

**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

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No: 31/2026/CBTT-VTD

SOCIALIST REPUBLIC OF VIETNAM

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Ho Chi Minh City, September 28, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

To: Hanoi Stock Exchange;

State Securities Commission of Vietnam.

1. Name of the organization: **VIETOURIST HOLDINGS JOINT STOCK COMPANY (“the Company”)**

Securities code: VTD

Address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

Contact phone: 028.6261.6365 Fax: 028.6253.2111

E-mail: info@vietourist.com.vn

2. Content of the disclosed information: Vietourist Holdings Joint Stock Company hereby discloses information regarding the Meeting Invitation and documentation for the 2026 Extraordinary General Meeting of Shareholders.
3. This information has been disclosed on the Company’s website on September 28, 2026 at www.vietourist.com.vn.

We hereby undertake that the information disclosed above is true and we shall be fully responsible before the law for the content of the disclosed information.

**On behalf of the Company
Authorized Information Disclosure Officer**


Nguyễn Dương Trung Hiếu

INVITATION LETTER

TO ATTEND THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Pursuant to the Charter on organization and operation of Vietourist Holdings Joint Stock Company, the Board of Directors respectfully invites our esteemed shareholders to attend the 2026 extraordinary General Meeting of Shareholders (AGM) as follows:

1. **Time of Meeting:** 08:00 AM, October 20, 2026
2. **Venue:** 242–242A Tran Hung Dao Street, Cau Ong Lanh Ward, Ho Chi Minh City
3. **Meeting Agenda:** The documents for the 2026 Extraordinary General Meeting of Shareholders will be published on the Company's website at www.vietourist.com.vn starting from September 28, 2026, and hard copies will be provided to Shareholders upon attending the Meeting.
4. **Meeting Registration:** To facilitate logistical preparations for welcoming delegates, Shareholders are kindly requested to register your attendance at Vietourist Holdings Joint Stock Company or send the Registration Form to the address below no later than October 16, 2026.
5. **Authorization to Attend:**

If Shareholders authorize another person to attend the Meeting on your behalf, please fill out the Proxy Form for Attendance or another form in accordance with civil law regulations, and send the signed Proxy Form to the address below no later than October 20, 2026 or present it upon the proxy holder's arrival at the Meeting.

(Note: The proxy must clearly state the name of the authorized individual or organization and the number of shares represented. The proxy form must be an original with a wet signature. In case of authorization from a corporate shareholder, the proxy must bear the organization's official seal.)

6. **Contact and Submission Address:**

Vietourist Holdings Joint Stock Company:

- Address: 242–242A Tran Hung Dao Street, Cau Ong Lanh Ward, Ho Chi Minh City
- Tel: +84 28 6261 6365 – Email: chungkhoan@vietourist.com.vn

Contact person: Ms. Loan – HR & Administration Department – Phone: 038 545 7797

7. **Required Documents for Attendees:** Shareholders or their authorized representatives are requested to bring the following documents:

- This Invitation Letter and the Proxy Form (if applicable)
- Valid ID/Passport or a certified copy of the Business Registration Certificate (for organizations)

We are pleased to welcome you to the 2026 extraordinary General Meeting of Shareholders.

Respectfully,

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



VIETOURIST
M.S.D.N: 0311273634
Tran Van Tuan

No.: .../2026/NQ-ĐHĐCĐ-VTD

Ho Chi Minh City, 2026

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**RESOLUTION
OF THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amending, supplementing and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amending and supplementing documents;*
- *Pursuant to the Charter on organisation and operation of Vietourist Holdings Joint Stock Company;*
- *Pursuant to the Minutes of the 2026 Extraordinary General Meeting of Shareholders No./2026/BB-ĐHĐCĐ-VTD dated/.../2026.*

The 2026 Extraordinary General Meeting of Shareholders of Vietourist Holdings Joint Stock Company was held at 242 – 242A Tran Hung Dao Street, Cau Ong Lanh Ward, Ho Chi Minh City. At the time the Meeting was convened, the number of Shareholders in attendance was, representing voting shares, equivalent to% of the total voting shares of the Company.

The Chairing Board comprises:

1. Mr. – Chairman of the Board of Directors, Chairperson of the Meeting
2. Mr. – Member of the Board of Directors, Member
3. Mr. – Member of the Board of Directors, Member

The Secretariat comprises:

1. Ms. – Head of the Secretariat
2. Ms. – Member

After hearing the reports and conducting discussions, the General Meeting of Shareholders unanimously approved a resolution on the following matters:

RESOLVES:

Article 1: To approve the Plan to increase the Company's charter capital in 2026.

(Details are set out in Proposal No. .../2026/TT-DHĐCĐ-VTD dated .../.../2026 attached hereto.)

Article 2: To approve the Plan for a private placement of shares.

(Details are set out in Proposal No. .../2026/TT-DHĐCĐ-VTD dated .../.../2026 attached hereto.)

Article 3: To approve the asset investment plan.

(Details are set out in Proposal No. .../2026/TT-DHĐCĐ-VTD dated .../.../2026 attached hereto.)

Article 4: To approve transactions with internal persons and related persons.

(Details are set out in Proposal No. .../2026/TT-DHĐCĐ-VTD dated .../.../2026 attached hereto.)

Article 5: This Resolution takes effect from the date of signing.

Shareholders, the Board of Directors, the Executive Board, and all relevant departments, divisions and individuals are responsible for implementing and executing this Resolution./.

Recipients:

- *As stated in Article 5;*
- *Board of Directors;*
- *Supervisory Board;*
- *Filed at the Administration Office.*

**ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS
CHAIRPERSON OF THE MEETING
Chairman of the Board of Directors**

Tran Van Tuan



**VIETOURIST HOLDINGS JOINT STOCK COMPANY
EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS 2026**

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**VOTING BALLOT ON THE CONTENTS OF THE
2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Shareholder's Name:

Shareholder Code:

Voting shares owned:votes

Voting shares by proxy:votes

Total voting shares represented:votes

(Please tick your selection for each voting item)

CONTENTS	Agree	Disagree	No opinion
Content 01: Proposal on the approval of the Company's 2026 Charter Capital Increase Plan;			
Content 02: Proposal on the approval of the Private Placement Plan;			
Content 03: Proposal on the approval of the asset investment plan;			
Content 04: Proposal on the approval of transactions with insiders and related persons.			

Instructions:

Tick (X) one box per content: **Agree / Disagree /
No Opinion.**

Date ... month ... year 2026

SHAREHOLDER

(Signature and Full Name)

AGENDA

2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (TENTATIVE)

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(To commence at 08:00 AM on October 20, 2026)

Time	Content
08:00 – 08:30	Guest Reception and Delegate Credential Verification: - Welcoming delegates;; - Verifying delegate credentials, distributing voting cards, ballots, election slips, and meeting materials.
08:30 – 09:00	Opening of the Meeting: - Report on the verification of delegate credentials; - Statement of purpose and introduction of the Chairperson; - Approval of the Rules of Procedure; - The Chairperson presents and approves the list of the Presidium, the Delegate Credentials Verification Committee, and the Vote Counting Committee; - Approval of the Meeting Agenda.
09:00 – 09:45	Agenda items of the General Meeting of Shareholders: - Proposal on the approval of the Company's 2026 Charter Capital Increase Plan; - Proposal on the approval of the Private Placement Plan; - Proposal on the approval of the asset investment plan; - Proposal on the approval of transactions with insiders and related persons; - Other matters (if any).
09:45 – 10:15	Meeting discussion
10:15 – 10:25	Instructions for voting and voting on the reports and proposals
10:25 – 10:45	Tea break
10:45 – 10:55	Announcement of voting results.
10:55– 11:05	The Secretary reads the draft Meeting Minutes and Resolution of the General Meeting of Shareholders; The Meeting votes to approve the contents of the Meeting Minutes and Resolution.
11:05– 11:10	Declaration of Meeting Closure.

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CONFIRMATION OF

**ATTENDANCE/AUTHORIZATION TO ATTEND
2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

To: Vietourist Holdings Joint Stock Company

Shareholder/Authorized Person Name:.....
ID/Passport/Business Registration No.:..... Issued on .../.../..... at.....
Address: Phone:
Number of shares held (As per VSD list as of September 24, 2026):
shares
(In words:)
Name of legal representative (if organization):
ID/Passport No.:..... Issued on.....at.....

(Please select one of the following by marking the appropriate box)

1. **REGISTER TO ATTEND** ☐
2. **AUTHORIZE TO** ☐

Name of individual/organization:
ID/Passport/Business Registration No.:..... Issued on .../.../..... at.....
Address:
Phone: Email :
Number of shares authorized: shares.
(In words:)
Name of legal representative of authorized organization (if applicable):
ID/Passport No.:..... Issued on.....at.....

3. If the shareholder is unable to attend or authorize someone else, they may authorize a member of the Board of Directors from the list below:

No.	Full Name	Position	Selection	Shares Authorized
1	Tran Van Tuan	Chairman of the Board		
2	Nguyen Duong Trung Hieu	Board Member, General Director		

(Note: Please mark (X) next to the name of the board member you authorize. Only one member can be authorized for all shares held. If authorizing multiple members, please specify the number of shares authorized to each.)

4. Authorization Content:

The authorized individual/organization is empowered to represent the shareholder to attend the 2026 extraordinary General Meeting of Vietourist Holdings JSC on October 20, 2026, and to exercise all rights and obligations related to the authorized shares.

5. Responsibilities and Authorization Duration:

- I/we take full responsibility for this authorization and commit to complying with all current laws and the Charter of Vietourist Holdings JSC.
- This authorization is effective from the signing date until the conclusion of the 2026 extraordinary General Meeting of Vietourist Holdings JSC.

....., date month year 20...

AUTHORIZED PERSON

(Sign and write full name, stamp if organization)

SHAREHOLDER / AUTHORIZING PARTY

(Sign and write full name, stamp if organization)

WORKING REGULATION

AT EXTRAORDINARY GMS 2026

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VIETOURIST HOLDINGS JOINT STOCK COMPANY

Basis:

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments, supplements, and related guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and its amendments, supplements, and related guiding documents;
- Decree No. 155/2020/NĐ-CP detailing the implementation of several provisions of the Law on Securities, issued on December 31, 2020;
- Charter on the organization and operation of Vietourist Holdings Joint Stock Company;
- Internal regulations on corporate governance of Vietourist Holdings Joint Stock Company..

In order to ensure the successful organization of the 2026 Extraordinary GMS of Vietourist Holdings Joint Stock Company, the Board of Directors has developed the working regulations, principles of conduct, and voting procedures at the Meeting for approval by the GMS as follows:

1. PURPOSE

- To ensure the order and principles of conduct and voting at the Extraordinary GMS of Vietourist Holdings Joint Stock Company are in accordance with regulations and are successful.
- The resolutions of the GMS reflect the unified will of the GMS, meet the wishes and rights of shareholders, and comply with the law.

2. SUBJECT AND SCOPE

- Subject of application: All shareholders, representatives (authorized persons) of shareholders holding shares in Vietourist Holdings Joint Stock Company, and guests attending the Extraordinary GMS of Vietourist Holdings Joint Stock Company must comply with the provisions of this Regulation, the Company's Charter, and current legal regulations..
- Scope of application: This Regulation is utilized for organizing the Extraordinary GMS in 2026 of Vietourist Holdings Joint Stock Company.

3. GLOSSARY OF TERMS/ABBREVIATIONS

- | | | |
|------------|---|--|
| - Company | : | Vietourist Holdings Joint Stock Company |
| - BOD | : | Board of Directors |
| - SB | : | Supervisory Board |
| - OC | : | Organizing Committee |
| - GMS | : | General Meeting of Shareholders |
| - Delegate | : | Shareholder or authorized representative |
| - Meeting | : | General Meeting of Shareholders session |

4. CONTENT OF THE REGULATIONS

Working regulation at Extraordinary General Meeting of Shareholders 2026

4.1 Conditions for Convening the General Meeting of Shareholders (GMS)

- The GMS shall be conducted when the shareholders attending the meeting represent more than 50% of the total voting shares.
- If the first meeting does not satisfy the conditions as prescribed in Clause 1, Article 19 of the Company Charter, a second meeting invitation shall be sent within 30 days from the scheduled date of the first meeting. The second GMS shall proceed if shareholders attending represent at least 33% of the total voting shares.
- If the second meeting still does not meet the conditions as stated in Clause 2, Article 19 of the Company Charter, a third meeting invitation shall be sent within 20 days from the scheduled date of the second meeting. The third GMS shall proceed regardless of the total voting shares represented by attending shareholders.
- Upon the request of the Chairperson, the GMS has the right to modify the meeting agenda attached to the invitation notice, in accordance with Clause 3, Article 18 of the Company Charter.

4.2 Conditions for Shareholders Attending the Meeting

Shareholders with voting rights listed as of September 24, 2026, are entitled to attend the GMS, either in person or by authorizing a representative. In case of multiple authorized representatives, the number of shares represented by each must be clearly specified as required by law.

4.3 Invited Guests at the Meeting

- These include Company management personnel, invited guests, and Organizing Committee (OC) members who are not shareholders but are invited to attend.
- Guests may not speak at the Meeting unless invited by the Chairperson, or if they have registered with the OC and received the Chairperson's approval.

4.4 Rules for Delegates Attending the Meeting

- Be punctual, dress appropriately and formally, comply with security checks (if any), and provide required identification documents as requested by the OC.
- Receive meeting materials and documents at the reception area outside the meeting hall.
- Shareholders arriving late may register and immediately participate and vote. The Chairman is not obliged to pause the Meeting for latecomers, and votes cast before their arrival will remain valid and unaffected.
- Phones must be set to silent mode or turned off; calls should be taken outside the meeting room.
- Smoking is prohibited; maintain order during the Meeting.
- Follow the instructions of the OC and the Chairperson.
- Any delegate failing to comply with these regulations or security protocols may be refused entry or expelled from the Meeting by the Chairperson, following due consideration, to ensure the Meeting proceeds as planned.

4.5 Chairman and Presidium

- The Presidium consists of the Chairman and its Members.
- The Chairman of the Board of Directors shall act as the Chairman of the GMS convened by the Board, or may authorize another member of the Board to serve as the Chairperson;

Working regulation at Extraordinary General Meeting of Shareholders 2026

- In the event that the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one among them to act as Chairman of the meeting, based on majority vote. If no Chairman is elected, the Head of the SB shall preside over the process for the GMS to elect a Chairman from among the attendees; the person receiving the highest number of votes shall serve as the Chairperson;
- In other cases, the person signing the meeting invitation shall preside over the process for the GMS to elect a Chairperson; the person with the highest number of votes shall be appointed as Chairperson.
- The Chairman has the authority to take all necessary measures to manage the meeting in a rational, orderly manner, in accordance with the approved agenda and in a way that reflects the will of the majority of participants.
 - Arrange seating at the venue of the meeting;
 - Ensure the safety of all individuals present at the meeting venues;
 - Facilitate the participation (or continued participation) of shareholders in the meeting. The person convening the GMS has full authority to modify the above-mentioned measures and to implement all necessary measures. These may include issuing entrance passes or using other appropriate forms of control.
- The person convening or chairing the meeting has the following rights:
 - Request that all attendees undergo reasonable and lawful security checks or other safety measures;
 - Request that competent authorities maintain order at the meeting; expel individuals who do not comply with the Chairperson's authority, intentionally cause disruption, hinder the orderly progress of the meeting, or fail to comply with security inspection requirements.
- The Chairman has the right to postpone the meeting — where quorum has been met — for no more than three (03) working days from the scheduled opening date. Postponement or a change of venue is only allowed in the following cases:
 - The meeting venue does not have sufficient or suitable seating for all attendees;
 - Communication facilities at the venue do not ensure shareholders' ability to participate, discuss, and vote;
 - Attendees disrupt the meeting, cause disorder, or create conditions that may result in the meeting being conducted unfairly or unlawfully.
- If the Chairman unlawfully postpones or suspends the meeting contrary to the provisions of Clause 8 of this Article, the GMS shall elect another person from among the attendees to replace the Chairman and conduct the meeting until its conclusion. All resolutions passed during such a meeting shall remain valid and enforceable.
- Duties of the Presidium::
 - To conduct the activities of the GMS in accordance with the agenda proposed by the Board of Directors and approved by the GMS;
 - To guide delegates and the meeting in discussing the contents of the agenda;

Working regulation at Extraordinary General Meeting of Shareholders 2026

- To present drafts and conclusions on necessary matters for the meeting to vote on;
- To respond to issues raised by the meeting;
- To address any arising matters during the course of the Meeting.
- Working principles of the Presidium: The Presidium operates on the principles of collectivity, democratic centralism, and decision-making by majority vote..

4.6 Secretary of the General Meeting

- The Chairman appoints one or more persons to act as Secretaries of the meeting.
- Duties and powers:
 - To fully and accurately record the contents of the General Meeting;
 - To receive requests to speak from the Delegates;
 - To prepare the Minutes of the meeting and draft the Resolution of the GMS;
 - To assist the Chairman in disclosing information related to the General Meeting and notifying Shareholders in accordance with legal regulations and the Company's Charter.
 - To perform other tasks as requested by the Chairperson.

4.7 Vote Counting Committee

- The GMS shall elect one or more individuals to the Vote Counting Committee upon the proposal of the Chairman of the meeting. Candidates who are nominated or self-nominated (in the case of elections) are not allowed to join the Vote Counting Committee.
- Duties of the Vote Counting Committee:
 - To announce the rules, procedures, and provide instructions on the methods of voting and election.
 - To review and report to the meeting on any violations of the voting or election rules, or on any complaints regarding the results of voting or elections;
 - To count and record ballots, prepare the vote counting minutes, announce the results, and submit the minutes to the Chairperson.

4.8 Delegate Qualification Verification Committee

- The Delegate Qualification Verification Committee of the Meeting consists of 2 members, including 01 Head and 01 member, introduced to the Meeting by the Chairperson.
- Duties of the Committee:
 - To verify the qualifications and status of shareholders and shareholder representatives attending the meeting;
 - The Head of the Committee shall report to the GMS on the attendance status of shareholders. If the meeting has a sufficient number of shareholders and authorized representatives present, representing more than 50% of the total voting shares, the GMS of the Company may be conducted.

4.9 Expressing Opinions at the meeting

- Delegates attending the meeting who wish to voice their opinions must obtain the consent of the

Working regulation at Extraordinary General Meeting of Shareholders 2026

Chairperson. Delegates should express their views briefly and focus on the core issues relevant to the agenda approved by the meeting, or submit their opinions in writing to the Secretary for consolidation and reporting to the Chairperson

- The Chairman of the Meeting will arrange for delegates to present their opinions in the order of registration and will address shareholders' questions during the Meeting or record them for a written response afterward.

4.10 Voting on Matters at the meeting

4.10.1 Principles

- All issues within the agenda and meeting content of the GMS must be openly discussed and voted on by the GMS.
- Voting cards, ballot papers, and election ballots shall be printed, officially stamped, and directly delivered by the Company to the delegates at the meeting (together with the meeting documents). The voting cards, ballot papers, and election ballots shall clearly indicate the delegate's identification code, full name, number of shares owned, and the number of shares authorized for voting by the delegate.
- The Chairperson shall propose the voting methods for each issue on the agenda for the approval of the meeting.
- The voting methods are as follows:
 - o Voting by raising the Voting Card: this method shall be used to approve issues such as the Meeting Agenda; Rules of Procedure at the Meeting; Election Regulations; Personnel of the Chairing Committee; Personnel of the Vote Counting Committee; approval of the Meeting Minutes, Meeting Resolutions, and other contents at the Meeting (if any);
 - o Voting by filling out the Ballot Paper: this method shall be used to approve issues and vote on the contents of the proposals presented at the Meeting.

4.10.2 Voting Procedures

- o Delegates shall cast their votes to Approve, Disapprove, or Abstain on any issue put to vote at the Meeting by either raising their Voting Card or marking the corresponding options on the Ballot Paper, in accordance with the voting procedures stipulated in Section 4.10.1.
- o When voting by raising the Voting Card, the front side of the Voting Card must be raised high facing the Chairing Committee. In the event that a delegate does not raise the Voting Card in all three voting rounds of Approve, Disapprove, or Abstain on a given issue, this shall be considered as an approval vote for that issue. If a delegate raises the Voting Card more than once (01) during the voting for Approve, Disapprove, or Abstain on the same issue, the vote shall be deemed invalid. Under the voting method by raising the Voting Card, members of the Delegate Eligibility Verification Committee / Vote Counting Committee shall record the delegate's code and the corresponding number of votes for each shareholder as Approve, Disapprove, Abstain, or Invalid.

- When voting by filling out the Ballot Paper, for each item, the delegate shall select one of the three options: “Approve,” “Disapprove,” or “Abstain,” which are pre-printed on the Ballot Paper, by marking an “X” or “✎” in the chosen box. After completing all voting items of the meeting, the delegate shall submit the Ballot Paper into the sealed ballot box at the Meeting, following the instructions of the Vote Counting Committee. The Ballot Paper must bear the signature and full name of the delegate.

4.10.3 Validity of Ballot Papers

- **A valid Ballot Paper** is one issued by the General Meeting OC on the prescribed printed form, bearing the Company’s red seal, without erasures, corrections, tears, or damage; contains no additional content beyond the prescribed format; and must have the delegate’s signature with the full name clearly handwritten below the signature.

On the Ballot Paper, the voting content (Reports, Proposals) shall be considered valid when the delegate marks one (01) of the three (03) voting boxes.

- **Invalid Ballot Paper:**

- Adding any content other than what is prescribed on the Ballot Paper;
- Ballot Papers that are not in the prescribed printed form issued by the General Meeting OC, those without the Company’s red seal, or those that have been erased, corrected, or contain additional content beyond the prescribed regulations; Ballot Papers without the delegate’s signature or without the delegate’s full name clearly written. In such cases, all voting content on the Ballot Paper shall be considered invalid.

4.10.4 Thẻ lệ biểu quyết

Each ordinary share corresponds to one (01) voting right. Each delegate attending the meeting, representing one or more voting rights, shall be issued a Voting Card and a Ballot Paper.

- As of the record date for shareholders (**September 24, 2026**), the total number of shares of the Company is: 24,000,000 shares, equivalent to 24,000,000 voting rights.
- Issues requiring a vote at the meeting shall only be approved when more than 50% of the total voting shares of all shareholders present vote in favor. In certain cases, where specified in Clause 1, Article 21 of the Company Charter, approval must be obtained from at least 65% of the total voting shares of all shareholders present.
- Attention:
 - Shareholders or authorized representatives with related interests shall have no voting rights on contracts and transactions valued at 35% or more of the total assets of the Company as stated in the most recent financial statements; such contracts or transactions shall only be approved if shareholders or authorized representatives holding at least 65% of the remaining voting shares vote in favor (pursuant to Clause 4, Article 167, Law on Enterprises 2020).
 - Shareholders or authorized representatives holding 51% or more of the total voting shares, or persons related to such shareholders, shall have no voting rights on contracts and transactions valued over 10% of the total assets of the Company as stated in the most recent financial statements between the Company and such shareholders (pursuant to Point b, Clause 3 and Clause 4, Article 167, Law on Enterprises 2020).

4.11 Minutes and Resolutions of the GMS

All contents of the meeting must be recorded in the Minute of the General Meeting by the Secretary of the General Meeting. The Minute of the General Meeting and the Resolution of the GMS shall be read and approved before the closing of the meeting.

5. Implementation

- All delegates, representatives, and guests attending the meeting are responsible for fully complying with the provisions stipulated in this Regulation, the Company's current rules, regulations, management policies, and relevant legal regulations.
- The convener of the GMS has the authority to:
 - Require all attendees to undergo security checks or other security measures;
 - Request competent authorities to maintain order during the meeting; to remove individuals who do not comply with the Chairperson's authority, deliberately disrupt the order, obstruct the normal progress of the meeting, or fail to comply with security check requirements from the meeting.
- Matters not detailed in this Regulation shall be uniformly governed by the provisions of the Company Charter, the Law on Enterprises 2020, and other applicable laws of the State.

This Regulation shall take effect immediately upon approval by a vote of the Company's General Meeting of Shareholders.

Nơi nhận:

- GMS;
- BOD Members, BoGD, SB;
- Archive: Administration, Secretary.

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

Tran Van Tuan

**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

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No.: 11/2026/TT-ĐHĐCĐ-VTD

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

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Ho Chi Minh City, 20 October 2026

DRAFT

PROPOSAL

Re: Plan to increase the Company's charter capital in 2026

**To: The General Meeting of Shareholders of Vietourist Holdings Joint Stock
Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;*
- *Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated 11 September 2025;*
- *Pursuant to Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding a number of matters concerning the offering and issuance of securities, public tender offers, share buy-backs, registration of public company status and deregistration of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC dated 15 December 2025;*
- *Pursuant to the Charter of Vietourist Holdings Joint Stock Company;*
- *Pursuant to the actual situation and business operations of Vietourist Holdings Joint Stock Company.*

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

1. Report on the implementation of the private placement plan to increase charter capital under Resolution No. 01/2026/NQ-ĐHĐCĐ-VTD dated 29 April 2026

At the GMS held on 29 April 2026, the GMS issued Resolution No. 01/2026/NQ-ĐHĐCĐ-VTD dated 29 April 2026 approving the plan for a private placement of shares to increase the Company’s charter capital, with details set out in Proposal No. 09/2026/TT-ĐHĐCĐ-VTD dated 29 April 2026 of the BOD.

However, due to unfavourable conditions in the securities market and in business operations, the Company has not implemented the charter capital increase plan under Proposal No. 09/2026/TT-ĐHĐCĐ-VTD dated 29 April 2026. The BOD therefore respectfully submits to the GMS for approval the termination of the effect of this content in Resolution No. 01/2026/NQ-ĐHĐCĐ-VTD dated 29 April 2026.

At the same time, the BOD respectfully submits to the GMS for consideration and approval the 2026 charter capital increase plan by way of a private placement of shares, with the details set out below.

2. Approval of the plan to increase charter capital by way of a private placement of shares, specifically as follows:

- To increase the charter capital by an additional VND 100,000,000,000 by way of a private placement of shares in accordance with the plan set out in Proposal No. 12/2026/TT-ĐHĐCĐ-VTD dated 20 October 2026.
- Implementation period: During 2026 and 2027.
- Purpose: The detailed use of proceeds is set out in Proposal No. 12/2026/TT-ĐHĐCĐ-VTD dated 20 October 2026.

Respectfully submitted./.

The Board of Directors respectfully submits the above to the General Meeting of Shareholders for approval./.

Recipients:

- *General Meeting of Shareholders;*
- *Board of Directors, Supervisory Board;*
- *Filed at the Administration Office.*

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

TRAN VAN TUAN

VIETOURIST HOLDINGS
JOINT STOCK COMPANY
No.: 12/2026/TT-ĐHĐCĐ-VTD

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
Ho Chi Minh City, 20 October 2026

DRAFT

PROPOSAL

Re: Approval of the plan for a private placement of shares

To: The General Meeting of Shareholders of Vietourist Holdings Joint Stock Company

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;*
- *Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated 11 September 2025;*
- *Pursuant to Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding a number of matters concerning the offering and issuance of securities, public tender offers, share buy-backs, registration of public company status and deregistration of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC dated 15 December 2025;*
- *Pursuant to the Charter of Vietourist Holdings Joint Stock Company;*
- *Pursuant to the actual situation and operational needs of the Company.*

The Board of Directors (the “BOD”) respectfully submits to the Shareholders of Vietourist Holdings Joint Stock Company for consideration and approval the 2026 private placement plan, with the following contents:

I. SHARE OFFERING PLAN

1. **Name of the shares:** Shares of Vietourist Holdings Joint Stock Company.

2. **Type of shares:** Ordinary shares.
3. **Securities code:** VTD.
4. **Par value:** VND 10,000 (ten thousand dong) per share.
5. **Purpose of the offering:** Repayment of bank loans and purchase of real estate for use as offices.
6. **Number of shares outstanding:** 24,000,000 shares.
7. **Number of treasury shares:** 0 shares.
8. **Maximum number of shares expected to be registered for offering:** 10,000,000 shares.
9. **Ratio of shares expected to be offered to total shares outstanding:** 41.67%.
10. **Maximum value of shares expected to be offered at par value:** VND 100,000,000,000.
11. **Offering price:** Based on the Company's operational orientation and its business capital requirements, the Board of Directors has determined the offering price to be equal to the par value of the Company's shares, namely VND 10,000 per share.
12. **Total expected proceeds from the offering:** VND 100,000,000,000.
13. **Method of offering:** Private placement to domestic professional securities investors.
14. **Offerees:** Domestic professional securities investors as defined under the Law on Securities No. 54/2019/QH14 dated 26 November 2019, Law No. 56/2024/QH15 dated 29 November 2024 and the relevant guiding documents.
15. **Investor selection criteria:** Domestic professional securities investors meeting the following criteria:
 - Domestic organisations and individuals with financial capacity and the ability to contribute capital promptly, ensuring the timeline of the offering;
 - Organisations and individuals with professional expertise and the ability to support the Company in its business, management and administration activities in order to increase value and expand the market.
16. **List of investors participating in the offering:**

The expected list of investors participating in the offering is as follows:

No	Investor Name	ID Card / Citizen ID / Passport or Enterprise Registration Certificate No.	Investor Category		Relationship		Number of Shares Owned Before the Offering (shares)	Number of Shares Expected to be Allocated (shares)	Expected Ownership Percentage After the Offering (%)
			Strategic Investor / Professional Securities Investor	Foreign Investor / Economic Organization with Foreign Investors holding more than 50% of Charter Capital / Domestic Investor	With the Issuing Organization	With members of the Board of Directors, Members of the Supervisory Board, and the Board of Management (or Board of General Directors)			
1	Tran Van Tuan	044083001110	Professional Securities Investor	Domestic Investor	Chairman of the Board of Directors - Legal Representative	-	1.500.000	5.700.000	21,18%
2	Nguyen Nu Hue Phuong	064194004177			Acting Chief Accountant	-	-	2.300.000	6,76%
3	Tran Van Luu	044060000267			-	-	-	2.000.000	5,88%
	Total						1.500.000	10.000.000	33,82%

() The investors and their related individuals/organisations may not vote on matters in which they have a related interest.*

Where the investors expected to participate in the offering change their investment decisions, the GMS authorises the BOD to proactively seek, select and approve the list and number of professional securities investors permitted to purchase the privately placed shares, and to determine the number of shares offered to each investor, in a manner consistent with the criteria approved by the GMS. The total number of professional securities investors participating in the offering shall not exceed 20 investors.

17. **Offering period:** Expected in Q4/2026 – Q1/2027. The GMS authorises the Company's BOD to determine the time of the offering to investors immediately after the State Securities Commission issues its written confirmation of receipt of the Company's private placement registration dossier, in accordance with the law and so as to maximise the interests of the Company's Shareholders.

18. **Plan for handling unsubscribed shares:** The GMS authorises the BOD to determine the plan for handling any shares not fully distributed (if any), and to determine other offerees (meeting the investor selection criteria approved by the GMS) to purchase any unsubscribed shares (if any) at an offering price of not less than VND 10,000 per share.
19. **Plan to ensure that the offering complies with the foreign ownership limit:** All shares offered will be distributed to domestic professional securities investors and will not increase the foreign ownership ratio in the Company; the offering therefore complies with the regulations on foreign ownership limits.
20. **Transfer restriction:** Shares offered to professional securities investors are restricted from transfer for one (01) year from the completion date of the offering, except for transfers between professional securities investors, transfers made pursuant to a legally effective judgment or decision of a court, a decision of an arbitral tribunal, or inheritance in accordance with the law.
21. **Registration and additional trading registration of shares:** The additional shares offered will be registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading on the Hanoi Stock Exchange (HNX) in accordance with regulations.

II. PLAN FOR THE USE OF PROCEEDS FROM THE OFFERING

1. The entire maximum expected proceeds from the private placement (before deducting offering expenses) will be used for the purposes set out below, in descending order of priority:

No.	Purpose of use of proceeds	Expected amount (VND)	Expected implementation period
1.	Repayment of bank loans	48,000,000,000	Q4/2026 – Q1/2027
2.	Purchase of real estate for use as working offices and/or combined office leasing	52,000,000,000	Q4/2026 – Q1/2027
	Total	100,000,000,000	

2. The GMS authorises the BOD to develop a detailed plan for the use of the proceeds of the offering, ensuring the interests of Shareholders and compliance with the law. With respect to funds temporarily idle because they have not yet been disbursed under the detailed plan approved by the BOD, the BOD is entitled to place such funds in term deposit contracts to earn interest, consistent with the actual disbursement progress of the plan for the use of proceeds.

Where the progress of capital raising from the offering is slower than the payment schedule under the plan for the use of proceeds approved by the GMS and the BOD, the BOD is entitled to allocate other sources of the Company's capital to meet the payment obligations under the plan for the use of proceeds, and subsequently to use the proceeds from the offering to reimburse the payment obligations falling due that were met using the Company's own funds as described above, ensuring compliance with the approved plan for the use of the proceeds raised from the offering.

3. Where the share offering does not raise sufficient funds for the above purposes, the General Meeting of Shareholders authorises and assigns the Company's Board of Directors to implement plans to make up the shortfall in order to achieve the above purposes as follows: the Company shall mobilise other lawful sources of capital (cooperation with financially capable partners, bank loans, loans from organisations, loans from other individuals, etc.) so as to ensure implementation of the plan as proposed.

III. AUTHORISATION OF THE BOARD OF DIRECTORS

In addition to the specific authorisations set out above, the GMS authorises the BOD with full authority to consider, decide and implement the following:

- To proactively prepare and approve the detailed offering dossier and the explanatory documents for the offering registration dossier submitted to the State Securities Commission (the "SSC") and other competent authorities; and to proactively adjust the Offering Plan and related dossiers as required by the SSC and other competent authorities in accordance with the law and the Company's Charter, and to report back to the GMS at its next meeting;
- To determine the number of shares to be offered based on the Company's capital requirements at the time of preparing and approving the detailed offering dossier;

- To develop the detailed plan for the use of the proceeds of the offering; to decide on adjustments, changes or supplements to the plan for the use of proceeds from the offering where the value of the change is less than 50% of the proceeds raised from the offering; and to select the implementation approach and disbursement timing consistent with the Company's plans so as to ensure the highest benefit for Shareholders and the Company. Any change to the plan for the use of proceeds must be reported to the GMS at its next meeting;
- To select an appropriate time to conduct the share offering after the SSC issues its written confirmation of receipt of the Company's complete private placement registration dossier, ensuring compliance with the law;
- To decide, select and carry out the identification of professional securities investors and to approve the list of professional securities investors permitted to purchase the Company's privately placed shares, on the basis of compliance with prevailing law and so as to ensure the success of the capital-raising offering; and to handle any shares not fully distributed (if any);
- To carry out the additional registration of the newly offered shares with the Vietnam Securities Depository and Clearing Corporation and the additional trading registration of the shares on the Hanoi Stock Exchange for the entire number of additional shares offered in accordance with the results of the offering;
- To amend and supplement the Charter on organisation and operation of the Company in relation to the change in shares and charter capital corresponding to the number of shares and the amount (at par value) raised from the offering, and to register the change in the contents of the Enterprise Registration Certificate in accordance with regulations;
- To carry out the necessary legal procedures under the law and the Company's Charter to complete the private placement of shares;
- Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

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

Recipients:

- *General Meeting of Shareholders;*
- *Board of Directors, Supervisory Board;*
- *Filed at the Administration Office.*

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

TRAN VAN TUAN

**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

No.: 13/2026/TT-ĐHĐCĐ-VTD

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

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Ho Chi Minh City, 20 October 2026

DRAFT

PROPOSAL

Re: Approval of the asset investment plan

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;*
- *Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated 11 September 2025;*
- *Pursuant to Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding a number of matters concerning the offering and issuance of securities, public tender offers, share buy-backs, registration of public company status and deregistration of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC dated 15 December 2025;*
- *Pursuant to the Charter of Vietourist Holdings Joint Stock Company;*
- *Pursuant to the actual situation and business operations of Vietourist Holdings Joint Stock Company.*

Pursuant to Resolution of the Annual General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐ-VTD dated 29 April 2026, the Company approved a plan to invest in real estate for use as working offices and/or combined office leasing. To date, the Company has been preparing the funding and has not yet carried out the investment transactions under this plan.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the continued implementation of the real estate investment plan, with the following specific contents:

1. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the plan to purchase the real estate located at 386/71C Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (address under the new

administrative boundaries: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City)

Asset information:

- Total area:
 - Land plot area: 93.6 m²
 - Construction area: 83.8 m²
 - Total floor area: 364.6 m²
- Address: 386/71C Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (address under the new administrative boundaries: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City)
- Expected purchase price: VND 30,000,000,000
- Source of investment capital: Proceeds raised from the 2026 private placement of shares and other sources of the Company's capital
- Expected implementation period: Q4/2026 to Q1/2027
- Purpose of purchase: For use as working offices and/or combined office leasing

2. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the plan to purchase the real estate located at 23/6 C1 Street, Ward 13, Tan Binh District, Ho Chi Minh City (address under the new administrative boundaries: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City)

Asset information:

- Total area:
 - Residential land area: 95.86 m²
 - Floor area (house, apartment): 263.17 m²
- Address: 23/6 C1 Street, Ward 13, Tan Binh District, Ho Chi Minh City (address under the new administrative boundaries: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City)
- Expected purchase price: VND 22,000,000,000
- Source of investment capital: Proceeds raised from the 2026 private placement of shares and other sources of the Company's capital
- Expected implementation period: Q4/2026 to Q1/2027
- Purpose of purchase: For use as working offices and/or combined office leasing

The General Meeting of Shareholders assigns and authorises the Board of Directors to carry out the investment procedures for the above assets, including but not limited to determining the time of implementation and adjusting the purchase price within a range of $\pm 10\%$ of the expected price. The Board of Directors is responsible for directing the Executive Board to appraise, negotiate and sign the transaction contracts, and to decide on the terms of the contracts and other matters relating to the purchase of the assets, ensuring compliance with the law, the Company's regulations and the interests of Shareholders.

The Board of Directors respectfully submits the above to the General Meeting of Shareholders for approval./.

Recipients:

- *General Meeting of Shareholders;*
- *Board of Directors, Supervisory Board;*
- *Filed at the Administration Office.*

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

TRAN VAN TUAN

DRAFT

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**CONTRACT FOR THE TRANSFER OF LAND USE RIGHTS AND ASSETS
ATTACHED TO THE LAND**

We, the undersigned:

The Transferor (hereinafter referred to as “Party A”):

Mr. TRAN VAN TUAN Year of birth: 1983

Citizen ID No.: 044 083 001 110, issued by the Police Department for Administrative Management of Social Order on 02 December 2025

Permanent address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

The Transferee (hereinafter referred to as “Party B”):

Name of organisation: VIETOURIST HOLDINGS JOINT STOCK COMPANY

Address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

Tax code: 0311273634

Represented by: Mr. Nguyen Duong Trung Hieu Position: General Director

The two parties agree to carry out the transfer of land use rights and assets attached to the land on the following terms:

**ARTICLE 1. LAND USE RIGHTS AND ASSETS ATTACHED TO THE LAND
TO BE TRANSFERRED**

1. Land use rights

Party A’s land use rights in respect of the land plot under Certificate of Land Use Rights, Ownership of Housing and Other Assets Attached to Land No. CA 739881, issued by the People’s Committee of District 3 on 21 August 2015, specifically as follows:

- Land plot No.: 68 Map sheet No.: 8
- Address of the land plot: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City;
- Land plot area: 93.6 m² (in words: ninety-three point six square metres).
- Form of use: private use
- Purpose of use: urban residential land (ODT)
- Term of use: long-term
- Origin of use: recognition of land use rights equivalent to land allocation with collection of land use levy.

2. Assets attached to the land

- Type of housing: detached house

- Construction area: 83.8 m²
- Total floor area: 364.6 m²
- Form of ownership: private ownership
- Grade: Grade 2

ARTICLE 2. TRANSFER PRICE AND METHOD OF PAYMENT

1. The transfer price of the land use rights and the assets attached to the land specified in Article 1 of this Contract is:
dong (in words: Vietnam dong).
2. Method of payment: cash / bank transfer.
3. Payment of the amount referred to in Clause 1 of this Article shall be made by the two parties themselves, who shall be responsible before the law therefor.

ARTICLE 3. HANDOVER AND REGISTRATION OF LAND USE RIGHTS AND REGISTRATION OF OWNERSHIP OF ASSETS ATTACHED TO THE LAND

1. Party A is obliged to hand over the land plot and the assets attached to the land specified in Article 1 of this Contract, together with the documents evidencing the land use rights and the ownership of the assets attached to the land, to Party B at the time this Contract is notarised.
2. Party B is obliged to register the land use rights and the ownership of the assets attached to the land with the competent authority in accordance with the law.

ARTICLE 4. RESPONSIBILITY FOR TAXES AND FEES

Taxes and fees relating to the transfer of land use rights and assets attached to the land under this Contract shall be borne and paid by the party responsible for them under the law.

ARTICLE 5. METHOD OF DISPUTE RESOLUTION

During the performance of this Contract, should any dispute arise, the parties shall resolve it through negotiation on the principle of respecting each other's interests. Where the dispute cannot be resolved, either party has the right to initiate legal proceedings requesting the competent court to resolve the matter in accordance with the law.

ARTICLE 6. UNDERTAKINGS OF THE PARTIES

Party A and Party B are responsible before the law for the following undertakings:

1. Party A undertakes that:

- 1.1. The information concerning personal identity, the land plot and the assets attached to the land stated in this Contract is true;
- 1.2. The land plot falls within the cases in which land use rights may be transferred in accordance with the law;
- 1.3. At the time of entering into this Contract:
 - a) The land plot and the assets attached to the land are not subject to any dispute;

b) The land use rights and the assets attached to the land are not subject to distraint for the enforcement of a judgment;

1.4. The entry into this Contract is entirely voluntary and free from deception or coercion;

1.5. Party A shall duly and fully perform the agreements set out in this Contract.

2. Party B undertakes that:

2.1. The information concerning personal identity stated in this Contract is true;

2.2. Party B has carefully examined and is fully aware of the land plot and the assets attached to the land referred to in Article 1 of this Contract, and of the documents evidencing the land use rights and the ownership of the assets attached to the land;

2.3. The entry into this Contract is entirely voluntary and free from deception or coercion;

2.4. Party B shall duly and fully perform the agreements set out in this Contract.

ARTICLE 7. FINAL PROVISIONS

Both parties have clearly understood their rights, obligations and lawful interests, and the legal consequences of entering into this Contract.

PARTY A

(Signature and full name)

PARTY B

(Signature and full name)

DRAFT

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

**CONTRACT FOR THE TRANSFER OF LAND USE RIGHTS AND ASSETS
ATTACHED TO THE LAND**

We, the undersigned:

The Transferor (hereinafter referred to as “Party A”):

Ms. NGUYEN THI HOAI AN

Citizen ID No.: 064 305 011 277, issued by the Police Department for Administrative Management of Social Order

Permanent address: Group 2, Ia Kring, Pleiku City, Gia Lai Province

The Transferee (hereinafter referred to as “Party B”):

Name of organisation: VIETOURIST HOLDINGS JOINT STOCK COMPANY

Address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

Tax code: 0311273634

Represented by: Mr. Nguyen Duong Trung Hieu Position: General Director

The two parties agree to carry out the transfer of land use rights and assets attached to the land on the following terms:

**ARTICLE 1. LAND USE RIGHTS AND ASSETS ATTACHED TO THE LAND
TO BE TRANSFERRED**

1. Land use rights

Party A’s land use rights in respect of the land plot under the Certificate of Land Use Rights, Ownership of Housing and Other Assets Attached to Land issued by the People’s Committee of Tan Binh District on 26 December 2007, specifically as follows:

- Land plot No.: 96 Map sheet No.: 48
- Address of the land plot: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City;
- Land plot area: 95.86 m² (in words: ninety-five point eighty-six square metres).
- Form of use: private use
- Origin of use: recognised

2. Assets attached to the land: housing

- Total floor area: 263.17 m²
- Structure: brick walls, reinforced concrete floors, reinforced concrete roof
- Grade: Grade 2
- Number of storeys: 3 storeys plus rooftop terrace
- Term of use: long-term

ARTICLE 2. TRANSFER PRICE AND METHOD OF PAYMENT

1. The transfer price of the land use rights and the assets attached to the land specified in Article 1 of this Contract is:dong
(in words: Vietnam dong).
2. Method of payment: cash / bank transfer.
3. Payment of the amount referred to in Clause 1 of this Article shall be made by the two parties themselves, who shall be responsible before the law therefor.

ARTICLE 3. HANDOVER AND REGISTRATION OF LAND USE RIGHTS AND REGISTRATION OF OWNERSHIP OF ASSETS ATTACHED TO THE LAND

1. Party A is obliged to hand over the land plot and the assets attached to the land specified in Article 1 of this Contract, together with the documents evidencing the land use rights and the ownership of the assets attached to the land, to Party B at the time this Contract is notarised.
2. Party B is obliged to register the land use rights and the ownership of the assets attached to the land with the competent authority in accordance with the law.

ARTICLE 4. RESPONSIBILITY FOR TAXES AND FEES

Taxes and fees relating to the transfer of land use rights and assets attached to the land under this Contract shall be borne and paid by the party responsible for them under the law.

ARTICLE 5. METHOD OF DISPUTE RESOLUTION

During the performance of this Contract, should any dispute arise, the parties shall resolve it through negotiation on the principle of respecting each other's interests. Where the dispute cannot be resolved, either party has the right to initiate legal proceedings requesting the competent court to resolve the matter in accordance with the law.

ARTICLE 6. UNDERTAKINGS OF THE PARTIES

Party A and Party B are responsible before the law for the following undertakings:

1. Party A undertakes that:

- 1.1. The information concerning personal identity, the land plot and the assets attached to the land stated in this Contract is true;
- 1.2. The land plot falls within the cases in which land use rights may be transferred in accordance with the law;
- 1.3. At the time of entering into this Contract:
 - a) The land plot and the assets attached to the land are not subject to any dispute;
 - b) The land use rights and the assets attached to the land are not subject to distraint for the enforcement of a judgment;
- 1.4. The entry into this Contract is entirely voluntary and free from deception or coercion;
- 1.5. Party A shall duly and fully perform the agreements set out in this Contract.

2. Party B undertakes that:

- 2.1. The information concerning personal identity stated in this Contract is true;
- 2.2. Party B has carefully examined and is fully aware of the land plot and the assets attached to the land referred to in Article 1 of this Contract, and of the documents evidencing the land use rights and the ownership of the assets attached to the land;
- 2.3. The entry into this Contract is entirely voluntary and free from deception or coercion;
- 2.4. Party B shall duly and fully perform the agreements set out in this Contract.

ARTICLE 7. FINAL PROVISIONS

Both parties have clearly understood their rights, obligations and lawful interests, and the legal consequences of entering into this Contract.

PARTY A

(Signature and full name)

PARTY B

(Signature and full name)

No.: 14/2026/TT-DHĐCĐ-VTD

Ho Chi Minh City, 20 October 2026

DRAFT

PROPOSAL

Re: Approval of transactions with internal persons and related persons

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amending, supplementing and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amending and supplementing documents;*
- *Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter on organisation and operation of Vietourist Holdings Joint Stock Company.*

Under Resolution of the Annual General Meeting of Shareholders No. 01/2026/NQ-DHĐCĐ-VTD, the General Meeting of Shareholders approved in principle the carrying out of transactions with the Company's internal person, Mr. Tran Van Tuan – Chairman of the Company's Board of Directors, and with Ms. Nguyen Thi Hoai An, a person related to an internal person of the Company. On that basis, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the continued implementation of these transactions, with the following specific contents:

1. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the transaction to purchase the real estate located at 386/71C Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (address under the new administrative boundaries: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City), owned by Mr. Tran Van Tuan – Chairman of the Company's Board of Directors.

Asset information:

- Total area:
 - Land plot area: 93.6 m²
 - Construction area: 83.8 m²
 - Total floor area: 364.6 m²
- Expected purchase price: VND 30,000,000,000
- Expected implementation period: Q4/2026 to Q1/2027
- Draft contract attached

The General Meeting of Shareholders assigns and authorises the Board of Directors to carry out the procedures relating to the above transaction, including but not limited to determining the time of implementation and adjusting the purchase price within a range of $\pm 10\%$ of the expected price, ensuring compliance with the law, the Company's regulations and the interests of Shareholders.

2. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the transaction to purchase the real estate located at 23/6 C1 Street, Ward 13, Tan Binh District, Ho Chi Minh City (address under the new administrative boundaries: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City), owned by Ms. Nguyen Thi Hoai An, a person related to an internal person of the Company.

Asset information:

- Total area:
 - Residential land area: 95.86 m²
 - Floor area (house, apartment): 263.17 m²
- Expected purchase price: VND 22,000,000,000
- Expected implementation period: Q4/2026 to Q1/2027
- Purpose of purchase: For use as working offices and/or combined office leasing
- Draft contract attached

The General Meeting of Shareholders assigns and authorises the Board of Directors to carry out the procedures relating to the above transaction, including but not limited to determining the time of implementation and adjusting the purchase price within a range of $\pm 10\%$ of the expected price, ensuring compliance with the law, the Company's regulations and the interests of Shareholders.

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

Recipients:

- *As above;*
- *Board of Directors; Supervisory Board;*
- *Executive Board;*
- *Filed at the Administration Office.*

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

Tran Van Tuan