

Số/No: 138 /BC-PP

TP Hồ Chí Minh, ngày 25 tháng 5 năm 2026  
Ho Chi Minh City, May 25, 2026

**Dương Khuê**

**RESOLUTION****ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026****PHONG PHU CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Phong Phu Corporation;
- Pursuant to the voting results approving the contents at the 2026 Annual General Meeting of Shareholders ("AGM") of Phong Phu Corporation and the Minutes of the AGM No.02 /BB- ĐHĐCĐ/2026 dated May 21, 2026.

**RESOLVED:****Article 1. Approval of the Board of Directors' Activity Report for 2025:**

The General Meeting of Shareholders unanimously approved the Board of Directors' Activity Report for 2025.

**Article 2. Approval of the Production and Business Activity Report for 2025:**

The General Meeting of Shareholders unanimously approved the production and business activity report for 2025 with the following main targets:

✓ *Business performance results for 2025 (Consolidated):*

No.	Target	Unit	2025 Plan	2025 Actual	% compared to 2025 Plan
1	Total revenue	Billion VND	2.600	2.871,72	110%
2	Profit before tax	Billion VND	355	475,77	134%
3	Profit after tax	Billion VND	350	472,64	135%

✓ *Business performance results for 2025 (Parent Company):*

No.	Target	Unit	2025 Plan	2025 Actual	% compared to Plan 2025
1	Total revenue	Billion VND	1.850	2.027,66	110%
2	Profit before tax	Billion VND	310	412,76	133%
3	Profit after tax	Billion VND	310	412,76	133%

**Article 3. Approval of the Board of Supervisors's Audit Report on production, business, and financial performance for 2025:**

The General Meeting of Shareholders unanimously approved the Board of Supervisors's Activity Report for 2025.





**Article 4. Approval of the audited separate and consolidated financial statements for 2025:**

The General Meeting of Shareholders unanimously approved the audited separate and consolidated financial statements for 2025, which were audited by A&C Auditing and Consulting Co., Ltd.

**Article 5. Approval of the profit distribution and dividend payment plan for 2025:**

The General Meeting of Shareholders unanimously approved the profit distribution and dividend payment plan for 2025 as follows:

a. Profit distribution and dividend payment plan for 2025:

No.	Content	Amount
<b>1</b>	<b>Undistributed profit after tax on the 2025 consolidated financial statements</b>	<b>741.138.025.630</b>
<b>2</b>	<b>Profit used for distribution</b>	<b>412.763.255.731</b>
<b>3</b>	<b>Deductions</b>	<b>405.333.332</b>
	Remuneration for BOD, Board of Supervisors	405.333.332
<b>4</b>	<b>Expected profit for distribution:</b>	<b>412.357.922.399</b>
4.1	<i>Dividend payment (30%)</i>	224.012.667.500
-	Cash dividend payment to shareholders (25%)	186.677.227.500
-	Stock dividend payment to shareholders (5%)	37.335.440.000
4.2	<i>Bonus allocation for BOD, Board of Supervisors, Board of Management, and operating expenses (3% of profit after tax)</i>	12.370.738.000
4.3	<i>Bonus allocation for exceeding plan (10% of excess profit)</i>	10.276.326.000
4.4	<i>Reward and Welfare Fund allocation (4%)</i>	16.494.317.000
4.5	<i>Development Investment Fund allocation (16%)</i>	65.977.268.000
4.6	<i>Remaining profit</i>	83.226.605.899

**Note:**

- Dividend payment ratio for 2025: 30%/par value, of which 25% is paid in cash and 5% in shares. The profit used for dividend payment is based on the undistributed profit after tax on the audited 2025 consolidated financial statements;
  - The above allocations may change depending on the results of the 2025 tax finalization, which affects the remaining profit available for distribution.
  - During 2025, the Ho Chi Minh City Tax Department conducted a tax finalization for 2023 and 2024 with the Corporation. The adjustment amount according to the finalization minutes is 146,387,786 VND.
  - Also in 2025, the Corporation adjusted to increase land rental expenses payable for previous years according to Notice No. 11911/TB-CCTKV02 dated June 27, 2025, of the Tax Department of District II. The amount adjusting down the accumulated undistributed profit after tax as of the end of the previous period (2024) of the Corporation is 71,909,987,492 VND.
- b. Authorize the Board of Directors to implement the detailed plan for dividend payment to existing shareholders of the Corporation.
- c. Authorize the General Director – the legal representative of the Corporation – to decide on the plan for using the Reward and Welfare Fund in accordance with regulations.

**Article 6. Approval of the Plan for stock issuance for 2025 dividend payment**

The General Meeting of Shareholders hereby approves the Plan for stock issuance for 2025 dividend payment in accordance with Proposal No. 02/TTr-ĐHĐCD dated May 21, 2026.

**Article 7. Approval of the production and business plan and dividend payment plan for 2026:**

The General Meeting of Shareholders unanimously approved the production and business plan and the dividend payment plan for 2026 with the following targets:

No.	Target	Unit	2026 Plan (consolidated)	2026 Plan (Parent Company)
1	Total revenue	Billion VND	2.800	1.950
2	Profit before tax	Billion VND	410	340
3	Profit after tax	Billion VND	395	330
4	Dividend payment ratio	%		15% - 25%

**Article 8. Approval of the selection of an auditing firm for the Corporation's 2026 financial statements:**

The General Meeting of Shareholders unanimously approved the selection of an auditing firm for 2026 as proposed by the Board of Supervisors and authorized the Board of Directors to select one of the following auditing firms to audit the Corporation's 2026 financial statements:

- ✓ Deloitte Vietnam Company Limited
- ✓ KPMG Vietnam Company Limited
- ✓ A&C Auditing and Consulting Co., Ltd.
- ✓ Auditing and Informatics Services Company Limited (AISC)

**Article 9. Approval of remuneration and bonuses for the Board of Directors, Board of Supervisors, bonus levels for the Board of Directors, Board of Supervisors, Board of Management, and operating expenses for 2025 and the 2026 plan:**

The General Meeting of Shareholders unanimously approved the remuneration and bonuses for the Board of Directors, Board of Supervisors, Board of Management, and operating expenses for 2025 and the 2026 plan as follows:

- **Actual performance in 2025:**
  - Total remuneration for the Board of Directors and Board of Supervisors is 82,000,000 VND/month (after-tax income)
  - The bonus level for the Board of Directors, Board of Supervisors, Board of Management, and operating expenses is 3% of profit after tax and 10% of the profit after tax exceeding the set plan after deducting all reductions.
- **2026 Plan:**
  - Total remuneration for the Board of Directors and Board of Supervisors is 82,000,000 VND/month (after-tax income).
  - The bonus level for the Board of Directors, Board of Supervisors, Board of Management, and operating expenses is 3% of profit after tax and 10% of the profit after tax exceeding the set plan after deducting all reductions.



*Authorize the Board of Directors to decide on the specific plan for distributing remuneration and bonuses for the Board of Directors, Board of Supervisors, Board of Management, and operating expenses.*

**Article 10. Approval of amendments to the Charter on Organization and Operation, the Internal Regulations on Corporate Governance, and the Operational Regulations of the Board of Directors in compliance with the Law on Enterprises 2025 and Decree No. 245/2025. Concurrently, adjusting and updating the Corporation's list of business lines in compliance with Decision No. 36/2025/QD-TTg dated September 29, 2025 issued by the Prime Minister.** The General Meeting unanimously authorized the Legal Representative to execute procedures for adjusting and updating the Corporation's list of business lines in compliance with Decision No. 36/2025/QD-TTg dated September 29, 2025 issued by the Prime Minister.

**Article 11. Approval of the restructuring of the Corporation's investments:**

The General Meeting of Shareholders unanimously authorized the Board of Directors to continue divesting from inefficient, long-standing, and non-core investments to focus capital on developing the Corporation's highly efficient core business lines (list attached).

**Article 12. Effectiveness of the Resolution**

This Resolution was approved in its entirety by the 2026 Annual General Meeting of Shareholders of Phong Phu Corporation at the meeting and takes effect from May 21, 2026.

The Board of Directors is responsible for publishing the Resolution on the website of Phong Phu Corporation in accordance with the law and the Corporation's Charter.

**Article 13. Responsibility for dissemination and implementation of the Resolution:**

The General Meeting of Shareholders unanimously assigned the Board of Directors, Board of Supervisors, and Board of Management of the Corporation to be responsible for disseminating, implementing, and monitoring the implementation process in the spirit of this Resolution.

All shareholders, members of the Board of Directors, Board of Supervisors, Board of Management, and all employees of Phong Phu Corporation are responsible for executing this Resolution./.

**Recipients:**

- Shareholders (www.phongphucorp.com);
- Board of Directors; Board of Supervisors;
- Filed: Archives, Office of the Board of Directors.

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



**Tran Quang Nghi**