

**PETROVIETNAM GENERAL SERVICES
CORPORATION
PETROLEUM GENERAL DISTRIBUTION
SERVICES JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Ho Chi Minh City, March 2nd 2026

No: 50 /CV-PSD

To: - The State Securities Commission of Vietnam
- Ha Noi Stock Exchange.

1. Trading name: **Petroleum General Distribution Services Joint Stock Company**
2. Securities code: **PSD**
3. Address: R.207, PetroVietnam Tower, No 1-5 Le Duan, Sai Gon Ward, Ho Chi Minh City, Vietnam
4. Tel: 028.39115578 Fax: 028.39115579
5. Authorized person to disclose information: Mr. PHAN HAI AU
6. Contents of the disclosed information
On 2nd March 2026, the Board of Directors of the Company approved a Resolution on the detailed implementation of the share issuance plan under the Employee Stock Ownership Plan (ESOP).
For further details, please refer to the attached documents.
7. Website address for publishing the disclosed information: www.psd.com.vn (date of publication: 2./3./2026)

We hereby certify that the disclosed information above is true, and we take full legal responsibility for the content of the disclosed information.

Recipients:

- As mentioned above
- Archived at the Office

Attached documents:

- Board of Directors' Resolution

**AUTHORIZED PERSON TO DISCLOSE
INFORMATION**



TỔNG CÔNG TY CỔ PHẦN
DỊCH VỤ TỔNG HỢP DẦU KHÍ
CÔNG TY CỔ PHẦN DỊCH VỤ
PHÂN PHỐI TỔNG HỢP DẦU KHÍ
PETROVIETNAM GENERAL SERVICES
CORPORATION
**PETROLEUM GENERAL
DISTRIBUTION SERVICES JOINT
STOCK COMPANY**

Số/No: **08** /NQ-PSD-HĐQT

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Tp. Hồ Chí Minh, ngày **02** tháng **3** năm 2026
Ho Chi Minh City, **March 02**, 2026

NGHỊ QUYẾT RESOLUTION

Về việc triển khai chi tiết thực hiện phương án phát hành cổ phiếu theo chương trình
lựa chọn cho người lao động

*On the implementation of the detailed plan for issuing shares under the Employee Stock
Ownership Plan*

HỘI ĐỒNG QUẢN TRỊ
CÔNG TY CỔ PHẦN DỊCH VỤ PHÂN PHỐI TỔNG HỢP DẦU KHÍ
THE BOARD OF DIRECTORS
**OF PETROVIETNAM GENERAL DISTRIBUTION SERVICES JOINT STOCK
COMPANY**

- Căn cứ Luật Doanh nghiệp 2020 và các văn bản hướng dẫn thi hành/ Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Căn cứ Điều lệ Công ty Cổ phần Dịch vụ Phân phối Tổng hợp Dầu khí (“**Công Ty**”)/ Pursuant to the Charter of PetroVietnam General Distribution Services Joint Stock Company (“the Company”);
- Căn cứ Giấy chứng nhận đăng ký doanh nghiệp Công ty Cổ phần Dịch vụ Phân phối Tổng hợp Dầu khí thay đổi lần thứ 34 cấp ngày 27/08/2025/ Pursuant to the 34th amended Enterprise Registration Certificate of PetroVietnam General Distribution Services Joint Stock Company dated 27 August 2025;
- Căn cứ Biên bản họp Hội đồng quản trị Công Ty ngày tháng năm 2026/ Pursuant to the Minutes of the Board of Directors’ meeting of the Company , 2026;

QUYẾT NGHỊ: RESOLVES:

Điều 1. Thông qua việc triển khai thực hiện phương án phát hành cổ phiếu theo chương trình lựa chọn cho người lao động như sau:



Article 1. Approval of the implementation of the share issuance plan under the Employee Stock Ownership Plan

HĐQT phê duyệt triển khai chi tiết phương án phát hành cổ phiếu theo chương trình lựa chọn cho người lao động năm 2026 (“Chương trình ESOP 2026”) trên cơ sở phương án phát hành đã được Đại hội đồng cổ đông Công Ty phê duyệt tại Nghị quyết số 01/NQ-PSD-ĐHĐCĐ, chi tiết theo Quy chế phát hành cổ phiếu theo chương trình lựa chọn cho người lao động năm 2026 (“Quy chế ESOP”) đính kèm.

The Board of Directors approves the detailed implementation of the share issuance plan under the Employee Stock Ownership Plan for 2026 (the “2026 ESOP Program”), based on the issuance plan approved by the General Meeting of Shareholders of the Company under Resolution No. 01/NQ-PSD-GMS, in accordance with the Regulation on Share Issuance under the Employee Stock Ownership Plan for 2026 (the “ESOP Regulation”) attached hereto.

Điều 2. Thông qua Danh sách người lao động được tham gia Chương trình ESOP 2026 và số lượng cổ phiếu được phân phối cho từng người lao động (“Danh sách ESOP”)

Article 2. Approval of the list of employees eligible to participate in the 2026 ESOP Program and the number of shares allocated to each employee (the “ESOP List”)

Danh sách ESOP được đính kèm.

Theo Danh sách ESOP, toàn bộ cán bộ nhân viên được mua cổ phiếu từ Công Ty đều là cá nhân trong nước, không phải là nhà đầu tư nước ngoài. Theo Quy chế ESOP, số lượng cổ phiếu chưa phân phối hết thì HĐQT sẽ tiến hành hủy bỏ, không phân phối cho nhà đầu tư nước ngoài. Do đó, việc phát hành cổ phiếu theo Chương trình ESOP 2026 không ảnh hưởng đến tỷ lệ sở hữu nước ngoài theo quy định.

The ESOP List is attached hereto.

According to the ESOP List, all employees entitled to purchase shares from the Company are domestic individuals and are not foreign investors. In accordance with the ESOP Regulation, any undistributed shares shall be cancelled by the Board of Directors and shall not be distributed to foreign investors. Therefore, the share issuance under the 2026 ESOP Program does not affect the foreign ownership ratio in accordance with applicable regulations.

Điều 3. Chủ tịch HĐQT và Người đại diện theo pháp luật toàn quyền quyết định, chỉ đạo và tiến hành các thủ tục cần thiết để triển khai Chương trình ESOP theo đúng quy định của pháp luật và Điều lệ của Công Ty.

Article 3. The Chairman of the Board of Directors and the Legal Representative are fully authorized to decide, direct, and carry out all necessary procedures to implement the ESOP Program in compliance with applicable laws and the Company’s Charter.

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Điều 4. Nghị quyết này có hiệu lực kể từ ngày ký. Các thành viên Hội đồng quản trị, Ban kiểm soát, Ban Giám đốc và các Phòng/bộ phận có liên quan căn cứ nhiệm vụ quyền hạn chịu trách nhiệm thi hành quyết định này.

Article 4. This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Supervisory Board, the Board of Management, and relevant departments/divisions shall, within their respective duties and authorities, be responsible for the implementation of this Resolution.

Nơi nhận:

- Như Điều 4;
- Lưu HĐQT.

Recipients:

- As stated in Article 4;
- Filed at the Board of Directors.

TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
FOR AND ON BEHALF OF THE BOARD
OF DIRECTORS
CHAIRMAN OF THE BOARD OF
DIRECTORS



VŨ TIỀN DƯƠNG





REGULATION

ON SHARE ISSUANCE UNDER THE EMPLOYEE STOCK OWNERSHIP PLAN (ESOP) 2026

PETROLEUM GENERAL DISTRIBUTION SERVICES JOINT STOCK COMPANY

(Issued together with Resolution No. 08./NQ-PSD-HĐQT dated 02./3./2026)

I. GENERAL PROVISIONS

1. Definitions

In this Regulation on Share Issuance under the Employee Stock Ownership Plan 2026 of Petroleum General Distribution Services Joint Stock Company (“ESOP Regulation”), the following terms shall be construed as follows:

- 1.1. **Company or PSD:** Petroleum General Distribution Services Joint Stock Company.
- 1.2. **GMS:** General Meeting of Shareholders of PetroVietnam General Distribution Services Joint Stock Company.
- 1.3. **BOD:** Board of Directors of PetroVietnam General Distribution Services Joint Stock Company.
- 1.4. **SB:** Supervisory Board of PetroVietnam General Distribution Services Joint Stock Company.
- 1.5. **ESOP Program:** The employee stock ownership plan implemented by the Company in 2026.
- 1.6. **Employee:** The Chairman of the BOD, members of the BOD, Head of the Supervisory Board, members of the Supervisory Board, General Director, Deputy General Directors, Chief Accountant, and other employees currently working for the Company who satisfy the eligibility criteria under this ESOP Regulation.
- 1.7. **SSC:** State Securities Commission of Vietnam.
- 1.8. **PSD Trade Union:** Trade Union of Petroleum General Distribution Services Joint Stock Company.
- 1.9. **ESOP Participant:** An Employee included in the list of eligible employees approved by the BOD to participate in the ESOP Program.

2. Purpose of the ESOP Program

The ESOP Program is implemented to:

- 2.1. Recognize the loyalty, efforts, and positive contributions of Employees to the Company; Attract, motivate, and retain capable Employees who contribute directly and commit long-term to the Company;
- 2.2. Supplement working capital for the Company’s business operations.

II. CONTENT OF THE ESOP SHARE ISSUANCE PROGRAM

1. Information on shares to be issued



- Share name: Shares of PetroVietnam General Distribution Services Joint Stock Company
 - Stock code: PSD
 - Share type: Ordinary shares
 - Par value: VND 10,000 per share
 - Total number of shares to be issued: 2,200,000 shares
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- Issuance price: VND 10,000 per share
 - Total issuance value at par value: VND 22,000,000,000
 - Issuance ratio: 4.244818% of total outstanding shares
 - Implementation timing: The ESOP share issuance shall be implemented after this ESOP Regulation is approved by the BOD and the SSC confirms receipt of complete documentation relating to the ESOP share issuance report.

2. Eligible participants and eligibility criteria:

2.1. Eligible participants

Employees currently working for the Company and individuals elected or appointed as members of the BOD or Supervisory Board, who satisfy the eligibility criteria under this ESOP Regulation.

2.2. Eligibility criteria

Employees must fully satisfy the following criteria:

2.2.1. Employment tenure

Have been working at PSD prior to July 1, 2025, and continue to work at the Company until the date the BOD reviews and approves the list of eligible ESOP participants.

This tenure requirement does not apply to members of the BOD and Supervisory Board.

2.2.2. Position and role

Employees must currently hold managerial, leadership, or key personnel positions at PSD, including:

- (i) The Chairman of the Board of Directors, Members of the Board of Directors, Head of the Supervisory Board, Members of the Board of Supervisors, and executive officers as defined under the Company's Charter, including the General Director, Deputy General Directors, and Chief Accountant.
- (ii) Other managerial personnel of PSD, including:
 - Business Division personnel: Heads/Deputy Heads of departments, Brand Managers/Assistant Brand Managers, Product Managers of the Business Departments (IT, Mobile Phones, Consumer Electronics);
 - Support Division personnel: Heads of Company Branches; Heads/Deputy Heads of departments, Team Leaders, or Heads of units of the Human Resources & Administration Department, Accounting Department, Warranty Department, and Business Assistants.

3. Allocation principles

- 3.1.** All ESOP shares shall be allocated to eligible Employees according to groups approved by the GMS.

3.2. The BOD shall determine the maximum number of shares allocated to each individual based on the following factors:

- Job position;
- Length of service with the Company or tenure with the BOD or Supervisory Board;
- The necessity of retaining the Employee for PSD's business operations.

Based on the eligibility criteria and allocation principles, the BOD shall approve the ESOP participant list and the number of shares allocated to each individual as specified in the attached appendix.

4. **Subscription and payment method**

- ESOP Participants shall register to purchase shares in accordance with the Company's notification after SSC confirmation of receipt of complete documentation.
- Payment method: Bank transfer to the account designated by PSD.

III. **TRANSFER RESTRICTIONS**

1. ESOP Participants must strictly comply with the transfer restriction period as provided in this Section. Transfer restriction includes gifting, donating, contributing as capital, using as a reward, or any other form that may result in a change of share ownership.
2. Shares issued under this ESOP Program shall be subject to transfer restrictions for a period of **02 (two) years from the date of completion of the issuance**. After each year, 50% of the purchased shares shall be released from transfer restriction, specifically:
 - Upon completion of the first year from the issuance completion date, the Employee may freely transfer **50%** of the ESOP shares purchased.
 - Upon completion of the second year from the issuance completion date, the Employee may freely transfer **100%** of the ESOP shares purchased
3. Rights arising from shares during the restriction period: In the event that an ESOP Participant, during the transfer restriction period, becomes entitled to receive additional shares issued by the Company for the purpose of paying stock dividends and/or issuing additional shares to existing shareholders and/or any other rights to receive additional shares arising from the ESOP shares ("Derived Shares"), all such Derived Shares shall be subject to transfer restrictions corresponding to the remaining restriction period applicable to the original ESOP shares.

IV. **HANDLING OF ESOP SHARES IN CASE AN EMPLOYEE CEASES TO WORK FOR THE COMPANY**

1. **Cases subject to share repurchase**

The Company and/or the PSD Trade Union shall repurchase the number of ESOP shares that remain subject to transfer restriction from ESOP Participants in the following cases:

- 1.1. A member of the Board of Directors or Supervisory Board (including the Chairman of the Board of Directors and the Head of the Supervisory Board) is dismissed pursuant to a resolution of the General Meeting of Shareholders or loses his/her status as a member of the Board of Directors or Supervisory Board in accordance with the Law on Enterprises and the Company's Charter.

- 1.2. A member of the Board of Directors or Supervisory Board (including the Chairman of the Board of Directors and the Head of the Supervisory Board) submits a resignation before the expiration of the transfer restriction period, except for the cases specified in Section IV.2.1 below.
- 1.3. An Employee resigns before the expiration of the transfer restriction period (including cases where the Company terminates the labor contract, the Employee unilaterally terminates the labor contract, or the labor contract expires and is not renewed by the Company), except otherwise decided by the Board of Directors of PSD.

2. Cases not subject to mandatory repurchase

An ESOP Participant (or his/her lawful heir in accordance with law) shall continue to enjoy full rights under the ESOP Program without mandatory repurchase during the transfer restriction period, or the Company may repurchase the shares at market price or at a negotiated price with the ESOP Participant, subject to the decision of the Board of Directors, in the following cases:

- 2.1. A member of the Board of Directors or Supervisory Board (including the Chairman of the Board of Directors and the Head of the Supervisory Board) is relieved from duty due to expiration of term, health reasons, or other force majeure events (as approved by the Chairman of the Board of Directors).
- 2.2. The Employee retires in accordance with applicable laws or is transferred/reassigned pursuant to the Company's decision.
- 2.3. The Employee dies or becomes permanently incapacitated and is unable to continue working for the Company.
- 2.4. In other special cases not specified above, the Board of Directors of PSD shall consider each specific case and decide on the repurchase of the ESOP shares that remain subject to transfer restriction.

3. Method of repurchasing ESOP shares

- 3.1. In the cases of mandatory repurchase specified in Section IV.1 above, the ESOP Participant must transfer all restricted ESOP shares to the Company or the PSD Trade Union, including any Derived Shares.

3.2. Repurchase price:

The repurchase price by the Company or PSD Trade Union shall be VND 10,000 per ESOP share.

All Derived Shares as specified in Section III.3 shall be repurchased at VND 0 per share.

3.3. Form of repurchase:

Depending on the actual circumstances at the time of repurchase, the Board of Directors of PSD shall decide on one of the following forms:

- Repurchase by the PSD Trade Union:
The PSD Trade Union shall use its financial resources to repurchase the shares. Upon completion of the repurchase, such shares shall be owned and managed by the PSD Trade Union.
- Repurchase by the Company as treasury shares and capital reduction:
The Board of Directors shall issue a repurchase decision in compliance with the Law on Securities, whereby:
 - + The total number of shares repurchased for the purpose of charter capital reduction must be reported at the Annual General Meeting of Shareholders;

- + The Company must carry out procedures to reduce its charter capital corresponding to the total par value of the repurchased shares within 10 days from the date of reporting to the Annual General Meeting of Shareholders in accordance with the above provisions.
- 3.4. The Board of Directors shall decide on all matters relating to the repurchase of ESOP shares, including but not limited to the number of shares repurchased in each tranche and the implementation of registration procedures with the State Securities Commission in accordance with applicable regulations.

4. Handling of unsubscribed ESOP shares

Any remaining shares due to Employees not registering to purchase, registering but failing to pay or failing to fully pay within the prescribed time limit, or where from the date the Board of Directors approves the list of eligible ESOP Participants until the date the State Securities Commission confirms receipt of complete documentation, such Employee no longer qualifies or no longer meets the eligibility criteria to participate in the ESOP Program, the Board of Directors shall cancel the unsubscribed shares, adjust the total number of offered shares to reflect the actual number of shares distributed under the ESOP Program, and decide to close the issuance.

5. Disposal of repurchased ESOP shares

For ESOP shares repurchased by the Company pursuant to this Section, the Company shall sell such shares through order matching and/or negotiated transactions in accordance with the prevailing securities laws, ensuring compliance with applicable regulations at the relevant time.

V. IMPLEMENTATION PROVISIONS

1. This ESOP Regulation shall take effect from the date of issuance by decision of the Board of Directors.
2. Pursuant to the authorization of the General Meeting of Shareholders, the Board of Directors shall have the highest authority to amend, supplement, modify, or revoke this ESOP Regulation.
3. During the implementation process, the Board of Directors authorizes the Chairman of the Board of Directors to proactively review and approve matters arising that are not expressly provided herein, provided that such decisions ensure fairness, transparency, and do not exceed the total number of shares approved by the General Meeting of Shareholders of PSD at the issuance price of VND 10,000 per share.

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



VU TIEN DUONG