

No: 464/VIT-TCKT

Bac Ninh, May 15, 2026

DISCLOSURE OF INFORMATION

"Subject: Update on Documents for the 2026 General Meeting of Shareholders"

To:

- State Securities Commission of Vietnam;
- Hanoi Stock Exchange;
- Shareholders of Viglacera Tien Son Joint Stock Company.

1. Name of organization: VIGLACERA TIEN SON JOINT STOCK COMPANY

- Ticker symbol: VIT
- Address: Tien Son Industrial Park, Dai Dong Commune, Bac Ninh Province
- Tel: +84 222 3839 395 Fax: +84 222 3838 917

2. Content of information disclosure:

Viglacera Tien Son Joint Stock Company announces the update, amendment, and supplement of documents for the 2026 Annual General Meeting of Shareholders.

3. This information has been disclosed on the Company's website:

viglacerationson.com

We hereby certify that the above information is true and accurate and take full responsibility before the law for the disclosed information.

Recipients:

- As stated above;
- Archives: Administration
& Accounting Departments.

Organization representative

Authorized person to disclose information
(Signature, full name, position, and seal)



KẾ TOÁN TRƯỞNG
Nguyễn Xuân Đồng

AGENDA
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: May 20, 2026

Venue: Tien Son Industrial Park, Dai Dong Commune, Bac Ninh Province

No.	Estimated Time	Content	Department/Person in charge
1	8h00 - 8h30	Reception and Shareholder Registration	Reception Team
2	8h30 - 8h35	Opening Statement	Mr. Pham Huu Nguyen – Vice Chairman of the Trade Union
3	8h35 - 8h40	Report on Shareholder Attendance Qualification Check Introduction of Delegates	Mr. Bui Anh Dung
4	8h40 - 8h45	Introduction of the Chairpersonship and the Meeting Secretariat	Mr. Pham Huu Nguyen introduces the Chairperson (Chairman of the BOD) The Chairperson introduces members of the Chairpersonship and the Secretariat
5	8h45 - 8h50	Introduction and Voting to approve the Vote Counting Committee	The Chairpersonship (Mr. Le Tien Dung – BOD Member, Director)
6	8h50 - 8h55	Approval of the Meeting Agenda	The Chairpersonship (Mr. Doan Hai Mau – Chairman of the BOD)
7	8h55 - 9h00	Presentation of the Meeting Regulations	Mr. Nguyen Xuan Dong – Secretary of the BOD, Chief Accountant
		<i>Approval of the Meeting Regulations</i>	The Chairpersonship (Mr. Doan Hai Mau – Chairman of the BOD)
8	9h00 - 9h15	Report of the Board of Management (CEO/ Director)	Mr. Le Tien Dung – BOD Member, Director
9	9h15 - 9h25	Report of the Board of Directors	Mr. Doan Hai Mau – Chairman of the BOD
10	9h25 - 9h35	Report of the Supervisory Board	Mr. Nguyen Quang Hai – Head of the Supervisory Board
11	9h35 - 10h00	BOD's Proposals for the General Meeting's Approval	Mr. Doan Hai Mau – Chairman of the BOD
		<i>Report on the Amendments and Supplements to the Charter...</i>	Mr. Nguyen Xuan Dong – Secretary of the BOD, Chief Accountant
		<i>Report on the Merger Plan of Viglacera Ceramic Tiles Trading Co., Ltd.</i>	Mr. Mai Xuan Duc – BOD Member
		<i>Report on the Autoclaved Aerated Concrete (AAC) Project</i>	Mr. Nguyen Chi Hoa – Deputy Director
12	10h00 - 11h10	Collection of Voting Ballots and Vote Counting	Vote Counting Committee
13	11h10- 11h20	Speech by Representative of Viglacera Corporation - JSC	Representative of Viglacera Corporation - JSC
14	11h30- 11h45	Election	Election Committee
15	11h20 - 11h30	Discussion Session	Presidium
16	11h45 - 12h00	Presentation of the Draft Meeting Minutes and Resolution	Mr. Vu Quoc Tuan – Head of the Meeting Secretariat
		<i>Approval of the Meeting Minutes and Resolution</i>	The Chairpersonship (Mr. Doan Hai Mau – Chairman of the BOD)
17	12h00	Closing of the Meeting	Mr. Pham Huu Nguyen

No.: /VIT-HĐQT

Bac Ninh, March 20, 2026

**REPORT OF THE BOARD OF DIRECTORS FOR 2025 AND
IMPLEMENTATION SOLUTIONS FOR BUSINESS OPERATIONS IN 2026**

To: Valued Shareholders of Viglacera Tien Son Joint Stock Company.

In accordance with the mandates assigned by the General Meeting of Shareholders (GMS), the Board of Directors (BOD) hereby submits the report on the implementation of the 2025 GMS Resolutions, the 2025 performance results, and the BOD's strategic plan for 2026:

I. REPORT OF THE BOARD OF DIRECTORS FOR 2025

In 2025, the global economy continued to face significant volatility, including inflation, tightened monetary policies, and geopolitical risks, all of which impacted global trade and investment. In this context, Vietnam successfully maintained macroeconomic stability and achieved a high growth rate, remaining among the fastest-growing economies in the region. However, the economy still faced various external and internal challenges, requiring flexible management, institutional reform, and enhanced competitiveness.

Following the approval of the agendas at the Annual General Meeting of Shareholders, the BOD collaborated with the Management Board and the Supervisory Board to establish objectives, plans, and implementation solutions. These efforts ensured flexible adjustments and operations tailored to actual market conditions, ultimately contributing to the improved operational efficiency of the Company throughout 2025.

Here is the professional English translation for the summary of the Board of Directors' activities:

Summary of Key Board Activities in 2025

Throughout 2025, the Company concurrently maintained production across existing lines while implementing optimized solutions for the production and distribution of Large Slabs at the Viglacera Eurotile Plant. Additionally, the Board initiated the preliminary steps for the restructuring project of the Tiles Group as mandated by Viglacera Corporation - JSC.

The Board of Directors (BOD) convened multiple meetings to deliberate and reach a consensus on matters within its jurisdiction, formulating strategic plans and providing timely directives to steer the Company's business operations.

Quarter 1 / 2025:

- Conducted a performance review of 2024 business operations, developed and submitted the 2025 Business and Investment Plan for approval; and implemented initial orientations for the 2025 goals.

- Launched the project: *"In-depth investment for converting Production Line 2 to 800x800 polished inkjet tile production at the Viglacera Tien Son Plant."*
- Initiated the project: *"Investment and construction of a fluidized bed furnace to provide heat for the ATM65 spray drying tower at the Viglacera My Duc Plant."*
- Successfully organized the 2025 Annual General Meeting of Shareholders (AGM), involving changes to the capital representative of Viglacera Corporation - JSC and the Chairperson of the Company's BOD.

Quarter 2 / 2025:

- Implemented the project: *"Installation of the fire prevention and fighting system at the Viglacera Thai Binh Plant."*
- Selected the independent auditing firm for the 2025 financial statements; organized inventory audits, semi-annual performance reviews, and the 6-month interim audit.

Quarter 3 / 2025:

- Implemented the project: *"Procurement of machinery and equipment for cutting tile sizes 200x1600, 300x1600, 200x1200, and 400x800 at the Viglacera Eurotile Plant."*
- Developed strategic orientations for business operations in the last 6 months of the year.

Quarter 4 / 2025:

- Successfully organized the 2025 Extraordinary General Meeting of Shareholders (EGM), involving further changes to the capital representative of Viglacera Corporation - JSC and the Chairperson of the BOD.
- Executed key phases of the Tiles Group Restructuring: Merged Viglacera Thang Long JSC and Viglacera Hanoi JSC into Viglacera Tien Son JSC; transitioned the functions and personnel of Viglacera Tiles Trading JSC into the Sales & Marketing Division of Viglacera Tien Son JSC.
- Appointed a new General Director of the Company.
- Coordinated with capital representatives to build the 2026 Business and Investment Plan and the 5-year Strategic Plan (2026–2031) for submission to authorities.
- Conducted year-end inventory, performance summaries, and the fiscal year audit in compliance with regulations.

Supervisory Activities of the Board of Directors (BOD) over the Board of Management:

The BOD provided strategic direction for the Board of Management's operations, resolving matters within the BOD's jurisdiction promptly to facilitate smooth executive management. The General Director proactively reported and sought approval from the BOD regarding any arising obstacles to ensure timely solutions.

For 2025, the BOD highly commends the proactivity, flexibility, creativity, and high determination of the Board of Management and all employees. Their efforts in organizing production and business activities in alignment with market fluctuations—combined with effective internal governance—allowed the Company to achieve key targets and remain on

track with its established strategy, despite the complex developments in the financial and real estate markets and the rising costs of construction materials.

Activities of Individual BOD Members:

In addition to fulfilling the collective responsibilities of the Board, each member successfully completed their assigned duties:

- The Chairperson of the BOD: Fulfilled all duties in accordance with Enterprise Law and the Company's Charter, including convening and organizing meetings and assigning tasks to Board members. The Chairperson presided over the comprehensive governance of the Company's operations.

- Independent BOD Member: Completed tasks as assigned by the Board, effectively controlled information disclosure in compliance with regulations, and performed supervision and evaluation of the Company's internal control activities.

- Other BOD Members: Successfully fulfilled their assigned tasks and provided creative, timely contributions to the general activities of the Board.

1. Key Business Performance Indicators (Audited by Deloitte Vietnam Co., Ltd.):

Indicators	Unit	Plan	perform	% TH/KH
Profit Before Tax	Million VND	90.056	92.287	102
Net Revenue	Million VND	2.389.903	2.307.298	97
External Accounts Receivable (outside VGC)	Million VND	28.877	20.438	71
Value of Finished Goods Inventory	Million VND	553.720	620.202	112

2. Board of Directors Meetings:

In 2025, the Board of Directors held 50 regular and extraordinary meetings in compliance with the Company's Charter, detailed as follows:

- 04 Regular Meetings: To approve quarterly business performance results and provide strategic directions for the subsequent quarters.

- 09 Extraordinary Meetings: Regarding bank loans and financial leasing matters.

- 07 Extraordinary Meetings: To approve personnel appointments and organizational restructuring.

- 11 Extraordinary Meetings: Related to investment projects and major repairs at the four plants.

- 02 Extraordinary Meetings: Regarding related-party transactions.

- 02 Extraordinary Meetings: To approve the selection of the independent auditing firm.

- 02 Extraordinary Meetings: Regarding the issuance of internal regulations and procedures.

- 02 Extraordinary Meetings: Regarding the organization of the General Meeting of Shareholders.

- 06 Extraordinary Meetings: Regarding the sale of inventory.

- 03 Extraordinary Meetings: Related to the stock swap documentation.

- 01 Extraordinary Meeting: Regarding the 2024 Management Bonus.

- 01 Extraordinary Meeting: Regarding the transfer of Viglacera Tien Son JSC's shares in Viglacera Trading JSC to Viglacera Sanitary Ware Company Limited.

3. Personnel Status of the Board of Directors, Supervisory Board, and Management Board

Board of Directors

- | | |
|------------------------|---|
| - Mr. Doan Hai Mau | - Chairman (appointed on 12 November 2025) |
| | - Member (resigned on 12 November 2025) |
| - Mr. Mai Xuan Duc | - Chairman (appointed on 25 March 2025
resigned on 12 November 2025) |
| | - Member (resigned on 25 March 2025
appointed on 12 November 2025) |
| - Mr. Tran Manh Huu | - Chairman (resigned on 25 March 2025) |
| - Mr. Dinh Quang Huy | - Member |
| - Mr. Le Tien Dung | - Member (appointed on 12 November 2025) |
| - Mrs. Nguyen Thi Tham | - Member (appointed on 12 November 2025) |
| - Mr. Nguyen Duy Truc | - Member (resigned on 12 November 2025) |
| - Mr. Dang Minh Tam | - Member (appointed on 25 March 2025
resigned on 12 November 2025) |

Board of Supervisors

- | | |
|-----------------------|---------------------------------------|
| -Mr. Nguyen Quang Hai | - Head |
| -Mr. Pham Van Huyen | - Member |
| -Mr. Ta Hong Phuong | - Member (appointed on 25 March 2025) |
| - Mr. Dang Quoc Tuan | - Member (resigned on 25 March 2025) |

Board of Executive

- | | |
|-------------------------|---|
| - Mr. Le Tien Dung | - Chief Executive Officer (appointed on 14 November 2025) |
| - Mr. Doan Hai Mau | - Chief Executive Officer (resigned on 14 November 2025) |
| - Mr. Nguyen Duy Truc | - Executive Officer |
| - Mr. Mai Xuan Duc | - Executive Officer (appointed on 01 December 2025) |
| - Mr. Nguyen Chi Hoa | - Executive Officer (appointed on 01 December 2025) |
| - Mr. Nguyen Hong Chien | - Executive Officer (appointed on 01 December 2025) |
| - Mr. Truong Ngoc Minh | - Executive Officer (resigned on 01 September 2025) |

4. Remuneration for the Board of Directors (BOD) and the Supervisory Board in 2025

Remuneration for the Board of Directors shall be implemented in accordance with the Resolution of the 2025 Annual General Meeting of Shareholders.

2025 Remuneration for the Board of Directors and the Supervisory Board

Salaries and Remuneration for the BOD and Supervisory Board of Tien Son:

- BOD Remuneration: VND 552 million (comprising: VND 329.6 million allocated from after-tax profit; VND 222.4 million recorded as expenses).
- Salary, other than Chairman of the Board (directly managing) (12/11 - 31/12/2025): 164 million
- Remuneration for the Supervisory Board and BOD Secretary: VND 276 million.

Remuneration for the BOD and Supervisory Board of Thang Long:

- BOD Remuneration: VND 240 million (comprising: VND 221 million allocated from after-tax profit; VND 19 million recorded as expenses).
- Remuneration for the Supervisory Board and Secretary: VND 102 million.

Remuneration for the BOD and Supervisory Board of Ha Noi:

- BOD Remuneration: VND 396 million (100% recorded as 2025 management expenses of the Company).
- Remuneration for the Supervisory Board and Secretary: VND 144 million.

5. 2025 Profit Distribution

No	Items	Amount (VND)
1	Undistributed after-tax profit as of December 31, 2025	73.464.959.255
2	Appropriation to Reward and Welfare Fund	4.112.698.255
3	Remuneration for the Board of Directors (Non-executive members in 2025)	550.600.000
4	Dividend distribution (10%) (Charter capital 688,016,620,000 VND)	68.801.661.000
	<i>This includes: Cash dividend distribution of 5% of charter capital.</i>	34.400.831.000
	<i>Dividend distribution in the form of shares ≈5% of charter capital</i>	34.400.830.000
5	Retained earnings for the following year	0

6. Investment and Equipment Renovation:

• Following the Resolution of the General Meeting of Shareholders, the Company has implemented the following investments in 2025:

No	Investment Items (Projects)	Plan (million VND)	Amount spent (million VND)
1	In-depth investment to convert Production Line No. 2 for the additional production of polished glazed 800x800 inkjet tiles at Viglacera Tien Son Factory.	34.543	33.930
2	Installation and renovation of the Fire Fighting and Prevention (FFP) system at Viglacera Thai Binh Factory.	6.478	In progress
3	Procurement of a new Toyota Fortuner for Viglacera Thai Binh Factory.	1.434	1.428
4	Investment in the construction of a Fluidized Bed Combustor (FBC) to provide heat for the ATM65 Spray Drying Tower at Viglacera My Duc Factory.	13.726	13.207
	Total	56.181	48.565

7. Related-party transactions: In 2025, the Company will conduct the following transactions:

- Viglacera Corporation - JSC	Parent Company
- VIX Securities JSC	Shareholders
- Viglacera Ceramic Tiles Trading Joint Stock Company	Associate
- Viglacera Trading Join Stock Company	Affiliate
- Viglacera Binh Duong Sanitaryware Company (BSC) - Viglacera Corporation - JSC Branch	Affiliate
- Viglacera My Xuan Sanitaryware Company (BSC) - Viglacera Corporation - JSC Branch	Affiliate
- Viglacera Ha Noi Joint Stock Company	Affiliate
- Viglacera Infrastructure and Urban Investment Company - Viglacera Corporation - JSC Branch	Affiliate
- Viglacera Infrastructure Development Investment Joint Stock Company - Viglacera Corporation - JSC Branch	Affiliate
- Vocational Training College Viglacera	Affiliate
- Viglacera Packings and Brake Linings Joint Stock Company	Affiliate
- Viglacera Viet Tri Joint Stock Company	Affiliate
- Viglacera Thang Long Joint Stock Company	Affiliate
- Viglacera Sanitary Ware One Member Company Limited	Affiliate
- Viglacera AAC Joint Stock Company	Affiliate
- Viglacera Consulting Joint Stock Company	Affiliate

- Ninh Thuan GELEX Energy Company Limited

Under
common
ownership

The person involved is a key management official: Ms. Vo Thi Hien Luong, related to Mr. Truong Ngoc Minh - Deputy Director of the Company.

Key management member: Mr. Dinh Quang Huy – Member of the Company's Board of Directors

II. BUSINESS AND PRODUCTION ORIENTATION FOR 2026 AND IMPLEMENTATION SOLUTIONS

1. Some key plan targets:

According to Decision No. 437/TCT-KHĐT dated December 30, 2025, issued by Viglacera Corporation - JSC regarding the assignment of Business-Production and Development Investment targets for 2026 to Viglacera Tien Son Joint Stock Company, the key indicators are as follows:

Profit Before Tax	177.158	million VND
Net Revenue	4.634.080	million VND
External Accounts Receivable (outside VGC)	362.460	million VND
Value of Finished Goods Inventory	807.782	million VND

Expected Dividend Payout 2026: Minimum 17% of Charter Capital.

*** Implementation Solutions:** The Board of Directors (BOD) has reached a consensus on the solutions developed by the Board of Management (BOM) in their report and hereby authorizes the BOM to synchronously implement all presented measures.

2. Key Tasks for 2026:

1. Successfully organize the Annual General Meeting of Shareholders (AGM) to obtain approval for key targets, tasks, and solutions for the 2026 Business-Production and Investment Plan as a basis for implementation.

2. Implement “the Renovation of Organization and Operation for the Tiles Segment” plan: Consolidate and operate the group model with Viglacera Tien Son JSC as the core entity. This includes: Completing post-merger procedures for Viglacera Hanoi JSC, Viglacera Thang Long JSC, and Viglacera Tiles Trading JSC into Viglacera Tien Son JSC; participating in the management of Viglacera Autoclaved Aerated Concrete JSC and handling the product off-take for these companies.

3. Market & Inventory Management: Capitalize on market opportunities, leverage technological advantages and equipment capacity of all production lines to increase market share and output, and maximize factory utilization.

◦ Strictly control finished goods inventory by evaluating sales orders versus production plans.

- Ensure no new production inventory accumulates (minimum shelf life not exceeding 12 months for tile products).

- Execute the roadmap to reduce old inventory (focusing on stock aged > 2 years) as committed.

- Establish processes and solutions to control inventory (raw materials, semi-finished goods, and finished goods) to optimize storage time, minimize slow-moving or degraded stock, and improve capital efficiency.

4. Procurement & Resources: Coordinate with the Corporation's Centralized Procurement Board to review and aggregate the demand for primary raw materials. Organize centralized procurement to ensure quality, technical standards, price optimization, and stock levels. Survey and identify raw material mines to meet long-term production needs.

5. Production Control:

Closely monitor production processes to increase recovery rates and product quality. Continue to review and issue production cost quotas tailored to each unit.

6. Safety & Compliance:

Strictly comply with regulations regarding Occupational Safety, Fire Prevention and Fighting (FPF), and Environmental Protection. Ensure absolute safety and hygiene for all units. Fully adhere to current State regulations and labor policies.

7. Sales & Business Operations:

- Develop sales policies, regulations, and debt management systems (including risk management solutions). Implement performance-based contracts (quota management) for each branch/customer.

- Export: Build plans to develop new markets and customers. Participate in international trade fairs and exhibitions to ensure committed export volume and revenue. Maintain responsibility for collecting outstanding debts and ensuring no over-limit or overdue debts occur.

8. Production Planning:

Operate according to the established schedule for 18 production lines (P/L) across factories, specifically:

- Tien Son Factory: P/L 1 and P/L 2: 10 months of operation.

- Thai Binh Factory: P/L 1 and P/L 2: 11 months of operation.

- My Duc Factory: P/L 1 and P/L 2: 11 months of operation.

- Eurotile Factory (4 lines): P/L 1 and P/L 4: 11 months; P/L 3: Cease production; P/L 2: Research investment to convert to roof tile production (expected operation from June to reduce downtime costs and increase profit).

- Eurotile P/L 5: 10 months of operation, leveraging advanced rolling technology and invested special-effect equipment.

- Hai Duong Factory (Ceramic/Semi-porcelain): P/L 1: 8 months; P/L 2: 9 months.
- Yen Phong Factory (Ceramic/Semi-porcelain): P/L 1: 11 months; P/L 2: 10 months.
- Thang Long Factory: Workshop 01 (02 lines): 10 months; Workshop 02 (01 roof tile line): 11 months.

- Product Development: Develop new samples for both domestic and export products in accordance with the business plan.

9. Financial Management and Cash Flow

- Cash Flow Planning: Develop and monitor monthly cash flow plans to ensure stable business and production operations across all factories and units.

- Inventory Control: Establish and supervise finished goods inventory quotas based on sales and production plans. Ensure no inventory accumulation from new production and strictly adhere to the target of having no stock aged over one year.

- Receivables & Compliance: Effectively manage accounts receivable in line with the planned roadmap. Review and refine internal processes and regulations for strict document management to minimize invoice-related risks.

10. Investment Activities

- Implement in-depth investment projects at factories in accordance with the 2026 investment portfolio; meet production demands while ensuring feasibility and maximizing production capacity. Conduct research on additional investment for renovating and converting one production line at the Eurotile Factory for roof tile production to meet the demand in the Southern market, reduce transportation costs, and increase revenue.

- Continue research and design efforts focused on product development and providing integrated solution packages using Viglacera Corporation's synchronized product ecosystem (glass, sanitary ware - faucets, tiles, and autoclaved aerated concrete). Invest in PR activities and commercial systems to promote consumption and effectively exploit invested assets.

11. Research and Development (R&D)

- Design and develop designs/models for various product lines. Continue to perform inspection and quality assessment of raw materials and finished products across all units, providing timely handling solutions.

- Digital Transformation: Finalize and apply Information Technology and Digital Transformation solutions in the management system (Production - Business - Finance) as per the approved plan. In 2026, focus on surveying, process standardization, and system architecture design for ERP - MES - HRM - CRM - DMS; step-by-step finalizing modules for sales, accounting, and general management.

Conclusion

Despite the upcoming challenges and difficulties, particularly the fluctuations in domestic and international socio-economic and political landscapes, the Board of Directors remains confident. With the trust and companionship of our valued Shareholders, the support of local

authorities and partners, and the collective determination of the Board of Management and all employees, the Company will successfully achieve the 2026 targets and tasks assigned by the General Meeting of Shareholders and Viglacera Corporation - JSC.

Sincerely.

Recipients:

- *Company Shareholders;*
- *Board of Directors*
- (for record keeping)*

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

DOAN HAI MAU

REPORT

*"Regarding: Approval of the Contents of
the 2026 Annual General Meeting of Shareholders"*

**To: The General Meeting of Shareholders of
Viglacera Tien Son Joint Stock Company**

- Pursuant to The Law on Enterprise No. 59/2020/QH14 dated June 17, 2020, passed by the National Assembly of the Socialist Republic of Vietnam, amended by Law No. 03/2022/QH15 passed by the National Assembly on January 11, 2022, and Law No. 76/2025/QH15 passed by the National Assembly on June 17, 2025, and its guiding documents;
- Pursuant to The Law on Securities No. 54/2019/QH14 dated November 26, 2019, passed by the National Assembly of the Socialist Republic of Vietnam, amended by Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and its guiding documents;
- Pursuant to the Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company;
- Pursuant to Document No. 34/TCT-HĐQT dated March 09, 2026 issued by the Chairman of the Board of Directors of Viglacera Corporation - JSC regarding the voting instructions for the capital representative of the Corporation at the 2026 General Meeting of Shareholders;
- Pursuant to the Business and Production Plan of Viglacera Tien Son Joint Stock Company.

The Board of Directors of Viglacera Tien Son Joint Stock Company respectfully submits the following contents of the 2026 Annual General Meeting of Shareholders for consideration and approval:

I. Approval of the 2025 Financial Statements audited by Deloitte Vietnam Co., Ltd., and the 2025 Business Results Report of the Board of Management: (detailed report attached).

Target	Unit	Plan	Implementation	% Implementation/ plan
+ Profit before tax	Million VND	90,056	92,287	102

Target	Unit	Plan	Implementation	% Implementation/ plan
+ Net revenue	Million VND	2,389,903	2,307,298	97
+ External Accounts Receivable (outside VGC)	Million VND	28,877	20,438	71
+ Value of finished goods inventory	Million VND	553,720	620.202	112

2. Approval of the 2025 Board of Directors' Report and the 2026 Business and Production Orientations: *(detailed report attached)*

3. Approval of the Supervisory Board's Report on the 2025 Business and Production Monitoring Results: *(detailed report attached)*

4. Approval of the Remuneration for the Board of Directors (BOD) and the Supervisory Board (SB) in 2025:

Viglacera Tien Son Joint Stock Company has completed the merger with Viglacera Thang Long Joint Stock Company (TLT) and Viglacera Hanoi Joint Stock Company (VIH) under Merger Agreement No. 01/HD SN - VIT-TLT dated November 12, 2025 and Merger Agreement No. 02/HD SN - VIT-VIH dated November 12, 2025 on March 30, 2026. Accordingly , the entire undistributed after-tax profit of TLT and VIH will be recorded together in VIT's business results in 2026 .

The remuneration for the Board of Directors of VIH and TLT in 2025 has Paid by VIT according to the plan of the two units , specifically as follows :

- Salaries and Remuneration for the BOD and SB of Tien Son:

+ BOD Remuneration: VND 552 million *(of which: VND 329.6 million is deducted from VIT's after-tax profit, and VND 222.4 million is recorded as expenses).*

Salary of the Executive Chairman of the BOD (for the period from Nov 12, 2025, to Dec 31, 2025): VND 164 million.

+ Remuneration for SB members and BOD Secretary: VND 276 million.

- Remuneration for the BOD and SB of Thang Long:

+ BOD Remuneration: 240 million VND *(of which: VND 221 million is deducted from VIT's after-tax profit , and VN 19 million is recorded as expenses)*

+ Remuneration for SB and Secretary: VND 102 million

- Remuneration for the BOD and SB of Hanoi:

+ BOD Remuneration: VND 396 million *(100% recorded as 2025 administrative*

expenses of the Company).

+ Remuneration for SB members and BOD Secretary: VND 144 million

5. To approve the 2025 profit distribution plan for 2025

TT	Target	Amount (VND)
1	Undistributed after-tax profits as of December 31, 2025	73,464,959,255
2	Appropriation to Reward and Welfare Fund	4,112,697,255
3	Remuneration for the Board of Directors (Non-executive members in 2025)	550,600,000
4	Dividend distribution (10%) (Charter capital 688,016,620,000 VND)	68,801,661,000
	<i>Including: Cash dividend 5%.</i>	34,400,831,000
	<i>Share dividend 5%.</i>	34,400,830,000
5	Retained earnings for the following year	1,000

6. To approve the 2026 business, production, and development investment plan

- Business production plan:

According to Decision No. 437/TCT-KHĐT dated December 30, 2025, of Viglacera Corporation - JSC on assigning the production, business, and investment development plan for 2026 to Viglacera Tien Son Joint Stock Company, some key indicators are as follows:

+ Profit before tax	177,158 million VND
+ Net revenue	4,634,080 million VND
+ External Accounts Receivable (outside VGC)	362,460 million VND
+ Value of finished goods inventory	807,782 million VND

- Investment plan:

No.	Project/Item	Unit	Quantity	2026 Plan (million VND)	Note
	Total investment value			112,956	
	Viglacera Tien Son Investment			84,406	
1	Investment in 8-color channel System XL Digital Printer. Print size: 1000x1000	Set	1	19,399	NM Thai Binh

No.	Project/Item	Unit	Quantity	2026 Plan (million VND)	Note
2	Renovation and extension of Kiln No. 2 for small-slab production line	System	1	13,615	NM Eurotile
3	Investment in roof tile production line with capacity of 4,200 m ² /day	System	1	30,500	NM Eurotile
4	Investment in 40-ton grinding machine (Ball mill)	Unit	1	3,644	NM My Duc
5	Investment in fluidized bed furnace supplying heat for 6000 spray drying tower	System	1	15,820	NM Eurotile
6	Automobile	Unit	1	1,428	NM Eurotile
	Viglacera Thang Long Investment			25,050	
1	Investment in SD6500 spray dryer – Workshop 01	System	1	11,972	PX SX01
2	Investment in 60-ton body grinding machine - Workshop 01	Unit	1	6,490	PX SX01
3	Investment in 1500 KVA generator - Workshop 02	Unit	1	6,588	PX SX02
	Viglacera Hanoi Investment			3,500	
1	Crawler loader with 1.5 m ³ bucket capacity	Unit	1	3,500	

To authorize the Board of Directors (BOD) to implement the next steps of the investment tasks approved by the General Meeting of Shareholders.

7. Implementing the development strategy and expansion of the autoclaved aerated concrete product market of Viglacera Corporation - JSC in the Southern market, the investment strategy for an autoclaved lightweight concrete (ALC/AAC) brick production line is not only a pioneering technological direction but also a mandatory requirement in line with Vietnam's legal orientation. Pursuant to Decision No. 2171/QĐ-TTg, the objective is to promote the production and use of non-fired building materials to replace traditional fired clay bricks, in order to:

- Preserve agricultural land: Limiting the exploitation of clay for brick production.
- Protect the environment: Minimizing greenhouse gas emissions and pollution from manual brick kilns.
- Utilize industrial waste: Using ash and slag from thermal power plants and metallurgical factories as production materials.
- Increase the production and use ratio of non-fired building materials, aiming to reduce CO₂ emissions (by more than 2.5 million tons/year by 2025 and more than 3.0 million tons/year by 2030 compared to fired bricks).

Accordingly, by 2025, urban areas classified as Grade III or higher are required to use at least 70% non-fired building materials of the total construction materials used (except for Da Nang City and Can Tho City, which must use at least 80%), while other areas must use at least 50%. By 2030, all projects funded by public investment capital or state capital outside public investment within provinces and cities must use 100% non-fired building materials out of the total construction materials used.

- Investment in an autoclaved aerated concrete brick production line also helps address major challenges in modern construction, specifically:

- Reducing structural load: ALC bricks are only one-third the weight of conventional fired clay bricks, helping reduce foundation structure and column steel costs by 10–15%.

- Faster construction speed: The large brick size enables construction to proceed 2–3 times faster than with traditional bricks, significantly saving labor costs.

- Superior features: Excellent sound insulation, thermal insulation, and fire resistance, making them suitable for apartments, hotels, and industrial factories.

The BOD proposes that the Meeting approves the project investment plan and authorizes the BOD to establish, approve, and implement the project in compliance with internal and legal regulations, with details as follows:

a. Project name: Investment Project for an Autoclaved Aerated Concrete (AAC) production line with a capacity of 500,000 m^3 /year and auxiliary production lines at Viglacera Eurotile Plant.

b. Estimated Total Investment: VND 550 billion.

c. Investment Objectives: (Details as per the project report).

d. Funding Source: Equity and other legal mobilized capital.

8. Approval of the 2026 Remuneration Plan for the BOD and Supervisory Board.

- Chairman of the BOD: VND 112.53 million/month (Salary: VND 90M + Remuneration: VND 12M + Statutory insurance/fees: VND 10.53M).

- BOD Member cum Director: VND 10 million/month.

- Other BOD Members: VND 8 million/person/month.

- Head of the Supervisory Board: VND 8 million/person/month.

- Supervisory Board Member / BOD Secretary: VND 5 million/person/month.

9. Approval of the 2026 Dividend Plan: Expected minimum dividend: 17%/Charter Capital.

10. Approval of the Development Investment Fund utilization plan.

Approving the policy to use the Company's Development Investment Fund to supplement capital for items under the Company's development investment plan approved

by the Corporation, in accordance with the Regulations on Capital Representatives and Investment Management of Viglacera Corporation - JSC.

The representative of the Corporation's capital stake is responsible for reporting and submitting to the Corporation a detailed investment and development plan for 2026 in accordance with the Regulations on the Management of Representatives of Viglacera Corporation - JSC in other enterprises issued together with Decision No. 218/TCT-QDHĐQT dated July 20, 2021, of the Board of Directors of Viglacera Corporation - JSC and the Regulations on the Management of Investment Activities of the Corporation issued together with Decision No. 219/TCT-QDHĐQT dated July 20, 2021, of the Board of Directors of Viglacera Corporation - JSC.

11. Approval of the execution of contracts/transactions with related parties in 2026

To approve Viglacera Tien Son Joint Stock Company entering into product consumption contracts with Viglacera Thang Long JSC, Viglacera Ha Noi JSC, Viglacera Autoclaved Aerated Concrete JSC, and executing contracts/transactions with entities within Gelex Group and member companies of Viglacera Corporation - JSC to ensure compliance with the provisions of the Law on Enterprises.

12. Approval of the authorization for the Board of Directors to select auditing firms from the list approved by the State Securities Commission (SSC), based on the proposal of the Company's Supervisory Board.

13. Approval of amendments and supplements to the Company's Charter: replacing all titles of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in the relevant clauses.

14. Approval of amendments and supplements to the Internal Regulations on Corporate Governance: replacing all titles of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in the relevant clauses.

15. Approval of amendments and supplements to the Regulations on the Operation of the Board of Directors: replacing all titles of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in the relevant clauses.

16. Approval of Information: Information regarding the Company's business and production activities shall be publicly disclosed on its official website at: <https://viglaceratienson.com>.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRPERSON

Doan Hai Mau

PROPOSAL

Re: Approval of the Plan to Increase Charter Capital in 2026

**To: The General Meeting of Shareholders of
Viglacera Tien Son Joint Stock Company**

- Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020, passed by the National Assembly of the Socialist Republic of Vietnam, amended by Law No. 03/2022/QH15 passed by the National Assembly on January 11, 2022, and Law No. 76/2025/QH15 passed by the National Assembly on June 17, 2025, and its guiding documents;

- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, passed by the National Assembly of the Socialist Republic of Vietnam, amended by Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and its guiding documents;

- Pursuant to Decree No. 155/2020/ND-CP passed by the Government on December 31, 2020, as amended and supplemented by Decree No. 245/2025/ND-CP dated September 11, 2025;

- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of contents on securities offering and issuance, public tender offers, share repurchases, registration of public companies and deregistration of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC dated December 15, 2025;

- Pursuant to the Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company;

- Pursuant to the 2025 Audited Financial Statements for 2025 of Viglacera Tien Son Joint Stock Company.

The Board of Directors of Viglacera Tien Son Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the plan for issuing shares to increase charter capital in 2026 with the following details:

I. Necessity for increasing charter capital in 2026:

The increase of the charter capital of Viglacera Tien Son Joint Stock Company is necessary and significant in order to strengthen the Company's financial capacity, enhance operational capability, and establish a foundation for sustainable development, specifically as follows:

1. Strengthening financial capacity and expanding operations.

The charter capital increase will help the Company improve its financial capacity, creating favorable conditions for expanding production and business activities and enhancing its competitive position in the construction materials market.

2. Meeting investment and development needs.

The additional charter capital will serve as the basis for the Company to invest in an autoclaved aerated concrete production line with a capacity of 500,000 m³/year and its supporting auxiliary production lines.

3. Enhancing governance capacity and risk resilience.

The capital increase will contribute to improving financial indicators, enhancing financial safety, and strengthening the Company's ability to respond to market fluctuations.

4. Optimizing capital structure and increasing shareholder value.

The issuance of shares for dividend payment and bonus shares will enable the Company to reinvest and retain resources for business development activities, while increasing ownership value for existing shareholders.

II. Plan to issue shares to increase charter capital in 2026

1. Issuing shares to pay dividends in 2025

1. Issuer	Viglacera Tien Son Joint Stock Company.
2. Type of shares	Common shares.
3. Total number of shares issued	3,440,083 share <i>(In words: Three million four hundred forty thousand eighty-three shares)</i> .
4. Total issuance value	34,400,830,000 VND <i>(In words: Thirty-four billion four hundred million eight hundred thirty thousand Vietnamese Dong)</i> .
5. Par value of shares	10,000 VND per share.
6. Purpose of issuance	To increase the Company's charter capital through the issuance of shares for 2025 dividend payment
7. Source of Capital for Issuance	Undistributed after-tax profit as of December 31, 2025 according to the audited 2025 financial statements of Viglacera Tiên Sơn Joint Stock Company: up to VND 34,400,830,000.
8. Issuance Target	Existing shareholders on the list of shareholders at the record date entitled to receive dividend shares for the 2025 dividend payment as announced by VSDC.
9. Issuance Ratio	5% (Number of shares expected to be issued/number of outstanding shares).
10. Exercise Ratio	100:5 100:5 (A shareholder owning 100 shares will receive 5 new shares).

11. Plan for Handling fractional shares: (if any)	<p>The number of shares received by each shareholder from the dividend share issuance shall be rounded down to the nearest whole share. Fractional shares (decimal fractions), if any, shall be cancelled and not issued.</p> <p><i>Example: Shareholder Nguyen Van A owns 175 shares. Shareholder A will receive additional shares calculated as follows: $(175 : 100) \times 5 = 8.75$ shares. Shareholder Nguyen Van A receives 8 new shares (fractional shares of 0.75 will be canceled)</i></p>
12. Estimated time of implementation	Quarter II–III/2026 after approval by the General Meeting of Shareholders and receipt of written confirmation from the State Securities Commission of Vietnam regarding the receipt of complete issuance reporting documents from the Company.

2. Issuing shares to increase equity capital from owner's equity.

1. Issuer	Viglacera Tien Son Joint Stock Company.
2. Type of shares	Common shares.
3. Total number of shares issued	7,568,183 shares (In words: Seven million five hundred sixty-eight thousand one hundred eighty-three shares).
4. Total issuance value	75,681,830,000 VND (In words: Seventy-five billion six hundred eighty-one million eight hundred thirty thousand Vietnamese Dong).
5. Par value of shares	10,000 VND per share .
6. Purpose of issuance	To increase the Company's charter capital through the issuance of shares for capital increase from equity.
7. Source of Capital for Issuance	Development investment fund as of December 31, 2025 according to the audited 2025 financial statements of Viglacera Tiên Sơn Joint Stock Company: up to VND 75,681,830,000.
8. Issuance Target	Existing shareholders on the list of shareholders at the record date entitled to receive shares issued from equity as announced by VSDC.
9. Issuance Ratio	11% (Number of shares expected to be issued/number of outstanding shares).
10. Exercise Ratio	100:11 (A shareholder owning 100 shares will receive 11 new shares).

11. Plan for Handling fractional shares: (if any)	<p>The number of shares received by each shareholder from the share issuance for capital increase from equity shall be rounded down to the nearest whole share. Fractional shares (decimal fractions), if any, shall be cancelled and not issued.</p> <p><i>Example: Shareholder Nguyen Van A owns 225 shares. Shareholder A will receive additional shares calculated as follows: $(225 : 100) \times 11 = 24.75$ shares. Shareholder Nguyen Van A receives... 24 new shares (odd shares of 0.75) will be cancelled)</i></p>
12. Estimated time of implementation	Quarter II–III/2026 after approval by the General Meeting of Shareholders and receipt of written confirmation from the State Securities Commission of Vietnam regarding the receipt of complete issuance reporting documents from the Company.

III. Adjusting information on the number of registered securities and registering additional transactions.

All shares issued to increase charter capital in 2026 (*including shares issued for 2025 dividend payment and shares issued from equity capital*) shall be registered for adjustment of securities information at the Vietnam Securities Depository and Clearing Corporation and additionally registered for trading at the Hanoi Stock Exchange immediately upon completion of the issuance in accordance with applicable laws.

IV. Amendment of Charter

To amend contents relating to charter capital, shares and share certificates under **Article 6: Charter Capital, Shares and Founding Shareholders** of the Company's Charter on Organization and Operation, in accordance with the charter capital after completion of the 2026 share issuance.

V. The General Meeting of Shareholders authorizes the Board of Directors.

- To implement the detailed issuance plan, determine the timing of the issuance, and carry out issuance reporting procedures in compliance with applicable laws;

- To amend contents relating to charter capital, shares and share certificates under Article 6: Charter Capital, Shares and Founding Shareholders of the Company's Charter on Organization and Operation, in accordance with the charter capital after completion of the share issuance;

-To carry out legal procedures following completion of the issuance, including amendment of the Company's Enterprise Registration Certificate;

-To complete procedures for adjustment of registered securities information at the Vietnam Securities Depository and Clearing Corporation and registration for additional securities trading at the Hanoi Stock Exchange in accordance with applicable laws;

-To perform other related tasks in accordance with regulations.

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

O.B. BOARD OF DIRECTORS

CHAIRPERSON

Doan Hai Mau

PROPOSAL

“Re: Merger and Merger Plan, Merger Agreement of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company, and Draft Charter on Organization and Operation of Viglacera Tien Son Joint Stock Company after the Merger”

To: The General Meeting of Shareholders of Viglacera Tien Son Joint Stock Company

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Pursuant to Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022;*
- *Pursuant to Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025 and the guiding documents for implementation thereof;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Pursuant to Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024 and the guiding documents for implementation thereof;*
- *Pursuant to the Charter on Organization and Operation of Viglacera Tien Son Joint Stock Company;*
- *Pursuant to the conversion roadmap of Viglacera Ceramic Tiles Trading Joint Stock Company from the model of a Joint Stock Company to the model of a Limited Liability Company.*

The Board of Directors of Viglacera Tien Son Joint Stock Company (the “BOD”) respectfully submits to the General Meeting of Shareholders (the “GMS”) for consideration and approval the Merger Plan, the Merger Agreement of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company, and the Draft Charter on Organization and Operation of Viglacera Tien Son Joint Stock Company after the merger, details of which are as follows:

- 1. Approval of the merger plan for the merger of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company.**

In there:

- The acquiring party: Viglacera Tien Son Joint Stock Company
- The merged entity: Viglacera Ceramic Tile Trading Company Limited

(Detailed merger plan attached to this proposal)

2. Approval of the Merger Agreement for the merger of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company.

(The merger agreement is attached to this proposal.)

3. Approval of the Draft Charter on the Organization and Operation of Viglacera Tien Son Joint Stock Company after the merger.

(The charter governing the organization and operation of Viglacera Tien Son Joint Stock Company after the merger is attached to this proposal.)

4. Merger implementation timeline

- After the General Meeting of Shareholders approves the implementation of the merger, the Merger Plan, the Merger Agreement, and the draft Charter of Viglacera Tien Son Joint Stock Company after the merger, Viglacera Tien Son Joint Stock Company shall complete the conversion of Viglacera Tiles Trading Joint Stock Company from a joint stock company model to a limited liability company model.

5. Authorize the Board of Directors of Viglacera Tien Son Joint Stock Company

- Direct the organization to carry out the signing of the Merger Agreement for Viglacera Tiles Trading Limited Liability Company into Viglacera Tien Son Joint Stock Company in accordance with the approved contents and applicable laws and regulations.
- Decide on the plan for managing and using employees, the plan for handling and exploiting assets, and other related matters in accordance with regulations.
- Direct the full implementation of legal procedures, administrative processes, and other arising tasks related to the merger, including but not limited to enterprise, tax, labor, financial procedures, and other legal obligations, ensuring that the merger is conducted in compliance with applicable laws and safeguarding the lawful rights and interests of all related parties.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRPERSON

Doan Hai Mau

PROPOSAL

"Subject: Personnel of the Board of Directors for the 2023–2027 Term"

To: The General Meeting of Shareholders of Viglacera Tien Son Joint Stock Company

- Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019, and Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, as passed by the National Assembly of the Socialist Republic of Vietnam;

- Pursuant to the Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company;

- Based on the resignation letter from the position of Member of the Board of Directors submitted by Mr. Mai Xuan Duc.

The Board of Directors of Viglacera Tien Son Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the following matters regarding the Board of Directors personnel for the 2023–2027 term:

1. **Approval of the dismissal of Mr. Mai Xuan Duc** from his position as a Member of the Board of Directors for the 2023–2027 term.
2. **Approval of the supplementary election of one (01) substitute Member of the Board of Directors** for the remainder of the 2023–2027 term.

We respectfully submit these matters to the General Meeting of Shareholders for approval.

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

Doan Hai Mau

Draft

ENTERPRISE MERGER PLAN

VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED
(The merged company)

INTO

VIGLACERA TIEN SON JOINT STOCK COMPANY
(The acquiring company)

Bac Ninh, May 2026

PART 1 – INTRODUCTION OF THE MERGING COMPANIES

I. OVERVIEW OF VIGLACERA TIEN SON JOINT STOCK COMPANY

1. General information about the company

- Company name: Viglacera Tien Son Joint Stock Company
- Abbreviation: VIT
- Vietnamese trade name: Viglacera Tien Son Joint Stock Company
- English trading name: Viglacera Tien Son Joint Stock Company
- Head office address: Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province, Vietnam
- Phone: 0222839390
- Website: <https://viglaceratienson.com/>
- Charter capital: VND 688,016,620,000 (In words: Six hundred eighty-eight billion sixteen million six hundred twenty thousand dong)
- Par value of shares: 10,000 VND/share
- Total number of shares outstanding: 68,801,326 shares (In words: Sixty-eight million eight hundred and one thousand three hundred and twenty-six shares)
- Number of treasury shares: 336 shares

According to the shareholder list as of April 15, 2026 ^(), in which:*

- Number of freely transferable shares: 68,801,326 shares
- Number of shares subject to transfer restrictions: 0 shares
- Other securities in circulation: None
- Business registration certificate: No. 2300317851 dated November 1, 2007, amended for the 15th time on March 30, 2026, issued by the Department of Planning and Investment of Hanoi City.
- Legal representative: Mr. Le Tien Dung – General Director.

2. List of shareholders as of April 15, 2026

2.1. Shareholder structure as of the latest record date based on the current contributed charter.

No.	Object	Number of shareholders	Number of shares held	Ownership percentage (%)
1	Domestic shareholders	1,097	68,724,231	99.89
	- Organization	9	46,969,009	68.27
	- Individual	1,084	21,755,222	31.62
2	Foreign shareholders	19	77,431	0.11
	- Organization	3	33,758	0.05
	- Individual	16	43,673	0.06

(Source: Viglacera Tien Son Joint Stock Company)

2.2 List of shareholders holding 5% or more of the company's share capital.

No.	Shareholder Name	Address	Citizen Identification Number/Business Registration Number	Number of shares held (Shares)	Ownership percentage (%)
1	Viglacera Corporation - JSC	Viglacera Building - No. 1 Thang Long Avenue, Hanoi City	0100108173	35,096,160	51.01%
2	VIX Securities Joint Stock Company	22nd Floor, 52 Le Dai Hanh Street, Hai Ba Trung Ward, Hanoi City, Vietnam	0102576064	9,197,240	13.37%
3	Nguyen Minh Tuan	A24, BT1A, My Dinh 2 Urban Area, Group 12, My Dinh 2, Nam Tu Liem District, Hanoi	001059008537	3,750,322	5.45%
Total				48,043,722	69.83%

(Source: Viglacera Tien Son Joint Stock Company)

() List of shareholders as of the most recent record date.*

3. A list of the organization's parent and subsidiary companies, companies in which the organization holds controlling stakes or majority shares, and companies that hold controlling stakes or majority shares in the organization.

3.1. List of VIT's parent companies

No.	Parent company name	Address	Main business areas	Shareholding ratio	Voting rights
1	Viglacera Corporation - JSC	Viglacera Building - No. 1 Thang Long Avenue, Hanoi City	Manufacturing building materials and investing in real estate in Vietnam.	51.01%	51.01%

Source: Viglacera Tien Son Joint Stock Company

3.2. List of VIT's subsidiaries (**)

No.	Company name	Address	Main business areas	Ownership percentage
1	Viglacera Ceramic Tile Trading Company Limited	Hanoi	Business selling granite tiles	100%

Source: Viglacera Tien Son Joint Stock Company

*Note: (**) After receiving the transfer of shares owned by Viglacera Hanoi Joint Stock Company and Viglacera Thang Long Joint Stock Company in Viglacera Ceramic Tile Trading Joint Stock Company according to the Merger Agreement, the merger plan as presented in document No. ... was approved by the 2025 Extraordinary General Meeting of Shareholders of Viglacera Tien Son Joint Stock Company, Viglacera Tien Son Joint Stock Company increased its ownership in Viglacera Ceramic Tile Trading Joint Stock Company from 40% to 100% of the charter capital. Accordingly, on ... date, VIT completed the conversion of Viglacera Tile Trading Company from an associate company to a subsidiary and converted its operating model to a Limited Liability Company.*

List of VIT's affiliated branches

No.	Name	Address	Main business activities
1	Viglacera Thai Binh Factory	Tien Hai Industrial Zone, Dong Chau Commune, Hung Yen Province	Manufacturing and trading of ceramic tiles.
2	Viglacera My Duc Factory	My Xuan A Industrial Zone, Phu My Ward, Ho Chi Minh City	Manufacturing and trading of ceramic tiles.
3	Viglacera Eurotile Brick Factory	My Xuan A Industrial Zone, Phu My Ward, Ho Chi Minh City	Manufacturing and trading of ceramic tiles.
4	Viglacera Hanoi Factory	Yen Phong Industrial Zone, Yen Phong Commune, Bac Ninh Province	Manufacturing and trading of ceramic tiles.
5	Viglacera Thang Long Factory	No. 1 Hai Ba Trung Street, Phuc Yen Ward, Phu Tho Province	Manufacturing and trading of ceramic tiles.
6	Viglacera Hai Duong Factory	House number 108, Nguyen Thi Due Street, Le Thanh Nghi Ward, Hai Phong City	Manufacturing and trading of ceramic tiles.
7	Eruotile Branch	Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province	Tile business

Source: Viglacera Tien Son Joint Stock Company

4. Business operations

4.1. Describe the company's business operations.

a. Main activities

- Manufacturing and trading of ceramic and granite tiles and other building materials;
- Building materials business
- Products: Viglacera Tien Son tiles are of high quality and meet high technical specifications. Some typical products include: wall tiles, floor tiles, border tiles, exterior tiles, decorative tiles, etc.

b. Scope of operation

- Domestic production and export

4.2. Revenue by product group

Revenue Structure Table

Indicators	2024		2025		Q1/2026	
	Value (copper)	Percentage (%)	Value (copper)	Percentage (%)	Value (copper)	Percentage (%)
Revenue from the sale of ceramic tiles	2,130,246,854,197	98.89	2,261,394,843,483	96.96	862,488,342,670	99.94
Revenue from the sale of CNC-machined products made from ceramic tiles.	20,841,783,815	0.97	68,236,598,807	2.93	-	-
Other revenue	2,909,587,910	0.13	2,936,878,040	0.13	490,897,804	0.06
Total	2,153,998,225,922	100	2,332,568,320,330	100	863,664,444,866	100

(Source: Audited financial statements for 2025 of VIT)

5. Some key performance indicators for the company's business operations over the past two years and cumulatively up to the most recent quarter.

Unit: VND

Indicators	2024	2025	% change	Q1/2026
Total assets	2,115,245,920,031	2,118,833,245,482	0.17%	2,957,370,726,582
Owners' Equity	630,562,501,822	651,506,996,058	3.32%	839,696,404,582
Total Revenue	2,153,998,225,922	2,332,568,320,330	8.29%	874,155,705,553
Net revenue	2,143,144,908,456	2,307,297,722,459	7.66%	863,488,342,670
Financial revenue	622,817,342	970,169,254	55.95%	511,460,649
Net profit from business operations	63,120,761,722	92,281,305,951	-99.85%	331,286,963
Other profits	993,578,608	5,452,802	-99.50%	(117,142)
Profit before tax	64,114,340,330	92,286,758,753	43.94%	331,169,821
Net profit after tax	52,435,098,912	73,464,959,255	40.10%	264,935,857

(Source: VIT's audited financial statements for 2025 and Q1 2026 financial statements)

6. Policies regarding workers

6.1. Labor structure as of April 15, 2026

No.	Criteria	Company and its subsidiaries	
		Number (People)	Percentage (%)
1	At university	37	1.9
2	University	403	20.8
3	College, Vocational School	361	18.6
4	Intermediate	483	24.9
5	Other skilled workers	-	-
6	unskilled labor	657	33.8
Total		1,941	100

6.2. Salary, bonus, allowance, and benefits policy

Year	2024	2025	Expected in 2026
Average income of employees at the Corporation (million VND/person/year)	15.6	16	19

7. Financial situation

7.1. Debt situation

a. Accounts receivable situation

Unit: VND

No.	Indicators	December 31, 2024	December 31, 2025	March 31, 2026
I	Short-term receivables	64,570,831,150	190,499,337,495	336,538,021,156
1	Short-term receivables from customers	66,089,253,058	188,282,810,859	239,900,360,492
2	Prepayment to short-term sellers	1,731,717,489	6,217,811,671	51,968,123,168
3	Other short-term receivables	8,168,374,733	7,454,442,091	111,090,717,050
4	Provision for doubtful short-term receivables	(11,427,514,130)	(11,455,727,126)	(66,421,179,554)
II	Long-term receivables	5,942,060,000	8,510,900,000	29,615,590,361
1	Other long-term receivables	5,942,060,000	8,510,900,000	29,615,590,361
	Total	70,512,891,150	199,010,237,495	366,153,611,517

(Source: Audited financial statements for 2025 and the Q1/2026 financial statements of VIT)

b. Accounts payable situation

Unit: VND

No.	Indicators	December 31, 2024	December 31, 2025	March 31, 2026
I	Short-term liabilities	1,003,845,993,716	1,127,278,663,544	1,645,328,382,000
1	Short-term trade payables	229,242,433,385	294,949,339,394	287,119,353,046

No.	Indicators	December 31, 2024	December 31, 2025	March 31, 2026
2	Short-term advances from customers	468,433,727	114,311,029,033	15,135,913,514
3	Dividends and profit payable	But	But	1,144,246,997
4	Taxes and other payables to the State	10,009,516,019	10,435,982,755	4,795,167,485
5	Payables to employees	36,629,470,890	42,813,504,619	28,990,916,543
6	Short-term accrued expenses	6,599,458,717	4,946,616,170	52,972,129,096
7	Short-term unearned revenue / short-term deferred revenue	1,443,312,343	161,675,530	26,590,616,557
8	Other short-term payables	4,081,415,312	2,263,666,260	28,570,108,169
9	Short-term borrowings and finance lease liabilities	708.230.904.130	652,329,276,455	1,178,067,567,418
10	Short-term provisions	But	But	17,249,986,429
11	Bonus and welfare fund	7,141,049,193	5,067,573,328	4,692,377,165
II	Long-term liabilities	480,837,424,493	340,047,585,880	472,345,939,581
1	Long-term unearned revenue / long-term deferred revenue	161,675,654	But	42,103,053,763
2	Other long-term payables	251,000,000	251,000,000	1,280,569,400
3	Long-term borrowings and finance lease liabilities	480,424,748,839	339,796,585,880	428,962,316,418
	Total	1,484,683,418,209	1,467,326,249,424	2,117,673,939,581

(Source: Audited financial statements for 2025 and Q1/2026 financial statements of VIT)

7.2. Outstanding loan balance as of March 31, 2026

- Short-term loan balances as of March 31, 2026 amounted to VND 1,178,067,567,418.
- Outstanding long-term loans as of March 31, 2026 amounted to VND 580,591,843,630.
(Details of loans and financial lease liabilities are presented in Appendix 4 attached to VIT's Q1 2026 Financial Report and have been disclosed by the company as required.)

8. Board of Directors, Board of Management, Supervisory Board, Chief Accountant

• Board of Directors

No.	Full name	Position
1	Mr. Doan Hai Mau	Chairman of the Board of Directors
2	Mr. Mai Xuan Duc	Member of The Board of Directors
3	Mr. Dinh Quang Huy	Member of The Board of Directors
4	Mr. Le Tien Dung	Member of The Board of Directors
5	Ms. Nguyen Thi Tham	Member of The Board of Directors

• Board of Management

No.	Full name	Position
1	Mr. Le Tien Dung	Director
2	Mr. Nguyen Duy Truc	Deputy Director
3	Mr. Mai Xuan Duc	Deputy Director
4	Mr. Nguyen Chi Hoa	Deputy Director
5	Mr. Nguyen Hong Chien	Deputy Director

• Supervisory Board

No.	Full name	Position
1	Mr. Nguyen Quang Hai	Head of the Supervisory Board
2	Mr. Phan Van Huyen	Member of the Supervisory Board
3	Mr. Ta Hong Phuong	Member of the Supervisory Board

• Chief Accountant

No.	Full name	Position
1	Mr. Nguyen Xuan Dong	Chief Accountant

II. OVERVIEW OF VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED

1. General information about the company

- Company Name: VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED
- Vietnamese trade name: VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED

MERGER PLAN

VIGLAERA TIEN SON JOINT STOCK COMPANY AND VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED

- English trade name: VIGLACERA CERAMIC TILES TRADING COMPANY LIMITED
- Head office address: 2nd Floor, Viglacera Building, 1 Thang Long Avenue, Dai Mo Ward, Hanoi City, Vietnam
- Charter capital: VND 30,000,000,000 (In words: Thirty billion Vietnamese Dong)

According to the list of contributing members as of .../05/2026, in which :

- Viglacera Tien Son Joint Stock Company
- Capital contribution: 30,000,000,000 VND

On November 12, 2025, the Extraordinary General Meeting of Shareholders of Viglacera Tien Son Joint Stock Company approved the merger plan of Viglacera Hanoi Joint Stock Company and Viglacera Thang Long Joint Stock Company into Viglacera Tien Son Joint Stock Company. In accordance with the plan approved by the General Meeting of Shareholders, Viglacera Tien Son Joint Stock Company completed the acquisition of all assets, rights, obligations, and legal interests of Viglacera Hanoi Joint Stock Company and Viglacera Thang Long Joint Stock Company. Accordingly, the investments of the two merged companies in Viglacera Ceramic Tile Trading Joint Stock Company were also transferred to Viglacera Tien Son Joint Stock Company, increasing VIT's ownership stake in Viglacera Ceramic Tile Trading Joint Stock Company from 30% to 100%. Therefore, VIT has converted the operating model of Viglacera Tile Trading Joint Stock Company from a joint stock company to a limited liability company with one member, owned by Viglacera Tien Son Joint Stock Company, in accordance with the law. By [date], VIT had completed all procedures for converting Viglacera Ceramic Tile Trading Stock Company from a joint stock company to a limited liability company at the business registration authority.

2. List of the organization's parent and subsidiary companies, companies in which the organization holds controlling stakes or majority shares, and companies that hold controlling stakes or majority shares in the organization:

List of parent companies of Viglacera Ceramic Tile Trading Company Limited

No.	Parent company name	Address	Main business areas	Ownership percentage
1	Viglacera Tien Son Joint Stock Company	Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province, Vietnam	Manufacturing and trading of ceramic tiles and other building materials.	100%

3. Business operations

3.1 The company's business operations

- Wholesale of building materials and other installation equipment in construction; retail of hardware, paint, glass, and other installation equipment in construction in specialized stores;

specialized design and interior decoration activities; road freight transport; import and export of goods; construction activities; real estate business; wholesale of machinery; electrical equipment; wholesale of household electrical appliances.

3.2 Revenue by product group

- On August 27, 2025, the Board of Directors of Viglacera Corporation – Joint Stock Company issued Resolution No. 214/TCT-HĐQT approving the detailed plan for “Innovation and streamlining of the organizational structure of the Ceramic Tile segment” to implement tasks under the Corporation's development strategy, which includes transferring the functions and personnel of Viglacera Ceramic Tile Trading Joint Stock Company into VIT's business unit; and merging Viglacera Ceramic Tile Trading Joint Stock Company into VIT. Currently, VIT has completed the acquisition of shares and the conversion of Viglacera Ceramic Tile Trading Joint Stock Company from a joint stock company to a single-member limited liability company owned by VIT. Prior to this conversion, Viglacera Ceramic Tile Trading Joint Stock Company operated as a joint stock company and had the following business results:

Unit: VND

Indicators	2024		2025	
	Value (VND)	Percentage (%)	Value (VND)	Percentage (%)
Revenue from the sale of ceramic tiles	3,652,534,578,668	95.66%	3,878,662,661,526	93.72%
Revenue from the sale of aerated concrete products	134,266,469,283	3.52%	236,688,747,594	5.72%
Revenue from the sale of electrical appliances and sanitary ware.	26,603,175,374	0.70%	15,461,445,468	0.37%
Revenue from the sale of wooden shelves, packaging boxes, and other items.	4,922,795,400	0.13%	7,667,210,517	0.19%
Total	3,818,327,018,725	100%	4,138,474,065,095	100%

*(Source: Audited financial statements for 2025 of Viglacera Ceramic Tile Trading
Trading Joint Stock Company ¹⁾)*

4. Some key performance indicators of the company's business operations over the past two years.

Unit: VND

Indicators	2024	2025	% change
Total assets	596,620,724,903	556,391,340,231	-6.74%
Owners' Equity	31,671,370,505	44,307,376,372	39.90%
Total Revenue	3,818,327,018,725	4,138,474,065,095	8.38%
Net revenue	3,818,638,513,796	4,124,150,409,612	8.00%
Financial revenue	17,754,500,653	11,649,234,191	-34.39%
Net profit from business operations	4,363,846,934	16,569,982,515	279.76%
Other profits	(973,648,620)	(755,475,648)	22.40%
Profit before tax	3,390,198,214	15,814,506,831	366.49%
Net profit after tax	772,787,954	13,056,005,867	1591.19%

*(Source: Audited financial statements for 2025 of Viglacera Ceramic Tile Trading Trading Joint
Stock Company ¹⁾)*

Policies regarding workers

5.1 Labor structure as of December 31, 2025

No.	Criteria	Company	
		Number (People)	Percentage (%)
1	At university	15	7.2%
2	University	134	64.5
3	College, Vocational School	19	9.1
4	Intermediate	5	2.4
5	Other skilled workers	30	14.4
6	unskilled labor	5	2.4
Total			208

¹ Currently, Viglacera Ceramic Tile Trading Joint Stock Company has been transformed into Viglacera Ceramic Tile Trading Limited Company.

5.2 Salary, bonus, allowance, and benefits policy

Year	2024	2025
Average income of employees at the Corporation (million VND/person/year)	28.16	32.22

5. Financial situation

a. Accounts receivable situation

Unit: VND

No.	Indicators	December 31, 2024	December 31, 2025
I	Short-term receivables	322,447,992,429	349,004,056,867
1	Short-term receivables from customers	307,425,496,822	257,746,089,508
2	Prepayment to short-term sellers	26,921,423,066	116,084,044,978
3	Other short-term receivables	10,316,274,536	1,916,218,183
4	Provision for doubtful short-term receivables	(22,215,201,995)	(26,742,295,802)
II	Long-term receivables	7,515,053,200	4,703,400,000
1	Long-term receivables from customers	10,206,191,525	8,539,549,709
2	Other long-term receivables	5,036,400,000	4,703,400,000
3	Provision for doubtful long-term receivables	(7,727,538,325)	(8,539,549,709)
	Total	329,963,045,629	353,707,456,867

(Source: Audited financial statements for 2025 of Viglacera Ceramic Tile Trading Trading Joint Stock Company ¹)

b. Accounts payable situation

Unit: VND

No.	Indicators	December 31, 2024	December 31, 2025
I	Short-term liabilities	563,247,777,780	511,335,693,872

¹ Currently, Viglacera Ceramic Tile Trading Joint Stock Company has been transformed into Viglacera Ceramic Tile Trading Limited Company.

No.	Indicators	December 31, 2024	December 31, 2025
1	Short-term trade payables	89,744,680,107	174,473,289,044
2	Short-term advances from customers	9,278,277,061	11,994,200,825
3	Dividends and profit payable	4,795,632,324	2,838,478,654
4	Payables to employees	18,118,162,910	22,605,779,037
5	Short-term accrued expenses	33,085,065,657	26,502,695,553
6	Other long-term payables	3,693,305,480	524,903,018
7	Short-term loans and financial leases	403,835,090,000	271,698,783,500
8	Bonus and welfare fund	697,564,241	697,564,241
II	Long-term liabilities	1,701,576,618	748,269,987
1	Long-term loans and financial leases	759,263,500	But
2	Long-term provisions	942,313,118	748,269,987
	Total	564,949,354,398	512,083,963,859

(Source: Audited financial statements for 2025 of Viglacera Ceramic Tile Trading Trading Joint Stock Company Company ¹⁾)

6. Board of Directors, Board of Management, Chief Accountant in charge

• Board of Directors

No.	Full name	Position
1	Mr. Doan Hai Mau	Chairman of the Board of Directors
2	Mr. Mai Xuan Duc	Member of the Board of Directors
3	Mr. Le Tien Dung	Member of the Board of Directors
4	Mr. Nguyen Chi Hoa	Member of the Board of Directors

• Board of Management

No.	Full name	Position
1	Mr. Mai Xuan Duc	General Director
2	Mr. Nguyen Hong Chien	Deputy General Director

3	Mr. Le Duc Tai	Deputy General Director
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• **Chief Accountant in charge**

No.	Full name	Position
1	Mr. Mai Quang Dieu	Chief Accountant in charge

PART 2 – INFORMATION ABOUT THE MERGER

I. GENERAL INFORMATION ABOUT THE MERGER

1. Legal basis for the merger

- *The Enterprise Law No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020.*
- *Law No. 03/2022/QH15 dated January 11, 2022, amends and supplements several articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership Method, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Civil Judgment Enforcement.*
- *Law No. 76/2025/QH15 amending and supplementing a number of articles of the Enterprise Law ; and guiding documents for its implementation ;*
- *The Securities Law No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, amended by Law No. 56/2024/QH15 amending and supplementing a number of articles of the Securities Law, Accounting Law, Independent Auditing Law, State Budget Law, Law on Management and Use of Public Assets, Tax Management Law, Personal Income Tax Law, National Reserve Law, Law on Handling Administrative Violations; and guiding documents for implementation;*
- *Decree 155/2020/ND-CP dated December 31, 2020 of the Government provides detailed regulations for the implementation of a number of articles of the Securities Law;*
- *Decree 245/2025/ND-CP amends and supplements a number of articles of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;*
- *Decision No. 22/QĐ-HĐTV dated March 16, 2026, on the promulgation of regulations on listing and trading of listed securities by the Board of Members of the Vietnam Stock Exchange.*

2. Purpose of the merger

The merger of Viglacera Ceramic Tile Trading Joint Stock Company into Viglacera Tien Son Joint Stock Company aims to restructure the organizational model towards a more streamlined structure, improving management efficiency and the competitiveness of the enterprise. Through the merger, Viglacera Tien Son Joint Stock Company will consolidate the management of production, business, finance, and human resources in a unified manner, while

adhering to the strategic direction of the parent company. The consolidation of operations will also contribute to reducing management costs, operating costs, and internal transactions, improving capital efficiency, increasing proactive management of production and business, better meeting market demands, and aligning with the long-term development direction of the ceramic tile manufacturing industry.

3. Benefits of mergers

3.1. For both companies involved in the merger

- Mergers help to strengthen centralized management, optimize financial resources, personnel, machinery, and distribution systems, while reducing management and operating costs and improving the efficiency of production and business operations. Mergers enhance competitiveness, reduce the pressure of independent management, and ensure the more efficient fulfillment of financial, commercial, and labor obligations.
- The merger also contributes to creating a unified operating model, improving capital efficiency, and laying the foundation for the sustainable development of the merged enterprise.

3.2. For Shareholders

- The merger contributes to streamlining the organizational structure and restructuring the operating model towards centralized management, thereby reducing overlapping functions and responsibilities between units and improving operational efficiency throughout the system. Through the consolidation of financial, human, production, distribution, and operational management resources, the enterprise can optimize management costs, operating costs, and internal transaction costs, while improving the efficiency of asset and capital utilization. On this basis, the enterprise value is strengthened and developed more sustainably, creating conditions for increased and guaranteed benefits for shareholders.

3.3. For employees

- When operations are organized under a centralized management model, businesses are able to optimize resources, improve production efficiency, and expand markets, thereby creating a stable foundation for employment, income, and benefits for employees. At the same time, employees will fully inherit their rights and benefits as stipulated by labor laws and signed agreements, including wages, social insurance, health insurance, and related benefits.
- The merger also facilitates an improved working environment, training opportunities, professional development, and the potential for long-term commitment to the merged company.

4. Merger method

Viglacera Ceramic Tile Trading Company Limited will merge with Viglacera Tien Son Joint Stock Company by transferring all assets, rights, obligations, and legal interests to Viglacera Tien Son Joint Stock Company according to the Merger Agreement. After the merger, Viglacera Ceramic Tile Trading Limited Company will cease to exist, transferring all legal rights and interests, responsibilities

for outstanding debts, employment contracts, and other financial obligations to Viglacera Tien Son Joint Stock Company.

5. Key contents of the Viglacera Ceramic Tile Trading Company Limited into Viglacera Tien Son Joint Stock Company.

5.1 Information about the companies involved in the merger

- The acquiring party: Viglacera Tien Son Joint Stock Company. Detailed information about the acquiring party is presented in Section I of Part I of this plan.
- The merged entity: Viglacera Ceramic Tile Trading Company Limited. Detailed information about the merged entity is presented in Section II of Part I of this plan.

5.2. Information of Viglacera Tien Son Joint Stock Company after completion of the merger

- Following the completion of the merger of Viglacera Ceramic Tile Trading Company Limited into Viglacera Tien Son Joint Stock Company, the name and address of Viglacera Tien Son Joint Stock Company remain unchanged, specifically:
 - Company name: VIGLACERA TIEN SON JOINT STOCK COMPANY
 - Head office address: Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province, Vietnam
- Following the completion of the merger of Viglacera Ceramic Tile Trading Company Limited into Viglacera Tien Son Joint Stock Company, the company's charter capital remains unchanged, specifically: VND 688,016,620,000.
- Industry and scope of business operations of the merged company

No.	Industry name	Industry code	Main business sector/activity (<i>mark X to select one of the listed sectors/activities</i>)
1	Wholesale of other building materials and installation equipment.	4673	X
2	Manufacture of building materials from clay	2392	
3	Retail sale of hardware, paints, glass, and other building materials and installation equipment.	4752	
4	Wholesale of machinery, equipment and other machine parts	4659	
5	Other specialized wholesale trade not classified elsewhere	4679	

No.	Industry name	Industry code	Main business sector/activity (<i>mark X to select one of the listed sectors/activities</i>)
	Details: Wholesale of other chemicals (excluding those used in agriculture)		
6	Other road passenger transport	4932	
7	Road freight transport	4933	
8	Market research and public opinion surveys (Excluding information prohibited by the State)	7320	
9	Advertisement (Excluding tobacco advertisements)	7310	
10	Printing	1811	
11	Wholesale of other household goods Details: Wholesale furniture	4649	
12	Completion of construction work	4330	
13	Trade promotion and marketing organization Details: Organizing and promoting events such as exhibitions and trade fairs, corporate events, conferences and seminars. (Excluding press conferences and asset auctions)	8230	
14	Activities that directly support road transport services.	5225	
15	Printing-related services	1812	
16	Other remaining business support service activities not classified elsewhere. Details: Export and import of goods	8299	

No.	Industry name	Industry code	Main business sector/activity (<i>mark X to select one of the listed sectors/activities</i>)
	(Article 28 of the Commercial Law)		
17	Architectural and related engineering consulting activities Detail: - Construction inspection (Article 108 of Decree 175/2024/ND-CP) - Consulting services for construction investment project management (Article 105 of Decree 175/2024/ND-CP)	7110	

- Following the completion of the merger of Viglacera Ceramic Tile Trading Company Limited into Viglacera Tien Son Joint Stock Company: The legal representative, members of the Board of Directors, Supervisory Board, and Director of Viglacera Tien Son Joint Stock Company after the merger remain unchanged compared to the time before the merger.
- Organizational structure and management: Unchanged.

5.3. Labor utilization plan

- Viglacera Tien Son Joint Stock Company is responsible for planning the use and arrangement of labor in accordance with the operating conditions of Viglacera Tien Son Joint Stock Company after the merger, the qualifications and capabilities of the employees, and in compliance with labor laws. For employees who do not wish to work at Viglacera Tien Son Joint Stock Company, the company will terminate their employment contracts in accordance with current laws. At the same time, Viglacera Tien Son Joint Stock Company will ensure that the working conditions, income, and benefits for employees are at least at their current level before the merger.
- All employees of Viglacera Ceramic Tile Trading Company Limited will become employees of Viglacera Tien Son Joint Stock Company . Viglacera Tien Son Joint Stock Company is obligated to acknowledge, respect, and commit to continuing to inherit all rights and obligations in the labor contracts of the employees of Viglacera Tile Trading Company Limited. At the same time, Viglacera Tien Son Joint Stock Company will ensure that the working conditions , income , and benefits for employees are at least at their current level before the merger .

5.4. Information on the relationships between the merged organizations

- Viglacera Tien Son Joint Stock Company (the acquiring company) is the parent company of Viglacera Ceramic Tile Trading Company Limited (the merged company).

5.5. Main contents of the Merger Agreement between Viglacera Ceramic Tile Trading Company Limited and Viglacera Tien Son Joint Stock Company

- Subject to the terms of the Merger Agreement between Viglacera Ceramic Tile Trading Company Limited and Viglacera Tien Son Joint Stock Company, Viglacera Ceramic Tile Trading Company Limited agrees to merge into Viglacera Tien Son Joint Stock Company, and Viglacera Tien Son Joint Stock Company agrees to receive the merger of Viglacera Ceramic Tile Trading Company Limited in accordance with the provisions of the Enterprise Law and relevant laws. Accordingly, all assets, debts, rights, obligations, and legitimate interests of Viglacera Ceramic Tile Trading Company Limited will be transferred to VIT, and at the time of completion of the merger, Viglacera Tile Trading Company Limited will cease to exist and VIT will cease to exist.
- After the merger agreement takes effect, the Parties will conduct an inventory to transfer all assets, liabilities, rights, and other obligations of Viglacera Ceramic Tile Trading Company Limited to VIT. The inventory report will be prepared and signed by the authorized representatives of each Party.
- Viglacera Ceramic Tile Trading Company Limited and VIT will cooperate to legally transfer the assets, debts, other rights and obligations, all documents, records, certificates, figures, and data of Viglacera Ceramic Tile Trading Company Limited to VIT in accordance with the law. Upon completion, the parties will draw up a handover completion report, signed by the authorized representatives of each party.

5.6. Implementation process

- The Board of Directors of VIT is submitting to the Annual General Meeting of Shareholders in 2026 a proposal regarding the merger, merger plan, and merger contract of Viglacera Ceramic Tile Trading Company Limited into Viglacera Tien Son Joint Stock Company, and the draft Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company.
- Based on the approval of the General Meeting of Shareholders, VIT will implement the relevant legal procedures to proceed with the merger of Viglacera Ceramic Tile Trading Company Limited into VIT.
- VIT is carrying out the merger of Viglacera Ceramic Tile Trading Company Limited in accordance with current legal regulations. Based on the authorization, the VIT Board of Directors will consider and decide on the management and utilization plan for labor and the utilization plan for assets of Viglacera Ceramic Tile Trading Company Limited.

PART 3 – METHODS FOR PROTECTING THE RIGHTS AND INTERESTS OF RELATED ORGANIZATIONS AND INDIVIDUALS

1. For Shareholders

- The merger of Viglacera Ceramic Tile Trading Company Limited into Viglacera Tien Son Joint Stock Company does not affect the legitimate rights and interests of shareholders.

2. For Workers

- VIT ensures that the labor utilization plan, detailed in section 5.3, is implemented in accordance with the approved plan.

3. For creditors and partners

- VIT assumes and takes over all financial obligations, ensuring payment of debts due without affecting the rights of creditors, and inherits and continues to fulfill contracts with customers, suppliers, banks, etc.

4. Tax obligations to government agencies

- Ensure the inheritance of the legal rights and obligations of the merged company, and fulfill all tax obligations.

Bac Ninh, [date] [month] 2026

**VIGLACERA TIEN SON
JOINT STOCK COMPANY
LEGAL REPRESENTATIVE**

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

(Draft) MERGER AGREEMENT

Number:

between

VIGLACERA TIEN SON JOINT STOCK COMPANY

(The acquiring company)

and

VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED

(The merged company)

Hanoi , month ... year 2026

This Merger Agreement (“**Agreement**”) is made and signed on ... day of ... month ..., ... (“**Signing Date**”) between and by the following parties:

MERGERS (PARTY A) : VIGLACERA TIEN SON JOINT STOCK COMPANY

- Stock ticker: VIT
- Business registration number: 2300317851
- Company name: VIGLACERA TIEN SON JOINT STOCK COMPANY
- Headquarters: Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province, Vietnam
- Charter capital: VND 688,016,620,000
- Number of outstanding voting shares: 68,801,326 shares
- Other securities (if any): None
- Phone: 0222839390
- Website: <https://viglaceratienson.com/>
- Business registration certificate number 2300317851 dated November 1, 2007, amended for the 15th time on March 30, 2026, issued by the Department of Planning and Investment of Hanoi City.
- Legal representative: Mr. Le Tien Dung Position: General Director

And

MERGED PARTY (PARTY B) : VIGLACERA CERAMIC TILE TRADING COMPANY LIMITED

- Business registration number:
- Vietnamese trade name: VIGLACERA CERAMIC TILES TRADING COMPANY LIMITED
- English trade name: VIGLACERA CERAMIC TILES TRADING COMPANY LIMITED
- Capital contribution : VND 30,000,000,000
- Headquarters: 2nd Floor, Viglacera Building, 1 Thang Long Avenue, Dai Mo Ward, Hanoi City, Vietnam
- Initial business registration certificate number ... dated .../.../..., amended number ... dated .../.../... issued by the Hanoi City Department of Planning and Investment.
- Legal representative: Mr./Ms . Title:

(Party A and Party B are hereinafter collectively referred to as “ **The Parties** ”/“ **Both Parties** ” and individually as “ **Party** ”/“ **One Party** ”/“ **Each Party** ”).

Information on relationships between merged enterprises:

- Viglacera Ceramic Tiles Trading Company Limited is a single-member limited liability company owned by Viglacera Tien Son Joint Stock Company since the company converted its business type from a joint stock company to a single-member limited liability company.

LEGAL BASIS:

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Viet Nam on June 17, 2020;*
- *Pursuant to Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Viet Nam on January 11, 2022;*
- *Pursuant to Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Viet Nam on June 17, 2025, and guiding documents for implementation thereof;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Viet Nam on November 26, 2019;*
- *Pursuant to Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Viet Nam on November 29, 2024, and guiding documents for implementation thereof;*
- *Pursuant to Decree No. 155/2020/ND-CP issued by the Government on December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter on Organization and Operation of Viglacera Tien Son Joint Stock Company;*
- *Pursuant to Resolution No. ... of the General Meeting of Shareholders of Viglacera Tien Son Joint Stock Company approving the merger plan and merger agreement dated .../.../...*

The purpose of restructuring the business through the merger of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company is to enhance the position of the merged company and unify the management of the mining areas; to increase the scale of the merged company, ensure financial health; and to rebuild a centralized and efficient management system.

The merger of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company helps reduce costs arising from the parent-subsidiary office operations, thereby contributing to a reduction in overall business costs for the entire company.

Based on the results of negotiations, the parties have agreed to sign this Merger Agreement with the following specific terms and conditions:

ARTICLE 1. EXPLANATION OF TERMS AND ABBREVIATIONS

1. Definition

Unless otherwise specified by context, the terms, expressions, and phrases defined in this Agreement have the following meanings:

- a. "The Agreement" means this Merger Agreement together with all annexes that may be attached from time to time;
- b. "General Meeting of Shareholders" refers to the General Meeting of Shareholders;
- c. "ERC" means the Enterprise Registration Certificate.;
- d. "BOD" refers to the Board of Directors;
- e. "Securities Law" refers to the Securities Law No. 54/2019/QH14 of the National Assembly dated November 26, 2019, and related legal documents;
- f. "Enterprise Law" refers to the Enterprise Law No. 59/2020/QH14 of the National Assembly dated June 17, 2020, and related legal documents;
- g. "Competition Law" refers to Competition Law No. 23/2018/QH14 of the National Assembly dated June 12, 2018;
- h. "Working Day" is a day (excluding Saturdays, Sundays, or public holidays) on which banks in Vietnam are open for business;
- i. "Signing Date" is the date on which the Parties sign and establish this Contract;
- j. "Vietnam" refers to the Socialist Republic of Vietnam; and
- k. "VNĐ" stands for Vietnamese Dong, the legal tender of Vietnam.
- l. "Merger" refers to the merger of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company.
- m. The "Merge Completion Date" or "Completion Date" is the date on which the merged company ceases to exist and the acquiring company inherits all the assets, rights, and obligations of the merged company.

ARTICLE 2. COMPANY INFORMATION AFTER MERGER

2.1. Subject to the terms of this Agreement, Viglacera Ceramic Tiles Trading Company Limited agrees to merge with Viglacera Tien Son Joint Stock Company, and Viglacera Tien Son Joint Stock Company will receive the merger of Viglacera Ceramic Tiles Trading Company Limited in accordance with the Law on Enterprises and current laws. Upon completion of the merger, Party B ceases to exist, and Viglacera Tien Son Joint Stock Company will inherit all assets, rights, legal interests, and assume responsibility for all obligations, outstanding debts, employment contracts, and other financial obligations of Party B. Information regarding Viglacera Tien Son Joint Stock Company after the merger is as follows:

Expected information:

- Company name in Vietnamese: VIGLACERA TIEN SON JOINT STOCK COMPANY
- Company name in English: VIGLACERA TIEN SON JOINT STOCK COMPANY
- Company abbreviation: VIT
- Headquarters: Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province, Vietnam
- Website: <https://www.viglaceratienson.com/>

2.2. Business lines and scope of operations of Viglacera Tien Son Joint Stock Company after merger:

No.	Business Line Code	Business Line Name
1	2391 (Main)	Refractory product manufacturing Details: Manufacturing and trading of granite and ceramic tiles and other building materials.
2	4330	Construction Completion Details: Finishing and decorating industrial and civil construction projects
3	7110	Architectural and related engineering consulting activities. Details: Consulting, design, and technology transfer for the production of construction materials. Activities of professional bidding organizations such as: bidding agents, bidding consultants, and bidding specialists.
4	0899	Other mining activities not classified elsewhere. Details: Extraction and processing of minerals.
5	4933	Road freight transport Details: Business and services for transporting goods by truck.
6	4659	Wholesale of other machinery, equipment and spare parts. Details: Trading in machinery, equipment and spare parts. Wholesale of electrical machinery and equipment.
7	4673	Wholesale of other building materials and installation equipment. Details: Trading in construction materials.
8	4101	Building a house to live in.
9	4102	Building houses not to live in.
10	4211	Railway construction
11	4212	Road construction
12	4221	Construction of power plants
13	4222	Construction of water supply and drainage systems.
14	4223	Construction of telecommunications and communication infrastructure.
15	4229	Construction of other public works
16	4291	Construction of hydraulic structures

17	4292	Construction of mining facilities
18	4293	Construction of processing and manufacturing facilities.
19	4299	Construction of other civil engineering works
20	4649	Wholesale of other household goods. Details: Wholesale of household electrical appliances.
21	4752	Retail sale of hardware, paints, glass, and other building materials and installation equipment.
22	6810	Real estate business, land use rights belonging to the owner, user or lessee. Details: Real estate business
23	7410	Specialized design activities Details: Interior decoration activities
24	8299	Other remaining business support service activities not classified elsewhere. Details: - Import and export of goods traded by the company.
25	2392	Manufacture of building materials from clay
26	2396	Cutting, shaping, and finishing stone.

2.3. The legal representative, members of the Board of Directors, the Supervisory Board, and the Director of Viglacera Tien Son Joint Stock Company after the merger remain unchanged compared to the time before the merger .

2.4. After the merger, the charter capital of Viglacera Tien Son Joint Stock Company remains unchanged at VND 688,016,620,000.

2.5. Charter of Viglacera Tien Son Joint Stock Company after the Merger

The draft Charter of Viglacera Tien Son Joint Stock Company after the merger shall be prepared by the Parties and approved by the General Meeting of Shareholders/owners of the Parties. From the Completion Date, this draft Charter shall become the Charter of Viglacera Tien Son Joint Stock Company after the merger.

ARTICLE 3. COMPANY MERGER

3.1 . Timeline for the merger

The merger implementation period is 06 (six) months from the date of signing the merger agreement and may be extended by written agreement of the Parties.

The business registration authority approves the merger between Party A and Party B. The Parties shall carry out the necessary work as stipulated in this Agreement and other applicable laws.

3.2 . Merger Conditions

The parties shall proceed with the merger when the following conditions are met:

- a. The merger plan, the merger agreement, and the draft charter of the merged company were approved by the General Meeting of Shareholders of both parties, and the merger agreement was signed by authorized representatives of both parties .

- b. The companies involved in the merger have notified creditors, including but not limited to banks, credit institutions, banks, organizations, and individuals currently holding collateral or guarantees or other security measures, and bondholders (if any), about the merger transaction and have sent relevant documents.
- c. The companies involved in the merger have notified all their employees of the merger transaction in accordance with the law.
- d. This merger transaction does not violate the Competition Law's prohibition on economic concentration.
- e. All necessary approvals and authorizations from competent state authorities or from any third party have been obtained in accordance with legal regulations .
- f. The Parties have made the necessary disclosures regarding the Merger Transaction in accordance with applicable law.

3.3 . Merger Procedure

Merger transactions are conducted in accordance with the provisions of the Enterprise Law No. 59/2020/QH14 and other relevant legal documents. Accordingly, the Parties need to prepare:

- a. Draft Merger Plan; Merger Agreement; and Draft Charter of the Company after the Merger;
- b. Organize the GMS meeting to approve the Merger Plan, the Merger Agreement, and the Draft Charter of the Company after the Merger;
- c. Send the merger agreement to all creditors and notify employees within 15 days of its approval by the General Meeting of Shareholders.
- d. The parties shall coordinate in conducting the inventory and transfer of assets, liabilities, labor, and other rights and obligations of Viglacera Ceramic Tiles Trading Company Limited to Viglacera Tien Son Joint Stock Company in accordance with Articles 4 and 5 of this Contract, the agreement of any third party (if any), and applicable law;
- e. Viglacera Ceramic Tiles Trading Company Limited Limited will proceed with the procedure to terminate its tax identification number and fulfill its tax obligations (or transfer tax obligations to Viglacera Tien Son Joint Stock Company) at the direct tax authority in accordance with tax laws;
- f. Within 10 working days from the date of completion of the merger, Viglacera Tien Son Joint Stock Company shall send a written notice to the provincial business registration authority where the acquiring company is headquartered to terminate the existence of Viglacera Ceramic Tiles Trading Company Limited in accordance with current law.
- g. The parties will cooperate in carrying out other necessary tasks to complete the merger in accordance with the law.

ARTICLE 4. TERM, PROCEDURES AND CONDITIONS FOR TRANSFERRING ASSETS, DEBTS, OTHER RIGHTS AND OBLIGATIONS

Immediately upon the entry into force of this Merger Agreement, the Parties shall conduct an inventory and transfer all assets, liabilities, rights and other obligations of Viglacera Ceramic Tiles Trading Company Limited to Viglacera Tien Son Joint Stock Company, including:

- a. Transfer all records and documents relating to the organization and operation of Viglacera Ceramic Tiles Trading Company Limited. to Viglacera Tien Son Joint Stock Company. The Parties shall simultaneously close the accounting books, conduct asset inventory, prepare financial statements, and hand over all accounting documents to Viglacera Tien Son Joint Stock Company on the basis of a handover minutes.
- b. The transfer of assets and liabilities must be recorded in the Handover Minutes, confirming the status of assets/liabilities for each category. The Asset Handover Council of each Party shall be jointly liable in case of inaccurate or incomplete declaration of the status of assets and liabilities of each Party in the Handover Minutes.
- c. All amounts and debts (of any kind and in any currency) due, outstanding, arising, or payable to any third party of Party B prior to the completion of the merger and listed in the Audit Report and Summary of Changes shall be transferred to and become the obligation of Viglacera Tien Son Joint Stock Company . Viglacera Tien Son Joint Stock Company shall be fully obligated to pay such third parties.
- d. For assets subject to registration under the law (if any), Viglacera Tien Son Joint Stock Company will carry out the necessary procedures to receive the transfer of ownership from Viglacera Ceramic Tiles Trading Company Limited to Viglacera Tien Son Joint Stock Company within 06 (six) months from the effective date of the Contract, in accordance with relevant legal regulations.
- e. Viglacera Tien Son Joint Stock Company shall, based on the Handover Minutes, open accounting books and consolidate the financial statements of Viglacera Ceramic Tiles Trading Company Limited. into the financial statements of Viglacera Tien Son Joint Stock Company.
- f. Viglacera Tien Son Joint Stock Company will inherit all rights and obligations of the Parties under the contracts in effect between Party B and third parties prior to the date of completion of the merger, and will be bound by those contracts.
- g. During the period from the effective date of this Agreement until the date of completion of the merger, the Parties shall continue to operate their businesses as usual, fulfill their obligations regarding assets or other obligations under the signed contract, or enter into other necessary contracts to support their daily business operations, as well as issue other internal decisions to manage their daily affairs, but shall comply with other

- commitments and limitations agreed upon and recorded by the Parties in this Agreement.
- h. The parties will cooperate to legally transfer the assets, liabilities, other rights and obligations, and all documents, records, certificates, figures, and data of Viglacera Ceramic Tiles Trading Company Limited to Viglacera Tien Son Joint Stock Company , in accordance with current laws and agreements of relevant third parties (if any). The parties will prepare a handover record, signed by the authorized representatives of each party.

ARTICLE 5. LABOR UTILIZATION PLAN

5.1. Within 15 (fifteen) days from the date the General Meeting of Shareholders approves the Merger Agreement, the parties are responsible for notifying all employees about the merger between Viglacera Tien Son Joint Stock Company and V Viglacera Ceramic Tiles Trading Company Limited.

5.2. Viglacera Tien Son Joint Stock Company is responsible for planning the use and arrangement of labor in accordance with the operating conditions of Viglacera Tien Son Joint Stock Company after the merger, in accordance with the qualifications and capabilities of the employees, and in accordance with the provisions of labor law. For employees who do not wish to work at Viglacera Tien Son Joint Stock Company , Viglacera Tien Son Joint Stock Company will terminate their labor contracts in accordance with current law. At the same time, Viglacera Tien Son Joint Stock Company will ensure that the working conditions, income, and benefits for employees are at least at their current level before the merger.

5.3. All employees of Viglacera Ceramic Tiles Trading Company Limited will become employees of Viglacera Tien Son Joint Stock Company. Viglacera Tien Son Joint Stock Company is obligated to acknowledge, respect, and commit to continuing to inherit all rights and obligations in the labor contracts of the employees of Viglacera Ceramic Tiles Trading Company Limited. At the same time, Viglacera Tien Son Joint Stock Company will ensure that the working conditions, income, and benefits for employees are at least at their current level before the merger.

ARTICLE 6 - GENERAL COMMITMENTS AND GUARANTEES

6.1. Each Party undertakes and jointly warrants to the other Party prior to and at the Date of Signing and the Date of Completion that:

- a. The information and documents referred to in this Agreement relating to that party are true and accurate;
- b. That Party and/or any of its subsidiaries/affiliates are legally incorporated and operating under applicable Vietnamese law; and all necessary approvals, authorizations, and permits for that Party and/or any of its subsidiaries/affiliates to conduct business as they are, have been obtained;

- c. That party has the full capacity and authority to enter into and perform this Contract;
 - d. The Party has obtained all necessary approvals, authorizations, and permits under Vietnamese law, its own charter, and internal regulations to exercise its rights and obligations under this Contract. All such approvals, authorizations, and permits must remain in effect, exist, and not be revoked, modified, or canceled under any circumstances;
 - e. No event shall be deemed a breach of any contract or agreement to which that Party is a party, which has occurred or is occurring, resulting in the premature disposition of that Party's assets or debt obligations to a third party;
 - f. That Party has legal ownership of all shares and capital contributions in all subsidiaries and associates as disclosed and notified to the other Party;
 - g. There shall be no litigation, proceedings, or investigations against that Party and/or its subsidiaries or affiliates that would render invalid and/or unenforceable the agreements in this Contract;
- 6.2. Each Party shall be liable to indemnify the other Party for any loss or damage caused by its or its representatives' breach of this Contract.
- 6.3. The Parties undertake to make reasonable efforts to fulfill all terms of this Contract and will cooperate with each other in ensuring the proper and complete implementation of all procedures and processes related to the execution of this Contract at the competent State authorities as prescribed by law.
- 6.4 The Parties shall continue to maintain their business operations as they were before the signing of this Agreement, in accordance with the provisions of this Agreement.
- 6.5. The Parties shall not undertake any activities that could prejudice the performance of the contracts in force at the time of signing this Agreement.

ARTICLE 7. EFFECTIVENESS OF THE CONTRACT

- 7.1. This Agreement shall be effective from the date of signing by the authorized representatives of the Parties.
- 7.2. This Contract shall terminate in the following circumstances:
- a. By written agreement of the Parties to terminate the Contract; or
 - b. Upon the request of Viglacera Ceramic Tiles Trading Company Limited or Viglacera Tien Son Joint Stock Company if (i) due to a breach of obligations, or commitments and warranties of a Party, unless the Parties agree otherwise, within 90 (ninety) days from the Date of Signing; or
 - c. One or both parties are dissolved or declared bankrupt in accordance with the law.
- 7.3. In the event that this Contract is terminated pursuant to the provisions set forth above, except where a Party requests termination as provided in paragraph b of Article 7.2, each

Party shall bear all costs and expenses related to the signing, performance, and termination of this Contract.

7.4. In the event that this Contract is terminated by one party pursuant to point b, clause 7.2, Article 7, the breaching party shall be liable to compensate the other party for any loss or damage caused by its or its representative's breach of this Contract, including but not limited to all costs and expenses related to the conclusion, performance, and termination of this Contract.

ARTICLE 8 - GENERAL PROVISIONS

8.1. If any provision of this Contract is declared invalid or contrary to law or unenforceable by a competent state authority for any reason, that provision shall be removed from the Contract provided that such removal does not substantially affect or fundamentally alter the content of this Contract. The Parties shall negotiate in a spirit of cooperation to renegotiate such provisions. Matters not covered in this Contract shall be handled by mutual agreement between the Parties or in accordance with the law.

8.2. The Parties commit to supporting each other in the implementation of the contents of this Contract. If any difficulties arise, the Parties shall discuss and find the best solution together in a spirit of cooperation and mutual benefit. In the event that the Parties fail to reach an agreement within 30 (thirty) days from the date the dispute arises, the dispute shall be resolved in the competent court at that time.

8.3. Neither Party may assign or authorize, in whole or in part, this Agreement or any of the rights, interests, or obligations hereunder without the prior written consent of the other Party. This Agreement shall be binding and effective against the Parties to this Agreement and their authorized successors or assignees.

8.4. All notices and other communications hereunder shall be in writing and shall be deemed to have been delivered if sent in person or by commercial mail service, or by fax (with a certified receipt) to the Parties at the addresses or fax numbers (or to another address or fax number for a Party specified in a written notice):

- Sent to Party A:

Address: Tien Son Industrial Zone, Dai Dong Commune, Bac Ninh Province, Vietnam

Phone:

Contact person:

- Sent to Party B:

Address: 2nd Floor, Viglacera Building, 1 Thang Long Avenue, Dai Mo Ward, Hanoi City, Vietnam

Phone:

Contact person:

8.5. Any amendments or additions to this Contract must be in writing; approved and signed by the competent authorities of the Parties.

8.6. This Agreement is governed by and subject to the laws of Vietnam.

8.7. The appendices attached to this Contract are an integral part of this Contract.

8.8. This Contract is made in 04 (four) original copies of equal legal validity, each Party retaining 02 (two) copies for implementation.

In order to record the agreements herein, the duly authorized representatives of the Parties shall sign this Agreement on the date stated on the first page of this Agreement.

REPRESENT
VIGLACERA TIEN SON JOINT STOCK
COMPANY
GENERAL DIRECTOR

REPRESENT
VIGLACERA CERAMIC TILES TRADING
COMPANY LIMITED



VIGLACERA TIEN SON JOINT STOCK COMPANY
Address: Tien Son Industrial Park, Dai Dong Ward, Bac Ninh
Phone: 0222-3839395 Fax: 0222-3838390
Website : www.Viglaceratienson.com

VOTING BALLOT

Shareholder:

ID Card/Passport/Business Registration Number:

Date of Issue:Place of Issue:

Represented by (for organizations):

Position:

Address:

Number of shares owned:

Number of shares authorized.....

Total number of voting shares:

I. The contents to approve in Proposal No. 01/VIT-DHĐCD dated May 20, 2026.

- 1. To approve the 2025 Financial Statements audited by Deloitte Vietnam Co.,Ltd., and the 2025 Business Results Report of the Board of Management.**

☐ Approval ☐ Disapproval ☐ Abstention

- 2. To approve the 2025 Board of Directors' Report and the 2026 Business and Production Orientations.**

☐ Approval ☐ Disapproval ☐ Abstention

- 3. To approve the Supervisory Board's Report on the 2025 business and production monitoring results.**

☐ Approval ☐ Disapproval ☐ Abstention

- 4. To approve the 2025 remuneration for the Board of Directors and the Supervisory Board.**

☐ Approval ☐ Disapproval ☐ Abstention

- 5. To approve the 2025 profit distribution plan for 2025.**

☐ Approval ☐ Disapproval ☐ Abstention

- 6. To approve the 2026 business, production, and development investment plan.**

☐ Approval ☐ Disapproval ☐ Abstention

- 7. To approve the investment plan for the Autoclaved Aerated Concrete (AAC) production line project with a capacity of 500,000 \$m³/year and auxiliary production lines at Viglacera Eurotile Plant.**

☐

Approval

☐

Disapproval

☐

Abstention

- 8. To approve the 2026 expected remuneration plan for the Board of Directors and the Supervisory Board.**

☐

Approval

☐

Disapproval

☐

Abstention

- 9. To approve the 2026 dividend plan: The minimum projected dividend is 17 % of the charter capital.**

☐

Approval

☐

Disapproval

☐

Abstention

- 10. To approve the utilization plan for the Development Investment Fund.**

☐

Approval

☐

Disapproval

☐

Abstention

- 11. To approve contracts and transactions between the Company and related parties**

☐

Approval

☐

Disapproval

☐

Abstention

- 12. To approve the authorization for the Board of Directors to select auditing firms from the list of auditing units approved by the State Securities Commission, based on the proposal of the Company's Supervisory Board.**

☐

Approval

☐

Disapproval

☐

Abstention

- 13. To approve the amendments and supplements to the Company's Charter: replacing all titles of "Director" with "General Director", and "Deputy Director" with "Deputy General Director" in the relevant clauses.**

☐

Approval

☐

Disapproval

☐

Abstention

- 14. To approve the amendments and supplements to the Internal Regulations on Corporate Governance: replacing all titles of "Director" with "General Director", and "Deputy Director" with "Deputy General Director" in the relevant clauses.**

☐

Approval

☐

Disapproval

☐

Abstention

- 15. To approve the amendments and supplements to the Regulations on the Operations of the Company's Board of Directors: replacing all titles of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in the relevant clauses.**

☐

Approval

☐

Disapproval

☐

Abstention

- 16. Information Disclosure: To approve the information disclosure: Information regarding the Company's business and production activities shall be posted on the website: viglaceratienson.com.**

☐

Approval

☐

Disapproval

☐

Abstention

- II. To approve the Plan to increase charter capital in 2026 as presented in Proposal No. 02/VIT-DHĐCĐ dated May 20, 2026**

☐

Approval

☐

Disapproval

☐

Abstention

- III. To approve the merger plan of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company; the Merger Agreement; and**

the Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company after the merger, as presented in Proposal No. 03/VIT-DHĐCĐ dated May 20, 2026

☐

Approval

☐

Disapproval

☐

Abstention

IV. To approve the Board of Directors' personnel for the term 2023–2027 as presented in Proposal No. 04/VIT-DHĐCĐ dated May 20, 2026.

☐

Approval

☐

Disapproval

☐

Abstention

SHAREHOLDERS

(Signature and full name)



CÔNG TY CỔ PHẦN VIGLACERA TIỀN SƠN
Địa chỉ: KCN Tiên Sơn, Đại Đồng, Bắc Ninh
Điện thoại: 0222.3839395 Fax: 0222.3838390
Website: www.viglaceratienson.com

VIT005

VOTING BALLOT TEMPLATE

BOARD OF DIRECTORS MEMBER (TERM 2023 - 2027)

Shareholder / Authorized Representative **Nguyễn Thị Yên**

Citizen ID / Passport / BRC No.:

cấp:

Address:

Number of Shares Owned:

Share

Number of Authorized Shares:

0 Share

Total Number of Voting Shares:

0 Share

Total Number of Votes (Total Number of Voting Shares):

0 Share

List of Candidates for the Board of Directors:

No.	Full Name of Candidate	Number of Votes
1		

Note: Voting instructions are on the reverse side

SHAREHOLDER
(Signature and full name)

- **Note**

Shareholders or authorized representatives attending the meeting may accumulate all of their votes for a single candidate or distribute their votes among the selected candidates.

For example: The General Meeting of Shareholders (GMS) elects 01 member of the Board of Directors (BOD) from a total of 01 candidate. Shareholder Nguyen Van A holds (including owned and authorized) 10,000 voting shares. Therefore, the total number of votes of Shareholder Nguyen Van A is: $(10,000 \times 1) = 10,000$ votes.

Shareholder Nguyen Van A may cast cumulative votes using the following methods:

Accumulate all of their 10,000 votes for the 01 BOD candidate, or allocate fewer than 10,000 votes to that candidate.

No.: 06/VIT-DHDCD

Bac Ninh, March 20, 2026

(DRAFT) RESOLUTION
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

THE GENERAL MEETING OF SHAREHOLDERS
VIGLACERA TIEN SON JOINT STOCK COMPANY

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, as amended by Law No. 03/2022/QH15 dated January 11, 2022, and Law No. 76/2025/QH15 dated June 17, 2025, and guiding documents;
- Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended by Law No. 56/2024/QH15 dated November 29, 2024, and guiding documents;
- The current Charter of Viglacera Tien Son Joint Stock Company;
- The Minutes of the Annual General Meeting of Shareholders of Viglacera Tien Son Joint Stock Company dated May 20, 2026.

RESOLUTION

Article 1: Approve the contents of Proposal No. 01/VIT-DHDCD dated May 20, 2026

1. Approval of the 2025 Financial Statements audited by Deloitte Vietnam Co., Ltd., and the 2025 Business Results Report of the Board of Management: (Detailed reports attached).

Indicators	Unit	Plan	Perform	% TH/KH
Profit Before Tax	Million VND	90.056	92.287	102
Net Revenue	Million VND	2.389.903	2.307.298	97
External Accounts Receivable (outside VGC)	Million VND	28.877	20.438	71
Value of Finished Goods Inventory	Million VND	553.720	620.202	112

2. Approval of the 2025 Board of Directors' Report and the 2026 Business and Production Orientations: (Detailed report attached).

3. Approval of the Supervisory Board's Report on the 2025 Business and Production Monitoring Results: (Detailed report attached).

4. Approval of the Remuneration for the Board of Directors (BOD) and the Supervisory Board (SB) in 2025:

Viglacera Tien Son Joint Stock Company has successfully completed the merger with Viglacera Thang Long Joint Stock Company (TLT) and Viglacera Hanoi Joint Stock Company (VIH). This was conducted in accordance with Merger Contract No. 01/HĐSN-VIT-TLT and Merger Contract No. 02/HĐSN-VIT-VIH, both dated November 12, 2025, and finalized on March 30, 2026.

Accordingly, the entire undistributed after-tax profits of TLT and VIH will be consolidated into the business results of VIT for the 2026 fiscal year.

The 2025 remuneration for the Board of Directors (BOD) of VIH and TLT has been paid by VIT according to the respective plans of the two entities. The specific details are as follows:

Salaries and Remuneration for Tien Son (VIT)

- BOD Remuneration: 552 million VND
 - *Deducted from VIT's after-tax profit:* 329.6 million VND
 - *Allocated to expenses:* 222.4 million VND
- Salary of the Chairman of the BOD (Executive) (from Nov 12, 2025, to Dec 31, 2025): 164 million VND

- Remuneration for the Supervisory Board and BOD Secretary: 276 million VND

Remuneration for Thang Long (TLT)

- BOD Remuneration: 240 million VND
 - *Deducted from VIT's after-tax profit:* 221 million VND
 - *Allocated to expenses:* 19 million VND
- Remuneration for the Supervisory Board and Secretary: 102 million VND

Remuneration for Hanoi (VIH)

- BOD Remuneration: 396 million VND (100% allocated to the Company's 2025 management expenses)
- Remuneration for the Supervisory Board and Secretary: 144 million VND

5. Approval of the 2025 Profit Distribution Plan

No	Items	Amount (VND)
1	Undistributed after-tax profit as of December 31, 2025	3.464.959.255
2	Appropriation to Reward and Welfare Fund	4.112.698.255
3	Remuneration for the Board of Directors (Non-executive members in 2025)	550.600.000
4	Dividend distribution (10%) (Charter capital 688,016,620,000 VND)	68.801.661.000
	<i>This includes: Cash dividend distribution of 5% of charter capital.</i>	34.400.831.000

No	Items	Amount (VND)
	<i>Dividend distribution in the form of shares ≈5% of charter capital</i>	34.400.830.000
5	Retained earnings for the following year	0

6. Approval of the 2026 Production, Business, and Development Investment Targets.

Business and Production Plan:

According to Decision No. 437/TCT-KHĐT dated December 30, 2025, issued by Viglacera Corporation - JSC regarding the assignment of 2026 business, production, and development investment plan targets for Viglacera Tien Son Joint Stock Company, the key indicators are as follows:

According to Decision No. 219/TCT-HĐQT dated December 25, 2025, issued by the Board of Directors of the Corporation regarding the approval of the 2026 business, production, and development investment plan targets for Viglacera Corporation - JSC, the key indicators are as follows:

Profit Before Tax	177.158	million VND
Net Revenue	4.634.080	million VND
External Accounts Receivable (outside VGC)	362.460	million VND
Value of Finished Goods Inventory	807.782	million VND

Investment Plan

No.	Project / Item	Unit	Qty	2026 Plan (VND million)	Remarks
	OTAL INVESTMENT VALUE112,956Viglacera Tien Son Investment			112,956	
	OTAL INVESTMENT VALUE112,956Viglacera Tien Son Investment			84,406	
1	Investment in 8-color channel System XL Digital Printer. Print size: 1000x1000	Set	1	19,399	NM Thai Binh
2	Renovation and extension of Kiln No. 2 for small-slab production line	System	1	13,615	NM Eurotile
3	Investment in roof tile production line with capacity of 4,200 m ² /day	System	1	30,500	NM Eurotile
4	Investment in 40-ton grinding machine (Ball mill)	Unit	1	3,644	NM My Đức
5	Investment in fluidized bed furnace supplying heat for 6000 spray drying tower	System	1	15,820	NM Eurotile
6	Automobile	Unit	1	1,428	NM Eurotile
	Viglacera Thang Long Investment			25,050	
1	Investment in SD6500 spray dryer – Workshop 01	System	1	11,972	PXSX01
2	Investment in 60-ton body grinding machine - Workshop 01	Unit	1	6,490	PXSX01

No.	Project / Item	Unit	Qty	2026 Plan (VND million)	Remarks
3	Investment in 1500 KVA generator - Workshop 02	Unit	1	6,588	PXSX02
	Viglacera Ha Noi Investment			3,500	
1	Crawler loader with 1.5 m ³ bucket capacity	Unit	1	3,500	

To authorize the Board of Directors (BOD) to implement the next steps of the investment tasks approved by the General Meeting of Shareholders.

7. Implementation of the development and market expansion strategy for Autoclaved Aerated Concrete (AAC) products of Viglacera Corporation-JSC in the Southern market:

The investment in Autoclaved Aerated Concrete (ALC/AAC) production lines is not only a tech-forward move but also a mandatory requirement to align with Vietnam's legal orientation. According to Decision No. 2171/QĐ-TTg, aiming to promote the production and use of non-fired building materials (NFBM) to replace traditional fired clay bricks, in order to:

Save agricultural land: Restrict clay excavation for brick making.

Protect the environment: Minimize greenhouse gas emissions and pollution from manual brick kilns.

Utilize waste material: Use ash and slag from thermal power and metallurgical plants as production raw materials.

Increase NFBM usage: Target \$CO_2\$ emission reduction (by over 2.5 million tons/year by 2025 and over 3.0 million tons/year by 2030 compared to fired bricks).

Targets until 2025: In Class III urban areas or higher, NFBM must account for at least 70% of total building materials (except Da Nang and Can Tho at 80%); other areas at 50%. By 2030: Projects funded by public investment or state capital must use 100% NFBM.

The investment also solves modern construction challenges:

Load reduction: ALC blocks are 1/3 the weight of red bricks, reducing foundation and steel column costs by 10-15%.

Fast construction: Large block sizes increase construction speed by 2-3 times, significantly saving labor costs.

Superior features: Excellent soundproofing, thermal insulation, and fire resistance, suitable for apartments, hotels, and industrial factories.

The BOD proposes that the Meeting approves the project investment plan and authorizes the BOD to establish, approve, and implement the project in compliance with internal and legal regulations, with details as follows:

a. Project Name: Investment Project for an Autoclaved Aerated Concrete (AAC) production line with a capacity of 500,000 \$m^3\$/year and auxiliary production lines at Viglacera Eurotile Plant.

b. Estimated Total Investment: VND 550 billion.

c. Investment Objectives: (Details as per the project report).

d. Funding Source: Equity and other legal mobilized capital.

8. Approval of the 2026 Remuneration Plan for the BOD and Supervisory Board:

Chairman of the BOD: VND 112.53 million/month (Salary: VND 90M + Remuneration: VND 12M + Statutory insurance/fees: VND 10.53M).

BOD Member cum Director: VND 10 million/month.

Other BOD Members: VND 8 million/person/month.

Head of the Supervisory Board: VND 8 million/person/month.

Supervisory Board Member / BOD Secretary: VND 5 million/person/month.

9. Approval of the 2026 Dividend Plan:

Expected minimum dividend: 17% / Charter Capital.

10. Approval of the Development Investment Fund utilization plan:

Approving the policy to use the Company's Development Investment Fund to supplement capital for items under the Company's development investment plan approved by the Corporation, in accordance with the Regulations on Capital Representatives and Investment Management of Viglacera Corporation - JSC.

The Capital Representative is responsible for reporting and submitting the detailed 2026 plan to the Corporation in accordance with Decision No. 218/TCT-QDHDQT and Decision No. 219/TCT-QDHDQT dated July 20, 2021.

11. Approval of the execution of contracts/transactions with related parties in 2026:

To approve Viglacera Tien Son Joint Stock Company entering into product consumption contracts with Viglacera Thang Long JSC, Viglacera Ha Noi JSC, Viglacera Autoclaved Aerated Concrete JSC, and executing contracts/transactions with entities within Gelex Group and member companies of Viglacera Corporation - JSC to ensure compliance with the provisions of the Law on Enterprises.

12. Approval to authorize the Board of Directors to select an auditing firm from the list of auditing firms approved by the State Securities Commission (SSC), based on the proposal of the Company's Supervisory Board.

13. Approval of amendments to the Company's Charter: Replacing the title of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in all relevant articles.

14. Approval of amendments and supplements to the Internal Regulations on Corporate Governance: Replacing the title of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in all relevant articles.

15. Approval of amendments and supplements to the Operating Regulations of the Board of Directors: Replacing the title of "Director" with "General Director" and "Deputy Director" with "Deputy General Director" in all relevant articles.

16. Approval of information disclosure: Information regarding the Company's production and business activities shall be disclosed on the official website: <https://viglacerationson.com>

Article 2: To approve the Plan to increase charter capital in 2026 as presented in Proposal No. 02/VIT-ĐHĐCĐ dated May 20, 2026

Article 3: To approve the merger plan of Viglacera Ceramic Tiles Trading Company Limited into Viglacera Tien Son Joint Stock Company; the Merger Agreement; and the Charter of Organization and Operation of Viglacera Tien Son Joint Stock Company after the merger, as presented in Proposal No. 03/VIT-ĐHĐCĐ dated May 20, 2026

Article 4: To approve the Board of Directors' personnel for the term 2023–2027 as presented in Proposal No. 04/VIT-ĐHĐCĐ dated May 20, 2026.

Article 5: Election of a replacement Member of the Board of Directors for the 2023 - 2027 term. The General Meeting of Shareholders elects Mr. _____ to join the Board of Directors.

Article 6: The General Meeting of Shareholders assigns the Board of Directors and the Supervisory Board to implement the contents of the above Resolution in accordance with the law and the Company Charter, and to report the implementation results at the next General Meeting of Shareholders.

Recipients:

- General Meeting of Shareholders;
- State Securities Commission (SSC); Hanoi Stock Exchange (HNX) (for information disclosure);
- Viglacera Corporation;
- Board of Directors, Supervisory Board, Board of Management of the Company;
- Departments and Divisions;
- Board of Directors.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON OF THE MEETING**
(Signature and Seal)