



**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No. 790/2026/SCG-CBTT

Hanoi, April 25, 2026

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

Name of organization: SCG Construction Group Joint Stock Company

Stock symbol: SCG

Head office address: 8th Floor, Sunshine Center Building, No. 16, Pham Hung Street, Tu  
Liem Ward, Hanoi City, Vietnam

Tel.: 0247 305 9979

Website: <https://scgr.vn>

The person responsible for information disclosure: Mr. Tran The Long – Authorized  
disclosure of information.

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

**Contents of information disclosure:**

SCG Construction Group Joint Stock Company discloses the Minutes and Resolution of the  
2026 Annual General Meeting of Shareholders.

This information has been published on the Company's website on April.. 25..., 2026, at the  
link <https://scgr.vn/dai-hoi-dong-co-dong/>.

We hereby certify that the above information is accurate and assume full legal responsibility  
for its disclosure. *Adm van*

**Recipients:**

- As above.

**AUTHORIZED PERSON  
DISCLOSURE OF INFORMATION**



**TRAN THE LONG**

No.: 01/2026/BBH-ĐHĐCĐ

*Hanoi, April 25, 2026*

**MINUTES OF MEETING**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**  
**SCG CONSTRUCTION GROUP JOINT STOCK COMPANY**

**I. COMPANY INFORMATION**

1. Company name: **SCG CONSTRUCTION GROUP JOINT STOCK COMPANY**
2. Head office address: 8th Floor, Sunshine Center Building, No. 16 Pham Hung Street, Tu Liem Ward, Hanoi City.
3. Business Registration Certificate No.: 0108704763, issued for the first time on April 17, 2019 by the Hanoi Department of Planning and Investment (Now Hanoi Department of Finance).

**II. TIME AND LOCATION OF THE GENERAL MEETING**

1. Time: from 8:00 AM, April 25, 2026
2. Location: Conference Hall, 5th Floor, Sunshine Center Building, No. 16 Pham Hung Street, Tu Liem Ward, Hanoi City, Vietnam

**III. ATTENDEES**

**1. Participants of the Meeting**

- Shareholders with the right to attend the Annual General Meeting of Shareholders (“Annual GMS”) are those whose names are on the list closed on March 27, 2026, provided by the Vietnam Securities Depository and Clearing Corporation and their authorized representatives attending the meeting.
- The Board of Directors (BOD) and the Board of Management (BOM) members include:
  1. Mr. Do Van Truong – Chairman of the BOD
  2. Mr. Bui Van Tu – Member of the BOD
  3. Mr. Nguyen Xuan Anh – General Director
  4. Mr. Phan Ich Long – Deputy General Director
  5. Ms. Nguyen Thi Thu Huyen – Deputy General Director of Operations
- The Board of Supervisors (BOS) members include:
  1. Mr. Nguyen Van Khoi – Head of the BOS
  2. Ms. Nguyen Thi Thanh Huyen – Member of the BOS



- Along with guests, leaders of subsidiaries, and company employees.

## 2. Absentees

The following individuals submitted letters requesting to be absent from the 2026 Annual GMS:

- Mr. Nguyen Ngoc Son – Independent Member of the Board of Directors: On April 20, 2026, the Board of Directors received his request for absence from the 2026 Annual General Meeting of Shareholders due to personal reasons.
- Mr. Do Anh Tuan – Vice Chairman of the Board of Directors: On April 23, 2026, the Board of Directors received his request for absence from the 2026 Annual General Meeting of Shareholders due to personal reasons.
- Mr. Ho Duc Viet – Member of the Board of Directors: On April 24, 2026, the Board of Directors received his request for absence from the 2026 Annual General Meeting of Shareholders due to personal reasons.

## IV. OPENING OF THE ANNUAL GMS 2026

1. To ensure the meeting proceeds in accordance with regulations, Ms. Pham Thi Thuy Lien - Head of the Shareholder Eligibility Verification Committee, presented the Report on the verification of shareholders attending the general meeting up to 8:31 AM. Verification results:

- The total number of shareholders directly attending and represented by valid authorized representatives attending the Annual GMS is **44** shareholders, representing **70,030,402** shares, corresponding to **70,030,402** voting rights, accounting for **82.3887%** of the total voting shares of SCG Construction Group Joint Stock Company (based on the List of Securities Holders entitled to attend the Annual GMS closed by the Vietnam Securities Depository and Clearing Corporation on March 27, 2026).

Pursuant to the Law on Enterprises, the Charter on Organization and Operation of SCG Construction Group Joint Stock Company, the 2026 Annual General Meeting of Shareholders is qualified to proceed.

2. The Organizing Committee introduced the Presidium and the Secretariat to conduct the General Meeting as follows:
  - a. Presidium of the General Meeting
    - Mr. Do Van Truong – Chairman of the BOD – Chairman of the Meeting
    - Mr. Bui Van Tu – Member of the BOD – Member
    - Mr. Nguyen Xuan Anh – General Director – Member
  - b. Secretariat of the General Meeting
    - Ms. Hoang Thi Thanh Hao – Head of the Secretariat
    - Ms. Nguyen Thuy Hoa – Member
3. The General Meeting of Shareholders (GMS) elected the Vote Counting Committee through electronic voting, with the following results:
  - Mr. Tran The Long – Head of Committee
  - Mr. Nguyen Anh Tuan – Member



The Vote Counting Committee was approved by the GMS with a voting rate of **100%** based on the total voting rights of shareholders attending and voting at the General Meeting through electronic voting, the detailed vote counting results are as follows:

- **Total valid ballots: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes in favor: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
4. Approval of the agenda of the 2026 Annual GMS of SCG Construction Group Joint Stock Company.

The agenda of the 2026 Annual GMS of SCG Construction Group Joint Stock Company was approved by the GMS with a voting rate of **100%** based on the total voting rights of shareholders attending and voting at the General Meeting through electronic voting, the detailed vote counting results are as follows:

- **Total valid ballots: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes in favor: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
5. Approval of the Regulations on organization and working of the 2026 Annual General Meeting of Shareholders of SCG Construction Group Joint Stock Company. The Regulations on organization and working of the 2026 Annual General Meeting of Shareholders of SCG Construction Group Joint Stock Company were approved by the Annual GMS with a voting rate of **100%** based on the total voting rights of shareholders attending and voting at the General Meeting through electronic voting, the detailed vote counting results are as follows:
- **Total valid ballots: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes in favor: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.



- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
6. Approval of the Regulations on additional elections of members of the Board of Directors for the 2026 – 2031 term of SCG Construction Group Joint Stock Company.
- The Regulations on additional elections of members of the Board of Directors for the 2026 – 2031 term were approved by the GMS with a voting rate of **100%** based on the total voting rights of shareholders attending and voting at the General Meeting through electronic voting, the detailed vote counting results are as follows:
- **Total valid ballots: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes in favor: 43**, representing: **65,415,402** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
  - **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
  - **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

#### V. REPORTS AND PROPOSALS PRESENTED AT THE MEETING

**Content 1.** Report on the activities of the Board of Directors in 2025 (according to Report No. 01/SCG/BC-HĐQT dated April 03, 2026 of the Board of Directors).

**Content 2.** Report the evaluation of the independent member of the Board of Directors on the performance of the Board of Directors in 2025 (according to Report No. 02/SCG/BC-TVĐLHĐQT dated April 03, 2026 of the Independent member of the Board of Directors).

**Content 3.** Report of the Board of Management on the business performance in 2025 and the business plan for 2026 (according to Report No. 03/SCG/BC-BĐH dated April 03, 2026 of the Board of Management).

**Content 4.** Report on the activities of the Board of Supervisors in 2025 (according to Report No. 04/SCG/BC-BKS dated April 03, 2026 of the Board of Supervisors).

**Content 5.** Proposal on approval of the audited financial statements for 2025 and the profit distribution plan for 2025 (according to Proposal No. 01/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Content 6.** Proposal on approval of the business and production targets for 2026 (according to Proposal No. 02/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Content 7.** Proposal on approval of the remuneration and bonus plan for the Board of Directors and Board of Supervisors for 2026 (according to Proposal No. 03/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

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**Content 8.** Proposal on approval of the selection of the auditing firm for 2026 financial statements (according to Proposal No. 04/SCG/TTr-BKS dated April 03, 2026 of the Board of Supervisors).

**Content 9.** Proposal on approval of the policy on transactions between the Company and its related parties (according to Proposal No. 05/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Content 10.** Proposal on the dismissal and election of additional members of the Board of Directors (according to Proposal No. 06/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Content 11.** Proposal on the amendment to the details of business lines and the Company's Charter (according to Proposal No. 07/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

## **VI. DISCUSSION AND SHAREHOLDERS OPINIONS**

The Presidium listened to the opinions of the shareholders. Details of the discussed opinions/questions are presented in Appendix I attached to this Minutes.

## **VII. VOTING**

Voting method: online voting through electronic voting. Shareholders exercised their voting rights according to the regulations on organization and voting method that were presented and approved at the General Meeting. All electronic voting results of shareholders are considered the will of the shareholders.

At the time of electronic vote counting at 9:18 AM. Vote counting results for each content are as follows:

**Total ballots issued: 56**, representing: **72,477,807** voting rights, accounting for: **100.0000%** of the total voting rights of shareholders attending at the meeting.

**Total ballots collected: 49**, representing: **67,512,104** voting rights, accounting for: **93.1487%** of the total voting rights of shareholders attending at the meeting.

**Total ballots not collected: 7**, representing: **4,965,703** voting rights, accounting for: **6.8513%** of the total voting rights of shareholders attending at the meeting.

### **Voting results:**

**Content 1.** Approval of the Report on the activities of the Board of Directors in 2025 (according to Report No. 01/SCG/BC-HĐQT dated April 03, 2026 of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.



- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 01 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 2.** Approval of the Report the evaluation of the independent member of the Board of Directors on the performance of the Board of Directors in 2025 (according to Report No. 02/SCG/BC-TVĐLHDQT dated April 03, 2026 of the Independent member of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 02 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 3.** Approval of Report of the Board of Management on the business performance in 2025 and the business plan for 2026 (according to Report No. 03/SCG/BC-BĐH dated April 03, 2026 of the Board of Management).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 03 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 4.** Approval of Report on the activities of the Board of Supervisors in 2025 (according to Report No. 04/SCG/BC-BKS dated April 03, 2026 of the Board of Supervisors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.



- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 04 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 5.** Approval of the audited financial statements for 2025 and the profit distribution plan for 2025 (according to Proposal No. 01/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 05 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 6.** Approval of the business and production targets for 2026 (according to Proposal No. 02/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 06 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 7.** Approval of the remuneration and bonus plan for the Board of Directors and Board of Supervisors for 2026 (according to Proposal No. 03/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).



- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 07 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 8.** Approval of the selection of the auditing firm for 2026 financial statements (according to Proposal No. 04/SCG/TTr-BKS dated April 03, 2026 of the Board of Supervisors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 08 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 9.** Approval of the policy on transactions between the Company and its related parties (according to Proposal No. 05/SCG/TTr-HDQT dated April 03, 2026 of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 09 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 10.** Approval of the dismissal and election of additional members of the Board



of Directors (according to Proposal No. 06/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 10 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

**Content 11.** Approval of the amendment to the details of business lines and the Company's Charter (according to Proposal No. 07/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

- **Total valid ballots: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 49**, representing: **67,512,104** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.

Thus, Content 11 was approved with a voting rate of **100%** of the total voting rights of shareholders attending and voting.

## **VIII. ELECTION OF MEMBERS TO THE THE BOARD OF DIRECTORS FOR THE 2026 – 2031 TERM**

Election method: Cumulative voting through electronic voting. Shareholders exercised their voting rights according to the election regulations that were presented and approved at the beginning of the meeting. All electronic voting results of shareholders are considered the will of the shareholders.

At the time of electronic vote counting at 9:30 AM:

**Total ballots issued: 56**, representing: **72,477,807** voting rights, accounting for: **100%** of the total voting rights of shareholders attending at the meeting.

**Total ballots collected: 49**, representing: **67,129,605** voting rights, accounting for: **92.6209%** of the total voting rights of shareholders attending at the meeting.

**Total ballots not collected: 7**, representing: **5,348,202** voting rights, accounting for: **7.3791%** of the total voting rights of shareholders attending at the meeting.

Electronic voting results are as follows:



| No. | Full name             | Number of votes in favor | Corresponding Percentage of Total Voting Rights of Attending and Voting Shareholders (%) |
|-----|-----------------------|--------------------------|--|
| 1   | Mr. Do Van Truong     | 68,045,605               | 101.3645%  |
| 2   | Ms. Hoang Thi My Binh | 66,213,605               | 98.6355%   |

Thus, the list of elected members of the Board of Directors includes:

- Mr. Do Van Truong: Elected as a member of the Board of Directors
- Ms. Hoang Thi My Binh: Elected as an independent member of the Board of Directors

The list of the Board of Directors after the election includes:

| No. | Full name             | Position in the Board of Directors |
|-----|-----------------------|------------------------------------|
| 1   | Mr Do Anh Tuan        | Vice chairman of the BOD           |
| 2   | Mr. Bui Van Tu        | Non-executive Member of the BOD    |
| 3   | Mr. Ho Duc Viet       | Non-executive Member of the BOD    |
| 4   | Mr. Do Van Truong     | Member of the BOD                  |
| 5   | Ms. Hoang Thi My Binh | Independent Member of the BOD      |

#### **VIII. APPROVAL OF THE MINUTES AND RESOLUTION OF THE GENERAL MEETING**

Ms. Hoang Thi Thanh Hao – Head of the Secretariat of the General Meeting, presented the full text of the Minutes and the Resolution of the Annual General Meeting of Shareholders 2026.

The Minutes and Resolution were unanimously approved by the GMS with a rate of 100% of the total voting shares present at the General Meeting through electronic voting, the detailed vote counting results are as follows:

- **Total valid ballots: 50**, representing: **69,224,605** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes in favor: 50**, representing: **69,224,605** voting rights, accounting for: **100%** of the total voting rights of shareholders attending and voting.
- **Total votes against: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total abstentions: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.
- **Total invalid ballots: 0**, representing: **0** voting rights, accounting for: **0%** of the total voting rights of shareholders attending and voting.



The General Meeting adjourned, the direct session concluded at 10:10 on the same day. *duw 292*

**Recipients:**

- BOD, SOB, BOM;
- Website, HNX, SSC;
- Archived: Office.

**SECRETARY OF  
THE MEETING**

**O.B THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN**

*[Signature]*  
*Hoang Phi Phanh Hao*



**ĐO VAN TRUONG**

*[Signature]*  
*Nguyễn Thủy Hoa*



## APPENDIX I – QUESTIONS, DISCUSSION

(Attached to the Minutes of the Annual GMS No.: 01/2026/BBH-ĐHĐCĐ dated April 25, 2026)

### **Question 1:**

SCG Shareholder Code SCG.000189: Total revenue and profit in 2025 did not meet the planned targets. On what basis does the Presidium propose an even higher business plan for 2026 compared to the 2025 plan?

### **Answer:**

*Mr. Bui Van Tu answer:*

Dear Shareholders,

- In developing its 2026 business plan, the Company has adopted a more cautious assessment based on early signs of market recovery, as well as the volume of signed contracts and the implementation progress of ongoing projects—particularly those in the Hanoi and Ho Chi Minh City areas.

- Several key projects have established implementation schedules and detailed execution plans, providing a solid foundation for revenue recognition in the coming year, include: Noble Crystal Tay Ho, Noble Palace Tay Ho, Noble Crystal Long Bien, Noble Palace Long Bien, and Sunshine Legend City, Noble Palace Tây Thăng Long, Noble Crystal Riverside, Sunshine Sky City ...., The revenue from these key projects is expected to reach VND 12,300 billion.

- The remaining revenue is expected to come from other ongoing construction contracts and the volume of work that the Company has signed as of now for 2026 and the contracts expected to be signed in the near future for the following projects: Sunshine Bay Retreat Vung Tau, Noble Westlake Ciputra, and Sunshine Grand City Hung Yen.

- Regarding financial targets, with a projected revenue of approximately VND 19,000 billion and pre-tax profit of VND 950 billion—equivalent to a profit margin of around 5%—the Company considers this to be an appropriate level given the characteristics of the construction industry in the current context.

Sincerely thank you!

### **Question 2:**

SCG Shareholder Code SCG.000193: The 2025 Annual General Meeting of Shareholders approved Sunshine Group becoming the controlling shareholder; however, this has only been partially implemented to date. Could the Management Board clarify the reasons, the next roadmap, and the level of certainty for completing this transaction?

### **Answer:**

*Mr. Do Van Truong answer:*

Dear Shareholders,

- The transfer of shares to Sunshine Group is being implemented in line with the direction approved by the General Meeting of Shareholders, following a roadmap that is appropriate to market conditions and legal regulations.

- As of now, Sunshine Group has completed the acquisition of 2.25% of shares; the remaining portion will continue to be carried out in the coming period. The Company is coordinating with relevant parties to complete necessary procedures while preparing

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governance and operational conditions.

- This is an important strategic direction and will be implemented prudently to ensure the interests of the Company and its shareholders.

Sincerely thank you!

**Question 3:**

SCG Shareholder Code SCG.000088: In the context of rising raw material prices in recent periods, how does the Management assess the impact on the Company's construction costs and profit margins? What measures has the Company implemented and plans to implement to mitigate and control these risks?

**Answer:**

*Mr. Bui Van Tu answer:*

Thank you to the shareholder for raising a very practical issue related to the Company's operations,

First of all, we acknowledge that the recent increase in raw material prices has put certain pressure on the Company's input costs, particularly key materials such as steel, cement, sand, stone, and fuel. This has affected the profit margins of some projects, especially those with fixed-price contracts signed earlier.

However, the overall impact remains within a controllable range. The Company has proactively implemented several measures, including:

- Strengthening negotiations with investors to adjust unit prices in line with current market conditions;
- Entering into long-term contracts with suppliers to stabilize input costs;
- Optimizing design and construction methods to reduce expenses.

In the coming period, the Company will continue to closely monitor market developments and flexibly adjust its strategies to ensure operational efficiency and safeguard shareholders' interests.

Sincerely thank you!

**Question 4:**

SCG Shareholder Code SCG.000145: In the face of market volatility, will SCG adjust its 2026 business strategy toward a more cautious approach (prioritizing cash flow and risk reduction), or will it maintain its growth strategy?

**Answer:**

*Mr. Nguyen Xuan Anh answer:*

Dear Shareholders,

In the face of market volatility, SCG does not choose between being "cautious" or pursuing "growth," but instead adopts a controlled growth approach. Specifically, the Company continues to maintain its growth objectives while being more selective in project acquisition, prioritizing projects with clear legal status, strong cash flow, and reputable partners. At the same time, SCG is strengthening cash flow management and tightening cost and risk controls to ensure financial safety throughout its development process

Sincerely thank you!





No.: 01/2026/SCG/NQ-ĐHĐCĐ

Hanoi, April 25, 2026

**RESOLUTION**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
SCG CONSTRUCTION GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises 2020 and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on SCG Construction Group Joint Stock Company ("Company")
- Pursuant to the Minutes of the Company's General Meeting of Shareholders dated April 25, 2026.

**RESOLVES**

**Article 1.** Approval of the Report on the activities of the Board of Directors in 2025 (according to Report No. 01/SCG/BC-HĐQT dated April 03, 2026 of the Board of Directors).

**Article 2.** Approval of the Report the evaluation of the independent member of the Board of Directors on the performance of the Board of Directors in 2025 (according to Report No. 02/SCG/BC-TVĐLHĐQT dated April 03, 2026 of the Independent member of the Board of Directors).

**Article 3.** Approval of Report of the Board of Management on the business performance in 2025 and the business plan for 2026 (according to Report No. 03/SCG/BC-BĐH dated April 03, 2026 of the Board of Management).

**Article 4.** Approval of Report on the activities of the Board of Supervisors in 2025 (according to Report No. 04/SCG/BC-BKS dated April 03, 2026 of the Board of Supervisors).

**Article 5.** Approval of the audited financial statements for 2025 and the profit distribution plan for 2025 (according to Proposal No. 01/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Article 6.** Approval of the business and production targets for 2026 (according to Proposal No. 02/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Article 7.** Approval of the remuneration and bonus plan for the Board of Directors and Board of Supervisors for 2026 (according to Proposal No. 03/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).





**Article 8.** Approval of the selection of the auditing firm for 2026 financial statements (according to Proposal No. 04/SCG/TTr-BKS dated April 03, 2026 of the Board of Supervisors).

**Article 9.** Approval of the policy on transactions between the Company and its related parties (according to Proposal No. 05/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Article 10.** Approval of the dismissal and election of additional members of the Board of Directors (according to Proposal No. 06/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

1. Dismissal of Mr. Nguyen Ngoc Son from the position of Independent member of the Board of Directors due to his resignation letter submitted to the Company.
2. To approve the termination of the term of office of Mr. Do Van Truong as a member of the Board of Directors and to proceed with his re-election to the position of member of the Board of Directors for the 2026 – 2031 term.
3. Election of 02 (two) additional members to the Board of Directors, including 01 (one) independent member of the Board of Directors. Term of office for the additional elected members: 2026-2031.

Specific candidate:

- Mr. Do Van Truong
- Ms. Hoang Thi My Binh

4. The list of members of the Board of Directors after the election is as follows:

| No. | Full name         | Position in the Board of Directors |
|-----|-------------------|------------------------------------|
| 1   | Do Anh Tuan       | Vice Chairman of the BOD           |
| 2   | Bui Van Tu        | Non-executive Member of the BOD    |
| 3   | Ho Duc Viet       | Non-executive Member of the BOD    |
| 4   | Do Van Truong     | Member of the BOD                  |
| 5   | Hoang Thi My Binh | Independent member of the BOD      |

**Article 11.** Approval of the amendment to the details of business lines and the Company's Charter (according to Proposal No. 07/SCG/TTr-HĐQT dated April 03, 2026 of the Board of Directors).

**Article 12.** The General Meeting of Shareholders authorizes the Board of Directors and the General Director of the Company to be responsible for monitoring, urging, and organizing the implementation of the Resolution of the General Meeting of Shareholders in accordance with the provisions of the Law and the Company's Charter.



The General Meeting of Shareholders authorizes the Company's Board of Supervisors to supervise and inspect the activities of the Board of Directors and the General Director in implementing the Resolution of the General Meeting of Shareholders in accordance with the provisions of the Law and the Company's Charter.

The Board of Directors, the Board of Supervisors, the General Director, departments, divisions, units, and all relevant individuals within the Company shall be responsible for implementing this Resolution. This Resolution takes effect from the date of signing. It was approved in full by the General Meeting of Shareholders at the Annual General Meeting of Shareholders 2026. *adun 26*

***Recipients:***

- Website and information disclosure;
- BOD, BOS;
- Archived: Office.

**O.B THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN**



**ĐỖ VĂN TRƯONG**







**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No.: 01/SCG/BC-HĐQT

Hanoi, April ...03..., 2026

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
SCG CONSTRUCTION GROUP JOINT STOCK COMPANY**

Esteemed Shareholders,

On behalf of the Board of Directors ("BOD"), I would like to present the Report on the activities of the Board of Directors in 2025 and the operational plan in 2026 of SCG Construction Group Joint Stock Company ("Company") as follows:

**I. Activities of the Board of Directors in 2025**

**1. Business performance of the Company in 2025**

In 2025, the domestic construction and real estate market continued to maintain a positive recovery trend following the challenging period of previous years. However, in the short term, many projects still encountered difficulties during implementation due to legal procedural issues, capital constraints, limited market liquidity, and the cautious sentiment of investors. These factors have significantly impacted the progress of construction projects in 2025 in general, and of SCG in particular.

Against this background, SCG made continuous efforts to maintain stable business operations, actively carried out ongoing projects, and proactively expanded cooperation with partners and investors across various localities. As a result, the Company continued to record positive performance, as outlined below:

| No. | Indicators        | 2025 Plan<br>(VND billion) | 2025 Actual<br>(VND billion) | 2024 Actual<br>(VND billion) | Completion<br>Rate 2025<br>(%) |
|-----|-------------------|----------------------------|------------------------------|------------------------------|--------------------------------|
| 1   | Total revenue     | 12,000                     | 6,885.70                     | 3,086.84                     | 57.38                          |
| 2   | Profit before tax | 700                        | 405.02                       | 227.71                       | 57.86                          |

Although the actual performance did not fully meet the planned targets due to adverse market conditions, the Company's business results in 2025 still recorded a positive improvement compared to 2024, reflecting a recovery and growth trend. SCG continued to maintain stable operations while gradually enhancing its adaptability to fluctuations in the business environment.

The results achieved demonstrate the close guidance of the BOD and the flexible, proactive management of the Board of Management in controlling costs, optimizing resources, and ensuring operational performance. At the same time, these efforts reflect the strong spirit of unity, responsibility, and determination of all SCG employees in overcoming challenges,



thereby maintaining stable operations and laying a solid foundation for development in the coming periods.

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

### **2.1. General Activities**

In 2025, the BOD proactively monitored market developments and promptly issued appropriate resolutions to ensure the Company's operations were implemented in a stable and effective manner. During the year, the BOD held 45 meetings to review, discuss, and approve matters within its authority, focusing on strategic direction, oversight of management activities, and ensuring the achievement of the Company's business objectives. Key matters considered and approved by the BOD included:

- Appointment and consolidation of the senior management team;
- Approval of related party transactions;
- Approval of significant contracts and major transactions;
- Other matters within its authority.

The full list of resolutions and decisions of the BOD in 2025 has been disclosed in the 2025 Corporate Governance Report. This information has been disclosed on the Company's website at the link: <https://scgr.vn/bao-cao-quan-tri-cong-ty/>.

### **2.2. Activities of the Independent member of the BOD and evaluation results of the Independent member on the BOD's performance**

#### **a. Activities of the Independent member of the BOD**

The Company has one Independent member of the BOD - Mr. Nguyen Ngoc Son. In 2025, Mr. Nguyen Ngoc Son effectively performed his role of independent oversight, contributing to strengthening control in the Company's governance and management, while safeguarding the interests of shareholders.

The Independent member attended all BOD meetings and provided advisory opinions on matters within the BOD's authority. His contributions consistently focused on ensuring transparency, objectivity, and alignment with the Company's development strategy.

#### **b. Evaluation results of the Independent member on the BOD's performance**

- The BOD's activities were well-organized, with meetings conducted in compliance with regulations. Discussions focused on key matters, including related party transactions, capital raising, development strategy, governance policies, and system management. Decisions were issued in a timely manner and aligned with the Company's strategic objectives.
- The BOD maintained close coordination with the Board of Management, promptly providing appropriate solutions to address challenges, while strengthening financial control and optimizing resources to ensure operational performance.
- The BOD fully performed its roles and responsibilities in accordance with applicable regulations, ensuring effective governance, supervision, and strategic direction in compliance with the Law on Enterprises, the Company's Charter, and internal



governance regulations, thereby maintaining transparency and efficiency in corporate governance.

- Corporate governance, information transparency, and legal compliance were duly emphasized, contributing to strengthening shareholder confidence and supporting the Company in achieving positive results, thereby laying a solid foundation for sustainable development.

### **2.3. Supervisory activities of the BOD over the Board of Management**

With the objective of strengthening management and operational performance, and in alignment with the Company's development orientation in the new phase, the BOD conducted a review and restructuring of the Board of Management towards a leaner structure, enhancing proactiveness and effectiveness in the Company's operations. The consolidation of the leadership structure was carried out based on leveraging the professional expertise and management experience of key positions, thereby contributing to increased flexibility and efficiency in corporate governance.

In compliance with the Company's Charter, internal governance regulations, and applicable laws, the BOD exercised its supervisory role over the Board of Management through the following activities:

- Requiring periodic reports on business performance, financial status, and project implementation progress, ensuring alignment with the Company's development orientation and BOD's resolutions.
- Overseeing the organization and development of human resources, evaluating the effectiveness of the organizational model, in order to ensure that the company's management and operational system operates efficiently and meets the development requirements in each period.
- Holding regular meetings to assess performance, address arising issues, and provide appropriate directions in response to market developments.
- Supervising and directing information disclosure to ensure transparency, accuracy, and compliance with applicable regulations.
- Closely inspect and monitor the implementation of quarterly, semi-annual, annual Financial statements, and the Company's Annual report in accordance with regulations.

During the year, the Board of Management strictly complied with applicable laws, the Company's Charter, the resolutions of the General Meeting of Shareholders, and the resolutions of the BOD.

### **3. Remuneration, operating expenses and other benefits of the BOD**

Based on the remuneration approved by the General Meeting of Shareholders, the BOD implemented the payment of remuneration to each member (as detailed in the proposal on remuneration and bonus plan for the BOD and the Board of Supervisors approved at the 2025 General Meeting of Shareholders), as follows:

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Summary of remuneration and bonuses for the BOD in 2025 (from January 1 to December 31) is as follows:

| No. | Full name        | Position                      | Remuneration (VND) | Period                         |
|-----|------------------|-------------------------------|--------------------|--------------------------------|
| 1   | Do Van Truong    | Chairman of the BOD           | 240,000,000        | From January 01 to December 31 |
| 2   | Do Anh Tuan      | Vice Chairman of the BOD      | 86,000,000         | From April 13 to December 31   |
| 3   | Nguyen Ngoc Son  | Independent member of the BOD | 120,000,000        | From January 01 to December 31 |
| 4   | Ho Duc Viet      | Member of the BOD             | 120,000,000        | From January 01 to December 31 |
| 5   | Bui Van Tu       | Member of the BOD             | 120,000,000        | From January 01 to December 31 |
| 6   | Nguyen Quoc Oanh | Member of the BOD             | 34,000,000         | From January 01 to April 12    |

#### 4. Transactions between the Company and related parties

Transactions between the Company, its subsidiaries, and members of the BOD and their related persons; as well as transactions between the Company and entities in which BOD members have been the founders or managers within the three (03) years preceding the transaction date, have been disclosed in Section VII of the Company's 2025 Corporate Governance Report.

The procedures and approval processes for transactions between the Company and related parties have been strictly implemented in compliance with the Law on Enterprises, the Law on Securities, and the Company's Internal governance regulations.

## II. Business Plan and Orientation of the BOD for 2026

### 1. Business Plan for 2026

The year 2026 is expected to continue witnessing Vietnam's economic recovery and growth trend, with the construction sector anticipated to benefit from increased public investment, infrastructure development, and the expansion of transportation, urban, and industrial projects. Demand for infrastructure, industrial zones, housing, and civil construction is projected to rise, creating opportunities for construction companies to expand their market presence and strengthen competitiveness.

Based on the Company's development orientation and the objective of improving operational performance in the new phase, the BOD has agreed to formulate the 2026 business



plan with the following key targets:

| <b>Targets</b>    | <b>2026 Plan (VND billion)</b> |
|-------------------|--------------------------------|
| Total revenue     | 19,000                         |
| Profit before tax | 950                            |

## 2. Orientation of the BOD for 2026

SCG aims to capitalize on the market recovery by focusing on projects aligned with its core competencies, while expanding cooperation with reputable investors. The Company will continue to strengthen its construction capabilities, project management, and cost control to ensure quality and project timelines, specially:

- The BOD assesses that the relationship between Sunshine Group Joint Stock Company (“Sunshine Group”) and SCG has been gradually strengthened and expanded, creating a foundation for SCG to participate more deeply in Sunshine Group’s ecosystem. With Sunshine Group’s strong financial capacity and extensive experience in developing and managing large-scale real estate projects, together with SCG’s construction capabilities and project execution experience, enhanced integration within the ecosystem is expected to generate positive synergies in investment, development, and project execution activities.
- The BOD continues to identify technology as a key foundation in the Company’s development strategy, with innovation and digital transformation serving as overarching directions in governance and project implementation. In the context of increasing demands for efficiency, quality, and timely project delivery in the construction industry, accelerating technology adoption is considered a critical factor for SCG to enhance its competitiveness and reinforce its market position.
- Actively expanding business operations into new markets; selectively identifying reputable partners and investors; and strengthening supervision over construction progress and quality, aiming to build long-term and sustainable partnerships.
- Continuously improving corporate governance and developing high-quality human resources to enhance management capabilities and build a strong workforce aligned with the Company’s development needs in the new phase.
- Focusing on financial governance mechanisms and risk control to ensure prudent capital utilization, financial safety, and sustainable development.
- Maintaining timely and transparent information disclosure to keep shareholders well informed of the Company’s performance.
- Ensuring full compliance with regulations applicable to public companies, thereby reinforcing investor confidence and shareholder engagement.
- Directing the Board of Management to strictly implement resolutions of the BOD and the General Meeting of Shareholders, ensuring alignment with strategic objectives and effective execution.





- Building SCG's brand reputation as a professional, high-quality, and safety-oriented general contractor in the construction industry.

The above presents the Report on the activities of the BOD of SCG Construction Group Joint Stock Company in for 2025 and its operational plan for 2026. The BOD respectfully welcomes comments and contributions from shareholders to support the Board of Directors and the Company's management in fulfilling the assigned objectives.

Respectfully submitted to the General Meeting of Shareholders for approval. *duy p*

**O.B THE BOARD OF DIRECTORS  
CHAIRMAN**



**ĐO VAN TRUONG**







SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY

No: 02/SCG/BC-TVDLHDQT



SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Hanoi, April ...03..., 2026

## REPORT

### THE EVALUATION OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS ON THE PERFORMANCE OF THE BOARD OF DIRECTORS IN 2025

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

The Independent Board Member hereby submits the evaluation report on the activities of the Company's Board of Directors during 2025, as detailed below:

#### I. Regarding the organizational structure of the Board of Directors

In 2025, the Company's Board of Directors (BOD) consisted of five (05) members, including one (01) independent member and one (01) executive member. All members of the BOD fully met the standards and qualifications as prescribed by applicable laws, the Company's Charter, and the internal governance regulations. The independent member of the BOD kept an important role in supervision, evaluation, and providing objective opinions, thereby contributing to enhancing transparency in the BOD's decision-making process.

#### II. Regarding the organization of BOD Meetings

- In 2025, the BOD held 45 meetings and issued a corresponding 45 resolutions to address matters within its authority. All meetings were conducted based on clear plans, in full compliance with applicable laws and the Company's Charter, while also providing a conducive environment for members to engage in discussions and contribute their opinions.
- At each meeting, key matters related to the Company's business operations and development orientation were reviewed comprehensively and with due diligence. Members of the BOD demonstrated a high sense of responsibility, providing objective opinions to ensure that decisions were made in the best interests of the Company and its shareholders.
- Resolutions of the BOD were issued in compliance with applicable laws, the Company's Charter, and internal regulations, and were aligned with the orientations approved by the General Meeting of Shareholders. Minutes of meetings were duly prepared, documented, and signed by attending members, thereby ensuring transparency and robust governance framework.

#### III. Regarding the supervision of the General Director and other members of the Board of Management

- The BOD effectively performed its supervisory role over the Company's management and operations, ensuring that business activities were implemented in line with the approved plans. The General Director and the Board of Management maintained regular coordination with the BOD through participation in meetings, periodic reporting, and timely updates on arising matters, thereby supporting operational stability and optimizing the interests of the Company and its shareholders.





- Overall, the BOD fully fulfilled its roles and responsibilities in providing strategic direction, support, and oversight over the Board of Management, ensuring that decisions were implemented in alignment with the resolutions of the General Meeting of Shareholders and the BOD. The Company's operations were closely monitored and adjusted flexibly in response to actual conditions.
- In addition, the BOD placed strong emphasis on risk management, proactively coordinating with the Board of Management in monitoring business, financial, and accounting activities. As a result, potential risks were identified early and addressed in a timely manner, contributing to operational stability, sustainable growth, and the protection of investors' interests.

#### **IV. Overall evaluation of the activities of the Board of Directors**

- The BOD conducted thorough discussions and exercised prudent judgment before making decisions within its authority. Decisions were issued in a timely manner, aligned with strategic directions, and ensured the Company's development objectives.
- The BOD maintained a strong sense of responsibility and proactively adapted to market fluctuations, thereby guiding the Company's operations toward stability and long-term development. Members of the BOD fully fulfilled their roles in accordance with applicable laws, the Company's Charter, and the resolutions of the General Meeting of Shareholders.
- In 2025, the BOD strengthened coordination with the Board of Management in formulating and implementing appropriate management solutions, and timely issued key decisions to support business operations while improving operational performance and the quality of corporate governance.
- Additionally, the BOD focused on enhancing financial control, optimizing costs, and ensuring prudent utilization of available resources. Information transparency, risk management, and regulatory compliance continued to be emphasized, contributing to strengthening the confidence of shareholders and investors in the Company.

In general, the BOD effectively fulfilled its leadership, supervisory, and strategic roles, enabling the Company to overcome challenges in 2025 and achieve positive business results. These efforts have laid a solid foundation for the Company to further improve its performance, strengthen its market position, and pursue sustainable development objectives in the coming period.

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

**INDEPENDENT MEMBER OF THE BOD**



**NGUYEN NGOC SON**





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No.: 03/SCG/BC-BDH

Hanoi, April 05, 2026

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

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

On behalf of the Board of Management of SCG Construction Group Joint Stock Company, I would like to present to the General Meeting of Shareholders the business performance in 2025 and the business plan for 2026 as follows:

**1. Evaluation of business performance in 2025**

In 2025, SCG operated in a market where Vietnam's construction and real estate sectors continued to recover, albeit unevenly, while still facing challenges relating to input costs, capital availability, and intensifying competition. These factors had a certain impact on the Company's operations. Nevertheless, through proactive governance and flexible adaptation to market developments, SCG maintained stable business operations.

In response to these challenges, the Company promptly adjusted its strategy, focusing on improving management efficiency, optimizing costs, and capturing appropriate business opportunities. Although revenue did not meet the planned targets, SCG's business performance showed clear growth compared to 2024, reflecting its continued efforts to improve performance and enhance competitiveness. The Company's business performance in 2025 are summarized as follows:

| No. | Indicators        | 2025 Plan<br>(billion VND) | 2025 Actual<br>(billion VND) | 2024 Actual<br>(billion VND) | 2025 Actual/2025 Plan | 2025 Actual increase/decrease compared to 2024 Actual |
|-----|-------------------|----------------------------|------------------------------|------------------------------|-----------------------|---|
|     |                   | (1)                        | (2)                          | (3)                          | (4) = (2)/(1)         | (5) = [(2)-(3)]/(3)                                   |
| 1   | Total revenue     | 12,000                     | 6,885.70                     | 3,086.85                     | 57.38%                | 123.07%   |
| 2   | Profit before tax | 700                        | 405.02                       | 227.71                       | 57.86%                | 77.87%  |

SCG recorded total revenue of VND 6,885.70 billion, representing an increase of 123.07% compared to 2024. Profit before tax reached VND 405.02 billion, equivalent to an increase of 77.87% compared to 2024. Although the results did not fully meet the planned targets, they





demonstrate SCG's strong adaptability to fluctuations in the economy and the construction sector.

In 2025, SCG implemented a series of large-scale projects, including the groundbreaking of Noble Crystal Long Bien WorldHotels Residences, Noble Palace Long Bien, Sunshine Bay Retreat Vung Tau, and Sunshine Legend City, as well as the topping-out of part of the Sunshine Sky City project. Notably, on October 7, 2025, at the Vietnam Construction Awards 2025, SCG Group was honored in two key categories: *"Top Prestigious and Quality Construction Contractor in Vietnam 2025"* and *"Outstanding Enterprise in Digital Transformation in the Construction Industry 2025"*. These achievements reflect SCG's determination and efforts, further strengthening the confidence of partners and investors.

From the very beginning of 2026, SCG has made a positive start with the official groundbreaking of Noble Westlake Hanoi and Alluvia Sunshine Marina projects. Building on these positive signals, in 2026, the Company will continue to accelerate the implementation of key projects such as Noble Palace Tay Thang Long WorldHotels Residences, Sunshine Sky City, and Noble Palace Riverside, along with a number of other potential projects.

With a strategy of simultaneously implementing multiple projects, SCG aims not only to accelerate construction progress but also to improve its business capacity. Accordingly, the Company expects to achieve significant growth in revenue and profit in the coming years, while reinforcing its strong position in the construction market.

## **2. Organizational structure, management and policy mechanisms in 2025**

In 2025, SCG continued to strengthen its organizational structure and enhance management and operational capacity to ensure effective business performance. The Company focused on the following indicators:

### **2.1 Organizational structure and management**

- **Restructuring of management structure:** The Company reviewed and streamlined its organizational structure towards better efficiency, modified human resources, eliminated intermediate layers and overlapping processes to upgrade operational flexibility.
- **Enhancement of governance capacity:** Promoting the application of technology in management and operations, while boosting control over projects progress, quality, and costs.
- **Development of leadership team:** Implementing appointments, rotations, and consolidation of key management personnel to meet development requirements and adapt to market fluctuations.

### **2.2 Policy mechanisms**

- **Financial policies:** Tightening cost control, effectively managing cash flow, and balancing capital sources to ensure financial safety and stability.

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- **Project development policies:** Focusing resources on key projects with strong performance and liquidity, while maintaining strict control over construction implementation.
- **Human resources policies:** Maintaining competitive benefits, fostering a stable working environment, therefore creating a motivating and retaining high-quality personnel.
- **Partnership and development policies:** Expanding relationships with strategic partners, suppliers, and contractors, and strengthening collaboration to enhance competitiveness and promote sustainable growth.

### 3. Business plan for 2026

#### 3.1 Business performance targets for 2026

The 2026 is expected to continue witnessing Vietnam's economic recovery and growth trend, presenting SCG with new opportunities and promising development prospects in the coming period.

With a solid resource base and the ability to capture market opportunities, SCG has defined its strategic business objectives for 2026, with the following key targets:

| Targets           | 2026 Plan ( <i>billion VND</i> ) |
|-------------------|----------------------------------|
| Total revenue     | 19,000                           |
| Profit before tax | 950                              |

#### 3.2 Operational directions for 2026

In 2026, based on the orientations of the General Meeting of Shareholders and the BOD, the Board of Management will focus on implementing management solutions to improve operational performance, optimize resources, and proactively adapt to market fluctuations, with the following key directions and priorities:

- **Continuing to serve as a core construction contractor for Sunshine Group Joint Stock Company ("Sunshine Group"):**

- Sunshine Group and its affiliated companies are currently regular clients of SCG. In 2025, the Annual General Meeting of Shareholders of SCG approved the transfer/purchase of shares by Sunshine Group to acquire a controlling stake from the Company's shareholders, with an exemption from the mandatory public tender offer in accordance with applicable regulations. Until now, Sunshine Group has completed the acquisition of a portion of shares in SCG.
- In line with the BOD's direction, the Board of Management has identified the strengthening of cooperation with Sunshine Group as a key priority in the coming period, while proactively implementing necessary actions to support the increase in

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ownership in accordance with the approved roadmap. The coordination of related procedures, standardization of governance systems, and review of operations are being carried out in parallel to create a solid foundation for the transition process as SCG becomes a member of Sunshine Group.

- At the same time, the Board of Management is focusing on reviewing and adjusting its business plans and project development orientation to align with Sunshine Group's ecosystem. The optimization of resources, expansion of project access opportunities, enhancement of execution capabilities, and improvement of operational performance are being implemented in a coordinated manner, thereby creating a foundation for SCG to strengthen its market position, improve performance, and prepare for a new phase of development.
- **Application of technology and digital transformation in corporate operations:**
  - Developing and implementing a comprehensive digital transformation plan across the Company, gradually applying technological solutions in management and construction activities to improve operational performance. Promoting the application of technology in design, construction, inspection, and project handover to enhance accuracy, minimize errors, and optimize resource utilization.
  - Conducting research, selection, and application of technology platforms such as Building Information Modeling (BIM), Artificial Intelligence (AI), and the Internet of Things (IoT) in project management to control progress, quality, and construction costs.
  - Researching and applying modern construction solutions and eco-friendly materials, aiming to develop green buildings, smart buildings, and energy-efficient projects.
  - Expanding and actively seeking technology partners, consulting firms, and professional organizations to access advanced technical solutions and enhance the Company's technological capabilities in construction activities.
- **Business development and market expansion:**
  - Proactively monitoring developments in the construction and real estate markets, identifying key economic regions and high-potential areas to expand opportunities for participation in new projects, particularly in regions experiencing rapid urbanization and infrastructure development.
  - Strengthening efforts to identify, access, and select residential and resort real estate construction projects aligned with the Company's construction capabilities and development orientation; expanding cooperation with reputable investors and partners to gradually increase SCG's operational scale and project portfolio.
  - Implementing business plans in alignment with the resolutions of the 2026 General Meeting of Shareholders, ensuring strict adherence to approved objectives and targets.
  - Enhancing supervision, management, and quality control at construction sites to ensure projects are executed on schedule and in compliance with technical, quality, and occupational safety standards.



- **Enhancing corporate governance and developing high-quality human resources:**

- Reviewing, refining, and directly implementing a lean, professional, and transparent governance model; standardizing and consistently applying project management processes across the entire system.
- Proactively managing and strictly controlling project progress, quality, and construction costs; promptly addressing arising issues to ensure projects are executed as planned and deliver expected investment outcomes.
- Developing and implementing human resource development plans, focusing on improving the quality of management personnel and technical staff to meet practical requirements of construction activities.
- Directly overseeing training, development, and capacity building programs; enhancing professional expertise, management skills, and adaptability to market changes, ensuring a stable workforce to support the Company's long-term development objectives.

- **Financial management and risk control:**

- Managing and closely monitoring capital resources, improving financial governance, and ensuring financial safety and prudent use of capital.
- Tightening cost control measures and streamlining cash flow management; developing and executing risk mitigation plans to minimize potential losses and optimize profitability.
- Promoting acceptance, settlement, and finalization processes for projects and receivables collection to ensure stable and healthy cash flow for the Company's business operations.

The above presents the report on the business performance in 2025 and the operational plan for 2026 of SCG. With strong determination and a high sense of responsibility, the Board of Management and all SCG employees will continue to make every effort to achieve the set objectives, ensuring sustainable development, enhancing the Company's market position, and creating long-term value.

On behalf of the Board of Management, we would like to extend our best wishes for good health, happiness, and success to all distinguished delegates and shareholders.

Sincerely,



**O.B THE BOARD OF MANAGEMENT  
GENERAL DIRECTOR**



**NGUYEN XUAN ANH**





SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY



No. 04/SCG/BC-BKS

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Hanoi, April ...03..., 2026

**REPORT**  
**THE ACTIVITIES OF THE BOARD OF SUPERVISORS**  
**SCG CONSTRUCTION GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, promulgated on June 17, 2020, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14, promulgated on November 26, 2019, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;
- Pursuant to Decree No. 155/2020/ND-CP dated December 21, 2019;
- Pursuant to Circular No. 116/2020/TT-BTC guiding corporate governance regulations applicable to public companies under Decree No. 155/2020/ND-CP;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders of SCG Construction Group Joint Stock Company (the "Company");
- Pursuant to the audited financial statements for 2025 and the Company's actual business operations.

The Board of Supervisors hereby reports on its activities for the fiscal year 2025 and provides an assessment of the corporate governance and management of the Board of Directors and the Board of Management before the General Meeting of Shareholders ("GMS") as follows:

**I. Organization and activities of the Board of Supervisors**

In 2025, the Board of Supervisors has three (03) members as follows:

- |                             |                                  |
|-----------------------------|----------------------------------|
| - Mr Nguyen Van Khoi        | Head of the Board of Supervisors |
| - Ms Nguyen Thi Thanh Huyen | Member                           |
| - Ms Tran Thi Hang          | Member                           |

**1. Activities of the Board of Supervisors**

In 2025, the Board of Supervisors continued to effectively fulfill its oversight role, ensuring that the Company's operations complied with applicable laws and regulations, while establishing risk management effectiveness and financial transparency. The Board of Supervisors closely supervised the Board of Directors, the Board of Management, and the management apparatus in implementing the resolutions of the GMS and the decisions of the Board of Directors. Key activities in 2025 included:

- Participating in discussions and contributing opinions on the Company's key strategic orientations and business plans in order to adapt with the market development.





- Reviewing and supervising internal transactions between the Company and its subsidiaries and affiliated entities, guaranteeing transparency and compliance with corporate governance principles.
- Examining and evaluating quarterly, semi-annual, and annual financial statements to ensure accuracy, integrity, and compliance with applicable accounting standards and prevailing regulations.
- Monitoring compliance with information disclosure requirements in accordance with legal regulations, ensuring timeliness and transparency for shareholders and investors.
- In the course of performing its supervisory duties on behalf of shareholders, the Board of Supervisors received full support and favorable conditions from the Board of Directors and the Board of Management, with no obstacles encountered that could affect its oversight activities.
- The Board of Supervisors held two (02) meetings with full attendance of all members to review the Company's operations, focusing on three (03) following key matters: (1) Evaluation of the Company's business performance in 2025, year-end review, and preparation for the 2026 General Meeting of Shareholders; (2) Evaluation of business performance for the first six months of 2025 and planning of the Board of Supervisors' activities for the subsequent quarter; (3) Review of activities carried out in Q3/2025 and development of the Board of Supervisors' action plan for the following quarter.

## 2. Remuneration, operating expenses, and other benefits of the Board of Supervisors and each member

- The remuneration of members of the Board of Supervisors was disbursed in accordance with the limit approved by the 2025 GMS (as detailed in the Resolution on remuneration and bonuses for the Board of Directors and the Board of Supervisors for 2025). The specific details are as follows:

| No. | Full of name               | Position                         | Remuneration (VND) | Period                       |
|-----|----------------------------|----------------------------------|--------------------|------------------------------|
| 1   | Mr. Nguyen Van Khoi        | Head of the Board of Supervisors | 86,000,000         | From April 13 to December 31 |
| 2   | Ms. Nguyen Thi Thanh Huyen | Head of the Board of Supervisors | 77,000,000         | From January 01 to April 12  |
|     |                            | Member                           |                    | From April 13 to December 31 |
| 3   | Ms. Tran Thi Hang          | Member                           | 60,000,000         | Full year                    |
| 4   | Mr. Ha Huu Thanh           | Member                           | 17,000,000         | From January 01 to April 12  |



- Operating expenses: None.

## **II. Supervisory results over the Board of Directors**

In 2025, the Board of Supervisors carried out close oversight of the Board of Directors, ensuring that the Company's operations complied with applicable laws, the Company's Charter, and the resolutions of the GMS.

- Compliance with laws and resolutions of the GMS: The Board of Directors implemented key decisions in accordance with legal requirements, ensuring the rights and interests of shareholders and related parties.
- Corporate governance: The Board of Directors timely issued policies and business strategies appropriate to the economic context, ensuring the Company's sustainable development direction.
- Operational efficiency: Meetings of the Board of Directors were held in line with prescribed procedures, ensuring transparency and effectiveness in the decision-making process. The Board of Supervisors did not detect any violations or non-compliance during the operations of the Board of Directors.
- Information disclosure and financial transparency: The Board of Directors fulfilled its information disclosure obligations in accordance with regulations, ensuring transparency in financial activities and corporate governance.

Overall, the Board of Directors performed its leadership role well, issuing important decisions to adapt to market challenges and ensure the Company's stable development. The Board of Supervisors will continue to monitor and coordinate closely to enhance corporate governance effectiveness in the coming period.

During the year, the Board of Supervisors did not receive any complaints or petitions related to the governance and management activities of the Board of Directors.

## **III. Supervisory results over the General Director and the Board of Management**

In 2025, the Board of Supervisors conducted close supervision of the General Director and the Board of Management, ensuring that the Company's operations were carried out in compliance with applicable laws, the Company's Charter, and the decisions of the Board of Directors. The supervisory results are as follows:

- The General Director organized regular briefings as well as monthly and quarterly review meetings to comprehensively assess all aspects of business operations, while identifying limitations and outstanding issues for timely resolution and corrective actions.
- Proper performance of roles and responsibilities: The Board of Management implemented and executed production and business activities in line with the directions and plans approved by the GMS and the Board of Directors.
- Close and flexible direction: In the context of continued challenges in the construction sector, the Board of Management adopted decisive measures to respond to market fluctuations, optimize resources, and improve operational efficiency.



- Effective administration and management: The Board of Management maintained regular and extraordinary meetings to provide timely direction and address arising issues, ensuring that business operations were conducted continuously and efficiently.
- Commitment to transparency and accountability: During 2025, the Board of Supervisors did not receive any complaints or claims related to the management and administration of the Board of Management, reflecting transparency and effectiveness in governance practices.

In 2025, the Board of Supervisors did not identify any unusual matters in the management and administration activities. The General Director and the Board of Management operated the Company's business in compliance with applicable laws, in accordance with the resolutions of the General Meeting of Shareholders, as well as the resolutions and decisions of the Board of Directors. Furthermore, no complaints or claims were received in relation to executive management activities.

#### **IV. Assessment of the coordination between the Board of Supervisors, the Board of Directors, the Board of Management, and shareholders**

During the year, the Board of Supervisors continued to maintain close coordination with the Board of Directors and the Board of Management in supervising and ensuring that the Company's operations complied with regulations, remained transparent, and operated efficiently.

- The Board of Supervisors was invited to attend meetings of the Board of Directors and contribute opinions on management, administration, and key matters relating to the Company's production and business activities.
- The Board of Supervisors received documents such as minutes of meetings of the Board of Directors, resolutions of the Board of Directors, as well as reports, submissions, and other materials from the Board of Management when seeking opinions from the Board of Directors.
- The Board of Management provided adequate information on business operations on a quarterly and annual basis upon written request, ensuring transparency and accuracy.
- Participated in giving comments to the Board of Directors and the Board of Management in the administration and implementation of the Company's business objectives, and proposed solutions to strengthen operational efficiency and risk management.
- With respect to requests from major shareholders and controlling shareholders, the Board of Supervisors performed its duties in accordance with the contents, timelines, and resolutions of the General Meeting of Shareholders.
- In 2025, the Board of Supervisors did not receive any recommendations or requests from shareholders relating to the Company's operations or the management and administration of the Board of Directors, the Board of Management, the Board of Supervisors, or the Company's managers while performing their duties.



## V. Supervisory results on the Company's operations and financial situation

### 1. Preparation and audit of financial statements

The Company's financial statements fairly and accurately reflected, in all material respects, the financial situation of the Company as of 31 December 2025, as well as its business performance and cash flows for the same period, in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting Regime, and relevant prevailing regulations.

The Company's 2025 financial statements were audited by Deloitte Vietnam Co., Ltd., which issued an unqualified opinion. Although there was an emphasis of matter, the Company made efforts to overcome difficulties, as evidenced by the fulfillment of its obligations to the state budget and the assurance of stable business operations.

### 2. Business performance

| No. | Indicators                      | 2024 Actual | 2025 Plan | 2025 Actual | 2025 Actual vs. Plan (%) | 2025 Growth vs. 2024 (%) |
|-----|---------------------------------|-------------|-----------|-------------|--------------------------|--------------------------|
| 1   | 2                               | 3           | 4         | 5           | 6 = 5/4                  | 7 = (5-3)/3              |
| 1   | Total Revenue (billion VND)     | 3,086.85    | 12,000.00 | 6,885.70    | 57.38%                   | 123.07%                  |
| 2   | Profit Before Tax (billion VND) | 227.71      | 700.00    | 405.02      | 57.86%                   | 77.86%                   |

In 2025, the Company recorded total revenue of VND 6,885.7 billion and profit before tax of VND 405.02 billion. Although revenue reached only 57.38% and profit achieved 57.86% of the planned targets, total revenue in 2025 increased by 123.07% compared to 2024, while profit grew by more than 77.86% year-on-year.

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

| No. | Indicators                       | Unit        | 2025      | 2024     |
|-----|----------------------------------|-------------|-----------|----------|
| 1   | Total assets                     | Billion VND | 11,762.36 | 8,501.55 |
| 2   | Equity                           | Billion VND | 1,682.61  | 1,359.54 |
| 3   | Asset structure target           |             |           |          |
| 3.1 | Short-term Assets / Total Assets | %           | 99.82%    | 82.21%   |
| 3.2 | Long-term Assets / Total Assets  | %           | 0.18%     | 17.79%   |
| 4   | Capital structure target         |             |           |          |
| 4.1 | Liabilities / Total Capital      | %           | 85.69%    | 84.01%   |
| 4.2 | Equity / Total Capital           | %           | 14.31%    | 15.99%   |



|          |   |       |        |        |
|----------|---|-------|--------|--------|
| <b>5</b> | <b>Payment ability</b>  |       |        |        |
| 5.1      | Quick Payment Ability = (Cash & Cash Equivalents + Short-term Receivables + Short-term Investments) / Short-term Liabilities) | Times | 1.01   | 0.94   |
| 5.2      | Current Payment Ability = Short-term Assets / Short-term Liabilities  | Times | 1.25   | 1.05   |
| <b>6</b> | <b>Profit rate</b>  |       |        |        |
| 6.1      | Pre-tax Profit / Net Revenue  | %     | 6.21%  | 8.42%  |
| 6.2      | Pre-tax Profit / Equity   | %     | 47.65% | 26.79% |

### 3.1. Asset structure

- The Company's total assets amounted to VND 11,762.36 billion, increasing by VND 3,260.8 billion, equivalent to a rise of 38.36% compared to the same period of the previous year.
- Short-term receivables from customers as of December 31, 2025 of SCG reached VND 9,444.78 billion, up 53.42% compared to the year-end balance of 2024. These receivables arose from construction works performed by SCG and accepted for payment under a rolling (overlapping) settlement basis. Completed and accepted works will be settled by project owners in accordance with contractual commitments, while outstanding balances relate to dossiers currently in the payment process.
- Short-term advances to suppliers as of December 31, 2025 were VND 2,994.27 billion, representing an increase of 33.62% compared to the end of 2024. These advances were made to contractors and suppliers directly involved in construction and in providing materials and equipment for projects undertaken by SCG, ensuring quality and adherence to project timelines committed to investors.
- Inventories as of December 31, 2025 stood at VND 2,239.02 billion, rising by VND 1,507.6 billion compared to 2024, equivalent to an increase of 206.11%. This item includes work-in-progress costs at ongoing projects and real estate goods acquired for trading purposes.

### 3.2. Capital structure

The Company's total capital amounted to VND 11,762.36 billion, comprising the following components:

- Total liabilities were VND 10,079.75 billion, accounting for 85.7% of total capital, increasing by VND 2,937.75 billion compared to the end of 2024, equivalent to a rise of 41.13%.
- Equity reached VND 1,682.6 billion, up by VND 323.06 billion, corresponding to an increase of 23.76% compared to 2024.
- Profit before tax reached VND 405.02 billion, up by VND 177.3 billion compared to 2024.

TÀI SẢN

### **3.3. Liquidity**

As of December 31, 2025, the quick ratio was 1.01 and the current ratio was 1.25. This ensures the Company's liquidity; however, the Board of Management is required to develop appropriate business plans, restructure assets and liabilities, and reorganize the workforce to ensure stable operations of the Company and maintain employees' livelihoods.

### **3.4. Profitability**

In 2025, the Company's return on sales (ROS) reached 6.21%, while the ratio of profit before tax to equity attained 47.65%, reflecting a notable performance by the Board of Management amid challenging market conditions.

### **3.5. Transactions between the Company and related parties**

With respect to transactions between the Company, its subsidiaries, and entities in which the Company holds more than 50% of charter capital, and members of the Board of Directors, the General Director, other executives of the Company, and their related parties; as well as transactions between the Company and other entities in which members of the Board of Directors, the General Director, or other executives have acted as founding members or managers within the three (03) years preceding the transaction date: Details were disclosed in the audited 2025 financial statements. These transactions were reviewed and approved in accordance with applicable laws and the Company's Charter and were disclosed in compliance with regulatory requirements.

## **VI. Recommendations and operation plan of the Board of Supervisors for 2026**

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

- The Board of Supervisors recommends that the Board of Directors and the General Director continue to closely monitor market movements and contribute governance and management scenarios to promptly adopt appropriate measures in response to market changes.
- Establish a robust financial control framework to optimize cash flow and strengthen risk management capabilities.
- Enhance the effectiveness of internal control: Continue to review, assess, and propose improvements to reinforce the internal control system, thereby minimizing risks in business operations.

### **2. Operation plan of the Board of Supervisors for 2026**

- Closely oversee the implementation of the business plan: Ensure that targets relating to revenue, profit, and cash flow are achieved in line with the approved plan, while adopting timely solutions in case of adverse fluctuations.
- Supervise financial transactions and risk management: Monitor capital mobilization, utilization of funds, and transactions with related entities within the group, ensuring compliance with principles of transparency, fairness, and alignment with the Company's financial strategy.
- Strengthen compliance with legal requirements: Ensure full adherence to regulations on information disclosure, accounting, auditing, labor, and environmental matters, thereby limiting potential legal risks.

11/2/2025 10:20 AM



- Maintain effective coordination with the Board of Directors and the Board of Management: Continue close collaboration in governance activities, supporting the formulation of decisions appropriate to the actual condition of the Company and the market.

**The Board of Supervisors hereby presents this report to the General Meeting of Shareholders for conderation and approval./.**

***Recipients:***

- *As above;*
- *BOD, BOM;*
- *Office, BOS records.*

**O.B THE BOARD OF SUPERVISORS  
HEAD OF THE BOARD OF SUPERVISORS**



**NGUYEN VAN KHOI**





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No.: 01/SCG/TTr-HĐQT

Hanoi, *April 03*, 2026

## **PROPOSAL**

*(Re: Approval of the audited Financial Statements for 2025  
and the profit distribution plan for 2025)*

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

- Pursuant to the Law on Enterprises No. 59/2020/QH14, promulgated on June 17, 2020, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14, promulgated on November 26, 2019, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on organization and operation of SCG Construction Group Joint Stock Company ("Company");
- Pursuant to the Company's audited 2025 Separate Financial Statements and Consolidated Financial Statements.

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

### **1. Audited Financial Statements for 2025 of the Company**

The Separate Financial Statements for 2025 and the Consolidated Financial Statements for 2025 have been audited by Deloitte Vietnam Audit Company Limited in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System and relevant State regulations. The full Financial Statements have been disclosed in accordance with legal requirements and published on the Company's website: <https://scgr.vn/bao-cai-tai-chinh/>.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the audited Separate Financial Statements for 2025 and Consolidated Financial Statements for 2025, with the following key indicators:

| No. | Indicator        | Separate Financial<br>Statements (billion VND) | Consolidated Financial<br>Statements (billion VND) |
|-----|------------------|--|--|
| 1   | Total Assets     | 11,517.84                                      | 11,762.36  |
| 1.1 | Current Assets   | 11,389.67                                      | 11,741.73  |
| 1.2 | Long-term Assets | 128.17   | 20.63  |





|     |                   |           |           |
|-----|-------------------|-----------|-----------|
| 2   | Capital           | 11,517.84 | 11,762.36 |
| 2.1 | Liabilities       | 9,878.52  | 10,079.75 |
| 2.2 | Equity            | 1,639.32  | 1,682.60  |
| 3   | Net Revenue       | 6,239.10  | 6,520.58  |
| 4   | Profit Before Tax | 405.10    | 405.02    |
| 5   | Profit After Tax  | 323.64    | 323.06    |

(Figures have been rounded).

## 2. Profit distribution plan for 2025

| No.        | Indicator   | Amount<br>(billion VND) |
|------------|---|-------------------------|
| <b>I</b>   | <b>Undistributed profit after corporate income tax</b>        | <b>819.57</b>           |
| 1          | Undistributed accumulated profit after tax by the end of 2024 | 323.10                  |
| 2          | Undistributed profit after tax for 2025                       | 496.47                  |
| <b>II</b>  | <b>Profit distribution plan for 2025</b>                      | <b>0</b>                |
| 1          | Appropriation of the parent company's funds                   | 0                       |
| 1.1        | Investment and development fund                               | 0                       |
| 1.2        | Bonus and welfare fund  | 0                       |
| 1.3        | Executive bonus fund  | 0                       |
| 1.4        | Social welfare fund   | 0                       |
| 2          | Dividend payment for 2025                                     | 0                       |
| <b>III</b> | <b>Remaining Profit After Tax [(III) = (I) – (II)]</b>        | <b>819.57</b>           |

(Figures have been rounded).

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

Sincerely,

**O.B. THE BOARD OF DIRECTORS**  
**CHAIRMAN**



**DO VAN TRUONG**



SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

No.: 02/SCG/TTr-HĐQT

Hanoi, April 03, 2026

## PROPOSAL

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

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

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

Based on the 2025 business and production plan, and taking into consideration the Company's internal resources and opportunities from the market, the Board of Directors has formulated the proposed business and production plan for 2026. The Board respectfully submits to the General Meeting of Shareholders for consideration and approval as follows:

| Targets           | Unit        | Plan for 2026 |
|-------------------|-------------|---------------|
| Total revenue     | Billion VND | 19,000        |
| Profit before tax | Billion VND | 950           |

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

Sincerely,

**O.B THE BOARD OF DIRECTORS  
CHAIRMAN**



**DO VAN TRUONG**





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No.: 03/SCG/TTr-HĐQT

Hanoi, April 03, 2026

## **PROPOSAL**

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

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

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

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the remuneration and bonus plan for the Board of Directors and the Board of Supervisors for 2026, as follows:

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

| <b>Position</b>                    | <b>Remuneration for 2026</b> |
|------------------------------------|------------------------------|
| Chairman of the Board of Directors | VND 20,000,000/month         |
| Member of the Board of Directors   | VND 10,000,000/person/month  |

### **2. Remuneration for the Board of Supervisors:**

| <b>Position</b>                    | <b>Remuneration for 2026</b> |
|------------------------------------|------------------------------|
| Head of the Board of Supervisors   | VND 10,000,000/month         |
| Member of the Board of Supervisors | VND 5,000,000/person/month   |

3. Payment method for remuneration and bonus for members of the Board of Directors and the Board of Supervisors for 2026: shall be paid provisionally on a monthly or quarterly basis or settled at the end of the fiscal year. The Board of Directors and the Board of Supervisors will report on the payment status at the 2027 Annual General



Meeting of Shareholders.

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

Sincerely,

**O.B. THE BOARD OF DIRECTORS**

**CHAIRMAN** *Đào Văn Trường*



**ĐO VĂN TRƯỞNG**



**SCG**





SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY

No. 04/SCG-TT-BKS



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Hanoi, ... April 03, 2026

## PROPOSAL

(Re: Approval of the selection of the auditing firm for the 2026 Financial Statements)

**To: The General Meeting of Shareholders of SCG Construction Group**

**Joint Stock Company**

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



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

1. Approval of selecting one of the auditing firms listed below as the independent auditor to audit/review the financial statements for the fiscal year 2026 of the Company in accordance with the laws, specifically as follows:
  - Deloitte Vietnam Audit Company Limited;
  - Ernst & Young Vietnam Limited;
  - KPMG Limited;
  - PWC (Vietnam) Limited;
  - Other auditing firms approved by the State Securities Commission of Vietnam to audit public interest entities.
2. Authorize the Legal Representative to decide on the contents, negotiate, sign contracts, documents and carry out other necessary procedures to finalize the selection of one of the aforementioned auditing firms to audit/review the Company's Financial Statements for the fiscal year 2026.



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

Sincerely,

**O.B. THE BOARD OF SUPERVISORS**

**HEAD OF THE BOARD** *nt*

  
**NGUYEN VAN KHOI**







**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

-----  
No.: 05/SCG/TTr-HĐQT

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Hanoi, *April 23*....., 2026

## **PROPOSAL**

*(Re: Approval of the policy on transactions between the Company and its related parties)*

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

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

The construction industry is characterized by construction contracts of significant value relative to a company's total assets and charter capital. SCG Construction Group Joint Stock Company is no exception, as it frequently enters into transactions of substantial value compared to its total assets in order to serve its business operations.

In an effort to ensure timeliness and effectively capitalize on business opportunities, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the policy of signing/executing contracts or transactions with a value equal to or exceeding 35%, or transactions which result in the aggregate value of transactions arising within a period of 12 (twelve) months from the date of the first transaction reaching 35% or more of the total assets of the Company as recorded in the most recently disclosed financial statements. The details are as follows:

**a. Parties signing the contracts and transactions:**

- Subsidiaries, affiliated companies of the Company;
- The parent company and companies under the same parent company (if any);
- Organizations (companies) that are related parties of the Company's major shareholders, the authorized representatives of institutional shareholders holding more than 10% of the Company's total common shares;
- Organizations (companies) that are related parties of members of the Board of Directors, the Board of Management and other internal persons of the Company.



**b. Content of contracts and transaction:**

- EPC contract / construction contract / construction works contract (including agreements related to these transactions);
- Purchase and sale of raw materials and other transactions, contracts serving the Company's business activities.

**c. Detailed value of each transaction:** based on the value at each time and each specific transaction and contract, ensuring the interests of the Company and its shareholders.

**d. Effectiveness:** applies to contracts, transactions arising during the period from the date of the 2026 Annual General Meeting of Shareholders to the date before the 2027 Annual General Meeting of Shareholders.

**e. Authorize/delegate the Board of Directors to determine the specific details of each transaction, sign and execute contracts, agreements, and related documents, including amendments, supplements, terminations, or replacements of transactions (if any). The Board of Directors is further authorized to delegate these tasks to other individuals or organizations in accordance with the law and the Company's charter.**

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

Sincerely,

**O.B. THE BOARD OF DIRECTORS  
CHAIRMAN**



**ĐO VAN TRUONG**





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No.: 06/SCG/TTr-HĐQT

Hanoi, *April 03* ..., 2026

## **PROPOSAL**

*(Re: Dismissal and additional election of members of the Board of Directors)*

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

- Pursuant to the Law on Enterprises No. 59/2020/QH14, promulgated on June 17, 2020, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14, promulgated on November 26, 2019, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;
- Pursuant to the Charter on organization and operation of SCG Construction Group Joint Stock Company ("Company");
- Pursuant to the resignation letter of Mr. Nguyen Ngoc Son from his position as an independent member of the Board of Directors.

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

1. Dismissal of Mr. Nguyen Ngoc Son from the position as an independent member of the Board of Directors, effective from the date of approval by the General Meeting of Shareholders. Reason: Mr. Nguyen Ngoc Son has submitted his resignation letter from the position as an independent member of the Board of Directors.
2. In order to ensure continuity of the term of office, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the re-election of Mr. Do Van Truong as a member of the Board of Directors for the term 2026 – 2031.
3. Based on the matters set out in article (1) and (2) as above, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the additional election of two (02) members to the Board of Directors, including one (01) independent member, for the term 2026 – 2031.



4. The nomination, candidacy and qualification requirements for the members of the Board of Directors shall be carried out in accordance with the Notice on Candidacy and Nomination for Members of the Board of Directors dated April 03, 2026.
5. The curriculum vitae of the candidates shall be published on the Company's website at the following link: <https://scgr.vn/dai-hoi-dong-co-dong/>.
6. The election process and voting method: shall follow with the provisions of the Company's charter, internal regulations on Company governance, Regulations on organization of the General Meeting of Shareholders and the Election regulations approved at the 2026 Annual General Meeting of Shareholders.

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

Sincerely,

**O.B. THE BOARD OF DIRECTORS**

**CHAIRMAN** *Handwritten signature*



**DO VAN TRUONG**



**SCG**





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

No.: 07/SCG/TTr-HĐQT

Hanoi, April 03, 2026

**PROPOSAL**

*(Re: Approval of the amendment to the details of business lines and  
the Company's Charter)*

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

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

Pursuant to the prevailing legal regulations and the business operation needs of SCG Construction Group Joint Stock Company, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the amendment of the Company's business lines and Charter as follows:

**1. Amendment of detailed business lines:**

| No. | Registered Business Lines |  | Adjusted Business Lines |  | Reason for adjustment   |
|-----|---------------------------|--|-------------------------|--|---|
|     | Code                      | Business Line  | Code                    | Business Line  |   |
| 1   | 6820                      | Real estate consultancy, brokerage, auction, auction of land use rights<br>Details: Real estate brokerage services; real estate consultancy services; real estate management | 6829                    | Other real estate activities on a fee or contract basis<br>Details: Consultancy and management of residential housing and residential land use rights; consultancy and | In accordance with the provisions of Decision No. 36/2025/QĐ-TTg promulgating the Vietnam |

|   |      |  |      |   |  |
|---|------|--|------|---|--|
|   |      |  |      | management of non-residential housing and land use rights; other real estate activities not elsewhere classified on a fee or contract basis   | Standard Industrial Classification, approved by the Prime Minister on September 29, 2025, and effective from November 15, 2025 |
| 2 | 7020 | Management consultancy activities  | 7020 | Business management consultancy and other management consultancy activities   |  |
| 3 | 8130 | Landscape care and maintenance services  | 8130 | Landscape services  |  |
| 4 | 8211 | General office administrative services   | 8210 | Office administrative and support activities  |  |
| 5 | 4663 | Wholesale of other construction materials and installation supplies<br>Details: Wholesale of bamboo, rattan, timber and processed wood; wholesale of cement; wholesale of bricks, tiles, stone, sand and gravel; wholesale of construction glass; wholesale of paints and varnishes; wholesale of tiles and sanitary equipment; wholesale of hardware; wholesale of pipes, fittings and other installation components; wholesale of sanitary installation equipment: pipes, conduits, joints, taps, T-joints, rubber pipes, etc. | 4673 | Wholesale of other construction materials and installation supplies<br>Details: Wholesale of bamboo, rattan, timber and processed wood; wholesale of cement; wholesale of bricks, tiles, stone, sand and gravel; wholesale of construction glass; wholesale of paints and varnishes; wholesale of tiles and sanitary equipment; wholesale of hardware; wholesale of other construction materials and installation supplies. |  |



## 2. Amendment of the Company's Charter

To amend Article 5.1 of the Company's Charter regarding business lines to align with the revised business lines as stated in Section 1 above.

## 3. To authorize/delegate the General Director – the Company's legal representative to carry out the following tasks in accordance with actual circumstances:

- Prepare and complete the necessary dossiers and carry out the required procedures with competent State authorities to officially record the amendments specified in this Proposal, in compliance with prevailing legal regulations and the Company's Charter.
- Finalize and promulgate the revised Charter incorporating the amendments approved by the General Meeting of Shareholders in accordance with applicable laws.

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

Sincerely,

**O.B. THE BOARD OF DIRECTORS**  
**CHAIRMAN**



**ĐỖ VĂN TRƯỞNG**





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

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

Hanoi, ... *April 03* ..., 2026

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

- Pursuant to the Law on Enterprises No. 59/2020/QH14 promulgated on 17 June 2020 by the National Assembly of the Socialist Republic of Vietnam, effective from 01 January 2021, and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on organization and operation of SCG Construction Group Joint Stock Company.

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

**I. EXPLANATION OF TERMS/ABBREVIATIONS**

- Company : SCG Construction Group Joint Stock Company
- BOD : Board of Directors
- GMS : General Meeting of Shareholders
- Delegate : Shareholders, Authorized Persons

**II. SUBJECTS AND SCOPE OF APPLICATION**

1. This Notice provides guidance on the conditions and procedures for candidacy and nomination for members of the Board of Directors for the 2026 - 2031 term of SCG Construction Group Joint Stock Company.
2. Shareholders and candidates participating in the nomination and candidacy process for the Board of Directors must comply with the contents of this Notice.

**III. NOMINATION AND CANDIDACY FOR MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2026 – 2031 TERM:**



## 1. Number, term and qualifications for BOD members

- a. Number of additional Board of Directors members: Two (02) members, including one (01) independent member of the BOD.
- b. Term: 2026 – 2031.
- c. Maximum number of candidates for BOD members: Unlimited.
- d. Qualifications of candidates for the BOD (*According to Clause 1, Article 155 of the Law on Enterprises No. 59/2020/QH14; Article 29.4 of the Company's Charter; and Article 275 of Decree No. 155/2020/ND-CP, as amended and supplemented by Clause 78, Article 1 of Decree No. 245/2020/ND-CP*), specifically:

- For members of the Board of Directors:
  - Must not fall into the category of persons prohibited from managing enterprises as stipulated in Clause 2, Article 17 of the Law on Enterprises 59/2020/QH14;
  - Must have professional qualifications and experience in business management or the company's industry and are not necessarily required to be shareholders.
  - A member of the Board of Directors may concurrently serve as a member of the Board of Directors or Members' Council of no more than five (05) other companies.
- For independent members of the Board of Directors:

In addition to the criteria applicable to members of the Board of Directors as mentioned above, candidates for independent members of the Board of Directors must satisfy the following conditions:

- Not being a person currently working for the Company, its parent company, or its subsidiaries; and not having worked for the Company, its parent company, or its subsidiaries for at least the preceding three (03) consecutive years;
- Not being a person receiving salary or remuneration from the Company, except for allowances to which members of the Board of Directors are entitled in accordance with regulations;
- Not having a spouse, biological or adoptive parents, biological or adoptive children, or a sibling who is a major shareholder of the Company, or a manager of the Company or its subsidiaries;
- Not directly or indirectly owning at least one percent (1%) of the total voting shares of the Company;



- Not having served as a member of the Board of Directors or the Board of Supervisors of the Company for at least the preceding five (05) consecutive years, except in the case of being appointed for two (02) consecutive terms.

## **2. Regulations on Nomination/ Self-Nomination for BOD Members**

Shareholders or groups of shareholders holding at least 10% of total common shares (as of the record date for the 2026 Annual GMS) have the right to pool the voting rights of each person together to nominate candidates for BOD.

Shareholders or groups of shareholders hold:

- 10% of total voting shares: 01 candidate;
- Over 10% to below 30%: Maximum 02 candidates;
- From 30% to below 40%: Maximum 03 candidates;
- From 40% to below 50%: Maximum 04 candidates;
- From 50% to below 60%: Maximum 05 candidates;
- From 60% to below 70%: Maximum 06 candidates;
- From 70% to below 80%: Maximum 07 candidates;
- From 80% to below 90%: Maximum 08 candidates.

If the number of candidates nominated and self-nominated does not meet the required number, the incumbent BOD may nominate additional candidates or organize nominations according to the Company Charter, Internal Corporate Governance Regulations, and the BOD' Operational Regulations.

## **3. Nomination and Candidacy dossier for the BOD**

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

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

- Nomination/Candidacy Application (according to the prescribed form);
- Candidate's Curriculum Vitae (according to the prescribed form);
- Copies of the following documents: Citizen ID/Passport; degrees and certificates verifying educational and professional qualifications.

Nominees/candidates for the BOD shall be legally and personally responsible to the GMS for the accuracy and truthfulness of the information in their dossiers.

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Only nomination or candidacy dossiers that meet the required conditions and candidates who fully satisfy the eligibility criteria for BOD members, will be included in the list announced at the GMS.

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

To facilitate the organization of the General Meeting, candidates are kindly requested to submit their dossiers before **5:00 PM on April 10, 2026**:

**SCG CONSTRUCTION GROUP JOINT STOCK COMPANY**

**Address:** 8th Floor, Sunshine Center Building, No.16 Pham Hung Street, Tu Liem Ward, Hanoi.

**4. List of candidates**

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

The above outlines the complete regulation on the nomination and candidacy process for the election of BOD members for the 2026 – 2031 term at the 2026 Annual General Meeting of Shareholders of SCG Construction Group Joint Stock Company.

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

**O.B. THE BOARD OF DIRECTORS**

**CHAIRMAN**



**ĐO VAN TRUONG**





SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Hanoi, April 25, 2026

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

### Objectives of the Regulations:

- To ensure the publicity, fairness and democracy;
- To create favorable conditions for the organization and conduct of the General Meeting of Shareholders according to the agenda of the General Meeting, the provisions of the Charter of SCG Construction Group Joint Stock Company ("Company/SCG") and the provisions of law;
- The Resolutions of the General Meeting of Shareholders express the unified will, meet the aspirations and interests of shareholders and are in accordance with the law.

### CHAPTER I. GENERAL PROVISIONS

#### Article 1. Subjects of application

All shareholders and duly authorized persons of shareholders, guests of the General Meeting of Shareholders of SCG shall abide by and comply with the provisions of these Regulations, the SCG Charter and current legal regulations.

#### Article 2. Scope of application

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

#### Article 3. Interpretation of terms

In these Regulations, the following terms are construed as follows:

**1. Shareholder:** means a person who owns at least one SCG share, whose name is on the list of shareholders entitled to attend the General Meeting of Shareholders as of March 27, 2026, provided by the Vietnam Securities Depository and Clearing Corporation.

**2. Authorized representative of a shareholder:** means a person who is duly authorized in writing by the shareholder to attend and exercise the legal rights of a



shareholder at the 2026 AGM in accordance with the provisions of law and the SCG Charter.

**3. Delegate:** means a Shareholder or an authorized representative of a shareholder attending the 2026 AGM.

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

**5. Electronic voting:** means Delegates attending the meeting votes and electing through the Electronic System.

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

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

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

**9. Organizing Committee:** is a department established to serve the preparation and organization of the 2026 AGM.

## CHAPTER II. CONTENT OF REGULATIONS

### Article 4. Conditions and methods of attending the AGM

#### 1. Conditions for attending the AGM

##### a. Participants:

SCG shareholders according to the list of shareholders as of March 27, 2026 provided by the Vietnam Securities Depository and Clearing Corporation and the authorized representatives of shareholders are entitled to attend the General Meeting of Shareholders.

##### b. Technology requirements:

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



## **2. How to attend the General Meeting of Shareholders by attending personally at the Meeting**

a. When attending the meeting at the location of the General Meeting of Shareholders stated in the Invitation Letter, Delegates register to attend the General Meeting by providing the identification documents "Citizen ID/Passport and authorization letter (if being an authorized representative)" and present the above identification documents to the Organizing Committee to confirm the status of the Delegates.

b. Before the opening of the meeting, SCG shall carry out the Delegate registration procedure and carry out the registration until all present Delegates who are entitled to attend the meeting are registered.

c. When registering delegates, SCG will provide each Delegate attending the meeting with an information form to login to the Electronic System, with information on the full name of the Shareholder or the full name of the Shareholder's authorized representative, the login name and the corresponding access password. Delegates are responsible for keeping the access account and other identification factors provided by SCG confidential to ensure that only the Shareholders have the right to participate in Electronic Voting on the Electronic System. In case a Shareholder authorizes another individual/organization to attend the General Meeting and vote electronically, the Shareholder and the Shareholder's authorized person shall be responsible for the authorization and the results of the Electronic Voting according to the access account that has been granted. The Company will provide maximum support to ensure that the Shareholder Representative is able to attend and vote at the General Meeting of Shareholders; however, the Company shall not be responsible for any issues arising from the Representative's loss or disclosure of login credentials.

d. Delegates who arrive after the meeting had opened but the General Meeting has not yet ended shall have the right to register and participate in voting at the General Meeting on issues that have not been voted on. In that case, the Chairman is not responsible for stopping the General Meeting and the validity of the previously voted contents is not affected.

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

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



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

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

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

- The authorization is made in writing using the form provided by SCG or in writing by the Shareholder in accordance with the provisions of the civil law, clearly stating the name of the authorized individual or organization and the number of authorized shares; the content of the authorization; with full signatures, full names, and seals (if an organization) of the authorizing party and the authorized party.

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

3. Cancellation of authorization:

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

- The cancellation of authorization shall not be effective if the authorized representative of the shareholder has successfully registered to attend the meeting and has voted on any issue of the content in the Agenda of the General Meeting of Shareholders on the Electronic System.

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

Depending on the actual situation, the Organizing Committee may (and is not required to) invite some guests such as those holding management titles of SCG and its subsidiaries, the Board of Supervisors, the Chief Accountant, and representatives of the auditing company (if any).

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

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

- a. To be publicly notified by the Organizing Committee of the General Meeting of information on the content, agenda of the General Meeting and related documents attached.



b. To attend the General Meeting, discuss and vote on all issues under the authority of the General Meeting of Shareholders as prescribed in the SCG Charter, these Regulations and the instructions on the website: <https://scgr.vn/dai-hoi-dong-co-dong/>.

c. To have the right to attend meetings and/or participate in voting on remaining issues after the General Meeting has opened.

d. To authorize one or more other individuals or organizations to attend the General Meeting as prescribed in Article 5 of these Regulations.

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

a. To comply with the regulations at the General Meeting, respect the guidance and direction of the Presidium and the results of the General Meeting.

b. When attending the General Meeting, delegates shall be present at the prescribed time and complete the registration procedures with the General Meeting Organizing Committee; behave in a civilized and polite manner, not to smoke in the General Meeting room, not to talk privately, not to use mobile phones during the General Meeting, all mobile phones shall be turned off or not ring.

c. Delegates need to prepare and use appropriate electronic devices (personal computers, laptops, tablets, smartphones, ...), with an Internet connection to participate in discussions and vote electronically.

d. To secure information related to access accounts such as: login name, access password, provided by SCG to ensure that only the Delegates have the right to vote on the electronic voting system.

e. To immediately notify SCG for timely handling when discovering that the login name and password are lost, stolen, leaked, or suspected of being leaked to lock the access account. The Delegate shall be responsible for any damages, losses and other risks occurring before SCG receives the Delegate's notification if the cause is due to the Delegate.

f. Recording and filming the General Meeting shall be publicly announced and approved by the General Meeting Chairman.

g. Speaking and voting in accordance with the instructions of the Organizing Committee and respecting the direction of the General Meeting by the General Meeting Chairman.

h. To strictly comply with these Regulations and respect the results of the work at the General Meeting.

**Article 8. Organizing Committee**



1. The Organizing Committee of the General Meeting is an agency established by the Board of Directors. The number and composition of the General Meeting Organizing Committee is decided by the Board of Directors.

2. The General Meeting Organizing Committee has the following responsibilities:

- a. To fulfill the tasks as prescribed in these Regulations.
- b. To provide guidance and be the focal point to answer shareholders' questions regarding registration to attend the General Meeting and electronic voting.
- c. To prepare electronic means and facilities to ensure the organization of the General Meeting in person and electronic voting.
- d. To fulfill other tasks as decided by the Board of Directors.

#### **Article 9. Delegate qualification examination committee**

1. The Delegate Qualification Examination Committee is an assisting department of the General Meeting Organizing Committee. The Delegate Qualification Examination Committee has 02 members, including 01 Head of the Committee and 01 member.

2. The Delegate Qualification Examination Committee is responsible for:

- a. Checking the qualifications and status of Shareholders and Shareholders' Authorized Representatives attending the meeting.
- b. Reporting to the General Meeting of Shareholders on the percentage of shareholders attending the meeting.
- c. Reviewing and complying with the conditions for holding the General Meeting of Shareholders in accordance with the 2020 Law on Enterprises and the SCG Charter.

#### **Article 10. Presidium**

1. The Chairman of the Board of Directors ("BOD") shall chair the General Meeting or authorize another member of the Board of Directors to chair the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman of the BOD is absent or temporarily unable to work, the remaining members of the BOD shall elect one of them to be the Chairman of the General Meeting according to the majority principle. In case no one can be elected as the Chairman, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the Chairman of the meeting from among the attendees and the person with the highest number of votes shall chair the meeting.

2. Except for the case specified in Clause 1 of this Article, the person who signs the summons for the General Meeting of Shareholders shall direct the General Meeting



to elect the Chairman of the meeting and the person with the highest number of votes shall chair the meeting.

3. The Presidium shall consist from 03 to 05 members. The Chairman of the Board of Directors shall act as the Chairman of the Presidium and the Chairman of the meeting.

a. Duties of the Presidium:

- To run the General Meeting in accordance with these Regulations and the agenda approved by the General Meeting of Shareholders at the General Meeting;
- The Chairman shall work according to the principle of democratic centralism and makes decisions by majority;
- To guide the General Meeting to discuss and vote on issues within the agenda of the General Meeting and related issues throughout the General Meeting.

b. Rights of the Presidium:

- The Presidium has the right to perform the tasks deemed necessary to conduct the General Meeting in a valid and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of shareholders attending the meeting.
- The decision of the Presidium on matters of order, procedures or events arising outside the General Meeting agenda will be of the highest judgment.

#### **Article 11. Secretariat**

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

1. To assist the Presidium in checking the qualifications of delegates attending the meeting (when necessary).
2. To receive and summarize the opinions and questions of delegates during the General Meeting and send them to the Presidium.
3. To fully and honestly record the entire proceedings of the General Meeting and the issues that have been approved by the General Meeting or are still being noted at the General Meeting.
4. To draft the Minutes and Resolutions for the General Meeting to approve before the end of the General Meeting.
5. To perform other tasks assigned by the Chairman.

#### **Article 12. Vote Counting Committee**

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



1. To instruct delegates on the regulations, rules and methods related to voting/election at the General Meeting.
2. To conduct vote counting and election;
3. To prepare and announce the Minutes of vote counting and election before the General Meeting of Shareholders.
4. To review and report to the General Meeting any violations of voting regulations or complaints about vote counting results.

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

1. The General Meeting shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares. In case more than 30 minutes have passed since the time of determining the opening of the General Meeting but the number of shareholders registered to attend the General Meeting has not represented the required number, the meeting shall be deemed not eligible to proceed and the Convener shall cancel the meeting.
2. In case the General Meeting does not meet the conditions to proceed as prescribed in Clause 1 of this Article, the convening and conducting of the next General Meeting shall be conducted in accordance with the provisions of the SCG Charter and Article 145 of the 2020 Law on Enterprises.

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

1. The agenda and content of the meeting shall be approved by the General Meeting of Shareholders in the opening session. The agenda shall clearly and specifically specify the time for each issue in the agenda.
2. Shareholders or groups of shareholders specified in Clause 2, Article 115 of the 2020 Law on Enterprises and the SCG Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal shall be in writing and sent to the Company at least 03 working days before the opening date. The proposal shall clearly state the name of the shareholder, the number of each type of shares of the shareholder or equivalent information, and the issues proposed to be included in the agenda.
3. The person convening the General Meeting of Shareholders has the right to reject the proposal specified in Clause 2 of this Article if one of the following cases occurs:
  - a. The proposal was not submitted on time or was incomplete or incorrect in content.



b. The proposed issue is not within the decision-making authority of the General Meeting of Shareholders.

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

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

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

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

a. From the time of successful registration to attend the meeting and being granted login information, Delegates can begin accessing the Electronic System to exercise their voting rights until the Chairman announces the end of voting for each voting content or the end of the General Meeting of Shareholders. The last voting opinion recorded by the Electronic System before the end of voting is a valid opinion and is recorded in the vote counting results.

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

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

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

a. All issues in the Agenda of the General Meeting shall be discussed publicly by the General Meeting of Shareholders and voted publicly by electronic voting through the Electronic System for Organizing General Meetings of Shareholders (EzGSM system) at the website: <https://ezgsm.fpts.com.vn/>.

b. Delegates shall decide to vote by checking one of the three boxes corresponding to "Agree", "Disagree", "No opinion" for each content asking for



opinions and clicking the **"Vote"** button to save and send the voting results to the Electronic System. Before the voting period ends, shareholders can change their voting opinions by clicking **"Change Vote"** button, selecting their revised voting option and clicking the **"Vote"** button to confirm the final voting opinion.

Depending on the developments and the agenda of the General Meeting of Shareholders, the voting to approve the contents presented to the General Meeting can be divided into many voting sessions. Delegates attending the General Meeting shall comply with the voting time corresponding to each session according to the Chairman's declaration and the announcement of the electronic voting system. Delegates vote on all contents of the same voting session. An invalid vote is a vote containing voting content that has not been commented on by the Delegate (no box is checked) or has selected more than one option for the same voting item. The electronic system will warn if the vote is invalid, the Delegate is responsible for adjusting the valid vote and sending the results to the system. Invalid votes are not recorded by the system and the Delegate is considered to have attended but did not vote on that content (Votes are not collected).

c. When running the General Meeting, the Chairman shall announce the end of voting on the system so that the Delegates can exercise their rights. In case the Delegates encounter problems with voting on the System, they can contact the Organizing Committee for instructions and support to complete the voting. From the time the System closes the voting content, the Delegates shall not have the right to change any voted content, the voting results of shareholders recorded on the system according to the Login information are the final results and no complaints/claims are allowed regarding this result.

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

e. Delegates can change the voting and election results many times but cannot cancel the voting results on the system.

### **3. Voting rules**

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

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



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

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

- Types of shares and total number of shares of each type;
- Changes in business lines, occupations and fields;
- Changes in the Company's management structure as stipulated in Article 16 of the SCG Charter;
- Amendments and supplements to the Charter;
- Projects investment or sale of assets with a value equal to or exceeding 35% of the total asset value recorded in SCG's most recent financial statements;
- Reorganization (including division, separation, merger or consolidation) or dissolution of the Company.

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

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

a. The Vote Counting Committee approved by the General Meeting of Shareholders at the General Meeting is responsible for checking the electronic voting results to summarize the voting results.

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

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

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

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

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



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

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

3. Delegates may discuss at the General Meeting by raising their hands to speak under the direction of the Presidium or sending their opinions and questions through the online support window at the General Meeting organization system (EzGSM) or other methods. The Secretariat is responsible for summarizing the opinions of Delegates and sending them to the Presidium, and at the same time saving the Delegate's name, Delegate code (if any) and the content of the question.

4. Delegates shall give brief opinions and focus on the key issues that need to be discussed, in accordance with the approved agenda of the General Meeting. The Chairman has the right to remind or suggest that Delegates focus on the key issues that need to be discussed to save time and ensure the quality of the discussion; and may revoke the right to attend the Meeting in cases where delegates intentionally fail to comply with the Meeting's regulations, engage in disruptive behavior, disturb order, or take actions that directly affect the conduct of the Meeting.

5. In case of time constraints, questions that have not been answered directly at the General Meeting will be answered by SCG to shareholders in an appropriate form.

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

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

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

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

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

### CHAPTER III. EFFECTIVENESS

#### Article 19. Effectiveness

The working regulations of SCG's 2026 Annual General Meeting of Shareholders in the form of direct, electronic voting include 19 Articles and take effect from the time of approval by the General Meeting of Shareholders. *Lawyer*

**O.B. THE BOARD OF DIRECTORS**

**CHAIRMAN**



**DO VAN TRUONG**

SCG





**SCG CONSTRUCTION GROUP  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

*Hanoi, April 25, 2026*

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

**Basis:**

- *The Law on Enterprises No. 59/2020/QH14, promulgated on June 17, 2020, by the National Assembly of the Socialist Republic of Vietnam, effective from January 1, 2021 and its amendments, supplements and implementing regulations;*
- *The Charter on organization and operation of SCG Construction Group Joint Stock Company;*
- *Notice on candidacy and nomination for members of the the Board of Directors for the term 2026 – 2031.*

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

**I. EXPLANATION OF TERMS/ABBREVIATIONS**

- Company : SCG Construction Group Joint Stock Company
- BOD : Board of Directors
- GMS : General Meeting of Shareholders
- Delegates : Shareholders, Authorized Persons

**II. SUBJECTS AND SCOPE OF APPLICATION**

1. These regulations apply to the election of additional members of the Board of Directors for the 2026 – 2031 term of the Company at the 2026 Annual General Meeting of Shareholders.
2. Those entitled to vote: Individuals who own at least one share of the Company and are listed in the register of shareholders entitled to attend the General Meeting of Shareholders as of March 27, 2026, as provided by the Vietnam Securities Depository and Clearing Corporation (“VSDC”), or a duly authorized representative of a shareholder listed in the above register.



3. Applied to the election of the list of candidates nominated and running for the BOD stated in the Notice on candidacy and nomination for members of the BOD for the 2026 – 2031 term.

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

Conditions and criteria for becoming a member of the BOD are specified in the Notice on nomination and candidacy for members of the BOD for the 2026 – 2031 term dated April 03, 2026 of the Company.

### **IV. ELECTION OF MEMBERS OF THE BOD FOR THE TERM 2026 – 2031**

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

- To comply with the provisions of law and the Company's Charter.
- The Vote Counting Committee shall be nominated by the Chairman and approved by the GMS. Members of the Vote Counting Committee must not be listed as nominees or candidates for the BOD.

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

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

#### **3. Voting**

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

- In case a delegate allocates all votes to a single candidate or distributes votes equally among multiple candidates, they shall mark the checkbox in the “**Equal Vote Allocation**” box for the corresponding candidates. The system will automatically distribute the pre-set number of votes accordingly. If the vote distribution results in fractional votes, the system will automatically cancel the fractional part, and the recorded votes will be rounded down.
- If the votes are not equal among the candidates, delegates clearly write the votes in the “**Number of votes**” box of the corresponding candidates.

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Note: In case the delegate has checked the box **"Equally voting"** and entered the number of votes in the **"Number of votes"** box at the same time, the result will be taken according to the number of votes in the box **"Number of votes"**.

After entering the vote, the delegate clicks **"Vote"** to save and send the election result to the system. The delegate has the right to change the election result. The recorded election result is the election result saved on the system at the time of ending electronic voting according to regulations.

The following votes are considered invalid by the system and will be counted as unrecovered votes:

- The number of candidates elected by the delegates is greater than the number of members of the BOD approved by the GMS.
- The total number of votes for the candidates is not equal to the total number of votes recorded on the vote.
- The vote is recorded by the system when the voting time has expired according to regulations.

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

#### **b. Principles of election of BOD members**

- The members elected to the BOD shall be determined by the number of votes cast from high to low, starting from the candidate with the highest number of votes until the required number of members is reached.
- In case there are two (02) or more candidates with the same number of votes for the final member of the BOD, a re-election will be held among the candidates with the same number of votes.
- If the first election result does not have enough members of the BOD, the election will be held until the required number of members are elected.

#### **4. Effectiveness**

- These election regulations shall take effect immediately upon approval by the GMS.
- These regulations shall expire when the 2026 Annual General Meeting of Shareholders of SCG Construction Group Joint Stock Company ends.

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- The above is the entire Regulations for electing additional members of the BOD of the Company for the term 2026 – 2031 at the 2026 Annual General Meeting of Shareholders of SCG Construction Group Joint Stock Company.

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

**O.B. THE BOARD OF DIRECTORS**

**CHAIRMAN**



**DO VAN TRUONG**

