

No.: 04 /TTr-HDQT

Hanoi, April 02 , 2025

## PROPOSAL

### *On Approval of the Audited Financial Statements for 2024*

*Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*Pursuant to the Articles of Incorporation of the 36 Corporation;*

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the audited financial statements for 2024, as detailed below:

The consolidated and separate financial statements for 2024 were audited by AASC Auditing Firm Company Limited in accordance with applicable standards and have been disclosed by the Board of Directors of the 36 Corporation on the stock exchange in accordance with regulations. The financial statements include:

- (1) Management Report;
- (2) Independent Auditor's Report;
- (3) Balance Sheet as of December 31, 2024;
- (4) Income Statement for 2024;
- (5) Cash Flow Statement for 2024;
- (6) Notes to the Financial Statements for 2024;

We respectfully submit the above to the General Meeting of Shareholders for review and approval./.

**Recipients:**

- Board of Management;
- Secretariat;
- Corporate Departments;
- Filing: Office, Shareholder Relationship Board.

ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRMAN



Nguyen Dang Giap

**REPORT**  
**ON AUDIT COMMITTEE'S PERFORMANCE FOR 2024**  
**AND PLAN FOR 2025**

To: The General Meeting of Shareholders of 36 Corporation

*Pursuant to the Articles of Incorporation of 36 Corporation (the "Corporation") and the Operating Regulations of the Audit Committee (the "Committee"), on behalf of the Audit Committee, I hereby report to the General Meeting of Shareholders on the Committee's operations in 2024 and the plan for 2025 as follows:*

*The Audit Committee is a body under the Board of Directors ("Board of Directors") and consists of two members: Mr. Dang Thanh The - Chairman and Ms. Mai Thuy Dung - Member of the Audit Committee.*

**I. THE COMMITTEE'S OPERATIONS IN 2024**

**In 2024, the Audit Committee held 4 meetings with full attendance to implement its assigned tasks:**

a) Submitted to the Board of Directors for approval the Audit Committee's operational plan for 2024;

b) Conducted supervision and inspection of the Corporation's business operations through meetings of the Board of Director and the Board of Management; reviewed reports on business performance and financial statements of the Corporation;

c) Provided comments on the amendment of several internal regulations;

d) Cooperated with the Board of Management in managing business operations to ensure efficiency and compliance with legal regulations; coordinated with the independent audit firm in reviewing the semi-annual and annual financial statements for 2024;

dd) Requested the Board of Management to urge subordinate units to actively collect and resolve outstanding receivables and expenses, ensuring working capital and enhancing the Corporation's business efficiency;



e) Performed other duties in accordance with its functions and responsibilities.

## **2. Evaluation of the operations of the Board of Directors and the Board of Management**

a) The Board of Directors and the Board of Management have complied with the laws and regulations of the State, relevant Circulars and Decrees, as well as the Articles of Incorporation of the Corporation.

b) The Corporation has ensured full and timely disclosure of information in strict compliance with the provisions of securities laws and other applicable legal regulations.

c) The Board of Directors has seriously implemented the Resolutions of the 2024 General Meeting of Shareholders. It has issued resolutions and decisions related to business operations, construction investment, staffing of departments/divisions, and human resources in accordance with the Articles of Incorporation of the Corporation.

d) The Board of Management have promptly implemented the resolutions and decisions of the Board of Directors, while also taking necessary management measures to address difficulties and existing issues in the Corporation's 2024 business operations. The Board of Management has regularly directed subordinate units to fully leverage the Corporation's capabilities, increasing the efficiency of construction and investment activities.

dd) On a monthly/quarterly basis, the Board of Directors and the Board of Management have reviewed assigned tasks, directed professional departments to evaluate the business performance of the Corporation, and proposed solutions to address challenges and shortcomings within each division/unit.

## **3. Supervision of financial statement preparation and financial position**

a) The quarterly, semi-annual, and annual financial statements for 2024 were prepared and disclosed in compliance with applicable accounting standards, accounting regimes, and current laws. The financial statements give a true and fair view on the Corporation's financial position.

b) All financial statements in 2024 were prepared within the required deadlines, meeting internal management needs and providing timely disclosures to shareholders.

c) In 2024, the Board of Directors entered into an agreement with AASC Auditing Firm Company Limited.

**d) Key performance indicators and financial position of the Corporation as of December 31, 2024**

Charter capital: VND 1,037.45 billion

Production value: VND 1,876.031 billion, achieving 94.97% of the plan

Total revenue: VND 1,483.820 billion, achieving 80.8% of the plan

Profit after tax: VND 26.673 billion

**Reasons:** Shortages of certain construction materials such as sand and stone; a sharp increase in prices of construction inputs including steel, cement, sand, stone, fuel, etc.; although the real estate market showed initial signs of recovery, customer sentiment remained cautious, delaying decision-making; the stock market remained stagnant; credit sources were tightened; and although interest rates decreased, the procedures remained complicated, significantly affecting project implementation progress, marketing, sales, and capital recovery. As a result, the Corporation did not meet the planned targets for revenue and production in 2024. However, the Board of Directors and Board of Management made flexible and decisive decisions to ensure stable business operations.

**4. Internal control and risk management system**

a) During the year, the Audit Committee noted that the Corporation's Board of Directors closely directed the Board of Management in managing business operations, enhancing the effectiveness of the risk management system, and ensuring the Corporation's sustainable development.

b) Through internal audits, inspections, and reviews of internal processes and management regulations, the Corporation has identified and mitigated potential risks in future projects and construction works.

**5. Transactions between internal persons, related parties, and subsidiaries under the Corporation's control**

All transactions involving internal persons and their related parties with subsidiaries or dependent branches under the Corporation's control were fully disclosed as required (information published on the Corporation's website and reported in the Corporate Governance Report submitted to the State Securities Commission).

**6. Assessment of the audit process efficiency**

a) The Audit Committee assessed that the 2024 financial audit plan and implementation by the independent audit firm (AASC Auditing Firm Company Limited) were appropriate in terms of scope, subject, method, timing, and quality



requirements, while ensuring independence and avoiding conflicts of interest.

b) The audit report is reliable and truthful, meeting shareholders' needs for transparent information disclosure.

#### **7. Coordination between the Audit Committee and the Board of Directors, the Board of Management, and other managers**

a) In 2024, the Audit Committee received strong coordination and support from the Board of Directors, the General Director, and other managers of the Corporation. The Audit Committee was provided with full access to reports and materials related to governance, business operations, and the financial status of the Corporation.

- To effectively fulfill its duties, the Audit Committee regularly exchanged information with departments and functional divisions to stay updated on governance and operational activities of the Board of Directors and Board of Management.

#### **8. Remuneration, operating expenses, and other benefits of the Audit Committee**

Remuneration, operating expenses, and other benefits of the AC are in compliance with the Law on Enterprises, the Corporation's Articles of Incorporation, and the Corporation's regulations on salaries, bonuses, and financial management.

### **III. AUDIT COMMITTEE'S OPERATION PLAN FOR 2025**

1. Continue supervising compliance with laws, the Articles of Incorporation, resolutions of the General Meeting of Shareholders, the Board of Directors, and the Corporation's internal regulations and procedures.

2. Advise the Board of Directors on internal governance, especially in recovering outstanding debts to ensure optimal cash flow for operations, and restructuring member units toward leaner and more efficient models.

3. Participate in contributing ideas with the Board of Directors and Board of Management to improve internal regulations and management procedures, enhancing the Corporation's governance and operational capabilities. Strengthen supervision to detect risks and shortcomings for timely rectification in accordance with regulations.

4. Maintain close coordination with the Board of Management and departments of the Corporation; conduct periodic internal audits approved by the Board of Directors; recommend extraordinary audits on debt recovery to reduce

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and prevent risks.

5. Attend professional training courses to enhance audit and internal control expertise, and stay up to date with new legal policies and regulations.

This concludes the report on the operations of the Independent Member of the Board of Directors in the Audit Committee for 2024 and the operation plan for 2025, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Wishing all valued shareholders and delegates good health, happiness, and success.

Wishing the General Meeting great success./.

*Thanks and Best regards,*

**BOD Independent Member**



**Dang Thanh The**





No.: 03/TTr-HDQT

Hanoi, April 02, 2025

## PROPOSAL

### ***On Implementation of 2024 Business Targets and Approval of the Plan for Dividend Distribution in Cash from Retained Earnings in 2023 and 2024***

*Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*Pursuant to the Articles of Incorporation of the 36 Corporation;*

*Pursuant to the 2023 business performance of the 36 Corporation;*

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval the 2024 business performance and the profit distribution plan, as follows:

#### **1. Report on the Implementation of 2024 Business Targets:**

Unit: VND

No.	Item	Target	Actual
1	Charter Capital	1,037,450,670,000	1,037,450,670,000
2	Total Revenue	1,836,691,000,000	1,483,819,637,403
3	Total Expenses	1,822,473,000,000	1,452,741,203,340
4	Profit Before Tax	14,218,000,000	31,078,434,063
5	Profit After Tax	10,709,000,000	26,672,787,690
6	ROE (Profit After Tax / Capital)	1.03%	2.57%
7	ROS (Profit After Tax / Revenue)	0.58%	1.80%

#### **2. Report on Appropriations to Funds in 2024 and Plan for Dividend Distribution in Cash from Retained Earnings in 2023 and 2024**

Unit: VND

No.	Item	Amount
1	Profit Before Tax in 2024	31,078,434,063
2a	Current Corporate Income Tax Expense	6,582,690,151

2b	Deferred Corporate Income Tax Expense	-2,177,043,778
3	<b>Profit After Tax in 2024 (= 1-2a-2b)</b>	<b>26,672,787,690</b>
4	<b>Appropriations to Funds, including:</b>	<b>2,700,775,614</b>
-	- Bonus and Welfare Fund (10% of Profit After Tax)	2,700,775,614
5	<b>Remaining Profit After Appropriations (= 3-4)</b>	<b>23,972,012,076</b>
6	<b>Distribution of Profits in 2023 and 2024</b>	<b>39,543,239,309</b>
	- Profit in 2023	15,571,227,233
	- Profit in 2024	23,972,012,076
7	<b>Dividend Payout Ratio</b>	<b>3.81%</b>

The Board of Directors is authorized to determine the record date for the list of shareholders eligible to receive dividends and the payment date for the cash dividend as approved by the General Meeting of Shareholders. The Board of Directors shall also carry out all necessary procedures and tasks to implement the cash dividend distribution in accordance with applicable laws.

Dividend Recipients: Shareholders of record in the shareholder list of the Corporation as of the record date for exercising the right to receive cash dividends.

Method of Payment: Dividends shall be transferred to shareholders' bank accounts registered with the Corporation.

Expected Time of Implementation: Quarter III or Quarter IV of 2025

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the cash dividend distribution from retained earnings in 2023 and 2024.

We respectfully submit the above to the General Meeting of Shareholders for review and approval./.

**Recipients:**

- Board of Management;
- Secretariat;
- Corporate Departments;
- Filing: Office, Shareholder Relationship Board.

ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRMAN



Nguyen Dang Giap



No.: 04/TT-HDQT

Hanoi, March 31, 2025

**PROPOSAL**

**On remuneration finalization for the Board of Directors for 2024 and the  
remuneration payment plan for 2025**

To: The General Meeting of Shareholders

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14<sup>th</sup> National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;

Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14<sup>th</sup> National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;

Pursuant to Circular No. 96/2020/TT-BTC dated November 16, 2020, of the Ministry of Finance guiding the disclosure of information on the securities market;

Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter on the Articles of Incorporation of 36 Corporation;

The Board of Directors respectfully reports to the General Meeting of Shareholders as follows:

**1. Finalization of remuneration for the Board of Directors and managers in 2024:**

Remuneration for the Board of Directors: VND 720,000,000

(Chairman: VND 20,000,000/month; 04 members: VND 10,000,000/person/month)

**2. Proposed remuneration plan for the Board of Directors in 2025:**

Estimated remuneration for the Board of Directors: VND 840,000,000

(Chairman: VND 20,000,000/month; 3 members of the Board of Directors: VND 10,000,000/person/month; 01 independent member of the Board of Directors: VND 20,000,000/person/month)

We respectfully submit this report to the General Meeting of Shareholders for review, opinions, and approval./.

**Recipients:**

- As addressed;
- Members of the Board of Directors;
- Secretariat; Audit Committee;
- Board of Management;
- Filing: Labor Organization Department (Shareholder Affairs); Th.

ON BEHALF OF THE BOARD OF

DIRECTORS

BOARD MEMBER



Nguyen Dang Giap

## **PROPOSAL**

### **Re.: Selection of an audit firm for the 2025 Financial Statements**

To: The General Meeting of Shareholders of 36 Corporation

*Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*Pursuant to the Articles of Incorporation of 36 Corporation and the Operating Regulations of the Audit Committee under the Board of Directors of 36 Corporation.*

The Audit Committee respectfully submits to the General Meeting of Shareholders the proposal on the selection of an independent audit firm for the 2025 financial statements of 36 Corporation, with the following details:

#### **1. Criteria for selecting an independent audit firm**

- a) A firm legally operating in Vietnam and approved by the State Securities Commission to audit listed companies in 2025;
- b) Having experience in auditing public companies in the fields of construction and real estate investment and business;
- c) Upholding honesty and professional ethics, having a good reputation for audit quality, and employing highly qualified and experienced auditors;
- d) Meeting the requirements of 36 Corporation regarding the audit scope and timeline;
- e) Offering a reasonable audit fee commensurate with the quality and scope of the audit.

#### **2. Opinion on the selection of independent audit firms**

In 2024, the Board of Directors of the Corporation entered into a contract with **AASC Auditing Firm Company Limited** to audit the





financial statements. This firm successfully fulfilled its duties as agreed in the contract.

To select an independent auditor for the 2025 financial statements, the Supervisory Board respectfully proposes that the General Meeting of Shareholders authorize the Board of Directors to select an independent audit firm to conduct the review and audit of the 2025 financial statements.

We respectfully submitted this proposal for the consideration and approval of the General Meeting of Shareholders./.

Thanks and Best regards!

***Recipients:***

- Chairman of the Board of Directors (for reporting);
- Board of Management;
- Secretariat;
- Labor Organization Department and Finance
- Accounting Department;
- Filing: Office; Audit Committee (10 copies).

ON BEHALF OF THE AUDIT  
COMMITTEE



Dang Thanh The



No.: 356/BC-TCT

Hanoi, April 03, 2025

**REPORT****On Business Performance for 2024 and Business Plan for 2025****Part 1****BUSINESS PERFORMANCE FOR 2024**

In 2024, the 36 Corporation (the “Corporation”) carried out its assigned tasks under conditions of intense labor market competition. Certain subsidiaries faced localized work shortages, while management, operations, and business activities at several projects encountered significant challenges, including shortages of project managers and technical personnel; difficulties in sourcing embankment materials for expressway projects; and delays in completing legal procedures for real estate investment and development projects, mainly due to changes in regulatory mechanisms and policies. Key personnel underwent considerable shifts, with some executives being reassigned. The State capital divestment process also impacted the morale and livelihoods of staff, employees, and workers, particularly officers and professional military personnel. Despite these challenges, under the strong leadership and decisive direction of the Board of Directors and the Executive Management, the Corporation successfully fulfilled its 2024 objectives, achieving the following results:

**I. Key Performance Indicators**

No.	Key Indicators	Unit	2024			
			Plan	Actual	% of Plan Achieved	% vs. 2023 Actual
1	Production Volume	VND billion	1,975.454	1,876.031	94.97%	121.73%
2	Total Revenue	VND billion	1,836.691	1,483.820	80.79%	105.32%
3	Profit Before Tax	VND billion	14.218	31.078	218.58%	175.00%
4	Profit After Tax	VND billion	10.709	26.673	249.07%	153.81%
5	Charter Capital	VND billion	1,037.451	1,037.451	100.00%	100.00%
6	Dividend Payout Ratio	-	-	3.81%	-	-
7	Average Number of Employees	Persons	420	401	95.48%	91.14%
8	Average Monthly	VND	12.260	11.078	90.36%	101.65%



No.	Key Indicators	Unit	2024			
	Income per Employee	million				

## II. Evaluation of the Implementation of Key Tasks

### 1. Planning

- Timely guidance was provided for the development of the 2024 business and production plan, with specific targets assigned to member units for implementation. Effective direction was given in executing the plan, with focused supervision and inspection, particularly for high-value projects with urgent handover deadlines. The Corporation maintained strict adherence to the monthly production briefing regime, promptly resolving difficulties and obstacles to avoid disruptions to the business and production activities of the units. Economic contracts of type A-B were closely monitored and managed; internal allocation and task assignment for construction work were conducted in a disciplined and meticulous manner.

- In 2024, the Corporation successfully won bids and signed five economic contracts of type A-B with a total value of VND **497.42 billion**, including: Project for the Expansion of the Training Facility of the Vietnam Women's Academy (VND 47.02 billion); Package TB01: "Supply and Installation of Equipment" for Long Thanh Airport (VND 168.73 billion); Project for Erosion Control and Riverbank Reinforcement on the O Mon River – Can Tho City (VND 87.20 billion); Project for Construction and Equipment Installation for Buon Ho Town General Hospital, Dak Lak Province (VND 47.25 billion); Package No. 01: Construction, Supply and Installation of Equipment for the Administrative Block – Academy of Finance (VND 147.22 billion).

- In 2024, several key projects were inaugurated and handed over for operation and use, including: Quang Ninh Post Office Project; K Hospital, Campus 1 at 43 Quan Su Street – Hanoi; Project for Construction of the Tea Irrigation Area in Tan Linh Commune – Thai Nguyen; and the Headquarters of the Can Tho Regional Branch of the Development Bank. These projects were highly appreciated by the project owners and operating entities for their quality and technical-aesthetic standards.

### 2. Marketing and Bidding

In 2024, despite numerous difficulties in the overall economy and the construction market in particular, the Corporation overcame these challenges by focusing on marketing and bidding efforts to secure part of the workload for 2024 and to carry forward into 2025. During the year, the Corporation was awarded five bidding packages with a total value of VND 497.42 billion, as mentioned above.

### 3. Finance and Accounting

- Financial and accounting activities were effectively maintained, with sound management of assets, capital, revenue, expenses, receivables, and business results. Capital management, in particular, was conducted in a unified and stringent manner, in compliance with the State's financial management principles and the funding conditions of the Bank. Investment limits were cautiously monitored on a regular basis, with strict control over the maximum outstanding loan balance at all times,



ensuring a reasonable balance between meeting business capital requirements and maintaining financial security. In 2024, the regulations on capital advances and disbursement for construction activities were reviewed and amended to ensure construction progress, financial safety for the Corporation, and alignment with the actual conditions of business operations.

- Particular attention was given to the settlement and collection of receivables, starting from the verification of funding sources for each project, acceptance procedures, preparation of settlement documentation, and phased disbursements by the project owner. Full compliance was maintained with regulations on remittances to the State budget and higher-level authorities.

#### **4. Labor Organization**

- Workforce arrangement: The Corporation ensured timely reporting and consultation with the representative of State capital at the Ministry of National Defence. Organizational restructuring was carried out in close alignment with production and business requirements to enhance operational efficiency. Recommendations and consultation were provided to the Board of Directors in preparing human resources and capacity profiles for marketing national key projects. As of the end of December 2024, the Corporation's structure included: 07 head office departments; 17 dependent accounting units (with Project Management Unit 36.25 discontinued); 02 directly affiliated teams (Construction Team 132 and Construction Team 167); 01 subsidiary – 36.71 BOT Company Limited; and 03 associated companies.

- Labor and payroll management: The Corporation provided guidance to its departments and units on the proper implementation of regulations issued by the MND, the Labor Code, the Law on Employment, and other applicable legal instruments, in accordance with the Corporation's delegated authority concerning labor contract signing, labor management, and utilization. Employees at all levels were ensured to have complete legal documentation and fulfill all procedural requirements. Workforce management was conducted effectively to meet operational demands. Wages were paid based on business performance, with incentives to increase income through enhanced labor productivity and economic efficiency. In 2024, the average monthly income per employee reached VND 11.078 million/person/month (an increase of 1.65% compared to 2023). Full payment was made for regimes relating to sick leave, maternity, convalescence, and health recovery. Employee entitlements including salaries, bonuses, and meal allowances were fully ensured.

- Social Insurance, Health Insurance, and Unemployment Insurance: The Corporation ensured the proper updating of military personnel's service records to facilitate the review of social insurance books. Full compliance was maintained with legal regulations on compulsory insurance. The collection and remittance of social insurance, health insurance, and unemployment insurance to the Ministry of National Defence and local social insurance agencies were carried out accurately and within the prescribed timeframes. The number of individuals subject to compulsory social insurance participation was 401, including 49 Officers, 87 Professional Military Personnel, and 265 Contractual Employees.



- Personnel and Policy: Personnel management was conducted with strict control and comprehensive updates to military personnel records, including the issuance of military ID cards. Information on military personnel's dependents was regularly updated in the database to facilitate the processing of relevant policies. The Corporation effectively implemented policies on salary grade promotions, job classification upgrades, and group transfers for Professional Military Personnel and Contractual Employees. In 2024, proposals were submitted to the Ministry of Defence for the issuance of decisions on salary grade and group transfer for 32 Military Personnel; the Corporation issued similar decisions for 70 Contractual Employees. The Corporation processed demobilization for 07 individuals (02 Officers, 05 Military Personnel); retirement benefits for 07 individuals (03 Officers, 04 Military Personnel); unit transfers for 05 individuals (01 Officer, 04 Military Personnel); termination of labor contracts for 64 cases; and recruitment of 70 new Contractual Employees.

- Occupational safety, labor hygiene, and fire prevention and control (OSH-FP): Inspections and guidance were effectively conducted across units for the implementation of OSH-FP activities. Training was organized in accordance with regulations for relevant target groups. A firefighting and rescue drill was independently conducted at the Corporation's headquarters building. Units were guided in conducting technical safety inspections and declaring equipment subject to stringent safety requirements. Support and coordination were also provided in working with state authorities in preparation for inspections and audits.

- Shareholder Management: The Annual General Meeting of Shareholders for 2024 was successfully held. The Corporation completed the 2023 Corporate Governance Report and Annual Report, as well as the 2024 Semi-Annual Corporate Governance Report. Full and timely disclosure of information (periodic, ad hoc, insider transactions, and related party transactions) was made in accordance with the provisions of the Law on Securities..

## **5. Party and Political Affairs**

The leadership thoroughly disseminated and seriously implemented the directives and resolutions of the Central Committee, the Central Military Commission, and the leadership resolutions of Party committees at all levels within the Party organization of the Corporation. The Emulation and Commendation Congress for the 2019-2024 period was successfully organized with positive outcomes. Multiple emulation drives were actively launched and signed, with a focus on the 2024 Determined to Win Emulation Movement and other peak campaigns. Grassroots democratic regulations were strictly upheld; policy implementation and mass mobilization work were effectively carried out. The Corporation actively participated in charitable contributions, visitations, and support activities, ensuring adequate implementation of policies for beneficiaries during national holidays and traditional festivals, achieving practical and effective results. It also took the initiative in participating in social welfare programs and effectively engaged in activities honoring those who rendered service to the nation and supporting military families, thereby upholding the image of "Uncle Ho's Soldiers" on the economic-Defence front (with total contributions exceeding VND 2.5 billion in the year).

Great importance was attached to the protection of internal political security; proactive efforts were made to prevent manifestations of political, ethical, and lifestyle degradation; and effective measures were taken against "self-evolution" and



“self-transformation” phenomena within the internal ranks. Efforts were made to counter and defeat the “peaceful evolution” strategy and the hostile forces’ scheme of “depoliticizing” the military, thereby safeguarding the ideological stronghold within agencies and units. Political and ideological work was regularly and effectively conducted with discipline, ensuring quality, and favorable conditions were created for mass organizations to operate in accordance with their functions and responsibilities.

Party organizational and operational principles were strictly observed, particularly the principles of democratic centralism, collective leadership, and individual accountability. Self-criticism and criticism were promoted to enhance the quality of Party activities. Timely adjustments and additions were made to work regulations and leadership protocols in key areas. Emphasis was placed on building strong Party organizations in terms of political stance, ideology, and structure, remaining steadfast in the Party’s renewal line. Party committees and organizations effectively carried out education and training to enhance political courage, competence, and intellectual capacity for cadres and Party members, particularly key leaders and managers.

The leadership directed and strictly implemented the resolutions, directives, and regulations of the Central Party Committee and the Central Military Commission regarding inspection, supervision, and Party discipline. The inspection and supervision activities were carried out rigorously, in accordance with established procedures, ensuring quality and effectiveness

## **6. Office Affairs**

- Management and Use of National Defence Land: The management and use of seven parcels of national Defence land with a total area of 30,812.7 square meters, including military compounds, garrison planning, and annual infrastructure development plans, were implemented in accordance with the organizational model and specific conditions of the unit, strictly complying with regulations issued by the State and the Ministry of National Defence. In 2024, the Corporation preliminarily determined the land use fee for national Defence land at VND 1,359,048,687 (of which VND 951,334,081 was remitted to the Ministry of National Defence and VND 407,714,606 was deducted from the 2023 land use fee). A comprehensive inventory of national Defence land was conducted in accordance with Directive No. 22/CT-TTg dated July 23, 2024, by the Prime Minister regarding the 2024 land inventory. The 2025 plan includes the implementation of procedures for the reallocation and handling of national Defence-related land and property in alignment with the capital divestment roadmap, as well as the procedures for provisional payment of national Defence land use fees for 2025. It also includes the transfer procedures for assets attached to leased land at the premises of the 36.63 Company in Vinh.

- Completion of legal dossiers related to quarry operations; continued coordination for the closure of the Len Trot quarry; review and inspection to address and rectify existing issues related to the management and exploitation of the Song Area quarry.

- Support Services: Development of clean, green, and orderly facilities; promotion of a civilized lifestyle and maintenance of security and order in the area. Adequate provision of supplies, logistics, vehicles, equipment, and other essential



conditions ensured the Corporation's headquarters operated regularly, smoothly, effectively, and efficiently. All necessary working conditions for the leadership, command, and administrative units were adequately provided. Meeting and reception services were organized in accordance with prescribed standards. Lunch for the leadership, officers, and staff at the headquarters was provided in accordance with nutritional standards, hygiene, food safety, and disease prevention protocols, ensuring absolute safety.

- Military Medical Affairs: Regular monitoring and healthcare support for the Corporation's leadership; disease control and community health management; guidance to affiliated units in coordinating with local hospitals and medical facilities at garrison locations to ensure medical examination and treatment for officers and soldiers in accordance with regulations.

- Internal regulations, conduct, and working hours at the Corporation's headquarters were well maintained. Entry and exit control of personnel was strictly enforced. Incoming and outgoing documents were managed in accordance with classified correspondence protocols, ensuring all documents were handled accurately and promptly.

### **7. Motor Vehicle and Equipment Management**

- Ensured and consistently maintained roadworthiness inspections for automobiles. Regularly monitored, inspected, and supervised technical safety inspections for equipment subject to strict occupational safety and health regulations. Periodic maintenance of motor vehicles and equipment was conducted to ensure high utilization rates. In 2024, roadworthiness inspections and licensing were completed for 10 vehicles of various types.

During the year, the Corporation invested in one passenger car for the operations of the Board of Directors and one hot-mix asphalt batching plant to serve the construction of the Can Tho – Hau Giang Expressway project, with a total investment of VND 16.11 billion.

### **8. Legal Affairs**

- Litigation Activities: In 2024, legal work related to the enforcement of the Coma 18 judgment was carried out, and the Corporation participated in litigation in the Semec case to recover debts and the VPBank lawsuit against the 36 Corporation. In 2025, the Corporation plans to continue its participation in ongoing litigation currently under judicial review, and to support the 36.71 BOT Company Limited in litigation and enforcement proceedings related to contractor lawsuits for unpaid construction debts under the National Highway 19 BOT project.

Followed up and successfully recovered long-outstanding debts from project owners; coordinated with relevant units and individuals to negotiate debt reductions with clients.

Fully and promptly updated newly issued legal documents; drafted, reviewed, and revised construction, business, commercial, service, and credit contracts to ensure legal rigor. Provided effective legal consulting and support for real estate projects in which the Corporation participated through auctions or investment; addressed customer complaints; and provided legal counsel on the amendment and completion of the Corporation's internal regulations.

### **9. Real Estate Investment Projects**



### **9.1. Sa Pa Project, Lao Cai:**

- Site construction progress: The structural works have been completed. The project is currently undergoing finishing works, addressing certain deficiencies, and implementing infrastructure construction. Legal documentation is being prepared for the talus slope treatment on Road T11, which has been affected by landslides caused by storms, to determine appropriate design and construction solutions. The project is expected to be fully completed by December 2025.

- Sales status: As of the end of March 2025, sale and purchase agreements have been signed with 82 out of 97 customers. The sale of the remaining 15 units is expected to be completed by 2025.

### **9.2. Quan Hanh Project, Nghe An:**

- Construction progress as of the end of March 2025:

+ Low-rise area: Construction of Lot LK-01 is essentially complete, with final finishing works ongoing, including painting and installation of drainage inlets. Lots LK-03 and LK-04 have completed foundation works and are expected to be handed over in the fourth quarter of 2025.

+ Infrastructure: Core infrastructure works have been substantially completed to support the sale of future-formed residential properties.

+ Commercial service building: A construction permit has been issued for the commercial service building. The contractor is expected to commence work in April 2025 and complete it by December 2025.

- Sales status: The application for selling future-formed residential properties was submitted to the One-Stop Shop of the Department of Construction on March 13, 2025, for review by the Department's leadership. The consulting unit is currently providing project information and quotations to prospective customers visiting and inquiring about the project.

### **9.3. Bac Ha Project, Lao Cai:**

- Construction and acceptance have been completed for 28 townhouse units. As of the end of March 2025, sale and purchase agreements have been signed with 24 out of 28 customers.

- Plan for 2025: Complete the remaining sales and issue land use right certificates to buyers.

### **9.4. Dong Trieu Project, Quang Ninh:**

- Construction and acceptance of townhouse units have been completed. As of the end of March 2025, sale and purchase agreements have been signed with 45 out of 48 customers.

- Plan for 2025: Complete the remaining sales and issue land use right certificates to buyers..

### **9.5. 6-8 Chua Boc Project:**

The project is currently undergoing legal procedures. The application for approval of the investment policy has been submitted, and the 36 Corporation is working with relevant departments and agencies in Hanoi to obtain feedback.

In addition to the five projects currently under construction or in legal processing stages as outlined above, the 36 Corporation is also participating in joint ventures and partnerships to carry out site clearance, appraise the feasibility study reports, and



adjust the 1/500 zoning plans, as well as handle other legal procedures with competent authorities to implement two projects: the Residential Area Project in Da Ninh Hamlet, Dong Thinh Commune, Dong Son District, Thanh Hoa Province, and the Central Residential Area Project in Dong Tan Ward, Thanh Hoa City. Furthermore, the 36 Corporation is actively preparing and carrying out investment promotion procedures for several other potential projects.

#### **10. National Highway 19 BOT Project**

- Routine maintenance and periodic overhauls have been carried out on a continuous basis to ensure quality, avoid public dissatisfaction, and maintain safety for road users. In 2024, Phase 2 – Batch 1 of the medium-term overhaul was completed at a cost of over VND 9 billion.

- Toll Collection: After nearly nine years of toll collection (commencing on June 1, 2016), the project has not met the expected financial performance compared to the approved financial plan. The primary reason lies in changes to regulations imposed by State authorities and the Government, which have mandated compliance by the BOT enterprise. In seeking resolution, the 36.71 BOT Company Limited has submitted reports to the Investor and dispatched numerous official communications to relevant Ministries, Government agencies, and the National Assembly, requesting guidance and support to address the project's difficulties. Additionally, while the Bank has been a financial partner to the Investor, it has not implemented measures to share risks when the project encountered challenges. As a result, the Investor has faced significant hardship in balancing funding and cash flow from other business activities to cover costs and ensure compliance with the BOT contract and credit agreement. As of now, nearly VND 60 billion in unpaid contractor debt from the investment phase has yet to be disbursed, leading to legal disputes.

#### **III. Identified Limitations and Shortcomings**

- Bidding and marketing activities during the year were concentrated in only four subsidiaries (36.20, 36.30, 36.66, and 36.67), while several other subsidiaries had no ongoing construction projects and were unable to secure new contracts. This resulted in underperformance against planned targets, negatively impacting the Corporation's overall mission fulfillment.

- The Corporation continues to lack sufficient construction equipment, necessitating reliance on external rentals during bidding processes, which limits autonomy and creates significant dependence on third-party partners.

- Certain tasks involving the Ministry of National Defence have yet to be completed despite prolonged engagement, such as the signing of Defence land lease agreements.

- The advisory team assisting the Board of Management and the Board of Directors in restructuring dependent-accounting units (including establishing new subsidiaries with contributed capital from the Corporation, as well as executing mergers, consolidations, spin-offs, and dissolutions) has not adopted a comprehensive approach. Consequently, unforeseen difficulties and obstacles have arisen in practice, requiring simultaneous execution, adjustment, and review.

- Although the Corporation maintains a large organizational structure, the professional competence of its subordinate units remains insufficient to meet current



demands, particularly under the present challenging and competitive conditions for securing employment opportunities. Most subsidiaries have experienced organizational downsizing and personnel reductions, with existing staff lacking the professional qualifications required for their assigned tasks.

- Occupational safety, labor hygiene, and fire prevention and control (OSH-FP) have not received adequate attention or oversight from the leadership at certain units. This is especially concerning given the increasingly stringent legal requirements and the imposition of severe penalties, including criminal liability, for non-compliance.

#### **\* Overall Assessment**

In 2024, despite numerous challenges affecting construction activities, bidding and marketing efforts, and overall business operations, the Board of Management, in coordination with the Board of Directors, proactively prioritized marketing and job acquisition efforts. They also accelerated the progress of key construction projects while resolving backlogs at existing project sites and material quarries, and continued to streamline the organizational structure. The Corporation maintained stability, solidarity, and strong internal unity; the livelihoods of officers, employees, and workers were safeguarded, fostering peace of mind and commitment to building and developing the organization.

## **Part 2 BUSINESS PLAN FOR 2025**

The tasks set for 2025 are anticipated to remain challenging, with numerous subsidiaries lacking transitional projects and some having been without work for several years. The bidding and marketing landscape is becoming increasingly competitive and intense. The initiation of new public investment projects is expected to be significantly constrained due to ongoing organizational streamlining, mergers, and structural realignments from central to local levels, making marketing and job acquisition increasingly difficult. The real estate market continues to face numerous bottlenecks due to delays in the resolution of policy and regulatory issues. Based on this assessment of challenges, the Board of Management, in coordination with the Board of Directors, shall focus on leading and directing the successful implementation of the 2025 targets and has identified the following objectives and solutions:

### **I. Projected Key Targets for 2025**

- Production Volume: **VND 1,956.760 billion**, equivalent to 104.30% of the 2024 actual performance

- Revenue: **VND 1,574.955 billion**, equivalent to 106.1% of the 2024 actual performance

- Profit before tax: VND 25.332 billion

- Profit after tax: VND 20.265 billion

- Projected average workforce: 420 employees

- Projected average income: VND 11,632,000 per employee per month, representing a 5% increase compared to 2024



## **II. Strategic Orientation and Objectives for 2025**

- Continue to maintain stability and pursue sustainable development while ensuring employment and livelihoods for all officers and employees of the Corporation. Maintain core activities in construction and real estate investment; strengthen partnerships and cooperation to expand market access; and enhance capabilities in human resources and equipment to support bidding and marketing efforts, with a focus on projects and tenders funded by public investment and those with clearly identified sources of capital and stable cash flows.

- Ensure the Corporation's financial health; exercise stringent cost control and minimize management expenses; implement measures to recover outstanding receivables from project owners, particularly long-standing debts. Pursue a bold transformation in management mindset and restructure member units toward a leaner and more efficient operational model.

## **III. Key Solutions to Ensure Fulfillment of 2025 Objectives**

1. Continue to recruit additional personnel, particularly Site Managers and technical staff specializing in transportation and construction. Arrange for qualified personnel with appropriate expertise to attend professional training courses to obtain the necessary diplomas and certifications for the role of Site Manager. Notably, in 2025, the Corporation will coordinate with the University of Transport and Communications to organize a second-degree program in Railway Engineering for 20 officers and employees, aimed at enhancing the workforce capacity for participation in the North – South High-Speed Railway project (commenced in early March 2025). Consider investing in additional equipment to strengthen capacity in bidding and construction activities.

2. Rationally restructure dependent accounting units through division, separation, merger, suspension, or dissolution of units with low efficiency or no work. Study the feasibility of capital contribution to establish single-member limited liability companies or joint-stock companies in line with actual operational needs and market demands.

3. Enhance marketing and bidding efforts to secure sufficient workloads for 2025 and create a pipeline for the following year, with a focus on large-scale projects and those with transparent and well-defined funding sources, particularly in the transportation, healthcare, and education sectors. Maintain close coordination with Project Management Units and relevant authorities to complete legal procedures for the construction and handover of Bach Mai Hospital (Branch 2) and to resume construction of Packages CW01 and CW02 of the University of Science and Technology of Hanoi at the earliest opportunity. In parallel, strengthen joint ventures and partnerships to act as investors in real estate projects, expand market presence, and engage in social housing and electrical construction projects to boost revenue and capacity for the Corporation.

4. Prioritize the allocation of capital to complete and hand over key projects in 2025: Can Tho – Hau Giang Expressway, Bung – Van Ninh Expressway, and Packages XD02 and TB01 of Long Thanh International Airport. Finalize accounts, recover receivables, settle A-B contracts, and complete internal settlements for



projects with finalized A-B settlements to ensure sound and transparent financial conditions.

5. Strengthen financial management, focusing on mobilizing sufficient capital to ensure the smooth operation of business and routine activities, and strive to fulfill all planned targets. Continue to uphold the Corporation's brand and credibility within the banking and credit system to secure access to preferential loans and low-interest financing to support its business operations.

6. Maintain close coordination with the Ministry of National Defence on the plan for State capital divestment from 36 Corporation to appropriately address the policies and entitlements of military personnel (demobilization, retirement, or reassignment) and ensure a smooth organizational transition post-divestment. Develop plans and policies for demobilized military personnel wishing to continue working at the Corporation;

7. Implement a compensation framework for the Corporation's headquarters staff based on job positions, professional competence, and individual performance, thereby increasing income, motivating work ethic, and enhancing labor productivity.

8. Maintain and fully implement all employment-related policies, including job assignment, social insurance, health insurance, unemployment insurance, periodic medical checkups, and settlement procedures for eligible personnel wishing to resign. Strictly uphold document confidentiality protocols, promote administrative reform, reinforce discipline and accountability, and emphasize the responsibility of organizations and individuals in fulfilling assigned duties. Optimize the use of headquarters facilities and those of affiliated units./.

**Recipients:**

- Board of Directors;
- Board of Management;
- Audit Committee;
- Secretariat;
- Corporate Departments;
- Filing: Office, Planning, Shareholder Relationship Board

**GENERAL DIRECTOR**



**Bui Quang Bat**



**REPORT OF THE BOARD OF DIRECTORS FOR 2024 AND  
STRATEGIC DIRECTIONS FOR 2025 AT THE 2024 ANNUAL  
GENERAL MEETING OF SHAREHOLDERS**

Dear Esteemed Shareholders,

In 2024, the 36 Corporation (the “Corporation”) carried out its assigned tasks amidst a highly competitive labor market; operations were dispersed across a wide geographical area, and certain member units experienced localized shortages of work. Management, administration, and business operations faced various difficulties at several projects and worksites: a shortage of project directors and technical personnel; limited availability of embankment materials for expressway projects; declining toll station revenues. The legal procedures for several ongoing real estate investment projects progressed slowly due to changes in policies and regulations. The Corporation operated under the joint stock company model, with key personnel undergoing significant changes, including transfers of several individuals. Additionally, the State capital divestment process at the Corporation had partial impacts. In light of these challenges, the Board of Directors (the “BOD”) diligently implemented the resolutions adopted by the General Meeting of Shareholders (the “GMS”) and fundamentally fulfilled its assigned functions and responsibilities over the past year

On behalf of the BOD, I respectfully present to the GMS the report on the BOD’s performance over the past year and the strategic directions for the upcoming year as follows:

**I. BOD’S HUMAN RESOURCES AFFAIRS**

Following the 2024 Annual General Meeting of Shareholders, the BOD consists of the following five members:

1.	Mr. Nguyen Dang Giap	Chairman of the Board of Directors
2.	Ms. Mai Thuy Dung	Non-executive Member of the Board of Directors
3.	Mr. Nguyen Dang Thuan	Member of the Board of Directors, Deputy General Director
4.	Mr. Tran Thai Binh	Member of the Board of Directors, Deputy General Director
5.	Mr. Dang Thanh The	Independent Member of the Board of Directors

**II. BOD’S PERFORMANCE IN 2024**

**1. The Corporation’s Performance Review**



a) In 2024, the BOD led and directed the Board of Management to implement the resolutions adopted by the GMS, including: marketing and bidding efforts to seek investment projects and secure employment for workers; construction and installation activities ensuring timely handover and technical quality of projects; direction of real estate investment and business activities; organizational restructuring and personnel appointments in alignment with the current corporate model; promotion of documentation for payment settlements and debt recovery; and execution of shareholder-related affairs. *(Details provided in the Management Report).*

b) Business performance for 2024:

No.	Indicator	Unit	Amount
1.	Production value	VND billion	1,876.031
2.	Revenue	VND billion	1,483.819
3.	Profit before tax	VND billion	31.078
4.	Profit after tax	VND billion	26.673
5.	Average income	VND million/person/month	11.078

c) The current charter capital of the Corporation is VND 1,037,450,670,000 *(One thousand thirty-seven billion four hundred fifty million six hundred seventy thousand Vietnam dong).*

## 2. BOD's Meetings:

In accordance with the Law on Enterprises, relevant legal documents, the Articles of Incorporation, and the BOD's Operating Regulations, and the resolutions of the GMS, the BOD convened 14 meetings in 2024 and passed resolutions on the following key matters:

a) Focused leadership in implementing the annual business plan, particularly for large-scale, key projects, ensuring technical and artistic quality as well as timely handover to the project owner;

b) Approval of credit arrangements, including short-term credit limits to support business operations, and loan plans for investment projects;

c) Approval of the collection and payment mechanism applicable to certain projects;

d) Issuance of the Investment Management Regulations;

dd) Approval of the establishment of the Southwest Branch and the Phuong Nam Branch, and the termination of operations of the Real Estate Office at 6-8 Chua Boc – a branch of the 36 Corporation;

e) Approval of related-party transactions involving the 36 Corporation;

f) Approval of project investment, contractor selection plans, selection of project investors, total investment estimates, business plans, and adjustments to implementation timelines for real estate projects;

g) Decision on selecting the auditing firm to conduct the review of the semi-annual financial statements and the audit of the 2024 annual financial statements for the Corporation;



h) Approval of participation in the auction and acquisition of land-use-attached assets at No. 38 Phung Hung Street, Phuc La Ward, Ha Dong District, Hanoi City;

i) Approval of the transfer of assets attached to leased land at Le Van Mien Street, Ha Huy Tap Ward, Vinh City, Nghe An Province;

k) Approval of investment in the procurement of passenger vehicles and a hot asphalt concrete batching plant;

g) Issuance of decisions related to the organizational structure, personnel assignments, and appointments within the Corporation.

### **3. BOD's Remuneration**

The total remuneration of the Board of Directors in 2024 amounted to VND 720,000,000.

### **4. Shareholder Affairs**

The BOD directed the Shareholder Relationship Board to carry out all shareholder-related tasks; disclose information in accordance with legal regulations applicable to public companies and the securities market (including periodic, ad hoc disclosures, and disclosures on insider transactions and those of related parties); submit the 2024 Annual Report and Corporate Governance Report to the State Securities Commission and the Hanoi Stock Exchange as required; and handle other matters related to shareholders and G36 shares (such as resolving issues faced by G36 employee-shareholders regarding dividend receipt, share trading, etc.).

As of December 31, 2024, the total number of outstanding shares was 103,745,067 shares, including:

a) 01 state shareholder (Ministry of National Defence) holding 19,065,932 shares, accounting for 18.38% of charter capital;

b) 02 major shareholders holding 23,101,888 shares, accounting for 22.27% of charter capital;

c) Minority shareholders holding 61,577,247 shares, accounting for 59.35% of charter capital.

**Overall Assessment:** The activities of the Board of Directors, Board of Management, and related departments were carried out in an orderly manner, fulfilling the mandates assigned by the General Meeting of Shareholders. However, due to overall market difficulties, the Corporation's business operations continued to face significant challenges, and revenue fell short of expectations. Therefore, in 2025, the Board of Directors must adopt more timely and effective policies and decisions to enhance business performance and further advance the Corporation's development.

### **III. BOD'S TASKS FOR 2025**

In 2025, the Corporation must take a proactive and vigorous approach in marketing and business development; place strong emphasis on pursuing large-scale projects and prioritize those with clear and transparent funding sources (*particularly the high-speed railway project*). It is essential to promote joint ventures and partnerships to co-invest in real estate projects and expand

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investment into sectors beyond real estate. Investment should be strengthened in transportation, healthcare, and education projects, ensuring capital is utilized efficiently. For real estate investment, it is necessary to take the initiative, focusing on dossier preparation, and ensuring that contracts are legally sound, detailed, and meticulously drafted to avoid potential disputes with customers. Close management of the National Highway 19 BOT project must be maintained. Based on the foregoing, the Board of Directors shall concentrate on leading and directing the implementation of the resolutions of the General Meeting of Shareholders to effectively accomplish the following key tasks in the upcoming years, with the following strategic measures:

1. Organize leadership and direction of units to fulfill the 2025 business targets:

- Production volume: VND 1,956.760 billion, equivalent to 104.30% of 2024 actual performance.

- Revenue: VND 1,574.955 billion, equivalent to 106.1% of 2024 actual performance.

- Profit before tax: VND 25.332 billion.

- Profit after tax: VND 20.265 billion.

- Projected average workforce: 420 employees.

- Projected average monthly income: VND 11,632,000/person/month, a 5% increase compared to 2024.

2. Closely manage production and business operations, strictly supervise the execution of tasks in accordance with the plan approved by the General Meeting of Shareholders, and require the Board of Management to adopt all necessary measures to enhance labor productivity, reduce costs, and improve business efficiency.

3. Place emphasis on and strengthen financial management and supervision; ensure adequate capital mobilization to fund investment and construction activities, with priority given to key projects. Special attention should be paid to the recovery of receivables from project owners, especially overdue debts. Urgently resolve long-outstanding project finalizations and expedite payment documentation to recover invested capital.

4. Intensify efforts in job acquisition; in marketing activities, conduct thorough due diligence on projects, focusing on those with high feasibility and transparent funding. Approach private investment projects, public investment projects, and foreign-funded projects that align with the Corporation's structure as a joint stock company to expand market share.

5. Actively coordinate with relevant authorities to complete legal procedures for the implementation of certain real estate projects currently facing obstacles. Maintain construction and installation operations while diversifying investments to offset losses from the National Highway 19 BOT project, and concurrently seek effective solutions to address existing difficulties related to the project.



6. Closely direct the restructuring and reorganization of the organizational structure, streamline staffing, and reform the salary system by aligning it with job position, capability, and work performance to meet the Corporation's operational requirements.

7. Prioritize the recruitment of high-quality human resources to strengthen the Corporation's management team. Enhance training and professional development activities to improve technical and professional competencies of staff, employees, and workers.

The foregoing is the Board of Directors' performance report for 2024 and strategic orientation for 2025. We respectfully wish all esteemed delegates and shareholders good health and success, and a successful General Meeting of Shareholders.

Respectfully,

**Recipients:**

- Board of Directors;
- Board of Management;
- Filing: Secretariat, Board of Directors.

ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRMAN *sub*



Nguyen Dang Giap



**REGULATIONS**  
**ON THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**Chapter I**  
**GENERAL PROVISIONS**

**Article 1. Scope of Regulation and Applicable Entities**

1. These Regulations govern the organization and administration of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the “Meeting”).
2. They specifically stipulate the rights and obligations of participants in the Meeting, as well as the conditions and procedures for convening and conducting the Meeting.
3. The Regulations ensure the principles of transparency, democracy, and the protection of the rights and responsibilities of shareholders and their proxies.

**Chapter II**  
**ELIGIBILITY TO ATTEND THE MEETING, RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND PARTICIPANTS**

**Article 2. Eligibility to Attend the Meeting**

Shareholders who are either individuals, legal entities, or proxies of shareholders or shareholder groups holding voting shares as recorded in the shareholder list maintained by the Vietnam Securities Depository and Clearing Corporation (VSDC) as of **April 18, 2025**, are entitled to attend or authorize others to attend the Meeting in accordance with these Regulations and applicable legal provisions.

Shareholders or their proxies must complete registration procedures with the Meeting Organizing Committee and must strictly comply with the Meeting’s regulations and respect the outcomes of the Meeting.

**Article 3. Rights of Shareholders Attending the Meeting**

1. Shareholders have the right to discuss and vote on all matters falling within the authority of the General Meeting of Shareholders in accordance with 36 Corporation’s Articles of Incorporation, the Law on Enterprises No. 59/2020/QH14, and other relevant legal documents.



2. Shareholders may attend the General Meeting of Shareholders through one of the following methods:

a) Attending the Meeting in person;

b) Authorizing another person in writing to attend the Meeting on their behalf. Authorized persons may not transfer such authorization to a third party and may not nominate themselves as a candidate in their own capacity. In the case of an institutional shareholder, the authorized representative must comply with Clause 3, Article 17 of the 36 Corporation's Articles of Incorporation.

3. Shareholders are entitled to receive public notice from 36 Corporation regarding the Meeting's agenda and content.

4. Upon completing registration, each attending shareholder or proxy shall be provided by the Shareholder Eligibility Verification Committee with a Voting Ballot (white, A4 size), a Voting Card (yellow, A5 size), and relevant documents. The ballot and card shall indicate the shareholder's name, number of owned shares, number of authorized shares, and total voting rights.

5. Shareholders or their proxies arriving after the Meeting has commenced may register and immediately participate and vote, without requiring the Chairperson to pause the Meeting for registration. The validity of any prior voting sessions shall remain unaffected. The Vote Counting Committee shall include the voting shares of such late arrivals in the total number of voting shares to calculate the voting results for subsequent agenda items.

#### **Article 4: Shareholders' obligations when attending the General Meeting**

1. Shareholders or their proxies attending the Meeting must wear formal attire and bring the following documents:

a) Meeting Invitation;

b) Identity Card or Citizen Identity Card;

c) Proxy Form in the form enclosed with the Meeting Invitation (in the case of proxy attendance). If the shareholder is an individual, the Proxy Form must bear the signatures of both the shareholder and the proxy. If the shareholder is a legal entity/organization, the Proxy Form must be signed by the legal representative of such entity and affixed with its official seal;

d) Shareholders or their proxies shall be officially eligible to attend and vote at the Meeting upon completion of the registration procedures with the Shareholder Eligibility Verification Committee.

2. In the event that a shareholder has authorized another person to attend the Meeting without providing written notice of revocation of such

authorization, the shareholder shall not be issued a voting ballot if his/her proxy has already completed the procedures to receive one.

3. During the Meeting, shareholders must comply with the instructions of the Presidium, maintain courteous and respectful conduct, and refrain from causing any disorder.

4. Shareholders wishing to speak during the discussions must obtain consent from the Presidium. Remarks should be brief, focused on key issues for discussion, and aligned with the approved agenda of the Meeting. Matters already addressed by previous speakers should not be repeated to avoid redundancy. Shareholders may also submit their comments or questions in writing using the designated question form and forward them to the Presidium or the Secretariat.

#### **Article 5. Rights and Responsibilities of the Shareholder Eligibility Verification Committee**

The Shareholder Eligibility Verification Committee shall consist of 03 (three) members appointed by the Board of Directors of the 36 Corporation and shall have the following functions and duties:

1. To verify the list of shareholders and proxies attending the Meeting based on the following documents: Identity Card or Citizen Identity Card of the attending shareholder or proxy, Meeting Invitation, Proxy Form, and accompanying documents (if any).

2. To issue Voting Ballots, Voting Cards, and Meeting materials to shareholders or proxies eligible to attend the Meeting.

#### **Article 6. Rights and Responsibilities of the Presidium and Chairperson**

The Presidium shall consist of 02 to 03 members as proposed by the Meeting Organizing Committee, including the Chairperson and other members elected and approved by the General Meeting of Shareholders. The Presidium shall be responsible for presiding over and directing the Meeting. The Chairperson shall have the following rights and responsibilities:

1. To preside over and manage the Meeting: To carry out the necessary tasks to direct the Meeting in a lawful and orderly manner, ensuring that the Meeting reflects the will of the majority of attending shareholders;

2. The Chairperson's decision regarding the procedures, order of business, or matters arising outside the approved agenda of the Meeting shall be final and binding;



3. To oversee the proceedings of the Meeting in accordance with the agenda approved by the General Meeting of Shareholders and to take necessary actions to ensure order during the Meeting;

4. To provide guidance to attendees and facilitate discussions during the Meeting; to present draft resolutions on matters to be voted on by the General Meeting of Shareholders;

5. To present drafts and conclusions on issues to be submitted for voting at the request of the General Meeting of Shareholders;

6. To respond to matters raised by the General Meeting of Shareholders or assign others to respond as designated.

#### **Article 7. Rights and Responsibilities of the Secretariat of the Meeting**

1. The Meeting Organizing Committee shall nominate a Secretariat comprising 02 members, to be elected and approved by the General Meeting of Shareholders.

2. The Secretariat shall perform supporting duties as assigned by the Presidium, including:

a) Accurately and faithfully recording the content of the Meeting;

b) Publishing the draft Minutes and Resolutions of the General Meeting of Shareholders and any announcements of the Presidium to shareholders upon request;

c) Receiving shareholder question forms.

#### **Article 8. Rights and Responsibilities of the Vote Counting Committee**

1. The Vote Counting Committee shall consist of 05 members, including one Head and other members nominated by the Meeting Organizing Committee and elected and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee shall not be listed among the nominees or candidates for election to the Board of Directors.

2. The Vote Counting Committee shall have the following duties:

a) To inspect and supervise the voting and ballot-casting process conducted by shareholders or proxies attending the Meeting;

b) To consolidate the number of voting shares for each agenda item and report the results to the Chairperson and the Secretariat;

c) To collect ballots, count votes, and announce the results in front of the General Meeting of Shareholders.

*Vote counting shall be conducted using the software system pre-installed by the Corporation.*

### **Chapter III**

#### **ORDER OF PROCEEDINGS OF THE MEETING**

##### **Article 9. Conditions and Procedures for Conducting the Meeting**

1. The General Meeting of Shareholders shall be conducted when shareholders and authorized representatives attending the Meeting represent **more than 50%** of the total voting shares, based on the list of shareholders finalized by VSDC as of **April 18, 2025**.

a) In the event that the first convening of the Annual General Meeting of Shareholders does not meet the quorum requirements as stipulated in Clause 1 of this Article, the second convening of the Annual General Meeting must be held within 30 days from the scheduled opening date of the first meeting. The second meeting may proceed if the attending shareholders and proxies represent at least 33% of the total voting shares.

b) If the second convening of the General Meeting of Shareholders fails to meet the conditions set forth in Paragraph a, Clause 1 of this Article, a third convening shall be held within 20 days from the scheduled opening date of the second meeting. In such case, the General Meeting of Shareholders may proceed regardless of the total voting shares represented by the shareholders in attendance.

2. The General Meeting of Shareholders is expected to be conducted within half a day.

3. The General Meeting of Shareholders shall proceed to discuss and approve the matters as set forth in the agenda of the 2025 Annual General Meeting of Shareholders.

##### **Article 10. Voting Procedures on Matters at the Meeting**

1. All matters on the agenda of the General Meeting of Shareholders must be submitted for voting by all shareholders using Voting Cards and Ballots. Matters shall be approved only upon meeting the voting ratio requirements as stipulated in the Law on Enterprises and the Corporation's Articles of Incorporation.

2. The Voting Card shall contain the shareholder's information, including name and number of voting shares at the Meeting. The following matters shall be voted on directly during the Meeting by raising the Voting Card:



- a) Election of the Presidium, the Secretariat, and the Vote Counting Committee;
- b) Approval of the agenda of the General Meeting;
- c) Approval of the Meeting Regulations;
- d) Approval of the Meeting Minutes and Resolutions;
- e) Other matters arising outside the official agenda and program of the Meeting as directed by the Presidium.

3. In addition to the information stated on the Voting Card, the Ballot shall include the following contents. Shareholders shall cast their vote by marking an "X" in one of the checkboxes (☐) to indicate "for", "against", or "abstain", and shall sign the Ballot.

The following resolutions and decisions shall be deemed approved upon receiving affirmative votes from shareholders representing more than 50% of the total voting shares present at the Meeting:

- Approval of the report of the Board of Directors for 2024 and strategic directions for 2025;
- Approval of the report on business performance for 2024 and business plan for 2025;
- Approval of the report of the Independent Board Member of the Audit Committee for 2024 and the plan for 2025;
- Approval of the audited financial statements for 2024;
- Approval of the proposal on the implementation of 2024 business targets and the profit distribution plan;
- Approval of the remuneration for the Board of Directors and management salaries for 2024, and the remuneration payment plan for 2025;
- Approval of the proposal on the selection of an audit firm for the 2025 financial statements.

#### **Article 11. Meeting Minutes and Resolutions**

All contents discussed at the Annual General Meeting of Shareholders shall be recorded, read aloud, and approved by the Secretariat prior to the Meeting's adjournment, and archived in the Minutes Book in accordance with applicable regulations.

### **Chapter IV**

#### **EXECUTION PROVISIONS**

**Article 12.** These Regulations consist of 4 Chapters and 12 Articles, adopted on May 28, 2025, and shall take effect from the date of adoption./.

**Recipients:**

- Meeting Organizing Committee;
- All shareholders;
- To be published on the Corporation's website;
- Filing: Office, Organization & Personnel (Shareholder Relationship Board)

ON BEHALF OF THE MEETING  
ORGANIZING COMMITTEE  
DEPUTY HEAD



Bui Quang Bat





**CHƯƠNG TRÌNH**  
**ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025**  
Thời gian từ 8 giờ 00 đến 11 giờ 15 phút, ngày 28 tháng 5 năm 2025

Thời gian	Nội dung	Người thực hiện
07h30 - 08h00	- Đón tiếp khách mời, cổ đông	Ban tổ chức ĐH
	- Kiểm tra tư cách cổ đông, phát tài liệu	Ban KTTCCĐ
08h00 - 08h30	<b>Khai mạc Đại hội</b>	
	- Chào cờ, tuyên bố lý do giới thiệu đại biểu	Ban tổ chức ĐH
	- Báo cáo kết quả kiểm tra tư cách cổ đông tham dự Đại hội	BKTTCCĐ
	- Thông qua Quy chế làm việc của Đại hội	Ban tổ chức ĐH
	- Thông qua Chương trình làm việc	Ban tổ chức ĐH
	- Giới thiệu và thông qua Đoàn chủ tịch, Ban thư ký, Ban kiểm phiếu	Ban tổ chức ĐH
08h30 - 10h00	<b>Nội dung Đại hội</b>	
	1. Thông qua Báo cáo của HĐQT năm 2024 và định hướng năm 2025 (tóm tắt).	HĐQT
	2. Thông qua Báo cáo kết quả hoạt động sản xuất kinh doanh năm 2024 và kế hoạch sản xuất kinh doanh năm 2025 (tóm tắt).	Ban TGD
	3. Thông qua Báo cáo hoạt động của ủy ban kiểm toán năm 2024 và kế hoạch năm 2025 (tóm tắt).	UBKT
10h00 - 10h10	<b>Nghỉ giải lao, xem phim tư liệu Tổng công ty 36</b>	Phòng Chính trị
10h10 - 10h40	4. Thông qua Báo cáo Tài chính được kiểm toán năm 2024.	KTT
	5. Thông qua Tờ trình thực hiện các chỉ tiêu sản xuất kinh doanh năm 2024 và phương án chia cổ tức bằng tiền từ lợi nhuận để lại năm 2023 và năm 2024.	KTT
	6. Thông qua Tờ trình về việc quyết toán thù lao HĐQT năm 2024 và thông qua phương án chi trả thù lao HĐQT năm 2025.	TCLĐ
	7. Thông qua Tờ trình lựa chọn đơn vị kiểm toán Báo cáo tài chính năm 2025.	UBKT
10h40 - 11h00	<b>Thông qua Biên bản và Nghị quyết Đại hội</b>	Ban thư ký
11h00 - 11h15	<b>Tuyên bố bế mạc Đại hội (chào cờ)</b>	Ban tổ chức ĐH

**BAN TỔ CHỨC ĐẠI HỘI**