



MEETING AGENDA

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

MACSTAR GROUP CORPORATION

(Draft)

- **Time:** 15:00, March 28, 2026 (Saturday) (Reception starts from 14:45)
- **Venue:** Ballroom, 2nd Floor, Melia Vinpearl Hai Phong Rivera Hotel, Manhattan 9, Vinhomes Imperia, Hong Bang, Hai Phong.

No.	Content	Estimated Time
1	Registration: Shareholder registration and distribution of meeting documents.	15:00 – 15:15
2	Opening Ceremony: - Introduction & Opening remarks; - National Anthem; - Report on the eligibility of attending shareholders.	15:15 – 15:30
3	Introduction & Formalities: - Approval of the Meeting Regulations; - Introduction of the Presiding Board, Secretariat, and Vote Counting Committee; - Approval of the Meeting Agenda.	15:30 – 15:45
4	Reports: - Report from the General Director; - Report from the Board of Directors (BOD); - Report from the Supervisory Board.	15:45 – 16:15
5	Proposals for Approval: - Proposal for Approval of the 2025 Audited Financial Statements;	16:15 – 16:45

No.	Content	Estimated Time
	<ul style="list-style-type: none"> - Proposal for Approval of the 2025 Profit Distribution and Dividend Payment Plan; - Proposal for Approval of the 2026 Business and Production Plan; - Proposal for Selection of the Independent Auditing Firm for the 2026 Fiscal Year; - Proposal for Approval of Remuneration for the Board of Directors, Supervisory Board, and Board Secretary in 2026; - Proposal on the reallocation of proceeds from the 2025 rights offering to existing shareholders; - Proposal for approval of increasing capital contribution at Macland Real Estate JSC; - Proposal for approval of convertible bond issuance 	
6	Discussion: Q&A session with shareholders.	16:45– 17:00
7	Voting: Casting votes to approve the proposals.	17:00 – 17:10
-	Break (15 minutes)	17:10 – 17:25
8	Approval of Minutes & Resolutions: Announcement of voting results and approval of the General Meeting Resolution.	17:25 – 17:45
9	Closing Ceremony.	17:45

REGULATIONS

ON THE ORGANIZATION OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Legal Bases:

- 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 **Charter** on the Organization and Operation of Macstar Group Corporation (“MAC/The Company”).

The 2026 Annual General Meeting of Shareholders (AGM) of Macstar Group Group Corporation shall be conducted in accordance with the following rules and regulations:

I. OBJECTIVES

- To ensure compliance with prevailing legal regulations;
- To ensure the principles of transparency, democracy, and the protection of the legitimate rights and interests of all Shareholders.

II. WORKING AND VOTING PROCEDURES AT THE MEETING

1. Registration and Materials

Upon registration for the Meeting, the Organizing Committee shall provide Shareholders or their legally authorized representatives with a **Voting Ballot** and a **Voting Card**.

- **The Voting Ballot** shall contain full information: Full name, Shareholder ID code, total number of voting shares, and each specific item in the Meeting Agenda requiring a vote for approval.
- **The Voting Card** shall display: Full name, Shareholder ID code, and the total number of voting shares.

2. Rights of Attendance and Quorum

All Shareholders or their representatives who have completed the registration procedures are entitled to participate, express opinions on the items in the approved Meeting Agenda, and cast votes at the Meeting. The Meeting shall be officially conducted when the attending shareholders represent at least **51%** of the total voting shares.

3. Late Arrivals

Shareholders who arrive late have the right to register immediately and subsequently participate, speak, and vote on the remaining contents of the Meeting. The Chairperson is not obligated to pause

the Meeting for late registrations, and the validity of any voting rounds conducted prior to the late arrival of a shareholder shall remain unaffected.

4. Chairing the Meeting

The 2026 Annual General Meeting of Shareholders shall be chaired by the Chairperson of the Board of Directors. All delegates and shareholders must follow the directions of the Chairperson to ensure the meeting proceeds in a smooth, efficient, and legal manner. The Chairperson and the Meeting Secretary are empowered to implement necessary measures to manage the meeting reasonably and orderly, in accordance with the approved agenda, reflecting the will of the majority of attending Shareholders.

5. Voting by Voting Card The following contents shall be approved via a show of Voting Cards:

- Approval of the Vote Counting Committee members;
- The Meeting Agenda;
- The Meeting Regulations;
- Meeting Minutes and Resolutions;
- Ad-hoc discussion topics arising during the Meeting.

Shareholders vote by raising their Voting Card as directed by the Chairperson to express one of three options: **Approve**, **Disapprove**, or **No Opinion**.

6. Voting by Voting Ballot For the primary contents of the Meeting (excluding items voted by Voting Card as mentioned in Section 1), Shareholders shall vote by marking a cross (X) or a check (ü) in the corresponding box for **Approve**, **Disapprove**, or **No Opinion** for each specific content listed on the Voting Ballot.

- **Invalid Voting Ballots:** Ballots not officially issued by the Company; ballots containing additional text, unauthorized information, or symbols; ballots that are crossed out, erased, altered, torn, or otherwise not intact.
- **Invalid Content:** If a ballot does not clearly reflect the Shareholder's intent (e.g., no box is marked or more than two boxes are marked for a single item), the vote for that specific item shall be deemed invalid.
- **Independence of Items:** Items on a single ballot are voted upon independently. The invalidity of one item does not affect the validity of other items.
- **Replacement:** If a Shareholder makes a mistake or the ballot is damaged, they may contact the Organizing Committee to exchange the old ballot for a new one (the old ballot must be returned).
- **Early Departure:** Shareholders who have registered but must leave before the end of the program must submit their completed Voting Ballots to the Organizing Committee before departing. Failure to do so will result in the Vote Counting Committee recording the Shareholder as having "No Opinion" on all pending items.

7. Vote Counting: The Vote Counting Committee is responsible for tallying the votes for each item and reporting the results to the General Meeting.

8. Approval of Decisions:

- **General Decisions:** A decision of the General Meeting of Shareholders shall be approved when it receives the consensus of shareholders representing at least **51%** of the total voting shares of all attending shareholders.

- **Special Decisions:** For decisions regarding the following matters, an approval rate of at least **65%** of the total voting shares of all attending shareholders is required:
 - Classes of shares and total number of shares offered for sale;
 - Amendments or supplements to the Company Charter;
 - Changes in business lines or sectors;
 - Reorganization or dissolution of the Company;
 - Investment or sale of assets valued at **35% or more** of the total asset value recorded in the Company's most recent financial statement.
- **Meeting Minutes:** The proceedings of the 2026 Annual General Meeting shall be fully recorded by the Secretary. These minutes serve as the official basis for drafting the 2026 AGM Resolution, which must be approved before the Meeting is closed

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



TRAN TIEN DUNG

Hai Phong, March th, 2026

**REPORT ON BUSINESS PERFORMANCE RESULTS IN 2025
AND BUSINESS PLAN IN 2026 OF THE BOARD OF MANAGERMENTS**

PART I

SUMMARY OF BUSINESS PERFORMANCE RESULTS IN 2025

1. Business performance results in 2025

ITEMS	PLAN	RESULT	ACHIEVEMENT RATIO
Revenue	200.000.000.000	253.624.545.446	126.8%
Net profit after tax	30.000.000.000	53.241.089.467	177.5%

2. Accomplished tasks in 2025

Efficiently utilize capital to invest in reputable companies within the same industry that exhibit strong business performance; thereby gaining market insights, strengthening partnerships, supporting strategic partners, and accelerating capital turnover and cash flow to maximize profits through financial activities and dividends.

Optimize labor allocation to minimize costs and enhance the efficiency of garment-on-hanger (GOH) container production and depot operations.

Fabricate components and parts for S1/SB shipbuilding projects to create more jobs and improve the technical skills and craftsmanship of employees.

MacStar Coastal Container Shipping JSC (MCCL) has successfully expanded its coastal shipping routes. Starting from a single S1 route (Hai Phong ↔ Ninh Binh), the company has now broadened its network to include Hai Phong ↔ Nghi Son, Hai Phong ↔ Vung Ang, and Hai Phong ↔ Chu Lai, with an average frequency of 6 voyages per week across all routes. From initially chartering vessels for S1 voyages, MCCL now owns a fleet of 03 vessels, including 02 S1/SB-class vessels (135/180) and 01 sea-going vessel with a capacity of 294 TEUs, bringing the

total fleet deadweight to 9,000 tons. The fleet's operations have become increasingly efficient, expanding market coverage and boosting revenue. These efforts have been recognized by local authorities and Ministries for contributing to the national strategy on inland waterway transport and the development of Green and Sustainable Logistics.

Macstar Ho Chi Minh JSC: Successfully increased throughput and container volume step-by-step; began acquiring new customers and achieved profitability starting in 2025.

Macland Real Estate JSC: Completed a capital increase to 450 billion VND, meeting the equity requirements for a total project value of 2,250 billion VND. The project scale has been adjusted from three 9-story buildings to two 25-story towers and one 9-story building. Basic preparations are now complete, with the project ready for groundbreaking in 2026.

In 2025, Macstar took strategic steps to prepare for development plans in 2026 and the following years:

- Completed the capital increase from 151,397,450,000 VND to 439,560,690,000 VND.
- Finalized the acquisition of 9 million shares in An Bien Shipping Joint Stock Company (36% ownership) for a total investment of 120.6 billion VND.
- Participated in the 99th FIATA World Congress in Hanoi; honored to welcome the Prime Minister, FIATA leaders, and high-ranking officials from various Ministries and local authorities to visit, acknowledge, and highly commend the company's efforts.
- Attended the A80 Event; honored to receive the Member of the Party Central Committee – Secretary of the Hai Phong City Party Committee, along with leaders from Ministries and local departments, who visited to provide encouragement and support.

Recognition from Ministries and Local Authorities:

- Certificate of Merit from the Chairman of the Hai Phong City People's Committee.
- Certificate of Merit from the Chairman of the Ha Tinh Province People's Committee.
- Certificate of Merit from the Minister of Industry and Trade.

3 . Human Resources and Employee Policies

- Human Resources: As of December 31, 2025, the total number of employees across the Macstar Group system (including all subsidiaries) was 173.
- Employee Policies:
 - Salary Policy: The Company has developed a standardized salary scale and table based on technical levels, workers' skills, job titles, and professional qualifications, aligned with the Company's business operations. The salary fund, payroll, and other benefits are strictly implemented in accordance with the Labor Code.

- **Bonus Policy:** Bonuses are determined based on the Company's Regulations, Board of Directors' Resolutions, Management Decisions, and overall business performance.

In addition, the Company implements various welfare policies for its employees, such as: periodic health check-ups, annual company trips, and sports activities to enhance both the physical health and spiritual well-being of the staff.

In collaboration with the Company's Trade Union, Macstar also maintains policies to encourage the academic achievements of employees' children, including gifts on International Children's Day (June 1st), the Mid-Autumn Festival, and the Lunar New Year.

PART II

2026 BUSINESS AND PRODUCTION PLAN

1. Business and Production Plan

- **Market Expansion:** Continue strengthening marketing efforts to increase market share in Garment-on-Hanger (GOH) container conversion, ensuring readiness to meet rising demand as the US and EU markets recover.
- **Mechanical Engineering:** Expand the fabrication and supply of mechanical equipment—particularly in the shipbuilding sector—leveraging the company's experienced workforce to generate additional revenue and profit.
- **Subsidiary Growth:** Enhance market outreach to secure high-quality customers for Macstar Ho Chi Minh JSC (MSHC).
- **Fleet Development:** Closely monitor market trends to construct or acquire additional SI/SB class vessels and seagoing ships to meet customer demand in a timely manner.
- **Strategic Partnership:** Collaborate with Song Dao Shipbuilding JSC (Nam Dinh) to build high-capacity SI/SB container vessels and seagoing ships. Expand operations in chartering, newbuild construction, and "turnkey" sales of SI/SB vessels, seagoing ships, and green energy vessels for domestic and international partners.
- **Sustainable Innovation:** Research the construction of modern, next-generation vessels powered by clean energy to meet increasing customer requirements and proactively support emission reduction goals toward Net Zero.
- **Route Expansion:** Research and expand coastal container transport routes using SB vessels and seagoing ships from Hai Phong to Cua Lo, Da Nang, Ho Chi Minh City, Cai Mep, as well as selected routes to China and Intra-Asia.
- **Feeder Network:** Coordinate with partners to connect MCCL's coastal container routes with international shipping lines' services via the Hai Phong transshipment hub.

- Logistics Infrastructure: Partner with strategic associates to research and develop projects for the construction and operation of seaports, inland waterway ports, and Logistics Centers in the Northern and North-Central regions.

Based on the 2025 business results and 2026 market forecasts, the Board of Management has established the 2026 Business and Production Plan as follows:

No	ITEMS	Unit	Plan 2026
1	Total Revenue	Billion VND	350
2	Profit After Tax (PAT)	Billion VND	55
3	Expected Dividend Rate	%	10

2. Executive Management

To achieve the aforementioned targets, the Company shall implement the following specific solutions:

a. Cost Reduction Solutions

- As a multi-sector enterprise operating in mechanical processing and repair, maritime/coastal transport, depot operations, and real estate, the Company identifies high-quality services at competitive prices as the key to growth. Therefore, the Company will continue to promote technical research and improvements; streamline production processes, reduce costs, and increase labor productivity.
- Strengthen inspection and supervision to promptly detect and rectify shortcomings in business operations. This ensures safe production, high productivity, waste prevention, and quality risk mitigation to achieve maximum efficiency.
- Monitor and supervise to maintain inventory at the minimum level.
- Enhance monthly and quarterly cost management and oversight to proactively save costs for the Company.

b. Human Resources & Payroll Management

- Provide regular training and re-training for personnel to effectively meet job requirements.
- Continuously recruit high-quality human resources to meet development demands.
- Fully and properly implement periodic training: Fire Prevention and Fighting (FPF), Flood and Storm Control, and Occupational Safety and Health (OSH).
- Issue Personal Protective Equipment (PPE) correctly and adequately according to the specific requirements of each department.

- Continue to review and standardize departmental staffing (headcount), and regularly update salary policies to align with practical needs.

c. Financial & Accounting Management

- Strictly manage capital, accelerate debt recovery, and ensure capital safety.
- Optimize cash flow to ensure fast and efficient capital turnover.
- Supervise strict compliance with accounting standards.
- Fully and correctly perform all legal obligations and duties to the State.

d. Innovation & Social Responsibility

- Collaborate with universities, research institutes, and strategic partners to develop new flagship products in the shipbuilding industry.
- Accompany and join hands in supporting social security programs launched by the Government and the City, contributing to the spread of humanitarian values.

3. Conclusion

- The year 2026 continues to present numerous difficulties and challenges, particularly as the world faces the risk of expanding conflicts: Russia – Ukraine, US/Israel – Iran, Pakistan – Afghanistan, and others. Coupled with these are the tariff policies and technical barriers from the US government, including increased import duties and supplementary weight-based taxes.
- Domestically, competitive pressure within the industry is intensifying, and customer requirements are becoming increasingly stringent. Furthermore, commercial interest rates are rising and becoming harder to access, while profit margins continue to narrow.
- However, with the support of our shareholders, the close guidance of the Board of Directors, and the solidarity of all employees, we remain highly determined to achieve our 2026 objectives to the best of our ability.
- On behalf of the Executive Board, I would like to express my sincerest gratitude to our valued shareholders and look forward to receiving your precious contributions and feedback.
- Respectfully,

**OBO. BOARD OF MANAGEMENT
GENERAL DIRECTOR**



CÁP TRỌNG CƯỜNG

REPORT OF THE BOARD OF DIRECTORS IN 2025

AND OPERATIONAL PLAN IN 2026

I. OPERATIONAL RESULTS OF THE COMPANY IN 2025

In 2025, the Board of Directors and the Board of Managements closely followed planned targets, implemented measures to improve quality and develop high-potential service areas.

The company's business results for 2025 are as follow: Total revenue reached 253,6 billion VND, exceeding the plan by 26,8%, Net profit after tax reached 53,24 billion VND, an increase of 77,5% compared to the plan.

II. ACTIVITIES OF THE BORAD OF DIRECTORS IN 2025

1. Members and structure of the BOD:

The BOD consists of 05 qualified members as stipulated in the Company's charter. Among them, 3 out of 5 members do not directly participate in the company's business activities and 2 out of 5 members are directly involved in business operations.

2. Activities of the BOD in 2025:

To fulfill tasks assigned by the GMS, the BOD carried out activities in accordance with the Company Charter, complying with the Enterprise Law and relevant legal regulations.

All meetings were thoroughly prepared and conducted with a high level of professionalism, ensuring both duration and quality. The agendas were highly relevant and practical, providing timely guidance for the Company's business operations. Closely following the targets approved in the 2025 Annual General Meeting of Shareholders' Resolution, the Board of Directors devised strategic plans and assigned the Management Board for implementation. Depending on the nature and content of specific meetings, members of the Supervisory Board, the Board of Directors (Management), and the Chief Accountant were invited to attend. Additionally, the BOD members frequently communicated and coordinated to resolve emerging issues beyond official meetings. All meetings were attended by all members, and for certain meetings, the Board of Supervisors, Executive Board, and Chief Accountant were invited.

All voting results achieved high consensus. The Board's Minutes and Resolutions were unanimously approved by all members, duly archived, and disclosed in full compliance with applicable regulations.

Furthermore, the Board of Directors maintained regular communication and discussions among its members, coordinating to resolve emerging issues outside of formal meetings."

The Board of Directors has directed the implementation of contents in accordance with Resolution No. 02 dated April 5, 2025, of the General Meeting of Shareholders, specifically as follows:

a. Directing the Board of Managements (BOM) in Business Operations:

The Board of Directors has maintained close coordination with the Board of Management to drastically restructure the business model. This involved streamlining operations and terminating services that were inefficient or failed to meet profit expectations, allowing for a strategic focus on high-margin business segments. As a result, the Company's 2025 business performance has exceeded the established targets

b. Corporate Governance of the Company:

The Board of Directors (BOD) has progressively innovated corporate governance practices and strictly fulfilled its functions of managing and supervising all aspects of the Company's business operations. Specifically:

Successfully organizing the 2025 Annual General Meeting of Shareholders.

Holding Board of Directors meetings throughout the year, along with multiple meetings with the Board of Managements, to promptly establish major policies and measures regarding investment strategies, technological solutions, market development, organizational management, and the implementation of resolutions assigned by the General Meeting of Shareholders.

Ensuring transparent information disclosure and reporting to the relevant authorities in compliance with Securities Laws for a publicly listed company.

c. The 2025 General Meeting of Shareholders approved the charter capital increase plan as follows:

c.1. The 2025 charter capital increase plan through stock issuance was implemented by the Board of Directors in May 2025 and completed in June 2025. The charter capital increased to: VND 227,094,080,000.

c.2. Regarding the rights offering to existing shareholders at a 1:1 ratio, the Board of Directors successfully executed and concluded the issuance on December 31, 2025. The charter capital increased to: VND 439,560,690,000.

III. OPERATIONAL PLAN OF THE BOD FOR 2026

We assess that 2026 will continue to be a challenging year, characterized by unpredictable developments in both the global and Vietnamese economies. In particular, the escalating conflicts involving the US/Israel and Iran, as well as Russia and Ukraine, are expected to drive up fuel costs and lead to a decline in aggregate demand. Based on this outlook, the Board of Directors has established Macstar's strategic direction for the coming year as follows:

- Maintaining and strengthening core existing services while ensuring readiness to expand into new service lines as market conditions permit, with the ultimate goal of ensuring overall safety and security.
- Continuing to enhance marketing efforts and customer care; developing flexible pricing policies to ensure competitiveness for high-volume clients.
- Promoting technical research and innovation to boost productivity and service quality while maintaining product competitiveness.

- Implementing effective cost management measures to eliminate irrational business expenses and improving the efficiency of asset and investment capital utilization to optimize profits and maximize shareholder benefits.

In 2026, the Board of Directors and the Management Team commit to further leveraging our established strengths and achievements. We are dedicated to continuous innovation and the decisive implementation of solutions to enhance operational efficiency across all service stages. This will build a solid foundation for sustainable growth in the coming period, meeting the expectations of our Valued Shareholders. We look forward to your continued support and constructive feedback to help the Board of Directors further improve its performance for the long-term development of the Company

**ON BEHALF OF THE BOARD OF
DIRECTORS**

CHAIRMAN



TRAN TIEN DUNG

REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD IN 2025

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17th, 2020;

Pursuant to the Charter of organization and operation of Macstar group Corporation;

Pursuant to the Company's 2024 production and business results audited by A&C Auditing and Consulting Co., Ltd.

Pursuant to the authority, duties and responsibilities of the Board of Supervisors (BOS) of Macstar group Corporation, the BOS reports on the assessment of the production, business and management activities in 2024 of Macstar Group Corporation as follows:

I. Activities of the Board of Supervisors in 2025

Supervise the activities of the Board of Directors (BOD) and the Executive Board in implementing the Resolutions of the General Meeting of Shareholders; Review the appropriateness of the Resolutions and decisions of the Board of Directors and the Board of Management; Control the order and procedures for issuing the Company's regulations, rules, regulations, and documents.

Check and supervise quarterly and annual financial reports to assess the reasonableness of financial data; Check compliance with current policies and regulations. At the same time, the Supervisory Board closely coordinates with independent auditors to review recommendations from audits that affect financial reports; Supervise the Board of Directors in implementing recommendations made by the auditors.

The Supervisory Board organizes meetings in accordance with the provisions of the Company's Charter.

Attend all meetings of the Company's Board of Directors.

Participate in giving opinions on financial handling issues, draft the Company's internal governance regulations.

II. Results of inspection and supervision**1. Activities of the Board of Directors**

In 2025, the Board of Directors issued 20 resolutions and decisions.

All members of the Board of Directors participate in giving constructive opinions or criticism in a constructive spirit to propose appropriate directions, policies and measures to enhance the efficiency of production and business activities, in line with the general development situation of the business sector.

The Board of Directors also directs, supervises, supports and facilitates the Executive Board in operating production and business activities.



2. Activities of the Executive Board

Every month and quarter, the Executive Board has held meetings to deploy the implementation of the Board of Directors' Resolutions, review the business situation, and develop plans for the next period.

The Executive Board has actively sought solutions to resolve difficulties in market development, in production management towards the set plan goals, and improve service quality.

3. Coordination of activities between the Board of Supervisors and the Board of Directors, the Executive Board

The Board of Supervisors has closely coordinated with the Board of Directors and the Executive Board in performing its assigned functions and tasks. The Board of Directors and the Executive Board have created favorable conditions for the Board of Supervisors to perform its tasks. The Board of Supervisors has been provided with full information and documents related to the Company's operations and invited to attend all Board of Directors meetings.

The timely contributions of the Board of Supervisors to the operations of the Board of Directors and the Executive Board are recorded for the Board of Directors and the Executive Board to consider in the process of issuing resolutions and decisions in compliance with the law, limiting risks.

4. Results of production and business plan implementation

Specific production and business results in 2025 are as follows:

No.	Target	Plan in 2025	Implementation in 2025	Comparison of implementation/plan (%)
1	Revenue (billion VND)	200	~253.6	126.8%
2	Profit after tax (billion VND)	30	~53.2	177.5%

In 2025, despite facing many difficulties due to fierce competition in the logistics service market, with the attention and direction of the Board of Directors and the Executive Board s, the company exceeded the set plan in the following indicators: Revenue and profit.

5. Financial situation

The 2025 financial report of Macstar group Corporation fully, honestly and reasonably reflects the Company's production and business situation, in accordance with current accounting standards and legal regulations related to the preparation and presentation of financial statements.

In 2025, the Company exceeded the set plan. Financial indicators are better than in 2024, specifically:



No.	Indicator (Parent company)	31/12/2025	31/12/2024
1	Total capital	1.174.156.071.816	310.264.174.859
2	Liabilities	249.158.811.126	45.048.024.469
3	Short-term debt	211.172.811.126	33.648.024.469
4	Short-term debt/equity ratio	0,21	0,1
5	Liabilities/equity ratio	0,18	0,14

The low Liabilities/Total capital ratio shows that the company's business assets are mainly used with equity, with little debt, so the company rarely encounters financial risks, not under pressure to pay debts.

6. Labor, salary and remuneration of the Board of Directors, Board of Supervisors.

As of December 31st, 2025, the Parent Company has 54 employees, the Subsidiaries have 119 employees. The average income is 17 million VND/person/month.

Remuneration of the Board of Directors, Board of Supervisors is implemented according to the Resolution of the Board of Directors of the Macstar Group Corporation

III/ COMMENTS AND RECOMMENDATIONS OF THE BOARD OF SUPERVISORS

1. Comments

The Supervisory Board agrees with the content of the 2025 report of the Board of Directors and the Executive Board submitted to the 2026 General Meeting of Shareholders.

Basically, the Company has complied with the operating procedures as well as the Company's charter and complied with the requirements, accounting standards and current accounting regimes.

2. Recommendations

The Company's Executive Board has performed well in directing, operating, preserving and developing equity capital.

In order to complete the production and business plan in 2026, the Board of Supervisors unanimously recommended the following contents:

- Propose the Board of Directors and the Executive Board to continue reviewing, perfecting and supplementing the system of regulations to improve the quality of internal management of the Company.

- Strengthen marketing activities to increase the output of goods through, at the same time have a roadmap to increase the scale of operations, expand the area of the mining site.

- Assess the actual situation of goods, consider investing in purchasing equipment to reduce outsourcing costs.

IV. ORIENTATIONS AND TASKS OF THE BOARD OF SUPERVISORS IN 2025

1. Strengthen inspection and control in all areas of production and business activities as well as management and operation of the Company, coordinate with

departments to make recommendations for governance to increasingly improve the Company's operational efficiency, promptly detect and prevent possible violations through organizing periodic or surprise inspections.

2. Inspect and supervise the activities of the Board of Directors and the Executive Board.

3. Continue to inspect the issuance and implementation of State documents and regulations, directives and resolutions of the Company's Board of Directors.

4. Members of the Board of Supervisors continue to be proactive in assigned tasks. The Board of Supervisors will organize meetings in accordance with the Company's regulations and Charter, continue to perform its duties in assessing the Company's business, investment and financial performance in an honest, objective manner and for the maximum legitimate interests of Shareholders and the Company.

5. Assess financial statements and the implementation of the 2026 production and business plan. Review related transactions, contracts, and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions that require approval by the Board of Directors or the General Meeting of Shareholders.

The above is the report of the Company's Board of Supervisors. The Board of Supervisors would like to thank the Board of Directors, the Executive Board and the Departments of the Macstar Group Corporation for creating favorable conditions for the Board of Supervisors to complete its tasks in the past time.

Sincerely thanks!

**ON BEHALF OF THE BOARD OF
SUPERVISORS**

HEAD OF THE BOARD



Pham Thi Hong Giang

No: 01/2025/TTr-HĐQT

Hai Phong, March th, 2026**PROPOSAL LETTER***(For: Approval of the Audited Financial Statements for the Year 2025)***To: The General Assembly of Shareholders of Macstar group Corporation**

- Pursuant to the Law on Enterprise No. 59/2020/QH14 issued by the National Assembly on June 17, 2020, and related guiding documents;
- Pursuant to the Company Charter of the Macstar group Corporation;
- Based on the audited financial statements for the year 2025 of the Company

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration of the approval of the audited financial statements for 2025, audited by A&C Audit and Consulting Co., Ltd. – Hanoi Branch.

The audit results indicate that the Company's financial statements are accurate, reasonable, and in compliance with the relevant accounting standards and regulations of Vietnam.

The audited consolidated financial statements for the year 2025, with key indicators reflecting the business results, are as follows:

Unit: VND (Vietnamese Dong)

1. Revenue	:	253.624.545.446
2. Finance income	:	88.640.549.704
3. Other income	:	9.875.588.550
4. Operating expenses	:	226.952.898.194
5. Financial expenses	:	18.256.308.492
6. Other expenses	:	615.748.575
7. Profit before tax	:	78.154.252.473
8. Corporate income tax expense	:	12.323.717.062
9. Consolidated net profit after tax for the year 2025	:	65.830.535.411
10. Parent company's net profit after tax	:	53.241.089.467
11. Net profit after tax attributable to non-controlling interests	:	12.589.445.944
12. Total assets as of December 31, 2025	:	1.174.156.071.816
13. Shareholders' equity	:	924.997.260.690
Of which:		
– Share capital	:	439.560.690.000
– Share premium	:	(1.200.162.900)
– Development investment fund	:	0
– Other equity fund	:	22.862.255
– Undistributed net profit after tax	:	62.295.095.137
– Non-controlling interest	:	424.318.776.198

The Board of Directors would like to submit to the General Meeting of Shareholders for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



TRẦN TIẾN DUNG

No: 2 /2026/TTr-HĐQT

Hai Phong, Marchth, 2026**PROPOSAL LETTER***For: Approval of the profit distribution plan and dividend payment 2025***To: The General Assembly of Shareholders of Macstar group Corporation**

- Pursuant to the Enterprise Law No. 59/2020/QH14 issued by the National Assembly on June 17, 2020, and related guiding documents;
- Pursuant to the Company Charter of the Macstar group Corporation;
- Based on the business results in 2025 and the business plan for 2026.

The Board of Directors (“BOD”) of Macstar group Corporation (“the Company”) respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the Company's profit distribution plan as follows:

1. Profit distribution plan for 2025

Indicator	Amount (VND)
Profit	45.475.289.498
Undistributed profit after tax in 2025	38.169.748.422
Accumulated retained profit to the previous period	7.305.541.076
Proposed 2025 Profit Distribution and Appropriation to Funds	
Allocation to the Reward and Welfare Fund (4%)	1.145.092.453
Stock dividend payment from Profit After Tax at a 10% ratio.	43.956.069.000
Projected Retained Earnings	374.128.045

2. 2025 Dividend Payment Plan

Based on the 2025 business results And retained earnings for the year 2024 , the The Board of Directors has resolved to pay a 10% stock dividend for 2025.

Details of the stock issuance plan for dividend payment are as follows:

Stock Name

Shares of Macstar Group Corporation

Ticker Symbol	MAC
Type of Shares	Ordinary shares (Common stock)
Par Value	VND 10,000/share
Charter Capital (pre-issuance)	VND 439,560,690,000
Outstanding Shares	43,956,069 shares
Treasury Shares (as of Dec 31, 2025)	0 shares
Issuance Ratio	10% (Expected additional shares / Total outstanding shares)
Exercise Ratio	10:1 (On the record date, a shareholder owning 10 shares will receive 01 new share)
Expected Additional Shares	4,395,606 shares
Issuance Method	Share issuance for 2025 dividend payment
Target Participants	Existing shareholders on the list finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) as of the record date.
Funding Source	Undistributed after-tax profits based on the 2025 audited financial statements.
Purpose of Issuance	Share issuance for dividend payment.
Rounding & Fractional Share Handling	The number of shares issued to each shareholder will be rounded down to the nearest whole number. Fractional shares (if any) will be cancelled. Shareholders are not entitled to receive any compensation for these cancelled fractions.

Example: On the record date, Shareholder A owns 123

shares. At a 10:1 ratio, the share entitlement is $123 \times 1/10 = 12.3$ shares. The shareholder will actually receive 12 shares, and the 0.3 fraction will be cancelled.

Transfer Restrictions

None (Freely transferable)

Expected Timeline

The Board of Directors (BOD) is authorized to decide the specific timing in 2026, subject to approval from the State Securities Commission (SSC).

Additional Depository & Listing Registration

All newly issued shares will be registered with the VSDC and listed on the Stock Exchange where the Company is currently listed immediately after the issuance concludes, in compliance with applicable laws.

The Board of Directors would like to submit to the General Meeting of Shareholders for consideration and approval./.

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



TRAN TIEN DUNG

No: 03 /2026/TTr-HĐQT

Hai Phong, March th, 2026

PROPOSAL LETTER

(For: Approval of the business plan for 2026)

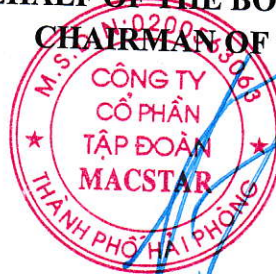
- To:** **The General Assembly of Shareholders of Macstar group Corporation**
- Pursuant to the Company Charter of the Macstar group Corporation;
 - Based on the Company business plan for 2026.

The Board of Directors of *Macstar group Corporation* respectfully submits to the General Meeting of Shareholders for approval the Company's business plan for 2026 as follows:

- Total Revenue: VND 350 billion
- Profit after tax: VND 55 billion
- Dividend rate: 10%

The Board of Directors would like to submit to the General Meeting of Shareholders for consideration and approval./.

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



TRAN TIEN DUNG

No: 01/2026/TTr-BKS

Hai Phong, March th, 2026

PROPOSAL LETTER

(For: Appointment of an independent auditing firm to conduct the audit of the financial statements for 2026)

- Pursuant to the Law on Enterprise No. 59/2020/QH14 issued by the 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 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Based on the list of independent auditing firms published by the Ministry of Finance and approved by the State Securities Commission (SSC) to audit listed companies.

To facilitate the selection of the auditing firm for the financial statements of Macstar group Corporation, the Supervisory Board respectfully submits the following proposal to the General Meeting of Shareholders:

1. List of 04 auditing firms providing financial statement audit services:
 - Ernst & Young Viet Nam Limited;
 - KPMG Limited;
 - A&C Auditing and Consulting Company Limited- Hanoi branch
 - PWC Viet Nam Limited.
2. The Supervisory Board respectfully proposes that the General Meeting of Shareholders authorize the Board of Directors of Macstar group Corporation to select, based on the quality of services and audit fees, one of the auditing firms listed above to conduct the audit of the Company's financial statements for the year 2026.

The Supervisory Board would like to submit for the consideration and approval of the General Meeting of Shareholders.

**ON BEHALF OF THE SUPERVISORY BOARD
CHAIRPERSON**



PHAM THI HONG GIANG

No: 04/2026/TTr-HĐQT

Hai Phong, March th, 2026**PROPOSAL LETTER**

(For: Remuneration for the Board of Directors, Supervisory Board, Secretary of the Board of Directors, and the Person Responsible for Corporate Governance for 2025, along with the proposed remuneration plan for 2026)

- Pursuant to the Law on Enterprise No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Company Charter of Macstar group Corporation;
- Based on the business results in 2025 and the business plan for 2026.

The Board of Directors of Macstar group Corporation respectfully submits to the General Meeting of Shareholders as follows:

1. Execution of remuneration payments for 2025:

- According to Article 15 of Resolution No. 02-2025/NQ-ĐHĐCĐ dated April 05, 2025, the Company has executed remuneration payments to the members of the Board of Directors, Supervisory Board, and the Secretary of the Board of Directors at the following rates:
 - Chairman of the Board of Directors : VND 8,000,000 per person per month
 - Member of the Board of Directors : VND 6,000,000 per person per month
 - Head of the Supervisory Board : VND 5,000,000 per person per month
 - Member of the Supervisory Board : VND 3,000,000 per person per month
 - Secretary of the Board of Directors : VND 3,000,000 per person per month

2. Remuneration payment plan for the year 2026:

- Based on the business operations, the Board of Directors respectfully submits to the 2026 General Shareholders' Meeting for approval the remuneration plan for 2026 for the members of the Board of Directors, Supervisory Board, Secretary of the Board of Directors, as follows:
 - Chairman of the Board of Directors : VND 8,000,000 per person per month
 - Member of the Board of Directors : VND 6,000,000 per person per month
 - Head of the Supervisory Board : VND 5,000,000 per person per month
 - Member of the Supervisory Board : VND 3,000,000 per person per month
 - Secretary of the Board of Directors : VND 3,000,000 per person per month

The Board of Directors would like to submit to the General Meeting of Shareholders for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



TRAN TIEN DUNG

No: 5 /2026/TTr-HĐQT

Hai Phong, March th, 2026

PROPOSAL LETTER

(For: Change in the use of proceeds from the 2025 capital increase issuance for existing shareholders)

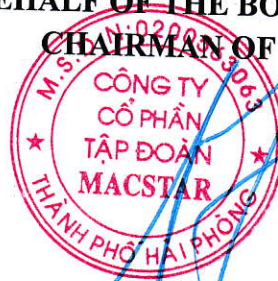
- *Pursuant to the Law on Enterprise No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;*
- *Pursuant to the Company Charter of Macstar group Corporation;*
- *Based on the company's actual business situation*

The Board of Directors of Macstar group Corporation respectfully submits to the General Meeting of Shareholders as follows:

Through the reallocation of capital from: 'Construction of 04 new container ships and working capital supplement' to 'Capital contribution to Macland Real Estate JSC for the development of the Social Housing project at 8A Van My Street, Ngo Quyen Ward, Hai Phong City.

The Board of Directors would like to submit to the General Meeting of Shareholders for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



TRAN TIEN DUNG

No: 06 /2026/TTr-HĐQT

Hai Phong, March th, 2026

PROPOSAL LETTER

(For: Through increasing capital contributions in Macland Real Estate Joint Stock Company)

- Pursuant to the Law on Enterprise No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding documents;
- Pursuant to the Company Charter of Macstar group Corporation;
- Based on the company's actual business situation

The Board of Directors of Macstar group Corporation respectfully submits to the General Meeting of Shareholders as follows:

Through increasing its capital contribution in Macland Real Estate Joint Stock Company to 51% by repurchasing 13.5 million shares of Macland Real Estate Joint Stock Company from Sao A D.C Investment Joint Stock Company at a price of VND 10,000 per share

The Board of Directors would like to submit to the General Meeting of Shareholders for consideration and approval./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



TRAN TIEN DUNG

Draft

RESOLUTION

GENERAL MEETING OF SHAREHOLDERS

MACSTAR GROUP CORPORATION

- Pursuant to the Enterprise Law No. 59/2020/QH14 issued by the National Assembly on June 17, 2020, and related guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 issued by the National Assembly on November 26, 2019, and its amendments, supplements, and guiding documents;
- Pursuant to the Company Charter of the Macstar group Corporation
- Pursuant to the Board of Directors's Meeting Minutes No.01 /2026/BB – ĐHĐCĐ/MAC 28/3/2026;
- Pursuant to operation and business requirements of the Company.

DECIDE

Article 1: Approval of the Report of business results in 2025 of the Company and the Business plan for 2026;

Article 2: Approval of the operational results of the Board of Directors in 2025 and the operation plan for 2026;

Article 3: Approval of operational of the Board of Supervisors in 2025;

Article 4: Approval of the 2025 audited financial statement;

The audited consolidated financial statements for the year 2025, with key indicators reflecting the business results, are as follows:

Unit: VND (Vietnamese Dong)

1. Revenue	:	253.624.545.446
2. Finance income	:	88.640.549.704
3. Other income	:	9.875.588.550
4. Operating expenses	:	226.952.898.194
5. Financial expenses	:	18.256.308.492
6. Other expenses	:	615.748.575
7. Profit before tax	:	78.154.252.473
8. Corporate income tax expense	:	12.323.717.062
9. Consolidated net profit after tax for the year 2025	:	65.830.535.411
10. Parent company's net profit after tax	:	53.241.089.467
11. Net profit after tax attributable to non-controlling interests	:	12.589.445.944

12. Total assets as of December 31, 2025	:	1.174.156.071.816
13. Shareholders' equity	:	924.997.260.690
Of which:		
– Share capital	:	439.560.690.000
– Share premium	:	(1.200.162.900)
– Development investment fund	:	0
– Other equity fund	:	22.862.255
– Undistributed net profit after tax	:	62.295.095.137
– Non-controlling interest	:	424.318.776.198

Article 5: Approval of the 2025 profit distribution plan, as follow:

1. Profit distribution plan for 2025

Indicator	Amount (VND)
Profit	45.475.289.498
Undistributed profit after tax in 2025	38.169.748.422
Accumulated retained profit to the previous period	7.305.541.076
Proposed 2025 Profit Distribution and Appropriation to Funds	
Allocation to the Reward and Welfare Fund (4%)	1.145.092.453
Stock dividend payment from Profit After Tax at a 10% ratio.	43.956.069.000
Projected Retained Earnings	374.128.045

2. 2025 Dividend Payment Plan

Based on the 2025 business results And retained earnings for the year 2024 , the The Board of Directors has resolved to pay a 10% stock dividend for 2025.

Details of the stock issuance plan for dividend payment are as follows:

Stock Name	Shares of Macstar Group Corporation
Ticker Symbol	MAC
Type of Shares	Ordinary shares (Common stock)
Par Value	VND 10,000/share
Charter Capital (pre-issuance)	VND 439,560,690,000

Outstanding Shares	43,956,069 shares
Treasury Shares (as of Dec 31, 2025)	0 shares
Issuance Ratio	10% (Expected additional shares / Total outstanding shares)
Exercise Ratio	10:1 (On the record date, a shareholder owning 10 shares will receive 01 new share)
Expected Additional Shares	4,395,606 shares
Issuance Method	Share issuance for 2025 dividend payment
Target Participants	Existing shareholders on the list finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) as of the record date.
Funding Source	Undistributed after-tax profits based on the 2025 audited financial statements.
Purpose of Issuance	Share issuance for dividend payment.
Rounding & Fractional Share Handling	<p>The number of shares issued to each shareholder will be rounded down to the nearest whole number. Fractional shares (if any) will be cancelled. Shareholders are not entitled to receive any compensation for these cancelled fractions.</p> <p><i>Example: On the record date, Shareholder A owns 123 shares. At a 10:1 ratio, the share entitlement is $123 \times 1/10 = 12.3$ shares. The shareholder will actually receive 12 shares, and the 0.3 fraction will be cancelled.</i></p>
Transfer Restrictions	None (Freely transferable)
Expected Timeline	The Board of Directors (BOD) is authorized to decide the specific timing in 2026, subject to approval from the State Securities Commission (SSC).
Additional Depository & Listing Registration	All newly issued shares will be registered with the VSDC and listed on the Stock Exchange where the Company is currently listed immediately after the issuance concludes, in compliance with applicable laws.

Article 6: Approval of the 2026 business plan;

No	Items in 2026 plan	Value
1.	Revenue	350 VND billion
2.	Net profit after tax	55VND billion
3.	Dividend	10%

Article 7: Approval of appointing audit firm for the fiscal year 2026

The General Meeting authorize the Board of Directors to appoint one of the below audit firms to conduct the audit process for the financial statement in 2026:

- Ernst & Young Viet Nam Limited;
- KPMG Limited;
- A&C Auditing and Consulting Company Limited;
- PWC Viet Nam Limited.

Article 8: Approval of the 2025 remuneration plan for the Board of Directors, Board of Supervisors, Secretariats and Governance Managers and plan for 2026:

1. Execution of remuneration payments for 2025:

- Chairman of the Board of Directors : VND 8,000,000 per person per month
- Member of the Board of Directors : VND 6,000,000 per person per month
- Head of the Supervisory : VND 5,000,000 per person per month
- Member of the Supervisory : VND 3,000,000 per person per month
- Secretary of the Board of Director : VND 3,000,000 per person per month

2. Remuneration payment plan for the year 2026:

- Chairman of the Board of Directors : VND 8,000,000 per person per month
- Member of the Board of Directors : VND 6,000,000 per person per month
- Head of the Supervisory : VND 5,000,000 per person per month
- Member of the Supervisory : VND 3,000,000 per person per month
- Secretary of the Board of Director : VND 3,000,000 per person per month

Article 9: Approval of the change in the intended use of proceeds from the 2025 capital increase issuance to existing shareholders

Through the reallocation of capital from: 'Construction of 04 new container ships and working capital supplement' to 'Capital contribution to Macland Real Estate JSC for the development of the Social Housing project at 8A Van My Street, Ngo Quyen Ward, Hai Phong City.

Article 10: Through increasing its capital contribution in Macland Real Estate Joint Stock Company to 51% by repurchasing 13.5 million shares of Macland Real Estate Joint Stock Company from Sao A D.C Investment Joint Stock Company at a price of VND 10,000 per share

Article 11: Approval of the plan to issue convertible bonds with a total par value of up to VND 150 billion (detailed issuance plan attached).

Article 12: Authorize the Board of Directors to decide on arising matters under control of the General Meeting of Shareholders in the conducting process of approved matters;

Article 13: Effectiveness

This Resolution shall be effective from the date of signing. The Board of Directors and related individuals base on the content of this Resolution to implement./.

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

TRAN TIEN DUNG