

No.: 2209/2026/CBTT-SVN

Ho Chi Minh, September 22, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

- State Securities Commission;
- Vietnam Stock Exchange;
- Hanoi Stock Exchange.

1. Name of organization: Vexilla Vietnam Group Joint Stock Company
 - Stock code: SVN
 - Headquarters address: Room 14.21, 14th Floor, Golden King Building, No. 15 Nguyen Luong Bang, Tan My Ward, Ho Chi Minh City.
 - Telephone: (083) 3579 0106
2. Content of information disclosure: Vexilla Vietnam Group Joint Stock Company discloses information on the Minutes and Resolution of the 2026 Annual General Meeting of Shareholders (3rd meeting).
3. This information was published simultaneously on the company's website on September 22, 2026 at the link: solavina.vn

We hereby commit that the information disclosed above is true and take full legal responsibility for the content of the disclosed information.

- Attachments:
- *Minutes and Resolution of the 2026 Annual General Meeting of Shareholders.*

**VEXILLA VIETNAM GROUP
JOINT STOCK COMPANY
Legal Representative
CHIEF EXECUTIVE OFFICER**



LE HAI CHAU

No.: 01/2026/NQ-ĐHĐCĐ-SVN

Hanoi, September 21, 2026

RESOLUTION
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VEXILLA VIETNAM GROUP JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending, supplementing documents, and implementation guidelines;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending, supplementing documents, and implementation guidelines;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of Vexilla Vietnam Group Joint Stock Company dated September 21, 2026.

RESOLVES:

Article 1. To approve the Report of the Board of Directors for 2025 and the Plan for 2026 (*Attached with Report No. 2109/2026/BC-HĐQT-SVN*).

Article 2. To approve the Report on the activities of the Audit Committee and independent members of the Board of Directors in the Audit Committee for 2025 and the Plan for 2026 (*Attached with Report No. 01/2026/BC-UBKT-SVN*).

Article 3. To approve the Audited Financial Statements for 2025 (*Attached with Submission No. 01/2026/TTr-HĐQT-SVN*).

Article 4. To approve the Proposal on the selection of the independent audit firm for 2026 (*Attached with Submission No. 02/2026/TTr-HĐQT-SVN*).

Article 5. To approve the Proposal on the remuneration payment for the Board of Directors for 2025 and the remuneration plan for 2026; the Profit Distribution Plan for 2025 and the Plan for 2026 (*Attached with Submission No. 03/2026/TTr-HĐQT-SVN*).

Article 6. To approve the Proposal on the policy to execute contracts and transactions between the Company and related parties (*Attached with Submission No. 04/2026/TTr-HĐQT-SVN*).

Article 7. To approve the Proposal on the policy of capital divestment at subsidiaries, restructuring of loans and business cooperation contracts (*Attached with Submission No. 05/2026/TTr-HĐQT-SVN*).

Article 8. To approve the Proposal on amendments and supplements to the Company's Charter (*Attached with Submission No. 06/2026/TTr-HĐQT-SVN*).

Article 9. To approve the Proposal on amendments and supplements to the business lines of the Company (*Attached with Submission No. 07/2026/TTr-HĐQT-SVN*).

Article 10. To approve the Proposal on the dismissal and replacement election of members of the Board of Directors for the 2025–2030 term (*Attached with Submission No. 08/2026/TTr-HĐQT-SVN*).

Article 11. To approve the list of candidates and the election results for members of the Board of Directors for the remaining duration of the 2025–2030 term.

The list of elected candidates for the Board of Directors for the remaining duration of the 2025–2030 term includes:

No.	Member Name
1	Mr. Le Trung Tuan
2	Mr. Vu Dinh Hung
3	Mr. Phan Manh Hung
4	Mr. Cao Duc Anh
5	Ms. Le Thuy Hien

Article 12. Implementation provisions.

This Resolution was approved by the 2026 Annual General Meeting of Shareholders of the Company and takes effect from the date of its signing and issuance.

Members of the Board of Directors, Audit Committee, and Board of Management are responsible for executing this Resolution and organizing its implementation in accordance with their operational functions, compliant with provisions of the law and the Charter on Organisation and Operation of the Company.

Recipients:

- GMS;
- BOD, AC, BOM;
- Archived: HR/Admin;
- Information Disclosure as prescribed.

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF THE BOARD OF DIRECTORS**



LE HAI CHAU

No.: 01/2026/BB-ĐHĐCĐ-SVN

Hanoi, September 21, 2026

MINUTES OF THE MEETING
ANNUAL GENERAL MEETING OF SHAREHOLDERS
VEXILLA VIETNAM GROUP JOINT STOCK COMPANY IN 2026

I. COMPANY INFORMATION:

1. **Company name:** Vexilla Vietnam Group Joint Stock Company..
2. **Head office address:** Room 14.21, 14th Floor, Golden King Building, No. 15 Nguyen Luong Bang Street, Tan My Ward, Ho Chi Minh City, Vietnam.
3. **Enterprise Registration Certificate No. 0101612880**, initially issued by the Department of Planning and Investment of Ho Chi Minh City on February 21, 2005, and amended for the 23rd time by the Department of Finance of Ho Chi Minh City on March 17, 2026.

II. TIME AND VENUE OF THE GENERAL MEETING:

1. **Time:** Commencing at 9:00 a.m. on September 21, 2026.
2. **Venue:** 4th Floor Conference Hall, Viwaseen Tower, 48 To Huu Street, Dai Mo Ward, Hanoi.

III. PARTICIPANTS:

1. Shareholders and duly authorized representatives of shareholders;
2. Members of the Board of Directors, members of the Audit Committee, members of the Executive Management, and officers and employees of the Company.

IV. OPENING OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS:

1. Verification of Shareholder Eligibility.

Ms. Le Thi Luyen – Member of the Shareholder Eligibility Verification Committee, presented the Minutes of Verification of Shareholder Eligibility for attendance at the 2026 Annual General Meeting of Shareholders (third convening) of Vexilla Vietnam Group Joint Stock Company, held on September 21, 2026 (the “General Meeting” or the “GMS”), as follows:

- The total number of shareholders of the Company as of the record date for determining shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (June 3, 2026) was **1,186 shareholders**, representing **21,000,000 voting shares** of the Company.
- The total number of shareholders invited to attend the General Meeting was **1,186 shareholders**, representing **21,000,000 voting shares** of the Company.
- As of **9:30 a.m. on September 21, 2026**, the total number of shareholders present at the General Meeting, including shareholders attending in person and through authorized representatives, was **4 shareholders/shareholder representatives**, representing **3,506,400 shares**, equivalent to **16.7% of the total voting shares** of the Company.

Pursuant to the Law on Enterprises and the Charter of Vexilla Vietnam Group Joint Stock Company, the 2026 Annual General Meeting of Shareholders (third convening) was duly qualified to proceed.

2. Introduction of the Presidium and Vote Counting Committee:

Mr. Le Hai Chau – Member of the Board of Directors of the Company, acted as Chairman of the General Meeting under the authorization of the Chairman of the Board of Directors. The Chairman of the General Meeting introduced the Presidium and the Vote Counting Committee as follows:

- a. Presidium of the General Meeting
 - **Mr. Le Hai Chau** – Member of the Board of Directors and General Director of the Company – Chairman of the General Meeting;
- b. Vote Counting Committee
 - **Ms. Luong Thi Thu Ngan** – Head of the Committee.
 - **Ms. Le Thi Luyen** – Member.

The Presidium and the Vote Counting Committee were unanimously approved by the General Meeting, with **100% of the total voting votes cast by all shareholders attending and voting at the meeting in favor.**

3. Appointment of the Secretariat of the General Meeting:

- **Ms. Le Thi Thu Hien** – Head of the Secretariat of the General Meeting;
- **Ms. Bui Kim Thanh** – Member of the Secretariat of the General Meeting;

4. Presentation of the Regulations on Organization of the General Meeting

Ms. Le Thi Thu Hien – Head of the Secretariat of the General Meeting, presented the Regulations on Organization of the 2026 Annual General Meeting of Shareholders of Vexilla Vietnam Group Joint Stock Company.

The Regulations on Organization of the 2026 Annual General Meeting of Shareholders were approved by the General Meeting with **100% of the total voting votes cast by all shareholders attending and voting at the meeting in favor.**

5. Approval of the Agenda of the 2026 Annual General Meeting of Shareholders:

The General Meeting approved the following agenda

Item 1. Report of the Board of Directors for 2025 and the plan for 2026.

Item 2. Report on the activities of the Audit Committee and the Independent Members of the Board of Directors within the Audit Committee for 2025 and the plan for 2026.

Item 3. Proposal for approval of the audited financial statements for 2025.

Item 4. Proposal for selection of the audit firm for 2026.

Item 5. Proposal on payment of remuneration to the Board of Directors for 2025 and the remuneration payment plan for 2026; profit distribution plan for 2025 and projected plan for 2026.

Item 6. Proposal on the policy for entering into contracts and transactions between the Company and related parties.

Item 7. Proposal for approval of the policy on divestment from subsidiaries and restructuring of loans and business cooperation arrangements.

Item 8. Proposal for approval of amendments and supplements to the Company Charter.

Item 9. Proposal on adding business lines to the Company's registered business

activities.

Item 10. Proposal on the dismissal and additional election of members of the Board of Directors for the 2025–2030 term.

Item 11. Proposal introducing candidates for members of the Board of Directors for the 2025–2030 term

The agenda was approved by the General Meeting with **100% of the total voting votes cast by all shareholders attending and voting at the meeting in favor.**

V. PRESENTATION OF REPORTS AND PROPOSALS

1. The General Meeting heard Mr. Le Hai Chau – Member of the Board of Directors – present the following:

- **Report of the Board of Directors for 2025 and the plan for 2026** (pursuant to Report No. 2109/2026/BC-HĐQT-SVN);
- **Proposal for approval of the audited financial statements for 2025** (pursuant to Proposal No. 01/2026/TTr-HĐQT-SVN);
- **Proposal for selection of the audit firm for 2026** (pursuant to Proposal No. 02/2026/TTr-HĐQT-SVN);
- **Proposal on payment of remuneration to the Board of Directors for 2025 and the remuneration payment plan for 2026; profit distribution plan for 2025 and projected plan for 2026** (pursuant to Proposal No. 03/2026/TTr-HĐQT-SVN);
- **Proposal on the policy for entering into contracts and transactions between the Company and related parties** (pursuant to Proposal No. 04/2026/TTr-HĐQT-SVN);
- **Proposal for approval of the policy on divestment from subsidiaries and restructuring of loans and business cooperation arrangements** (pursuant to Proposal No. 05/2026/TTr-HĐQT-SVN);
- **Proposal for approval of amendments and supplements to the Company Charter** (pursuant to Proposal No. 06/2026/TTr-HĐQT-SVN);
- **Proposal on adding business lines to the Company's registered business activities** (pursuant to Proposal No. 07/2026/TTr-HĐQT-SVN);
- **Proposal on the dismissal and additional election of members of the Board of Directors for the 2025–2030 term** (pursuant to Proposal No. 08/2026/TTr-HĐQT-SVN);
- **Proposal introducing candidates for members of the Board of Directors for the 2025–2030 term** (pursuant to Proposal No. 09/2026/TTr-HĐQT-SVN);

2. The General Meeting heard Mr. Le Hai Chau, on behalf of the Audit Committee, present the following:

- **Report on the activities of the Audit Committee and the Independent Members of the Board of Directors within the Audit Committee for 2025 and the plan for 2026** (pursuant to Report No. 01/2026/BC-UBKT-SVN).

3. The General Meeting heard Ms. Bui Kim Thanh – Member of the Secretariat – present the Regulations on the election of members of the Board of Directors for the 2025–2030 term at the 2026 Annual General Meeting of Shareholders of the Company.

The Regulations on the election of members of the Board of Directors for the 2025–2030 term at the Company's 2026 Annual General Meeting of Shareholders

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were approved by the General Meeting with **100% of the votes cast by all shareholders attending and voting at the meeting in favor.**

VI. DISCUSSION AND SHAREHOLDERS' OPINIONS

The Presidium and the General Meeting heard the opinions of the shareholders and conducted discussions on the contents of the reports and proposals presented at the General Meeting.

The General Meeting reached consensus on the contents presented and explanations provided at the General Meeting, and no other opinions were raised

VII. VOTING AND ELECTION

The Chairman conducted the General Meeting to vote on the matters set out in the reports and proposals presented at the General Meeting and to conduct the election of members of the Board of Directors.

The Vote Counting Committee instructed the shareholders on the voting and election procedures.

After the shareholders completed their Voting Ballots and Election Ballots, the ballot boxes were transferred to the vote-counting area for vote counting.

During the vote-counting process, the General Meeting took a recess.

VIII. VOTING AND ELECTION RESULTS

❖ Results of the Voting Ballot Count

Upon completion of the vote-counting process, Ms. Le Thi Luyen – Head of the Vote Counting Committee – announced the results of the Voting Ballot count to the General Meeting as follows:

- **Voting method:** Voting by ballot.
- **Each ordinary share carries one (01) voting vote.**
- **Actual voting result:** The total number of shareholders attending and voting at the General Meeting was **04 shareholders**, representing **3,506,400 voting votes**.
- **As of 10:30 a.m., at the time of counting the Voting Ballots:** A total of **04 Voting Ballots** were received, representing **3,506,400 voting votes**, equivalent to **100% of the total voting votes of all shareholders attending the General Meeting.**

Voting Results

No.	Matter	Result	Number of Votes	Percentage	Result	NoV	Per (%)
1	Report of the Board of Directors for 2025 and the plan for 2026	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
2	Report on the activities of the Audit Committee and the Independent Members of the Board of Directors within the Audit Committee for 2025	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%

	and the plan for 2026						
3	Proposal for approval of the audited financial statements for 2025	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
4	Proposal for selection of the audit firm for 2026	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
5	Proposal on payment of remuneration to the Board of Directors for 2025 and the remuneration payment plan for 2026; profit distribution plan for 2025 and projected plan for 2026	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
6	Proposal on the policy for entering into contracts and transactions between the Company and related parties	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
7	Proposal for approval of the policy on divestment from subsidiaries and restructuring of loans and business cooperation arrangements	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
8	Proposal for approval of amendments and supplements to the Company Charter	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
9	Proposal on adding business lines to the Company's registered business activities	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%
10	Proposal on the dismissal and additional election of members of the	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%

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	Board of Directors for the 2025–2030 term						
11	Proposal introducing candidates for members of the Board of Directors for the 2025–2030 term	Total	3.506.400	100%	In favor	3.506.400	100%
		Valid	3.506.400	100%	Against	0	0%
		Invalid	0	0%	No opinion	0	0%

(*) The percentage is calculated based on the total number of voting votes of all shareholders attending and voting at the meeting.

❖ **Results of the Election of Members of the Board of Directors 2025-2030**

Ms. Le Thi Luyen – Head of the Vote Counting Committee – announced to the General Meeting the results of the election to replace members of the Board of Directors as follows:

Results of the Election Ballot Count for Members of the Board of Directors for the 2025–2030 Term

- There were **05 candidates** nominated by shareholders for the position of member of the Board of Directors for the 2025–2030 term.
- **Election method:** The election of members of the Board of Directors was conducted by secret ballot using Election Ballots.
- Each ordinary share carries five (05) votes for the election of members of the Board of Directors.
- The total number of shareholders attending and participating in the election at the General Meeting was **04 shareholders/shareholder representatives**, representing **17,532,000 votes** for the election of members of the Board of Directors for the 2025–2030 term.
- **At 10:30 a.m., at the time of counting the Election Ballots, a total of 04 Election Ballots for members of the Board of Directors for the 2025–2030 term were received, representing 17,532,000 votes.**
 - *Number of valid Election Ballots: 04 ballots, representing 17,532,000 votes.*
 - *Number of invalid Election Ballots: 0 ballots, representing 0 votes.*
- **Election Results:**

No.	Full name	Position	Number of Votes	Result
1	Mr. Le Trung Tuan	Member of the Board of Directors	3.507.200	Elected
2	Mr. Vu Dinh Hung	Member of the Board of Directors	3.506.200	Elected
3	Mr Phan Manh Hung	Member of the Board of Directors	3.506.200	Elected
4	Mr Cao Duc Anh	Independent Member of the Board of Directors	3.506.200	Elected
5	Mr Le Thuy Hien	Member of the Board of Directors	3.506.200	Elected

IX. MATTERS APPROVED BY THE GENERAL MEETING

Based on the vote-counting results, the Company Charter and the Law on Enterprises, the following matters were approved by the 2026 Annual General Meeting of Shareholders:

1. Approval of the Report of the Board of Directors for 2025 and the plan for 2026 (pursuant to Report No. 2109/2026/BC-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
2. Approval of the Report on the activities of the Audit Committee and the Independent Members of the Board of Directors within the Audit Committee for 2025 and the plan for 2026 (pursuant to Report No. 01/2026/BC-UBKT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
3. Approval of the audited financial statements for 2025 (pursuant to Proposal No. 01/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
4. Approval of the proposal for selection of the audit firm for 2026 (pursuant to Proposal No. 02/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
5. Approval of the proposal on payment of remuneration to the Board of Directors and the remuneration payment plan for 2026; profit distribution plan for 2025 and projected plan for 2026 (pursuant to Proposal No. 03/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
6. Approval of the proposal on the policy for entering into contracts and transactions between the Company and related parties (pursuant to Proposal No. 04/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
7. Approval of the proposal on the policy for divestment from subsidiaries and restructuring of loans and business cooperation arrangements (pursuant to Proposal No. 05/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
8. Approval of the proposal on amendments and supplements to the Company Charter (pursuant to Proposal No. 06/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
9. Approval of the **proposal on adding business lines to the Company's registered business activities** (pursuant to Proposal No. 07/2026/TTr-HĐQT-SVN attached hereto), with **100% of the votes cast by all shareholders attending and voting at the meeting in favor.**
10. Approval of the proposal on the dismissal and additional election of members of the Board of Directors for the 2025–2030 term (pursuant to Proposal No. 08/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
11. Approval of the proposal introducing candidates for members of the Board of Directors for the 2025–2030 term (pursuant to Proposal No. 09/2026/TTr-HĐQT-SVN attached hereto), with 100% of the votes cast by all shareholders attending and voting at the meeting in favor.
12. **Confirmation of the approval of the election of members of the Board of Directors for the 2025–2030 term**
 - a. Approval of the number and structure of members of the Board of Directors for the 2025–2030 term:

The Board of Directors shall consist of **05 (five) members**, including **01 (one) Independent Member of the Board of Directors**.

b. Approval of the election results for members of the Board of Directors:

1. **Mr. Le Trung Tuan** – Member of the Board of Directors;
2. **Mr. Vu Dinh Hung** – Member of the Board of Directors;
3. **Mr. Phan Manh Hung** – Member of the Board of Directors;
4. **Mr. Cao Duc Anh** – Independent Member of the Board of Directors;
5. **Ms. Le Thuy Hien** – Member of the Board of Directors.

X. APPROVAL OF THE RESOLUTION AND MINUTES OF THE GENERAL MEETING:

Ms. Le Thi Thu Hien – Head of the Secretariat of the General Meeting – presented the Minutes and Resolution of the 2026 Annual General Meeting of Shareholders.

The Minutes and Resolution were unanimously approved by the General Meeting, with **100% of the votes cast by all shareholders attending and voting at the meeting in favor**.

The General Meeting was closed at 11:20 a.m. on the same day.

Distribution:

- General Meeting of Shareholders;
- BoD, Audit Committee, Executive Management;
- Archived: Administration Department.
- Disclosure of information in accordance with regulations.

**SECRETARY OF THE
GENERAL MEETING**

LE THI THU HIEN

**CHAIRMAN OF THE GENERAL
MEETING
MEMBER OF THE BOARD OF
DIRECTORS**



LE HAI CHAU

Ho Chi Minh City, September 21, 2026

REGULATION
**ON THE ELECTION OF A REPLACEMENT MEMBER OF THE BOARD OF
DIRECTORS FOR THE TERM 2025–2030**
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VEXILLA VIETNAM GROUP JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company.

The 2026 Annual General Meeting of Shareholders of Vexilla Vietnam Group Joint Stock Company shall conduct the election of a replacement member of the Board of Directors with the following contents:

Article 1. Subjects Entitled to Vote

Shareholders owning voting shares and authorized representatives of shareholders owning voting shares according to the shareholder list of Vexilla Vietnam Group Joint Stock Company finalized on June 03, 2026.

Article 2. Criteria and Conditions for Members of the Board of Directors

Pursuant to Clause 1, Article 155, Clause 5, Article 162 of the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020, Article 275, 291 of Decree No. 155/2020/ND-CP dated 31 December 2020, and relevant amendments, supplements and implementing regulations, members of the Board of Directors must satisfy the following criteria and conditions:

- Not being subject to prohibition from establishing and managing enterprises in Vietnam in accordance with the Law on Enterprises;
- Having professional qualifications and experience in business administration or in the business sectors of the Company, and not necessarily being a shareholder of the Company;
- A member of the Board of Directors of a public company may concurrently be a member of the Board of Directors or Members' Council of no more than five (05) other companies.
- Not being a related person of the General Director.

For Independent Members of the Board of Directors, additional conditions under Clause 2 Article 155, Clause 2 Article 154 of the Law on Enterprises and relevant guiding regulations must be satisfied, specifically:

- Not being currently employed by the Company, its parent company or subsidiary; and not having been employed by the Company, its parent company or subsidiary for at least three (03) consecutive years immediately preceding the appointment;
- Not receiving salary or remuneration from the Company, except allowances entitled to members of the Board of Directors in accordance with regulations;



- *Not be the spouse, parent, adoptive parent, child, adopted child, sibling, or sibling of a major shareholder of the Company; or the manager of the Company or its subsidiaries.*
- *Not directly or indirectly owning at least 1% of the company's total voting shares*
- *Not directly or indirectly owning at least 1% of the total voting shares of the Company;*
- *Not having served as a member of the Board of Directors or Supervisory Board of the Company for at least five (05) consecutive years immediately preceding the appointment, except where appointed for two consecutive terms;*
- *An individual may only be elected as an Independent Member of the Board of Directors of one company for no more than two consecutive terms.*

Article 3. Self-nomination and Nomination of Candidates to the Board of Directors

3.1. The number of replacement members of the Board of Directors of HHP Global Joint Stock Company to be elected is: 05 Member of the Board of Directors including 01 independent member of the Board of Directors.

3.2. Self-nomination and Nomination Rights

- *Shareholders holding ordinary shares may aggregate their voting rights to nominate candidates to the Board of Directors. Shareholders or groups of shareholders holding from 10% of the total voting shares may nominate one (01) candidate; from 10% to under 30% may nominate up to two (02) candidates; from 30% to under 40% may nominate up to three (03) candidates; from 40% to under 50% may nominate up to four (04) candidates; from 50% to under 60% may nominate up to five (05) candidates; from 60% to 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to under 90% may nominate up to eight (08) candidates.*
- *In the event that the number of candidates for the Board of Directors nominated or self-nominated is insufficient, the incumbent Board of Directors shall nominate additional candidates or organize nominations in accordance with the Company's Charter, the Internal Regulation on Corporate Governance, and the Operating Regulation of the Board of Directors. The nomination of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders conducts the vote for the election of members of the Board of Directors in accordance with the law.*

Article 4. Ballots and Completion of Ballots

4.1. List of Candidates

- Candidates shall be arranged in alphabetical order by name, with full names stated on the ballot.

4.2. Ballots and Completion of Ballots

- Ballots shall be uniformly printed and indicate the total number of votes corresponding to each shareholder code;
- Shareholders or authorized representatives shall receive ballots for election of members of the Board of Directors according to shareholder code (owned shares and/or authorized shares);
- In case of incorrect entries, shareholders may request the Vote Counting Committee to replace the ballot;
- Shareholders or authorized representatives must personally write the number of votes cast for each candidate in the blank box corresponding to such candidate on the ballot.

4.3. Invalid Ballots

- Ballots not in the prescribed form of the Company or without the Company's seal;

- Ballots containing erasures, amendments, or additional names not included in the list of candidates approved by the General Meeting of Shareholders before voting;
- Ballots where the total votes cast for candidates exceed the maximum number of votes entitled to that shareholder.

Article 5. Voting Method and Principle of Cumulative Voting

- Election of members of the Board of Directors shall be conducted by secret ballot under the cumulative voting method.
- Each shareholder shall have total votes equal to the total number of voting shares owned (including owned and authorized shares) multiplied by one (05) (being the number of Board members to be elected for the 2025-2030 term).
- Shareholders may allocate all votes to one (05) candidate, divide votes equally among candidates, allocate part or all votes to certain candidates, or abstain (blank ballot), provided that the total votes cast do not exceed the maximum votes entitled.

Example: Shareholder Nguyen Van A holds (including owned and authorized shares) 1.000 shares. Number of members to be elected: 05.

- Total voting shares: 1.000 shares
- Total votes: $1.000 \times 5 = 5.000$ votes
- Shareholder Nguyen Van A may allocate all votes to one candidate, abstain, or distribute votes among different candidates, provided total votes do not exceed 5.000 votes.

Article 6. Vote Counting Committee, Voting Principles and Vote Counting

6.1. Vote Counting Committee

- The Vote Counting Committee shall be nominated by the Chairperson of the Meeting and approved by the General Meeting of Shareholders;
- Responsibilities of the Vote Counting Committee:
 - o Introduce ballot contents and instructions for completion of ballots;
 - o Conduct vote counting;
 - o Announce election results before the Meeting.
- Members of the Vote Counting Committee must not be included in the list of nominees or candidates to the Board of Directors.

6.2. Voting Principles and Vote Counting

- The Vote Counting Committee shall inspect the ballot box in the presence of shareholders;
- Voting shall commence after distribution of ballots is completed and end when the last shareholder casts the ballot into the ballot box;
- Vote counting must be conducted immediately after voting ends;
- Vote counting results shall be recorded in writing and announced by the Head of the Vote Counting Committee before the Meeting.

Article 7. Principles for Determining Elected Members of the Board of Directors

The principle for determining elected members of the Board of Directors shall be based on votes cast (including shares owned and/or represented under authorization), ranked from highest to lowest, starting with the candidate receiving the highest number of votes until the number of members prescribed in this Regulation is reached. In the event that two or more candidates receive the same number of votes for the final seat on the Board of Directors, the General Meeting shall conduct a re-election among those candidates having an equal number of votes.

Article 8. Preparation and Announcement of Vote Counting Minutes

- After vote counting, the Vote Counting Committee must prepare the Minutes of Vote Counting. Main contents include: members of the Vote Counting Committee; total ballots



issued, total ballots collected, total valid ballots, total invalid ballots corresponding to voting shares (including owned and/or authorized shares); and election results.

- The Minutes of Vote Counting must be announced before the Meeting.

Article 9. Other Provisions

Any complaints relating to the election and vote counting shall be resolved by the Chairperson of the Meeting and recorded in the minutes of the General Meeting of Shareholders.

Article 10. Effectiveness

This Regulation consists of ten (10) Articles, was publicly read at the General Meeting of Shareholders, and shall take immediate effect upon approval by the 2026 Annual General Meeting of Shareholders.

Recipients:

- Shareholders;
- Members of Board of Directors,
- Archive: AD.

**ON BEHALF OF GENERAL MEETING OF
SHAREHOLDERS
MEMBER OF BOARD OF DIRECTORS**



LE HAI CHAU

Ho Chi Minh City, September 21, 2026

**REGULATIONS
ON THE ORGANIZATION OF THE 2026 ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF VEXILLA VIETNAM GROUP JOINT STOCK COMPANY**

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Purpose

The Regulations on the organization of the General Meeting of Shareholders governs the organization of the 2026 Annual General Meeting of Shareholders of Vexilla Vietnam Group Joint Stock Company (“SVN”).

Article 2. Scope of application

These Regulations specifically stipulate the rights and obligations of the parties participating in the Annual General Meeting of Shareholders (“AGM”), the conditions and procedures for conducting the AGM.

Article 3. Subjects of application

The shareholders and participants are responsible for implementing the provisions of these Regulations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF PARTIES PARTICIPATING IN THE AGM**

Article 4. Rights and obligations of shareholders attending the Annual General Meeting of Shareholders

4.1. Conditions for attending the AGM:

All shareholders recorded the shareholder list finalized by Vexilla Vietnam Group Joint Stock Company on June 03, 2026 ("Record Date") or those authorized to attend the meeting.

4.2. Rights and obligations of eligible shareholders or authorized persons when attending the meeting:

a. Shareholders or authorized persons attending the AGM must bring the following documents:

- Invitation letter to attend the 2026 Annual General Meeting of Shareholders.
- Citizen identity card/ Identity card/ Passport/ other legal personal identification documents, copy of Business Registration Certificate (for organizations). Note: The identification document must be valid.
- Original Power of Attorney (in case of being authorized to attend the AGM).

(In case the shareholder is an individual, the power of attorney must be signed by that shareholder. In case the shareholder is a legal entity/organization, it must be stamped and signed by the legal representative of that legal entity/organization).

After presented the above documents, The Shareholder’s Eligibility Verification Committee is responsible for comparing and determining whether a shareholder is eligible to attend the AGM (in case a shareholder does not bring the Notice, etc. Invitation to attend the 2026 Annual General Meeting of Shareholders, but other



documents proving eligibility will still be determined). The shareholder or authorized person attending the Annual General Meeting of Shareholders will receive a Voting Cards, Voting Ballots and Election Ballots. The number of votes attached to each Voting Cards, Voting Ballots and Election Ballots corresponds to the number of voting shares owned or validly represented by the shareholder at the AGM.

b. Authorize in writing a person to attend and vote on his/her behalf at the Annual General Meeting of Shareholders. The authorized person may not re-authorize another person to attend the Annual General Meeting of Shareholders.

c. The shareholders/authorized persons attending the Annual General Meeting of Shareholders who wish to express their opinions must have the consent of the Chairman, speak briefly and focus on the key contents that need to be discussed, in accordance with the approved agenda of the AGM. Issues that have been raised by previous participants shall not be raised again to avoid duplication. The shareholders attending the AGM may also write down the contents on the Questionnaire and submit it to the Secretariat.

d. Vote on all matters within the authority of the Annual General Meeting of Shareholders as prescribed in the Charter of the Company.

e. Shareholders and authorized representatives, after listening to the report on the contents to be approved, will discuss and approve by voting.

f. During the AGM, the shareholders must comply with the instructions of the Presidium, behave in a civilized and polite manner, and not cause disorder.

g. Shareholders or authorized representative who arrive after the time the AGM has started, after completing the registration procedures, shall be allowed to attend and vote on the remaining contents to be voted on according to the approved AGM agenda. In this case, the validity of the votes already taken shall not be affected.

h. Shareholders or authorized persons must keep the documents confidential, comply with the regulations on the use and preservation of documents, not copy or record them to people outside the AGM without the written permission of the Chairman; not film, take photos or record them without the consent of the Presidium during the AGM; not transmit information in any form until the conclusion of the meeting without the consent of the Presidium and comply with other regulations as notified by the Presidium/Organizing Committee during the AGM.

i. Shareholders or authorized persons accept that all communications sent to or from the email address, telephone, fax or other online means that the Shareholder has registered, provided to the Company or on the list of shareholders are from the Shareholder himself/herself, and are automatically understood to have been sent to or from the Shareholder.

Article 5. Rights and obligations of the Presidium, the Chairman

5.1. The Presidium includes: The Chairman and other members of the Presidium.

5.2. Rights and obligations of the Presidium:

a. Conduct the activities of the AGM according to the agenda approved by the AGM. Carry out necessary tasks so that the Annual General Meeting of Shareholders takes place in an orderly manner; reflecting the wishes of the majority of shareholders and representatives of shareholders attending.

b. Guide the discussion among delegates and the AGM.

c. Submit draft documents and matters for the AGM's consideration and approval.

d. Respond to the issues requested by the AGM.

5.3. The Chairman of the Board of Directors presides or authorizes another member of the Board of Directors to preside over the Annual General Meeting of Shareholders.

5.4. Rights and tasks of the AGM Chairman:

- a. Direct the AGM to implement the agenda in a valid and orderly manner;
- b. Preside over and resolve issues arising during the Annual General Meeting of Shareholders;
- c. Have the right to take necessary measures to control the meeting in a reasonable, orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of the meeting attendees;
- d. Have the right to postpone the AGM with the necessary number of delegates (no more than three working days from the date of the scheduled opening of the meeting) to another time and at a location decided by the Chairman without consulting with the AGM, if it is found that:
 - The meeting location does not have enough convenient seats for all attendees;
 - The attendees engage in obstructive or disruptive behavior, which poses a risk of preventing the meeting from proceeding fairly and legally;
 - The communication facilities at the meeting location does not ensure that shareholders attending the meeting can participate in discussions and voting;
 - The postponement is necessary for the job of the AGM to be conducted properly.The Chairman of the AGM may postpone the AGM when there is consensus or request from the Annual General Meeting of Shareholders with the necessary number of delegates attending the meeting;
- e. Other rights and tasks as prescribed in the Company's Charter and the provisions of law.

Article 6. Rights and obligations of the Shareholders' Eligibility Verification Committee

The shareholders' Eligibility Verification Committee is appointed by the Organizing Committee of the AGM. Shareholders' Eligibility Verification Committee receives documents from shareholders or authorized persons attending the meeting to check their validity and compare them with the list of shareholders entitled to attend the meeting finalized on the Record Date; Distributes documents, Voting Cards, Voting Ballots and Election Ballots; Reports to the AGM on the results of the shareholders' qualification checks for attending the AGM before the AGM is officially held.

Article 7. Rights and obligations of the General Meeting Secretary

- 7.1. The Chairman appoints the Secretary at the AGM.
- 7.2. The Secretary shall perform the following tasks as assigned by the Chairman:
 - a. Record the contents of the AGM fully and truthfully, prepare and sign the Minutes of the AGM.
 - b. Assist the Presidium in announcing the draft of the Meeting Minutes and Resolutions of the AGM and the notice of the Presidium to shareholders upon request.
 - c. Receive shareholders' questionnaires.

Article 8. Rights and obligations of the Vote Counting Committee

- 8.1. The Chairman shall introduce the Vote Counting Committee and submit to the AGM for approval at the AGM.
- 8.2. The Vote Counting Committee shall have the following tasks:
 - a. Monitor the voting of shareholders or representatives attending the AGM.
 - b. Summarize the number of voting shares for each content and notify the Chairman and the General Meeting Secretariat of the results.

- c. Receive shareholders' questionnaires.
- d. Summarize the number of votes for each content, prepare a record of vote counting and announce the results to the Annual General Meeting of Shareholders and the Presidium.
- e. Consolidate the ballots, prepare the election vote counting minutes, and announce the results to the General Meeting of Shareholders and the Presidium.

CHAPTER III

CONDUCT OF THE AGM

Article 9. Conditions for holding the AGM

The Annual General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of shares with voting rights according to the shareholder and authorized persons list of Vexilla Vietnam Group Joint Stock Company as at the Record Date.

In case the first AGM does not have enough quorum, the Company shall organize the second and third AGMs in accordance with the provisions of the Law on Enterprises and Company Charter.

Article 10. Order of the AGM

10.1. All shareholders/ authorized persons attending the AGM shall dress formally and politely.

10.2. The shareholders/ authorized persons entering the AGM room must sit in the correct position or area as prescribed by the AGM Organizing Committee. Strictly comply with the arrangement of positions by the Organizing Committee.

10.3. No smoking in the AGM room.

10.4. Do not talk privately or use mobile phones during the AGM. Mobile phones must be switched off or set to silent mode.

Article 11. Method of voting to approve issues at the AGM

All contents in the AGM's agenda shall be approved by open voting from all shareholders attending the AGM through VOTING CARDS/BALLOTS according to the number of votes corresponding to the number of shares owned/represented and authorized. Each shareholder is given 01 VOTING CARD, 01 VOTING BALLOTS and 01 ELECTION BALLOTS stating: Name of Shareholder; Number of shares entitled to vote (owned/represented and/or authorized); Number of votes/ballots of the shareholder and bearing with the Company's seal.

11.1. VOTING CARDS: printed on **white paper**, used to vote on the following contents:

- a. Approval of the composition of the Presidium of the AGM;
- b. Approval of the composition of the Vote Counting Committee;
- c. Approval of the Regulations on the organization of the 2026 Annual General Meeting of Shareholders;
- d. Approval of the Agenda;
- e. Approval of the Minutes and Resolutions of the Annual General Meeting of Shareholders.

11.2. VOTING BALLOTS: printed on **blue paper**, used to vote on the contents according to the reports and proposals.

a. Valid voting ballots:

- Are the voting ballots issued by the Organizing Committee of the AGM, with the Company's seal;
- Are not torn, erased, or edited;

- Have the confirmation signature of the shareholder/authorized representative of the shareholder participating in voting in blue ink.
- b. Invalid voting ballots:
 - are not issued by the Organizing Committee of the AGM.
 - Are erased or edited content.
 - Do not have the confirmation signature of the shareholder/authorized representative of the shareholder attending.
 - Mark (X/√) using a pencil or a pen with easily erasable ink;
 - Do not include mark or include more than one mark (X/√) for each voting content.
- c. Invalid voting ballots will not be counted during the vote tallying process.
- d. Voting ballots issued to shareholders upon shareholders/ authorized persons eligibility registration are considered issued voting ballots. In case a shareholder/ authorized persons leaves the meeting early and cannot stay until the end of the program, that shareholder/ authorized persons must return the Voting ballots to the Meeting Organizing Committee. If the shareholders do not submit the Voting ballots when the Vote Counting Committee conducts the vote tallying, that Voting ballots will be considered as Not collected.
- e. An invalid voting content does not affect the validity of other validly voted content.

11.3. ELECTION BALLOT FOR MEMBERS OF THE BOARD OF DIRECTORS: printed on **yellow paper**, used for the election of members of the Board of Directors.

11.4. VOTING METHOD:

- a. Voting shall be conducted publicly and directly on each issue by shareholders raising their Voting Cards at the AGM. Contents subject to voting by raising Voting Cards are specified in Clause 11.1 of this Article. Voting results will be announced immediately after voting on each content.

Shareholders/ authorized persons vote by raising their Voting Cards under the direction of the Chairperson to express their opinions: Approve or Disapprove or Abstain.

During the voting process at the AGM, shareholders/ authorized persons who vote Approve raise their Voting Cards high. Members of the Vote Counting Committee will mark the shareholder code and corresponding number of votes of each approving shareholder. Similarly, shareholders voting Disapprove or Abstain will take turns raising their Voting Cards. In the event that a shareholder/authorized representative of a shareholder does not raise the voting card in any of the two or three rounds of voting for approval, disapproval, or no opinion on a matter, such shareholder/authorized representative shall be deemed to have voted in favor of such matter. In the event that a shareholder/authorized representative of a shareholder raises the voting card in all two or three rounds of voting for approval, disapproval, or no opinion on a matter, such vote shall be deemed to indicate no opinion on such matter.

- b. Voting on other matters shall be conducted publicly by casting Voting Ballots. The results of the vote counting were shall be announced immediately before the adjournment of the AGM.

- When voting, shareholders mark (X) or (✓) in 1 of the 3 voting options including "Approve" voting boxes; "Disapprove" and "No opinion".
- In case the shareholder makes an incorrect mark, he must cross out the incorrect mark, sign next to the cross mark (do not erase or correct the incorrect mark) and mark again.
- Voting content without a mark (X) or (✓) in any voting box is considered Abstain.



Article 12. Approval of Resolutions of the Annual General Meeting of Shareholders

The Resolutions of the Annual General Meeting of Shareholders on issues in the agenda of the AGM shall be specifically approved as follows:

12.1. Unless specified in Clause 12.2 and Clause 12.3 hereof, the Resolutions of the Annual General Meeting of Shareholders shall be passed when approved by the number of shareholders representing more than 50% of the total number of votes of all shareholders and authorized persons attending and voting at the meeting.

12.2. The Resolutions on the following contents shall be approved if approved by the number of shareholders representing 65% or more of the total number of votes of all shareholders and authorized persons attending and voting at the meeting:

- Classes of shares and total number of shares of each class;
- Changes in business lines, occupations and fields;
- Changes in the company's organizational and management structure;
- Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial statements, unless the company's charter stipulates a different ratio or value;
- Reorganization or dissolution of the company;
- Other matters as stipulated in the company's charter.

12.3. Resolutions on contents that adversely change the rights and obligations of shareholders owning preferred shares shall only be passed if approved by the number of preferred shareholders of the same class attending the meeting owning 75% or more of the total number of preferred shares of that class or approved by the number of preferred shareholders of the same class owning 75% or more of the total number of preferred shares of that class in the case of passing the resolution in the form of obtaining written opinions.

CHAPTER IV

CLOSING OF THE AGM

Article 13. Minutes and Resolutions of the Annual General Meeting of Shareholders

13.1. The minutes and resolutions of the Annual General Meeting of Shareholders must be completed and approved before the closing of the AGM.

13.2. The minutes and resolutions of the Annual General Meeting of Shareholders must be kept at Vexilla Vietnam Group Joint Stock Company.

Article 14. Effectiveness

These Regulations consist of 14 (fourteen) Articles, are read publicly before the Annual General Meeting of Shareholders and take effect immediately after being voted and approved by the 2026 Annual General Meeting of Shareholders.

Recipients:

- Shareholders;
- Members of Board of Directors,
- Archive: AD.

**ON BEHALF OF GENERAL MEETING OF
SHAREHOLDERS
MEMBER OF BOARD OF DIRECTORS**



LE HAI CHAU

No: 2109/2026/BC-HĐQT-SVN

Ho Chi Minh City, September 21, 2026

**REPORT OF THE BOARD OF DIRECTORS ON 2025
OPERATIONS AND 2026 BUSINESS PLAN**

On behalf of the Board of Directors of Vexilla Vietnam Group Joint Stock Company, I respectfully submit to the 2026 Annual General Meeting of Shareholders the report on the Board of Directors' performance and activities in 2025.

I. PERFORMANCE RESULTS IN KEY AREAS OF OPERATION

Evaluation of the Company's Business Performance in 2025

Pursuant to the 2025 business plan approved by the 2025 Annual General Meeting of Shareholders, the Board of Directors assigned specific targets and responsibilities to the Board of Management and relevant functional departments, and directed the implementation thereof. The results achieved are summarized as follows:

Unit: VND

No.	Item	Actual 2024	Plan 2025	Actual 2025	Change 2025/2024 (%)
1	Total Revenue	86.058.856.460	90.000.000.000	29.446.488.400	(65,78)%
2	Profit Before Tax	590.613.291	1.000.000.000	1.541.778.366	161,05%

(Source: Audited Consolidated Financial Statements for 2025)

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

The Board of Directors operated in compliance with the Company's Charter, the Law on Enterprises, the Law on Securities, and other relevant legal regulations. Meetings of the Board of Directors were held regularly and in accordance with the Charter. The Board of Directors closely followed the orientations set out in the resolutions of the General Meeting of Shareholders and the Company's actual operating conditions, while directing, managing, and supervising the Company's activities to ensure the implementation of the approved resolutions.

1. Personnel:

The composition of the Company's Board of Directors remained unchanged throughout 2025, as follows:

No.	Full name	Position
1	Michael Marc Lee	Chairman
2	Phan Minh Quang	Independent Director
3	Le Hai Chau	Independent Director
4	Nguyen Van Chien	Executive Director
5	Phung The Tai	Independent Director

2. The Board of Directors' Management and Supervisory Activities in 2025

In 2025, the Board of Directors convened ten (10) meetings and adopted a number of meeting minutes and resolutions, providing the basis for the Board of Management to organize and implement the Company's business operations. The details are as follows:

No.	Resolution/Decision No	Date	Content
1	01/2025/SVN/NQ-HĐQT	1 April 2025	Approval of investments with a value of less than 10% of the Company's total assets.
2	02/2025/SVN/NQ-HĐQT	1 April 2025	Approval of the use of a credit facility from TPBank with a value of less than 10% of the Company's total assets.
3	2104/2025/SVN/NQ-HĐQT	21 April 2025	Approval of investments with a value of less than 10% of the Company's total assets.
4	03/2025/SVN/NQ-HĐQT	28 April 2025	Approval of the extension of the timeline for convening the 2025 Annual General Meeting of Shareholders of Vexilla Vietnam Group Joint Stock Company.
5	04/2025/SVN/NQ-HĐQT	14 May 2025	Approval of the plan for organizing the 2025 Annual General Meeting of Shareholders.
6	05/2025/SVN/NQ-HĐQT	5 June 2025	Approval of the agenda and meeting materials for the 2025 Annual General Meeting of Shareholders.
7	06/2025/SVN/NQ-HĐQT	27 June 2025	Approval of the election and appointment of the Chairman of the Board of Directors, Independent Member of the Board of Directors, Chairman of the Audit Committee, Member of the Audit Committee, and Member of the Board of Directors concurrently serving as Member of the Audit Committee of Vexilla Vietnam Group Joint Stock Company.
8	07/2025/SVN/NQ-HĐQT	27 August 2025	Approval of the selection of the independent auditing firm.
9	08/2025/SVN/NQ-HĐQT	17 September 2025	Approval of the divestment from M&S Trading Joint Stock Company.
10	09/2025/ SVN/NQ-HĐQT	1 October 2025	Approval of the regular meeting of the Board of Directors for the fourth quarter of 2025.

3. Supervision of the Management Board and Key Executives

In carrying out its roles, responsibilities, and authority, the Board of Directors ("BOD") supervised, directed, and governed the Company's operations in compliance with applicable

laws, the Company's Charter, and resolutions of the General Meeting of Shareholders ("GMS"), as follows:

- The BOD closely monitored the activities of the Management Board and key executives and promptly addressed matters arising within its authority, thereby facilitating the effective management and operation of the Company.

- The BOD required the Management Board to regularly review the Company's financial investments, develop plans to recover capital from underperforming investments, and identify new potential investment opportunities.

- The BOD required the Chief Executive Officer and key executives to strengthen management and regularly report to the BOD on the Company's monthly and quarterly business performance in order to improve operational efficiency and business results.

- The BOD supervised the management and execution of business operations in accordance with resolutions of the General Meeting of Shareholders.

- All business activities were reviewed and supervised by the Company's Audit Committee and relevant functional departments to minimize risks and enhance operational effectiveness.

- The BOD directed the strict compliance with reporting and information disclosure obligations in accordance with applicable regulations.

Overall, in 2025, the Management Board demonstrated a clear understanding of the Company's opportunities and challenges and adopted a flexible approach in managing business operations. It implemented decisive measures to enhance management practices and improve business performance. In accordance with the Company's Charter and the BOD's Operating Regulations, the coordination between the BOD and the Management Board was close and effective in guiding the Company's development strategy and addressing issues arising during the course of its operations.

4. Overall Assessment of the Board of Directors' Activities:

- The Board of Directors ("BOD") directed the revision and supplementation of the Company's internal regulations and governance policies to ensure compliance with applicable laws and the Company's operational requirements.

- The BOD maintained close, timely, and regular coordination with the Management Board in directing the implementation of resolutions adopted by the General Meeting of Shareholders ("GMS") and the BOD.

- All matters subject to the BOD's decision-making authority were fully discussed and communicated to the Management Board in a timely manner and in accordance with applicable regulations.

- Proposals submitted by the Management Board to the BOD were duly reviewed, discussed, and addressed with timely guidance and direction.

- The Company fully and promptly complied with resolutions of the GMS and the BOD, as well as applicable laws and regulations.

5. Report on Remuneration and Income of the Board of Directors

- The total remuneration and income of the Board of Directors during 2025 amounted to VND 0.

- Operating expenses, transaction-related expenses, travel expenses, and other expenses incurred by the Board of Directors during the year were implemented in accordance with the Company's internal regulations and policies.

6. Report on Transactions between the Company, Its Subsidiaries, and Companies in which SVN Holds More than 50% of the Charter Capital, and Members of the Board of

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Directors and Their Related Persons; Transactions between the Company and Other Companies in which Members of the Board of Directors Are Founding Shareholders or Hold Management Positions within Three Years Prior to the Transaction

No.	Full name	Position	Transaction content	Transaction value (VND)
1	Nguyen Van Chien	Member of the Board of Directors concurrently serving as Chief Executive Office	Salary of the Chief Executive Officer	125.540.000

7. Activities of Independent Members of the Board of Directors and Their Assessment of the Board of Directors' Activities

- **Activities of Independent Members of the Board of Directors:** Vexilla Vietnam Group Joint Stock Company has three independent members of the Board of Directors, namely Mr. Phan Minh Quang, Mr. Le Hai Chau, and Mr. Phung The Tai. In 2025, the activities of the independent members of the Board of Directors were carried out in accordance with the Company's Charter and relevant provisions of applicable laws.

- **Assessment of the Board of Directors by Independent Members:** In 2025, the Board of Directors of the Company fully conducted its meetings in accordance with applicable laws and issued meeting minutes and resolutions serving as a basis for the Management Board to implement the Company's business and production activities.

8. Activities of the Audit Committee under the Board of Directors

The Audit Committee consists of two members, in which the Chairperson of the Audit Committee is an independent member of the Board of Directors, and the other member is a non-executive member of the Board of Directors. All members have properly performed their roles and functions in accordance with applicable laws and the Company's Charter, as follows:

- The Audit Committee supervised the implementation of resolutions of the General Meeting of Shareholders ("GMS") and the Board of Directors ("BOD"), as well as the operations of the Management Board in managing and operating the Company; it promptly recorded and reflected the Company's activities to provide early warnings and reported at periodic meetings.

- Conducted review of the Company's semi-annual and annual financial statements.

- Monitored financial risks and the Company's investment cash flows.

In 2025, the Audit Committee held four (04) meetings and did not detect any irregularities in the activities of the Board of Directors, the Management Board, or other key executives of the Company.

III. OBJECTIVES AND TASKS FOR 2026

Building on the achievements attained and addressing remaining challenges in 2025, the Board of Directors ("BOD") is committed to striving for the stable and sustainable development of the Company, and continuing to expand its business and production activities in 2026 through the following key measures:

- The BOD will regularly inspect and supervise the implementation of signed contracts and the efficient use of capital, ensuring the fulfillment of the 2026 business plan targets.

- Organize regular discussions between the BOD, executive management, and heads of functional departments to better understand the Company's operational status and to promptly provide directions and solutions to difficulties and obstacles in business activities.

- Maintain quarterly BOD meetings on a regular basis to promptly issue policies and decisions, ensuring flexibility in addressing issues arising during business and production operations.

- Supervise and monitor the business and production activities of subsidiaries, affiliated companies, and invested entities.

- Regularly review the Company's investment portfolio and develop divestment plans for underperforming investments.

- Research and seek investment opportunities in well-performing, stable, and high-potential enterprises in sectors of interest such as real estate, construction, and trading.

- The BOD will continue to direct and supervise the Management Board to achieve and exceed the targets set for 2026 as follows:

Unit: VND

No.	Indicators	Actual 2025	Plan 2026
1	Total revenue	29.446.488.400	90.000.000.000
2	Profit before tax	1.541.778.366	1.000.000.000

The above is the report of the Board of Directors of Vexilla Vietnam Group Joint Stock Company summarizing the results of its operations in 2025 and the orientation for its activities in 2026. We sincerely hope that our valued Shareholders will provide practical comments and suggestions to help the Board of Directors further improve its performance and develop the most appropriate strategy for the stable and sustainable development of the Company.

Upon approval of the contents of this report by the Annual General Meeting of Shareholders, the Board of Directors will develop a detailed roadmap and implementation plan based on a spirit of innovation, together with decisive and comprehensive management measures, in order to promote the sustainable development of Vexilla Vietnam Group Joint Stock Company.

On behalf of the Board of Directors, I would like to express my sincere gratitude for the support and trust of all our valued Shareholders over the past period.

Respectfully submitted to the General Meeting of Shareholders ./.

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF THE BOARD OF DIRECTORS**



LE HAI CHAU

**REPORT OF THE AUDIT COMMITTEE AND INDEPENDENT
MEMBERS OF THE BOARD OF DIRECTORS SERVING ON THE AUDIT
COMMITTEE FOR 2025, AND THE OPERATING PLAN OF THE AUDIT
COMMITTEE FOR 2026**

To: The 2026 Annual General Meeting of Shareholders of
Vexilla Vietnam Group Joint Stock Company



The Audit Committee (“AC”) and the Independent Members of the Board of Directors (“BOD”) serving on the Audit Committee of Vexilla Vietnam Group Joint Stock Company (“SVN”) respectfully submit to the 2026 Annual General Meeting of Shareholders (“AGM”) the report on the inspection and supervision of SVN’s business operations in 2025 as follows:

I. Activities of the Audit Committee in 2025

1. Organizational structure

During 2025, the Audit Committee consisted of two (02) members, including one (01) Chairman and one (01) member.

During the year, there were changes in the composition of the Audit Committee as follows:

- Period from 01 January 2025 to 27 June 2025:

No.	Full name	Date of Appointment	Date of Dismissal	Position
1	Ms. Truong Dieu Huong	28 June 2021	27 June 2025	Independent Member of the Board of Directors and Chairwoman of the Audit Committee
2	Mr. Nguyen Ngoc Thuyen	29 June 2022	27 June 2025	Independent Member of the Board of Directors and Member of the Audit Committee

- Period from 27 June 2025 to present:

No.	Full name	Date of Appointment	Position
1	Mr. Phan Minh Quang	27 June 2025	Independent Member of the Board of Directors and Chair of the Audit Committee
2	Mr. Phung The Tai	27 June 2025	Independent Member of the Board of Directors and Member of the Audit Committee

2. Operating Mechanism of the Audit Committee

The Independent Members of the Board of Directors concurrently serving as members of the Audit Committee operate in accordance with the Charter of the Board of Directors and the Charter of the Audit Committee promulgated by the Board of Directors, in compliance with the Company's Charter, the Law on Enterprises, the Law on Securities, and other relevant regulations.

II. Report of the Independent Members of the Board of Directors Serving on the Audit Committee:

The Independent Members of the Board of Directors serving on the Audit Committee have carried out supervision over the activities of the Board of Directors and the Board of Management during the financial year 2025 in the following key aspects:

1. Review of Financial Reporting, Operating Results and Financial Position of SVN:

❖ Financial Statements:

- The financial statements were prepared and disclosed in compliance with applicable accounting standards and relevant laws and regulations.
- The financial statements fully reflected the Company's operating results and financial position and were presented in accordance with the prescribed reporting formats.
- The financial statements fairly and accurately presented, in all material respects, the financial position of the Company.
- Accounting records, bookkeeping and classification of economic transactions were maintained in accordance with the accounting standards promulgated by the Ministry of Finance.
- The Company complied with periodic reporting and information disclosure requirements applicable to public companies in accordance with regulations governing information disclosure in the securities market.
- The selected independent auditor ensured reliability and integrity, complied with the audit timetable and professional standards, and maintained independence and objectivity in expressing its audit opinion.
- SVN's 2025 financial statements were audited in accordance with the Company's Charter and the Resolution of the 2025 Annual General Meeting of Shareholders by International Auditing and Valuation Company Limited.

❖ Operating Results:

- Resolutions and decisions issued by the Board of Management were duly authorized, issued in accordance with applicable regulations, and complied with information disclosure requirements applicable to listed companies.
- In 2025, SVN recorded net revenue of VND 29,446,488,400, representing 32.72% of the annual business plan. During the year, the Company's revenue was mainly generated from agricultural commodity trading activities, including corn, cassava and other agricultural products.

❖ Financial Position:

- The financial position of SVN remained sound throughout 2025. Key indicators relating to liquidity, capital structure, operational efficiency and profitability remained stable compared with 2024.
- ### **2. Supervisory Results Regarding the Board of Directors, the Chief Executive Officer and Other Executives of the Company:**

- The management and administration activities of the Board of Directors and the Board of Management during 2025 were conducted in compliance with the Law on Enterprises, the Law on Securities, the Company's Charter, resolutions of the General Meeting of Shareholders and the Board of Directors, as well as other applicable laws and regulations.
- During 2025, the Board of Directors convened ten (10) meetings to oversee and manage the Company's operations. All meetings were duly convened and conducted in accordance with the procedures and requirements stipulated in the Company's Charter. Matters presented at the meetings were comprehensively reported, discussed and evaluated in a spirit of openness, fairness and transparency. The Board of Directors regularly monitored the Company's operations and the implementation of its resolutions and decisions through periodic reports submitted by the Board of Management. The Board also provided direction, support and favorable conditions for the Board of Management and the Audit Committee to perform their respective functions and duties in accordance with applicable regulations.
- The Board of Management consistently demonstrated a high level of commitment and responsibility in the performance of its duties. It comprehensively assessed business opportunities and challenges, regularly carried out risk management activities to mitigate potential losses and proactively identify emerging opportunities. At the same time, the Board of Management exercised decisive, flexible and close supervision over all aspects of the Company's operations. Timely management measures and business solutions were implemented to address difficulties and expand market opportunities. Effective policies relating to personnel management, remuneration, incentives and the Company's governance model were also implemented to enhance the autonomy and flexibility of departments and functional units. In addition, the Board of Management mobilized and improved the efficiency of the utilization of capital, assets and human resources, strengthened management capacity and promoted cost optimization throughout the organization.

3. Assessment of the Company's Internal Control System and Risk Management Framework:

- The Board of Directors and the Board of Management closely monitored market developments on an ongoing basis, conducted forecasts and formulated appropriate business strategies to mitigate risks relating to capital, interest rates, share prices, credit, liquidity, environmental factors, legal compliance, industry-specific risks and other potential risks.
- The Executive Management reviewed, supplemented and promulgated internal regulations and policies, including organizational and operational regulations for specialized departments and regulations governing operational activities, thereby enhancing the effectiveness of the Company's internal control and internal audit systems.
- The Independent Members of the Board of Directors identified changes in legal regulations relevant to the activities of the Board of Directors, the Audit Committee and the internal audit function. They also advised the Board of Directors on appropriate governance structures and implementation approaches to ensure compliance with new legal requirements, market practices and the Company's operational needs.

4. Report on Transactions between the Company, Its Subsidiaries and Companies in which SVN Holds More than 50% of the Charter Capital, and Members of the Board of Directors, the Chief Executive Officer (Director), Other Executives and Their Related Persons; and Transactions between the Company and Companies in which Members of the Board of Directors, the Chief Executive Officer (Director) or Other



Executives Have Been Founding Shareholders or Managers During the Three (03) Years Preceding the Transaction Date.

No.	Full name	Position	Description of Transaction	Value (VND)
1	Mr. Nguyen Van Chien	Member of the Board of Directors and Chief Executive Officer	Salary and remuneration of the Chief Executive Officer	125,540,000

5. Coordination among the Audit Committee, the Board of Directors and the Board of Management:

- During 2025, the Audit Committee maintained close coordination with the Board of Directors and the Board of Management in performing its assigned functions and responsibilities. The Board of Directors and the Board of Management facilitated the Audit Committee's activities by providing the necessary support, information and documents relating to the Company's operations.
- The Audit Committee worked closely with the Board of Directors and the Board of Management in conducting inspections and supervisory activities over the Company's executive management apparatus. Appropriate and timely measures were implemented to address identified issues, enhance management effectiveness and ensure full compliance with applicable regulations issued by competent state authorities.

6. Remuneration, Operating Expenses and Other Benefits of the Audit Committee and Individual Members of the Audit Committee in 2025

- During 2025, members of the Audit Committee did not receive any remuneration.
- Operating expenses, business travel expenses and other benefits of the Audit Committee during the year were incurred and administered in accordance with the Company's internal regulations and policies.

III. Meetings, Conclusions and Recommendations of the Audit Committee:

Summary of Audit Committee Meetings

- During 2025, the Audit Committee convened four (04) meetings with the full participation of all Audit Committee members to implement its annual work plan and evaluate the results of supervisory activities. In addition to these formal meetings, members of the Audit Committee regularly communicated and exchanged information via telephone, email and other means in order to fulfill their assigned duties and responsibilities.
- The Audit Committee concurred with the Board of Directors' Report, the audited financial statements for 2025, and the proposed profit distribution plan for 2025 and business plan for 2026 to be submitted to the Annual General Meeting of Shareholders for consideration and approval.

2. Recommendations of the Audit Committee

In order to successfully accomplish the objectives and work plan for 2026, the Audit Committee respectfully recommends that the Company's management:

- Continue to maintain and further enhance the risk management oversight and internal control functions in compliance with applicable laws and the Company's Charter.
- Strengthen supervision over the Board of Management in implementing the resolutions of the General Meeting of Shareholders, the Board of Directors, and the Company's internal

regulations, policies and procedures. Regularly review and monitor the achievement of the objectives, plans and duties assigned to the Board of Management.

- Continue to promote close coordination among the Audit Committee, the Board of Directors and the Board of Management in order to further enhance the effectiveness and role of the Audit Committee within the Company.
- Select an independent audit firm from the list of audit firms approved to provide audit services for public-interest entities operating in the securities sector to conduct the audit of the Company's 2026 annual financial statements and the review of its 2026 semi-annual financial statements.

PART B: OPERATIONAL PLAN OF THE AUDIT COMMITTEE FOR 2026

- The key activities of the Audit Committee for 2026 are as follows:
- Review the organizational structure, functions and responsibilities of the internal control and internal audit functions in order to strengthen and optimize the organizational framework in line with SVN's operational requirements.
- Monitor and assess compliance with applicable laws and regulations, state policies, internal regulations and implementation guidelines.
- Review and supervise the development and implementation of SVN's internal governance regulations, policies and procedures.
- Examine the organizational structure and workforce management of the Company, including personnel appointments, recruitment activities, salary administration and employee remuneration.
- Review and supervise the implementation of the 2026 business plan approved by the General Meeting of Shareholders. Monitor compliance with reporting requirements by departments and affiliated units, particularly with respect to the timeliness and accuracy of reported information and data.
- Review and supervise the implementation of the 2026 capital planning and cash flow management plans to support the Company's business and operational activities.
- Conduct reviews and assessments of the quarterly, semi-annual and annual financial statements for 2026

This report summarizes the activities of the Audit Committee and the Independent Members of the Board of Directors serving on the Audit Committee during 2025, as well as the Audit Committee's principal operational objectives and plans for 2026.

The Audit Committee respectfully submits this report to the General Meeting of Shareholders for consideration and approval.

Respectfully submitted.

Recipients:

- As above;
- Board of Directors;
- Board of Management;
- Archived at: Administration Department and Audit Committee.

**ON BEHALF OF THE AUDIT COMMITTEE
CHAIR OF THE AUDIT COMMITTEE**



PHAN MINH QUANG

PROPOSAL

(Re: Approval of the Audited Financial Statements of 2025)

To: The 2026 Annual General Meeting of Shareholders
of Vexilla Vietnam Group Joint Stock Company

- Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company,

In accordance with the resolution of the 2026 Annual General Meeting of Shareholders, the Board of Directors has appointed International Auditing and Valuation Company Limited to conduct the audit of the 2025 Financial Statements (separate and consolidated). The Board of Directors hereby submits to the General Meeting of Shareholders for approval the audited 2025 Financial Statements (separate and consolidated). The Company has fulfilled its information disclosure obligations and published the full 2025 Audited Financial Statements (separate and consolidated) on the Company's website, including:

- Balance Sheet;
- Income Statement;
- Cash Flows Statement;
- Notes to the Financial Statements.

The Board of Directors hereby submits to the General Meeting of Shareholders for consideration and approval./.

Recipients:

- As above;
- Board of Directors;
- Audit Committee;
- Archives: GA.

**ON BEHALF OF THE BOARD OF
DIRECTORS
MEMBER OF BOARD OF DIRECTORS**



LE HAI CHAU

PROPOSAL

(Re: The Selection of Auditors for the 2026 Financial Statements)

To: The 2026 Annual General Meeting of Shareholders
of Vexilla Vietnam Group Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company.

The Board of Directors (BOD) of Vexilla Vietnam Group Joint Stock Company hereby submits to the General Meeting of Shareholders (GMS) for approval the selection of an independent auditing firm to review the Semi-Annual Financial Statements for 2026, as well as to audit the Annual Financial Statements for full year 2026 of Vexilla Vietnam Group Joint Stock Company, as follows:

- AFC Vietnam Auditing Company Limited - Ha Thanh Branch;
- CPA Vietnam Auditing Company Limited;
- KPMG Limited;
- International Auditing and Valuation Company Limited.

The Board of Directors requests the General Meeting of Shareholders to approve the authorization for the Board of Directors to select a specific auditing firm from the above list.

In the event that no agreement is reached with the auditing firms listed above, the GMS authorizes the BOD to appoint another reputable auditing firm with appropriate audit quality and reasonable audit fee, which is eligible to provide audit services and approved by the State Securities Commission to audit public interest entities in 2026.

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

Recipients:

- As stated above;
- Board of Directors;
- Audit Committee;
- Archives: GA.

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF BOARD OF DIRECTORS**



LE HAI CHAU

No.: 03/2026/TTr-HĐQT-SVN

Ho Chi Minh City, September 21, 2026

PROPOSAL

*(Re: the 2025 Remuneration of the Board of Directors and Payment plan for 2026;
the 2025 Profit Distribution and the Plan for 2026)*

**To: The 2025 Annual General Meeting of Shareholders
of Vexilla Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company.

The Board of Directors (BOD) of Vexilla Vietnam Group Joint Stock Company respectfully submits to the General Meeting of Shareholders (GMS) for approval the the 2025 Remuneration of the Board of Directors and Payment plan for 2026; the 2025 Profit Distribution and the Plan for 2026 of the Company, as follows:

1. Remuneration of the Board of Directors for 2025:

the Board of Directors did not receive remuneration.

2. Remuneration Plan for the Board of Directors for 2026:

The Board of Directors respectfully submits to the General Meeting of Shareholders the proposal for remuneration payments to the Board of Directors for 2026: no more than 300,000,000 VND (three hundred million VND)/year.

3. Profit Distribution Plan for 2025:

Based on the Company's 2025 production and business results, the Board of Directors submits to the General Meeting of Shareholders for approval not distribute dividends or allocate to funds.

4. Profit Distribution Plan for 2026:

Plan for dividend payment and fund allocation for 2026: Authorize the Board of Directors to implement it based on the 2026 business results.

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

Sincerely./.

Recipients:

- As above;
- Board of Directors;
- Archived.

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF BOARD OF DIRECTORS**


LE HAI CHAU

No.: 04/2026/TTr-HĐQT-SVN

Ho Chi Minh City, September 21, 2026

PROPOSAL

Re: In-principle Approval for the Execution of Contracts and Transactions between the Company and Related Parties

**To: The 2026 Annual General Meeting of Shareholders
Vexilla Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company,



In order to ensure proactive operation in the course of its production and business activities and to secure the achievement of the proposed plan, the Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders ("GMS") for approval the transactions between the Company and its related parties during the 2025–2026 period, as follows:

- **Transaction contents** include, but are not limited to, recurrent transactions relating to the provision of services, purchase and sale of goods and raw materials, receipt of dividends, borrowings, loans, guarantees, investment cooperation, and other transactions serving the Company's business activities;
- **Value transaction:** Authorization to the Company's Board of Directors for the execution of contracts and transactions between the Company and Related Parties with a value of 35% or more or transactions leading to a cumulative transaction value within 12 months (from the date of the first transaction after this Resolution takes effect) equal to or exceeding 35% or more of the total asset value recorded in the Company's latest financial statement.
- **Transaction counterparties:** the Company's related parties as set out in the attached Appendix.
- **Implementation period:** from the effective date of the Resolution of the 2026 Annual General Meeting of Shareholders until the date of issuance of the Resolution of the 2027 Annual General Meeting of Shareholders.
- Authorization granted to the Chairman/General Director of the Company:
 - a. To decide on the specific terms and conditions of the above-mentioned contracts and transactions, and to decide on agreements and documents related to such contracts and transactions, including amendments, supplements, termination or replacement thereof.
 - b. To sign and implement such contracts, transactions and related documents,

including amendments, supplements, termination or replacement thereof (if any).

- c. To carry out disclosure of information in relation to such transactions in accordance with applicable laws.

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

Respectfully submitted./.

Recipients:

- *As above;*
- *Disclosure in accordance with regulations;*
- *To be archived by the Board of Directors./.*

**ON BEHALF OF THE BOARD OF
DIRECTORS
MEMBER OF BOARD OF DIRECTORS**



LE HAI CHAU

APPENDIX OF RELATED PARTIES ENTERING INTO TRANSACTIONS

No.	Transaction Counterparty	Total Transaction Value During the Year
1	M&S Trading Joint Stock Company	Up to VND 50 billion
2	Mya Capital Financial Investment Group Company Limited	Up to VND 50 billion
3	Cyan Joint Stock Company	Up to VND 50 billion
4	New East West Company Limited	Up to VND 50 billion



No.: 05/2026/TTr-HĐQT-SVN

Ho Chi Minh City, September 21, 2026

PROPOSAL

(Re: Approval of the policy on divestment from subsidiaries and restructuring of loans and business cooperation arrangements)

To: The 2026 Annual General Meeting of Shareholders

Vexilla Vietnam Group Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the 14th National Assembly of the Socialist Republic of Vietnam on 17 June 2020;

- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the 14th National Assembly of the Socialist Republic of Vietnam on 26 November 2019;

- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company.

1. Rationale and Necessity

In 2026, the Company has identified comprehensive operational restructuring as a key strategic priority, with a focus on consolidating financial resources in preparation for investment in and implementation of major business projects. To achieve this objective, the Company needs to proactively review and restructure its existing investments, loans and business cooperation arrangements in order to recover capital, enhance liquidity and optimize capital utilization efficiency.

2. Policy on Divestment and Recovery of Loans and Investment Cooperation Capital

Based on the foregoing direction, the Board of Directors (the “BOD”) respectfully submits to the General Meeting of Shareholders (the “GMS”) for approval the policy to review, assess and implement the divestment and recovery of investments, loans, deposits and investment cooperation capital involving the following counterparties:

No.	Counterparty	Estimated Value (VND)	Proposed Treatment
1	M&S Trading Joint Stock Company	64,260,000,000	Recovery of loan receivable
		38,000,000,000 (at par value), corresponding to 3,800,000 shares	Full divestment from the subsidiary
2	Mya Capital Financial Investment Company Limited	11,700,000,000	Recovery/disposition, in accordance with the relevant agreements, of deposits for the acquisition of equity

			interests/capital contributions
3	Do Nhu Kieu Anh	22,500,000,000	Recovery of investment cooperation capital
4	Bui Thi Thanh Tuoï	16,000,000,000	Recovery of deposit for acquisition of capital contribution
5	Pham Van Hung	12,000,000,000	Recovery of loan receivable
6	Ha Quyet Chien	13,850,000,000	Recovery of loan receivable

3. Authorization to the Board of Directors

The Board of Directors respectfully requests the General Meeting of Shareholders to assign and authorize the Board of Directors to proactively organize and carry out all necessary activities relating to the divestment and capital recovery of the Company's investments, loans, business cooperation arrangements and other items of a similar nature, within its authority under applicable laws and the Company's Charter, including but not limited to the following:

- Review and assess the legal status, economic efficiency, capital recoverability and other relevant matters in respect of each investment, loan, business cooperation arrangement and other item of a similar nature;

- Decide on and implement the plan, roadmap, timing, value and specific terms and conditions for the divestment, capital recovery, liquidation or other disposition of the foregoing item, in compliance with applicable laws and the Company's Charter and with due regard to the Company's lawful interests;

- Carry out all necessary activities to implement, perform and complete contracts, agreements and transactions relating to the divestment, capital recovery, liquidation or other disposition of investments, loans and business cooperation arrangements, including negotiating, executing, amending, supplementing, extending, terminating and liquidating such contracts and agreements, and exercising or performing the rights and obligations arising thereunder;

- Decide on, execute and/or approve relevant dossiers, documents, instruments and agreements; organize the preparation and completion of documents arising during implementation, including but not limited to contract appendices, minutes, confirmations, notices, official correspondence, liquidation dossiers, transfer dossiers, capital recovery dossiers and other necessary documents; and carry out or direct the carrying out of legal, administrative, financial, accounting and other relevant procedures necessary to complete the divestment, capital recovery, liquidation or other disposition of investments, loans, business cooperation arrangements and transactions within the assigned scope, in accordance with applicable laws, the Company's Charter and relevant resolutions and decisions.

The implementation of the foregoing assignments and authorizations must comply with applicable laws, the Company's Charter and relevant resolutions and decisions of the General Meeting of Shareholders. Any matter falling within the decision-making authority of the General Meeting of Shareholders under applicable laws or the Company's Charter shall be submitted by

the Board of Directors to the General Meeting of Shareholders for consideration and decision in accordance with its authority.

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

Recipients:

- *As above;*
- *Board of Directors;*
- *Audit Committee;*
- *Filed at the Administration Office.*

**FOR AND ON BEHALF OF THE BOARD
OF DIRECTORS
MEMBER OF THE BOARD OF
DIRECTORS**



VEXILLA VIETNAM GROUP
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

No.: 06/2026/TTr-HĐQT-SVN

Ho Chi Minh City, September 21, 2026

PROPOSAL

Re: Amendments and Supplements to the Charter

**To: General Meeting of Shareholders of VEXILLA Vietnam Group
Joint Stock Company**

- Pursuant to the 2020 Law on Enterprises, the 2025 Law amending and supplementing the Law on Enterprises, and implementing regulations;*
- Pursuant to the Law on Securities No. 54/2019/QH14 dated 26 November 2019, as amended and supplemented, and its implementing regulations;*
- Pursuant to Circular No. 116/2020/TT-BTC of the Ministry of Finance dated 31 December 2020 guiding certain provisions on corporate governance applicable to public companies;*
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 detailing the implementation of certain provisions of the Law on Securities;*
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company dated 02 June 2023;*
- In consideration of the Company's actual operations and business needs;*

Recently, the legal framework applicable to public companies has undergone significant changes, particularly the 2020 Law on Enterprises as amended and supplemented in 2025 and the relevant implementing regulations. The Company's current Charter is not yet fully aligned with the new legal requirements. Accordingly, to ensure compliance with applicable laws, the Board of Directors has reviewed, amended and supplemented the provisions of the Company's Charter.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the amendments and supplements to the Charter to ensure legal compliance, enhance the effectiveness of internal corporate governance, and strengthen the lawful rights and interests of the Company's shareholders (details of the amendments and supplements and the full text of the Charter are enclosed with this Proposal).

The amended Charter shall take effect immediately upon its approval by the General Meeting of Shareholders at the 2026 Annual General Meeting of Shareholders.

Respectfully submitted./.

Recipients:

- *As above;*
- *BOD, BOS;*
- *Board of Management;*
- *Posted on the website;*
- *Filed: Admin., BOD.*

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF THE BOARD OF DIRECTORS**



CÔNG TY
CỔ PHẦN
TẬP ĐOÀN
VEXILLA
VIỆT NAM
THÀNH PHỐ HỒ CHÍ MINH

LE HAI CHAU

**VEXILLA VIETNAM GROUP
JOINT STOCK COMPANY**

No.: 07/2026/TTr-HĐQT-SVN

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

Ho Chi Minh City, September 21, 2026

PROPOSAL

Re: Approval of the addition of the Company's business lines

To: The 2026 Annual General Meeting of Shareholders

Vexilla Vietnam Group Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated 29 November 2019;
- Pursuant to Decision No. 36/2025/QĐ-TTg dated 29 September 2025 promulgating the Vietnam Standard Industrial Classification ("Decision No. 36/2025/QĐ-TTg");
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company (the "Company");
- In consideration of the Company's actual operations and business needs.

In order to align the Company's registered business lines with its development orientation, actual business operations and applicable laws, and to update, supplement and standardize such business lines in accordance with Decision No. 36/2025/QĐ-TTg, the Board of Directors respectfully submits the following matters to the General Meeting of Shareholders for consideration and approval:

1. To approve the change, update and addition of the Company's business lines as detailed in the appendices attached to this Proposal.
2. To assign the General Director – Legal Representative of the Company to organize and carry out all necessary procedures for registration of the changes and additions to the Company's business lines in accordance with applicable laws.

Respectfully submitted./.

Recipients:

- As addressed above;
- BOD archives;

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF THE BOARD OF DIRECTORS**



LE HAI CHAU

PROPOSAL

Re: Dismissal and Election of Replacement Members of Board Members for the 2025 – 2030 term

**To: The 2026 Annual General Meeting of Shareholders
of Vexilla Vietnam Group Joint Stock Company**

- *Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;*
- *Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company;*
- *Pursuant to the resignation letters of the members of the Board of Directors of Mr. Nguyen Van Chien, Mr. Michael Marc Lee, Mr. Phan Minh Quang, Mr. Le Hai Chau, and Mr. Phung The Tai.*

The Board of Directors hereby submits to the General Meeting of Shareholders for consideration and approval the matter of strengthening the personnel of the Board of Directors for the 2025–2030 term, with the following contents:

1. Approval of the dismissal of members of the Board of Directors

The Company has received resignation letters from Mr. Nguyen Van Chien, Mr. Michael Marc Lee, Mr. Phan Minh Quang, Mr. Le Hai Chau, and Mr. Phung The Tai regarding their positions as members of the Board of Directors. Accordingly, the Board of Directors hereby submits to the General Meeting of Shareholders for consideration and approval the dismissal of Mr. Nguyen Van Chien, Mr. Michael Marc Lee, Mr. Phan Minh Quang, Mr. Le Hai Chau, and Mr. Phung The Tai from their positions as members of the Board of Directors.

2. Approval of the election of replacement members of the Board of Directors

Pursuant to the Company's Charter, the Board of Directors of the Company consists of 05 members. In order to ensure the number of members of the Board of Directors in accordance with the approved structure and meet governance requirements for the remainder of the 2025–2030 term, the Board of Directors hereby submits to the General Meeting of Shareholders for consideration and approval:

- Number of replacement members of the Board of Directors to be elected: 05 members, including 01 independent member of the Board of Directors;

- Term of office of the replacement members of the Board of Directors: the remaining period of the 2025–2030 term.

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

Recipients:

- *As above;*
- *Board of Directors;*
- *Archives: Admin.Dept.*

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF BOARD OF DIRECTORS**



PROPOSAL

(Re: Introduction of Candidates for Election to the Board of Directors for the Remainder of the 2025–2030 Term)

**To: The 2026 Annual General Meeting of Shareholders
of Vexilla Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprise No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Charter of Vexilla Vietnam Group Joint Stock Company;

The incumbent member of the Board of Directors (hereinafter referred to as the “BOD”) of Vexilla Vietnam Group Joint Stock Company (hereinafter referred to as the “Company”) for the 2025–2030 term has submitted a resignation letter and will end his/her term early at the 3rd 2026 Annual General Meeting of Shareholders. Pursuant to applicable laws and the Company’s Charter, the General Meeting of Shareholders (hereinafter referred to as the “GMS”) will conduct the election of a replacement member of the BOD for the remainder of the 2025–2030 term at the 3rd 2026 Annual General Meeting of Shareholders..

Accordingly, the following individuals shall cease to be members of the Company’s Board of Directors upon the approval of their dismissal by the 3rd 2026 Annual General Meeting of Shareholders.:

- Mr. Nguyen Van Chien.
- Mr. Michael Marc Lee
- Mr. Phan Minh Quang
- Mr. Le Hai Chau
- Mr. Phung The Tai

Pursuant to the Regulations on the Election of Members of the Board of Directors for the Remainder of the 2025–2030 Term, the Board of Directors has compiled and respectfully submits to the General Meeting of Shareholders for consideration and approval the election of members of the Board of Directors for the remainder of the 2025–2030 Term as follows:

1. Election of members of the Board of Directors for the remainder of the 2025–2030 Term as follows:

- Number and composition of the Board of Directors: 05 (five) members.
- Standards and conditions applicable to members of the Board of Directors and election method: In accordance with the Company’s Charter and applicable laws, as specifically set out in the Regulations on the Election of Members of the Board of Directors..

2. List of Candidates for Election to the Board of Directors for the Remainder of the 2025–2030 Term as follows:

No.	Full Name	Date of Birth	Current Position at the Company	Proposed Position	Qualifications/Eligibility Criteria
1	Mr. Le Trung Tuan	August 5, 1976	035076003019	Member of the Board of Directors	Meet the conditions and qualifications as prescribed.
2	Mr. Vu Dinh Hung	November 12, 1979	008079003333	Member of the Board of Directors	
3	Mr. Phan Manh Hung	February 5, 1978	038078033813	Member of the Board of Directors	
4	Mr. Cao Duc Anh	September 12, 1984	040084001207	Independent Member of the Board of Directors	
5	Ms. Le Thuy Hien	January 8, 2004	035304001552	Member of the Board of Directors	

The curriculum vitae of the Candidates is attached to this Proposal.

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

Recipients:

- As above;
- Board of Directors;
- Archives: Admin. Dept.

**ON BEHALF OF THE BOARD OF
DIRECTORS
MEMBER OF BOARD OF
DIRECTORS**



LE HAI CHAU