

No: 1310 /CV-CBTT-ECI

Hanoi, October 13, 2025

EXTRAORDINARY INFORMATION DISCLOSURE

To: - State Securities Commission

- Hanoi Stock Exchange

1. Name of the organization: **ECI Group Joint Stock Company**

Stock code: **ECI**

Address: 45 Hang Chuoi Street, Hai Ba Trung District, Hanoi

Tel: (84) 024.9711146-8213786

Fax: (84) 024.9711404-8213786

2. Content of disclosure: Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders.

3. This information was disclosed on the Company's electronic website on 10/10/2025 at the following link: **bandotranhanh.vn**

We hereby commit that the information disclosed above is true and we shall take full responsibility before the law for the content of the disclosed information.

- **Recipients:**

- *As above;*

- *Archive: Office, BOD.*

ECI GROUP JOINT STOCK COMPANY

Authorized person for information

disclosure



PHAM NGOC HUYEN

No: 01/2025/NQ/ĐHĐCĐ-ECI

Ha Noi, October 10, 2025

**RESOLUTION OF THE 2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS
ECI GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2020;
- Pursuant to the Charter of ECI Group Joint Stock Company (the "Company");
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of ECI Group Joint Stock Company No. 01/2025/BB/ĐHĐCĐ-ECI dated October 10, 2025.

RESOLVES:

Article 1. The Company's General Meeting of Shareholders ("AGM") voted to pass the following Resolutions:

1. **CONTENT 1:** Approve Report No. 01/2025/BC/HĐQT-ECI of the Board of Directors on business performance in 2024 and business plan for 2025 (*details in the attached report*).
2. **CONTENT 2:** Approve Report No. 02/2025/BC/BKS-ECI of the Supervisory Board on operations in 2024 and plan for 2025 (*details in the attached report*).
3. **CONTENT 3:** Approve Report No. 03/2025/BC/BTGD-ECI of the Executive Board on results of the 2024 business plan and orientation for 2025 (*details in the attached report*).
4. **CONTENT 4:** Approve Proposal No. 01/2025/TTr-ECI on remuneration settlement for the Board of Directors and Supervisory Board for 2024 and plan for 2025 (*details in the attached proposal*).
5. **CONTENT 5:** Approve Proposal No. 02/2025/TTr-ECI on election of members of the Board of Directors and Supervisory Board for the 2025–2030 term (*details in the attached proposal*).
 - The term of office of the members of the Board of Directors and the Supervisory Board is 05 years (2025 – 2030).
 - The number of members of the Board of Directors for the 2025 – 2030 term is 05 members.
 - The number of members of the Supervisory Board for the 2025 – 2030 term is 03 members.
 - Members of the Board of Directors for the 2025 – 2030 term include: Ms. Nguyen Thi Ha, Ms. Nguyen Thi Huong, Ms. Le Thi Hong Nhung, Mr. Tran Manh Hung, Mr.



Truong Quoc Hung. Wherein Mr. Tran Manh Hung serves as an Independent Director of the Company.

- Members of the Supervisory Board for the 2025 – 2030 term include: Ms. Mai Thi Nhan, Ms. Dao Minh Anh, Mr. Hoang Tuan Long.

6. CONTENT 6: Approve Proposal No. 03/2025/TTr-ECI on authorizing the Board of Directors to select the auditor for the 2025 financial statements *(details in the attached proposal)*.

7. CONTENT 7: Approve Proposal No. 04/2025/TTr-ECI on the Company's 2025 business direction *(details in the attached proposal)*.

8. CONTENT 8: Approved Proposal No. 05/2025/TTr-ECI the audited Financial Statements for 2024 *(detailed content in the attached proposal)*.

9. CONTENT 9: Approved Proposal No. 06/2025/TTr-HDQT the plan to offer individual shares to increase the Company's charter capital *(detailed content in the attached proposal)*.

10. CONTENT 10: Approval Proposal No. 07/2025/TTr-HDQT the plan to handle 100,000 treasury shares. *(detailed content in the attached submission)*.

11. CONTENT 11: Approval Proposal No. 08/2025/TTr-HDQT on amending and supplementing the Company Charter *(detailed content in the attached submission)*.

12. CONTENT 12: The General Meeting of Shareholders authorizes the Board of Directors in full and allows the Board of Directors to authorize the Chairman of the Board of Directors or other members of the Board of Directors to consider, decide, and organize the implementation of issues approved by the General Meeting of Shareholders and to consider and decide on other matters within the authority of the General Meeting of Shareholders that arise and must be resolved between two annual General Meetings of Shareholders; and to carry out relevant procedures as prescribed.

The resolutions and authorization contents according to the resolution of the 2025 Annual General Meeting of Shareholders shall take effect from the date of approval and shall not be limited in validity until the General Meeting of Shareholders makes another decision to replace them.

Article 2. This Resolution shall take effect from the date of signing. The Board of Directors, the Supervisory Board, the Board of Management of ECI Group Joint Stock Company, and all relevant departments and individuals shall be responsible for implementing this Resolution./.

Recipients:

- As stated in Article 2;
- Shareholders of the Company;
- Save office.

ON BEHALF OF THE GENERAL MEETING

OF SHAREHOLDERS



CAO VAN DUNG

No: 01/2025/BB/ĐHĐCĐ-ECI

Ha Noi, October 10, 2025

MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**ECI GROUP JOINT STOCK COMPANY**

Today, at 9:00 a.m. on October 10, 2025, at No. 45 Hang Chuoi Street, Hai Ba Trung Ward, Hanoi City, the 2025 Annual General Meeting of Shareholders (hereinafter referred to as “the Meeting”) of ECI Group Joint Stock Company (hereinafter referred to as “the Company”) was held.

I. ATTENDEES AND LEGALITY OF THE MEETING**1. Attendees:**

- 1.1. Members of the Company’s Board of Directors;
- 1.2. Members of the Company’s Executive Board;
- 1.3. Shareholders: As listed in Section 2, Part I below.

2. Opening formalities:

At 9h05, Ms. Nguyen Thu Trang – Head of the Shareholder Eligibility Verification Committee read the “Minutes of Verification of Shareholder Eligibility to Attend the 2025 Annual General Meeting of Shareholders” (Minutes No. 01/2025/BBKT-ĐHĐCĐ/ECI dated October 10, 2025 attached).

Verification results:

- Total number of shareholders of the Company: **94** shareholders (according to the finalized list on **August 4, 2025**). Total number of shares owned: **1.860.000** voting shares of the Company, accounting for 100% of total voting shares.
- Delegates attending the Meeting include 13 delegates (official and authorized shareholders), owning/representing ownership of 1.613.151 shares, accounting for 91,66% of the total number of shares with voting rights, including:
 - Shareholders attending in person: 1 persons, holding 700 shares;
 - Authorized representatives: 11 persons, holding 1.612.451 shares;
 - Number of absent shareholders: 81 shareholders, representing ownership of 146.849 shares, accounting for 8,34% of the total number of voting shares of the Company.

According to the provisions of the Enterprise Law 2020 and the Company's Charter, the number of shareholders officially attending and authorized to attend the Company's 2025 Annual General Meeting of Shareholders, the proportion of shares of shareholders/shareholder representatives attending ensures that the General Meeting of Shareholders is conducted validly.

II. PROCEEDINGS OF THE MEETING

1. **The General Meeting elected the Chairperson of the Meeting by secret ballot due to the absence of the current Chairman of the Board of Directors. As a result, Mr. Cao Văn Dũng, Member of the Board of Directors, was elected.**

2. **Introduction and approval of the Chair, Presidium, and functional committees:**

2.1. *Presidium and Secretary:*

- Mr. Cao Van Dung – Chairman of the Board of Directors: Chair of the Meeting
- Secretary: 01 person – Ms. Luong Thi Khanh Linh

2.2. *Vote-counting Committee (02 members):*

- Ms. Nguyen Thu Trang : Head of Vote-counting Committee
- Ms. Do Thi Thom : Member of Vote-counting Committee

The Meeting unanimously approved by show of voting cards.

3. **Approval of the Meeting Agenda, Draft Regulations.**

Mr. Cao Van Dung read the full Agenda, Draft Regulations, Election Rules, Voting Rules for approval by the Meeting.

Shareholder discussion: None.

The Meeting unanimously approved by show of voting cards.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

3.1. **Main contents of the Meeting:**

a. **Chair of the Meeting presented the matters for discussion:**

- Report No. 01/2025/BC/HĐQT-ECI of the Board of Directors on business performance in 2024 and business plan for 2025;
- Report No. 02/2025/BC/BKS-ECI of the Supervisory Board on operations in 2024 and plan for 2025;
- Report No. 03/2025/BC/BTGD-ECI of the Executive Board on results of the 2024 business plan and orientation for 2025;
- Proposal No. 01/2025/TTr-ECI on approval of remuneration settlement for the Board of Directors and Supervisory Board for 2024 and plan for 2025;
- Proposal No. 02/2025/TTr-ECI on election of members of the Board of Directors and Supervisory Board for the 2025–2030 term;
- Proposal No. 03/2025/TTr-ECI on authorizing the Board of Directors to select the auditor for the 2025 financial statements;
- Proposal No. 04/2025/TTr-ECI on the Company's 2025 business direction.
- Proposal No. 05/2025/TTr-ECI on approval of the audited 2024 Financial Statements *(detailed content in the attached submission)*;
- Proposal No. 06/2025/TTr-HDQT on the plan to offer individual shares to increase the Company's charter capital *(detailed content in the attached submission)*;

- Proposal No 07/2025/TTr-HDQT on the plan to handle 100,000 treasury shares *(detailed content in the attached submission)*;
- Proposal No. 08/2025/TTr-HDQT on amending and supplementing the Company Charter *(detailed content in the attached submission)*.

b. Shareholders expressed opinions and received responses from the Presidium.

Opinion 1: Representative of State capital at the Company - Mr. Nguyen Nam Phong

– expressed his opinion as follows:

- Based on the issues emphasized by the independent auditor in the consolidated and separate financial statements for 2024 of ECI Group JSC:
 - It is recommended that the Company promptly pay the 2022 dividends in cash in accordance with the resolution of the Annual General Meeting of Shareholders (AGM) for 2023. The deferral of dividend payment as per Announcement No. 09/2025/ECI-CV dated 26 June 2025, citing a lack of available funds due to customer payment difficulties, is not consistent with current legal regulations. According to the Company's Q2/2025 financial statements, customer receivables decreased from VND 3.89 billion at the end of 2024 to VND 1.52 billion as of 30 June 2025, while prepayments from customers increased to VND 2.37 billion, and short-term loans receivable rose by VND 8 billion compared to 31 December 2024.
- It is proposed that the Board of Directors instruct management to promptly recover and reclassify the VND 8 billion short-term loan receivable disclosed in the Q2/2025 financial statements, and report to the General Meeting of Shareholders on the terms and timing of this loan recovery.
 - The Company's advances and temporary payments must comply with applicable financial and accounting laws, ensuring that temporarily advanced funds are used for the correct purposes, aligned with the Company's business operations. Each advance must be settled periodically or per transaction, supported by appropriate documentation, and ensured to comply with statutory deadlines.
- According to the Company's separate financial statements as of 31 December 2024 and 30 June 2025:
 - The value of inventories classified as slow-moving or hard-to-sell was VND 2,264,810,879, with provisions for inventory obsolescence amounting to VND 2,053,434,556 (as of 31 December 2024) and VND 2,194,690,354 (as of 30 June 2025);
 - The provision for doubtful short-term receivables was VND 954,659,777 (as of 31 December 2024) and VND 1,043,962,363 (as of 30 June 2025).

- It is recommended that the Company minimize further accumulation of slow moving inventories, resolve obsolete inventory items already provisioned, and continue to work with related customers to recover outstanding debts. The Company should review its sales and collection policies to avoid additional bad debts.
- As of 31 December 2024, undistributed post-tax profit in the Company's separate financial statements was VND 9,405,356,061 — equivalent to approximately 50.5% of charter capital. The State Audit Office of Vietnam (SAV) recommends that the Company promptly distribute dividends from this retained earnings balance as previously resolved.n.
- The Company is also advised to supplement its internal reporting procedures to ensure accurate and timely updates on current advance payments, dividend distributions, and plans for financial resolution in accordance with legal regulations and the Company's internal policies.
- According to Clause 2, Article 139 of the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020: "The annual General Meeting of Shareholders must be held within four months from the end of the fiscal year. The Board of Management may decide to extend this deadline when necessary, but not exceeding six months from the end of the fiscal year." Therefore, it is recommended that the Company prepare an annual plan to organize the AGM, issue notifications, and provide all required documentation to shareholders and the State Securities Commission (SSC) in compliance with the law.
- At the same time, the SAV recommends that the Company's Executive Board ensure timely disclosure of information as required by law, avoiding delays or failures to announce information to the public, which could affect the Company's stock code and reputation in the market.
- The Board of Directors must ensure that any extraordinary or unscheduled Board meetings are duly notified to all members and the representative of the SAV (if applicable), accompanied by relevant documentation to ensure compliance with the law and the Company's Charter.

Opinion 2: A shareholder who is currently an employee of the Company raised concerns regarding salary delays and the Company's payment of insurance contributions, and requested clarification from the management.

The Presidium satisfactorily addressed shareholders' questions, and no further opinions were raised.

III. VOTING RESULTS ON MEETING CONTENTS

Voting results were recorded in the "Vote-counting Minutes" No. 01/2025/BBKP-DHĐCĐ-ECI dated October 10, 2025 (attached).

- Ballots issued: 13 ballots, representing 1.613.151 shares;
- Ballots collected: 13 ballots, representing 1.613.151 shares;
- Valid ballots: 13 ballots, representing 1.613.151 shares;
- Invalid ballots: 0 ballots.

The specific voting results for each agenda item:

1. Report No. 01/2025/BC/HĐQT-ECI of the Board of Directors on the 2024 business performance and 2025 business plan (*detailed content in the Report*):

Congress voted: Approve: 100% number of voting shares attending the meeting.
 Disapprove: 0% number of voting shares attending the meeting.
 No opinion: 0% number of voting shares attending the meeting.

2. Report No. 02/2025/BC/BKS-ECI of the Board of Supervisors on activities in 2024 and plan for 2025 (*detailed content in the Report*):

Congress voted: Approve: 100% number of voting shares attending the meeting.
 Disapprove: 0% number of voting shares attending the meeting.
 No opinion: 0% number of voting shares attending the meeting.

3. Report No. 03/2025/BC/BTGD-ECI of the Board of Directors on the results of implementing the 2024 business plan and the direction and business plan for 2025 (*detailed content in the Report*):

Congress voted: Approve: 100% number of voting shares attending the meeting.
 Disapprove: 0% number of voting shares attending the meeting.
 No opinion: 0% number of voting shares attending the meeting.

4. Proposal No. 01/2025/TTr-ECI on finalizing remuneration for the Board of Directors and Board of Supervisors in 2024 and expected plan for 2025 (*detailed content in the attached submission*):

Congress voted: Approve: 100% number of voting shares attending the meeting.
 Disapprove: 0% number of voting shares attending the meeting.
 No opinion: 0% number of voting shares attending the meeting.

5. Proposal No. 02/2025/TTr-ECI on election of members of the Board of Directors and Supervisory Board for the 2025 - 2030 term (*detailed content in the attached submission*):

Congress voted: Approve: 100% number of voting shares attending the meeting.
 Disapprove: 0% number of voting shares attending the meeting.
 No opinion: 0% number of voting shares attending the meeting.

6. Proposal No. 03/2025/TTr-ECI on authorizing the Board of Directors to select an auditor for the 2025 Financial Statements (*detailed content in the attached submission*):

- Congress voted: Approve: 100% number of voting shares attending the meeting.
Disapprove: 0% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.
7. Proposal No. 04/2025/TTr-ECI on the Company's operational direction in 2025 (*detailed content in the attached submission*):
- Congress voted: Approve: 100% number of voting shares attending the meeting.
Disapprove: 0% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.
8. Proposal No. 05/2025/TTr-ECI on approval of the audited 2024 Financial Statements (*detailed content in the attached submission*):
- Congress voted: Approve: 100% number of voting shares attending the meeting.
Disapprove: 0% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.
9. Proposal No. 06/2025/TTr-HDQT on the plan to offer individual shares to increase the Company's charter capital (*detailed content in the attached submission*):
- Congress voted: Approve: 75,78% number of voting shares attending the meeting.
Disapprove: 24,22% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.
10. Proposal No 07/2025/TTr-HDQT on the plan to handle 100,000 treasury shares (*detailed content in the attached submission*):
- Congress voted: Approve: 75,78% number of voting shares attending the meeting.
Disapprove: 24,22% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.
11. Proposal No. 08/2025/TTr-HDQT on amending and supplementing the Company Charter (*detailed content in the attached submission*):
- Congress voted: Approve: 100% number of voting shares attending the meeting.
Disapprove: 0% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.
12. The General Meeting of Shareholders authorizes the Board of Directors in full and allows the Board of Directors to authorize the Chairman of the Board of Directors or other members of the Board of Directors to consider, decide, and organize the implementation of issues approved by the General Meeting of Shareholders and to consider and decide on other matters within the authority of the General Meeting of Shareholders that arise and must be resolved between two annual General Meetings of Shareholders; and to carry out relevant procedures as prescribed. The resolutions and authorization contents according to the resolution of the 2025 Annual General Meeting of Shareholders shall take effect from the date of approval and shall not be

limited in validity until the General Meeting of Shareholders makes another decision to replace them.

Congress voted: Approve: 75,78% number of voting shares attending the meeting.
 Disapprove: 24,22% number of voting shares attending the meeting.
 No opinion: 0% number of voting shares attending the meeting.

IV. ELECTION RESULTS FOR THE BOARD OF DIRECTORS & SUPERVISORY BOARD

The Congress listened to Mr. Cao Van Dung read the report No. 02/2025/TTr-ECI of the Board of Directors on the election of members of the Board of Directors and Supervisory Board for the term 2025 – 2030.

1. The Congress approved the term of office of members of the Board of Directors and Supervisory Board to be 05 years (2025 - 2030)

Shareholders' discussion opinions: None.

Voting ratio: Approval: 100% Disapproval: 0% No opinion: 0%

2. The Congress approved the number of members of the Board of Directors for the 2025-2030 term: 05 members.

Shareholder's discussion opinion: None.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

3. The Congress approved the number of members of the Board of Supervisors for the 2025-2030 term: 03 members.

Shareholder's discussion opinion: None.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

4. The Congress approved the list of candidates elected to the Company's Board of Directors for the 2025 - 2030 term, including:

- + Ms. Nguyen Thi Huong - Member of the BOD
- + Ms. Nguyen Thi Ha - Member of the BOD
- + Ms. Le Thi Hong Nhung - Member of the BOD
- + Mr. Tran Manh Hung - Member of the BOD
- + Mr. Truong Quoc Hung - Member of the BOD

Shareholder discussion: None.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

5. The General Meeting approved the list of candidates for election to the Supervisory Board of the Company for the 2025 – 2030 term, including:

- + Ms. Mai Thi Nhan - Head of the BOS
- + Ms. Dao Minh Anh - Member of the BOS
- + Mr. Hoang Tuan Long – Member of the BOS

Shareholder discussion: None.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

6. The General Meeting approved the Election Regulations for members of the Board of Directors and the Supervisory Board for the 2025 – 2030 term.

Shareholder discussion: None.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

The Meeting elected members of the Board of Directors, member of Supervisory Board for the 2025–2030 term by cumulative and secret voting.

Elected members of the Board of Directors (2025–2030 term):

No	Full name	Votes Received	% of Shares Represented	Result
1	Nguyen Thi Huong	12	75,78%	Elected
2	Nguyen Thi Ha	12	75,78%	Elected
3	Le Thi Hong Nhung	12	75,78%	Elected
4	Tran Manh Hung	12	75,78%	Elected
5	Truong Quoc Hung	13	100%	Elected

Election results for the new Supervisory Board members for the 2025–2030 term were as follows:

No	Full name	Votes Received	% of Shares Represented	Result
1	Mai Thi Nhan	13	100%	Elected
2	Dao Minh Anh	13	100%	Elected
3	Hoang Tuan Long	13	100%	Elected

Shareholder discussion: None.

Voting rate: Approve: 100% Disapprove: 0% No opinion: 0%

V. APPROVAL OF THE MINUTES OF THE MEETING

Ms. Luong Thi Khanh Linh – Secretary read the full text of the Minutes and Resolution of the 2025 Annual General Meeting of Shareholders to the General Meeting for approval.

Congress voted: Approve: 100% number of voting shares attending the meeting.
Disapprove: 0% number of voting shares attending the meeting.
No opinion: 0% number of voting shares attending the meeting.

These Minutes were fully and accurately recorded by the Meeting Secretary, read aloud at

the Meeting, and approved by all attending shareholders.

The Minutes consist of 7 pages and are made into three (03) copies of equal legal validity.

VI. CLOSING OF THE GENERAL MEETING

Ms. Nguyen Thi Huong – Chair of the General Meeting delivered the closing speech of the General Meeting.

The General Meeting of Shareholders of ECI Group Joint Stock Company ended at 11:30 am on the same day.


Chair of the Meeting
CAO VAN DUNG

Secretary


LUONG THI KHANH LINH



ECI GROUP JOINT STOCK COMPANY

Address: No. 45 Hang Chuoi Street, Hai Ba Trung Ward, Hanoi City

Phone: 02439728395

Fax: 02439728395

Website: www.bandotranhanh.vn

Hanoi, September 19, 2025

INVITATION LETTER

TO THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: Esteemed Shareholders of ECI Group Joint Stock Company

The Board of Directors of ECI Group Joint Stock Company respectfully invites the esteemed shareholders to attend the 2025 Annual General Meeting of Shareholders. Details are as follows:

1. Time: 9:00 AM, October 10, 2025.

2. Location: No. 45 Hang Chuoi Street, Hai Ba Trung ward, Hanoi City, Vietnam.

3. Contents of the Congress: According to the attached congress program.

4. Registration and Confirmation of Congress Attendance:

All shareholders of ECI Group Joint Stock Company listed in the shareholder registry as of **August 4, 2025**, are entitled to register to attend the 2025 Annual General Meeting of Shareholders.

To ensure the smooth organization of the Meeting, shareholders are kindly requested to confirm their attendance via phone or email. In case shareholders are unable to attend in person, they may authorize a representative or one of the members of the Company's Board of Directors to attend on their behalf (according to the attached authorization form).

5. Registration Method:

Shareholders of the company may register for attendance via phone and email as follows:

Phone: 02439728395

Email: ph.huyen28@gmail.com

Shareholders or authorized representatives attending the Meeting please bring the Invitation Letter/Original ID card/Citizen Identity Card/ Passport or A copy of the Business Registration Certificate (if the shareholder is an organization) and Original meeting registration form or authorization to register shareholder status for attendance. Shareholders are responsible for all expenses for food, accommodation and travel when attending the General Meeting.

6. Shareholders' Meeting Documents:

Documents for the 2025 Annual General Meeting of Shareholders and the forms for Registration of Attendance or Proxy to Attend are posted on the Company's website and will be continuously updated at the following link: www.bandotranhanh.vn.

Shareholders are invited to view the meeting documents on the website from September 19, 2025.

We respectfully invite all shareholders!

ON BEHALF OF THE ORGANIZING

COMMITTEE

CHAIRMAN OF THE BOARD OF DIRECTORS


NGUYỄN TUAN NAM



SOCIALIST REPUBLIC OF VIET NAM

Independence – Freedom – Happiness

**REGISTRATION FORM FOR ATTENDING THE MEETING OR PROXY
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: ECI Group Joint Stock Company

Full name:.....

Legal representative (for organizations):

ID/Passport:Date of issue: Place of issue:.....

Address:.....Phone:.....

Total number of shares represented or owned:.....shares

(Shareholders choose one of the two items below, mark (X) in the appropriate box)

1. REGISTER FOR MEETING ☐

2. AUTHORIZATION TO THE BELOWER ☐

Full name:

ID/Passport:Date of issue: Place of issue:.....

Address:.....

Phone:.....

Number of shares authorized: shares.

Note: In case the shareholder cannot attend or cannot authorize another person, the shareholder is kindly requested to authorize one of the Board of Directors' members listed below:

No.	Fullname	Title	Select	No. of Shares Authorized
1	Mr. Nguyen Tuan Nam	Chairman of the BOD	<input type="checkbox"/>	
2	Mr. Nguyen Nam Phong	Member of the BOD	<input type="checkbox"/>	
3	Mr Cao Van Dung	Member of the BOD	<input type="checkbox"/>	

(Please tick (X) next to the member you authorize. Only one person can be authorized for all the shares owned.)

3. Authorized Rights:

The authorized person is entitled to represent the authorizing party to attend and vote on all issues at the Annual General Meeting of Shareholders 2025 of ECI Group Joint Stock Company, and to exercise all related rights and obligations in connection with the number of shares authorized.

We undertake full responsibility for the validity of this Letter of Authorization and commit to comply with the laws and the Charter of ECI Group Joint Stock Company. No complaints or disputes shall be raised thereafter.

Notes:

The authorized person shall not re-authorize the authorized shares owned by himself/herself and/or those authorized by others.

The authorized person must bring along the ID/Passport (or certified copy of Business Registration Certificate if organization) and this Letter of Authorization when attending the meeting.

This Letter of Authorization is valid only when it is the original copy, signed by both parties. If the authorizing or authorized party is an organization, the document must bear the legal representative's signature and company seal. This Letter of Authorization shall expire at the end of the Annual General Meeting of Shareholders 2025 of ECI Group Joint Stock Company.

In case the number of shares authorized is not specified, it shall be deemed that the entire shares owned by the authorizing shareholder are authorized

Hanoi, ... date ... month 2025

Authorizing Shareholder

(Signature, full name, seal if any)

Authorized Person

(Signature, full name, seal if any)

***Note:** Shareholders please send a hard copy of the "Registration form for attending or authorizing the 2025 Annual General Meeting of Shareholders" to the following address:*

ECI Group Joint Stock Company – No. 45 Hang Chuoi, Hai Ba Trung Ward, Hanoi

Tel: 02439728395 (Shareholder Relations Department – ECI Group Joint Stock Company)

Sincerely./.

SOCIALIST REPUBLIC OF VIET NAM

Independence – Freedom – Happiness

LETTER OF AUTHORIZATION

(Re: Authorization of a group of shareholders to attend the Annual General Meeting of Shareholders 2025)

To: ECI Group Joint Stock Company

We, the undersigned shareholders of ECI Group Joint Stock Company (the “Company”), hereby collectively agree to issue this Letter of Authorization to authorize attendance at the Annual General Meeting of Shareholders 2025 of the Company as follows:

1. Information of the authorizing shareholders:

No.	Full name/Organization	ID/Passport	Date & Place of Issue	Address	Number of Shares Owned	Ownership Ratio (%)
1						
2						
...						
	Total			

2. Authorization to the following person:

Full name:

ID/Passport:Date of issue: Place of issue:.....

Address:.....

Phone:.....

Number of shares authorized: shares.

Note: In case the shareholder cannot attend or cannot authorize another person, the shareholder is kindly requested to authorize one of the Board of Directors' members listed below:

No.	Fullname	Title	Select	No. of Shares Authorized
1	Mr. Nguyen Tuan Nam	Chairman of the BOD	<input type="checkbox"/>	
2	Mr. Nguyen Nam Phong	Member of the BOD	<input type="checkbox"/>	
3	Mr Cao Van Dung	Member of the BOD	<input type="checkbox"/>	

(Please tick (X) next to the member you authorize. Only one person can be authorized for all the shares owned.)

3. Authorized Rights:

- The authorized person is entitled to represent the authorizing party to attend and vote on all issues at the Annual General Meeting of Shareholders 2025 of ECI Group Joint Stock Company, and to exercise all related rights and obligations in connection with the number of shares authorized.
- We undertake full responsibility for the validity of this Letter of Authorization and commit to comply with the laws and the Charter of ECI Group Joint Stock Company. No complaints or disputes shall be raised thereafter.

Notes:

- The authorized person shall not re-authorize the authorized shares owned by himself/herself and/or those authorized by others.
- The authorized person must bring along the ID/Passport (or certified copy of Business Registration Certificate if organization) and this Letter of Authorization when attending the meeting.
- This Letter of Authorization is valid only when it is the original copy, signed by both parties. If the authorizing or authorized party is an organization, the document must bear the legal representative's signature and company seal. This Letter of Authorization shall expire at the end of the Annual General Meeting of Shareholders 2025 of ECI Group Joint Stock Company.
- In case the number of shares authorized is not specified, it shall be deemed that the entire shares owned by the authorizing shareholder are authorized.

Hanoi, ...date ... month, 2025

Authorizing Shareholder(s)

(Signature, full name, seal if any)

1. ...
2. ...
3. ...

Authorized Person

(Signature, full name, seal if any)

Note: Shareholders please send a hard copy of the "Registration form for attending or authorizing the 2025 Annual General Meeting of Shareholders" to the following address:

ECI Group Joint Stock Company – No. 45 Hang Chuoi, Hai Ba Trung Ward, Hanoi

Tel: 02439728395 (Shareholder Relations Department – ECI Group Joint Stock Company)

Sincerely! ./.

No:..../2025/TB-ECI

Ha Noi, September 19, 2025

NOTICE

*Re: Nomination and Candidacy for the Board of Directors, Board of Supervisors for the term
2025 - 2030 at the 2025 Annual General Meeting of Shareholders*

ECI Group Joint Stock Company ("the Company") respectfully announces shareholders entitled to attend the meeting about the contents related to the nomination and candidacy of qualified persons to become members of the Board of Directors ("BOD") and members of Board of Supervisors ("BOS") for the term 2025-2030 according to the following conditions, criteria and procedures:

I. Number of members of the Board of Directors for the new term 2025-2030: 05 members.

II. Number of members of the Supervisory Board for the new term 2025-2030: 03 members.

III. Conditions for candidacy and nomination to participate in the election of members of the Board of Directors and Supervisory Board for the new term 2025-2030.

1. Standards and Conditions for BOD Members

1.1. A member of the BOD must meet the following standards and conditions:

- a) Must not fall under the categories stipulated in Clause 2, Article 17 of the Law on Enterprises;
- b) Must have professional qualifications, experience in business management or in the field/industry in which the Company operates, and is not necessarily a shareholder of the Company unless otherwise stated in the Company's Charter;
- c) May concurrently serve as a member of the BOD of another company;
- d) Must meet other standards and conditions as prescribed by law and in the Company's Charter.

1.2. An independent BOD member must meet the following standards and conditions:

- a) Fully meets the criteria of a BOD member;
- b) Is not currently working for the Company, its parent company, or its subsidiaries; and has not worked for them within the past 3 consecutive years;
- c) Does not receive salary or remuneration from the Company, except for allowances as



regulated for BOD members;

- d) Is not a spouse, biological or adopted parent, child, or sibling of any major shareholder of the Company or any manager of the Company or its subsidiaries;
- e) Does not directly or indirectly own at least 1% of the total voting shares of the Company;
- f) Has not served as a BOD or Supervisory Board member of the Company within the past 5 consecutive years, unless having served for 2 consecutive terms;
- g) Must meet other standards and conditions as stated in the Company's Charter.

1.3. A non-executive BOD member must meet the criteria for a BOD member and must not be the General Director, Deputy General Director, Chief Accountant, or any other executive as defined in the Company's Charter.

1.4. A member of the BOD of the Company must not simultaneously serve as a BOD member in more than five (05) other companies.

2. Standards and Conditions for BOS Members

- Must not fall under the categories stipulated in Clause 2, Article 17 of the Law on Enterprises
- Having been trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable to the business activities of the enterprise;
- Not being a relative of a member of the Board of Directors, Director or General Director and other managers;
- Not being a company manager; unnecessarily being a shareholder or employee of the company, unless otherwise provided by the Company Charter;
- Not being in the following cases:
 - + Working in the accounting and finance department of the Company;
 - + Being a member or employee of an independent auditing company that audits the Company's financial statements in the previous 3 consecutive years.
- Other standards and conditions as prescribed by other relevant laws and the Company's Charter.

3. Conditions for candidacy and nomination to participate in the election of members of the Board of Directors and Supervisory Board for the 2025-2030 term

3.1. Shareholders or groups of shareholders owning 10% or more of total common shares have the right to nominate candidates for the BOD/BOS according to the provisions of the Enterprise Law and the Company's Charter. Shareholders or groups of shareholders holding: From 10% to less than 20% of the total voting shares may nominate one (01) candidate; From 20% 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.

- Shareholders forming a group to nominate BOD/BOS candidates must inform other shareholders before the AGM opens;

- Based on the total number of BOD/BOS members, shareholders or groups of shareholders may nominate one or more candidates as determined by the AGM. If the number of candidates nominated is less than the number allowed, the remaining candidates may be nominated by the BOD/BOS or other shareholders.

3.2. If the number of candidates nominated and self-nominated is still insufficient as stipulated in Clause 5, Article 115 of the Law on Enterprises, the current BOD/BOS will introduce or organize nominations according to the Company Charter, Internal Governance Regulations, and BOD/BOS Operational Regulations. Such nominations must be publicly disclosed before the voting session at the AGM.

4. Dossier for BOD/BOS Nomination and Candidacy

4.1. The nomination/candidacy dossier includes:

- a) Nomination/Candidacy application form (as per template);
- b) Information disclosure form (as per template);
- c) Curriculum vitae (as per template);
- d) Certified copy of ID card/Citizen ID and academic/professional certificates;
- e) Shareholding confirmation document from the Company as of August 4, 2025 (record date for the AGM);
- f) Written commitment of accuracy and truthfulness of provided personal information and a commitment to fulfill responsibilities honestly if elected.

4.2. To avoid delays in nomination/candidacy procedures and to support AGM preparation by the Organizing Committee, shareholders are encouraged to submit scanned dossiers via email and hard copies by **5:30 PM, October 05, 2025** to the following address:

ECI GROUP JOINT STOCK COMPANY

Head Office : No. 45 Hang Chuoi Street, Hai Ba Trung Ward, Hanoi
 Phone : 02439728395
 Email : ph.huyen28@gmail.com

4.3. Only dossiers and candidates that meet the required qualifications will be included in the official list of candidates to be published at the AGM.

Recipients:

- As sent;
- On the BOD, BOS, and documents.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

NGUYEN TUAN NAM



SOCIALIST REPUBLIC OF VIETNAM

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LETTER OF CANDIDACY

**FOR MEMBER OF THE BOARD OF DIRECTORS/BOARD OF SUPERVISORS
ECI GROUP JOINT STOCK COMPANY, TERM 2025–2030**

To: The General Meeting of Shareholders of ECI Group Joint Stock Company

Fullname (organization/individual):

ID/Passport/Business Registration No:

Date of issue: Place of issue:

Address:

Education level: Major:

Currently holding: shares (in words:)

Equivalent to par value of: VND.

I hereby nominate myself as a candidate for election as a member of the Board of Directors/Board of Supervisors for the term 2025–2030 of ECI Group Joint Stock Company at the Annual General Meeting of Shareholders 2025.

I hereby undertake that the information and personal details provided in this Letter of Candidacy are truthful, accurate, and that I will perform my duties with honesty, responsibility, and in the best interest of ECI Group Joint Stock Company if elected as a member of the Board of Directors/Board of Supervisors.

Sincerely,

Attached documents:

- Copy of CC/CCCD/Business Registration Certificate;
- Information sheet;
- Candidate's CV;
- Commitment letter.

....., date ... month ... year 2025

CANDIDATE

(Signature, full name, seal if any)

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NOMINATION LETTER

FOR MEMBER OF THE BOARD OF DIRECTORS/BOARD OF SUPERVISORS

ECI GROUP JOINT STOCK COMPANY, TERM 2025–2030

To: The General Meeting of Shareholders of ECI Group Joint Stock Company

We are a group of Shareholders of ECI Group Joint Stock Company, together holding.....shares, accounting for.....% of the voting shares. (details in the attached List).

Pursuant to Notice No. .../2025/TB-ECI dated September 19, 2025 regarding the nomination and candidacy for election of members of the Board of Directors (“BOD”) Board of Supervisors (“BOS”) of the Company for the term 2025–2030, and in accordance with the Law on Enterprises, the Company’s Charter, and the Regulations on election of members of the Board of Directors, I hereby nominate the following candidates for election as members of the BOD/BOS of the Company at the Annual General Meeting of Shareholders 2025:

LIST OF NOMINATED CANDIDATES

No.	Fullname	ID	Date of issue	Place of issue	Position Nominated
1.
2.

At the same time we agreed to nominate:

Mr./Ms:.....

Date of birth:.....

ID/Passport: Date of issue:.....

Place of issue:.....

Permanent Address:

Current Address:

Currently holding:shares.

As the representative of the shareholder group to carry out the nomination procedures in accordance with the Company’s Regulations on election of members of the BOD/BOS, for participation in the election of members of the BOD/BOS at the Annual General Meeting of Shareholders 2025.

I hereby affirm that Mr./Ms. meets all eligibility requirements to be nominated as a member of the BOD/BOS in accordance with the Company’s Charter and the Regulations on election of members of the BOD/BOS.

I undertake that the information I have provided is true and accurate, and I shall take full legal responsibility before the General Meeting of Shareholders for the accuracy, honesty, and completeness of the information and documents submitted.

Sincerely,

Attached documents:

- Copy of CC/CCCD/Business Registration Certificate;
- Information sheet;
- Candidate's CV;
- Commitment letter.

....., date ... month ... year 2025

NOMINATOR

(Signature, full name, seal if any)

**LIST OF SHAREHOLDERS NOMINATING CANDIDATES FOR THE BOARD OF
DIRECTORS/BOARD OF SUPERVISORS OF ECI GROUP JOINT STOCK COMPANY FOR
THE TERM 2025 – 2030**

We, the undersigned shareholders, unanimously agree with the entire content regarding the nomination of candidates for the Board of Directors/Board of Supervisors, and the nomination of representative shareholders to carry out voting procedures in accordance with the Company's regulations, as stated in the Nomination Form for Members of the Board of Directors/Board of Supervisors of ECI Group Joint Stock Company for the term 2025–2030.

No.	Shareholder's Name	ID Card/Citizen ID/Passport No., Date & Place of Issue	Number of Shares Owned		Signature of Confirmation
			Number	Ownership Ratio (%)	
1.					
2.					
3.					
Total					

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..., date ... month ... 2025

PERSONAL INFORMATION

Candidate for Election as Member of the Board of Directors/Board of Supervisors

ECI Group Joint Stock Company

1/ Personal Information:

- Full name:
- Date of Birth:
- Place of Birth:
- Gender:
- Nationality:

2/ Educational Background and Qualifications:

Period	Institution	Major	Type of Training	Certificate

3/ Employment History:

Period	Employer	Title

- Awards and Disciplinary Actions (if any):
 - + Award:
 - + Disciplinary Actions:

4/ Declaration of Relationships with the Company:

No.	Relationship	Yes	No	Details of the relationship (Describe details of interest if “Yes” is marked and attach supporting documents)
1	Employment relationship			
2	Relationship as auditor/consultant			
3	Ownership relationship (shareholder)			

No.	Relationship	Yes	No	Details of the relationship (Describe details of interest if “Yes” is marked and attach supporting documents)
4	Economic relationship			
4.1	Relationship as seller (Supplier)			
4.2	Relationship as buyer (Customer)			
4.3	Partnership			
5	Other relationships			

I guarantee that the above statements are true. If they are false, I will take full responsibility before the law.

DECLARANT

(sign, full name)

Ha Noi, September 19, 2025

**REGULATIONS
ON THE ORGANIZATION OF THE 2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS
ECI GROUP JOINT STOCK COMPANY**

**CHAPTER I
GENERAL PROVISIONS**

Article 1: Scope of Application

These Regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (“AGM”) of ECI Group Joint Stock Company.

They specifically govern the rights and obligations of participants in the AGM, as well as the conditions and procedures for conducting the AGM.

Article 2: Applicable Subjects

Shareholders, authorized representatives, and all participants of the AGM are responsible for complying with the provisions of these Regulations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF PARTICIPANTS**

Article 3: Rights and Obligations of Shareholders or Authorized Representatives

3.1 Conditions for participation:

Participants must be shareholders or legally authorized representatives (in writing) whose names appear in the shareholder list on the record date.

3.2. Rights of shareholders eligible to attend the AGM:

- Shareholders may authorize a representative (using the Company’s designated form) to attend and vote on their behalf. The authorized representative may not re-authorize another person.
- The Organizing Committee has publicly disclosed the full agenda of the AGM. Shareholders or eligible groups of shareholders may propose additional agenda items in accordance with the law and the Company’s Charter.
- Shareholders or their authorized representatives have the right to express opinions during the discussion. Shareholders must receive the consent of the Chair to speak, focus on key points, and avoid repetition. Shareholders must submit written questions to the Secretariat.
- Each shareholder or authorized representative will receive a Voting Card, Ballot, and Election Slip upon registration. The number of voting rights equals the total number of

shares owned and/or represented.

- Shareholders or authorized representatives may vote on all matters within the authority of the AGM, as per the Company Charter. The number of votes in BOD elections equals the number of voting shares multiplied by the number of BOD members to be elected.
- After the presentation of reports, the shareholders will vote on each item according to the agenda. BOD elections will be conducted by secret ballot using the cumulative voting method.
- Shareholders arriving after the AGM starts may still participate and vote on the remaining items. The Chair is not required to pause the meeting for late arrivals, and previously adopted resolutions remain valid.

3.3. Obligations of shareholders attending the AGM:

- Each participant must bring the following:
 - For individual shareholders: Valid original ID/CCCD/passport.
 - If authorized: Original ID/passport of the proxy and the Company's standard authorization form.
 - For institutional shareholders: Certified copy of business registration or establishment decision; and original ID/passport of the legal representative.
 - If authorized by institution: Certified copy of business registration, original ID/CCCD/passport of the legal representative, and authorization form.
- All documents must be submitted to the Shareholder Verification Committee and registration must be completed.
- Comply with the Chair's instructions; behave respectfully and orderly;
- Strictly adhere to these Regulations and respect AGM outcomes.

Article 4: Rights and Obligations of the Shareholder Verification Committee

4.1. The Committee is appointed by the Organizing Committee.

4.2. Responsibilities include verifying shareholder identities and authorizations, distributing voting cards and documents, and reporting verification results to the AGM before the meeting officially begins.

Article 5: Rights and Obligations of the Chair and Secretariat

5.1. The Organizing Committee nominates the Chair (usually the Chairman of the BOD) and the Secretariat.

5.2. The Chair's decisions on procedures or unexpected matters have the highest authority.

5.3. The Chair and Secretariat may take necessary measures to maintain order and reflect the will of the majority.

5.4. The Chairperson may require shareholders or their authorized representatives attending the General Meeting to undergo security checks or other measures deemed appropriate by the Chairperson. In the event that a shareholder or authorized representative refuses to comply with such inspection or security measures, the Chairperson, after careful consideration, may deny or expel that individual from attending the General Meeting.

5.5. Without requiring the consent of the AGM, the Chairperson may, at any time, postpone

the meeting to another time and place at the Chairperson's discretion if it is deemed that:

- The behavior of attendees disrupts or may disrupt the orderly conduct of the AGM;
- Or if the postponement is necessary for the meeting to be conducted properly.
- The maximum postponement period shall not exceed three (03) days from the scheduled date of the AGM.

5.6. The Chairperson has the right not to respond to or only acknowledge shareholder suggestions if such comments or proposals fall outside the scope of matters for the AGM's approval.

5.7. The Secretariat is responsible for accurately and honestly recording all proceedings of the AGM in the Meeting Minutes; reading the Meeting Minutes and AGM Resolutions before the meeting is adjourned; receiving shareholders' written questions and submitting them to the Chairperson/Presiding Committee; and performing other support tasks as assigned by the Chairperson/Presiding Committee.

Article 6. Rights and Obligations of the Vote Counting Committee

6.1. The Chairperson of the AGM shall introduce the members of the Vote Counting Committee and request shareholder approval via a show-of-hands vote at the AGM. The vote is approved with a simple majority.

6.2. Responsibilities of the Vote Counting Committee include:

- Supervising the voting and election processes conducted by shareholders and their representatives;
- Summarizing voting results corresponding to the number of shares voted on each matter and summarizing ballots per candidate;
- Counting the votes and ballots, preparing the vote counting report, and announcing the voting and election results at the AGM.

CHAPTER III

CONDUCTING THE AGM

Article 7. Conditions for Convening the AGM

The AGM may be conducted when shareholders or their authorized representatives present at the meeting represent more than 50% of the total voting shares, based on the official shareholder list of ECI Group Joint Stock Company as of the record date for the AGM.

Article 8. Method of Conducting the AGM

8.1 The AGM shall proceed according to the approved agenda.

8.2. The AGM shall sequentially discuss and vote on each item on the agenda that has been approved.

8.3. Except as provided in Article 8.4, resolutions on agenda items shall be approved when shareholders or their authorized representatives present at the AGM representing more than 50% of the total voting shares consent.

8.4. Resolutions concerning amendments and supplements to the Company Charter, types and quantities of shares to be issued, mergers, reorganizations, dissolutions, or transactions involving the purchase or sale of assets valued at 35% or more of the Company's total asset value (based on the latest audited financial statements) shall require approval from

shareholders or their authorized representatives present at the AGM representing at least 65% of the total voting shares.

8.5. All content and proceedings of the AGM must be recorded in the Meeting Minutes by the Secretariat. The Meeting Minutes and AGM Resolutions must be read aloud and adopted before the AGM is adjourned and must be archived in the meeting minutes book of ECI Group Joint Stock Company.

CHAPTER IV OTHER PROVISIONS

Article 9. In Case the AGM Cannot Be Held

9.1. If the first meeting cannot proceed due to failing to meet the quorum conditions specified in Article 7, a second meeting shall be convened within thirty (30) days from the originally scheduled date. The second meeting may proceed if shareholders attending represent at least 33% of the total voting shares.

9.2. If the second AGM also fails to meet the conditions in Clause 9.1, a third meeting shall be convened within twenty (20) days from the scheduled date of the second meeting. In this case, the AGM may proceed regardless of the number of attendees or the percentage of voting shares represented.

CHAPTER V IMPLEMENTING PROVISIONS

Article 10. Implementation

10.1. These Regulations consist of 5 chapters and 10 articles, shall be read publicly before the AGM is conducted, and take effect immediately upon approval by the AGM.

10.2. These Regulations may be amended from time to time based on proposals from the Board of Directors and must be approved by the General Meeting of Shareholders.

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


NGUYỄN TUAN NAM

Ha Noi, September 19 , 2025

ELECTION REGULATIONS

- 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 Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding a number of regulations on corporate governance applicable to public companies under Decree 155 and the model Charter and model Governance Regulations issued together with Circular No. 116/2020/TT-BTC;
- Pursuant to the Charter on Organization and Operation of ECI Group Joint Stock Company.

ARTICLE 1. Scope of Regulation and Subjects of the Election

1.1. These Regulations govern the election of members of the Board of Directors ("BOD"), the Board of Supervisors ("BOS") of ECI Group Joint Stock Company ("the Company") at the 2025 Annual General Meeting of Shareholders ("AGM").

1.2. The election shall be conducted by shareholders holding voting shares and authorized representatives of shareholders holding voting shares present at the AGM. The list of shareholders with voting rights shall be determined at the record date in accordance with legal provisions.

ARTICLE 2. Standards and Conditions for BOD Membership

2.1. A BOD member must meet the following standards and conditions:

- Not fall under the categories stipulated in Clause 2, Article 17 of the Law on Enterprises;
- Possesses professional qualifications and experience in business administration or the Company's business sector and is not necessarily a shareholder of the Company unless otherwise provided in the Charter;
- May concurrently serve as a BOD member of another company;
- Other standards and conditions as provided in the Company's Charter.

2.2. An Independent BOD member must meet the following conditions:

- Fulfill all conditions applicable to a BOD member;
- Must not currently work for the Company, its parent company, or subsidiaries; and must not have worked for them within the past three years;
- Must not receive salary or remuneration from the Company, except for allowances as per regulations;

- Must not be related (spouse, parent, adoptive parent, child, adopted child, sibling) to a major shareholder, Company manager, or its subsidiaries;
- Must not directly or indirectly own at least 1% of the total voting shares;
- Must not have served as a BOD member or Supervisory Board member of the Company within the last five consecutive years, unless consecutively reappointed for two terms;
- Other standards and conditions as provided in the Company's Charter.

2.3. A Non-Executive BOD member must satisfy all conditions of a BOD member and must not be the General Director, Deputy General Director, Chief Accountant, or other executive officers as defined in the Company's Charter.

2.4. A BOD member may not concurrently serve as a BOD member in more than five other companies.

ARTICLE 3: Standards and Conditions for BOS Membership

- Not fall under the categories stipulated in Clause 2, Article 17 of the Law on Enterprises;
- Having been trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the Company's business activities;
- Not being a family member of a member of the Board of Directors, Director and other managers;
- Not being a company manager and not working in the accounting and finance department of the Company;
- Not being a member or employee of an independent auditing company that audits the Company's financial statements in the previous 3 consecutive years;
- Not necessarily being a shareholder or employee of the Company;
- Other standards and conditions as prescribed by other relevant laws and the Company's Charter.

ARTICLE 4. Nomination, Candidacy, Number of Members to be Elected, and Term of Office

4.1. Nomination and Candidacy

a) Shareholders holding ordinary shares may aggregate their voting rights to nominate BOD/BOS candidates: 10% to <20%: may nominate one (01) candidate; 20% to <30%: may nominate up to two (02) candidates; 30% to <40%: up to three (03) candidates; 40% to <50%: up to four (04) candidates; 50% to <60%: up to five (05) candidates. Nominations shall comply with the following:

- Grouping shareholders must notify other shareholders before the AGM begins;
- Based on the number of BOD/BOS members to be elected, shareholders or shareholder groups may nominate candidates as decided by the AGM. If the number of candidates nominated is less than allowed, the remaining nominees may be proposed by the BOD/BOS or other shareholders.

b) If the total number of candidates remains insufficient per Clause 5, Article 115 of the Law on Enterprises, the incumbent BOD/BOS may nominate additional candidates or organize nominations in accordance with the Company Charter, internal governance regulations, and BOD/BOS operational rules. These nominations must be clearly disclosed before the AGM voting.

4.2. Number of Members to be Elected

- Number of BOD members to be elected: 05

- Number of Supervisory Board members to be elected: 03

- Term: 2025–2030

4.3. Nomination/Candidacy Documents

Must include:

- Nomination/Candidacy Form (Company's template);
- Information Disclosure Form (Company's template);
- Self-declared Curriculum Vitae (Company's template);
- Certified copy of ID/CCCD/Passport and academic qualifications;
- Authorization letter and/or minutes of group meeting and supporting documents verifying shareholder signatures (if applicable);
- Written commitment on the truthfulness and accuracy of personal information and commitment to fulfilling duties honestly if elected.

4.4. Documents must be submitted to the AGM Organizing Committee by 5:30 PM, October 05 2025, at:

ECI Group Joint Stock Company

Head Office : 45 Hang Chuoi Street, Hai Ba Trung ward, Hanoi City
Phone : 02439728395
Email : ph.huyen28@gmail.com

4.5. Only candidates who fully meet the nomination conditions will be listed in the official candidate list announced at the AGM.

ARTICLE 5. Ballots and Voting Procedure

5.1. Candidate List:

Candidate names are arranged in alphabetical order A, B, C and are fully disclosed before voting.

5.2. Ballots and Voting

- Standardized ballots; BOD/BOS ballots printed on yellow paper, indicating the total number of voting rights;
- Voting instructions included on the ballot;
- Shareholders or authorized representatives will receive BOD/BOS voting ballots;
- In case of error, shareholders may request a new ballot from the Organizing Committee if voting has not concluded.

ARTICLE 6. Voting Method and Election Principles

- 6.1. Voting shall be conducted by secret ballot using cumulative voting;
- 6.2. Each shareholder has voting rights equal to their shares (owned + authorized) multiplied by the number of BOD/BOS seats to be elected;
- 6.3. Shareholders may allocate all votes to one or more candidates;
- 6.4. The total number of votes per shareholder must not exceed the maximum allowed.

ARTICLE 7. Ballot Counting Committee and Validity of Ballots

7.1. Ballot Counting Committee

- Nominated by the Chairperson and approved by the AGM;
- Responsibilities include:
 - Distributing and explaining ballots (including added candidates if any);
 - Counting votes;
 - Announcing results before the AGM.
- Members of the Committee cannot be BOD/BOS candidates.

7.2. Vote Counting Procedure

- Ballot box checked before voting in shareholders' presence;
- Voting begins after candidate list is finalized and ends when the last shareholder casts a vote or the Chairperson confirms no one remains to vote;
- Counting starts immediately after voting ends; no alterations allowed on ballots;
- Results recorded in writing and announced by the Head of the Committee;
- Invalid ballots are excluded from results.

7.3. Valid Ballots Must:

- Be for listed candidates within the number approved by the AGM;
- Not exceed total voting rights (number of shares × number of seats);
- Not fall into the invalid categories in Clause 6.4.

7.4. Invalid Ballots Include:

- Non-standard ballots or lacking the Company seal;
- Modified ballots or with added unlisted candidates;
- The total number of votes for the shareholder's candidates exceeds the total number of voting rights owned/authorized by that shareholder; or
- The ballot exceeds the number of members to be elected as approved by the General Meeting of Shareholders before the voting; or
- Not signed or without full name; or
- Ballots are submitted to the Counting Committee after the voting ends.

ARTICLE 8. Cumulative Voting and Election Result Principles

8.1. Cumulative Voting: As guided in the Appendix attached to these Regulations.

8.2. Election Result Determination:

- Elected BOD/BOS members are those receiving the highest votes, in descending order, until the number of required members is met;
- In case there are 02 or more candidates receiving the same number of votes for the final member of the Board of Directors/Board of Supervisors, a re-election will be held among the candidates with the same number of votes..

ARTICLE 9. Announcement of Results

9.1. Based on the Vote Counting Minutes, results must be announced immediately at the AGM by the Counting Committee.

9.2. The contents of the vote counting minutes include: Total number of shareholders attending and authorized to attend the meeting, total number of shareholders participating in voting, number of valid votes, number of invalid votes, and number of votes for each candidate for the Board of Directors/Board of Supervisors.

9.3. The official result is recorded in the AGM's Resolution.

ARTICLE 10. Complaints

Any complaints related to the election or vote counting shall be resolved by the Chairperson of the AGM and documented in the Meeting Minutes.

ARTICLE 11. Effectiveness

This Regulation includes 11 Articles and takes effect after approval by the AGM. It applies only to the election of BOD/BOS members at the 2025 Annual General Meeting of ECI Group Joint Stock Company.

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

CHAIRMAN



NGUYEN TUAN NAM

APPENDIX

GUIDELINES FOR CUMULATIVE VOTING

Suppose Shareholder Nguyen Van A holds (including owned and authorized shares) 1,000 voting shares. In that case, the total number of votes for cumulative voting allocated to Shareholder Nguyen Van A is calculated as follows:

The number of elected members of the Board of Directors (“BOD”)/Board of Supervisors (“BOS”) is 02 members, the total number of votes of shareholder Nguyen Van A is:

$$1.000 \times 2 = 2.000 \text{ voting.}$$

Shareholder Nguyen Van A can vote cumulatively in the following manner:

- Cast all 2,000 votes for 01 candidate for BOD/BOS member.
- Divide 2,000 votes among candidates for BOD/BOS (divided equally or not).
- The vote of shareholder Nguyen Van A will be invalid in one of the following cases:
 - The ballot is not issued by the Congress Organizing Committee, the ballot does not follow the Company's prescribed form, and does not have the Company's seal; or
 - The ballot is crossed out, corrected, or contains additional candidates not on the list of candidates announced at the General Meeting of Shareholders before voting; or
 - The total number of votes for the shareholder's candidates exceeds the total number of voting rights owned/authorized by that shareholder: exceeding 2,000 votes in the case of election of members of the BOD/BOS; or
 - The ballot exceeds the number of members to be elected: 05 members of the BOD/ 03 members of the BOS; or
 - Shareholder Nguyen Van A did not sign and write his full name on the ballot; or
 - Other cases specified in the Election Regulations.



Ha Noi, September 19, 2025

VOTING REGULATIONS

The voting and ballot counting for the approval of Reports, Proposals, and agenda items at the 2025 Annual General Meeting of Shareholders of ECI Group Joint Stock Company shall be conducted in accordance with the following regulations:

1. Voting for approval of the Meeting Agenda; Meeting Regulations; Voting Regulations; Election Regulations for BOD Members; List of Candidates for BOD Membership; and the Composition of the Vote Counting Committee shall be conducted by a show of voting cards at the Meeting and approved by a simple majority vote
2. Voting on Reports, Proposals, and agenda items of the General Meeting of Shareholders shall be conducted in-person at the Meeting, under the direction of the Chairperson, by secret ballot using voting slips issued by the Meeting Organizing Committee
3. Voting slips are pre-printed forms containing the following information: shareholder's name, name of the authorized representative for institutional shareholders, number of shares owned/authorized, voting contents as per the template of the Organizing Committee, and bearing the official seal of ECI Group Joint Stock Company. Voting slips shall be distributed to shareholders or their authorized representatives upon registration and verification of shareholder eligibility to attend the Meeting
4. Shareholders shall fill in the voting slips by marking an "x" or a "✓" in one of the boxes: Agree, Disagree, or No opinion for each item presented at the Meeting. Vote counting shall be carried out by the Vote Counting Committee. The vote counting results shall be publicly announced during the Meeting. The final vote counts for Agree, Disagree, and No opinion are based on the total number of voting shares represented at the Meeting by shareholders (in person or by proxy), aggregated from valid voting slips received
5. A voting slip shall be considered invalid if it falls under any of the following cases:
 - The voting slip was not issued by the Organizing Committee of the Meeting;
 - The voting slip does not bear the official seal of ECI Group Joint Stock Company;
 - The voting slip is torn, crossed out, erased, or altered;
 - The voting slip is not signed by the shareholder or their authorized representative;
 - The voting slip includes additional information or inappropriate markings;
 - The voting slip is filled out incorrectly, not in accordance with the instructions on the slip or these Voting Regulations
 - The voting slip is submitted to the Vote Counting Committee after the voting session has concluded.

Invalid voting slips will not be counted in the voting results.

6. Regulations shall take effect immediately upon approval by the General Meeting of Shareholders.

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



NGUYEN TUAN NAM

No: 01/2025/BC/HĐQT-ECI

Ha Noi, September 19, 2025

BOARD OF DIRECTORS' OPERATION REPORT

TO: THE GENERAL MEETING OF SHAREHOLDERS

ECI GROUP JOINT STOCK COMPANY

The Board of Directors of ECI Group Joint Stock Company (“the Company”) would like to present the report on the performance of the Board of Directors (“the BOD”) in 2024 and the proposed operational plan for 2025 at the 2025 Annual General Meeting of Shareholders (“AGM”), as follows:

I. PERFORMANCE OF THE BOARD OF DIRECTORS IN 2024

1. BOD Activities

a) BOD Meetings

In 2024, the BOD held 07 meetings to discuss and approve matters within its authority.

b) Supervision and Direction:

Throughout the year, the BOD effectively carried out its role in directing and supervising the Management Board's operations, promptly resolving issues within its authority to facilitate smooth company operations. Specifically:

- Oversaw and directed the Company's business activities; monitored the formulation and implementation of the 2024 business and investment plans.
- Directed the Management Board and related departments to successfully organize the 2024 Annual General Meeting of Shareholders in compliance with legal procedures and regulations.
- Provided strategic direction for the Company's operations in 2024 and instructed the Management Board to develop detailed implementation plans.

The resolutions issued by the BOD were seriously and effectively implemented by the Management Board, aiming to maximize benefits for shareholders and employees.

2. Business Performance Results:

2.1. Advantages:

Under the close direction of the BOD and the proactive management by the Executive Board, all Company employees demonstrated autonomy, flexibility, and adaptability to the market mechanism. The Company continued to expand its markets and diversify its product portfolio, contributing to improved business efficiency and reinforcing its market position.

2.2. Challenges:

In 2024, the Company faced numerous challenges due to market fluctuations and external factors directly impacting business operations:

- Demand for books and related products declined sharply; sales were sluggish; many retail outlets were forced to close, disrupting production activities, increasing printing volume and inventory levels.
- Prices of paper and printing materials surged; traditional bookstores temporarily ceased operations; meanwhile, online sales channels of publishers and book companies were disrupted for months, leading to severe revenue drops and financial hardship for workers in the publishing industry.
- Prices of agricultural products and foodstuffs fluctuated constantly. At times, multiple items dropped in price simultaneously, affecting the Company's supply chain management and inventory planning.
- Intensified competition among market players significantly affected ECI Group JSC's business performance.

Despite these difficulties, the Company's staff remained united and made every effort to maintain operations, ensure revenue, and sustain business stability.

2.3. Actual Results Compared to Plan:

- Parent Company Report:

Unit: Million VND

No.	Indicator	2024 Plan	2024 Actual	% Completion
1	Total Revenue	40.500	10.990,18	27,14%
2	Total Expenses	38.070	10.720,75	28,16%
3	Profit Before Tax	2.430	269,42	11,09%
4	Profit After Corporate Tax	1.944	213,27	10,97%
5	Dividend Rate (%)	10	0	0%

- Consolidated Report:

Unit: Million VND

No.	Indicator	2024 Plan	2024 Actual	% Completion
1	Total Revenue	140.500	11.158,50	7,94%
2	Total Expenses	136.070	11.095,38	8,15%
3	Profit Before Tax	4.430	63,12	1,42%
4	Profit After Corporate Tax	3.544	- 473,67	-13,37%

In 2024, the Parent Company did not allocate remuneration for the Board of Directors and

the Supervisory Board due to negative business results.

II. OPERATION PLAN OF THE BOD IN 2025

2025 is forecasted to remain a challenging year for the economy in general and for the Company's industry in particular. This will be a test of the Company's adaptability and resilience amid intensifying market competition and unpredictable consumer demand, especially in the education and publishing sectors.

In response, the Company aims to continue maintaining operations, ensuring operational efficiency, and gradually affirming a strong market position.

To ensure resilience and sustainable growth in the education market, the BOD has outlined the following key goals and solutions:

1. 2025 Objectives:

The Company will maintain its presence and reputation in the education product supply market, become a profitable joint-stock company, and pursue sustainable development.

2. 2025 Targets:

- Parent Company:

No	Indicator	Unit	2025 Plan
1	Total Revenue	Million VND	50.000
2	Total Expenses	Million VND	38.070
3	Profit Before Tax	Million VND	2.430
4	Profit After Corporate Tax	Million VND	1.944
5	Dividend Rate (%)	%	10

- Consolidated Company

No	Indicator	Unit	2025 Plan
1	Total Revenue	Million VND	50.000
2	Total Expenses	Million VND	38.070
3	Profit Before Tax	Million VND	2.430
4	Profit After Corporate Tax (%)	%	1.944

3. Key Solutions

3.1. Investment and Development Orientation:

To help the Company maintain its position in the education market and move toward sustainable development, the Board of Directors has outlined the following key objectives and solutions for 2025:

- Focus on consolidating and expanding the Company's core product lines, while enhancing

product diversity and competitiveness in the market.

- Strive for growth in both revenue and profit, and ensure dividend payments in accordance with resolutions approved by the General Meeting of Shareholders.
- Prioritize the compilation, editing, and design of manuscript categories in which the Company excels—especially products aligned with the new general education curriculum, such as wall maps, educational posters, atlases, and student workbooks.
- Research and apply information technology in the product system to improve quality, efficiency, and market accessibility.
- Strengthen anti-counterfeiting efforts, particularly for best-selling products, through the use of appropriate technological solutions to protect copyrights and consumer interests.
- Monitor market developments in agriculture and food; proactively assess demand and supply to coordinate timely, synchronized, and effective distribution strategies.
- Diversify and develop a supply–consumption–promotion chain for agricultural products and regional specialties from various provinces and cities, while committing to providing clean and safe products that meet the growing demands of consumers.

3.2. Financial and Capital Management:

In addition to product and market strategies, the Company is also focusing on financial solutions to ensure sustainable and efficient operations:

- Preserve owners' equity while improving capital utilization efficiency in business activities; ensure stable cash flow to meet the Company's development needs.
- Strengthen financial management practices by providing periodic, transparent, honest, and accurate reports, fulfilling internal management requirements as well as obligations to regulatory authorities and shareholders.
- Promote cost-saving measures and strictly control production and business expenses to ensure operational efficiency at every stage—thus maximizing profit and enhancing the Company's competitiveness.

3.3. Corporate Governance and Executive Management:

In 2025, the Board of Directors will continue to enhance its role in directing and supervising operations to ensure that the Company stays aligned with its strategic direction and operates efficiently in accordance with resolutions approved by the General Meeting of Shareholders. Specifically:

- Direct the Management Board, editors, and designers to focus on compiling key products such as educational maps, visual learning aids, atlases, and workbook maps in accordance with the new general education curriculum—ensuring both content quality and publishing schedules.
- Set specific performance expectations and closely monitor executive management; require the Management Board to proactively find solutions to strengthen staff

capabilities, reduce costs, and improve resource efficiency.

- Enhance coordination with the Supervisory Board to monitor and evaluate the Company's activities, promptly identify potential issues, and implement preventive measures to minimize financial and operational risks.
- Restructure the organizational system to be leaner and more efficient, aligning with the joint stock company model and current economic market trends.

3.4. Other Activities:

- Promote democratic engagement through official channels, the Party organization, labor unions, and youth unions to build a strong, united Company culture and foster sustainable corporate values. This will also contribute to creating harmonious labor relations and advancing both the Company and its people in the modern social context.
- Continuously improve the material and spiritual well-being of employees, while encouraging internal competitions and reward programs as vital motivation for individual effort and innovation.
- Treat social and charitable activities as a bridge between the Company and the community—strengthening bonds, sharing values, and growing together.

4. Remuneration Plan for the Board of Directors and Supervisory Board in 2025.

The remuneration for the Board of Directors and Supervisory Board in 2025 will be included in the Company's expenses, capped at a maximum of 5% of profit before tax.

This concludes the Board of Directors' Report on activities in 2024 and the operational plan for 2025. The BOD sincerely looks forward to the continued support, cooperation, and commitment of our valued shareholders.

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

Respectfully,

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN TUAN NAM

No: 03/2025/BC/BTGD-ECI

Ha Noi, September 19, 2025

**REPORT OF THE EXECUTIVE BOARD
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
ECI GROUP JOINT STOCK COMPANY**

Dear Shareholders,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its implementing regulations;
- Pursuant to the functions, duties, and powers of the General Director as stipulated in the Charter of ECI Group Joint Stock Company;
- Based on the Company's business operations;

The Executive Board respectfully reports to the 2025 Annual General Meeting of Shareholders on the management work, business results for 2024, and the business plan for 2025 as follows:

I. ACTIVITIES OF THE EXECUTIVE BOARD AND BUSINESS RESULTS IN 2024

1. Business results

In 2024, the Company faced many challenges. The market saw an increasing number of organizations and individuals engaged in trading the same products as the Company, creating fierce competition. Publishing activities were dispersed, and sophisticated counterfeit printing negatively impacted the Company's publishing plans. As a result, the Company's production and business activities did not meet the set targets, specifically:

- Total revenue: VND 11,158,501,185 (achieved 7.94% of plan)
- Profit before tax: VND 63,124,829 (achieved 1.42% of plan)
- Profit after tax: VND -473,666,733 (loss, not achieving the plan)

2. Difficulties in business operations

Over the past year, the Company's business was significantly affected by the general economic situation and fluctuations in the industry. Some notable challenges include:

- The economy continued to face difficulties, leading to a clear decline in consumer demand, including for books and other goods. Sales slowed, many retail stores had to suspend operations, production stalled, printing volumes and inventories increased.
- The market was flooded with reference books, creating an imbalance in consumption. Furthermore, the Ministry of Education and Training directed the Education Publishing House to reorganize the reference book system, resulting in a significant decline in the distribution of exercise atlases in the last months of the year.

- Competition intensified as many companies entered the educational picture production market, offering lower prices due to minimal initial investment and the use of lower-quality printing paper. This placed significant pressure on professional, well-invested enterprises like ours.
- The procurement of equipment for educational institutions progressed slowly, while the current trend favors technology-integrated equipment, making it harder to sell traditional products
- The overall business environment was difficult, not only in educational publishing but also across other product segments, affecting the Company's production–business efficiency.

II. DEVELOPMENT PLAN FOR 2025

It is forecast that 2025 will continue to be a challenging year for the economy in general and the publishing and educational equipment sector in particular. This will be a period of considerable pressure on the Company's production and business activities, requiring greater effort, proactivity, and adaptability to maintain stability and secure a strong market position. In this context, the Executive Board has formulated the 2025 development plan with the following specific objectives and directions:

1. Products:

- Increase investment in developing, editing, and designing the Company's core products such as wall maps, educational posters, atlases, and exercise atlases, in alignment with the 2018 General Education Program.
- Continue joint ventures and partnerships to produce educational equipment for primary, lower secondary, and upper secondary levels with reputable enterprises, aiming to improve quality and expand the product portfolio.

2. Marketing and market development:

- Finalize the product portfolio; organize marketing, introduction, and promotional activities for products to nationwide distribution outlets.
- Proactively expand market share for map products in various provinces and cities.
- Continue researching and monitoring educational reform trends—especially demand for products that enhance students' competencies.
- Encourage editors to study advanced international publishing models to improve quality and innovate editorial methods.
- Maintain, strengthen, and expand distribution partnerships both within and outside the Vietnam Education Publishing House system to increase market coverage.
- Proactively engage provincial Departments of Education and Training to organize training and guidance for teachers on using products such as geography exercise atlases and historical pictorial maps, aligned with competency-based learning objectives.



3. Human resources and professional development:

- Expand and develop a team of authors and collaborators with deep expertise and strong reputations in education and related fields.
- Provide professional training for editors, specialists, and managers, focusing on skills for compiling reference books, school maps, exercise atlases, and educational posters under the new curriculum.

4. Finance:

- Organize production-business activities with an emphasis on efficiency, cost savings, productivity improvement, and optimal resource utilization.
- Ensure transparent and public financial management; make provisions for risky items to safeguard financial security.
- Strengthen the application of information technology in management and operations to improve efficiency and control costs.

The above is the Executive Board's report on the results of the 2024 business plan implementation and the 2025 business orientation and plan. Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

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

Recipients:

- *General Meeting of Shareholders;*
- *Board of Directors, Executive Board*
- *Archive at Office.*

**ON BEHALF OF THE EXECUTIVE BOARD
GENERAL DIRECTOR**



NGUYEN TUAN NAM

ECI GROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIET NAM

Independence – Freedom – Happiness



No. 02/2025/BC/BKS-ECI

Ha Noi, September 19, 2025

**REPORT OF THE SUPERVISORY BOARD
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
ECI GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its implementing regulations;
- Pursuant to the functions, duties, and powers of the Supervisory Board as stipulated in the Charter of ECI Group Joint Stock Company;
- Based on the Company's audited 2024 Financial Statements for the period from January 1, 2024 to December 31, 2024;
- Based on the Company's business operations;



Dear Shareholders,

In accordance with the provisions of the Law on Enterprises, the Company's Charter, the Internal Corporate Governance Regulations of ECI Group Joint Stock Company, and other applicable regulations, the Supervisory Board respectfully reports to the General Meeting of Shareholders on its activities in 2024 and the plan for 2025 as follows:

I. SUPERVISORY BOARD ACTIVITIES IN 2024

1. Personnel

In 2024, the Supervisory Board consisted of 03 members, including 01 Head of the Supervisory Board and 02 Members:

No	Full name	Position
1	NGUYEN HOANG YEN	Head of Supervisory Board
2	LUONG THI THANH DUYEN	Member
3	NGUYEN THANH HUONG	Member

2. Activities of the Supervisory Board

2.1. Supervision of compliance with the law and the Company's Charter

The Supervisory Board carried out regular inspections and supervision to ensure compliance with the Law on Enterprises, the Company Charter, and internal governance regulations in the management and operation of the Company's business activities. Specifically:

a) Review of financial statements and supervision of information disclosure

- Inspected and supervised the Company's accounting practices to ensure compliance with the Enterprise Accounting Regime under Circular No. 200/2014/TT-BTC dated December 22, 2014.
- Reviewed the quarterly and annual financial statements provided by the Executive Board. Verified the accounting of revenues, allocation of expenses, and assessed the financial position, business performance, debt management, and provisioning in accordance with regulations.
- Coordinated with the Board of Directors to propose the selection of an independent auditing firm to review the 6-month financial statements and audit the 2024 annual financial statements.
- Closely monitored compliance with information disclosure requirements, especially those relating to the periodic disclosure of financial statements and corporate governance reports in line with securities market regulations

b) Coordination and supervision of the Board of Directors and the Executive Board

- The Board of Directors organized meetings and issued timely resolutions and decisions to direct the Company's business activities and restructure its organizational and personnel arrangements.
- The Board of Directors and the Executive Board fully complied with legal regulations in management and operations. All members performed their assigned functions and duties in accordance with the Company Charter and resolutions of the General Meeting of Shareholders.
- The Supervisory Board attended meetings between the Board of Directors and the Executive Board to hear reports on business operations, personnel changes, and future action plans to achieve the set targets.

2.2. Control of the Company's production, business and financial activities:

- Parent Company Report:

Unit: Million VND

No.	Indicator	2024 Plan	2024 Actual	% Completion
1	Total Revenue	40.500	10.990,18	27,14%
2	Total Expenses	38.070	10.720,75	28,16%
3	Profit Before Tax	2.430	269,42	11,09%
4	Profit After Corporate Tax	1.944	213,27	10,97%
5	Dividend Rate (%)	10	0	0%

- Consolidated Report:

Unit: Million VND

No.	Indicator	2024 Plan	2024 Actual	% Completion
1	Total Revenue	140.500	11.158,50	7,94%
2	Total Expenses	136.070	11.095,38	8,15%
3	Profit Before Tax	4.430	63,12	1,42%
4	Profit After Corporate Tax	3.544	- 473,67	-13,37%

In 2024, no remuneration was allocated to the Board of Directors and the Supervisory Board of the Parent Company due to the Parent Company's loss in business results for 2024.

2.3. Audit of the Company's Financial Statements and Accounting Books for 2024

The Company's 2024 financial statements have been audited by AAC Auditing and Accounting Company Limited. The audit report includes exceptions and emphasis.

Recording, opening accounting books, and classifying economic contents are in accordance with Vietnamese accounting standards and current regulations.

2.4. Compliance with the provisions of the Company Charter, Resolutions of the General Meeting of Shareholders and State laws

- The Supervisory Board assessed that the Company's activities in 2024 complied with current laws.
- The implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors was also closely monitored, ensuring compliance with the regulations. Within the scope of its authority and responsibilities, the Supervisory Board assessed that the Board of Directors, the Director and relevant departments did not commit any major violations affecting the Company's operations.

2.5. Results of supervision of the Board of Directors and the Board of Management

- The resolutions of the Board of Directors were issued in accordance with the authority of the Board of Directors and the contents of these Resolutions complied with the Resolutions of the General Meeting of Shareholders, the Enterprise Law, the Company's Charter, and other provisions of law.
- The Board of Directors holds regular and extraordinary meetings chaired by the Chairman of the Board of Directors, regularly invites the Supervisory Board to participate in meetings to implement the Resolutions of the General Meeting of Shareholders; Discusses and decides on important issues, supervises issues that directly affect business activities.
- The Supervisory Board acknowledges that the Board of Directors and the Director have implemented the Resolutions of the General Meeting of Shareholders and operated the



Company's activities in compliance with the Company's Charter, the Resolutions of the General Meeting of Shareholders and other provisions of law.

2.6. Evaluation of the coordination between the Supervisory Board and the Board of Directors, the Board of Management and shareholders

In 2024, the Supervisory Board received close coordination from the Board of Directors, the Executive Board, and specialized departments in providing all necessary documents for inspection and supervision, resolutions of the General Meeting of Shareholders, the Board of Directors, and financial reports.

II. PLAN FOR 2025

In 2025, the Supervisory Board will continue to enhance its comprehensive and effective oversight in the Company's key areas, focusing on financial reporting, internal control, risk management, and capital management. The Supervisory Board will improve its operational regulations and adopt modern corporate governance practices in compliance with current laws, with specific tasks as follows:

- Review and verify the accuracy and transparency of periodic financial statements (quarterly, semi-annual, and annual) to ensure compliance with accounting standards and the law.
- Monitor and evaluate the internal control system, processes, and operating regulations to minimize business and financial risks.
- Assess the effectiveness of capital, debt, and cost management, with particular focus on handling bad debts and preventing the accumulation of new debts.
- Improve the quality and efficiency of supervision by refining operational procedures and applying advanced management methods.

Accordingly, the Supervisory Board recommends to the Board of Directors and the Executive Board:

- Remain committed to sustainable, safe, and efficient development, continuously improving the quality of business operations.
- Review and assess the scale and growth rate of each product group to propose solutions for optimizing revenue and profit.
- Continue to strengthen the culture of compliance with the law and the Company's internal regulations, while improving cost management efficiency.

The above is the Supervisory Board's report on activities in 2024 and the plan for 2025, respectfully submitted to the Annual General Meeting of Shareholders for consideration.

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

Recipients:

- *Company Shareholders;*
- *Board of Directors, Internal Audit Committee, Executive Board;*
- *Archive at Office.*

**ON BEHALF OF THE SUPERVISORY BOARD
MEMBER OF SUPERVISORY BOARD**



NGUYEN THANH HUONG



No: 01/2025/TTr-ECI

Ha Noi, September 19, 2025

PROPOSAL**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

Re: Approval of the remuneration settlement for the Board of Directors, Supervisory Board in 2024 and the proposed remuneration plan for 2025

To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the organization and operation of ECI Group Joint Stock Company;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;

The Board of Directors of the Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of remuneration settlement for the Board of Directors, Supervisory Board in 2024 and the proposed remuneration plan for the Board of Directors and Supervisory Board in 2025 as follows:

1. Settlement of remuneration payment for the Board of Directors and Supervisory Board in 2024

In 2024, the Company did not allocate remuneration for the Board of Directors and the Supervisory Board due to the Company's business results showing a loss in 2024.

2. Proposed remuneration for the Board of Directors and Supervisory Board in 2025

Based on the projected business plan for 2025, we respectfully propose that the General Meeting of Shareholders approve the following remuneration for 2025:

No	Position	Total remuneration (VND/person)	
		Monthly Remuneration (VND/person)	Annual Remuneration (VND/person)
1	Chairman of the Board of Directors, Head of the Supervisory Board	5.000.000	60.000.000
2	Member of the Board of Directors, Member of the Supervisory Board	3.000.000	36.000.000

3. Bonus plan for the Board of Directors, Supervisory Board, and Board of General Directors in 2025

The Board of Directors, Supervisory Board, and Board of General Directors shall be entitled to a maximum bonus of 5% of the profit before tax. The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to determine the specific bonus amount for the Board of Directors,

Supervisory Board, and Board of General Directors, which will be reported to the nearest General Meeting of Shareholders.

We respectfully submit this for consideration and approval by the General Meeting of Shareholders./.
Respectfully./.

Recipients:

- *As above;*
- *Board of Directors, Board of General Directors;*
- *Company archives.*

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN TUAN NAM

No: 02/2025/TTr-ECI

Ha Noi, September 19, 2025

PROPOSAL
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Re: Elect of Members of the Board of Directors and Supervisory Board for the 2025–2030 Term

To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the organization and operation of ECI Group Joint Stock Company;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company.

The term of the Board of Directors (“BOD”) and the Supervisory Board (“BOS”) of the Company for the period 2021-2025 has ended. Pursuant to the provisions of the Enterprise Law and the Charter of the Company’s organization and operation, the BOD has sent notices of nomination and candidacy for members of the Board of Directors and the Supervisory Board for the new term 2025-2030 to shareholders as prescribed.

The Board of Directors of ECI Group Joint Stock Company respectfully submits to the Annual General Meeting of Shareholders 2025 for approval the following contents:

1. Approval of the term of office of the members of the Board of Directors and the Supervisory Board is 5 years (2025-2030).
2. Approval of the number of members of the Board of Directors for the term 2025-2030: 05 members.
3. Approval of the number of members of the Supervisory Board for the term 2025-2030: 03 members.

Based on the candidacy and nomination documents for members of the Board of Directors and the Supervisory Board, we respectfully request the Congress to elect members of the Board of Directors and the Supervisory Board of the Company for the term 2025-2030.

We respectfully submit this to the Annual General Meeting of Shareholders 2025 for consideration and approval./.

Respectfully./.

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Recipients:

- As above;
- Board of Directors, Supervisory Board, Board of General Directors;
- Company archives.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN TUAN NAM



ECI GROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIET NAM

Independence – Freedom – Happiness

No: 03/2025/TTr-ECI

Ha Noi, September 19, 2025

PROPOSAL

Selection of the Auditing Firm for the Financial Statements in 2025

To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on the Organization and Operation of ECI Group Joint Stock Company;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;
- Pursuant to the requirements of business operations.

To ensure objectivity, transparency and comprehensiveness in auditing the Company's production and business activities and protect the interests of the Company's shareholders. The company's Board of Directors respectfully submits to the General Meeting of Shareholders for approval the selection of a company to review the Semi-annual Financial Statements for the 6 months period ending June 30, 2025 and audit the Financial Statements for the year ending December 31, 2025 in 2025, as follows:

1. Basis for proposing the selection of an auditing unit

- The selected auditing firm must meet all the conditions for providing audit services to public companies in accordance with Circular No. 183/2013/TT-BTC dated December 04, 2013 of the Ministry of Finance and must be on the list of auditing firms approved by the Supervisory Board at the time of signing the audit contract;
- The auditing firm must be able to meet the required audit schedule and offer competitive fees.

2. The Board of Directors of ECI Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the authorization for the Board of Directors to select the auditing firm for the financial statements of ECI Group Joint Stock Company.

The selection of the auditing firm will be disclosed in accordance with regulations once the audit contract is signed.

We respectfully submit this to the Annual General Meeting of Shareholders 2025 for consideration./.

Respectfully./.

Recipient:

- General meeting of shareholders;
- Board of Directors, Supervisory Board, Executive Board;
- Save the document.

ON BEHALF OF THE BOARD OF DIRECTORS



NGUYEN TUAN NAM

No: 04/2025/TTr-ECI

Ha Noi, September 19, 2025

PROPOSAL

Business Orientation of the Company for 2025

To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on the Organization and Operation of ECI Group Joint Stock Company;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;
- Pursuant to the Company's business performance.

Based on the operational results in 2024 and with the aim of overcoming existing shortcomings while moving towards sustainable development, the Board of Directors of the Company respectfully submits to the General Meeting of Shareholders the business orientation for 2025 as follows:

1. Objectives and tasks:

The Company will maintain its position and brand in the market, provide high-quality products at competitive prices, and strive to become a profitable joint stock company with sustainable growth.

2. Business orientation for 2025.

2.1. Investment and development direction

- Focus on strengthening and developing the Company's core products, enhancing product diversity and competitiveness in the market.
- Strive for revenue and profit growth, ensuring dividend rates as set out in the resolutions of the General Meeting of Shareholders.
- Research and apply information technology to the Company's product systems.
- Enhance the application of technology to product systems.

2.2. Accounting, finance, capital balance, and capital utilization

- Preserve owners' equity and use business capital effectively.



- Strengthen financial management, provide regular reports with transparent and accurate information.
- Practice thrift in spending and strictly control business and production costs.

2.3. Operations and corporate governance

- The Board of General Directors will direct staff to research and gather the necessary information to develop appropriate market expansion strategies, business plans, marketing plans, etc., to achieve the set objectives.
- The Board of Directors will set requirements and closely monitor the operational management process in accordance with the resolutions approved by the General Meeting of Shareholders, enabling the executive team to find solutions to improve staff capacity, while reducing costs appropriately.
- Strengthen coordination with the Supervisory Board to promptly detect issues, take preventive measures, and address problems in a timely manner, thereby reducing financial risks.
- Streamline the organizational structure to be efficient, lean, and aligned with the Company's operations and the development trends of a market economy.

2.4. Other activities

- Continue to develop and build corporate culture, establish harmonious labor relations, and uphold the goal of developing both the enterprise and its people in modern society.
- Care for the material and spiritual well-being of employees; value emulation and commendation as an important motivation for the dedication and creativity of each staff member.
- Consider social charity activities as a bridge connecting the enterprise with the community, fostering shared growth.

We respectfully submit this to the Annual General Meeting of Shareholders 2025 for consideration and approval./.

Respectfully./.

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



No: 05/2025/TTr-ECI

Ha Noi, September 19, 2025

PROPOSAL*The audited financial statements for 2024***To: The Annual General Meeting of Shareholders 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on the Organization and Operation of ECI Group Joint Stock Company;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;
- Pursuant to the requirements of business operations;
- Pursuant the consolidated 2024 financial statements and the separate 2024 financial statements of the parent company have been audited by the company.

In accordance with the Resolution of the 2024 Annual General Meeting of Shareholders of ECI Group Joint Stock Company, the Board of Directors has selected AAC Accounting and Auditing Company Limited to perform the audit of the 2024 Financial Statements.

The Board of Directors of ECI Group Joint Stock Company respectfully submits the audited 2024 Financial Statements (details in the attached report) to the 2025 Annual General Meeting of Shareholders for approval.

Unit: VND

No	Target	Amount	
		Consolidated	Parent Company
I	TOTAL ASSETS (as of December 31, 2024)	47,874,890,321	44,524,879,607
1	Current assets	44,493,415,674	27,201,823,087
2	Long-term assets	3,381,474,647	17,323,056,520
II	LIABILITIES AND EQUITY	47,874,890,321	44,524,879,607
1	Liabilities	13,705,980,904	13,870,357,109
2	Owner's equity	34,168,909,417	30,654,522,498
III	BUSINESS RESULTS 2024	3,027,239,781	4,250,028,733
1	Net revenue	3,437,781,685	3,767,339,742
2	Profit before tax	63,124,829	269,423,860
3	Profit after tax	(473,666,733)	213,265,131

Details according to the audited 2024 financial report attached to this Presentation.

We respectfully submit this to the Annual General Meeting of Shareholders 2025 for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

CÔNG TY CỔ PHẦN
TẬP ĐOÀN
ECI

THÀNH PHỐ HÀ NỘI

NGUYỄN TUAN NAM

No.: 06/TTr-HĐQT

Hanoi, September 19, 2025

PROPOSAL

(Re: Approval of the plan for private placement of shares to increase the Company's charter capital)

To: The General Meeting of Shareholders of ECI Group Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and guiding documents;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding certain provisions on public offering, private placement, public tender offers, share repurchase, registration, and de-registration of public companies;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;
- Pursuant to the Charter of Organization and Operation of ECI Group Joint Stock Company.

ECI Group Joint Stock Company (Ticker: ECI) is an enterprise specializing in the education sector, with a core business model centered on the commerce and distribution of educational products. To solidify the foundation for sustainable growth and future expansion, the Company plans to invest in developing and upgrading its operational infrastructure.

Specifically, ECI recognizes the urgent need to establish representative offices and develop a professional warehousing system. Therefore, the Company plans to implement a private placement of shares to increase its charter capital, serving the plan of establishing new representative offices and warehouses. Raising additional capital from shareholders will help the Company reduce borrowing pressure, improve financial efficiency, and create a solid foundation for developing its core business, thereby ensuring long-term benefits for shareholders.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the plan for private placement of shares to increase the Company's charter capital in 2025 as follows:

I. PRIVATE PLACEMENT PLAN

1. Issuer: ECI Group Joint Stock Company.
2. Security name: Shares of ECI Group Joint Stock Company.

3. Stock code: ECI.
4. Type of shares: Common shares.
5. Par value: VND 10,000/share.
6. Charter capital before offering: VND 18,600,000,000 (Eighteen billion six hundred million dong).
7. Total issued shares: 1,860,000 shares (One million eight hundred sixty thousand shares), including:
 - Total outstanding shares: 1,760,000 shares (One million seven hundred sixty thousand shares)
 - Total treasury shares: 100,000 shares.
8. Shares to be offered: 2,140,000 shares (Two million one hundred forty thousand shares).
9. Total par value of offering: VND 21,400,000,000 (Twenty-one billion four hundred million dong).
10. Expected charter capital after offering: VND 40,000,000,000 (Forty billion dong).
11. Offering price: VND 10,000/share.
12. Expected proceeds: VND 21,400,000,000 (Twenty-one billion four hundred million dong).
13. Offering ratio: 121.59% of total outstanding shares.
14. Purpose of offering: Strengthen financial capacity to invest in projects serving the Company's production, business, and investment activities.
15. Form of issuance: Private placement to professional securities investors.
16. Offering objects: Professional securities investors.
17. Number of investors: Fewer than 20.

The GMS authorizes the BOD to determine the specific list of professional investors participating in the private placement and the number of shares allocated to each.
18. Selection criteria for investors:

The General Meeting of Shareholders authorizes the Board of Directors to proactively seek, select, and approve the list of professional securities investors eligible to participate in the private placement; and to determine the number of shares allocated to each investor.
19. Investor selection criteria: The General Meeting of Shareholders authorizes the Board of Directors to review, negotiate, and decide on the selection of professional securities investors who are: (i) domestic and foreign organizations or individuals (ii) financially capable, and (iii) compliant with the current legal requirements for professional securities investors.
20. The Company's Board of Directors shall determine the eligibility of professional securities investors or authorize a securities company to conduct the assessment.
21. Expected offering period: Q4/2025 – Q1/2026, after the Company completes its registration with the State Securities Commission.
22. Handling of unsubscribed shares:

If the number of shares subscribed does not reach the expected amount, the General Meeting of Shareholders authorizes the Board of Directors to continue to seek, negotiate, and allocate shares to other professional investors. The offering price for these investors shall not be lower than VND 10,000/share.

If, after the redistribution, unsubscribed shares remain, such shares shall be cancelled and the Board of Directors shall decide to conclude the offering.

23. In the event that, upon the expiry of the legally prescribed distribution period

(including extensions, if any), unsubscribed shares remain; such shares shall be cancelled, and the Board of Directors shall decide to terminate the offering. The Company shall increase its charter capital based on the actual number of successfully placed shares.

24. Plan for addressing capital shortfall:

In case the shares are not fully distributed and the total capital raised falls short of the expected amount, the General Meeting of Shareholders authorizes the Board of Directors to flexibly use other Company funds and/or raise loans from financial institutions or seek other supplemental financing sources to cover the shortfall, in line with available resources, cash flows, and the Company's actual business operations.

25. Transfer restrictions:

Shares issued through this private placement will be subject to a one-year lock-up period from the completion date of the offering, except for transactions among professional investors under the Securities Law, transfers executed under legally effective court/arbitration rulings, or inheritance under applicable law.

26. Dilution terms: As the number of outstanding shares increases, dilution risks may arise, including: (i) dilution of earnings per share (EPS), (ii) dilution of book value per share, and (iii) dilution of the ownership ratio for existing shareholders not participating in the offering.

27. Registration and listing changes: The additional shares issued will be registered with the Vietnam Securities Depository (VSDC) and re-listed on the Hanoi Stock Exchange upon completion of the offering, in accordance with legal regulations.

28. Foreign ownership compliance:

The General Meeting of Shareholders authorizes the Board of Directors to ensure that the share issuance complies with regulations on foreign ownership limits.

29. Public tender offer:

If the ownership ratio of investors (and their related parties) after the private placement exceeds the threshold stipulated in Clause 1, Article 35 of the Securities Law No. 54/2019/QH14 dated November 26, 2019, and relevant guiding documents, such investors will be exempted from conducting a public tender offer.

II. PLAN FOR UTILIZATION OF PROCEEDS

All proceeds from the offering are expected to be allocated for the following purposes:

1. **Investment in representative office construction:** Acquire/transfer land use rights and attached assets suitable for establishing the Company's official representative office.

2. **Development of warehousing system:** Acquire/transfer real estate to build new or expand existing warehouse facilities.

III. AUTHORIZATION TO THE BOARD OF DIRECTORS

1. Approve, supplement, and finalize details of the private placement plan and/or amend the plan as necessary to ensure a successful issuance; balance and adjust the use of proceeds in line with actual conditions and objectives;
2. Decide, select, and determine investor eligibility and approve the list of professional investors as well as the number of shares allocated to each, ensuring compliance with the law and optimal value for the Company;
3. Select the appropriate timing of the offering after SSC registration, and carry out all necessary work to complete the issuance after approval by the SSC;
4. Decide on the specific timing for implementing the private placement;
5. Approve and conduct amendments to the Company's Charter to reflect the increased charter capital from the offering results, and promulgate the updated Charter;
6. Carry out the required legal procedures with the authorities to amend the Enterprise Registration Certificate based on the new charter capital;
7. Complete related procedures and approve documents for updating registration at VSDC and re-listing at HNX;
8. Adjust the allocation of proceeds or modify the purposes of fund usage as necessary, reporting such changes at the next GMS;
9. Approve measures to ensure compliance with foreign ownership limits;
10. Ensure no violation of cross-ownership restrictions under the Law on Enterprises;
11. Beyond the authorizations stated above, the GMS authorizes the BOD to approve all other necessary procedures and documents, including but not limited to supplementing, amending, or finalizing the private placement plan at the request of regulators or in line with actual conditions to ensure a successful offering;
12. Depending on specific circumstances, the BOD may delegate certain tasks to the Chairman or the General Director.

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

Recipients:

- As above;
- BOD, Supervisory Board, Executive Board;
- Filing: Admin Dept.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN
CÔNG TY
CỔ PHẦN
TẬP ĐOÀN
ECI
NGUYỄN TUAN NAM



No.: 07/TTr-BOD

Hanoi, September 19, 2025

PROPOSAL

(Re: Plan for handling 100,000 treasury shares)

To: The General Meeting of Shareholders of ECI Group Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th 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 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;
- Pursuant to the Charter of Organization and Operation of ECI Group Joint Stock Company.

I. CURRENT STATUS OF TREASURY SHARES

ECI Group Joint Stock Company currently holds 100,000 treasury shares, all of which were repurchased prior to January 1, 2021.

II. LEGAL BASIS AND NECESSITY

According to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government, treasury shares repurchased prior to the effective date of the 2019 Securities Law (before January 1, 2021) are permitted to be resold on the market.

To optimize capital utilization and improve business efficiency, the Board of Directors (BOD) deems it necessary to submit to the General Meeting of Shareholders (GMS) the plan to sell all 100,000 treasury shares.

III. PROPOSED PLAN FOR HANDLING TREASURY SHARES

Plan: Sell all 100,000 treasury shares on the market.

- Rationale: This is a feasible plan that fully complies with applicable laws. The sale will generate additional capital for the Company, serving business, investment, expansion, or debt repayment purposes, thereby optimizing capital use and enhancing shareholder value.



- Sale Price: The expected sale price shall not be lower than the prevailing market price at the time of transaction execution, as determined by the Board of Directors after consulting securities companies and in compliance with regulations.
- Implementation Period: Within 12 months from the date of approval by the General Meeting of Shareholders.

IV. AUTHORIZATION FOR IMPLEMENTATION

To ensure timely and efficient execution of the treasury share sale, the Board of Directors respectfully proposes that the General Meeting of Shareholders authorize the Chairman of the Board of Directors cum General Director (or either the Chairman/General Director, depending on the Company's management structure) to:

1. Decide on the timing, price (within the permitted range), method of selling 100,000 treasury shares, and other related matters;
2. Sign contracts, documents, and dossiers, and complete administrative procedures with the State Securities Commission, Stock Exchange, and relevant agencies/organizations regarding the sale of treasury shares.

V. CONCLUSION AND RECOMMENDATION

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the above plan for handling treasury shares. We believe this is the optimal plan, legally compliant, and in the best interest of the Company and its shareholders.

Respectfully submitted for consideration, discussion, and approval./.

Recipients:

- As above;
- BOD, Supervisory Board, Executive Board;
- Filing: Admin Dept.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN TUAN NAM

ECI GROUP JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIET NAM

Independence – Freedom – Happiness

No: 08/2025/TTr-ECI

Ha Noi, September 19, 2025

PROPOSAL
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
Re: Amendment and supplement to the Charter of ECI Group Joint Stock Company

To: The Annual General Meeting of Shareholders 2025

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its guiding documents;
- Pursuant to the Charter on the organization and operation of ECI Group Joint Stock Company;
- Pursuant to resolution of the Board of Directors No. 1809/2025/HĐQT dated September 18, 2025 approving the plan to organize the 2025 Annual General Meeting of Shareholders of the Company;
- Pursuant to the practical situation in applying the Company's current Charter

To ensure compliance with the provisions of law and the practical situation of ECI Group Joint Stock Company, the Board of Directors of the Company submits to the 2025 Annual General Meeting of Shareholders a number of amendments and supplements to the Charter of ECI Group Joint Stock Company.

For details, please see a number of amendments and supplements to the Charter in the Appendix and the draft of the Company Charter that has been amended and supplemented attached.

We respectfully submit this for consideration and approval by the General Meeting of Shareholders./.

Respectfully./.

Attached:

- Appendix;
- Draft Charter.

Recipients:

- As above;
- Board of Directors, Board of General Directors;
- Company archives.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN TUAN NAM

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APPENDIX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF ECI GROUP JOINT STOCK COMPANY

No.	Article/Clause	Current Charter Content	Amended and Supplemented Content	Reason
1	Article 3	<p>The Company has 01 legal representative in accordance with the law who is the Chairman of the Board of Directors.</p> <p>Powers and obligations of the legal representative:</p> <ul style="list-style-type: none"> - Develop programs and plans for the activities of the Board of Directors - Prepare programs, contents, and documents for meetings; convene and chair the meetings of the Board of Directors - Organize the implementation of resolutions of the Board of Directors - Supervise the implementation of resolutions of the Board of Directors - Chair the General Meetings of Shareholders and the meetings of the Board of Directors - Other rights and obligations as prescribed by the Law on Enterprises and the Company's Charter. 	<p>1. The Company has 01 legal representative. The title of the legal representative is the General Director.</p> <p>2. The legal representative of the Company is the individual representing the Company in exercising the rights and obligations arising from transactions of the Company, representing the Company as a plaintiff, defendant, petitioner, respondent, or person with related rights and obligations in arbitration, courts, and other rights and obligations as prescribed by law.</p> <p>3. The legal representative of the Company has the following obligations:</p> <p>a) To exercise delegated rights and obligations honestly, prudently, in the best interest of the Company;</p> <p>b) To be loyal to the interests of the Company; not to abuse position, title, or use information, resolutions, business opportunities, or assets of the Company for personal gain or for the benefit of other organizations or individuals;</p> <p>c) To promptly and fully notify the Company of enterprises that they or their related persons own or hold shares, contributed capital as prescribed by law and this Charter.</p> <p>4. The legal representative of the Company is personally liable for any damage caused to the Company by violating the obligations specified in Clause 3 of this Article.</p>	Amendments and supplements to better suit practical needs.