executive positions of the Company to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors must ensure the regulation of having at least 01 independent member.	3. The structure of the Board of Directors members is as follows: The structure of the Company's Board of Directors must ensure that at least 1/3 of the total members of the Board of Directors are non-executive members. The Company strictly limits members of the Board of Directors concurrently holding executive positions of the Company to ensure the independence of the Board of Directors. The total number of independent members of the Board of Directors must ensure the regulation of having at least 01 independent member; The number of independent members must ensure compliance with the provisions of law on public company governance and listing.		Clause 4 Article 276 of Decree 155
Clause 5 Article	Nominating members of the BOD:	Keep the ratio unchanged according to		1. Clause 2 Article 115 of the

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
20	a) A shareholder or a group of shareholders holding 10% or more of the total ordinary shares has the right to nominate candidates to the Board of Directors according to the Law on Enterprises and the company's Charter. A shareholder or a group of shareholders holding from 10% to less than 20% may nominate a maximum of one (01) candidate; from 20% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate a maximum of three (03) candidates; from 40% to less than 50% or more may nominate a maximum of four (04) candidates; from 50% or more may nominate a maximum of five (05) candidates.	Appendix 01 of Circular 116		Law on Enterprises. Rights of ordinary shareholders: A shareholder or a group of shareholders holding 5% or more of the total ordinary shares or a smaller ratio as prescribed in the company's Charter has the following rights. 2. Circular No. 116/2020/TT-BTC issued by the Ministry of Finance on December 31, 2020: 2. A shareholder or a group of shareholders holding 10% or more of the total ordinary shares or a smaller ratio as prescribed in the company's Charter has the right to nominate candidates to the Board of Directors.
Clause 5 Article 21	The BOD may authorize subordinate officers and managers to represent and act on behalf of the company, even when the matter requires evaluation and conclusion, unless otherwise provided by law and the Charter.	Supplemented content: The BOD may authorize subordinate officers and managers to represent and act on behalf of the company, even when the matter requires evaluation and conclusion, unless otherwise provided by law and the Charter. The authorization does not alter the ultimate responsibility of the Board of Directors to the General Meeting of Shareholders and the law		Clause 4 Article 153 of the 2020 Law on Enterprises
Khoản 1 và 2 điều 22	1. The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors	Supplemented content:		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>among the members of the Board of Directors.</p> <p>2. The Chairman of the Board of Directors may not concurrently be the General Director.</p>	<p>1. The Chairman of the Board of Directors is elected, dismissed, or removed by the Board of Directors among the members of the Board of Directors.</p> <p>2. The Chairman of the Board of Directors may not concurrently be the General Director of the company.</p> <p>3. The Company may have one or more legal representatives. The Chairman of the Board of Directors and/or the General Director are the legal representatives of the Company as prescribed in this Charter and according to the assignment of the Board of Directors. The Board of Directors decides on the assignment of rights, obligations and scope of representation of each legal representative in accordance with the provisions of law</p>		<p>Article 275 of Decree 155/2020/ND-CP on securities law.</p> <p>Article 12 of the Law on Enterprises (Legal representative of the enterprise</p>
<p>Clause 3 Article 22</p>	<p>The Chairman of the Board of Directors has the following rights and obligations:</p> <p>a) Prepare the working program and plan of the Board of Directors;</p> <p>b) Prepare the program, contents, and documents serving the meeting;</p> <p>c) Convene, preside over and chair the Board of Directors meeting;</p> <p>d) Organize the approval of resolutions and decisions of the Board of Directors;</p> <p>e) Monitor the process of organizing the implementation of resolutions and decisions of the Board of Directors;</p>	<p>Supplemented content:</p> <p>c) Organize the approval and sign on behalf of the BOD to promulgate the resolutions and decisions of the Board of Directors and other important documents within the authority of the Board of Directors.</p> <p>g) The Chairman of the Board of Directors directly directs the Person in charge of corporate governance (Company Secretary) and has the right to mobilize the assisting apparatus and resources of the Company to serve the activities of the Board of Directors, affiliated Committees and the</p>		<p>Article 158 of the 2020 Law on Enterprises.</p> <p>Article 282 - Person in charge of corporate governance</p>

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>f) Chair the General Meeting of Shareholders;</p> <p>g) Other rights and obligations according to the Law on Enterprises and the Company's Charter.</p>	organization of the General Meeting of Shareholders.		
Point b Clause 7 Article 22	<p>7. Tasks and powers of a BOD member are as follows:</p> <p>b) Has the right to request officers and positions in the Company to fully provide all documents related to the Company's operations to perform his/her duties;</p>	<p>Supplemented content:</p> <p>b) Has the right to request the General Director, Deputy General Director, Directors and other managers in the Company to fully and accurately provide information and documents related to the Company's operations to perform his/her duties. The request and provision of information shall be carried out according to the procedure prescribed in the Internal Governance Regulation</p>		Clause 1 Article 159 of the 2020 Law on Enterprises
Điều 23	<p><i>Meetings of the BOD</i></p> <p>1. The Chairman of the Board of Directors must convene regular and extraordinary Board of Directors meetings, prepare the agenda, time and venue at least three (03) working days before the meeting date. The Chairman may convene a meeting when deemed necessary, but must meet at least once (01) every quarter</p> <p>2. The Chairman of the Board of Directors convenes a Board of Directors meeting in the following cases.</p> <p>a) Upon request of the Supervisory Board or an independent member of the Board of Directors;</p>	<p>Supplemented content:</p> <p>1. The Chairman of the Board of Directors is elected in the first meeting of the Board of Directors within 07 working days from the end of the election of that Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. If there is more than one member with the highest and equal number of votes or percentage of votes, the members shall vote according to the majority principle to choose 01 person</p>		Clause 1 Article 157 of the 2020 Law on Enterprises

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>b) Upon request of the General Director or at least 05 other managers;</p> <p>c) Upon request of at least 02 members of the Board of Directors;</p>	<p><i>among them to convene the Board of Directors meeting.</i></p> <p>2. <i>The Chairman of the Board of Directors must convene regular and extraordinary Board of Directors meetings, prepare the agenda, time and venue at least three (03) working days before the meeting date. The Chairman may convene a meeting when deemed necessary, but must meet at least once (01) every quarter.</i></p>		
<p>Clause 11 Article 23</p>	<p>If desired, that person can speak to all other attending members simultaneously. Communication among members can be made directly, via telephone or by other means of communication (whether already in use at the time of adopting this Charter or to be used later) or a combination of these methods. Under this Charter, each Board member participating in such a meeting is deemed to be "present" at that meeting. A meeting held under this provision is deemed to take place at the location where the largest group of BOD members gathers, or if there is no such group, the location where the Chairperson is present will be deemed the meeting location. Resolutions passed in a telephone meeting properly convened and conducted shall take effect immediately upon the conclusion of the meeting but must be confirmed by the</p>	<p>Supplemented content:</p> <p>If desired, that person can speak to all other attending members simultaneously. Communication among members can be made directly, via telephone or by other means of communication (whether already in use at the time of adopting this Charter or to be used later) or a combination of these methods. Under this Charter, each Board member participating in such a meeting is deemed to be "present" at that meeting. A meeting held under this provision is deemed to take place at the location where the largest group of BOD members gathers, or if there is no such group, the location where the Chairperson is present will be deemed the meeting location. Resolutions passed in a telephone meeting properly convened and conducted shall take effect</p>		<p>Articles 22 and 23 of the Law on Electronic Transactions</p>

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	signatures in the minutes of all BOD members attending this meeting.	immediately upon the conclusion of the meeting but must be confirmed by the signatures in the minutes of all BOD members attending this meeting. Signatures can be wet signatures, digital signatures, or signatures sent via scan/fax and kept with the original minutes.		
Khoản 12 Điều 23	<p>12. Resolution in writing. A resolution in writing must be signed by all of the following Board members: a) Members who have the right to vote on the Resolution at the Board meeting; b) The number of members present is not lower than the minimum number of members required to conduct a Board meeting.</p> <p>This type of Resolution is as valid and effective as a Resolution passed by the Board members at a regularly convened and held meeting. The Resolution may be passed by using multiple copies of the same document if each copy is signed by one or more members.</p>	<p>Supplemented content 12. Resolution in writing. A resolution in writing must be signed by all of the following Board members: a) Members who have the right to vote on the Resolution at the Board meeting; b) The number of members present is not lower than the minimum number of members required to conduct a Board meeting.</p> <p>This type of Resolution is as valid and effective as a Resolution passed by the Board members at a regularly convened and held meeting. The Resolution may be passed by using multiple copies of the same document if each copy is signed by one or more members.</p> <p>The Chairman of the BOD or an authorized person sends the ballot attached with the dossier via a guaranteed method (registered mail, direct email or governance software). The minimum response time is 03 working days from the date of successful dispatch. If the specified time limit expires and the member does not return the voting ballot, it is considered a non-approval vote and the</p>		Clause 2 Article 153 of the Law on Enterprises

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
		Secretariat must clearly record this case in the Summary Minutes of the consultation results		
Clause 17 Article 23	17. Members must fully attend the 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 Board of Directors members.	Supplemented content: 17. Members must fully attend the 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 Board of Directors members. This approval can be made in writing or confirmed directly in the meeting minutes		
Article 25	<i>Management apparatus organization</i> The Company shall promulgate a management system whereby the management apparatus will be responsible and under the leadership of the BOD. The Company has one General Director, a number of Deputy General Directors and one Chief Financial Officer appointed by the BOD. The General Director and Deputy General Directors may concurrently be members of the BOD and are appointed or dismissed by the BOD pursuant to a properly passed Resolution.	Supplemented content: The Company shall promulgate a management system whereby the management apparatus will be responsible and under the leadership of the BOD. 1. The Company organizes the management apparatus according to the model of the Board of Directors, the Board of Management, the Executive Board, and other titles according to the provisions of law and this Charter. The executive apparatus is subject to the management and supervision of the Board of Directors. In which: - Board of Management (BOM): Is the leadership component making direct executive decisions on daily business operations. - Executive Board (EB): Is a broader		Điều 162. Luật Doanh nghiệp 2020

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
		<p>management system, including the BOM and functional management positions, playing an execution and advisory role.</p> <p>a. Board of Management: Includes the General Director and Deputy General Directors. The Board of Management is the core component, leading the activities of the Executive Board. The General Director is the head of the Board of Management, responsible to the Board of Directors for organizing the implementation of the AGM and BOD resolutions and management decisions according to the provisions of law and the company's Charter.</p> <p>b. Executive Board: Includes the Board of Management; Chief Financial Officer (CFO); Chief Human Resources Officer (CHRO); Chief Accountant; Directors of units/centers/functional blocks and other management titles decided by the BOD or General Director. The Executive Board operates under the assignment of the General Director and internal management regulations. EB members are responsible for inter-professional coordination, advising on solutions and reporting execution results to the BOM.</p> <p>2. The General Director, Deputy General Directors, and Chief Financial Officer may concurrently be members of the BOD and are appointed or dismissed by the BOD pursuant to a properly passed Resolution.</p>		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
		<p>3. The Company has a General Director, Deputy General Directors and a Chief Financial Officer appointed, dismissed, contracted, contract terminated and decided on salary, remuneration, and other benefits by the Board of Directors.</p> <p>4. The General Director is the person who runs the daily business operations of the Company, subject to the supervision of the Board of Directors and responsible to the Board of Directors and the law for the performance of assigned rights and obligations.</p> <p>5. The Board of Directors decides on the organizational structure, management decentralization, executive authorization and promulgates the internal management regulations of the Company</p>		
Article 26	<p><i>Senior managers</i></p> <ol style="list-style-type: none"> 1. Senior managers must have the necessary diligence to ensure the Company's operations and organization achieve the set objectives 2. The senior managers of the company are the Deputy General Directors, Chief Financial Officer, Chief Human Resources Officer and Chief Accountant of the company.. 3. Upon the proposal of the General Director and the approval of the BOD, the company may have 	<p>Supplemented content:</p> <ol style="list-style-type: none"> 1. Senior managers must have the necessary diligence to ensure the Company's operations and organization achieve the set objectives. 2. Senior managers are those appointed and dismissed by the Board of Directors, including: General Director; Deputy General Director; Chief Financial Officer; Chief Accountant; Chief Human Resources Officer and other management titles belonging to the Executive Board decided by the Board of Directors based on the proposal of the General Director. 		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	<p>additional other management titles as Senior managers.</p>	<p>3. Other management titles in the executive apparatus not falling under the subjects specified in this Clause shall be decided on appointment and dismissal by the General Director according to the management decentralization promulgated by the Board of Directors.</p> <p>4. Upon the proposal of the General Director and the approval of the BOD, the company may have additional other management titles as Senior managers.</p>		
<p>Article 27</p>	<p>According to the decision of the General Director, the company will have a certain number and types of other managers necessary or appropriate to implement management structures and practices. The BOD has the right to review and propose changes to the structure of other managers if deemed necessary for the highest benefit of the Company. Managers must have the necessary diligence to ensure the Company's operations and organization achieve the set objectives. These other managers do not include the senior managers decided by the BOD in Article 26.</p>	<p>Supplemented content:</p> <p>According to the decision of the General Director, the Company may have a certain number and types of other managers necessary or appropriate to implement the organizational structure and management activities of the Company according to the internal management regulations and management decentralization promulgated by the Board of Directors. The Board of Directors decides on the organizational structure, management decentralization and has the right to request adjustments to the management personnel structure when deemed necessary for the benefit of the Company. Managers must have the necessary diligence to ensure the Company's operations are organized and implemented to achieve the set objectives. The managers specified in this Article do not include the senior managers appointed and dismissed by the Board of Directors as specified in Article 26 of this Charter.</p>		

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
<p>Point b Clause 3 Article 28</p>	<p>Powers and duties: The General Director has the following powers and responsibilities:</p> <p>a) Deciding all matters not under the authority of the General Meeting of Shareholders and the Board of Directors, including signing financial and commercial contracts on behalf of the company, organizing and running the daily production and business operations of the Company in accordance with best management practices;</p>	<p>Supplemented content:</p> <p>a) Deciding all matters not under the authority of the General Meeting of Shareholders and the Board of Directors, including signing financial and commercial contracts, organizing and other transactions on behalf of the company within the limits and authority specifically stipulated in this Charter, the Internal Governance Regulation and the Financial Management Regulation of the Company; Running the daily production and business operations of the Company in accordance with best management practices;</p>		Based on actual situation
<p>Point c Clause 3 Article 28</p>	<p>c) For senior managers:</p> <ul style="list-style-type: none"> - Proposing the number and types of senior managers that the Company needs to hire (or no longer needs to use) for the BOD to appoint or dismiss when necessary to implement best management practices; - Proposing the BOD to decide the salary, remuneration, benefits and other terms of the labor contract of the senior manager. 	<p>Amended content</p> <p>b) For senior managers under the appointment authority of the BOD:</p> <ul style="list-style-type: none"> - Proposing the number and types of senior managers that the Company needs to hire (or no longer needs to use) for the BOD to appoint or dismiss when necessary to implement best management practices; - Proposing the BOD to decide the salary, remuneration, benefits and other terms of the labor contract of the senior manager 		Based on actual situation
<p>Clause 4 Article 31</p>	<p>For transactions with a value greater than 35% or transactions resulting in the value of transactions 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 latest financial statements, the important contents of these transactions as well as the relationship and</p>	<p>For transactions with a value from 35% or more or transactions resulting in the value of transactions 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 latest financial statements, the important contents of these transactions as well as the relationship and</p>		Unify the content within the same text paragraph

Content	Current Charter	Proposed amendment, supplement	Order in the new Charter	Reason, basis
	interests of the Board of Directors members, Supervisory Board members, General Director, other executives have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting ballots of shareholders without related interests.	interests of the Board of Directors members, Supervisory Board members, General Director, other executives have been disclosed to shareholders and approved by the General Meeting of Shareholders by voting ballots of shareholders without related interests.		

Note: In case the supplemented clauses are approved, the amended and supplemented Company Charter will be reasonably renumbered without changing the approved contents.





**VMG MEDIA JOINT
STOCK COMPANY**

No. 08/TT-VMG/AGM

DRAFT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, date 13 month 05 2026

PROPOSAL

*(Re: Approval of the listing plan for shares of VMG Media Joint Stock Company on the
Ho Chi Minh City Stock Exchange – HSX)*

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises and current guiding documents;
- Pursuant to the Law on Securities and current guiding documents;
- Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;
- Based on the actual situation of VMG Media Joint Stock Company.

In the role of representing shareholders in orienting the strategic and medium- and long-term development plans of the company, the BOD recognizes that registering to list shares on the Ho Chi Minh City Stock Exchange is a goal that needs to be implemented to improve the position, trust, ensure and increase the benefits of the Company's shareholders. Therefore, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("AGM") for approval of the contents related to the plan to register for listing the Shares of VMG Media Joint Stock Company (the "Company") (Stock code: ABC) on the Vietnam Stock Exchange, specifically as follows:

1. Canceling the trading registration of the Company's shares on Upcom and Registering for listing on the Ho Chi Minh City Stock Exchange.
2. Authorizing the BOD to decide on the timing and carry out procedures related to the cancellation of trading registration on Upcom and Registration for listing on the Ho Chi Minh City Stock Exchange as prescribed.
3. Authorizing the BOD to decide on changes to contents related to the listing registration procedures to ensure compliance with legal regulations and the Company's Charter.

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

Best regards!

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

Recipients:

- AGM;
- Filing: Admin Office.

Nguyen Hoang Nam



No. 69 /TPr-VMG/AGM

Hanoi, May 13, 2026

*(Re: Approval of the dismissal of a member of the
Supervisory Board for the 2023-2027 term)*

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises and current guiding documents;
- Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;
- Pursuant to the Resignation Letter from the position of Member of the Supervisory Board for the 2023-2027 term of Ms. Truong Thi Minh Tho dated March 17, 2026,

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (AGM) for consideration and approval of the following contents:

1. **Dismissal content:** Approving the dismissal of the member of the Supervisory Board (SB) for the remaining period of the 2023 - 2027 term for Ms. Truong Thi Minh Tho according to her resignation letter dated March 17, 2026.
2. **Effective date:** from the date of approval by the 2026 Annual General Meeting of Shareholders.

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

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:

- AGM;
- Filing: Archives.

Nguyen Hoang Nam



VMG MEDIA JOINT STOCK
COMPANY

No: 10/KT-VMG/AGM

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, May 13, 2026

DRAFT

PROPOSAL

*(Re: Approval of the additional election of a member of the
Supervisory Board for the 2023-2027 term)*

To: The General Meeting of Shareholders of VMG Media Joint Stock Company

- Pursuant to the Law on Enterprises and current guiding documents;
- Pursuant to the Charter on Organization and Operation of VMG Media Joint Stock Company;
- Pursuant to the Resignation Letter from the position of Member of the Supervisory Board for the 2023-2027 term of Ms. Truong Thi Minh Tho dated March 17, 2026;
- Pursuant to the Nomination Letter for the Candidate for Member of the Supervisory Board of VMG Media Joint Stock Company for the 2023-2027 term;

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (AGM) for approval of the additional election of a member of the Supervisory Board (SB) for the remaining period of the 2023 - 2027 term as follows:

1. Additional election of an SB member:

- Number of SB members to be elected: 01 (one) member
- Term of the additionally elected SB member: For the remaining period of the SB's 2023 – 2027 term.
- Methods of nomination, candidacy, candidate standards, and election method: According to the Regulations on the additional election of SB members for the 2023 - 2027 term.

2. List of candidates:

According to the Notice dated/4/2026 regarding the additional election of members of the Supervisory Board for the 2023-2027 term, as of 05:00 PM on May 02, 2026, the List of candidates for the additional election to the SB for the 2023 - 2027 term is compiled from individuals who meet the standards, conditions, and have complete dossiers as prescribed in the Election Regulations and current regulations, including:

- Mr./Ms..... (according to the Nomination Letter for the Candidate for Member of the Supervisory Board of VMG Media Joint Stock Company for the 2023-2027 term dated from the representative of the Group of shareholders owning.....% of the total voting shares of the Company).
- Mr./Ms..... according to the Nomination Letter for the Candidate for Member of the Supervisory Board of VMG Media Joint Stock Company for the 2023-2027 term dated from owning.....% of the total voting shares of the Company.

(Detailed candidate information according to the Nomination Letter and the candidate's Curriculum Vitae has been publicly posted on the company's website)

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

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

Recipients:

- AGM;
- Filing: Archives.

Nguyen Hoang Nam