

Hanoi, date 28 month 05 year 2026

REGULATIONS
ON ORGANIZATION OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
HIGHER EDUCATION AND VOCATIONAL BOOK JOINT STOCK COMPANY

CHAPTER I
GENERAL PROVISIONS

Article 1. Scope of application

1. These Regulations are used for organizing the 2026 Annual General Meeting of Shareholders (the “General Meeting”) of Higher Education and Vocational Book Joint Stock Company (hereinafter referred to as the “Company”);
2. These Regulations specify the rights and obligations of parties participating in the General Meeting, and the conditions and procedures for conducting the General Meeting.

Article 2. Subjects of application

Shareholders and participating parties are responsible for complying with the provisions of these Regulations.

CHAPTER II
RIGHTS AND OBLIGATIONS OF PARTIES PARTICIPATING IN THE
GENERAL MEETING

Article 3. Participants in the 2026 Annual General Meeting of Shareholders

- 3.1 Shareholders owning shares of the Company as recorded in the shareholder list finalized on May 18, 2026, and persons authorized by shareholders in accordance with law;
- 3.2 Invited guests and consulting organizations (if any).

Article 4. Rights and obligations of shareholders

4.1. Rights of shareholders when attending the General Meeting:

- 4.1.1. All shareholders of the Company have the right to attend and vote on matters falling within the authority of the General Meeting of Shareholders;
- 4.1.2. If unable to attend the General Meeting, a shareholder may authorize another person to attend and vote on matters within his/her authority. Such authorization must be made in writing using the form posted on the Company’s website;

4.1.3. In addition to ballots for electing members of the Board of Directors and ballots for electing members of the Supervisory Board, each shareholder attending the General Meeting shall be issued one Voting Card showing the shareholder code and the number of voting shares held by such shareholder. This Voting Card is used when a shareholder wishes to express an opinion and when the Chairperson requests voting to approve reports and voting matters of shareholders.

4.1.5. Shareholders arriving late at the General Meeting have the right to register immediately and thereafter to participate and vote at the General Meeting; however, the Chairperson is not responsible for pausing the General Meeting to allow late shareholders to register, and the validity of voting rounds conducted before such registration shall not be affected.

4.2. *Obligations of ordinary shareholders when attending the General Meeting:*

4.2.1. Shareholders attending the General Meeting shall dress politely and formally;

4.2.2. Attend the General Meeting in full in accordance with the Company's regulations. If unable to attend, a shareholder must authorize a representative to attend in accordance with regulations;

4.2.3 Shareholders or shareholder representatives attending the meeting must complete registration procedures for attending the General Meeting with the Organizing Committee;

4.2.4 Comply with the conditions and procedures prescribed in the Company Charter and these Regulations;

4.2.4 Strictly comply with the rules at the General Meeting and respect the working results of the General Meeting.

Article 5. Rights and obligations of the Chairperson of the General Meeting

5.1 The Chairperson of the Board of Directors shall chair the General Meeting. If the Chairperson is absent or temporarily unable to work, the remaining members shall elect one of them to chair the meeting. If no person can act as Chairperson, the Board member holding the highest position shall preside so that the General Meeting may elect a Chairperson from among those attending the meeting, and the person receiving the highest number of votes shall chair the meeting;

5.2 The Chairperson has the right to decide on the order, procedures and events arising outside the General Meeting agenda;

5.3. The Chairperson of the General Meeting may adjourn the General Meeting upon the consent or request of the General Meeting where the required number of attending delegates is present.

- 5.4. The Chairperson of the General Meeting may conduct activities deemed necessary to manage the General Meeting lawfully and in an orderly manner, or to ensure that the General Meeting reflects the wishes of the majority of attending delegates.

Article 6. Rights and obligations of the Secretary of the General Meeting

- 6.1 The Secretary of the General Meeting of Shareholders is appointed by the Chairperson and approved by the General Meeting of Shareholders, and is responsible for supporting the Presidium in successfully conducting the General Meeting, recording and preparing the minutes of the General Meeting;
- 6.2 Be responsible for the truthfulness, accuracy and completeness of the Minutes of the 2026 Annual General Meeting of Shareholders;
- 6.3 Perform other tasks assigned by the Presidium during the recess of the General Meeting.

Article 7. Rights and obligations of the Vote Counting Committee

- 7.1 The Vote Counting Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting. Members of the Vote Counting Committee may be shareholders of the Company;
- 7.2 The Vote Counting Committee shall count Voting Cards when approving matters submitted to the General Meeting for voting and immediately report the voting results to the Presidium;
- 7.3 The Vote Counting Committee shall count ballots for election of members of the Board of Directors and the Supervisory Board and announce the results before the General Meeting;
- 7.4 The Vote Counting Committee shall be responsible for the truthfulness and accuracy of the vote-counting results.

CHAPTER III

CONDUCT OF THE GENERAL MEETING

Article 8. Conditions for conducting the General Meeting

The General Meeting shall be conducted when attending shareholders represent more than 50% of the total voting shares.

Article 9. Agenda of the General Meeting

In accordance with the agenda of the 2026 Annual General Meeting of Shareholders as approved at the General Meeting.

Article 10. Voting at the General Meeting

- 10.1 All decisions at the General Meeting shall be approved directly at the General Meeting by voting for approval based on the shareholding ratio of attending shareholders or authorized representatives;



10.2 Shareholders use Voting Cards to approve each specific matter once. Shareholders vote Approve, Disapprove or No opinion for each matter requiring opinions.

10.3 Election of members of the Board of Directors and the Supervisory Board shall be conducted by cumulative voting in accordance with the Election Regulations approved by the General Meeting.

CHAPTER IV

CLOSING OF THE GENERAL MEETING

Article 11. Approval of decisions of the 2026 Annual General Meeting of Shareholders

11.1. A resolution on the following matters shall be approved if shareholders representing at least 65% of the total voting shares of all attending shareholders vote in favor:

- Classes of shares and total number of shares of each class;
- Changes to business lines, trades and sectors;
- Changes to the Company's management organizational structure;
- Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements, unless the Company Charter provides for another ratio or value;
- Reorganization or dissolution of the Company;
- Other matters as prescribed by the Company Charter.

11.2. Except for the case stated in Article 11.1, decisions of the General Meeting shall be approved when shareholders representing more than 50% of the total voting shares of all shareholders and shareholder representatives attending and voting approve, except for cases prescribed in Clause 1 of this Article and Clauses 3, 4 and 6 of Article 148 of the Law on Enterprises.

11.3. Voting to elect members of the Board of Directors and the Supervisory Board must be conducted by cumulative voting. Elected members of the Board of Directors and the Supervisory Board shall be determined according to the number of votes received in descending order, starting from the candidate with the highest number of votes until the required number of members under the Company Charter is reached. If two or more candidates receive the same number of votes for the final position on the Board of Directors or the Supervisory Board, a re-vote shall be conducted among such candidates with equal votes, or selection shall be made according to the criteria prescribed in the Regulations on Election of Members of the Board of Directors and the Supervisory Board.

Article 12. Minutes of the 2026 Annual General Meeting of Shareholders

All contents of the 2026 Annual General Meeting of Shareholders must be recorded in minutes by the Secretary of the General Meeting. The minutes of the meeting shall be read and approved before the meeting is closed and shall be kept in the Company's minutes book.

CHAPTER V

OTHER PROVISIONS

Article 13. Other provisions

- 13.1 Shareholders attending the General Meeting who wish to express opinions must obtain the consent of the Chairperson of the General Meeting. Shareholders shall speak briefly and focus on the key matters to be discussed, consistent with the approved agenda of the General Meeting. The Chairperson shall arrange for shareholders to speak in the order of registration and shall answer shareholders' questions;
- 13.2 Shareholders may be deprived by the Presidium of the right to attend the General Meeting if they deliberately fail to comply with the regulations of the General Meeting, disrupt the meeting, cause disorder, or take actions that directly affect the management of the General Meeting.

CHAPTER VI

IMPLEMENTATION PROVISIONS

Article 14. Effectiveness of the Regulations

These Regulations consist of 6 chapters and 14 articles, issued by the Board of Directors of Higher Education and Vocational Book Joint Stock Company on date month year 2026, and apply only to the 2026 Annual General Meeting of Shareholders of Higher Education and Vocational Book Joint Stock Company held on date ... month year 2026, and shall take effect immediately after being approved by the 2026 Annual General Meeting of Shareholders./.

ON BEHALF OF THE BOARD OF DIRECTORS


ĐẶNG TRẦN BẢO TÍN

**ELECTION REGULATIONS
FOR MEMBERS OF THE SUPERVISORY BOARD
FOR TERM VI, 2026 - 2030
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its 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;
- Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- The Charter on organization and operation of Higher Education and Vocational Book Joint Stock Company;

The 2026 Annual General Meeting of Shareholders (the “GMS”) of Higher Education and Vocational Book Joint Stock Company (the “Company”) shall conduct the election of members of the Board of Directors and the Supervisory Board for Term VI, 2026 - 2030 in accordance with the following contents:

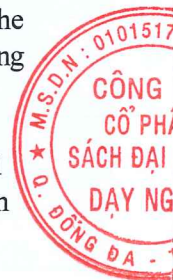
I. SUBJECTS AND SCOPE OF APPLICATION

- These Regulations provide guidance on the order and procedures for electing members of the Board of Directors (BOD) and the Supervisory Board (SB) for Term VI (2026 - 2030) of Higher Education and Vocational Book Joint Stock Company at the 2026 Annual General Meeting of Shareholders.
- Shareholders/authorized representatives of shareholders, members of the BOD and SB, and candidates are responsible for complying with these Regulations and the Company Charter on organization and operation.
- Shareholders owning voting shares and authorized representatives of shareholders owning voting shares (according to the list of shareholders of the Company finalized on May 18, 2026) have the right to vote for members of the BOD and SB of Higher Education and Vocational Book Joint Stock Company.

II. GUIDANCE ON ELECTION OF MEMBERS OF THE BOD AND SB

1. Principles for electing members of the BOD and SB

Pursuant to Clause 3, Article 148 of the 2020 Law on Enterprises: “Voting for members of the Board of Directors and the Supervisory Board must be carried out by cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or Supervisory Board, and shareholders have the right to accumulate all or part of their total votes for one or several candidates. Elected members of the Board of Directors or supervisors shall be determined according to the number of votes received, from highest to lowest, starting with the candidate receiving the highest number of votes until the number of members stipulated in the Company Charter is reached. If two (02) or more candidates receive the same number of votes for the final seat on the Board of Directors or Supervisory Board, a re-election shall be conducted among the tied candidates or selection shall be made according to the criteria stipulated in the election regulations or the Company Charter.”



Accordingly, the election shall be carried out as follows:

- Number of members to be elected to the BOD: 05 persons.
- Number of members to be elected to the SB: 03 persons.
- Total voting ballots of a shareholder = Total shares owned by the shareholder x Number of members to be elected (for example: 03 is the number of members to be elected to the SB or 05 is the number of members to be elected to the BOD).
- A shareholder may use his/her total votes to vote for one or several candidates named in the candidate list, provided that the number of candidates voted for does not exceed the number of members to be elected to the BOD and SB. The shareholder shall write the number of votes supporting a candidate in the column "Number of votes cast" to the right of the "Full name of candidate" section.
- If a shareholder does not accumulate votes for any person in the candidate list, the "Number of votes cast" section shall be left blank and the ballot shall still be considered valid.
- A shareholder may only cast cumulative votes for candidates within his/her "Total votes", meaning that the total number of votes cast for candidates must be less than or equal to that shareholder's total voting ballots.

Form of ballot: Ballots for the BOD and SB shall bear the red seal of Higher Education and Vocational Book Joint Stock Company.

Content of ballot: As per the attached form.

Notes:

- A valid ballot is a ballot falling into the following cases:

- The total number of votes cast for candidates is less than or equal to the shareholder's total voting ballots.
- The ballot is left entirely blank.
- Votes are accumulated for one person.

- An invalid ballot is a ballot falling into any of the following cases:

- The ballot is not in the prescribed form or does not bear the Company's seal.
- The shareholder casts votes exceeding his/her total voting ballots.
- The shareholder votes for more than the required number of members.
- The shareholder crosses out the name of a candidate.
- The ballot has erasures or corrections to the number of votes cast or any ballot content (if there is an error, a new ballot must be requested).
- The shareholder votes by percentage (%).
- The ballot does not bear the signature of the shareholder/shareholder representative or cannot be authenticated according to the method stipulated in these Regulations.
- Request for ballot replacement: In case of an error while filling in the ballot, the shareholder may contact the Election Committee for guidance and replacement with another ballot.

2. Vote Counting Committee

- The Vote Counting Committee consists of three (03) members nominated by the Chairperson and approved by the General Meeting of Shareholders.
- Members of the Vote Counting Committee must not be named in the list of nominees or candidates for the BOD and SB.
- The Vote Counting Committee has the following responsibilities:
- Organize the approval of the Regulations on election of BOD and SB members;
- Introduce the ballots and distribute the ballots;

- Check and supervise voting;
- Organize vote counting;
- Prepare minutes and announce the election results before the GMS;
- Together with the Chairperson of the meeting, consider and resolve complaints and denunciations regarding candidates as well as election results (if any) and report to the GMS for decision.
- The Vote Counting Committee must ensure honesty and confidentiality during the vote counting process. The Vote Counting Committee shall be responsible before the GMS for the accuracy of the vote counting results. After counting the votes, the Vote Counting Committee must prepare the Minutes of Vote Counting Results, announce them before the GMS, then seal the ballots and hand over election-related data to the Chairperson of the GMS.

3. Principles for voting and vote counting

- The Vote Counting Committee shall inspect the ballot box in the presence of shareholders.
- Voting begins after the list of BOD and SB candidates has been finalized and ends when the last shareholder casts his/her ballot into the ballot box.
- Vote counting must be conducted immediately after voting ends.
- The vote counting results shall be recorded in writing and announced before the GMS by the Head of the Vote Counting Committee.

4. Principles for determining elected candidates

- Elected candidates shall be determined according to the number of votes received, from highest to lowest, starting with the candidate receiving the highest number of votes until the number of members for the term as decided by the General Meeting of Shareholders is reached. In case candidates have the same percentage of total trusted voting rights and it is necessary to eliminate candidates in order to reach the required number of elected members, the candidate owning or representing ownership of more shares shall be selected. If the number of owned or represented shares is also equal, a re-election shall be organized among these candidates for selection.

5. Preparation and announcement of the Vote Counting Minutes

- After counting the votes, the Vote Counting Committee must prepare the Vote Counting Minutes. The Vote Counting Minutes shall include: total number of shareholders attending the meeting, total number of shareholders participating in voting, number of valid ballots, number of invalid ballots, number of blank ballots, and number and percentage of voting rights for each candidate.
- The full text of the Vote Counting Minutes must be announced before the GMS.
- Complaints regarding election results shall only be considered at the GMS; shareholders may not object to the validity at any other time. In case of disagreement regarding election procedures or election results, the Vote Counting Committee shall re-check and request the GMS to decide.

III. IMPLEMENTATION PROVISIONS

These Election Regulations shall be read before the GMS and submitted to all shareholders for voting before implementation.

If approved by the General Meeting of Shareholders with a ratio of at least more than 50% of the total voting ballots of all shareholders attending and voting at the meeting, these Regulations shall take effect immediately.

Recipients:

- *Company shareholders;*
- *GMS Organizing Committee;*
- *Members of the BOD and SB;*
- *Archives.*

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



DANG TRAN BAO TIN

No.: 102/BC-DH-DN

Hanoi, 28/05/2026

SUMMARY REPORT FOR 2025 AND BUSINESS PLAN FOR 2026

A. PRODUCTION AND BUSINESS RESULTS IN 2025

I. PUBLISHING AND EDITORIAL WORK

- New titles: 44 titles (reaching 73.3% of the plan)
- Reprinted titles: 49 titles (reaching 98.0% of the plan)
- The total number of new titles in 2025 was not high due to changes in book usage patterns, price competition, quality, progress and copyright issues, which caused difficulties in developing new titles.

The Company organized the exploitation and search for new titles suitable to market conditions and in response to proposals from the Sales Department. The assigned titles were edited with quality and according to schedule.

The Company prepared publication registration plans and editorial plans, and urged the manuscript progress of service editorial units and authors so that printing could be arranged in a timely manner to meet the requirements of the sales department.

Table 01: Implementation of the Editorial Plan

No.	Subject area	Number of titles by area								
		2025 Plan			2025 Actual			Actual/Plan Ratio (%)		
		New	RP	Total	New	RP	Total	New	RP	Total
1	HE-Vocational books (textbooks, workbooks, etc.)	60	50	110	44	49	93	73.3	98.0	84.5
2	E-books				115		115	100		100
Total		60	50	110	159	49	208	265	98.0	189

Table 02. Publishing Management

No.	Type of title	Number registered for publication with CXBIPH (books)	Number of		Ratio of printed books to registered books
			books	copies	
1	New reference books	56	44	17,635	78.6%
2	Reprinted reference books	73	45	29,921	61.6%
3	New linked reference books				
4	Reprinted linked reference books	27	25	34,900	92.6%
	Total reference books	156	114	82,456	73.1%

	Grand total	156	114	82,456	73.1%
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II. PRINTING AND DISTRIBUTION

1. Printing work

- Total printing decisions: 55 decisions, with 85,056 copies (reaching 157% compared with the same period - 54,115 copies).
- Based on proposals from the Sales Department, printing decisions were issued in a timely manner, meeting the schedule required by the sales department.
- Printing progress was monitored and closely followed to ensure that books were available on time as proposed by the Sales Department.

Table 03. Summary of Printing Results and Warehouse Receipts at SGD

No	Book category	2025 printing plan (copies)	Printing contract signed (copies)	Received into warehouse (copies)	Same-period warehouse receipts			
						Contract /Plan	Receipts/ Contract	Receipts/ Same period
1	Reference books	120,000	85,056	81,614	53,515	70%	96%	153%
Total		120,000	85,056	81,614	53,515	70%	96%	153%

2. Distribution work

- 129,669 book copies were distributed, with total revenue of **VND 9.2 billion**, reaching 37% compared with the same period in 2024 (VND 24.7 billion) and 46% of the 2025 plan (VND 20 billion).
- The distribution plan for 2026 was developed; inventory of book titles was monitored to propose printing quantities promptly and appropriately and avoid excessive inventory. Orders were received and processed.
- The Company continued to introduce its book catalogue to member companies of Vietnam Education Publishing House, colleges, universities, university libraries, agents and bookstores.
- Markets were sought to develop new product categories and diversify customers with products expanded into additional business areas to increase revenue.
- The Company continued to maintain the stability of wholesale and retail book operations, enhanced communication and introduction activities to schools, agents and customers, managed receivables and completed the task of supplying customers and agents.
- Goods in the warehouse were well preserved, and inbound and outbound deliveries were conducted promptly and accurately.
- Goods were organized for delivery to agents and localities to meet customer requirements.

Table 04. Distribution Results in 2025

No.	Product category	2025 Plan (copies)	2025 Actual	Actual/Plan Ratio (%)	Same period 2024	Actual/Same-period Ratio (%)	Expected 2026 Distribution Plan
1	Reference books	120,000	129,669	108%	136,193	95.2%	100,000
	Total	120,000	129,669	108%	136,193	95.2%	100,000

III. OTHER ACTIVITIES

- Digital transformation is an important turning point that requires stronger promotion and concentrated resources for the development of e-book products. The Company continued to improve the electronic distribution system and accelerate the digital publishing registration process, shortening production procedures and bringing products to market faster.

- The Company actively exploited external activities to offset revenue and strive to complete the 2026 plan.

IV. FINANCE - ACCOUNTING - OFFICE WORK

- Completed the 2025 financial statements and the 2025 audit work.

- Completed the closing of the shareholder list and assisted the Board of Directors in organizing the 2025 Annual General Meeting of Shareholders.

- Actively collected receivables and ensured the Company's financial stability.

- Managed the Company's financial resources reasonably to achieve the best efficiency and always meet production and business needs.

- Fully settled social insurance regimes for employees taking sick leave, maternity leave, terminating labor contracts and signing new labor contracts.

- Coordinated smoothly with departments in handling common work, including economic contracts, bidding dossiers, paper importation, printing contracts, etc.

V. PRODUCTION AND BUSINESS RESULTS IN 2025

Table 05. Financial Data

No.	Item	Unit	2025 Plan	Actual	Same period	Actual/Plan Ratio (%)	Actual/Same-period Ratio (%)
1	Total revenue	VND million	20,000	9,200	24,700	46%	37%
2	Profit before tax	"	500	(0.749)	201	(0.15%)	(0.30%)
3	Owners' equity	"	13,070	64.602	13,070	497%	497%
4	Charter capital	"	10,000	50,000	10,000	500%	500%
5	Profit/equity ratio	%	3.83	-1.16	1.54		
6	Profit/charter capital ratio	%	5.00	-0.0015	2.01		
7	Dividend	%				0	0
8	Average income per capita	VND /person	13,000,000	10,000,000	15,000,000	77	66

B. PLAN FOR 2026

- Continue to perform and maintain the Company's main role and tasks, namely compiling, publishing and distributing traditional books (textbooks and reference books for universities, colleges and vocational schools), with a focus on implementing project groups. Specifically:

1. University Collaboration Project Group (for Training & Research)

- Tan Trao University: 18 textbook and monograph titles.
- Hai Phong University: 05 textbook and monograph titles.
- Content: Full-package implementation from editing and design to page layout.

2. Specialized Systematic Learning Materials Project Group

- Tourism Ecosystem (26 books): Official book series for the Tourism – Hospitality sector.

- Philosophy Textbooks (05 books): Compilation of books for common use by the Faculty of Philosophy.

- Specialized Medicine: Cooperation with the School of Odonto-Stomatology (Hanoi Medical University) to publish a standardized system of dental learning materials.

- Social Work book series and National Defense and Security book series.

3. Revenue Plan for 2026

No.	Item	2026 Plan
	Revenue in 2026	VND 10,000,000,000
	Profit	VND 200,000,000
2	New titles	80
3	Reprinted titles	34

4. Review books that have not yet undergone marketing and communication activities.

- Participate in bidding for book publishing projects of the Ministry of Education and Training and of schools.

- Develop plans for new titles and products to offset revenue from books.

- Continue to expand market share to universities, colleges and professional secondary schools nationwide.

- Promote the exploitation of new production and business fields.

- Continue to seek solutions for old and inventory book quantities.

- Continue to expand and exploit additional titles based on social demand and the needs of schools.

Respectfully submitted!

Recipients:

- Vietnam Education Publishing House in Hanoi
- Chairman of the Board of Directors (for reporting)
- Departments and divisions
- Archives



TRAN DINH HOANG

**REPORT ON ACTIVITIES OF THE BOARD OF DIRECTORS OF
HIGHER EDUCATION AND VOCATIONAL BOOK JOINT STOCK COMPANY
IN 2025 AND ORIENTATION FOR 2026**
(Submitted to the 2026 Annual General Meeting of Shareholders)

- Pursuant to the Charter on Organization and Operation of Higher Education and Vocational Book Joint Stock Company;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders;
- Pursuant to the actual operation of the Company in 2025.

The Board of Directors (BOD) of Higher Education and Vocational Book Joint Stock Company respectfully reports to the General Meeting of Shareholders on the activities of the BOD in 2025 and the plan for 2026 as follows:

I. PERSONNEL OF THE BOARD OF DIRECTORS

In 2025, the Company's BOD maintained five (05) members. The personnel structure complied with the law and the Company's Charter, specifically:

1. **Mr. Dang Tran Bao Tin:** Chairman of the BOD.
2. **Ms. Doan Linh Huong:** Member of the BOD.
3. **Ms. Nguyen Bich Ngoc:** Member of the BOD.
4. **Mr. Pham Quynh:** Member of the BOD.
5. **Ms. Ta Thi Thanh Huyen:** Member of the BOD.

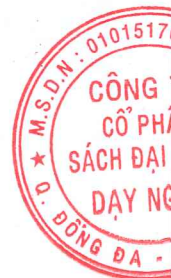
All members of the BOD fully and actively participated and complied with the approved Operating Regulations.

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

1. Meetings and Resolutions of the BOD: In 2025, the BOD held a total of 14 meetings. The meetings were convened in accordance with the required order and procedures; documents and materials were fully provided for members' review.

As a result, the BOD issued 14 Resolutions. Details of the meetings are as follows:

No.	Resolution No.	Date	Content
1	025/NQ-HDQT	25/04/2025	- Approval of the Report on activities of the Board of Directors in 2024 and orientation for 2025; - Approval of the Report on business performance in 2024 and the production and business plan for 2025; - Approval of the Report of the Supervisory Board on operating results in 2024 and the plan for 2025;



No.	Resolution No.	Date	Content
			<ul style="list-style-type: none"> - Approval of the audited financial statements for 2024; - Approval of the proposal on selection of the list of independent auditing firms to audit the 2025 financial statements; - Approval of remuneration for the Board of Directors and Supervisory Board; - Approval of the proposal on supplementing business lines; - Approval of the proposal on the plan to increase charter capital; - Approval of the proposal on dismissal and additional election of BOD member for Term V (2022-2026); - Approval of the proposal on distribution of after-tax profit for 2024.
2	028/DH-DN	25/04/2025	Approval of the result of election of the Chairman of the BOD. Election of Mr. Dang Tran Bao Tin as Chairman of the Board of Directors of Higher Education and Vocational Book Joint Stock Company for Term V (2022-2026).
3	83/NQ-HDQT	20/05/2025	<ul style="list-style-type: none"> - Approval of the organization of the 2025 Extraordinary General Meeting of Shareholders. - Main contents to be approved by the 2025 Extraordinary General Meeting of Shareholders: <ul style="list-style-type: none"> + Approval of the adjustment to the plan for issuance of additional shares to increase charter capital in 2025; + Approval of the arrangement of the Company's working office; - Dismissal and additional election of Supervisory Board member; - Approval of the selection of AASC Auditing Firm Company Limited to review the interim financial statements and audit the 2025 financial statements.
4	105/NQ-DHDN	25/06/2025	Approval of the addition of business lines, amendment of the Charter, and change of business registration according to the business lines approved by the GMS.
5	120/NQ-HDQT	16/07/2025	Approval of the adjustment of business lines in accordance with the Law on Enterprises, amendment of the Charter, and change of business registration according to the business lines approved by the GMS.
6	122/NQ-HDQT	16/07/2025	Approval of the list of professional securities investors entitled to purchase shares in the private placement to increase charter capital in 2025, implementation of the issuance plan, detailed

No.	Resolution No.	Date	Content
			plan for use of proceeds, assurance of foreign ownership ratio, and private placement dossier.
7	134/NQ-HDQT	31/07/2025	Approval of the amended and supplemented Charter of Higher Education and Vocational Book Joint Stock Company in accordance with the Resolution of the 2024 Annual General Meeting of Shareholders.
8	151/NQ-HDQT	08/09/2025	Approval of the amendment of the Charter in accordance with the Resolution of the 2025 Annual General Meeting of Shareholders.
9	172/NQ-HDQT	15/10/2025	Approval of the Company's general business development orientation for Q4/2025 and 2026-2027 after capital increase, the plan for use of proceeds from the issuance, and the projected business plan for 2026-2027.
10	173/NQ-HDQT	15/10/2025	Approval of the dismissal of Ms. Vu Bich Thanh from the positions of Accountant in charge and information disclosure officer from 15/10/2025. Approval of the assignment of Ms. Nguyen Thi Thu Hien as Accountant in charge cum information disclosure officer and secretary of the Board of Directors of Higher Education and Vocational Book Joint Stock Company from 15/10/2025.
11	186/NQ-HDQT	30/10/2025	Adjustment to the plan for use of proceeds from the 2025 private placement for the purpose of rearranging the Company's office.
12	199/NQ-HDQT	18/11/2025	Supplementation of Article 2 of Resolution No. 172/NQ-HDQT dated 15/10/2025 and amendment of Item 2 of Article 4 of Resolution No. 172/NQ-HDQT dated 15/10/2025.
13	205/NQ-HDQT	28/11/2025	Approval of the period for registration and payment for share purchase in the private placement.
14	220/NQ-HDQT	12/12/2025	Approval of the entire result of the private placement of shares to professional securities investors to increase charter capital under Resolution No. 28/NQ-DHDCD dated 04/07/2025 of the 2025 Extraordinary General Meeting of Shareholders of Higher Education and Vocational Book Joint Stock Company, change of enterprise registration contents according to the new charter capital, and amendment to the charter capital in the Company's Charter.



2. Key governance matters and decisions: In 2025, the BOD focused on directing major issues of the Company, including:

- Implementing the plan for private placement of shares to increase charter capital.
- Extending the trademark franchise with Vietnam Education Publishing House.
- Closely supervising production and business activities and preparations for annual/extraordinary General Meetings of Shareholders.
- BOD members supported the Director of the Company within their professional expertise to implement strategic objectives.

3. Assessment of supervision of the Executive Board: The BOD assessed that the Executive Board strictly complied with the Resolutions of the GMS and the BOD. The BOD performed well its role in direction, support and supervision, and regularly reminded the Director of the Company to comply with governance regulations. Decisions of the BOD were made transparently based on actual reports of the Executive Board.

III. ORIENTATION AND PLAN FOR 2026

Promoting the results achieved in 2025, the BOD identifies the key tasks for 2026 as follows:

1. Planned financial targets for 2026:

Total revenue:	VND 12,000,000,000
Profit before tax:	VND 2,000,000,000
Dividend payout ratio:	2% in cash

2. Financial structure completion: Continue post-issuance steps to use capital effectively for restructuring and business expansion.

3. Production and business: Focus on traditional book segments while developing new product lines under the new general education curriculum.

4. Risk management: Enhance cost control, debt recovery and inventory handling.

5. Technology application: Continue integrating electronic learning materials into products to enhance competitiveness and prevent illegal printing.

6. Maintaining meeting regime: Ensure regular meetings at least once every quarter and extraordinary meetings when necessary for timely direction.

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

Sincerely, thank you!

**CHAIRMAN OF THE
BOARD OF DIRECTORS**

(Signature, full name)



DANG TRAN BAO TIN

**HIGHER EDUCATION AND VOCATIONAL
BOOK JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 103/BC-SB

Hanoi, 28/05, 2026

REPORT OF THE SUPERVISORY BOARD

(Re: Activities of the Supervisory Board and each member of the Supervisory Board in 2025)

**Respectfully submitted to: The General Meeting of Shareholders of Higher Education And
Vocational Book Joint Stock Company**

The Supervisory Board (“SB”) of Higher Education And Vocational Book Joint Stock Company (the “Company”) respectfully submits to the 2026 Annual General Meeting of Shareholders (“GMS”) the report on activities of the Supervisory Board and each member of the Supervisory Board as follows:

1. Members and structure of the Supervisory Board

- In 2025, the Supervisory Board had 03 members, including 01 Head and 02 full-time members, satisfying the organizational requirements of the Supervisory Board to perform its functions and duties.
- The members and structure of the Supervisory Board are as follows:

No.	Member of SB	Position	Start/end date as SB member	Shares owned at period-end	Ownership ratio at period-end
1	Mr. Nguyen Hoang Duc Viet	Head of SB, Term V (2022-2026)	Appointed on 04/07/2025	0	0
2	Ms. Tran Thi Thu Thuy	Head of SB, Term V (2022-2026)	Dismissed on 04/07/2025	0	0
3	Mr. Pham Gia Huan	Member of SB, Term V (2022-2026)		0	0
4	Ms. Le Thi Nhi	Member of SB, Term V (2022-2026)	Appointed on 04/07/2025	0	0

2. Activities of the Supervisory Board

- Activities of the Supervisory Board complied with the law, the Company Charter and resolutions of the General Meeting of Shareholders. In 2025, the Supervisory Board held 02 periodic meetings to perform its function of supervising the Company's activities.
- The Supervisory Board provided timely opinions to the Board of Directors within its authority and responsibility to ensure the Company's activities complied with laws and the Charter; appraised the completeness, reasonableness, legality and truthfulness of the annual financial statements; and made recommendations on policies, contracts and transactions requiring approval by the Board of Directors or the General Meeting of Shareholders.
- Regarding performance of duties by SB members: the Supervisory Board approved matters and contents within its functions and duties to fully implement its operation plan and related work in accordance with the law and the Company Charter, and provided evaluations on the activities of the Board of Directors and Board of Management. However, we seriously acknowledge the lack of proactiveness due to the absence of permanent personnel at the Company. Coordination between the Supervisory Board and the Board of Management has not been effective, particularly the proactiveness of the Supervisory Board in requesting information related to the Company's business operations.
- The meeting attendance rate of the Supervisory Board was as follows:

No.	SB member	Meetings attended	Attendance rate	Voting rate	Reason for absence
1	Mr. Nguyen Hoang Duc Viet	2/2	100%	100%	
2	Ms. Tran Thi Thu Thuy	1/2	100%	100%	Dismissed on 04/07/2025
3	Mr. Pham Gia Huan	2/2	100%	100%	
4	Ms. Le Thi Nhi	1/2	100%	100%	

3. Operational orientation of the Supervisory Board in 2026

2026 is the year for strengthening the personnel of the Supervisory Board for the new term. Members of the Supervisory Board in the new term must have sufficient capacity and meet legal requirements for holding the position of Supervisory Board member. In 2026, the Supervisory Board will continue to perform its role in:

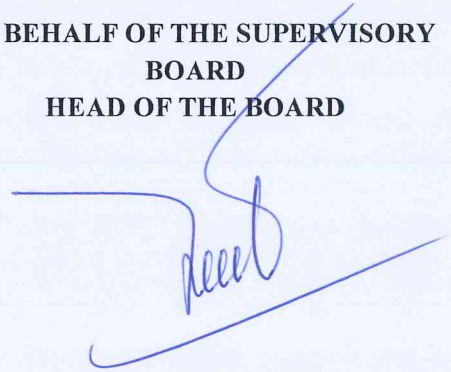
- Performing supervision of the Company's activities in accordance with the law, the Charter and resolutions of the General Meeting of Shareholders.
- Appraising periodic financial statements in accordance with the law and internal regulations.
- Directing control, audit, supervision and evaluation activities and providing recommendations on the internal control system to improve operational efficiency and minimize risks for the Company's business operations.

The Supervisory Board respectfully reports and submits this report to the General Meeting of Shareholders for approval.

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

Recipients:

- *Shareholders of the Company;*
- *Board of Directors, Supervisory Board;*
- *Archives: Office.*

A handwritten signature in blue ink, appearing to read 'HUUU', is written over a horizontal line. A diagonal line crosses the signature from the top right to the bottom left.

NGUYEN HOANG DUC VIET

HIGHER EDUCATION AND VOCATIONAL BOOK JOINT STOCK COMPANY
SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, 28/05, 2026

**REPORT OF THE SUPERVISORY BOARD ON THE COMPANY'S BUSINESS
OPERATIONS, ACTIVITIES OF THE BOARD OF DIRECTORS AND BOARD OF
MANAGEMENT**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and its amendments, supplements and guiding documents;
- Pursuant to the Charter of Higher Education And Vocational Book Joint Stock Company;
- Pursuant to the Regulation on operation of the Supervisory Board of Higher Education And Vocational Book Joint Stock Company;
- Pursuant to the Company's audited financial statements for 2025.

The Supervisory Board of Higher Education And Vocational Book Joint Stock Company reports to the General Meeting of Shareholders on the inspection and supervision of the Company's business operations in 2025, the activities of the Board of Directors ("BOD") and the Board of Management as follows:

1. BUSINESS OPERATIONS OF THE COMPANY

1.1. Based on its functions and duties, the Supervisory Board supervised compliance with laws, the Charter and resolutions of the General Meeting of Shareholders in the Company's business operations, specifically:

- The Company's business activities complied with laws, the Charter and resolutions of the General Meeting of Shareholders.
- Supervised and contributed opinions to the Board of Directors in implementing resolutions of the General Meeting of Shareholders.
- Supervised and contributed opinions to the Board of Management in implementing resolutions of the General Meeting of Shareholders and the Board of Directors.
- Reviewed and assessed coordination among departments and divisions, and provided opinions to the Board of Directors and Board of Management to improve business efficiency.
- Supervised and appraised the annual financial statements to assess the completeness, reasonableness and legality of the financial statements and reports on production and business activities.
- Received comments from employees and shareholders on management, production and business activities, planning, editing progress, etc., and reported them to the Board of Directors and Board of Management for consideration and adjustment.
- Supervised other organizational, production and business activities in accordance with law, the Company Charter and resolutions of the General Meeting of Shareholders.

1.2. Business operations of the Company

Based on the audited financial statements for 2025, the Supervisory Board reports the Company's business results as follows:

Unit: VND million

No.	Item	Plan 2025	Actual 2025	Actual 2024	Comparison
1	Total revenue	20,000	9,559	25,028	48% of plan; 38% of 2024
2	Profit before tax	500	(748)	201	-150% of plan; -372% of 2024
3	Profit after tax	500	(748)	201	-150% of plan; -372% of 2024
4	Dividend rate	3%	0%	0%	-

Source: Audited financial statements for 2025

- Total revenue in 2025 (including net revenue, financial income and other income) was VND 9.559 billion, reaching 48% of the plan (VND 20 billion) and 38% compared with the same period in 2024 (VND 25.028 billion).

- Total accounting profit before tax in 2025 was VND -748 million, down 150% compared with the plan (VND 500 million), while the same period in 2024 recorded VND 201 million.

1.3. Other financial indicators

Unit: VND million

No.	Indicator	Actual 2024	Actual 2025	% 2025/2024
1	Total assets	20,237.2	67,876.4	335%
1.1	Current assets	19,723.6	67,616.6	343%
1.2	Non-current assets	513.6	259.8	51%
2	Liabilities	7,167	3,274.8	46%
2.1	Current liabilities	7,167	3,274.8	46%
2.2	Long-term liabilities	-	-	-
3	Owners' equity	13,070.2	64,601.6	494%
3.1	Contributed capital	10,000	50,000	500%
3.2	Development investment fund	962.2	962.2	100%
3.3	Undistributed profit after tax	218	(530.6)	-243%

1.4. Other matters

- In 2025, the Company increased its charter capital from VND 10 billion to VND 50 billion.
- Regimes and benefits for employees were implemented in accordance with the Labor Code, the Charter and internal regulations of the Company.
- Regarding key personnel: the Company has not appointed a chief accountant. Under law, a person in charge of accounting may only be appointed for a term of 12 months.
- Inventory remains large and has accumulated for many years without resolution.

1.5. Conclusion:

- In 2025, the Company did not complete the planned targets, generated no profit, and business operations were not efficient. Major reasons included market impacts such as declining purchasing power, decreasing customer preference for traditional books, lack of business diversification to offset costs, and large inventory.
- The Supervisory Board recommends that the Board of Directors and Board of Management seek opinions from the General Meeting of Shareholders on expanding other business activities to optimize profits. The Board of Directors and Board of Management should closely monitor market developments, apply appropriate business policies, optimize costs, and develop a plan to resolve inventory in fiscal year 2026.

2. RESULTS OF SUPERVISION OF THE ACTIVITIES OF THE BOARD OF DIRECTORS AND BOARD OF MANAGEMENT

- In 2025, the Supervisory Board reviewed the reasonableness, legality, honesty and prudence in the management and administration of the Board of Directors and Board of Management.
- The Board of Directors held regular and extraordinary meetings under the Company Charter to implement resolutions of the General Meeting of Shareholders and issued resolutions within its authority and responsibility to promptly direct business operations (14 meetings in 2025).
- Board resolutions were seriously implemented by the Board of Management.
- Activities of the Board of Directors and Board of Management complied with laws and the Charter on responsibilities and authority.
- Although the Board of Directors and Board of Management made efforts to maintain the Company's regular business operations, the results did not generate effective revenue. The Supervisory Board recommends that the Board of Management be more proactive in seeking and implementing existing business activities, studying and proposing diversified business plans to the Board of Directors and General Meeting of Shareholders, and proposing decisive solutions for inventory. The Supervisory Board also notes the lack of proactiveness in issuing the 2025 audit report.

3. PROPOSALS AND RECOMMENDATIONS OF THE SUPERVISORY BOARD FOR 2026

The Supervisory Board recognizes that 2026 will continue to be a difficult year for the economy in general and the publishing industry in particular. We therefore recommend:

- Continue reviewing and completing internal regulations, updating current State regulations in line with the Company's actual operations.
- Continue fully and seriously implementing State regulations and the Company's internal regulations; maintain good implementation of the regulation on manuscript exploitation and management, materials, goods and editing services with units in the system.
- Actively urge collection and adopt definitive handling plans for doubtful receivables for which provisions were made in 2024 and 2025.
- Develop a definitive plan to handle the Company's inventory.

- Study additional business lines and promote business development corresponding to the increased capital scale and ensuring efficient use of capital. For this matter, the Board of Management should prepare a complete and detailed proposal for decision by the Board of Directors and General Meeting of Shareholders.
- Strengthen personnel to ensure the Company's production and business operations.

The above is the full report of the Supervisory Board of University Books - Vocational Training Joint Stock Company. On behalf of the Supervisory Board, I sincerely thank the Board of Directors, Board of Management and professional departments for facilitating our completion of the duties assigned by the General Meeting of Shareholders.

Sincerely thank you!

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

Recipients:

- *Board of Directors, Board of Management, Chief Accountant*
- *Shareholders*



NGUYEN HOANG DUC VIET

Số: /TB-HEV

Hà Nội, ngày 01 tháng 07 năm 2026

**BÁO CÁO ĐÁNH GIÁ CỦA THÀNH VIÊN HỘI ĐỒNG QUẢN TRỊ ĐỘC LẬP VỀ
HOẠT ĐỘNG CỦA HỘI ĐỒNG QUẢN TRỊ CÔNG TY CỔ PHẦN SÁCH ĐẠI HỌC –
DẠY NGHỀ NĂM 2025**

**1. VỀ CƠ CẤU TỔ CHỨC THÀNH PHẦN HĐQT NĂM 2025 VÀ HOẠT ĐỘNG
CỦA CÁC THÀNH VIÊN HĐQT**

- Trên cơ sở quy định của pháp luật, Điều lệ Công ty và Nghị quyết đại hội đồng cổ đông năm 2025, HĐQT Công ty HEV có 05 thành viên trong đó có 01 thành viên độc lập, đáp ứng các tiêu chí quy định về điều kiện được làm thành viên HĐQT độc lập và đáp ứng quy định về cơ cấu thành viên HĐQT theo quy định hiện hành.
- Toàn bộ các thành viên HĐQT đã thực hiện tham gia đầy đủ và tích cực và các hoạt động của HĐQT theo đúng thẩm quyền, chức năng nhiệm vụ của HĐQT, thực hiện tuân thủ đúng các quy định tại Quy chế hoạt động của HĐQT đã được Đại hội đồng cổ đông phê duyệt.

2. CƠ CHẾ VẬN HÀNH HOẠT ĐỘNG CỦA HĐQT NĂM 2025

- Trong năm 2025, HĐQT đã tổ chức 14 cuộc họp. Các cuộc họp của HĐQT đã được triệu tập họp và thực hiện theo các trình tự, thủ tục quy định pháp luật, Điều lệ và Quy chế hoạt động của HĐQT; thông báo mời họp, hồ sơ, tài liệu đã được gửi đến các thành viên HĐQT dự họp để tham khảo, nghiên cứu theo quy định.
- Tại các cuộc họp, từng nội dung, vấn đề được đưa ra trình bày, thảo luận và xin ý kiến của từng thành viên HĐQT, để có các giải pháp và quyết định phù hợp nhất cho Công ty và các cổ đông.
- Biên bản các cuộc họp HĐQT được lập với đủ chữ ký của Chủ tịch HĐQT và Thư ký. NQ HĐQT được ban hành theo đúng quy định.

3. CÁC QUYẾT ĐỊNH CỦA HĐQT NĂM 2025

- Trong năm 2025, HĐQT đã thực hiện ban hành 14 Nghị quyết theo đúng quy định
- Các Nghị quyết HĐQT được thông qua bằng cách biểu quyết tại cuộc họp hoặc lấy ý kiến bằng văn bản điện tử (email) theo đúng quy định
- Các Nghị quyết của HĐQT đã được thực hiện công bố thông tin theo đúng quy định

4. CÔNG TÁC QUẢN TRỊ VÀ GIÁM SÁT

- Nhìn chung HĐQT đã thực hiện đúng thẩm quyền và trách nhiệm của HĐQT thực hiện các chủ trương và định hướng trên cơ sở Nghị quyết ĐHCĐ đã đề ra trong năm 2025

- HĐQT đã thực hiện đúng vai trò và trách nhiệm trong việc chỉ đạo, hỗ trợ, giám sát Ban điều hành/Giám đốc Công ty thực hiện các nội dung đã được phê duyệt theo thẩm quyền của ĐHĐCĐ và HĐQT. Các thành viên HĐQT cũng đã thực hiện hỗ trợ Giám đốc Công ty theo đúng chuyên môn nghiệp vụ của mình.
- HĐQT không có thành viên nào trong Ban điều hành hoạt động thường xuyên của Công ty, tuy nhiên các vấn đề trọng yếu của Công ty như việc phát hành chào bán cổ phần riêng lẻ để tăng vốn trong năm 2025, việc gia hạn nhượng quyền thương hiệu với Nhà xuất bản, hoạt động sản xuất kinh doanh, công tác chuẩn bị họp đại hội đồng cổ đông thường niên/bất thường...đều được các thành viên HĐQT hỗ trợ, giám sát, nhắc nhở việc thực hiện tuân thủ đối với Giám đốc Công ty.

5. ĐÁNH GIÁ CHUNG

- Nhìn chung, hoạt động của HĐQT Công ty HEV trong năm 2025 đã hoàn thành tốt nhiệm vụ của mình với tinh thần trách nhiệm, công khai, minh bạch, độc lập, thực hiện đầy đủ chức năng đại diện của chủ sở hữu trong việc giám sát điều hành hoạt động chung của Công ty theo đúng quy định của pháp luật, Điều lệ và Quy chế hoạt động của HĐQT.
- Các quyết định của HĐQT được đưa ra đều trên cơ sở đánh giá hồ sơ và thông tin được cung cấp và báo cáo trình bày của Giám đốc Công ty, được thông qua trên nguyên tắc đa số biểu quyết, biên bản họp được lập theo đúng quy định và nghị quyết được ban hành/công bố thông tin theo đúng quy định (đúng về thời gian công bố thông tin và ngôn ngữ viết – anh).

**THÀNH VIÊN HỘI
ĐỒNG QUẢN TRỊ ĐỘC
LẬP**

(Ký ghi rõ họ tên)



ĐOÀN LINH HƯƠNG

DANG TRAN BAO TIN

**HIGHER EDUCATION AND VOCATIONAL
BOOK JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 105/TTr - BKS

Hanoi, day 28 month 05 year 2026

PROPOSAL

Re: Approval of the 2025 profit distribution plan

**To: The 2026 Annual General Meeting of Shareholders
Higher Education and Vocational Book Joint Stock Company (HEV)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding, amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding, amending and supplementing documents;
- Pursuant to relevant legal documents;
- Pursuant to the Charter on organization and operation of Higher Education and Vocational Book Joint Stock Company;

The Board of Directors of HEV respectfully submits to the 2026 Annual General Meeting of Shareholders for voting and approval the 2025 profit distribution plan as follows:

No.	Item	Value (VND)
1	Profit before corporate income tax	(748,648,648)
2	Corporate income tax	
3	Profit after corporate income tax	(748,648,648)
4	Appropriation to funds	
5	Dividend payment	
6	Undistributed retained profit	(530,587,263)

Respectfully submitted to the 2026 Annual General Meeting of Shareholders for voting and approval.

Sincerely thank you!

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



DANG TRAN BAO TIN

HIGHER EDUCATION AND VOCATIONAL
BOOK JOINT STOCK COMPANY
No.: .../TTTr - BKS

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
Hanoi, ..., 2026

PROPOSAL

On the selection of the audit firm for the 2026 Financial Statements

**To: The 2026 Annual General Meeting of Shareholders
Higher Education and Vocational Book Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding, amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding, amending and supplementing documents;
- Pursuant to relevant legal documents;
- Pursuant to the Charter on organization and operation of Higher Education and Vocational Book Joint Stock Company;

I. CRITERIA FOR SELECTING AN INDEPENDENT AUDIT FIRM

In order to audit the 2026 Financial Statements of Higher Education and Vocational Book Joint Stock Company in accordance with the law and the Company's Charter, the Supervisory Board respectfully submits to the General Meeting of Shareholders for consideration and approval the selection of an independent audit firm to audit and review the 2026 Financial Statements according to the following specific criteria:

- It is an independent auditing enterprise included in the list approved by the State Securities Commission to audit public-interest entities in the securities sector in 2026.
- It offers competitive audit fees suitable to the contents, scope and schedule of the audit.

II. OPINION OF THE SUPERVISORY BOARD

Based on the above proposals, the Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the following matters:

1. Approval of the selection criteria stated in Section I as the basis for selecting the provider of audit and review services for the Financial Statements of the Company in the fiscal year 2026.
2. Approval of the authorization for the Board of Directors to decide on the selection of the audit firm and to assign the Director to sign the contract with the provider of audit and review services for the Financial Statements of Higher Education and Vocational Book Joint Stock Company in the fiscal year 2026, on the basis that all criteria approved by the General Meeting of Shareholders are fully satisfied.

Respectfully submitted to the 2026 Annual General Meeting of Shareholders for voting and approval.

Sincerely thank you!

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF THE BOARD



NGUYEN HOANG DUC VIET

HIGHER EDUCATION AND VOCATIONAL
BOOK JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No. 122TTTr - BOD

Hanoi, 11/6 / 2026

PROPOSAL

Re: 2026 Business Plan

To: The 2026 Annual General Meeting of Shareholders
Higher Education and Vocational Book Joint Stock Company (HEV)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding, amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding, amending and supplementing documents;
- Pursuant to relevant legal documents;
- Pursuant to the Charter on organization and operation of Higher Education and Vocational Book Joint Stock Company;

The Board of Directors of HEV respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the Company's expected 2026 business plan as follows:

Total revenue:	VND 12,000,000,000
Profit before tax:	VND 2,000,000,000
Dividend payout ratio:	2% (cash)

Respectfully submitted to the 2026 Annual General Meeting of Shareholders for approval.

Sincerely thank you!

ON BEHALF OF THE BOARD OF DIRECTORS



DANG TRAN BAO TIN

HIGHER EDUCATION AND VOCATIONAL BOOK
JOINT STOCK COMPANY
No.: 108/TTr - BOD

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness
Hanoi, June 28, 2026

PROPOSAL

*On the end of Term V (2022-2026) of the Board of Directors and Supervisory Board
and the election of members of the Board of Directors and Supervisory Board for Term VI (2026 - 2030)*

**To: The General Meeting of Shareholders of Higher Education and Vocational Book
Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended by Law No. 56/2024/QH15 dated November 29, 2024;
- Pursuant to relevant legal documents;
- Pursuant to the Charter on organization and operation of University Books - Vocational Training Joint Stock Company;

Based on the fact that the incumbent members of the Board of Directors (BOD) and Supervisory Board (SB) will concurrently end Term V (2022 - 2026), the Board of Directors of University Books

Vocational Training Joint Stock Company (the "Company", "HEV") respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the following matters:

I. Approval of the end of Term V (2022 - 2026) of the BOD and SB

1. Approval of the end of membership of the BOD for Term V (2022 - 2026) for the following 05 (five) persons:

- Mr. Dang Tran Bao Tin
- Mr. Pham Quynh
- Ms. Nguyen Bich Ngoc
- Ms. Ta Thi Thanh Huyen
- Ms. Doan Linh Huong

Term ending date: June 12, 2026

2. Approval of the end of membership of the SB for Term V (2022 - 2026) for the following 03 (three) persons:

- Mr. Nguyen Hoang Duc Viet
- Mr. Pham Gia Huan
- Ms. Le Thi Nhi

Term ending date: June 12, 2026

II. Election of members of the Board of Directors and Supervisory Board for Term VI (2026 - 2030)

1. Election of members of the Board of Directors for Term VI (2026 - 2030)

- Number of BOD members for Term VI (2026 - 2030): 05 members;
- The list of qualified candidates nominated for election as BOD members for Term VI (2026 - 2030) is as follows:

No.	Full name	Professional qualification	Personal information
1			
2			
3			
4			
5			

Appointment date: June 12, 2026

2. Election of members of the Supervisory Board for Term VI (2026 - 2030)

- Number of SB members to be elected for Term VI (2026 - 2030): 03 members;
- The list of qualified candidates nominated for election as SB members for Term VI (2026 - 2030) is as follows:

No.	Full name	Professional qualification	Personal information
1			
2			
3			

Appointment date: June 12, 2026

III. Principles for election of the BOD and SB: In accordance with the Law on Enterprises and the Election Regulation approved by the General Meeting of Shareholders

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

Sincerely./.

Recipients:

- Company shareholders;
- BOD, SB;
- Office archives.

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



DANG TRAN BAO TIN

PROPOSAL

Re: Approval of remuneration for the Board of Directors and the Supervisory Board in 2026
To: The 2026 Annual General Meeting of Shareholders
Higher education and vocational book joint stock company (HEV)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its guiding, amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding, amending and supplementing documents;
- Pursuant to relevant legal documents;
- Pursuant to the Charter on organization and operation of University Books - Vocational Training Joint Stock Company;

The Board of Directors of HEV respectfully submits to the 2026 Annual General Meeting of Shareholders for voting and approval the plan for payment of remuneration to members of the Board of Directors and the Supervisory Board as follows:

1. Report on remuneration for the Board of Directors and the Supervisory Board in 2025

No.	Position	Coefficient
1	Chairman of the Board of Directors	1
2	Member of the Board of Directors	0.7
3	Head of the Supervisory Board	0.7
4	Member of the Supervisory Board	0.5
5	Payment level for coefficient 1	VND 5,000,000 (five million Vietnamese dong) / month
6	Funding source	Recorded as operating expenses of the Company

Based on the audited financial statements of the Company for 2025, the total income of the Board of Directors and the Supervisory Board recorded as production and business expenses of the Company is: VND 360,000,000 (in words: Three hundred and sixty million Vietnamese dong).

2. Proposed remuneration for the Board of Directors and the Supervisory Board in 2026: The total remuneration for the Board of Directors and the Supervisory Board in 2026 shall be paid based on the Company's production and business results in 2026, and the Board of Directors shall be authorized to decide the payment levels (payment coefficient and payment amount).

Respectfully submitted to the 2026 Annual General Meeting of Shareholders for voting and approval.

Sincerely thanks!

ON BEHALF OF THE BOARD OF DIRECTORS



DANG TRAN BAO TIN

HIGHER EDUCATION AND VOCATIONAL BOOK
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No. 123/TTr - BOD-HEV

Hanoi, 4/6/2026

PROPOSAL

(Re: Approval of the plan to adjust the use of proceeds from the 2025 private placement)

To: General Meeting of Shareholders - Higher Education and Vocational Book Joint Stock Company

- Pursuant to Resolution No. 28/NQ-GMS dated July 04, 2025 of the Extraordinary General Meeting of Shareholders approving the plan for additional share issuance to increase charter capital;
- Pursuant to Resolution No. 122/NQ-BOD dated July 16, 2025 of the Board of Directors approving the implementation of the private placement plan, the list of professional securities investors eligible to purchase shares in the private placement, and ensuring that the share issuance complies with the foreign ownership limit ("BOD Resolution No. 122");
- Pursuant to Resolution No. 172/NQ-BOD dated October 15, 2025 of the Board of Directors on approving the business development orientation and detailed plan on the use of proceeds from the 2025 private placement of shares ("BOD Resolution No. 172");
- Pursuant to Resolution No. 186/NQ-BOD dated October 30, 2025 of the Board of Directors on adjusting the plan on the use of proceeds from the 2025 private placement of shares ("BOD Resolution No. 186");
- Pursuant to Resolution No. 199/NQ-BOD dated November 18, 2025 of the Board of Directors on supplementing and adjusting Resolution No. 172/NQ-BOD ("Resolution No. 199");
- Pursuant to market conditions and the proposal report of the Board of Management.

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

I. Status of the use of proceeds from the 2025 private placement of shares

1. Approved plan on the use of proceeds from the 2025 private placement of shares

The Company completed the private placement of shares to professional securities investors with total proceeds from the issuance of VND 52,280,000,000.

According to the capital use plan approved by the General Meeting of Shareholders (GMS), the proceeds from the share issuance shall be allocated for the following purposes:



No.	Plan on use of proceeds	Estimated investment amount (VND)	Estimated period of use
1	Conducting investment and business activities according to the Company's plan, including but not limited to: investment in shares, bonds, fund certificates, term deposits at credit institutions, office leasing and subleasing, and other short-/medium-term financial and monetary instruments.	35,000,000,000	From 2025 to 2027 according to the Company's business plan
2	Supplementing working capital for the Company	10,280,000,000	From 2025 to 2026 according to the Company's business plan
3	Rearranging the Company's office	7,000,000,000	From 2025 to 2026
	Total	52,280,000,000	

According to the issued Resolutions, in the event that the proceeds from the private placement are not fully used for the purposes approved by the General Meeting of Shareholders, or due to objective/other reasons such capital use purposes are not fully implemented, the unused proceeds from the offering shall be deposited as savings or invested in equivalent monetary instruments at Commercial Banks in order to preserve and optimize capital.

2. Report on the status of the use of proceeds from the 2025 private placement of shares

Based on the status of the use of proceeds from the 2025 private placement of shares, the use of proceeds from the offering is as follows:

- Total proceeds from the issuance: VND 52,280,000,000.
- Amount currently deposited in a term deposit (01 month): VND 52,280,000,000.
- Remaining balance not yet disbursed for capital increase purposes: VND 52,280,000,000.

To date, the Board of Management has implemented the plan in accordance with the issued Resolution.

II. Plan to adjust the use of proceeds from the 2025 private placement of shares

Upon reviewing the market context in early 2026 and considering the proposal of the Board of Management, the BOD assesses that temporarily postponing direct disbursement is necessary in order to preserve capital and optimize resources:

For the investment amount (VND 35 billion): The 2026 business market faces many interwoven risks and pressures from the global trade economy, fluctuations in the financial and securities markets, and volatility in the real estate market. The trend of increasing new

supply also creates pressure for rental price adjustments; therefore, the Company's investment activities this year require careful appraisal to select an appropriate time for investment.

For working capital and office rearrangement (VND 17.28 billion): The Company's current self-owned capital still adequately meets working capital needs. In addition, as the Company is focusing on promoting production and business activities, the office rearrangement has not yet been implemented for the time being.

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders for consideration and approval of the adjustment to the plan on the use of proceeds from the 2025 private placement of shares, with the following details:

1. Contents of adjustment to the plan on the use of proceeds from the 2025 share issuance

In order to enhance the efficiency of using the proceeds from the 2025 private placement of shares and based on the current economic context, the BOD submits to the GMS for approval the adjustment to the plan on the use of proceeds from the 2025 private placement of shares as set out in the Appendix attached to this Proposal.

2. Implementation organization

The GMS authorizes the Board of Directors to:

- Have full authority to decide the implementation timing, form, and detailed contents for implementing the capital use plan as approved by the General Meeting of Shareholders in the Appendix attached to this Proposal.
- Carry out signing and other legal procedures to implement the capital use plan as approved by the General Meeting of Shareholders.
- Carry out information disclosure procedures and report to competent State management agencies on the adjustment to the capital use plan in accordance with securities law.

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

Respectfully./.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN



DANG TRAN BAO TIN

Recipients:

- As above;
- Archive: Office.

APPENDIX: PLAN ON ADJUSTMENT TO THE CAPITAL USE PLAN

No.	Approved capital use plan Content	Amount	Period	Status of use	Adjusted content after this General Meeting of Shareholders	Amount	Period
1	Conducting investment and business activities according to the Company's plan, including but not limited to: investment in shares, bonds, fund certificates, term deposits at credit institutions, office leasing and subleasing, and other short-/medium-term financial and monetary instruments.	35,000,000,000	From 2025 to 2027 according to the Company's business plan	Deposited in savings/fund certificates: ... billion VND	Conducting investment and business activities according to the Company's plan, including but not limited to: investment in shares, bonds, fund certificates, term deposits at credit institutions, office leasing and subleasing, and other short-/medium-term financial and monetary instruments.	35,000,000,000	From 2025 to 2027 according to the Company's business plan
2	Supplementing working capital for the Company	10,280,000,000	From 2025 to 2026 according to the Company's business plan		Supplementing working capital for the Company or depositing in term deposits, flexible deposits, or investing in cash equivalent financial instruments (certificates of deposit) at reputable joint-stock commercial banks in Vietnam.	10,280,000,000	From 2025 to 2026 according to the Company's business plan
3	Rearranging the Company's office	7,000,000,000	From 2025 to 2026		Rearranging the Company's office or depositing in term deposits, flexible deposits, or investing in cash equivalent financial instruments (certificates of deposit) at reputable joint-stock commercial banks in Vietnam.	7,000,000,000	From 2025 to 2026
	Total	52,280,000,000				52,280,000,000	

**HIGHER EDUCATION AND VOCATIONAL
BOOK JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 110/TTr - BOD

Hanoi, 28/05 June 2026

PROPOSAL

Re: Change of the Company's head office/working office/business location

To: Extraordinary General Meeting of Shareholders of Higher Education and Vocational Book Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended by Law No. 56/2024/QH15 dated November 29, 2024;
- Pursuant to relevant legal documents;
- Pursuant to the Charter on organization and operation of Higher Education and Vocational Book Joint Stock Company;

The Board of Directors of Higher Education and Vocational Book Joint Stock Company (the "Company", "HEV") respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the change of the Company's head office/working office, specifically as follows:

Based on the current situation, the Company needs to consider and develop an appropriate plan for the location and facilities of its working office/head office/business transaction location in order to ensure stability and meet the requirements of the Company's business operations in the coming period.

The General Meeting of Shareholders assigns/authorizes the Board of Directors to perform the following tasks:

1. Search for and develop a plan to arrange a working office/head office/business transaction location that is reasonable and suitable for the Company's needs;
2. Decide on the working office/head office/business transaction location suitable for the Company's needs;
3. Decide and carry out all other necessary legal procedures in accordance with the law and the guidance of competent state authorities to change the Company's working office/head office/business transaction location;
4. Approve amendments to the Charter and assign the Chairman of the Board of Directors to sign and issue the Company's Charter to reflect the head office information at the current address and at the Company's new head office address (if any);
5. Decide and perform all other necessary tasks, including but not limited to leasing office premises, consulting on office design, purchasing office equipment, and other tasks to ensure completion of the arrangement of the Company's working office/head office/business transaction location.

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

Sincerely,

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

Recipients:

- Shareholders of the Company;
- Board of Directors, Supervisory Board;
- Office archives.



DANG TRAN BAO TIN