

## PV2 INVESTMENT JOINT STOCK COMPANY

### AGENDA FOR THE 2025 ANNUAL GENERAL MEETING

Time: Opening at 09:00 AM on May 17, 2025

Venue: 25th Floor, PVI Tower, No. 01 Pham Van Bach Street, Yen Hoa Ward, Cau Giay District, Hanoi

TIME	AGENDA
08h30 AM - 09h00 AM	Welcoming and registration of attendees
09h00 AM - 09h10 AM	Opening of the Meeting
09h10 AM – 09h20 AM	Approval of the Regulation on organizing the 2025 Annual General Meeting of Shareholders, the Meeting Agenda, and the Vote Counting Committee
09h20 AM – 10h15 AM	<u><i>Presentation of Reports and Proposals</i></u>
	- Report on the 2024 Business performance and the Business Plan for 2025
	- Report on activities of the BOD in 2024, Direction and action plan of BOD in 2025
	- The Audited financial statements for 2024; The distribution of profit after tax for the year 2024 and the Plan for distribution of profit after tax for the year 2025
	- Proposal on the selection of an independent auditing firm to audit the 2025 financial statements
	- Proposal on the report of remuneration and salary paid to BOD's members in 2024 and remuneration/salary plan for the BOD's members in 2025
	- Proposal on amending and additions to the Company's Internal Regulations on Corporate Governance
	- Proposal on the dismissal and election of additional members of the Board of Directors
10h15 AM – 10h25 AM	Discussion and Vote on the Proposals/Reports
10h25 AM – 10h30 AM	Report on the results of the nominations of additional members of the BOD and the Election of Additional BOD members
10h30 AM – 10h35 AM	Break
10h35 AM – 10h40 AM	Announcement of Vote Counting Results
10h40 AM – 10h45 AM	Approval of the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders. Closing of the 2025 Annual General Meeting of Shareholders declared by the Chairman



PV2 INVESTMENT JSC

**PV2 INVESTMENT  
JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom - Happiness

*Hanoi, May 17th, 2025*

**REGULATION  
ON ORGANIZING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
OF PV2 INVESTMENT JOINT STOCK COMPANY**

**Chapter I  
GENERAL PROVISIONS**

**Article 1: Scope of the regulation**

This regulation applies to the organization of the 2025 Annual General Meeting of Shareholders (“the Meeting”) of PV2 Investment Joint Stock Company (“the Company”).

**Article 2:** This regulation consists of provisions on the rights and responsibilities of shareholders and attending parties at the Meeting, as well as the prerequisites and procedures for organizing the Meeting.

**Article 3:** Attending shareholders and parties are responsible for implementing this Regulation.

**Chapter II  
RIGHTS AND RESPONSIBILITIES OF PARTIES ATTENDING THE MEETING**

**Article 4: Rights and responsibilities of shareholders attending the Meeting**

1. Prerequisites to attend the Meeting:

All shareholders owning PV2’s shares according to the list finalized by the Vietnam Securities Depository and Clearing Corporation as of the record date of April 14th, 2025, and validly authorized representatives to attend the Meeting.

2. Rights and responsibilities of shareholders qualified to attend the Meeting

a. Shareholders or their authorized representatives (“the Shareholder”) must present the following documents upon registration to attend the Meeting:

- Invitation to the Meeting;

- Valid identification documents (originals or certified copies).
- A valid letter of authorization (in case of authorization), which must comply with legal and Company's regulations, clearly state the intent to authorize, and fully include the following information:
  - \* Detailed information of the authorizer;
  - \* Detailed information of the authorized person;
  - \* Number of authorized shares;
  - \* Specific content of authorization (the rights that the authorized person can exercise at the Meeting, for example the rights to attend, speak, vote);
  - \* Scope of authorization (applicable to the entire agenda or only specific issues);
  - \* Effective period of authorization;
  - \* Signature of the authorizer (including the stamp and signature of the legal representative of the organization in case of an organizational shareholder).
- b. Authorized representatives must submit the letter of authorization at registration. Sub-delegation requires additional written consent from the original authorizing party, the form and scope of the subsequent authorization(s) must be consistent with and do not surpass the original authorization.
- c. If shareholders wish to publicly express their opinion at the Meeting, approval from the Meeting's Chairman is required. Statements should be concise, focused, and relevant to the Meeting's approved agenda, without repeating previous statements. Shareholders attending the Meeting may also express their opinions in writing using question cards and submit them to the Secretary of the Meeting.
- d. Shareholders are entitled to vote on all matters within the authority of the General Meeting of Shareholders (GMS) in accordance with the Law on Enterprises and the Company's Charter.
- e. After the presentation of proposals and reports, Shareholders shall discuss and vote.
- f. Throughout the Meeting, Shareholders must comply with the directions of the Meeting Presidium and conduct themselves in an appropriate manner.
- g. Shareholders, representatives of organizational shareholders, or authorized representatives arriving after the Meeting's opening shall be allowed to attend the Meeting and vote on its contents after completing the check-in procedure. The Meeting's Chairman is not responsible for interrupting the Meeting for late shareholders to check in, and the validity of the meeting contents already voted upon and approved shall be maintained.

## **Article 5: Rights and responsibilities of the Meeting's Chairman**

1. The Chairman of the Board of Directors (BOD) shall be the Chairman of the Meeting Presidium
2. The Meeting Presidium shall have the following responsibilities:
  - a. To direct the Meeting in accordance with the agenda approved by the GMS, ensuring the Meeting proceeds in an orderly manner and accurately reflects the wishes of the majority of attending shareholders;
  - b. To guide and direct the discussions of delegates at the Meeting;
  - c. To present the Meeting contents within the GMS's authority for approval;
  - d. To address questions from shareholders within their authority.

**Article 6: Rights and responsibilities of the Committee for Shareholders' Attendance Eligibility Review for the GMS**

The formation of the Committee for Shareholders' Attendance Eligibility Review shall be decided by the BOD Chairman. The Committee shall:

- Check the documents presented by shareholders upon their registration against the attendance requirements and the list of shareholders as of the record date of April 14, 2025;
- Distribute meeting documents and ballots;
- Announce the Report on Shareholders' Attendance Eligibility Review prior to the Meeting's opening.

**Article 7: Rights and responsibilities of the Secretary at the Meeting**

1. The Chairman shall appoint one or multiple Secretaries.
2. The Secretary at the Meeting shall:
  - a. Record all contents of the GMS comprehensively and truthfully;
  - b. Support the Meeting Presidium in announcing the Meeting Minutes and the Resolution of the GMS, and in announcing messages from the Meeting Presidium to shareholders when required;
  - c. Collect question cards submitted by the Shareholders.

**Article 8: Rights and responsibilities of Vote Counting Committee**

1. The Meeting Presidium shall introduce the Vote Counting Committee for the GMS to approve
2. The Vote Counting Committee shall have the following responsibilities:
  - a. Explain the contents and instructions for ballots/voting cards;

- b. Supervise the voting process of the shareholders/authorized representatives attending the Meeting to ensure fairness and transparency;
- c. Count the number of ballots/voting cards issued and compare it to the number of ballots/voting cards collected;
- d. Consolidate the voting results for each item on the agenda;
- e. Prepare the vVte counting minutes; report the vote counting results to the Meeting Presidium and Secretary, announce the official election results to the entire GMS.

### **Chapter III**

#### **CONDUCTING THE GMS**

##### **Article 9: Prerequisites for Holding the GMS**

The GMS shall proceed in the presence of shareholders and authorized representatives representing at least 50% of the total voting shares based on the list of shareholders of the Company finalized by the Vietnam Securities Depository and Clearing Corporation as of the record date of April 14, 2025.

##### **Article 10: Order of Conduct at the GMS**

1. Meeting attendees shall dress formally.
2. Shareholders shall be seated in the areas designated by the Organizing Committee for the Meeting. All Shareholders must strictly comply with the directions of the Meeting Presidium and the Organizing Committee for the GMS.
3. Smoking is not permitted in the Meeting room.
4. Private conversations are not permitted and phones must be turned off/put on silent mode during the Meeting.

##### **Article 11: Voting and Election Procedures**

1. Voting on General Issues:
  - All general issues items of the GMS must be approved by collecting the public votes of all attending shareholders through the VOTING CARDS distributed during registration.
  - Each shareholder or valid authorized representative will be issued 01 VOTING CARD, which will include the shareholder's name, corresponding number of votes, and the Company's seal.

- The GMS shall discuss each issue on the agenda. Following the discussion, shareholders shall vote by raising their VOTING CARD to the following options: Approve, Disapprove, or Abstain.
  - During the voting process, the Vote Counting Committee will summarize the votes for each option (Approve, Disapprove, or Abstain) and report the results to the Chairman for immediate announcement after the voting on that issue is completed. The corresponding resolution will be passed according to the prescribed ratio.
2. Election of Board of Directors (BOD) members: The election of BOD members will be conducted in accordance with the REGULATIONS ON ELECTION OF ADDITIONAL BOD MEMBERS after being approved by the GMS.

#### **Article 12: Adoption of GMS Resolutions**

Resolutions of the GMS shall be adopted in accordance with the provisions of the Law on Enterprises, the Company's Charter, and relevant current legal provisions.

### **Chapter IV CLOSING THE GMS**

#### **Article 13: Meeting Minutes and Resolution of the GMS**

1. The Meeting Minutes and Resolution of the GMS must be approved before closing the GMS.
2. The Meeting Minutes and Resolution of the GMS shall be kept at the Company.

#### **Article 14: Effectiveness**

This Regulation consists of 14 (fourteen) articles and shall be announced at the Meeting. This Regulation shall take effect upon the adoption by the 2025 Annual General Meeting of Shareholders.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN

Nguyen Phuc Anh



*Hanoi, May 17th, 2025*

**REPORT**  
**ON THE 2024 BUSINESS PERFORMANCE**  
**AND THE BUSINESS PLAN FOR 2025**

DOCUMENT 1

TO: GENERAL MEETING OF SHAREHOLDERS

The CEO of PV2 Investment Joint Stock Company (PV2) respectfully reports to the 2025 Annual General Meeting of Shareholders (GMS) the Business performance in 2024 and the Business plan for 2025 as follows:

**I. BUSINESS PERFORMANCE IN 2024**

**1. Global and Vietnamese Economic Situation in 2024**

**a. Global Economy:**

- In 2024, the world faced many complex and unpredictable issues. Ongoing military conflicts, intense strategic competition among major powers, increasing trade protectionism, high government debt and budget deficits, the decline of some major economies, and disruptions to global supply chains have negatively impacted peace, stability, and economic growth.
- However, the global economy gradually stabilized thanks to improved global commerce, reduced inflationary pressure, eased financial markets, and a recovering labor market
- The rise of new technologies like AI creates both opportunities and challenges. The divergence in economic growth among regions and environmental issues, including climate change, are also notable factors.

**b. Vietnamese Economy:**

- In 2024, the Vietnamese economy continued to recover thanks to flexible and effective macroeconomic policies, characterized by controlled inflation, record export growth, and increasing foreign investment. Vietnam's GDP increased by 7.09%, making it a strong performer in the region. The country also actively pursued reforms, improved its institutions, adopted digital technologies, and developed tourism. However, challenges such as global economic instability, inflation risks, reliance on export activities and fluctuations in the stock and

real estate markets significantly influenced business outcomes, posing challenges to the participants

- The Vietnamese real estate market in 2024 recorded strong growth in supply and transactions, especially in the apartment segment. However, high real estate prices and the uneven distribution of supply are significant challenges.
- The Vietnamese stock market in 2024 maintained stable growth, with the VN-Index increasing and liquidity improving. Despite going through some periods of adjustment, investors' confidence remained strong thanks to a solid macroeconomic foundation and flexible management policies. Foreign capital flows witnessed divergence, but domestic cash flows continued to play an important role, demonstrating the market's maturity. However, the market still faces some challenges, including fluctuations in the global economy, global monetary policy, and inflationary pressures.

## 2. Implemented solutions in 2024:

### a. Optimizing Business and investment activities:

- Focus on core projects: PV2 focused on long term solutions optimizing all of its resources, prioritized key investment projects in which the company serves as the primary investor, ensuring optimal resource allocation and capital utilization.
- The company divested from underperforming investments and redirected funds to potential projects on the basis of ensuring both capital efficiency and preservation for the long run.
- Flexible securities management: PV2 implemented a dynamic approach to securities trading, restructured the portfolio to align with market trends, executed timely trades to enable good returns while following risk management principles.

### b. Enhancing corporate governance: Transparency and Accountability:

PV2 adhered strictly to regulatory requirements for business, financial and other information disclosure, fostering trust among shareholders and stakeholders.

### c. Strengthening financial management and debts/receivables recovery:

- Cost control: The Company continued to implement rigorous cost control measures on operating expenses and optimized the efficient allocation of financial resources.
- Debts/receivables recovery: The Company intensified debts/receivables recovery efforts for outstanding amounts, reducing the risk of bad debts and stabilizing cash flows for business operations.



### 3. Business performance results in 2024 were as follows:

#### a. Business performance results in 2024:

*Unit: million VND*

No.	Indicators	Plan 2024	Actual 2024	% Achieved
1	<b>Revenue</b>	<b>181,253</b>	<b>162,876</b>	<b>89.86%</b>
	- From real estate business activities	170,000	150,000	88.24%
	- From financial activities	11,253	12,876	114.42%
2	<b>Expenses</b>	<b>194,692</b>	<b>177,086</b>	<b>90.96%</b>
3	<b>Profit before tax</b>	<b>(13,439)</b>	<b>(14,210)</b>	

#### b. The 2024 Performance Overview

The year 2024 posed significant challenges to PV2 due to the volatility of the global economy and specific difficulties in Vietnam real estate market. Despite implementing various strategic measures, the Company's business results fell short of expectations, achieving only 89.86% of the revenue target and incurring a loss of VND 14.21 billion.

- Key factors affecting business performance
- Delays in project transfers: The inability to complete the transfer of the residential project in Long Tan and Phu Hoi, Nhon Trach, Dong Nai, had a substantial negative impact on revenue and profitability from real estate operations. This delay resulted in a loss of VND 17.71 billion for the project.
- Effective financial activities: The company's financial investment activities continued to yield positive outcomes, exceeding the target by 14.42%, demonstrating PV2's flexibility and adaptability in an unstable financial environment.
- Corporate governance evaluation
- Transparency and accountability: PV2 upheld transparency by ensuring compliance with regulatory requirements for information disclosure and financial reporting, fostering trust among stakeholders.
- Risk management: PV2 actively identified and assessed potential risks, with a focus on real estate projects and financial investment activities, to minimize adverse impacts.
- Strategic adjustments and improvements: The BOD and CEO took decisive action to evaluate market challenges and implement strategic adjustments aimed at improving performance and ensuring financial resilience.

### 4. Investment activities and project implementation

a. Project implementation

- ❖ The residential project located in Long Tan and Phu Hoi communes, Nhon Trach district, Dong Nai province

In 2024, the Company successfully completed all necessary legal procedures to qualify the project for ownership transfer. On December 30, 2024, the Board of Directors approved the transfer of the entire residential project located in Long Tan and Phu Hoi communes, Nhon Trach district, Dong Nai province, to Tay Tay Nam Investment Joint Stock Company. Accordingly, the transfer price of the entire project is VND 278,121,000,000 (*Two hundred seventy-eight billion one hundred twenty-one million VND*) including the entire value of land use rights, land use fees, land rental fees of the project; taxes, fees, charges (*excluding registration fees*) that PV2 has to pay and all costs of completing the technical infrastructure of the Project to be eligible for transfer, specifically:

- Land use right transfer price : VND 170,000,000,000
- Land use tax : VND 28,521,000,000
- Infrastructure investment : VND 79,600,000,000

Currently, the Company is coordinating with Tay Tay Nam Investment Joint Stock Company and relevant authorities in Dong Nai province to finalize the transfer procedures.

- ❖ Housing project for employees of Dung Quat Oil Refinery, Quang Ngai Province

During the implementation of this project, PV2 consistently complied with all legal regulations and directives issued by the Provincial People's Committee and relevant authorities of Quang Ngai province. However, due to complexities in the investor selection process under the Law on Investment and challenges related to land use regulations under the Land Law, the progress of the Housing Project for Employees of Dung Quat Oil Refinery has been significantly delayed. The timeline and resolution remain unclear. As a result, the Company has decided to temporarily suspend the project until further instructions are provided by the Provincial People's Committee and relevant authorities.

b. Investment activities

- ❖ PV2 holds equity stakes in several joint ventures and associated companies involved in various projects. For these indirectly managed projects, PV2 maintains strict oversight, monitors progress closely, and encourages partners to expedite investment timelines. At the same time, the Company is actively pursuing potential buyers to transfer these projects, aiming to recover its invested capital.
- ❖ Financial investment activities: Despite significant volatility and unpredictability in the financial markets, the Company's financial investment activities performed well in 2024. Revenue from these activities exceeded the annual plan by 14.42%.

c. Debt collection activities:

- Continue to coordinate with the Civil Judgment Enforcement Agency of Quang Nam province to enforce the judgment on Chi Thanh Company.
- Coordinate with lawyers regarding the lawsuit with Agribank at the People's Court of Nam Tu Liem district.

## **II. BUSINESS PLAN FOR 2025**

### **1. Opportunities and Challenges**

- In 2025, the Vietnamese economy stands at a crossroads, presented with significant growth opportunities while simultaneously facing considerable challenges amidst a volatile global landscape. Vietnam is projected to achieve a GDP growth rate ranging from 6.5% to 8% in 2025, primarily driven by a robust recovery in exports and public investment. The government has raised its growth target to at least 8%, with a focus on key sectors such as industrial manufacturing, digital transformation, and the green economy. Industries like technology, renewable energy, retail, and manufacturing continue to attract strong investment. The signing of approximately 40 cooperation agreements with China, including railway infrastructure development and the utilization of COMAC aircraft, unlocks opportunities for market expansion and enhanced regional connectivity.
- However, the Vietnamese economy is under significant pressure from US trade policy. The Trump administration's imposition of a 46% tariff on Vietnamese goods sent shockwaves through the export sector. Consequently, the VN-Index experienced a 7% decline following this announcement, marking its most substantial single-day drop since the establishment of the Vietnamese stock market. Furthermore, competition from low-priced Chinese goods and global geopolitical tensions also pose challenges for Vietnam in maintaining a balanced relationship with major partners.

### **2. Business Plan for 2025**

On the basis of opportunity and risk assessment for the year of 2025, PV2's business plan is as follow:

a. Optimize operational efficiency and risk control:

- Complete the transfer of the residential area project in Long Tan and Phu Hoi, Nhon Trach, Dong Nai to free up capital for reinvestment in new projects.
- Strengthen risk management capabilities in real estate and financial investment activities.
- Enhance cost management's efficiency, maintain a stable cash flow to support operational needs.

b. Improve investment activities' efficiency:

- Improve the efficiency of securities trading activities by restructuring the investment portfolio and adopting a flexible trading strategy to maximize returns while managing risks effectively.
- Fully divest from underperforming investments and identify new opportunities that align with long-term strategies and ensure capital safety.
- Diversify the portfolio, reduce risk concentration
- Recruit and train high-quality personnel, expand partner network to support research and evaluation of new investment opportunities.

c. Enhance corporate governance:

- Ensure timely and accurate disclosure of financial and operational information to stakeholders.
- Enhance strategic planning capabilities, risk management proficiency, and adaptation of new technology through targeted training and development programs for management and staff.
- Strengthen and improve the internal governance system for better operational efficiency.
- Review and update internal policies to ensure transparency, fairness and to align with evolving corporate governance standards and legal requirements.

d. KPI targets in Business plan

*Unit: million VND*

<b>No.</b>	<b>Indicators</b>	<b>Plan 2024</b>	<b>Actual 2024</b>
1	Revenue	162,876	148.083
2	Expenses	177,086	153.663
3	Profit before tax	(14,210)	(5.580)

Respectfully!

CHIEF EXECUTIVE OFFICER

Vu Xuan Han



*Hanoi, May 17th, 2025*

**REPORT**

**ON ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024,  
DIRECTION AND ACTION PLAN OF BOD IN 2025**

DOCUMENT 2

**TO: GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors (BOD) of PV2 Investment Joint Stock Company (PV2) respectfully reports to the 2025 Annual General Meeting of Shareholders (GMS) the Results of the BOD's Performance in 2024, and The 2025 plan of the BOD as follows:

**I. RESULTS OF THE BOD's PERFORMANCE IN 2024**

**1. Corporate governance:**

**a. Directing the implementation of business plan**

- In 2024, the BOD directly participated in the process of developing and monitoring the implementation of the company's business strategy, ensuring alignment with the long-term vision and objectives. Regularly reviewed and evaluated the effectiveness of the strategies, and made necessary adjustments to adapt to market fluctuations.
- Regarding project management, the (BOD) maintained close oversight of progress and quality, ensuring adherence to legal regulations and optimizing investment efficiency. Specifically, for the residential project located in Long Tan and Phu Hoi communes, Nhon Trach district, Dong Nai province, the BOD continues to diligently direct the implementation of necessary procedures to finalize the transfer process. The decision to temporarily suspend the Housing project for employees of Dung Quat Oil Refinery, Quang Ngai Province was made following a careful risk-benefit analysis by the BOD, demonstrating a prudent and responsible approach to resource management.
- The BOD also directed the CEO to strengthen financial management, cost control, and capital optimization, paying particular attention to debt/receivables recovery and accelerating the enforcement of court judgments, to ensure a stable cash flow for business operations.
- Business performance results in 2024:

*Unit: million VND*

No.	Indicators	Plan 2024	Actual 2024	% Achieved
1	Revenue	181,253	162,876	89.86%

	- From real estate business activities	170,000	150,000	88.24%
	- From financial activities	11,253	12,876	114.42%
<b>2</b>	<b>Expenses</b>	<b>194,692</b>	<b>177,086</b>	<b>90.96%</b>
<b>3</b>	<b>Profit before tax</b>	<b>(13,439)</b>	<b>(14,210)</b>	

- Despite business performance falling short of expectations, the BOD acknowledged that the CEO and other managers adhered to the Board's directives in 2024 operational activities. The target shortfall was primarily due to PV2's inability to finalize the ownership transfer for the Residential Area project in Long Tan and Phu Hoi, Nhon Trach - Dong Nai, which was projected to contribute to over 90% of PV2's revenue. Other business activities were executed effectively.

**b. Organize meetings according to functions, tasks and authorities:**

- The BOD carefully prepared and successfully conducted the 2024 Annual General Meeting of Shareholders on May 18, 2024, ensuring the full exercise of shareholder rights. The agenda items presented at the General Meeting were prepared with transparency, clarity, and comprehensive information.

*The 2024 Annual General Meeting of Shareholders approved the following contents:*

- Approval of 2023 Business Performance Report;
- Approval of the 2024 Business Plan;
- Approval of the BOD's Performance Report for 2023 and the 2024 Plan;
- Approval of 2023 Audited Financial Statements; 2023 Profit Distribution Plan and 2024 Profit Distribution Plan;
- Approval of the selection of Auditing firm for fiscal year 2024;
- Approval of remuneration for the BOD for 2023 and the 2024 plan
- The Board of Directors (BOD) convened in regular and ad-hoc meetings to ensure the timely discussion and resolution of critical issues. Board members actively engaged in discussions and contributed valuable insights, demonstrating a strong sense of responsibility. Comprehensive and detailed records were maintained for all meetings. Furthermore, the BOD enhanced the utilization of online meeting platforms, resulting in time and cost efficiencies, while maintaining a focus on the complete recording and secure storage of meeting minutes to ensure transparency and accountability.
- Meetings of the BOD:

NO.	FULL NAME	POSITION	NUMBER OF MEETINGS ATTENDED	ATTENDED RATIO
1	Mr. Nguyen Phuc Anh	Chairman & Legal Representative	6	100%

2	Mr. Nguyen Anh Tuan	Non-executive member	6	100%
3	Mr. Lam Nhat Son	Non-executive member	6	100%
4	Mr. Vu Xuan Han	Executive member; CEO & Legal Representative	6	100%
5	Mr. Phan Trinh Quoc Kien	Independent member	6	100%

**c. Enhance the Corporate Governance Model:**

Continuously review the Company Charter, Internal Regulations on Corporate Governance, and the BOD's Operating Regulations to ensure alignment with the Company's evolving operational landscape

**d. Select an audit firm as authorized by the GMS**

The Board of Directors (BOD) implemented a transparent and objective process for the selection of the audit firm, ensuring the independence and professionalism of the audit activities. The BOD also conducted a thorough assessment of the capacity and experience of potential audit firms to identify the most suitable entity for the Company's requirements. Consequently, the BOD appointed Nhan Tam Viet Auditing Company Limited to audit the Company's 2024 financial statements

**e. Performance results of each BOD member**

The assignment of responsibilities to BOD members was conducted with clarity and in alignment with each individual's professional expertise. The BOD members actively fulfilled their assigned functions and duties, participated in meetings and expressed their opinions, and vote on matters within the competence of the BOD.

Each BOD's member proactively planned their work and periodically monitored and pressed for the implementation of the BOD's Resolutions and Decisions within their respective areas of responsibility. Furthermore, BOD members consistently engaged in active exchange and discussion to achieve consensus and facilitate timely decisions aligned with the Company's operations. The BOD's Resolutions and Decisions are consistently based on a high level of agreement and consensus among its members

NO.	FULL NAME	POSITION	ASSIGNED TASKS
1	Mr. Nguyen Phuc Anh	Chairman & Legal Representative	<ul style="list-style-type: none"> <li>- Legal representative of the Company; Responsible for the corporate governance of the Company; Performs the duties of the Chairman of PV2's Board of Directors as stipulated in the Company Charter and internal regulations;</li> <li>- Directly oversees the Company's research</li> </ul>

			<p>and development strategies, long-term projects, and human resource;</p> <ul style="list-style-type: none"> <li>- Other rights and responsibilities as prescribed by law, the Company's Charter, and resolutions of the BOD.</li> </ul>
2	Mr. Nguyen Anh Tuan	Non-executive member	<ul style="list-style-type: none"> <li>- Performs the duties of a BOD's member as stipulated in the Company's Charter and internal regulations;</li> <li>- Advises the BOD on developing business strategies, evaluating the results of strategy implementation, and adjusting PV2's development strategies in each phase;</li> <li>- Other rights and responsibilities as prescribed by law, the Company's Charter, and resolutions of the BOD.</li> </ul>
3	Mr. Vu Xuan Han	Executive member; CEO & Legal Representative	<ul style="list-style-type: none"> <li>- Perform the duties of a BOD's member as stipulated in the Company's Charter and internal regulations;</li> <li>- Legal representative of the Company; Responsible for managing all business activities of the Company in accordance with the Charter, Resolutions, and decisions of the GMS and the BOD;</li> <li>- Responsible for information disclosure in accordance with legal regulations.</li> </ul>
4	Mr. Lam Nhat Son	Non-executive member	<ul style="list-style-type: none"> <li>- Performs the duties of a BOD's member as stipulated in the Company's Charter and internal regulations;</li> <li>- Supports the Company's securities investment activities;</li> <li>- Other rights and responsibilities as prescribed by law, the Company's Charter, and resolutions of the BOD.</li> </ul>



5	Mr. Phan Trinh Quoc Kien	Independent member	<ul style="list-style-type: none"> <li>- Performs the duties of a BOD's member as stipulated in the Company's Charter and internal regulations;</li> <li>- Advises and support the BOD in supervising PV2's investment activities; Participates in building and completing the investment risk assessment and management system at PV2;</li> <li>- Directs the activities of the Audit Committee;</li> <li>- Other rights and responsibilities as prescribed by law, the Company's Charter, and resolutions of the BOD.</li> </ul>
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**f. Resolutions/Decisions of the BOD**

In 2024, the BOD issued numerous Resolutions and Decisions to ensure the effective and legally-compliant conduct of the company's business operations. These decisions encompassed the extension of the date to hold the 2024 Annual GMS, approval of periodic business performance reports and subsequent business plans, the selection of an audit firm, and the ratification of significant transactions. All Resolutions and Decisions were approved with unanimous votes, underscoring the strong consensus among Board members in critical decision-making processes.

Details of the specific Resolutions are as follows:

No.	Resolution/Decision No.	Date	Content	Approval rate
1	01/2024/NQ-HDQT	03/04/2024	<p>Approval of the extension of the date to hold the 2024 Annual GMS according to Clause 2 Article 139 of the Law of Enterprises:</p> <ul style="list-style-type: none"> <li>- Record date for shareholders' rights: April 24, 2024.</li> <li>- Date of the Annual GMS: May 18, 2024.</li> </ul>	100%
2	02/2024/NQ – HDQT	25/04/2024	<ul style="list-style-type: none"> <li>- Approval of the Q1 2024 Business Performance Report and the Q2 2024 Business Plan;</li> <li>- Approval of the agenda and documents for</li> </ul>	100%

			submission to the 2024 Annual GMS.	100%
3	03/2024/NQ – HDQT	19/07/2024	<ul style="list-style-type: none"> <li>- Approval of the Business Performance Report for the first 6 months of 2024 and the Business Plan for the last 6 months of 2024;</li> <li>- Approval the selection of Nhan Tam Viet Auditing Co., Ltd. as the auditor for PV2's 2024 financial statements.</li> <li>- Approval of the Performance Bonus Policy for securities investment activities.</li> </ul>	100%  100%  100%
4	04/2024/NQ – HDQT	25/10/2024	<ul style="list-style-type: none"> <li>- Approval of the Business Performance Report for the first 9 months of 2024 and the Business Plan for the last 3 months of 2024;</li> </ul>	100%
5	05/2024/NQ – HDQT	12/12/2024	<ul style="list-style-type: none"> <li>- Approval of the capital contribution to establish Smart Automation Management Joint Stock Company;</li> <li>- Approval of the appointment of the representative for PV2's contributed capital in Smart Automation Management Joint Stock Company.</li> </ul>	100%  100%
6	06/2024/NQ – HDQT	31/12/2024	<ul style="list-style-type: none"> <li>- Approval of the transferring ownership of Residential project in Long Tan and Phu Hoi communes, Nhon Trach district, Dong Nai province to Tay Tay Nam Joint Stock Company;</li> <li>- Approval of the documents, transfer plan, implementation method, transfer area, transfer value, and other specific details related to the transfer of this project.</li> </ul>	100%  100%

## 2. The supervision of the CEO and other managers

In 2024, the BOD effectively and comprehensively supervised the CEO and other managers to ensure the Company's operations adhered to legal requirements, the Company Charter, and the resolutions of the General Meeting of Shareholders. This supervision was conducted through the following means:

Supervision via reports and meetings:

- The Board mandated regular reports from the CEO and other managers on business performance, financial status, project progress, and emerging issues.
- During both regular and extraordinary meetings, the Board directly received reports, questioned and discussed with the CEO and other managers to evaluate performance and provide timely guidance.

Supervision via regular communication:

Beyond formal meetings, the BOD, the CEO and other managers maintained consistent communication through direct channels and telephone, ensuring continuous information updates and prompt resolution of issues.

Supervision of resolution and regulation implementation:

- The BOD closely monitored the implementation of its resolutions and regulations, ensuring their effectiveness and compliance.
- The Board of Directors assessed that the CEO and other managers operated within the defined delegation of authority between the Board and the CEO and successfully fulfilled their management and operational responsibilities in 2024.

### **3. Report of the Independent Member of the BOD**

#### **a. Report of the Independent Member of the BOD**

Mr. Phan Trinh Quoc Kien – Independent Member of the BOD of PV2 for the term 2021 – 2026 has reported on his activities in 2024 as follows:

In his position as an independent member of the BOD and Chairman of the Audit Committee, Mr. Phan Trinh Quoc Kien has performed his duties in accordance with the provisions of law, the Company's Charter, and internal regulations. Mr. Phan Trinh Quoc Kien has focused on monitoring and evaluating PV2's operations, ensuring transparency, objectivity, and compliance with corporate governance standards, specifically as follows:

- Supervising operational activities:
  - Regularly monitored and evaluated the performance of the BOD, CEO and other managers, especially the implementation of the 2024 business plan.
  - Inspected the reasonableness, lawfulness, truthfulness and prudence in the management and the administration of business activities.
- Reviewing financial statements:
  - Appraised the completeness, legitimacy, and truthfulness of the reports on business activities, annual, bi-annual and quarterly financial statements.
  - Reviewed accounting books, accounting records, and other related documents.

- Contributing opinions and recommendations:

- Periodically provided evaluation and analysis based on financial data provided by PV2.
- Provided notes and recommendations to the Board of Management to improve operational efficiency and risk management.

**b. Assessment of the Independent Member of the BOD**

- Implementation of management and Executive duties by the BOD and CEO

- The BOD and CEO have complied with the provisions of law, the Company's Charter, and the Resolutions of the GMS.
- The regular meetings of the BOD has ensured timeliness and effectiveness in decision-making.

- Results of the Financial Statement Assessment

- PV2 has carried out accounting operations and bookkeeping in full compliance with applicable regulations. Accounting records have been maintained in a timely manner, accurately reflecting economic transactions arising during business operations
- The 2024 financial statements audited by Nhan Tam Viet Auditing Co., Ltd, fairly and accurately presented the financial situation of PV2, in accordance with legal regulations on accounting and the Vietnamese Accounting Standards and accounting system.

- Evaluation of the coordination between the Independent Member and the BOD, CEO and other managers

- In 2024, the Independent Members received full cooperation from the BOD, CEO and other managers in providing necessary information and documents for supervision and inspection
- The CEO's report on the 2024 business performance and the business plan for 2025 fully and truthfully reflected the Company's business operations. These reports, along with the audited 2024 Financial Statements, have been provided fully and promptly for the consolidation evaluation, and reporting of the assessment results at the 2025 Annual GMS.

- Evaluation of the handling of proposals from the Independent member

The BOD directed the review, consideration, and amendment of internal regulations and rules, management organizational structure, ensuring that the Company's management system gradually approaches best corporate governance practices, suitable for the Company's characteristics as proposed by the Independent member of the BOD.

**c. Remunerations and benefits of the BOD**

In 2024, the salary, rewards, remuneration and benefits for the members of the BOD are specifically as follows:

NO.	POSITION	NUMBER	TOTAL (VND)
1	Chairman & Legal Representative	01	319.000.000
2	Executive member of the BOD; CEO & Legal Representative	01	696.500.000
3	Non-executive member of the BOD	01	66.000.000

## II. BOD'S OPERATIONAL PLAN FOR 2025

The BOD will prioritize enhancing business performance and further refining the corporate governance system to ensure operational efficiency. Key areas of focus include:

### 1. Enhancing business performance:

- Direct the Board of Management to concentrate on achieving the 2025 business plan's targets. Strengthen risk management, particularly financial risks, ensure stable cash flow, and improve the effectiveness of debt/receivables collection and lawsuits' enforcement.
- Review and divest from underperforming investments. Actively seek and capitalize on new investment opportunities, ensuring capital efficiency and safety.

### 2. Refining the corporate governance system:

- Review, revise, and improve the company's internal regulations and rules, ensuring compliance with current legislation and corporate governance's best practices.
- Ensure transparency and accountability in the operations of the BOD, CEO and other managers.
- Enhance the capabilities of the management team, ensuring they possess the necessary skills and qualities to meet the company's objectives.

Respectfully submitted to the GMS!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nguyen Phuc Anh



*Hanoi, May 17th, 2025*

**PROPOSAL**

ON THE APPROVAL OF THE AUDITED FINANCIAL STATEMENTS FOR 2024;  
THE DISTRIBUTION OF PROFIT AFTER TAX FOR THE YEAR 2024  
AND THE PLAN FOR DISTRIBUTION OF PROFIT AFTER TAX FOR THE YEAR 2025

DOCUMENT 3

TO: THE GENERAL MEETING OF SHAREHOLDERS

**Pursuant to:**

- *Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The current Charter of PV2 Investment Joint Stock Company;*
- *Based on the 2024 Financial Statements audited by Nhan Tam Viet Auditing Company Limited,*

The Board of Directors (BOD) of PV2 Investment Joint Stock Company (PV2) hereby respectfully submits to the 2025 Annual General Meeting of Shareholders (GMS) for approval the following contents:

**1. The Financial Statements of PV2 for the year 2024, audited by Nhan Tam Viet Auditing Company Limited.**

The Financial Statements of PV2 for the year 2024 have been publicly disclosed as per the regulations and posted on the Company's website ([www.pv2.com.vn](http://www.pv2.com.vn)), including:

- a) Report of the CEO;
- b) Independent Auditor's Report;
- c) Audited financial statements:
  - Balance sheet as of 31 December 2024;
  - Income statement for the year 2024;
  - Cash flow statement for the year 2024;
- d) Notes to the financial statements for the year 2024;
- e) Appendix 01: Details of bad debts and provisions for bad debts;

Of which some financial indicators of 2024 are as bellow:

NO	ITEMS	ACTUAL 2024	ACTUAL 2023
1	Total assets	258,803	400,374
2	Revenue	162,876	16,282
3	Profit before tax	(14,210)	8,563
4	Profit after tax	(14,210)	8,563

## 2. Distribution of profit after tax for the year 2024:

As outlined in the 2024 business plan, PV2 projected a loss of VND 13.43 billion, resulting in no distributable profit for 2024. The audited financial statements for 2024 confirmed a loss of VND 14.21 billion, therefore PV2 has no profit available for distribution.

## 3. Plan for distribution of profit after tax for the year 2025:

According to the 2024 business plan, PV2 projected a loss of VND 5.58 billion. Consequently, there will be no profit distribution in 2025.

Respectfully./.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN

Nguyen Phuc Anh



**PV2 INVESTMENT  
JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom - Happiness

*Hanoi, May 17th, 2025*

**PROPOSAL**  
REGARDING THE SELECTION OF AN INDEPENDENT AUDITING FIRM  
TO AUDIT THE 2025 FINANCIAL STATEMENTS

DOCUMENT 4

TO: THE GENERAL MEETING OF SHAREHOLDERS

**Pursuant to:**

- *Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The current Charter of PV2 Investment Joint Stock Company;*
- *The competency of auditing firms approved by the Ministry of Finance and the State Securities Commission to audit the financial statements of public companies and listed companies;*

The Board of Directors of PV2 Investment Joint Stock Company respectfully submits this proposal to the 2025 Annual General Meeting of Shareholders (GMS) for the authorization to appoint an independent auditing firm, selected from the list approved by the Ministry of Finance for auditing public and listed companies in 2025, to provide audit and review services for the 2025 Financial Statements of PV2 Investment Joint Stock Company.

Respectfully submitted to the GMS!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nguyen Phuc Anh





Hanoi, May 17th, 2025

**PROPOSAL**

ON THE REPORT OF REMUNERATION AND SALARY PAID TO THE BOD'S MEMBERS IN 2024  
AND REMUNERATION AND SALARY PLAN FOR THE THE BOD'S MEMBERS IN 2025

DOCUMENT 5

TO: THE GENERAL MEETING OF SHAREHOLDERS

**Pursuant to:**

- Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The current Charter of PV2 Investment Joint Stock Company;
- Resolution No. 01/2024/NQ-ĐHĐCĐ dated May 18th, 2024 by the 2024 Annual General Meeting of Shareholders,

The Board of Directors (BOD) of PV2 Investment Joint Stock Company (PV2) hereby respectfully submits to the 2025 Annual General Meeting of Shareholders (GMS) for approval the report of the BOD's remuneration for 2024 and the estimated remuneration for 2025 as follows:

**1. Report on Remuneration/Salaries of the BOD for 2024**

**a. Salaries/Remuneration**

NO.	POSITION	NUMBER OF MEMBERS	ACTUAL EXPENDITURE (VND/ MEMBER /MONTH)	TOTAL 2024 (VND)
1	Chairman	01	25.000.000	300.000.000
2	Non-executive member of the BOD	01	5.500.000	66.000.000
Total		02	30.500.000	366.000.000

**b. Bonuses, other benefits, operating expenses of the Board of Directors**

- Other benefits for holidays and Tet...of the Chairman: 19,000,000 VND.
- Operating expenses of the BOD to perform assigned tasks are implemented according to the current regulations of PV2.

**2. Remuneration/Salary Plan for BOD in 2025.**

**a. Salaries/Remuneration**

NO.	POSITION	NUMBER OF MEMBERS	ACTUAL EXPENDITURE (VND/ MEMBER /MONTH)	TOTAL 2025 (VND)
1	Chairman	01	35.000.000	420.000.000
2	Member of the BOD	01	35.000.000	420.000.000
3	Non-executive member of the BOD	01	5.500.000	11.000.000
Total		03	75.500.000	851.000.000

b. Bonuses, other benefits, operating expenses of the Board of Directors

- Bonuses based on business performance; Supplementary salary and other benefits shall be carried out in accordance with the current company's regulations.
- Operating expenses of the BOD shall be carried out in accordance with the current company's regulations.
- In case of changes in the number of BOD members and/or adjustments to the remuneration/salary of the BOD in 2025, the remuneration/salary fund and other benefits will be adjusted accordingly.

Respectfully./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nguyen Phuc Anh



*Hanoi, May 17th, 2025*

**PROPOSAL**  
**ON THE AMENDMENTS AND ADDITIONS TO THE COMPANY'S**  
**INTERNAL REGULATIONS ON CORPORATE GOVERNANCE**

DOCUMENT 6

TO: THE GENERAL MEETING OF SHAREHOLDERS

**Pursuant to:**

- *Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The current Charter of PV2 Investment Joint Stock Company;*
- *Pursuant to the Company's Internal Regulations on Corporate Governance approved by the 2022 Annual General Meeting of Shareholders,*

The Board of Directors (BOD) of PV2 Investment Joint Stock Company (PV2) hereby respectfully submits to the 2025 Annual General Meeting of Shareholders (GMS) for approval of the amendments and additions to the Internal Regulations on Corporate Governance of PV2 Investment Joint Stock Company as follows:

**I. The necessity of supplementing and amending the Company's Internal Regulations on Corporate Governance:**

In light of rapid advancements in information technology, the adoption of online meetings, electronic voting, and other electronic modalities in the GMS's activities has become inevitable. Such adoption not only contributes to cost and time efficiencies but also allows shareholders to participate and exercise their rights effectively, especially those located remotely or unable to attend in person.

To align with this evolving trend and safeguard shareholder rights, the BOD recognizes the necessity to amend and supplement the Company's Internal Regulations on Corporate Governance. Specifically, this involves incorporating provisions related to the application of modern information technology, thereby enabling shareholders to attend and express their views at the GMS through online meetings, electronic voting, or other electronic means.

**II. Proposed amendments and additions:**

1. *Addition of Clause (g) to Article 2 regarding Virtual GMS following Clause (f):*

Insert the following clause (g) after clause (f) of Article 2:

(g) Utilizing Modern Information Technology for Attendance and Participation at the GMS:

- The Company may utilize modern information technology to facilitate shareholders' attendance and participation in discussions, voting, and elections at the GMS.

Depending on the Company's needs and specific circumstances, the BOD reserves the right to organize and implement the application of modern information technology (such as virtual meetings, electronic voting, or other electronic methods) to enable shareholders to attend, speak, vote, and elect at each GMS. Shareholders will be notified of such application, along with relevant organizational procedures, prior to the meeting via announcements on the Company's website.

2. *Addition of the following after the first bulletpoint of Clause (h) (formerly Clause (g)) of Article 2 regarding Meeting Attendance Registration:*

"In the event that the Company organizes the GMS as an online meeting, utilizes electronic voting, or conducts a hybrid meeting combining in-person and online participation, each shareholder will be provided by the Company or a designated third party with one access account. This account will include a username and password, which will be sent to the email address registered with the Vietnam Securities Depository and Clearing Corporation concurrently with the distribution of the meeting invitation."

3. *Addition to the end of Clause (k) (formerly Clause (j)) of Article 2 regarding Voting Methods:*

"In addition to in-person voting, shareholders attending online meetings may vote electronically. Detailed procedures and instructions for electronic voting will be provided in the GMS's meeting materials."

4. *Addition to the end of Clause (l) (formerly Clause (k)) of Article 2 regarding Vote Counting:*

Add the following method of vote counting to the end of Clause (l) (formerly (k)) of Article 2:

"For electronic voting, the number of votes/ballots cast by shareholders will be recorded on the system in accordance with the established principles."

5. *Addition to the end of Clause (n) (formerly Clause (m)) of Article 2 regarding Announcement of Voting Results:*

"For electronic voting, the vote counting results will be automatically aggregated by the software system and displayed publicly immediately following the conclusion of the voting period."

The BOD respectfully submits to the GMS for approval the additions and amendments to the Company's Internal Regulations on Corporate Governance as attached.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nguyen Phuc Anh



Hanoi, May 17th, 2025

## PROPOSAL

### REGARDING: DISMISSAL AND ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS

DOCUMENT 7

TO: GENERAL MEETING OF SHAREHOLDERS

#### **Pursuant to:**

- Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The current Charter of PV2 Investment Joint Stock Company;

The Board of Directors (BOD) of PV2 Investment Joint Stock Company (PV2) respectfully submits to the General Meeting of Shareholders (GMS) the proposal regarding the dismissal and election of additional members of the BOD as follows:

#### **1. Dismissal of BOD members:**

The BOD of PV2 has received a resignation letter from Mr. Lam Nhat Son, a member of the BOD, tendering his resignation from his position as a member of the BOD, effective March 3, 2025, due to personal reasons.

Pursuant to the provisions of Law on Enterprise No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and the current Charter of the Company, the BOD respectfully requests the GMS to consider and approve the dismissal of Mr. Lam Nhat Son from the BOD of PV2 Investment Joint Stock Company, effective from March 3, 2025, as per his resignation letter.

#### **2. Election additional of BOD members**

##### **a. Reasons for electing additional members to the Board of Directors:**

- At the 2020 Annual GMS held on April 20, 2020, the GMS elected Mr. Nguyen Anh Tuan as a member of the BOD of PV2 for a five-year term. This term has now concluded.
- Furthermore, as of March 3, 2025, Mr. Phan Trinh Quoc Kien no longer meets the standards and conditions stipulated in Clause 2, Article 155 of the 2020 Law on Enterprise to continue as an independent member of the BOD.
- According to Article 24 of the Company's Charter, the number of members of the BOD is set at five (05), of which at least 20% must be independent members. Therefore, 2025 GMS will consider the election of two (02) additional members to the BOD, including one (01) independent member, based on the following:

- Dismissal of Mr. Lam Nhat Son from the BOD;
- The conclusion of Nguyen Anh Tuan's term on the BOD;
- The necessity to appoint an independent member to the BOD to replace Mr. Phan Trinh Quoc Kien, who no longer meets the required criteria.

b. Number of additional members, conditions and method of electing additional members to the BOD:

- Number of additional members to be elected: Two (02) members of the BOD, including one (01) independent member.
- Nomination process: The nomination is carried out by shareholders, groups of shareholders or their authorized representatives who have the right to nominate, in compliance with the regulations of the Law on Enterprise and the current Company's Charter.
- Election method: Direct election at the GMS.
- Candidate criteria: Candidates must fully meet the conditions and standards stipulated by the Law on Enterprise and the current Company's Charter. In particular, candidates for the position of independent member of the BOD must satisfy the legal criteria for independence.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nguyen Phuc Anh



Hanoi, May 17th, 2025

## REPORT

### ON THE RESULTS OF THE NOMINATION OF ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS

DOCUMENT 8

TO: GENERAL MEETING OF SHAREHOLDERS

#### **Pursuant to:**

- *Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The current Charter of PV2 Investment Joint Stock Company;*
- *Nominations for additional members of the Board of Directors from shareholders/shareholder groups.*

The Board of Directors (BOD) of PV2 Investment Joint Stock Company (PV2) hereby respectfully reports to the General Meeting of Shareholders (GMS) on the results of the nominations for additional members of PV2's BOD as follows:

1. **Number of additional members to be elected:** Two (02) members of the BOD, including one (01) independent member.

2. **List of Nominees:**

- a. Nominee for the position of BOD Member (Non-Independent):

- *Full Name*

- Personal Identification Document No.:      Date of Issue:      Place of Issue:
- Permanent Address:
- Educational Background:      Major:

- ...

- b. Nominee for the position of Independent BOD Member:

- *Full Name*

- Personal Identification Document No.:      Date of Issue:      Place of Issue:
- Permanent Address:
- Educational Background:      Major:

- ...

c. Information of the Nominees:

Detailed profiles of the nominees, including resumes and relevant documents as required by law and the Company's Charter, have been provided to shareholders for their review and consideration prior to voting.

3. The BOD hereby reports to the GMS on the results of the nominations for additional members and respectfully requests the GMS to approve the list of qualified nominees for election of additional BOD members using cumulative voting.

**4. List of qualified nominees submitted to the GSM for pre-election approval (cumulative voting):**

Nominees for the position of BOD Member (Non-Independent):

- ...

Nominees for the position of Independent BOD Member:

- ...

Total Number of Nominees:

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

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN

Nguyen Phuc Anh





*Hanoi, May 17th, 2025*

## **REGULATION**

### **FOR THE ELECTION OF ADDITIONAL OF MEMBERS OF THE BOARD OF DIRECTORS AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

#### ***Pursuant to:***

- *Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The current Charter of PV2 Investment Joint Stock Company;*
- *The Proposal of the Board of Directors (“BOD”) regarding the dismissal and election of additional members of the BOD, presented to the 2025 Annual General Meeting of Shareholders (GMS),*

The 2025 GMS of PV2 Investment Joint Stock Company (“the Company”) shall proceed with the election of additional members of the BOD as follows:

#### **Article 1: Scope of the regulation**

This Regulation applies to the process and procedures for the election of additional members of the BOD of the Company at the 2025 AGMS

#### **Article 2: Number of members, criteria, and conditions for becoming a BOD Member**

1. Number of additional members to be elected:
  - The number of members to be elected to the BOD: two (02) members, including one (01) independent member.
  - The term of the elected members: 05 (five) years
2. Criteria and conditions for becoming a BOD Member: As specified in Article 155 of the Law on Enterprises No. 59/2020/QH14, specifically:
  - Not falling under the cases specified in Clause 2, Article 17 of the Law;
  - Possessing professional qualifications and experience in business administration or *in the sectors, industries, or business lines of the Company*; a member is not necessarily a shareholder of the Company;
  - A person may hold the position of a member of the BOD in up to five (5) other companies.

3. Additional criteria for independent members of the BOD: As per Clause 2, Article 155 of the Law on Enterprises No. 59/2020/QH14:
  - Not currently working for the Company or its parent company or subsidiary company; and has not worked for the Company or its parent company or subsidiary company within at least the last three (03) years;
  - Not receiving a salary from the company, except for the allowances which members of the BOD are entitled to as per regulations;
  - His/her spouse, biological parents, adoptive parents, biological children, adopted children, and siblings are not major shareholders of the company, executives of the company, or its subsidiary companies;
  - Not directly or indirectly holding 1% or more of the company's voting shares;
  - Has not held the position of member of the BOD or the Board of Supervisors of the company within at least the last five (05) years, unless he/she was appointed for two consecutive terms.

### **Article 3: Participants of Election**

Shareholders and authorized representatives (hereinafter collectively referred to as "Shareholders") are entitled to vote in accordance with the list of shareholders of the Company as finalized by the Vietnam Securities Depository and Clearing Corporation on April 14, 2025.

### **Article 4: Ballot and instructions for completing the ballot**

1. The list of candidates for election of additional members of the BOD (including independent and non-independent members) shall be prepared and presented to the GMS for approval. The candidate list shall be arranged alphabetically by full name on the Ballots.
2. Ballots and instructions for completing the ballot:
  - Ballots will be standardized, displaying the total number of votes a shareholder possesses, which is the total number of shares they own multiplied by the number of BOD members to be elected.

$$\begin{array}{|c|} \hline \text{Total number of} \\ \text{votes} \\ \hline \end{array} = \begin{array}{|c|} \hline \text{Total number of shares} \\ \text{owned and/or} \\ \text{represented} \\ \hline \end{array} \times \begin{array}{|c|} \hline \text{Number of BOD members} \\ \text{to be elected} \\ \hline \end{array}$$

- Shareholders shall fill in the number of votes for each candidate in the corresponding blank fields in the Ballots.
- Ballots shall be issued by the GMS's Organizing Committee and must bear the Company's seal. The ballots must contain the following information:
  - The Company name.
  - Name of the GMS;

- Election details (election of additional BOD members).
  - List of candidates (clearly stating the full name and title of each candidate: Member or Independent Member of the BOD);
  - Total votes;
  - Blank fields for shareholders to write the number of votes for each candidate.
  - Instructions on how to complete the ballots.
- The total number of votes for each shareholder is equal to the number of shares owned and/or represented multiplied by the number of BOD members to be elected (02 members).
  - Shareholders (or their authorized representatives) may use all or part of their votes for one or multiple candidates in the corresponding blank boxes on the ballot. The total number of votes a shareholder allocates to all candidates must not exceed the total number of votes the shareholder holds.
3. Invalidity of Ballots:
- Ballots not following the prescribed template or without the Company seal.
  - Ballots containing any alteration not permitted or including names not on the GSM-approved candidate list.
  - Ballots in which the total number of votes for candidates exceeds the total number of votes that the shareholder is entitled to vote.
  - Ballots that are torn, damaged, or unreadable.
  - Ballots that fail to specify the number of votes for each candidate.

#### **Article 5: Voting Method and Cumulative Voting Principles**

1. The election of additional BOD members shall be conducted by secret ballot using cumulative voting.
2. Shareholders may allocate all or part of their votes to one or several candidates in the GSM-approved list.

#### **Article 6: Vote Counting Committee, Voting, and Vote counting**

1. Vote Counting Committee:
  - To be nominated by the Meeting's Chairman and approved by the GMS.
  - The Vote Counting Committee shall have the following responsibilities:
    - Explain the contents and instructions for completing ballots;
    - Supervise the voting process;
    - Count the number of ballots issued and received;

- Check the validity of the ballots;
- Consolidate the voting results;
- Prepare the vote counting minutes and announce the results to the entire the GMS

2. Voting process:

- The Organizing Committee of the GMS shall distribute ballots to shareholders or authorized representatives upon registration.
- Shareholders shall complete the ballots.
- Shareholders or authorized representatives shall deposit their ballots into the ballot box checked by the Vote Counting Committee and sealed in the presence of the GMS.

3. Principles of vote counting:

- The vote counting must be conducted publicly and transparently immediately after the end of voting.
- The Vote Counting Committee shall count the total number of ballots issued and collected, and check the number of validity and invalidity ballots.
- The Vote Counting Committee shall count the number of votes for each candidate.
- The vote counting shall be supervised by a shareholder representative (if requested and approved by the GMS).
- The voting results shall be recorded accurately in the vote counting minutes.

**Article 7: Principles for determining elected candidates**

1. The elected members of the BOD (including independent and non-independent members of the BOD) shall be determined based on the number of valid votes received, ranked from highest to lowest, until the required number of additional members is filled as prescribed in Article 2 of this Regulation.
2. To be elected as an independent member of the BOD, the candidate must fully meet the criteria specified in Clause 3, Article 2 of this Regulation and receive the highest number of votes among the candidates for this position.
3. If two (02) or more candidates for a BOD member position receive the same number of valid votes, the GMS will hold another election. This re-election will be among only those candidates who received the equal number of votes, and the voting method will be by raising voting cards, as decided by the GMS.

**Article 8: Vote counting minutes**

1. Once the vote counting is finished, the Vote Counting Committee must prepare the Vote Counting Minutes. These minutes must include the following information:

- Information about the Vote Counting Committee (full names of the members).
  - List of candidates;
  - Total number of ballots issued;
  - Total number of ballots collected;
  - Total number of valid ballots;
  - Total number of invalid ballots and reasons for invalidity;
  - Vote counting results for each candidate (number of votes received).
  - List of elected candidates and their positions (full names and title: BOD member or Independent BOD member);
  - Signatures of all members of the Vote Counting Committee.
2. The Minutes of the Vote Counting must be announced by the Head of the Vote Counting Committee or an authorized individual at the GMS.

**Article 9: Other provisions**

Any complaint regarding the election or vote counting will be addressed by the Chairman of the Meeting during the Meeting. The Chairman is responsible for reviewing and resolving these complaints in accordance with the law, the Company's Charter, and this Regulation. The Chairman will also inform the GMS of the resolution. The Chairman's decision on the complaint is final. Both the complaint's details and the resolution outcome must be recorded in the Minutes of the GMS.

**Article 10: Effectiveness**

This Regulation consists of 10 (ten) articles and shall be announced at the Meeting. This Regulation shall take effect upon the adoption by the Annual General Meeting of Shareholders 2025.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nguyen Phuc Anh



PV2 INVESTMENT JSC

**PV2 INVESTMENT  
JOINT STOCK COMPANY**

No: 01/2025/NQ- ĐHĐCĐ

**THE SOCIALIST REPUBLIC OF VIETNAM**

Independence – Freedom - Happiness

Hanoi, May 17th, 2025

**RESOLUTION  
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**GENERAL MEETING OF SHAREHOLDERS  
PV2 INVESTMENT JOINT STOCK COMPANY**

- Pursuant to Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the current Charter of PV2 Investment Joint Stock Company;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025 No. 01/2025/BB - ĐHĐCĐ dated May 17th, 2025 of PV2 Investment Joint Stock Company,

**RESOLUTION:**

**Article 1: Approval of the Report on the 2024 business performance as follow:**

*Unit: million VND*

NO.	INDICATORS	PLAN 2024	ACTUAL 2024	% ACHIEVED
1	<b>Revenue</b>	<b>181,253</b>	<b>162,876</b>	<b>89.86%</b>
	- From real estate business activities	170,000	150,000	88.24%
	- From financial activities	11,253	12,876	114.42%
2	<b>Expenses</b>	<b>194,692</b>	<b>177,086</b>	<b>90.96%</b>
3	<b>Profit before tax</b>	<b>(13,439)</b>	<b>(14,210)</b>	

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 2: Approval of the Business plan for 2025 as follow:**

*Unit: million VND*

NO.	INDICATORS	PLAN 2024	ACTUAL 2024
1	Revenue	162,876	148.083
2	Expenses	177,086	153.663
3	Profit before tax	(14,210)	(5.580)

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 3: Approval of the Report on activities of the BOD in 2024; Direction and action plan of the BOD in 2025**

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 4: Approval of The Financial Statements of PV2 for the year 2024, audited by Nhan Tam Viet Auditing Company Limited; The distribution of profit after tax for the year 2024 and the Plan for distribution of profit after tax for the year 2025.**

1. Approval of The Financial Statements of PV2 for the year 2024, audited by Nhan Tam Viet Auditing Company Limited;
2. Approval of The distribution of profit after tax for the year 2024: In 2024, PV2 incurred a loss of VND 14.21 billion, therefore there is no profit to distribute;
3. According to the 2025 business plan, PV2 is projected to incur a loss of 5.58 billion VND. Therefore, there will be no profit to distribute in 2025.

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 5: Approval of the selection of an independent audit firm to audit the 2025 financial statements.**

The General Meeting of Shareholders authorizes the Board of Directors to select one of the auditing firms for public companies and listed companies in 2025 to audit the 2025 financial statements for PV2.

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 6: Approval of remuneration and salary paid to BOD's members in 2024 and remuneration/salary plan for the Board members in 2025**

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 7: Approve of the amendments and additions to the Internal Regulations on Corporate Governance of PV2 Investment Joint Stock Company as per the attached appendix**

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 8: Approval of the dismissal and election of additional members of the Board of Directors**

The General Meeting of Shareholders approved the dismissal of Mr. Lam Nhat Son from the position of Member of the Board of Directors of PV2 according to his resignation letter effective from March 3, 2025, and agreed to elect two (02) additional members to the Board of Directors, including one (01) independent member at the Meeting.

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

**Article 9: Approval of the Report on results of the nomination of additional members to the Board of Directors and the Election of Additional Board Directors Members:**

*The number of approval votes is: ... , accounting for ...% of the total eligible votes at the General Meeting*

The General Meeting of Shareholders elected 02 members to the Board of Directors, including 01 independent member, the results are as follows:

TT	FULL NAME	TITLE	BALLOTS	RATIO
1		Member of the Board of Directors		
2		Independent Board Member		

The entire content of this Resolution has been read in the presence of the General Meeting of Shareholders and unanimously approved by the Annual General Meeting of Shareholders of PV2 Investment Corporation in 2025 and is effective from May 17, 2025.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS

CHAIRPERSON

Nguyen Phuc Anh