

No: 01 /NQ-ĐHĐCĐ

Son La, April 24 , 2025

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
NORTHWEST ELECTRICITY INVESTMENT AND DEVELOPMENT JOINT
STOCK COMPANY

Bases:

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company;
- Minutes of the Annual General Meeting of Shareholders 2025 No. 01 /BB-ĐHĐCĐ dated April 24, 2025 of Northwest Electricity Investment and Development Joint Stock Company.

RESOLUTION:

- Article 1.** Approval of the Report of the Board of Directors and General Director on the implementation of tasks and business plans in 2024 and tasks and business plans for 2025.
- Article 2.** Approval of the Supervisory Board Report 2024 and the operational plan and direction for 2025.
- Article 3.** The audited financial statements 2024 of Company.
- Article 4.** Approval of the remuneration settlement 2024 and the expected remuneration payment plan for 2025 of the members of the Board of Directors and the Board of Supervisors (according to the attached Submission No. 03/TTr-NED-HDB).
- Article 5.** Approval of profit distribution 2024 and profit distribution plan 2025 (according to attached Submission No. 04/TTr-NED-HDB).

The General Meeting of Shareholders approved the profit distribution plan 2024 as follows:

I. Profit distribution in 2024:

No.	Target	Unit	Amount	Note
-----	--------	------	--------	------

1	Accumulated undistributed profit after tax (PAT) up to the end of 2023 of the Parent Company	copper	52,163,036,792	
2	Undistributed net profit in 2024	copper	27,745,126,004	
3	Accumulated undistributed profit after tax up to December 31, 2024 on the Parent Company's Financial Statements	copper	79.908.162.796	
4	Accumulated undistributed profit after tax up to December 31, 2024 on Consolidated Financial Statements	copper	78,814,857,755	
5	Pay dividends in cash at a rate of 5% according to Resolution of the Annual General Meeting of Shareholders No. 01/NQ-ĐHĐCĐ dated June 26, 2023.	copper	20,250,000,000	
6	Profit distribution:		57,532,353,780	
-	<i>Pay dividends in shares, rate 14% of charter capital (Detailed plan attached)</i>	<i>copper</i>	<i>56,700,000,000</i>	
-	<i>Bonus and welfare fund deduction, rate 3% of 2024 profit after tax</i>	<i>copper</i>	<i>832,353,780</i>	
7	Undistributed retained earnings	copper	2,125,809,016	

II. Profit distribution plan for 2025:

No.	Target	Unit	Amount	Note
1	Cumulative undistributed profit after tax (PAT) by the end of 2024 of the Parent Company	copper	2,125,809,016	
2	Undistributed net profit in 2025 as planned	copper	28,430,000,000	
3	Accumulated undistributed net profit to December 31, 2025	copper	30,555,809,016	
6	Profit distribution:		28,554,900,000	
-	<i>Pay 6% dividend</i>	<i>copper</i>	<i>27,702,000,000</i>	
-	<i>Deducting bonus and welfare funds, rate 3% of net profit in 2025</i>	<i>copper</i>	<i>852,900,000</i>	
7	Undistributed retained earnings	copper	2.00.909.016	

The General Meeting of Shareholders authorizes the Board of Directors to proactively organize and implement the above-mentioned related tasks in accordance with the provisions of law and the Company's Charter. The Board of Directors decides to choose the time, draft the registration dossier for issuing shares to pay dividends in 2024 to submit to the State Securities Commission and carry out related procedures to complete the dividend payment in accordance with regulations.

Article 6. Approval of the plan to issue shares to pay dividends in 2024.

Details of the plan to issue shares to pay dividends in 2024 according to the attached Proposal No. 05/TTr-NED-HĐQT.

The General Meeting of Shareholders approved the plan to issue shares to pay dividends in 2024 and assigned the Board of Directors to carry out related procedures to issue shares to pay dividends in accordance with the provisions of law and the Company's Charter.

Article 7. Approving the authorization for the Board of Directors to select an independent auditor for the 2025 fiscal year (according to attached Submission No. 02/TTr-NED-BKS).

The General Meeting of Shareholders approved and authorized the Board of Directors to decide to select one of the following companies to sign a Contract as the auditing unit for the Company's fiscal year 2025:

1. CPA VIETNAM AUDITING COMPANY LIMITED (CPA VIETNAM).
2. AASC AUDITING COMPANY LIMITED (AASC).
3. A&C AUDITING AND CONSULTING COMPANY LIMITED (A&C).

Article 8. Approving the election of members of the Board of Directors and the Board of Supervisors of the Company for the 2025-2030 term.

- Regarding the number of members of the Board of Directors and Supervisory Board for the 2025-2030 term :
 - + Number of Board members: 03 members.
 - + Number of members of the Board of Supervisors: 03 members.
- Term of office: 05 years (from 2025 to 2030) ;
- Approving the Regulations on election of members of the Board of Directors and members of the Supervisory Board for the 2025-2030 term .
- Approving the list of candidates for election to the Board of Directors and Supervisory Board of the Company for the 2025-2030 term:

List of candidates for election to the Board of Directors for the 2025-2030 term:

No.	Candidate Name	Address	ID card number	Professional qualifications
1	Mr. Tran Van Ngu	B44-TT14 Van Quan	036079031956	Master of Business

		Y. Phuc, Van Quan, Ha Dong District, Hanoi City		Administration, Major in Accounting
2	Mrs. Tran Thi Hang	B44-TT14 Van Quan Y. Phuc, Van Quan, Ha Dong District, Hanoi City	036187004962	Bachelor, Major in Banking and Finance
3	Mr. Phi Van Thinh	Collective of Hydrogeological Federation, Hoang 4 Residential Area, Co Nhue 1, Bac Tu Liem, Hanoi	001079035631	Master of Business Administration, Major in Business Administration

List of candidates for election to the Board of Directors for the 2025-2030 term:

No.	Candidate Name	Address	ID card number	Professional qualifications
1	Mr. Luu Van Ho	P2807 Song Da Ha Dong complex building , KM10 Tran Phu, Van Quan, Ha Dong District, Hanoi City	036078022004	Bachelor of Science, Accounting
2	Mr. Nguyen Van Doanh	Cong Dien Hamlet, Nghia Thanh, Nghia Hung, Nam Dinh	036099004321	Bachelor of Electrical and Automation Engineering
3	Mr. Tran Van Phuc	Hong Phuc Village, My Tan, My Loc, Nam Dinh	036078017352	College, major in Electronics and Telecommunications

Article 9. Approving the election results of members of the Board of Directors and the Board of Supervisors, term 2025-2030.

Based on the election minutes, the results of the election of members of the Board of Directors and Supervisory Board for the 2025-2030 term are as follows:

I. Board of Directors members for the 2025-2030 term include:

1. Mr. Tran Van Ngu

2. Mrs. Tran Thi Hang

3. Mr. Phi Van Thinh

II . Members of the Board of Supervisors for the 2025-2030 term include :

1. Mr. Luu Van Ho

2. Mr. Nguyen Van Doanh

3. Mr. Tran Van Phuc

This Resolution takes effect from the date of signing.

Members of the Board of Directors, Board of Supervisors, Board of General Directors, departments/divisions, units in the Company, Factory Directors of affiliated units and related individuals are responsible for implementing this Resolution./.

Recipients:

- *Company Shareholders (company website);*
- *State Securities Commission, HNX;*
- *Board of Directors, Supervisory Board, Executive Board;*
- *Archives: office.*

**ON BEHAFT OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**



Tran Van Ngu



Son La, April 24, 2025

Number: 01 /BB-ĐHĐCĐ-NED

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
NORTHWEST ELECTRICITY INVESTMENT AND DEVELOPMENT
JOINT STOCK COMPANY

I. TIME AND LOCATION:

Today at 08:30 on April 24, 2025, at the head office of Northwest Electricity Investment and Development Joint Stock Company, Address: Pa Cong Village, Huoi Mot Commune, Song Ma District, Son La Province, Vietnam.

Northwest Electricity Investment and Development Joint Stock Company held the Annual General Meeting of Shareholders 2025 with the following contents:

II. THE MEETING PROGRAM:

A. Opening of the Meeting

1. Mr. Tran Van Ngu - Chairman of the Board of Directors announced the reason, introduced the delegates and the Shareholder Qualification Inspection Committee.
2. Mr. Doan Van Hieu - Head of the Shareholders' Qualification Examination Committee reported the results of the shareholders' qualification examination to attend the meeting as follows:
 - Total number of shares of the Company is: 40,500,000 shares.
 - Total number of shareholders invited to attend the meeting: 3,236 shareholders, representing 40,500,000 voting shares;
 - Number of shareholders present at the Meeting: There are 6 shareholders owning and/or representing ownership 21,970,550 shares, accounting for 54.25 % of the Company's voting shares.

Pursuant to Enterprise Law No. 59/2020/QH14 and the Company's Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company, the Annual General Meeting of Shareholders 2025 is legal, valid and qualified to proceed.

3. Mr. Pham Minh Ngoc introduced the Chairman of the Meeting as Mr. Tran Van Ngu - Chairman of the Board of Directors of the Company; Invited the Chairman of the Meeting to run the Meeting.
4. Mr. Tran Van Ngu - Chairman of the Meeting introduced and invited Mr. Pham Minh Ngoc - General Director of the Company to join the Meeting Presidium, elected the Meeting Secretariat, and approved the list of the Ballot Counting Committee as

follows:

a. The Presidium of the Meeting:

- Mr. Tran Van Ngu - Chairman of the Board of Directors - Chairman of the Meeting
- Mr. Pham Minh Ngoc - General Director - Member

b. Meeting Secretariat:

- Mr. Tran Van Thao

c. Counting Committee:

- Mr. Tran Van Chuan - Head of Board.
- Mr. Doan Van Hieu - Member
- Mr. Nguyen Van Tuan - Member.

Shareholders representing 100% of the shares with voting rights at the General Meeting voted to approve the List of the Presidium, the List of the General Meeting Secretariat and the Vote Counting Committee:

The General Meeting of Shareholders voted to approve with the following results:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %



5. Mr. Tran Van Ngu - Chairman of the Meeting approved the Meeting Program.

The General Meeting of Shareholders voted to approve the Meeting Agenda with the following results:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

6. Mr. Pham Minh Ngoc, General Director of the Company approved the Working Regulations at the Meeting.

The General Meeting of Shareholders voted to approve the Working Regulations at the General Meeting with the following results:

Voting opinion	Number of shares	Voting percentage calculated on the number
-----------------------	-------------------------	---

		of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

B. Meeting content:

1. Chairman of the Board of Directors Mr. Tran Van Ngu reported to the General Meeting of Shareholders on the activities of the Board of Directors in 2024 and the operation plan for 2025.
2. Head of the Board of Supervisors Mr. Luu Van Ho reported to the General Meeting of Shareholders on the activities of the Board of Supervisors in 2024 and the plan and direction of activities in 2025.
3. General Director Mr. Pham Minh Ngoc reported to the General Meeting of Shareholders on the implementation of tasks and business plans in 2024 and tasks and business plans in 2025.
4. General Director Mr. Pham Minh Ngoc reported to the Meeting for approval:
 - Proposal to approve the Audited Financial Statements for 2024;
 - Proposal to approve the 2024 profit distribution plan and the 2025 profit distribution plan;
 - Report on the settlement of remuneration for 2024 and the expected remuneration payment plan for 2025 of the members of the Board of Directors and the Board of Supervisors;
 - Proposal to approve the selection of an independent auditor to audit the 2025 financial statements
5. Mr. Tran Van Ngu , Chairman of the Board of Directors, presented to the Meeting the Proposal on the plan to issue shares to pay dividends in 2024.
Details of the plan to issue shares to pay dividends in 2024 according to the attached Submission No. 05 /TTr-NED-HĐQT.
6. Election of members of the Board of Directors and Supervisors of the Company for the term 2025-2030
Mr. Tran Van Ngu - Chairman of the Meeting presented and approved the Meeting:
 - Election of members of the Board of Directors and members of the Supervisory Board for the 2025-2030 term :

Regarding the number of members of the Board of Directors and Supervisory Board for the 2025-2030 term:

- + Number of Board members: 03 members.
- + Number of members of the Board of Supervisors: 03 members.

Term of office: 05 years (from 2025 to 2030)

- Approving the list of candidates for election to the Board of Directors and Supervisory Board for the 2025-2030 term;

✓ *List of candidates for election to the Board of Directors for the 2025-2030 term:*

No.	Candidate Name	Address	ID card number	Professional qualifications
1	Mr. Tran Van Ngu	B44-TT14 Van Quan Y. Phuc Road, Van Quan, Ha Dong District, Hanoi City	036079031956	Master of Business Administration, Major in Accounting
2	Mrs. Tran Thi Hang	B44-TT14 Van Quan Y. Phuc Road, Van Quan, Ha Dong District, Hanoi City	036187004962	Bachelor, Major in Banking and Finance
3	Mr. Phi Van Thinh	Collective of Hydrogeological Federation, Hoang 4 Residential Area, Co Nhue 1, Bac Tu Liem, Hanoi	001079035631	Master of Business Administration, Major in Business Administration

✓ *List of candidates for election to the Board of Directors for the 2025-2030 term:*

TT	Candidate Name	Address	ID card number	Professional qualifications
1	Mr. Luu Van Ho	P2807 Song Da Ha Dong complex building, KM10 Tran Phu, Van Quan, Ha Dong District, Hanoi City	036078022004	Bachelor of Science, Accounting
2	Mr. Nguyen Van Doanh	Cong Dien Hamlet, Nghia Thanh, Nghia Hung, Nam Dinh	036099004321	Bachelor, Major in Electrical Automation
3	Mr. Tran Van Phuc	Hong Phuc Village, My Tan, My Loc, Nam Dinh	036078017352	College, Major in Electronics and Telecommunications

- Approving the Regulations on the election of members of the Board of Directors and the Board of Supervisors for the 2025-2030 term.

The General Meeting of Shareholders unanimously voted to approve the above contents with the following results:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

- Mr. Tran Van Chuan - Head of the Vote Counting Committee guides shareholders in electing members of the Board of Directors and Supervisors of the Company for the 2025-2030 term.
- Company shareholders conduct elections for members of the Board of Directors and Company Supervisors for the 2025-2030 term according to regulations.

C. Meeting rest.

D. Discussion and shareholder comments:

The Meeting reached a high consensus, with no other opinions.

E. Vote on the contents of the Meeting's request for opinions:

- Total number of votes participating in the vote: 06 votes, 21,970,550 shares, equivalent to 54.25 % of voting rights;
 - Total number of valid votes: 06 votes, 21,970,550 shares, equivalent to 54.25 % of voting rights;
 - Total number of invalid votes: 0 votes, 0 shares;
1. Approval of the General Meeting of Shareholders' report on the Board of Directors' activities in 2024 and the 2025 operating plan.

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

2. Approval of the General Meeting of Shareholders' report on the activities of the Board of Supervisors in 2024 and the plan and direction of activities in 2025.

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

3. Approving the report of the General Meeting of Shareholders on the implementation of tasks and business plans in 2024 and tasks and business plans in 2025.

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

4. Through the Audited Financial Statements of 2024.

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

5. Approval of the 2024 profit distribution plan and the 2025 profit distribution plan (according to the attached Submission No. 04 /TTr-NED-HDB).

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100%
Disapprove	0	0%
No comments	0	0 %

6. Approval of the plan to issue shares to pay dividends in 2024 (according to attached Submission No. 05 / TTr-NED-HDB).

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100%
Disapprove	0	0%
No comments	0	0 %

7. Approval of the 2024 remuneration settlement and the expected remuneration payment plan for 2025 of the members of the Board of Directors and the Board of Supervisors (according to the attached Submission No.: 03 /TTr-NED-HDB).

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

8. Approving the authorization for the Board of Directors to select an independent auditor for the 2025 fiscal year (according to attached Submission No. 02 /TTr-NED-HĐQT).

The Meeting voted to approve:

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

F. Election results of members of the Board of Directors and Supervisors of the Company for the 2025-2030 term:

Election results of members of the Board of Directors and Supervisors of the Company for the 2025-2030 term:

✓ *List of candidates elected to the Board of Directors for the 2025-2030 term:*

TT	Full name	Number of votes	Proportion
1	Mr. Tran Van Ngu	21,970,550	100%
2	Mrs. Tran Thi Hang	21,970,550	100%

3	Mr. Phi Van Thinh	21,970,550	100%
---	-------------------	------------	------

✓ *List of candidates elected to the Board of Supervisors for the term 2020-2025:*

No.	Full name	Number of votes	Proportion
1	Mr. Luu Van Ho	21. 970 .550	100 %
2	Mr. Nguyen Van Doanh	21. 970 .550	100 %
3	Mr. Tran Van Phuc	21. 970 .550	100 %

G. Approval of the Minutes and Resolutions of the Meeting

Mr. Tran Van Thao - Secretariat presented the full text of the draft Minutes and Resolution of the Annual General Meeting of Shareholders 2025 of Northwest Electricity Investment and Development Joint Stock Company.

Mr. Tran Van Ngu - Chairman of the Board of Directors of the Company asked for the opinion of the General Meeting of Shareholders to approve the draft Minutes and Resolution of the Annual General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company.

Meeting of Shareholders unanimously approved the Minutes of the Meeting with the following results :

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

- The General Meeting of Shareholders unanimously passed the Resolution of the General Meeting with the following results :

Voting opinion	Number of shares	Voting percentage calculated on the number of shares with voting rights at the General Meeting
Approved	21,970,550	100 %
Disapprove	0	0%
No comments	0	0 %

The minutes were fully and honestly recorded by the General Meeting Secretariat, read before the Annual General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company, disclosed according to regulations and posted on the Company's website to inform all shareholders of the Company.

The Annual General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company ended at 11:45 a.m. on the same day.

SECRETARIAT

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**

Tran Van Thao



Tran Van Ngu

Recipients:

- Shareholders (company website);
- State Securities Commission/ Hanoi Stock Exchange;
- Board of Directors, Board of Management, Board of Supervisors;
- Archives: Office





LIST OF SHAREHOLDERS ATTENDING THE GENERAL MEETING

(Attached to the Minutes of the Annual General Meeting of Shareholders 2025)

No.	Full name of shareholder/ authorized person	Number of shares	Note
1	Tran Van Ngu	13,937,850	
2	Tran Thi Hang	6,317,000	
3	Pham Minh Ngoc	1,571,000	
5	Liu Wen Hu	118,000	
5	Doan Van Hieu	10,000	
6	Tran Van Thao	16,700	
Total		21,970 .550	

Son La ,24 April, 2025

No: 01/ QC-NED –ĐHĐCĐ

REGULATION
ORGANIZING AND VOTING AT THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2025
NORTHWEST ELECTRICITY INVESTMENT AND DEVELOPMENT
JOINT STOCK COMPANY

Pursuant to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and Decrees and Circulars guiding its implementation ;
- Securities Law No. 54/2019/QH14 dated November 26, 2019 and the amended Securities Law as well as Decrees and Circulars guiding their implementation.
- The Charter of organization and operation of Northwest Electricity Investment and Development Joint Stock Company has been approved by the General Meeting of Shareholders ;

CHAPTER I
GENERAL PROVISIONS

Article 1. Scope and subjects of application

1. These Regulations apply to the organization of the Annual General Meeting of Shareholders (“ **GMS** ”) in 2025 of Northwest Electricity Investment and Development Joint Stock Company (“ **Company** ”).
2. This Charter specifically stipulates the rights and obligations of Shareholders and authorized persons validly attending the meeting (hereinafter referred to as “ **Delegate** ”) and parties participating in the General Meeting, conditions and procedures for conducting the General Meeting.
3. Delegates and participants are responsible for complying with the provisions of this Regulation.

CHAPTER II
RIGHTS AND OBLIGATIONS OF MEETING PARTICIPANTS

Article 2. Rights and obligations of Shareholders or authorized representatives attending the General Meeting

1. Conditions for attending the General Meeting: Shareholders whose names are on the Company's list of Shareholders as of March 28, 2025 - The date of closing the list of Shareholders entitled to attend the General Meeting provided by the Vietnam Securities Depository and Clearing Corporation or a representative with valid written authorization .
2. Shareholders may authorize their representatives to attend the meeting. Authorization of

representatives to attend the General Meeting of Shareholders shall be implemented in accordance with the provisions of Article 16 of the current Company Charter. In case a shareholder is an organization owning at least 10% of the total number of voting shares and has more than one authorized representative attending the General Meeting, the number of shares of each representative attending must be specifically determined.

3. Rights of Delegates when attending the Meeting :

- a. Attend and speak on issues at the General Meeting of Shareholders . Exercise the right to vote directly or through an authorized representative or in other forms as prescribed by law or the Company's Charter. Each common share corresponds to one vote ;
- b. Discuss and vote on all matters within the authority of the Meeting as prescribed by the Law on Enterprises, the Company Charter and other relevant legal documents.
- c. Be informed by the organizing committee of the content, program of the Meeting and accompanying documents;
- d. Each Delegate attending the Meeting will receive a Voting Ballot and Voting Card after registering to attend the Meeting with the Delegate Qualification Examination Committee.
- e. Delegates arriving late before the Meeting has ended have the right to register and vote immediately at the Meeting on issues that have not been voted on. The Chairman is not responsible for stopping the Meeting and the validity of previously conducted votes is not affected.

4. Duties of Delegates when attending the Meeting:

- a. Shareholders and valid authorized persons attending the General Meeting must bring their Identity Card or Citizen Identification Card or Passport, or a copy of the Business Registration Certificate (for shareholders being organizations) , Power of Attorney (for authorized representatives) and register to attend the General Meeting with the Delegate Qualification Examination Committee;
- b. Meeting attire should be formal and polite;
- c. Recording and filming of the Meeting must be publicly announced and approved by the Meeting Chairman;
- d. Register to speak at the Meeting according to regulations, comply with the speaking time and content within the scope of the Meeting program;
- e. Speak and vote in accordance with the instructions of the Meeting Organizing Committee and comply with the direction of the Meeting Chairman;
- f. There must be no acts of obstruction, intimidation, or disorder that prevent the General Meeting of Shareholders from being conducted fairly and legally;
- g. Do not cause disturbance or obstruct the normal progress of the Meeting;
- h. Fully comply with the executive authority of the Chairman of the Meeting;
- i. Strictly comply with these Regulations and respect the results of the work at the Meeting.

Article 3. Rights and obligations of the Delegate Qualification Examination Board

Delegate Qualification Examination Board consists of one (01) Head of the Board and one (01) member decided by the Company's Board of Directors to perform the following functions and tasks:

- Checking the qualifications of Delegates attending the meeting: Shareholders attending the General Meeting and authorized persons are required to present their Identity Card or Citizen Identification Card or Passport, or a copy of the Business Registration Certificate (for shareholders who are organizations) , and Power of Attorney (for authorized representatives);
- Documents Distributed to Delegates : Voting Forms , Voting cards and other relevant meeting



documents;

- Report to the Meeting on the results of the qualification test of Delegates attend the Meeting at the time before the opening of the Meeting .
- Perform other tasks assigned by the Meeting Organizing Committee or the Meeting Chairman.

Article 4. Rights and obligations of the Ballot Counting Committee

1. The vote counting committee consists of one (01) Head and one (01) member proposed by the Chairman and approved by the General Meeting of Shareholders.
2. The Ballot Counting Committee is responsible for providing guidance on how to use the Voting Form. Voting cards; voting procedures and vote counting, calculation and exclusion of relevant Delegates without voting rights (if any) for each voting issue.
3. The Head of the Ballot Counting Committee reports to the Meeting on the vote counting results.
4. The counting committee is responsible for the accuracy and honesty of the announced vote counting results.
5. The vote counting committee is responsible for keeping, preserving and handing over all voting ballots and vote counting minutes to the Company's Board of Directors immediately after the end of the General Meeting.

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

1. The Chairman of the Board of Directors of the Company is the Chairman of the Meeting. The Presidium consists of members of the Board of Directors of the Company.
2. The Chairman has the right to conduct necessary activities to conduct the General Meeting of Shareholders in a valid and orderly manner; or to allow the General Meeting to reflect the wishes of the majority of the delegates attending;
3. The Chairman and the Presidium have the right to postpone the General Meeting of Shareholders. to another time (in accordance with the provisions of the Enterprise Law and the Company Charter) and at another location decided by the Chairman and the Presidium if one of the following cases occurs:
 - a. The meeting venue does not have enough seats or equipment to accommodate all delegates attending the meeting;
 - b. Attendees who obstruct, threaten, or disrupt the order of the meeting, risk disrupting the General Meeting of Shareholders. not conducted fairly and lawfully;
 - c. Postponement of the General Meeting of Shareholders is necessary for the proper conduct of the work of the Meeting.
4. The Chairman and the Presidium have the right not to respond or only acknowledge the opinions of the Delegates if the contents of the contributions and recommendations are outside the content of the Meeting's request for opinions.
5. The Chairman and the Presidium have the right to stop the Delegate's speech when the Delegate speaks beyond the prescribed time or the opinion is outside the content of the Meeting program or the opinion is duplicated.
6. Has the right to request competent authorities to maintain order at the meeting; expel those who cause disturbances, do not comply with the authority of the Chairman and the Presidium, and prevent the normal progress of the Meeting.
7. The Chairman nominates the General Meeting Secretariat and is approved by the General Meeting of Shareholders. The Secretariat is responsible for preparing the minutes and resolutions of the General Meeting and performing other supporting tasks as assigned by the Chairman.

CHAPTER III

MEETING PROCEDURE

Article 6. Conditions for holding the Meeting



1. The General Meeting of Shareholders is held when the number of delegates attending the meeting represents more than 50 % of the total number of shares with voting rights .
2. In case the General Meeting is not eligible to proceed according to the above regulations, the convening and conducting of the next General Meeting of Shareholders will be conducted according to the provisions of the Company Charter and the Law on Enterprises.

Article 7. Conduct of the Meeting

1. The meeting will take place in accordance with the agenda approved by the General Meeting of Shareholders .
2. The Meeting will discuss and approve the contents of the Meeting program in turn according to the voting form prescribed in Article 10 of these Regulations.
3. The Meeting closed after the Minutes and Resolution of the Meeting were approved.

Article 8. Approval of decisions of the Meeting

1. Decisions of the General Meeting, except for the issues specified in Clauses 1, 3, 4 and 5, Article 21 of the Company's Charter of Organization and Operation, are passed when approved by more than 50 % of the total votes of all shareholders attending and voting at the meeting.
2. The resolution on the following content shall be passed if approved by shareholders representing 65% or more of the total votes of all shareholders attending and voting at the meeting:
 - a. Types of shares and total number of shares of each type;
 - b. Change of industry, profession and business field;
 - c. Change the company's management structure;
 - d. Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial report, unless the company's charter stipulates a different ratio or value;
 - e. Reorganization, dissolution of the company;
3. Delegates vote to approve, disapprove or have no opinion on issues to be approved at the Meeting according to the provisions of Article 10 of these Regulations.

Article 9. Voting ballot

1. , stamped, hung and sent directly to Delegates by the Organizing Committee. (Including the Meeting documents).
2. On the Voting Ballot clearly stating the full name, delegate code and number of shares represented by that delegate .

Article 10. Voting procedures to approve contents at the Meeting

Voting at the Meeting is conducted through two methods: (1) raising the Voting Card; (2) collecting the Voting Card. Some terms used in the Voting Card and Voting Ballot are understood and explained as follows:

- “ **Delegate** ”: is understood as shareholder/authorized representative of shareholder;
- “ **Total number of representative shares** ”: is understood as the number of voting shares including the number of shares owned by the Delegate and/or authorized by one or more other Shareholders ;
- “ **No opinion** ”: is understood as the Delegate **having no opinion** on the voting content at the General Meeting agenda as prescribed in Clause 5, Article 146 of the Law on Enterprises

1. Voting by raising Voting Card

Each delegate attending the Meeting is given a voting card to vote on the contents of the Meeting. The voting card clearly states the name of the delegate , the number of shares with voting rights, the delegate code and is stamped with the red seal of Northwest Electricity Investment and Development Joint Stock Company .

Delegates vote by raising their Voting Cards (Agree/Disagree/No opinion) for each issue. For issues voted on by raising Voting Cards, Delegates raise their Voting Cards when asked by the Chairman.

Delegates' opinions on each issue voted on by Voting Cards are recorded specifically as follows:

- Under the direction of the Chairman, the Approving Delegates will raise their Voting Cards first, followed by the Disapproving or No Opinion Delegates will raise their Voting Cards in turn.
- In case a Delegate does not raise his/her voting card in all 3 votes of Approval, Disapproval and No opinion on a voting content, it is considered as a vote in favor of that voting content.
- In case a Delegate raises his/her voting card more than once (01) time for a voting content, the Delegate's final opinion on that voting content will be obtained.

The Vote Counting Committee monitors, records the voting results and reports to the Meeting.

2. Voting by ballot collection

Each Delegate is given 01 (one) Voting Form , clearly stating the Delegate's name , number of shares with voting rights, Delegate code, voting contents and stamped with the (red) seal of Northwest Electricity Investment and Development Joint Stock Company . Each Voting Form is used for a group of issues specifically recorded on that Voting Form. Each voting content on the Voting Form has 3 boxes for Delegates to choose their voting opinions including:

- *Vote for Approval;*
- *Disapprove vote ;*
- *Voting box No opinion .*

When voting on each content, the Delegate attending the meeting expresses his/her voting opinion (*Agree or Disagree or No opinion*) by *marking (x)* or *(v)* in the voting box, signing and writing his/her full name on the Voting Form to submit to the Vote Counting Committee.

Invalid voting content is content for which the Delegate does not mark any voting box or marks more than one voting box for the same voting content. If a valid voting ballot has one or more invalid voting contents, the remaining valid contents will still be counted in the voting result for that valid content.

Voting is invalid in the following cases:

- Voting ballots not following the form issued by the Meeting Organizing Committee and not stamped with the Company's seal;
- The ballot is torn, damaged or has any other symbols written on it;
- The voting ballot is not signed by the shareholder/shareholder's representative attending the meeting and the full name is clearly stated;
- The ballot was crossed out or altered;
- The ballot contains all invalid voting contents.

In case a Delegate or authorized person arrives at the meeting after the voting has ended, he/she is still allowed to register as a delegate and vote on issues arising after the Delegate has registered as a delegate, but is not allowed to participate in voting on issues that have already been voted on. In this case, the validity of the votes that have been conducted is not affected .

The submission of voting ballots is carried out at the command of the Chairman of the Meeting.

In case a Delegate requests to exchange the Voting Form due to being torn, damaged, or having accidentally written additional symbols on the Voting Form (“ **Damaged Voting Form** ”), if the Delegate has not yet put the ballot into the ballot box and the voting period has not expired, he/she has the right to directly meet the Ballot Counting Committee to return the damaged Voting Form in exchange for a new Voting Form to ensure the rights of shareholders. The Ballot Counting Committee collects the damaged Voting Forms and sends them back to the Chairman of the Meeting.



The Ballot Counting Committee is responsible for collecting voting ballots, counting voting ballots, making minutes of the voting results and reporting to the Meeting. Any complaints about the voting results will be considered and resolved by the Ballot Counting Committee immediately at the Meeting.

Article 11. Regulations on vote counting for voting by ballot

1. The Meeting's vote counting committee consists of 02 people: 01 Head and 01 Member introduced by the Meeting Chairman and approved by the Meeting.
2. Duties of the Counting Committee
 - a. After counting the votes, the Counting Committee will draw up the Minutes of the Counting.
 - b. The content of the vote counting minutes must include the following main contents:
 - Time and place of vote counting;
 - Composition of the Vote Counting Committee;
 - Total number of shares of the Delegates with voting rights attending the meeting;
 - Total number of shares of the Delegate with voting rights participating in the vote;
 - Number of votes issued and number of votes received
 - Number of valid and invalid votes;
 - Voting ratio for each content to be approved in the Meeting;
 - The vote counting minutes must be signed by the members of the Ballot Counting Committee and confirmed by the Chairman.

Article 12. Speaking at the Meeting

Delegates attending the meeting when expressing their opinions must register on the Expression Registration Form (according to the prescribed form) . In the Registration Form, Delegates The question or content of the speech must be clearly stated. The registration form will be sent to the Chairman for processing. When speaking, the content of the speech must be concise and consistent with the content being discussed at the Meeting and the Meeting program. Delegates must not repeat opinions that have been expressed by other Delegates and only opinions that are consistent with the content of the Meeting program will be recorded in the Meeting Minutes. The Chairman has the right to stop the Delegate 's speech when the above-mentioned time limit has passed or the opinions are inconsistent with the content of the Meeting program.

Article 13. Minutes of the Meeting

1. The meeting of the General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and stored in other electronic forms if permitted by the Chairman.
2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting.
3. The minutes of the Meeting, the minutes of the verification of the qualifications of the delegates , the minutes of the vote counting and other documents recording the proceedings and results of the Meeting must be kept at the Company's Head Office.
4. Minutes of the General Meeting of Shareholders must be sent to all Shareholders within 15 days from the end of the meeting; or published on the Company's website within 24 hours from the closing date of the meeting.
5. Minutes of the General Meeting of Shareholders are the basis for issuing the General Meeting Resolution.

Article 14. Meeting Resolution

Based on the results of the General Meeting, the Chairman prepares the General Meeting Resolution on the issues approved by the General Meeting of Shareholders . The General Meeting Resolution must be read at the General Meeting of Shareholders for approval by the Delegates

and must be published on the Company's website within 24 hours from the closing date of the meeting.

Article 15. Effectiveness of the Regulations

1. This Charter consists of three (03) Chapters, fifteen (15) Articles and takes effect immediately after being voted and approved by the General Meeting of Shareholders ;
2. General Meeting of Shareholders has the right to decide on amendments and supplements to this Regulation.

**ON BEHALFT OF THE GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**



Tran Van Ngu



Son La, April 02th, 2025

**REPORT
OF THE BOARD OF DIRECTORS AND THE BOARD OF
MANAGEMENT**

**On the implementation of tasks and production and business plans in 2024
business production plan 2025**

**To: General Meeting of Shareholders of Northwest Electricity Investment and
Development Joint Stock Company**

Pursuant to:

- *Law on Enterprises dated June 17, 2020;*
- *Decree 155/2020/ND-CP dated December 31, 2020 detailing a number of articles of the Law on Securities;*
- *Charter of Organization and Operation of Tay Bac Electricity Investment and Development Joint Stock Company;*
- *Resolution No. 01/NQ-ĐHĐCĐ dated July 26, 2024 of the 2024 Annual General Meeting of Shareholders of Tay Bac Power Investment and Development Joint Stock Company;*

A. GENERAL OVERVIEW OF THE COMPANY

1. Main business lines of the Company:

- Investment in construction of small and medium hydroelectric projects,
- Production and trading of electricity and commercial goods;
- Construction of civil, industrial, traffic, irrigation, electrical works...
- And some other business lines according to Business Registration.

2. Charter capital of the Company

- The Company's charter capital is: 405,000,000,000 VND

3. Board of Directors

The Company's Board of Directors currently consists of:

- | | |
|-----------------------|--------------------------------------|
| 1. Mr. Tran Van Ngu | - Chairman of the Board of Directors |
| 2. Mrs. Tran Thi Hang | - Member of Board of Directors |
| 3. Mr. Tran Van Huyen | - Member of Board of Directors |

4. The current Board of Directors ("Board of Directors") includes:

Mr. Pham Minh Ngoc

- General Director of the Company

Mr. Tran Van Thao

- Deputy General Director

5. Total number of employees of the Company as of March 31, 2025 is : 42 employees.

B. REPORT ON TASKS PERFORMANCE RESULTS IN 2024

1. Production and business results in 2024

No.	Target	Unit	Plan 2024	Performance in 2024	Performance/ Plan ratio 2024
I	COMPANY CONSOLIDATION				
1	Total revenue and income	VND	78,033	90,663	116.19%
	- Electricity production and trading		78,033	86,951	111.43%
	- Financial Activities			3,668	
	- Other income			44	
2	Profit before tax	VND	12,127	29,304	241.64%
3	Profit after corporate income tax	VND	9,555	27,945	292.46%
4	Profit Margin/Equity Ratio		2.40%	5.70%	237.50%
II	PARENT COMPANY				
1	Total revenue and income	VND	65,710	77,371	117.75%
	- Electricity production and trading		65,710	73,661	112.10%
	- Financial Activities			3667	
	- Other income		-	44	
2	Profit before tax	VND	12,859	29,280	227.70%
3	Profit after corporate income tax	VND	10,288	27,745	269.68%
4	Profit Margin/Equity Ratio	VND	2.50%	5.69%	

2. Assessment of task implementation in 2024

2.1. Results has been done

- Exceed all production and business targets for 2024 set by the shareholders' meeting.

- Factories have performed periodic maintenance and repair of the plant's machines and equipment weekly, monthly and yearly according to plan. During the implementation process, there is always a report evaluating the results achieved to provide timely solutions when problems arise.

- Power plants generate maximum output during peak hours in the dry season; in the rainy season, they increase garbage collection when flood water comes to avoid reducing the power generation capacity of generators or having to stop the machines due to blockage of firewood.

- Organize reservoir clearance to increase the useful capacity of the reservoirs of the factories, thereby helping to increase the efficiency and ability to regulate the reservoirs of the factories in the dry season.

- Factories plan weekly and monthly inspections and monitoring of canal and tunnel systems and transmission lines.
- Factory employees constantly learn and participate in training courses to improve their skills in factory management and operation.
- The results of periodic repair and maintenance work at the factories over the years have been carried out very seriously and achieved good results. Factory operating staff and workers have improved their skills, performed quick troubleshooting work to put the units into operation, and operated the units to ensure safety and efficiency.
- Continuously supplement and improve the corporate governance document system based on updating legal regulations and the actual operating situation of the Company to achieve the highest efficiency.
- Purchase property risk insurance (including compulsory fire and explosion insurance) and insurance for completed civil engineering works of hydropower plants.
- Flood and storm prevention and rescue work at the factory: Carry out good preparation work, always be proactive and ready in flood and storm prevention work to ensure the safety of dams, reservoirs and construction items, especially in the year when the factories were affected by the strongest storm YAGI in the past 70 years, but thanks to proactive response work, the factories operated safely and effectively, without suffering damage due to the storm's impact.
- Coordinate with higher-level factories and electricity management agencies such as A1, B17, etc. to generate electricity at maximum capacity when there is water, taking advantage of generating electricity during high-priced hours of the day.
- Maintain good relations with local authorities, management agencies and factories at the same level to facilitate the Company in its production and business activities.
- The company has also restructured its debts, reducing interest expenses, thereby improving production and business efficiency.
- In 2024, the Company also divested from the industrial park real estate sector, focusing on electricity production and trading.
- Ensure rights and obligations for employees in the Company.

2.2. Unfinished tasks

In 2024, the 2022 dividend payment will not be made at a rate of 5% of charter capital according to the resolution of the 2023 General Meeting of Shareholders.

B. PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS IN 2024

1. Evaluation of the Board of Directors' ("BOD") management performance in 2024

In 2024, the Board of Directors of the Company performed its assigned rights and duties in accordance with the provisions of law, the Company's Charter and the Resolution of the General Meeting of Shareholders ("GMS"); ensuring the legitimate rights and interests of the Company and its Shareholders, and performing well the inspection and supervision of the Board of Directors and the executive apparatus in production and business activities. Periodically convene meetings to review the results of the implementation of tasks and the Company's production and business plan, and at the same time set out tasks and tasks to be performed in the following period. At the

meetings, members focused on analyzing, evaluating, and reviewing objective and subjective causes, what has been done and what has not been done, and gave strong directions to ensure the production and business plan objectives (" P&B ") of the unit as well as the tasks assigned by the General Meeting of Shareholders.

In 2024 , the Board of Directors of the Company completed the assigned tasks of operating the Company to save costs, ensure safety in production, operate in accordance with the law, gain the trust of employees in the Company, have good relationships with partners and state management agencies. Directed the full implementation of the Company's obligations to the State regarding taxes and fees.

In 2024, the Board of Directors issued 30 Resolutions to facilitate the management and operation of the Company. The issuance of Resolutions and Decisions of the Board of Directors always complies with the provisions of law and the Charter of the organization and operation of the Company. The Resolutions and Decisions of the Board of Directors are highly enforceable and are seriously organized and implemented by the General Director. The list of Resolutions/Decisions of the Board of Directors issued in 2024 has been listed and announced in the 2024 Management Report.

2. Remuneration, operating expenses and other benefits of the Board of Directors

The report on remuneration for the Board of Directors in 2024 is presented specifically in the Board of Directors' Proposal on remuneration of the Board of Directors submitted to the 2024 General Meeting of Shareholders.

In addition, the company does not have other policies for members of the Board of Directors.

3. Transactions between the Company and related parties

In 2024, there were transactions between the Company and the Board of Directors member, Mr. Tran Van Huyen, regarding the purchase and transfer of shares at Nam Cong Son La Hydropower Joint Stock Company, SHP Ninh Binh Joint Stock Company, and Truong Dai Loc Investment Company Limited.

4. Activities of independent members of the Board of Directors and results of independent members' assessment of the activities of the Board of Directors

4.1. Activities of non-executive Board members

The Board of Directors has 01 non-executive member, Mr. Tran Van Huyen. The non-executive member of the Board of Directors has professional capacity and experience in the Company's financial sector, so he has important contributions to the Board of Directors' decisions.

Non-executive Board members fully participate in Board meetings to ensure transparency, control conflicts of interest, and protect the interests of the Company and shareholders.

4.2. Assessment of non-executive Board members on the Board's performance during the term.

The Board of Directors has made flexible decisions to respond to changes in production and business methods and legal policies. The Board of Directors has promptly approved and issued Resolutions/Decisions within its authority to adjust the Company's management and production and business activities as well as promptly directed and closely supervised the activities of the Board of Directors in implementing the set goals, strategies and business plans.

5. Monitoring results for CEO and executive team

- The Company's Board of Directors always closely directs the General Director and the executive apparatus to comply with the provisions of law, the Company's internal management regulations and regulations as well as the Company's Resolutions and Decisions.

- Check and supervise salary payment to employees; pay taxes, fees, social insurance and health insurance on time as prescribed.

- Post-implementation supervision: Supervise the activities of the General Director and the Company's functional departments through quarterly inspections and controls by the Company's Internal Control Board.

- The inspection and supervision of the Board of Directors of the Company are carried out within their authority, without hindering the operations of the General Director and the Company's executive apparatus. Through inspection and supervision, the Board of Directors has grasped the developments of operations and the results of the Company's production and business plan implementation in each period in order to have timely direction and handle each specific case.

6. Organization and personnel work is under the authority of the Board of Directors.

6.1. Organizational work

- Successfully organize the Company's annual General Meeting of Shareholders every year.

- Direct the Company's Board of Directors to stabilize human resources in accordance with the actual situation at the Company.

- Continue to maintain organizational stability and balance the workforce to meet the Company's production and business requirements.

6.2. Personnel work

The Company's departments are arranged in a reasonable manner, meeting work requirements. The management and operation of production and business are unified from top to bottom, arranging the use of labor, rewarding and disciplining employees in accordance with the Company's Charter, Management Regulations and Internal Rules and current legal regulations.

C. PRODUCTION AND BUSINESS PLAN FOR 2025

1. Production and business plan for 2025

No.	Target	Unit	Perform 2024	Plan 2025	Plan 2025/ Performance 2024 ratio
I	COMPANY CONSOLIDATION				
1	Total revenue and income	million dong	90,663	85,511	94.32%
	- Sales and service revenue	million dong	86,951	83,325	95.83%
	- Financial Activities	million dong	3,668	2,186	59.60%
	- Other income		44		
2	Electricity sales output	million kWh	76.7	71.0	92.57%
3	Profit before tax	million dong	29,304	30,000	102.38%
4	Profit after corporate income tax	million dong	27,945	28,455	101.83%
5	Profit Margin/Equity Ratio		5.70%	6.16%	108.13%

II	PARENT COMPANY				
1	Total revenue and income	million dong	77,371	72,657	93.91%
	- Sales and service revenue		73,661	70,471	95.67%
	- Financial Activities		3,667	2,186	59.61%
	- Other income		44		
2	Electricity sales output	million kWh	64.99	60.22	92.65%
3	Profit before tax	million dong	29,280	29,975	102.37%
4	Profit after corporate income tax	million dong	27,745	28,430	102.47%
5	Profit Margin/Equity Ratio	million dong	5.69%	6.16%	108.22%
6	Dividend Payout Ratio	%	14%	6%	

2. Investment Plan for 2025: Source of divestment from 02 investments, Truong Dai Loc Investment Company Limited and SHP Ninh Binh Joint Stock Company with a value of 130.6 billion VND and remaining cash flow until 2025, after balancing the early repayment of part of the debt to banks, paying cash dividends in 2022, the Company will allocate investment priority as follows:

- First: Focus on research and investment in energy projects:

+ Research on buying back hydropower projects that have been developed with a capacity of 10 to 15 MW, applying current credit policies, restructuring these projects to ensure that only a part of the capital is invested, the remaining project cash flow ensures sufficient debt repayment resources.

+ Research to purchase one to two hydropower projects with a capacity of 20-25 MW with a total estimated investment of 600-800 billion VND. These projects have basically completed investment procedures and ensure the project is economically efficient. The company will organize the investment implementation itself, based on existing capital and remaining capital in the coming years as well as mobilizing other reasonable capital sources, ensuring quick and effective implementation.

+ Research projects on wind power, solar power, biomass power depending on state policies and project efficiency.

- Second: Research projects on industrial clusters and residential areas with moderate total investment and high liquidity.

- Third: Focus on managing and restructuring invested funds, ensuring the balance of capital sources to serve the company's production, business and investment activities appropriately and effectively.

Propose that the General Meeting of Shareholders authorize the Board of Directors to study and decide on investment projects to ensure the highest benefits and efficiency for the Company and shareholders. The Board of Directors will report to the General Meeting of Shareholders at the nearest meeting.

3. Some solutions to implement the plan 2025

3.1. Production management

- Prepare and assign monthly production and business plans to power plants, conduct monthly reviews and assessments of the plants' performance.

- Establish and assign periodic maintenance plans to factories, periodically dredge accumulated mud and soil in the reservoir bed, water intake, and factory outlet to ensure the safety of the dam and factory equipment. Closely monitor implementation.

- Purchase spare parts, when problems occur, replace them promptly to minimize machine downtime waiting for parts.
- Invest in building a solid remote trash screen system to ensure safe and effective operation, especially during the rainy season.
- Repair and maintain pressure pipes and pipelines in tunnels to ensure project safety, reduce energy loss, and improve production efficiency.

3.2. Financial solutions

- Balance the Company's finances to pay debts to banks and contractors to reduce debt and interest pressure, improve business efficiency, and ensure profit plans that bring maximum benefits to shareholders.
- Improve company management to ensure maximum cost savings.
- Balance capital sources to prioritize early repayment of bank loans.

3.3. Some other solutions

- Coordinate with higher-level factories and electricity management agencies to maximize capacity when there is water, and promote electricity generation during high-price hours of the day;
- Focus on training, improving skills and constantly improving professionalism in management and operation of hydropower plants;
- Practice saving on management costs, self-consumption electricity, office electricity, and transportation.

Above is the Report of the Board of Directors and the Board of Management of the Company on the implementation of tasks, the Production and Business Plan for 2024 and the Tasks, Production and Business Plan for 2025 of the Company. The Board of Directors and the Board of Management of the Company respectfully request that shareholders review and contribute their opinions so that the Board of Directors and the Board of Management of the Company can continue to lead, manage and operate the Company to achieve higher and higher efficiency.

Best regards!

Recipients:

- Shareholders;
- Members of the Board of Directors, Supervisory Board;
- Filed at the Board of Directors, Human Resources.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON**



Tran Van Ngu

REPORT OF THE SUPERVISORY BOARD

In 2024, plan and direction of operation in 2025

To: General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company

Pursuant to the functions and tasks of the Board of Supervisors as prescribed in the Law on Enterprises 2020;

Pursuant to the Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company;

Pursuant to the audited consolidated financial statements 2024;

The Board of Supervisors (BOS) of Northwest Electricity Investment and Development Joint Stock Company respectfully reports to the General Meeting of Shareholders (GMS) on the results of monitoring the Company's business activities and financial situation, the performance of the Board of Directors (BOD), the Board of Management of the Company in 2024 and the self-assessment report on the performance results of the BOS in 2024.

On behalf of the Board of Supervisors, I would like to report to the General Meeting of Shareholders the following contents:

I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2024

1. Contents of Supervisory Board activities

- In 2024, the Board of Supervisors actively strengthened inspection and control work, coordinated with the Board of Directors to closely monitor the issuance, implementation, and evaluation of the implementation results of the Resolutions of the General Meeting of Shareholders and the Board of Directors;
- Assess the completeness, legality and honesty of quarterly and annual financial reports;
- Fully participate in meetings of the Board of Directors, propose ideas to enhance the Company's operational efficiency;
- Recommend to the Board of Directors measures to amend, supplement, and improve (if any) the organizational structure for management, supervision, and operation of the Company's business activities;
- Review and appraise the Company's significant transactions with related parties;

- Control the Company's compliance with information disclosure regulations as prescribed by law;
- Check and supervise the procedures and order in organizing the annual General Meeting of Shareholders, ensuring compliance with the provisions of the Law and the Company's Charter.

2. Evaluate the performance of members of the Board of Directors

In 2024, the members of the Board of Supervisors have successfully completed the assigned tasks and duties in accordance with the provisions of the Law and the Company's Charter, specifically as follows:

a) Head of the Board of Control

- Perform the work of the Head of the Board according to the Board of Supervisors' Operating Regulations ;
- Develop and implement annual, quarterly and monthly plans of the Supervisory Board;
- Assign work and evaluate work completion of controllers;
- Supervise the activities of the Board of Directors/Board of Management; review pre- and post-audit financial statements; participate in meetings of the Board of Directors;
- Appraisal of separate financial statements and consolidated financial statements such as: database, legal basis for preparing reports, assessment of financial situation, risk management system, etc.;
- Preside over and conclude the supervision contents: Business activities, finance, investment and procurement; effectiveness, compliance with regulations and risk management system.

b) Remaining members:

- Monitor in detail the implementation of resolutions and decisions of the General Meeting of Shareholders;
- Auditing separate and consolidated financial statements such as: database, legal basis for reporting, assessment of financial situation, risk management system, etc.;
- Monitor profit distribution, monitor payroll settlement, monitor inventory and cost reduction activities;
- Supervise the issuance of documents, investment and purchasing activities of the Company.
- Coordinate inspection and supervision of compliance with the Company's Charter, legal regulations and implementation of the Company's Resolutions, Decisions and Regulations;
- Monitor financial situation: evaluate the management of receivables, payables; debts of materials, goods and inventories of the Company;
- Store documents, working records of the Board of Supervisors and documents related to the work of the Board of Supervisors.

3. Salary, remuneration, bonuses, other benefits and operating expenses of the Board of Supervisors

Remuneration for members of the Board of Supervisors in 2024 will be implemented in accordance with Resolution of the General Meeting of Shareholders No. 01/NQ-ĐHĐCĐ dated July 26, 2024.

The remuneration of each member of the Board of Supervisors in 2024 is as follows:

No.	Full name	Title	Amount (VND)	Note
1	Bui Thi Van	Head	30,000,000	Dismissed on July 26, 2024
2	Vu Thi Tra	Member	30,000,000	Dismissed on July 26, 2024
3	Tran Thuy Linh	Member	30,000,000	Dismissed on July 26, 2024
4	Liu Wen Hu	Prefect	30,000,000	Appointed on 26/7/2024
5	Tran Thi Trinh	Member	30,000,000	Appointed on 26/7/2024
6	Tran Van Phuc	Member	30,000,000	Appointed on 26/7/2024
Total:			180,000,000	

Salaries, bonuses, other benefits and operating expenses of the Board of Supervisors are paid according to the Company's internal regulations.

Other operating expenses: None.

II. SUMMARY OF SUPERVISORY BOARD MEETINGS IN 2023

1. Attendance rate of Board of Supervisors meetings

No.	Full name	Title	Number of meetings attended	Attendance rate of meetings during term	Voting ratio	Reason for not attending the meeting
1	Bui Thi Van	Head	2/2	100%	100%	
2	Vu Thi Tra	Member	2/2	100%	100%	
3	Tran Thuy Linh	Member	2/2	100%	100%	
4	Liu Wen Hu	Prefect	2/2	100%	100%	
5	Tran Thi Trinh	Member	2/2	100%	100%	
6	Tran Van Phuc	Member	2/2	100%	100%	

2. Contents of meetings of the Board of Supervisors from January 1, 2024 to December 31, 2024

No.	Category	Content
1	Meeting on January 15, 2024	Review and evaluate independent auditing companies. Propose and recommend the 2024 General Meeting of Shareholders to select an independent auditing company to audit the Company's 2024 financial statements. Audit of separate and consolidated financial statements for 2023 audited by CPA VIETNAM Auditing Company Limited - Member of INPACT International Auditing Firm and other issues.
2	Meeting on April 25, 2024	Audit of the first quarter 2024 financial statements and the first quarter 2024 consolidated financial statements. Prepare work and documents for the 2024 Shareholders' Meeting
3	Meeting on 26/07/2024	Assignment of work to members of the Board of Supervisors for the 2020-2025 term Audit of 2023 semi-annual financial statements and consolidated 2023 semi-annual financial statements and other supervision contents.
4	Meeting on 12/30/2024	Audit of Q3/2023 Financial Statements and Consolidated Q3/2023 Financial Statements and other supervision contents throughout the year.

III. RESULTS OF INSPECTION AND SUPERVISION ACTIVITIES OF THE BOARD OF SUPERVISION

1. Regarding the Company's consolidated Finance and Accounting work

After reviewing the Consolidated Financial Statements for the fiscal year ending December 31, 2024 audited by CPA VIETNAM Auditing Company Limited - Member of INPACT International Auditing Firm, the Supervisory Board confirmed the following issues:

- The 2024 consolidated financial statements have been prepared in accordance with Vietnamese Accounting Standards, current Vietnamese Enterprise Accounting System and relevant legal regulations;
- The Company's 2024 consolidated financial statements have been prepared fully and promptly, information on the consolidated financial situation has been disclosed and explained clearly to meet the requirements of relevant agencies and investors.

Some basic indicators of the company's audited 2024 Consolidated Financial Statements are as follows:

1.1. About property

Total assets : 727,592,595,044 VND

In there:

- Current assets : 38,534,057,757 VND
- Long-term assets : 689,058,537,287 VND

1.2. About capital

Total capital : 727,592,595,044 VND

In there:

- Liabilities : 241,151,509,019 VND
- Equity : 486,441,086,025 VND

2. On the Company's consolidated business results

The Supervisory Board agreed on the figures on the 2024 business results of the Board of Directors to be presented to the General Meeting as follows:

TT	Content	Unit	Plan 2024	Implementation in 2024	Note
1	Revenue	VND	78,033	86,951	Up 11.43%
	In there:				
	- Revenue from electricity production and trading		78,033	86,951	Up 11.43%
	- Financial revenue			3,668	
2	Profit before tax	VND	12,127	29,304	Up 141.64%
3	Profit after corporate income tax	VND	9,555	27,945	Up 192.46%
4	Profit Margin/Equity Ratio	%	2.4%	6.9%	

3. Supervision work

3.1. Board of Directors

- The Board of Directors has fully performed its responsibilities, complying with the Law on Enterprises, the Company Charter, the Resolution of the General Meeting of Shareholders and other provisions of the Law.
- The Board of Directors always supervises, directs and guides the Company to implement important and urgent issues related to investment orientations, human resource development plans, organizational structure, arrangement and appointment of management staff in the most streamlined and effective manner;
- The Board of Directors always closely follows the goals set by the 2024 Annual General Meeting of Shareholders, promptly makes decisions for the Board of Directors to

implement in order to achieve the goals approved by the 2023 General Meeting of Shareholders.

- The resolutions of the Board of Directors were issued with high consensus of the Board of Directors members. The issuance of these resolutions was within the authority and content of the resolutions complied with the resolutions of the General Meeting of Shareholders, the Law on Enterprises, the Company Charter and other provisions of the Law.

3.2. Board of Directors

- In the context of challenges and difficulties of the domestic economy in 2024, the Supervisory Board found that the Board of Directors has managed and operated production and business activities in accordance with the decentralization between the Board of Directors and the Board of Directors. The Board of Directors has applied measures to cut costs and control cash flow to maintain stable production and business activities; ensure safe production and business activities for factories, improve the efficiency of machine units, thereby improving the overall production and business efficiency of the Company.
- The Board of Directors regularly reports to the Board of Directors and asks for guidance when necessary. The Board of Directors conducts the Company's business activities in compliance with the Resolutions of the General Meeting of Shareholders, the Enterprise Law, the Company Charter and other provisions of the Law.

4. Coordination of activities between the Supervisory Board, the Board of Directors, the Executive Board and management staff

The coordination of activities between the Board of Supervisors, the Board of Directors, the Executive Board, shareholders and management staff is based on the principles of stability and sustainable development of the Company, ensuring the rights of Shareholders and fully complying with the provisions of the Law, the Company Charter and internal regulations.

In 2024, the Supervisory Board performed its functions and duties as prescribed in the Company Charter. The Board of Directors also seriously provided information and created conditions for the Supervisory Board to access documents to verify the authenticity of the information.

IV. PROPOSAL

1. About production

The company directs the Hydropower Plants:

- Focus on monitoring, managing, and operating stably to ensure the proposed plan and output.
- Ensure absolute labor safety.

2. Regarding repair, bidding and purchasing:

- In 2025, continue to improve operational quality, focus on periodic equipment maintenance and major repairs at factories to increase the availability factor of generators.

- Strengthen inspection and monitoring of the operating status of generators to promptly detect abnormalities and promptly correct them to ensure efficiency and safety in production and operation.
- The company researches solutions to increase competitiveness if bidding and procurement arise.

3. About financial accounting work

- Propose that the Board of Directors and the Board of Management of the Company review the system of documents, regulations, and internal rules, amend, supplement, or develop new regulations and rules to ensure they are complete and consistent with the provisions of the Law and the Company's Charter. In the process of production and business, the Company is requested to strictly comply with the regulations, procedures, and rules issued by the Company;
- Strengthen cash flow management and balance cash flow plans.

V. BOARD OF SUPERVISION'S ACTIVITY PLAN IN 2025

In 2025, to further promote the role of supervision and inspection to ensure compliance and transparency in the Company's operations, the Board of Supervisors will continue to strengthen its activities, focus more on internal inspection, promote the monitoring of compliance with regulations and rules in the management and operation of the Company's production and business activities; Coordinate with specialized departments and proactively innovate monitoring and inspection methods to suit the actual situation at the Company. Specifically:

- Review and appraise the Company's quarterly financial statements and 2025 financial statements;
- Inspect and monitor the implementation of the Resolution of the 2025 Annual General Meeting of Shareholders, resolutions and decisions of the Board of Directors and the Company's Executive Board;
- Review, inspect and evaluate the effectiveness and efficiency of the Company's internal control and risk management systems. Review the Company's issued internal management documents to ensure their reasonableness and compliance with the provisions of the Company's Charter and the Law;
- Coordinate with the Company's specialized departments to conduct surprise inspections at the request of the General Meeting of Shareholders or groups of Shareholders according to the Company's organization and operation charter;
- Proactively innovate monitoring and inspection methods to suit the actual situation of the Company.

Above is the report of the Board of Supervisors on the operation situation of the Board of Supervisors of Northwest Electricity Investment and Development Joint Stock Company in 2024 and the plan and direction of operation in 2025.

On behalf of the Board of Supervisors, I would like to wish the Meeting a great success, and wish all shareholders, the Board of Directors, and the Company's Management good health, happiness, and success.

Best regards!

Recipients:

- *Shareholders;*
- *Members of the Board of Directors, Supervisory Board;*
- *Filed at the Board of Directors, Human Resources.*

**ON BEHALFT OF THE BOARD OF
SUPERVISORS
THE HEAD**



Luu Van Ho

**NORTHWEST ELECTRICITY
INVESTMENT AND DEVELOPMENT
JOINT STOCK COMPANY**

No.: 02 /TTr -NED -HĐQT

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

SonLa, April 2th, 2025

SUBMISSION

Re: Approval of Audited Financial Statements 2024

**To: General Meeting of Shareholders of Northwest Electricity Investment and
Development Joint Stock Company**

Pursuant to:

- *Law on Enterprises dated June 17, 2020 ;*
- *Securities Law dated November 26, 2019;*
- *Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company .*

The Board of Directors ("BOD") of the Company respectfully submits to the General Meeting of Shareholders ("GMS") for approval of the Company's Separate Financial Statements and Consolidated Financial Statements 2024, which have been audited by CPA VIETNAM Auditing Company Limited and disclosed in accordance with regulations, and have been posted on the Company's website.

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

Best regards!

Recipients:

- *Shareholders;*
- *Members of the Board of Directors,
Supervisory Board;*
- *Filed at the Board of Directors .*

**ON BAHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON**



Tran Van Ngu

No.: 03 / TTr -NED -HDQT

Son La , April 2th ,2025

SUBMISSION

**Subject: Finalization of remuneration of 2024 and remuneration payment plan 2025
of members of the Board of Directors and the Board of Supervisors**

**To: General Meeting of Shareholders of Northwest Electricity Investment and
Development Joint Stock Company**

Pursuant to:

- Law on Enterprises dated June 17, 2020 ;
- Securities Law dated November 26, 2019;
- Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company ;
- Resolution of the Annual General Meeting of Shareholders 2024 No. 01/NQ-ĐHĐCĐ of the General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company dated July 26, 2024 ("Resolution of the Annual General Meeting of Shareholders 2024").

The Board of Directors ("BOD") of the Company reports to the General Meeting of Shareholders ("GMS") on the finalization of remuneration of 2024 and the expected remuneration payment plan 2025 of the members of the Board of Directors and the Board of Supervisors ("BOS") as follows:

1. Remuneration paid to members of the Board of Directors and the Board of Supervisors in 2024

Remuneration of the Board of Directors and the Board of Supervisors of the company is paid in accordance with Resolution No. 01/NQ/ĐHĐCĐ in 2024:

- Total remuneration of Board members is: 180,000,000 VND.
- Total remuneration of Supervisory Board members is: 180,000,000 VND.

2. Expected remuneration payment plan for members of the Board of Directors and Supervisory Board in 2025

The Board of Directors proposes the following remuneration levels for members of the Board of Directors and the Board of Supervisors in 2025:

- Remuneration for Board members is: VND 6,000,000/person/month.
- Remuneration for members of the Board of Supervisors is: 6,000,000 VND/person/month.

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

Best regards!

Recipients:

- Shareholders;
- Members of the Board of Directors,
Supervisory Board;
- Filed at the Board of Directors .

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON**



Tran Van Ngu

No.: 04 / TTr -NED -HDQT

Son La , April 2th , 2025

SUBMISSION

Subject: Profit distribution in 2024 and plan for 2025

To: General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company

Pursuant to:

- Law on Enterprises dated June 17, 2020 ;
- Securities Law dated November 26, 2019;
- Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company ;
- The separate financial statements 2024 of Northwest Electricity Investment and Development Joint Stock Company have been audited by CPA VIETNAM Auditing Company Limited.

The Board of Directors ("BOD") of the Company respectfully submits to the General Meeting of Shareholders ("GMS") for approval of the profit distribution plan 2024 as follows:

I. Profit distribution in 2024:

TT	Target	Unit	Value	Note
1	Accumulated undistributed profit after tax (PAT) up to the end of 2023 of the Parent Company	VND	52,163,036,792	
2	Undistributed net profit in 2024	VND	27,745,126,004	
3	Accumulated undistributed profit after tax up to December 31, 2024 on the Parent Company's Financial Statements	VND	79.908.162.796	
4	Accumulated undistributed profit after tax up to December 31, 2024 on Consolidated Financial Statements	VND	78,814,857,755	
5	Pay cash dividends at a rate of 5% according to Resolution of the Annual General Meeting of Shareholders No. 01/NQ-ĐHĐCĐ dated June 26, 2023	VND	20,250,000,000	
6	Profit distribution:	VND	57,532,353,780	
-	Pay dividends in shares, rate 14% of charter capital (Detailed plan attached)	VND	56,700,000,000	
-	Deducting bonus and welfare funds, rate 3% of 2024 profit after tax	VND	832,353,780	
7	Undistributed retained earnings	VND	2,125,809,016	

II. Profit distribution plan for 2025:



TT	Target	Unit	Value	Note
1	Accumulated undistributed profit after tax (PAT) up to the end of 2024 of the Parent Company	VND	2,125,809,016	
2	Undistributed net profit in 2025 as planned	VND	28,430,000,000	
3	Accumulated undistributed net profit to December 31, 2025	VND	30,555,809,016	
6	Profit distribution:		28,554,900,000	
-	<i>Pay 6% dividend</i>	VND	27,702,000,000	
-	<i>Deducting bonus and welfare funds, rate 3% of 2025 profit after tax</i>	VND	852,900,000	
7	Undistributed retained earnings	VND	2.00.909.016	

The General Meeting of Shareholders authorizes the Board of Directors to proactively organize and implement the above-mentioned related tasks in accordance with the provisions of law and the Company's Charter.

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

Best regards!

Recipients:

- Shareholders;
- Members of the Board of Directors, Supervisory Board;
- Filed at the Board of Directors, Human Resources.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON**



Tran Van Ngu



No.: 05 / TTr- NED- BOD

SonLa, April 2th, 2025

SUBMISSION

(Subject: Plan to issue shares to pay dividends in 2024)

**To: Shareholders of Northwest Electricity Investment and Development
Joint Stock Company**

Pursuant to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam and implementing documents;
- Securities Law No. 54/2019/QH14 dated November 26, 2019 of the National Assembly of the Socialist Republic of Vietnam and documents guiding its implementation;
- Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Circular 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance on guiding a number of contents on offering, offering securities, public offering, repurchasing shares, registering public companies and canceling public company status;
- Pursuant to the Charter of Northwest Electricity Investment and Development Joint Stock Company.

The Board of Directors of Northwest Electricity Investment and Development Joint Stock Company respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval of the plan to issue shares to pay dividends in 2024 with the following content :

1. Approving the plan to issue shares to pay dividends in 2024 as follows :

Name of the issuing organization:	Northwest Electricity Investment and Development Joint Stock Company
Stock name:	Shares of Northwest Electricity Investment and Development Joint Stock Company
Stock type:	Common stock

Stock code:	NED
Share price:	10,000 VND/share
Company charter capital:	405,000,000,000 VND
Total number of shares issued:	40,500,000 shares
Number of treasury shares:	0 shares
Number of shares outstanding:	40,500,000 shares
Number of shares expected to be issued:	5,670,000 shares
Total value of shares issued at par value:	56,700,000,000 VND
Expected increase in charter capital:	
- Charter capital before issuance:	405,000,000,000 VND
- Expected charter capital increase after issuing shares to pay dividends (at par value):	56,700,000,000 VND
- Charter capital after issuance:	461,700,000,000 VND
Purpose of release:	Issuing shares to pay dividends in 2024
Issuance ratio (number of shares expected to be issued/number of common shares outstanding):	14 %
Exercise ratio:	50 : 7 <i>(Shares issued to existing shareholders will be distributed according to the right exercise method at the ratio of 50 : 7 . On the record date of shareholders exercising rights, shareholders owning 01 share will receive 01 right, each shareholder owning 50 rights will receive 07 more shares).</i>
Release method:	Issued to existing shareholders by exercising rights, treasury shares are not allocated the right to receive shares. The right to receive dividends in shares is not transferable.
Expected release date:	It is expected that in 2025, after receiving a written notice from the State Securities Commission on receiving

	documents on issuing shares to pay dividends of the Company .
Subjects receiving stock dividends :	Existing shareholders whose names are on the shareholder list on the last registration date to exercise the right to receive stock dividends .
Funding source:	Undistributed profit after tax according to the Company's audited 2024 Consolidated Financial Statements.
Principles for rounding and handling fractional shares:	<p>The number of shares issued will be rounded down to the nearest whole number. All fractional shares due to rounding (if any) will be cancelled.</p> <p><i>For example: Shareholder A owns 155 shares on the record date of shareholders exercising their rights, with the exercise ratio of 50:7, the number of shares shareholder A receives is: $155 * 7/50 = 21.7$ shares. According to the above rounding principle, the number of shares shareholder A receives is 21 shares. The odd number of shares (0.7 shares) is canceled.</i></p>
Transfer restrictions:	Dividend-paying shares are not subject to transfer restrictions.
Plan for using capital from the issuance:	Increase charter capital to use for the purpose of supplementing the Company's operating capital.
Ensure that the issuance of shares meets the foreign ownership ratio:	Authorize the Board of Directors to decide on a plan to ensure that the issuance of shares meets the foreign ownership ratio as prescribed.
Distribution method:	<p>For deposited securities: securities owners carry out procedures to receive dividend- paying shares at the depository members where the securities depository account is opened.</p> <p>For unregistered securities: securities owners carry out procedures to receive dividends in shares at the Headquarters of Northwest Electricity Investment and Development Joint Stock Company or at the company's office address in Hanoi: B44 - TT14 Van Quan - Yen Phuc Urban Area, Van Quan Ward, Ha Dong District, Hanoi City.</p>
Purpose of release:	Issue shares to pay dividends in 2024.

002
CỘNG
HÒA
XÃ HỘI
VIỆT
NAM
Độc lập
Tự do
Hòa bình

2. **Through the change of provisions on charter capital in the Company's Charter of Operation and adjust the content of the Business Registration Certificate at the Department of Planning and Investment after receiving approval of the Report on dividend stock issuance results from the State Securities Commission .**
3. **Approval of depository registration and additional trading registration for all additional issued shares at Vietnam Securities Depository and Clearing Corporation (VSDC) and Hanoi Stock Exchange (HNX) .**

After completing the issuance, the General Meeting of Shareholders approved and authorized the Board of Directors to complete the procedures for depository registration and additional trading registration for all additional issued shares at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the Hanoi Stock Exchange in accordance with current law.

4. Through authorization to the Company's Board of Directors:

The General Meeting of Shareholders assigns and authorizes the Board of Directors to carry out related tasks to implement and complete the share issuance to pay dividends according to the above issuance plan, including but not limited to the following work contents:

- Implement issuance, approve issuance documents and distribute shares according to issuance plan;
- Decide on the detailed content of the stock issuance plan and/or amend, supplement, or change the issuance plan when necessary based on the actual situation of the Company or upon request of the competent State agency to ensure the issuance is successful and implemented in accordance with the provisions of law;
- Choose the appropriate time to issue shares after being notified by the State Securities Commission of receiving full documents reporting the issuance of shares to pay dividends;
- Approving a plan to ensure that the issuance of shares meets the regulations on foreign ownership ratio;
- Decision on handling odd shares and undistributed shares;
- Carry out procedures to amend and supplement the Company's Charter to record the increased charter capital from the results of issuing shares to pay dividends;
- Through increasing charter capital and implementing necessary legal work and procedures to change the Business Registration Certificate corresponding to the total par value of shares actually issued after completing the stock issuance to pay dividends;
- Complete the procedures for registering additional depository of additional issued shares

at the Vietnam Securities Depository and Clearing Corporation and registering additional transactions at the Hanoi Stock Exchange in accordance with the provisions of law;

- Decide and carry out other related tasks and procedures to implement the plan to issue shares to pay dividends in accordance with the provisions of law, or at the request of competent State agencies;
- In addition to the above authorization contents, during the implementation of the issuance plan, the General Meeting of Shareholders authorizes the Board of Directors to supplement, amend and complete the issuance plan (including decisions on contents not presented in this capital increase plan) at the request of the State Management Agency to ensure that the Company's share issuance is carried out legally, in accordance with regulations, ensuring the rights of shareholders and the Company.

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

Respectfully to submit.

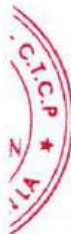
Recipients:

- As above;
- Company website (declared information);
- Board of Directors, Executive Board, Supervisory Board;
- Archived .

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN



TRAN VAN NGU



No.: 02/TTr -NED - BKS

Son La , April 2th ,2025

SUBMISSION

Subject: Selection of independent auditor for fiscal year 2025

To: General Meeting of Shareholders of Northwest Electricity Investment and Development Joint Stock Company

Pursuant to:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Securities Law No. 54/2019/QH14 dated November 26, 2019 and the amended Securities Law as well as Decrees and Circulars guiding their implementation;
- Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company;
- The Company's business performance,

Board of Control ("SB") The Company respectfully submits to the General Meeting of Shareholders ("GMS") for approval of the list of independent auditing companies, which are companies on the list approved by competent State agencies to conduct audits for public interest entities in the securities sector in accordance with current law and authorizes Board of Directors Decided to select one of the following companies to sign a Contract to act as the auditing unit for the Company's fiscal year 2025:

1. CPA VIETNAM AUDITING COMPANY LIMITED (CPA VIETNAM).
2. AASC AUDITING COMPANY LIMITED (AASC).
3. A&C AUDITING AND CONSULTING COMPANY LIMITED (A&C).

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

Thank you very much./.

Recipients:

- Shareholders;
- Members of the Board of Directors, Supervisory Board;
- File at the Board of Directors.

**ON BEHALFT OF THE BOARD OF
SUPERVISORS
THE HEAD OF BOARD**



LUU VAN HO

**NORTHWEST ELECTRICITY
INVESTMENT AND
DEVELOPMENT JOINT STOCK
COMPANY**

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

SonLa, April 02th, 2025

NO. 06 /TB-HĐQT

*"Ref: Nominate candidates for election to the
Board of Directors and Supervisory Board for the
term (2025-2030)"*

**Dear Shareholders of Northwest Electricity Investment and Development
Joint Stock Company**

According to the provisions of the Enterprise Law, the Board of Directors and the Board of Supervisors of Northwest Electricity Investment and Development Joint Stock Company for the term (2020-2025) will end after the 2025 Annual General Meeting of Shareholders elects the Board of Directors and the Board of Supervisors for the term 2025-2030. In order to organize the congress carefully and elect the Board of Directors and the Board of Supervisors for the new term to ensure quality and effective operation, the Board of Directors respectfully informs shareholders about the nomination and candidacy for the Board of Directors and the Board of Supervisors as follows:

I. RIGHTS TO CANDIDATE AND NOMINATE:

1. Candidates for the Board of Directors:

Shareholders holding voting shares have the right to combine the number of voting rights of each person to nominate candidates for election to the Board of Directors, specifically:

- a) Shareholders or groups of shareholders holding from 5% to less than 10% of total voting shares have the right to nominate one (01) candidate;
- b) From 10% to less than 30% can nominate a maximum of two (02) candidates;
- c) From 30% to less than 40% can nominate up to three (03) candidates;
- d) From 40% to less than 50% can nominate up to four (04) candidates;
- e) From 50% to less than 60% can nominate a maximum of five (05) candidates;
- f) From 60% to less than 70% can nominate up to six (06) candidates;
- g) From 70% to 80% can nominate up to seven (07) candidates;
- g) From 80% to less than 90% or more, eight (08) candidates are nominated.

2. Candidates for the Board of Supervisors:

Shareholders holding voting shares have the right to pool their voting rights together to nominate candidates for election to the Board of Supervisors, specifically:

- a) Shareholders or groups of shareholders holding from 5% to less than 10% of total voting shares have the right to nominate one (01) candidate;

- b) From 10% to less than 30% can nominate a maximum of two (02) candidates;
- c) From 30% to less than 40% can nominate up to three (03) candidates;
- d) From 40% to less than 50% can nominate up to four (04) candidates;
- d) From 50% to less than 60% can nominate a maximum of five (05) candidates;
- e) From 60% to less than 70% can nominate up to six (06) candidates;
- f) From 70% to 80% can nominate up to seven (07) candidates;
- g) From 80% to less than 90% or more, eight (08) candidates are nominated.

II. STANDARDS AND CONDITIONS:

1. Board of Directors members:

- Be a Vietnamese citizen, permanently residing in Vietnam, and be a representative of the capital of enterprises or organizations introduced and nominated according to the proportion of shares in the Company as prescribed in the Charter;
- Have full civil capacity, professional qualifications, management capacity, and experience in business management. The Chairman of the Board of Directors must have at least three years of experience in managing and operating a business in the Company's main business lines;
- Good health, good moral qualities, honesty, integrity, understanding and awareness of law compliance;
- Not subject to prohibition from holding management and operation positions in enterprises according to the provisions of law;
- Other standards as prescribed by law.

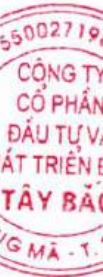
2. Board of Supervisors members:

- A member of the Board of Supervisors must not be a member of the Company's accounting and finance department and must not be a member or employee of the independent auditing company that is auditing the Company's financial statements.
- The Board of Supervisors has at least one (01) member who is an accountant or auditor.
- The Controller is not a person related to the members of the Board of Directors, the General Director and other managers of the Company.
- Other standards and conditions as prescribed by law.

III. APPLICATION DOCUMENTS AND NOMINATIONS:

1. Candidate profile:

- a) Letter of candidacy/nomination for candidate for Board of Directors or Supervisor (Attached form);
- b) Minutes of group meeting and list of nominated members (Attached form);
- c) Candidate's CV (Attached form);
- d) Notarized copy of ID card/ or passport;



d) Documents proving the shareholder's stock ownership process, clearly stating: (1) Full name of shareholder; (2) ID card; (3) Number of shares owned by shareholder (with confirmation from the organization where the shareholder opens a depository account).

(For candidates who are currently employees working at Northwest Electricity Investment and Development Joint Stock Company, section C - Candidate's CV can be omitted)

2. Deadline for receiving nomination and candidacy applications:

We request that shareholders nominate themselves or form a group to nominate representatives to run for the positions of Board of Directors and Supervisors. The nomination documents must be sent to the Company before April 21, 2025 so that the Organizing Committee can compile a list and have time to compare and verify information according to the corresponding standards and conditions.

3. Place to receive documents:

Please send your application to:

- Contact: Mr. Luu Van Ho - Position: Head of Administration and Human Resources, Tay Bac Electricity Investment and Development Joint Stock Company
- address in Hanoi : B44_TT14 Van Quan Yen Phuc urban area, Van Quan ward, Ha Dong district, Hanoi city .
- Phone: (024) 66638585, 0912 585 335

Best regards.

Recipients:

- As per your request;
- Members of the Board of Directors;
- Company Board of Supervisors;
- Filed at the Board of Directors, Finance Department, and Administrative Department.

ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON



Tran Van Ngu



No: 01/QC-NED

**ELECTION REGULATIONS
MEMBERS OF BOARD OF DIRECTORS, SUPERVISORY BOARD
TERM 2025-2030**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government guiding corporate governance applicable to public companies;
- Pursuant to the Charter of Organization and Operation of Northwest Electricity Investment and Development Joint Stock Company .

To ensure the principles of democracy and transparency, creating favorable conditions for the organization and conduct of the election of members of the Board of Directors and the Board of Supervisors for the 2025 - 2030 term at the Annual General Meeting of Shareholders 2025 of Northwest Electricity Investment and Development Joint Stock Company. The Board of Directors submits to the Meeting for approval the Regulations for the election of members of the Board of Directors and the Board of Supervisors for the 2025 - 2030 term at the Meeting as follows:

I. STANDARDS AND CONDITIONS FOR CANDIDATES FOR BOARD OF DIRECTORS AND SUPERVISORY BOARD

1. *Standards and conditions for membership in the Board of Directors:*

- a) Have full civil act capacity, not be subject to prohibition from managing enterprises according to the provisions of Clause 2, Article 17 of the Law on Enterprises; Company Charter;
- b) Have professional qualifications or experience in management.
- c) A member of the Board of Directors of a company cannot concurrently be a member of the Board of Directors of more than 05 other companies.

2. *Standards and conditions for being a member of the Board of Supervisors:*

- a) Not included subjects as prescribed in Clause 2, Article 17 of this Law;
- b) Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the business operations of the enterprise;
- c) Not a family member of a member of the Board of Directors, General Director and other managers;

- d) Not a company manager; not necessarily a shareholder or employee of the company, unless otherwise provided in the Company Charter;
- e) Not working in the accounting or finance department of the company;
- f) Not being a member or employee of an independent auditing firm that audited the company's financial statements in the previous three (03) consecutive years.

II. CONDITIONS FOR NOMINATION AND APPOINTMENT TO THE BOARD OF DIRECTORS AND SUPERVISORY BOARD (TERM 2020-2025) AND NUMBER OF MEMBERS ELECTED TO THE BOARD OF DIRECTORS AND SUPERVISORY BOARD OF DIRECTORS OF THE COMPANY.

- **Nominate candidates for election to the Board of Directors and Supervisory Board.**

Shareholders or groups of shareholders holding 5% or more of total voting shares have the right to pool their votes together to nominate candidates or run for election to the Board of Directors/Supervisory Board for the 2025-2030 term .

Specifically as follows:

Shareholders or groups of shareholders holding from 5% to less than 10% of the total number of voting shares may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates and from 80% to less than 90% may nominate up to eight (08) candidates.

- **Number of elected members of the Board of Directors/ Supervisory Board for the 2025 - 2030 term :**

Electing Board members for the 2025 - 2030 term: 03 people

Electing members of the Board of Supervisors for the 2025 - 2030 term: 03 people

III. NOMINATION DOCUMENTS, CANDIDATES FOR MEMBERS OF BOARD OF DIRECTORS, SUPERVISORY BOARD

The application documents for nomination and candidacy for membership in the Board of Directors and Supervisory Board of shareholders and groups of shareholders include:

- Application for nomination, candidacy for membership of the Board of Directors , Board of Supervisors (according to form);
- CV by candidate;
- Notarized copies of documents: ID card or equivalent documents; Certificates of educational and professional qualifications.

To facilitate businesses in checking the validity of the nomination and candidacy documents and preparing ballots at the official General Meeting, the Organizing Committee requests shareholders/groups of shareholders participating in nomination and candidacy to send the nomination and candidacy documents to elect members of the Board

of Directors and Supervisory Board no later than 4:00 p.m. on April 21, 2025 to the address:

- Contact: Mr. Luu Van Ho - Position: Head of Administration and Human Resources, Northwest Electricity Investment and Development Joint Stock Company
- address in Hanoi : B44_TT14 Van Quan Yen Phuc urban area, Van Quan ward, Ha Dong district, Hanoi city .
- Phone: (024) 66638585, 0912 585 335

IV. ELECTION ENTITIES

Shareholders owning shares with voting rights and authorized representatives of Shareholders owning shares with voting rights according to the list of shareholders of the Company as closed by the Vietnam Securities Depository and Clearing Corporation on March 28 , 2025 .

V. ELECTION RULES

- The election of the Board of Directors and the Board of Supervisors is carried out by cumulative voting with secret ballot at the Meeting. The election of members of the Board of Directors and members of the Board of Supervisors is conducted by two types of ballots: **ballots for the Board of Directors and ballots for the Board of Supervisors.**

- Cumulative voting method: Each shareholder/shareholder representative has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors or the Supervisory Board and shareholders have the right to accumulate all or part of their total votes for one or several candidates. The elected members of the Board of Directors or Supervisory Board are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members specified in the Company Charter is sufficient. In case there are 02 or more candidates with the same number of votes for the final member of the Board of Directors or the Supervisory Board, a re-election will be conducted among the candidates with the same number of votes or selection will be made according to the criteria specified in the election regulations or the Company Charter.

- The election complies with the law, the Company's Charter and is consistent with this Regulation to ensure democracy and the legitimate rights of all shareholders.

VI. REGULATIONS ON VOTING BALLOTS AND RECORDING BALLOTS

1. Ballot format:

- Each shareholder/shareholder representative with voting rights attending the General Meeting will be given a "Board of Directors Member Ballot" and a "Board of Supervisors Member Ballot".

- Each ballot shall contain the names of the candidates for the Board of Directors/Board of Supervisors; the total number of voting shares they represent and the total number of votes. When shareholders/authorized representatives are given ballots, they must check the number of shares/votes written on the ballots. If there are any errors, they must be notified immediately upon receipt of the ballots.

2. How to vote

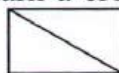
For the convenience of shareholders when participating in the election, shareholders

can vote in the following way:

Shareholders directly vote for each candidate according to their confidence. The number of votes for each candidate may be different, but the total number of votes for candidates **must not exceed** the total number of votes of the shareholder. Shareholders can cast all their votes for one or several candidates by cumulative voting .

Or shareholders can check X or V in the “Divide equally” box to divide votes equally among all candidates.

In case you do not vote for any candidate, mark a cross in the column showing the number of votes for that candidate:



3. Valid ballot

- The ballots issued by the Meeting Organizing Committee are in a unified form with the seal of the Northwest Power Investment and Development Joint Stock Company , not scratched, edited, erased, or deleted, and have the total number of votes according to the attendance code. Shareholders or authorized representatives, when receiving the ballots, must check the code and the number of shares owned or authorized written on the ballots. If there are any errors, they must immediately notify the Meeting Organizing Committee at the time of receiving the ballots.

- Ballots for candidates on the election list approved by the Meeting;
- The total number of votes of shareholders for candidates is equal to or less than the total number of votes of shareholders;
- The number of votes for each candidate must be rounded to the nearest unit;
- Shareholder ballots must be signed and full name printed.

4. Invalid ballot

- Ballots are not issued by the Meeting Organizing Committee;
- The total number of votes of shareholders for candidates is greater than the total number of votes of shareholders;
- Shareholders cross out candidates' names and/or add other names to the list;
- Number of votes for odd candidates to the decimal place.

VII. PRINCIPLES FOR ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BOARD

- Elected members of the Board of Directors/Board of Supervisors are determined according to the number of voting rights from high to low, starting from the candidate with the highest number of voting rights until the number of members specified by the General Meeting of Shareholders is sufficient.

- In case two or more candidates have the same number of votes for the final member of the Board of Directors/Board of Supervisors, the General Meeting will re-elect among the candidates with the same number of votes;

- In case after re-election, among the candidates with equal number of votes, the Board of Directors/Board of Supervisors has not yet been determined, the candidate who

owns the greater number of shares will be elected. In case two candidates own the same number of shares, the older candidate (including month of birth) will be selected. In case the above conditions do not determine the winning candidate, the candidates will be drawn to determine the winning candidate, the drawing will be carried out right at the General Meeting of Shareholders.

- In case a candidate for the Board of Directors/Board of Supervisors has 0 voting rights, he/she will not be elected as a member of the Board of Directors/Board of Supervisors. Shareholders or groups of shareholders holding 10% (*ten percent*) or more of the total voting shares shall pool their votes together to continue nominating candidates and run for the Board of Directors/Board of Supervisors for the 2025-2030 term at the General Meeting. The General Meeting shall conduct an election for the candidate who has just been nominated to select members of the Board of Directors/Board of Supervisors for the 2025-2030 term .

VIII. ELECTION VOTE COUNTING RULES

1. Vote Counting Committee:

- The Ballot Counting Committee is nominated by the Presidium and approved by the General Meeting of Shareholders. Members of the Ballot Counting Committee must not be those whose names are on the list of candidates or nominees for the Board of Directors. The Supervisory Board may not be shareholders of the Company.

- The counting committee has the following main responsibilities:

- + Summary instructions on election regulations;
- + Check and supervise the voting of shareholders/shareholder representatives;
- + Organize election counting;
- + Prepare minutes of vote counting and announce them before the General Meeting of Shareholders;
- + Return the minutes and all ballots to the Presidium;

- The counting committee must ensure the integrity of the election and the vote counting must be secret; in case of any violations, the counting committee must take responsibility.

2. Principles of voting and counting:

- Voting begins when the distribution of ballot papers is completed and ends when the last shareholder places his ballot in the ballot box.

- The counting of votes must take place immediately after the voting ends.

3. Prepare and publish the Minutes of the vote counting

- After counting the votes, the Ballot Counting Committee must make a record of the election vote counting. The content of the vote counting record includes: Total number of ballots issued, total number of ballots collected, number of valid/invalid ballots, number and percentage of valid and invalid ballots; number and percentage of votes for each candidate for the Board of Directors and the Supervisory Board.

- The election results must be announced before the Meeting.

IX. COMPLAINT RESOLUTION

Any complaints about the election results will only be considered at the General Meeting. Shareholders may not object to the validity at any other time. In case of disagreement about the election procedures or results, the Ballot Counting Committee will re-examine and consult the General Meeting for decision.

X. EFFECTIVENESS OF THE REGULATIONS:

The Regulations are applied by the Presidium of Northwest Electricity Investment and Development Joint Stock Company to the Annual General Meeting of Shareholders 2025 taking place on April 24, 2025 and take effect immediately after being approved by the General Meeting of Shareholders./.

Recipients:

- Company Shareholders;
- Archived.

**On behalf of the Presidium
CHAIRMAN OF THE MEETING**



Tran Van Ngu

