

CÔNG BỐ THÔNG TIN BẤT THƯỜNG  
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi/ To: Ủy ban Chứng khoán Nhà nước  
To: Sở Giao dịch Chứng khoán Hà Nội  
State Securities Commission / Hanoi Stock Exchange

- Tên tổ chức/Name of organization: CÔNG TY CỔ PHẦN TẬP ĐOÀN ĐẦU TƯ ATS/ ATS INVESTMENT GROUP JOINT STOCK COMPANY
  - Mã chứng khoán/ Stock code: ATS
  - Địa chỉ/Address: Số 11.24, Tầng 11, Tòa nhà Golden King, số 15 Nguyễn Lương Bằng, Phường Tân Mỹ Thành phố Hồ Chí Minh, Việt Nam/ No 11.24, Floor 11, Golden King Building, 15 Nguyen Luong Bang Street, Tan My Ward, Ho Chi Minh City, Vietnam.
  - Điện thoại liên hệ/Tel.: 0919012659
  - E-mail: [quanhecodong.ats@gmail.com](mailto:quanhecodong.ats@gmail.com)
  - Loại thông tin công bố/ Type of information disclosed:

☒ 24h ☐ Yêu cầu ☐ Bất thường ☐ Định kỳ

- Nội dung thông tin công bố /Contents of disclosure:  
Đại hội đồng cổ đông thường niên 2026 của Công ty cổ phần Tập đoàn Đầu Tư ATS được tổ chức vào ngày 05/6/2026. Qua đó, Đại hội đồng cổ đông đã thông qua Biên bản họp và Nghị quyết của Đại hội.

The 2026 Annual General Meeting of Shareholders of ATS Investment Group Joint Stock Company was held on June 05, 2026. There by, the General Meeting of Shareholders approved the Minutes and Resolution and Resolution of the meeting.

- Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 05/6/2026 tại đường dẫn: <https://atsinvest.com.vn>

This information was published on the company's website on June 05, 2026 at the link: <https://atsinvest.com.vn>

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

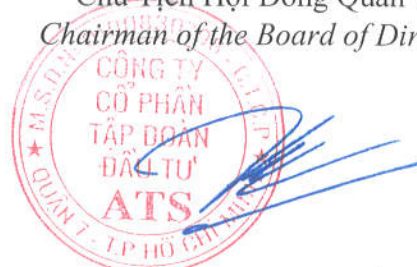
We hereby commit that the information published above is true and we are fully responsible before the law for the content of the published information.

Tài liệu đính kèm/Attached documents:

- Nghị quyết ĐHĐCĐ số 01/2026/NQ-ĐHĐCĐ-ATS/ Resolution of the General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐ
- Biên bản họp ĐHĐCĐ số 01/2026/BBH-ĐHĐCĐ-ATS/ Minutes of the General Meeting of Shareholders No. 01/2026/BBH-DHDCD
- Tài liệu họp/ Meeting Documents

Đại diện tổ chức/Organization Representative

Chủ Tịch Hội Đồng Quản Trị/  
Chairman of the Board of Directors



Trần Phúc Thiên Ân

**MINUTES OF MEETING  
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**ATS INVESTMENT GROUP JOINT STOCK COMPANY**

Enterprise Registration Certificate No.: 0100830798

Head Office: Unit 11.24, Golden King Building, No. 15 Nguyen Luong Bang Street, Tan My Ward,  
Ho Chi Minh City

**I. TIME AND VENUE OF THE MEETING**

At 9:30 a.m. on June 5, 2026, the 2026 Annual General Meeting of Shareholders (hereinafter referred to as the “General Meeting”) of ATS Investment Group Joint Stock Company (hereinafter referred to as the “Company”) was convened at 11.24, Golden King Building, No. 15 Nguyen Luong Bang Street, Tan My Ward, Ho Chi Minh City.

**II. ATTENDEES**

The General Meeting was attended by 15 shareholders and authorized representatives, representing 3,162,100 shares, equivalent to 90.3% of the total voting shares of the Company. Members of the Board of Directors, the Supervisory Board, and representatives of the independent auditing and consulting firms were present at the General Meeting as follows:

• **Members of the Board of Directors**

1. Mr. Tran Phuc Thien An – Chairman of the BOD (Non-Executive Member)
2. Ms. Tran Thi Thuy Hang – Member of the BOD (Non-Executive Member)
3. Mr. Nguyen Truong Quoc Cuong – Independent Member of the BOD

• **Supervisory Board**

1. Ms. Lam Thi Thanh Hue – Head of the Supervisory Board
2. Ms. Tran Thi Diep – Member of the Supervisory Board
3. Ms. Dao Thi Ngoc Bich – Member of the Supervisory Board

• **Independent Auditing Firm**

Ms. Dang Thi My Van – General Director of AFC Vietnam Auditing Company Limited





### **III. AGENDA OF THE GENERAL MEETING**

#### **1. Verification of Shareholders' Eligibility**

On behalf of the Shareholders' Eligibility Verification Committee, Ms. Nguyen Thi Bich Thuy reported the results of the verification of shareholders' eligibility to attend the General Meeting as follows:

As of 9:30 a.m. on June 5, 2026, there were 15 shareholders and authorized representatives attending the General Meeting, representing 3,162,100 shares, equivalent to 90.3% of the Company's charter capital.

Pursuant to the Law on Enterprises and the Company's Charter, the 2026 Annual General Meeting of Shareholders was duly convened and qualified to proceed.

#### **2. Rules of Procedure and Meeting Agenda**

- The General Meeting approved the Rules of Procedure with 100% of the voting shares in favor.

- The meeting agenda consisted of the following matters:

- 1) Report of the Board of Directors on business performance in 2025 and development orientation for 2026;
- 2) Report on the Independent Member of the Board of Directors on the activities of the Board of Directors in 2025;
- 3) Report of the Supervisory Board on supervision activities 2025 and operational orientation for 2026;
- 4) Report of the Board of Management on production and business performance in 2025 and operational orientation for 2026;
- 5) Proposal regarding approval of the Audited Financial Statements for the year 2025;
- 6) Proposal regarding approval of the profit distribution plan for 2025;
- 7) Proposal regarding on remuneration of the Board of Directors and the Supervisory Board in 2025 and the proposed remuneration for 2026;
- 8) Proposal regarding the selection of the independent auditing firm for the 2026 Financial Statements;
- 9) Proposal regarding on expected transaction between related party;
- 10) Proposal on the continued implementation of the private placement plan to increase the Company's charter capital approved under Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025;
- 11) Proposal on the amendments and supplementation to the Company's Charter
- 12) Proposal on the amendment and supplementation of the Company's registered business lines.

The General Meeting approved the Meeting Agenda with 100% of the voting shares in favor.

#### **3. Presidium and Secretariat**

The General Meeting approved the Presidium with 100% of the voting shares in favor, comprising:

1. Mr. Tran Phuc Thien An – Chairman of the Board of Directors
2. Mr. Tran Tu Luc – General Director

3. Ms. Chau Thi Suong Mai – Chief Accountant

The General Meeting approved the Secretariat with 100% of the voting shares in favor, comprising:

1. Ms. Nguyen Minh Hien – Head of the Secretariat
2. Ms. Ho Uyen Thai Phung – Member

The General Meeting approved the Vote Counting Committee with 100% of the voting shares in favor, comprising:

1. Ms. Tran Ngoc Thao Linh – Head of the Committee
2. Ms. Vo Ngoc Phuong Trinh – Member

#### **IV. PROCEEDINGS OF THE GENERAL MEETING**

##### **1. Presentation of Reports and Proposals**

1. Report of the Board of Directors on business performance in 2025 and development orientation for 2026;
2. Report on the Independent Member of the Board of Directors on the activities of the Board of Directors in 2025;
3. Report of the Supervisory Board on supervision activities 2025 and operational orientation for 2026;
4. Report of the Board of Management on production and business performance in 2025 and operational orientation for 2026;
5. Proposal regarding approval of the Audited Financial Statements for the year 2025;
6. Proposal regarding approval of the profit distribution plan for 2025;
7. Proposal regarding on remuneration of the Board of Directors and the Supervisory Board in 2025 and the proposed remuneration for 2026;
8. Proposal regarding the selection of the independent auditing firm for the 2026 Financial Statements;
9. Proposal regarding on expected transaction between related party;
10. Proposal on the continued implementation of the private placement plan to increase the Company's charter capital approved under Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025;
11. Proposal on the amendments and supplementation to the Company's Charter
12. Proposal on the amendment and supplementation of the Company's registered business lines.

##### **2. Discussion and Shareholders' Comments**

The General Meeting listened to, acknowledged and responded to the valuable comments and opinions raised by shareholders at the Meeting. A summary of the discussion is presented below:

No.	Shareholder's Question	Response from the Presidium
	Shareholder:	Mr. Tran Phuc Thien An – Chairman of the Board of Directors:



	At this year's General Meeting, the Company proposes to add several new business lines and revise certain existing business lines. Could the Chairman please elaborate on the strategic rationale behind these amendments?	The amendment and supplementation of the Company's business lines are intended to strengthen the legal foundation for the Company's medium- and long-term development strategies. In addition, the review and update of the registered business lines will help ensure compliance with current regulations relating to investment activities, business operations and foreign ownership limits. This is an important preparatory step for ATS to proactively seize future business opportunities, enhance operational flexibility, and facilitate the expansion of cooperation with domestic and international partners.
--	--	--

### 3. Voting Results on Reports and Proposals

After hearing the presentations, discussions, comments and responses, the General Meeting proceeded to vote on the matters submitted for approval.

Ms. Tran Ngoc Thao Linh, on behalf of the Vote Counting Committee, announced the voting results for the matters presented by the Presidium and voted on by the shareholders. The voting results were determined based on the Minutes of Vote Counting of all shareholders attending and voting at the time of voting (the "Votes") in respect of the reports and proposals submitted to the General Meeting, as follows:

No	Matters Submitted for Voting	Valid		Invalid		In Favor		Against		Abstention		Result
		Votes	(%)	Votes	(%)	Votes	(%)	Votes	(%)	Votes	(%)	
1	Report of the Board of Directors on business performance in 2025 and development orientation for 2026;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
2	Report on the Independent Member of the Board of Directors on the activities of the Board of Directors in 2025;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
3	Report of the Supervisory Board on supervision activities 2025 and	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval

	operational orientation for 2026;											
4	Report of the Board of Management on production and business performance in 2025 and operational orientation for 2026;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
5	Proposal regarding approval of the Audited Financial Statements for the year 2025;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
6	Proposal regarding approval of the profit distribution plan for 2025;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
7	Proposal regarding on remuneration of the Board of Directors and the Supervisory Board in 2025 and the proposed remuneration for 2026;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
8	Proposal regarding the selection of the independent auditing firm for the 2026 Financial Statements;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
9	Proposal regarding on expected transaction between related party;	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
10	Proposal on the continued implementation of the private placement plan to increase the Company's charter	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval



	capital approved under Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025;											
11	Proposal on the amendments and supplementation to the Company's Charter	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval
12	Proposal on the amendment and supplementation of the Company's registered business lines.	3.162.100	100	0	0	3.162.100	100	0	0	0	0	Approval

## V. ADOPTION OF THE GENERAL MEETING RESOLUTION

Ms. Nguyen Minh Hien read in full the Resolution of the General Meeting.

The General Meeting approved the Resolution with 100% of the voting shares represented at and voting in the General Meeting voting in favor.

These Minutes of the 2026 Annual General Meeting of Shareholders of ATS Investment Group Joint Stock Company were prepared at 10:15 a.m. on June 5, 2026.

**ON BEHALF OF THE  
SECRETARIAT  
HEAD OF THE SECRETARIAT**

**NGUYEN MINH HIEN**

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



**TRAN PHUC THIEN AN**



**RESOLUTION**

**OF 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**ATS INVESTMENT GROUP JOINT STOCK COMPANY**

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Based on the Minutes of vote counting at the 2026 Annual General Meeting of Shareholders dated June 5, 2026;
- Based on the Minutes no. 01/2026/BBH-DHDCD-ATS of the 2026 Annual General Meeting of Shareholders dated June 5, 2026;
- Based on the Documents of the 2026 Annual General Meeting of Shareholders;
- Pursuant to the Charter of ATS Investment Group Joint Stock Company;

The 2026 Annual General Meeting of Shareholders of ATS Investment Group Joint Stock Company, with Business Registration Certificate No. 0100830798, Head Office at 11.24 Golden King Building, No. 15 Nguyen Luong Bang, Tan My Ward, Ho Chi Minh City (*hereinafter referred to as the "Company"*) was held at 9:30 on June 5, 2026 at 11.24, Golden King Building, No. 15 Nguyen Luong Bang Street, Tan My Ward, Ho Chi Minh City. The Meeting was attended in person and through authorized representatives by 3,162,100 shareholders, representing 3,162,100 shares, equivalent to 90,3% of total voting shares of the Company.

Based on the Company's Charter and the Law on Enterprises, the Annual General Meeting of Shareholders of the Company is eligible to be conducted.

**GENERAL MEETING OF SHAREHOLDERS  
OF ATS INVESTMENT GROUP JOINT STOCK COMPANY**

**RESOLVES**

**Article 1. Approval of the 2025 Report and 2026 operational orientation of the Board of Directors**

**Issue 1: Business Performance in 2025**

- Revenue: VND 47,513,710,650
- Profit after tax: VND 529,476,330

**Issue 2: Business Plan for 2026**

- Revenue target: VND 60 billion
- Profit after tax target: VND 3 billion

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 2. Report on the Evaluation by the Independent Member of the Board of Directors on the Operations of the Board of Directors in 2025**





Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 3. Approval of the 2025 Report and 2026 operational orientation of the Supervisory Board**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 4. Approval of the 2025 Report and 2026 operational orientation of the Board of Management**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 5. Approval of the 2025 Audited Financial Statements**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 6. Approval of the 2025 Profit Distribution Plan**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 7. Approval of the Report on remuneration for BOD and Supervisory Board in 2025 and proposed remuneration for 2026**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 8. Approval selection of auditing firm for auditing the 2026 Financial Statements**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 9. Proposal regarding anticipated Related Party Transactions;**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 10. Proposal regarding the continued implementation of the private placement plan to increase the Company's charter capital as approved in the General Meeting of Shareholders' Resolution No. 01/2025/NQ-DHĐCĐ-ATS dated April 8, 2025)**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 11. Approval of the amendment and supplementation of the Company's Charter**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 12. Amendment and Supplementation of the Company's Registered Business Lines**

Number of votes for: 3,162,100 votes, percentage of votes for 100% of the total votes cast by all shareholder attending the meeting.

**Article 13. Implementation provisions**

This Resolution was fully approved by the 2026 Annual General Meeting of Shareholders of ATS Investment Group Joint Stock Company at the Meeting and shall take effect from the date of signing. The Board of Directors, Supervisory Board, Board of Management and all shareholders of the Company are responsible for implementing this Resolution.

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

**CHAIRPERSON**



**TRAN PHUC THIEN AN**





# ANNUAL GENERAL MEETING PROGRAM 2026

## ATS INVESTMENT GROUP JOINT STOCK COMPANY

Friday, June 5<sup>th</sup>, 2026

### AGENDA

Time	Content
9h30-10h00	<b>Part I: Delegate Verification and Opening Ceremony</b> 1. Reception of delegates and verification of shareholder eligibility
10h00-10h30	<ul style="list-style-type: none"> <li>– 2. Opening Ceremony</li> <li>– Statement of purpose and introduction of delegates and guests</li> <li>– Summary of the General Meeting's regulations</li> <li>– Report on shareholder eligibility verification</li> <li>– Introduction of the Chairman</li> <li>– Introduction and approval of the Secretariat and the Voting Committee</li> <li>– Approval of the Contents, agenda, organizational regulations of the General Meeting</li> </ul>
10h30-11h15	<b>Part II: Main Content</b> Presentation, discussion and voting on Reports and Proposals: <ol style="list-style-type: none"> <li>1. Report of the Board of Directors' report on business performance in 2025 and development orientation for 2026;</li> <li>2. Report on the Evaluation by the Independent Member of the Board of Directors on the Operations of the Board of Directors in 2025</li> <li>3. Report of the Supervisory Board's report for 2025 and strategic direction for 2026;</li> <li>4. Report of the Board of Management's report for 2025 and strategic direction for 2026;</li> <li>5. Approval of the Audited Financial Statements for 2025;</li> <li>6. Approval of the 2025 profit distribution Plan;</li> <li>7. Approval of the Report on remuneration for BOD and Supervisory Board in 2025 and proposed remuneration for 2026;</li> <li>8. Approval selection of auditing firm for auditing the 2026 Financial Statements;</li> <li>9. Proposal regarding anticipated Related Party Transactions;</li> <li>10. The continued implementation of the private placement plan to increase the Company's charter capital as approved in the GMS' Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025)</li> <li>11. Approval of the amendment and supplementation of the Company's Charter</li> <li>12. Amendment and Supplementation of the Company's Registered Business Lines</li> </ol>
11h15-11h35	<b>Part III: Discussion and Voting</b> 1. General discussion
11h35-11h55	2. Voting session <ul style="list-style-type: none"> <li>– Shareholders' voting on Reports and Proposals</li> <li>– Counting of shareholders' votes</li> </ul>
11h55-12h15	<b>Part IV: Closing</b> <ul style="list-style-type: none"> <li>– Approval of Resolution and Minutes of the 2026 Annual General Meeting of Shareholders.</li> <li>– Closing remarks.</li> </ul>

*Ho Chi Minh City, May 13, 2026*

**MEETING REGULATIONS AND VOTING RULES**  
**FOR THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**OF ATS INVESTMENT GROUP JOINT STOCK COMPANY**

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Based on the Charter of ATS Investment Group Joint Stock Company.
- 

**Article 1. Purpose and scope of application**

These Regulations are issued to define the principles for organizing the General Meeting of Shareholders (GMS) and the principles and methods of voting on agenda items at the 2026 Annual GMS, in accordance with the Company's Charter on organization and operation.

**Article 2. Conditions for conducting the meeting**

1. The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares.
2. In the event that the first meeting fails to satisfy the conditions for conducting the meeting as prescribed in Clause 1 of this Article, the notice of invitation to the second meeting must be sent within thirty (30) days from the intended date of the first meeting. The second General Meeting of Shareholders shall be conducted when the attending shareholders represent at least 33% of the total voting shares.
3. In the event that the second meeting fails to satisfy the conditions for conducting the meeting as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within twenty (20) days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total voting shares represented by the attending shareholders.

**Article 3. Regulations on the meeting order of the GMS**

1. All shareholders attending the meeting must dress formally and present the relevant documents to verify their shareholder status to the Shareholder Eligibility Verification Committee as stipulated in Article 4 of these Regulations.
2. The Organizing Committee will prioritize seating arrangements, distribute materials, and print voting ballots for shareholders who have confirmed their attendance and arrive on time.
3. Shareholders must sit in the designated position or area specified by the meeting organizing committee. Shareholders must strictly comply with the seating arrangements made by the organizing committee.
4. Smoking is prohibited in the conference hall.
5. Private conversations and phone calls are not allowed during the meeting. All mobile phones must be set to vibrate or silent mode.

**Article 4. Rights and obligations of shareholders and representatives**

1. Conditions for attending the meeting





Shareholders listed in the shareholder registry as of May 04, 2026, provided by the Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch, have the right to attend. Shareholders unable to attend in person may authorize a written proxy for an individual or organization to attend and vote. The authorized representative is not permitted to further delegate this authorization to a third party.

2. Rights and obligations of shareholders and representatives

- a) Shareholders and representatives attending the meeting must complete the shareholder verification procedure by presenting the following documents to the Shareholder Eligibility Verification Committee before entering the meeting room:
  - (i) Invitation letter to the 2026 GMS;
  - (ii) Legal documents of individual participants (Identity card/Citizen ID card/Passport/Other legal photo identification)
  - (iii) For organizational shareholders: a copy of the Business Registration Certificate/Establishment Decision...);
- b) In case shareholders authorize another individual or organization to attend, the following documents must be presented after completing the shareholder verification procedure before entering the meeting room:
  - (i) The original of the power of attorney enclosed with the Notice of invitation to the meeting or other lawful power of attorney with full information as prescribed (In case the shareholder is an organization, the power of attorney must be signed by the legal representative and affixed with a seal);
  - (ii) Legal papers of individual meeting participants;
  - (iii) For organizational shareholders authorizing attendance: a copy of the Business Registration Certificate/Establishment Decision...).
- c) After shareholder registration, the Company will issue a voting card to each shareholder or representative. The card will include the shareholder code, full name of the shareholder or representative, and the number of voting shares.
- d) Shareholders are permitted to authorize representatives through various forms including email, and must notify the GMS Organizing Committee of such authorization at least 01 working day before the meeting date of the GMS.
- d) Shareholders/representatives exercise voting rights on matters under the competence of the GMS after carrying out valid registration procedures.
- e) Shareholders/representatives exercise voting rights on matters under the competence of the GMS after carrying out valid registration procedures.
- g) Shareholders/representatives can comment on the contents of the report by writing questions on the Questionnaire and submitting it to the Meeting Secretariat. Questions that have been answered will not be repeated.
- h) Shareholders/representatives arriving after the meeting has commenced retain the right to register immediately and subsequently participate and vote in the meeting following registration. The chairperson is not obligated to halt the meeting to accommodate late-arriving shareholders, and the validity of previously voted matters remains unchanged.

**Article 5. Rights and obligations of invited guests**

Invited guests of the Company include representatives of the independent auditing firm, company management positions, members, partners, and guests (*hereinafter collectively referred to as "Guests"*) who are not shareholders but are invited to attend the GMS.

Guests are not permitted to speak unless specifically invited to do so by the GMS Chairperson.

**Article 6. Rights and obligations of the Chairperson of the GMS and Presidium**

1. The Chairman of the Board of Directors shall preside over the meeting of the GMS in accordance with the Charter.
2. The Chairperson has the following rights and obligations at the GMS:
  - a) Control the meeting in accordance with the content of the meeting agenda and regulations approved by the GMS;
  - b) Guide shareholders in discussions and voting on matters within the meeting agenda and related issues throughout the meeting process;
  - c) Resolve issues arising during the GMS.
3. The Presidium consists of representatives from the Board of Directors, Supervisory Board and Board of Management.

**Article 7. Rights and obligations of the of the Shareholder Eligibility Verification Committee**

The Shareholder Eligibility Verification Committee, assigned by the Organizing Committee, is responsible for verifying shareholder eligibility and registering shareholders to ensure that attendees and their representatives are valid participants in the GMS.

**Article 8. Rights and obligations of the Vote Counting Committee**

1. The Vote Counting Committee was nominated by the Chairperson and voted by the GMS through an open voting process.
2. The Vote Counting Committee is responsible for counting votes on meeting agenda items, preparing minutes, and announcing voting results at the Meeting.
3. Addressing shareholder inquiries or complaints related to voting results (if any).

**Article 9. Rights and obligations of the Secretariat**

1. The Secretariat is nominated by the Chairperson and voted by the GMS through an open voting process.
2. The Secretariat is responsible for:
  - a) Comprehensively and accurately recording the entire proceedings of the GMS, including all matters approved by shareholders or requiring further attention during the meeting.
  - b) Drafting and publishing the Minutes of the GMS and the Resolution on matters approved during the meeting.
  - c) Compiling shareholders' opinion forms to present to the Chairperson.

**Article 10. Voting**

1. Voting card

Voting cards for reports and proposals are printed according to the template issued by the Company ("Voting Card") and include all voting content for reports and proposals.

The Voting Card template is posted on the company website <https://atsinvest.com.vn> and distributed by the Shareholder Eligibility Verification Committee after verifying valid attendance.

Voting cards at the GMS include 02 types as follows:



- a) (Open) Voting Card used for direct voting at the Meeting on the following items: Approval of the Presidium, Secretariat, Vote Counting Committee, Meeting Agenda, Meeting Working Regulations, Meeting Minutes, Meeting Resolution and other items as guided by the GMS Chairperson.

The (Open) Voting Card includes the following key information:

- (i) Full name of shareholder/representative;
- (ii) Shareholder code;
- (iii) Total number of shares owned and/or authorized (01 share corresponds to 01 voting right)

- b) (Closed) Voting Card used for voting at the Meeting on reports and proposals discussed in the Meeting program.

The (Closed) Voting Card includes the following key information:

- (i) Full name of shareholder/representative;
- (ii) Shareholder code;
- (iii) Total number of shares owned and/or authorized (01 share corresponds to 01 voting right)
- (iv) Voting content;
- (v) Voting opinion: Vote for/Vote against/Abstention.

(vi) Each shareholder receives 01 closed voting card to vote on all report and proposal items.

2. Ballot box

The ballot box is sealed before the voting period and remains sealed until the voting period ends, managed by the Vote Counting Committee.

3. Principles and methods of voting

- a) All issues in the agenda of the GMS must be approved by obtaining voting opinions from all shareholders using (Open)/(Closed) Voting Cards based on owned and represented shares.

- b) Shareholders vote by raising their Open Voting Card at the Meeting as guided by the Presidium to provide opinions: "Vote for" or "Vote against" or "Abstention" for the following contents:

- (i) Approval of Presidium, Secretariat and Vote Counting Committee;
- (ii) Working Regulations and Voting Rules of the Meeting;
- (iii) Agenda of the Meeting;
- (iv) Presidium, Secretariat, Vote Counting Committee personnel;
- (v) Meeting Minutes and Resolution of the GMS.
- (vi) And other contents as guided by the GMS Chairperson;

- c) Except for the contents mentioned at Point b, Clause 3, Article 10 of these Regulations, other contents that need to be voted on by shareholders will be voted by shareholders by closed ballot using the Closed Voting Card.

- d) Shareholders/Authorized Representatives choose one (01) of three (03) opinions by marking (X) or (✓) on the Voting Card.

- d) Before voting, the Vote Counting Committee is responsible for providing detailed guidance on voting procedures.

4. Voting Card classification

- a) Valid Voting Cards:



- (i) Marked (X) or (✓) on one (01) voting option for each item on the Voting Card issued by the Organizing Committee;
- (ii) Voting Cards without erasures, scratches, tears, patches, or additional content. In case of torn Voting Cards, the Organizing Committee will consider acceptance based on the tear location;
- b) Invalid Voting Cards: Cards not meeting valid voting card conditions. Remaining valid voting contents will still be counted in the voting results.
- c) Blank Votes: Voting Cards not submitted to the Vote Counting Committee or without a marked voting option. Blank votes are aggregated into the "Abstention" voting category.

#### **Article 11. Vote counting**

1. Vote counting must be conducted immediately after the voting process concludes.
2. The Vote Counting Committee shall conduct verification and statistical analysis of voting cards (closed) following a sequential counting process, preparing a vote counting minutes that clearly specifies: Total company shares; Total circulating shares with voting rights; Total number of shareholders and shareholder representatives invited to the meeting representing the company's shares; Total shareholders and representatives attending the meeting; Total shareholders/representatives participating in voting at the Meeting (calculated by total closed voting cards).
3. "Vote for", "Vote against", and "Abstention" opinions will be aggregated separately. Blank voting cards will be consolidated into the "Abstention" group. The percentage of each opinion will be calculated based on the total voting rights issued during registration.
4. Voting results will be determined for each voting item and calculated as a percentage (%), rounded to three (03) decimal places.
5. The vote counting results will be documented by the Vote Counting Committee in the vote counting minutes, clearly stating: Total company shares; Total circulating shares with voting rights; Total number of shareholders and representatives invited to the meeting representing the company's shares; Total shareholders and representatives attending the meeting, representing shares with voting rights at the meeting.

#### **Article 12. Complaints**

Any queries or complaints (if any) will be received by the Organizing Committee and forwarded to the Meeting Chairperson for resolution.

#### **Article 13. Implementation provisions**

These Regulations shall take effect from the date signed by the Chairman of the Board of Directors and will be applied at the Annual General Meeting of Shareholders for 2026 to be held on June 5, 2026, when approved by shareholders/representatives with voting rights attending the Meeting at the ratio specified in the Company's Charter.

##### **Recipients:**

- 2026 Annual GMS;
- BOD, BOM, Supervisory Board;
- Archives.

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



**REPORT OF THE BOARD OF DIRECTORS**  
**On business performance in 2025 and development orientation for 2026**

**I. ASSESSMENT BY THE BOD ON THE COMPANY'S OPERATIONS IN 2025**

2025 was a challenging year but also brought many opportunities for ATS Investment Group Joint Stock Company (*hereinafter referred to as the "Company"*). In the face of adverse impacts from the global economic situation, along with the decline in consumer demand and investment, the Board of Directors (*hereinafter referred to as "BOD"*) made significant efforts to maintain production and business activities, implement key governance initiatives, and adapt flexibly to market changes. As a result, the Company successfully achieved several targets set by the General Meeting of Shareholders (*hereinafter referred to as the "GMS"*) for 2025. The key results accomplished during the year are as follows:

- Revenue reached VND 47,513,710,650, down 6.1% compared to 2024.
- Profit after tax reached VND 529,476,330, up 166,4% compared to 2024.
- Total assets reached: VND 49,918,615,064.
- Equity: VND 44,182,366,875
- The Company successfully held the 2025 Annual GMS and Extraordinary GMS meetings in November with many important contents approved.
- The Company consistently focused on maintaining and enhancing welfare policies for employees, including daily nutritious meals, comprehensive insurance coverage, periodic health check-ups, performance bonuses, support for professional training, and team-building activities. These efforts aim to foster a professional, sustainable and motivating work environment.
- The Company strictly adhered to legal regulations and standards regarding production and environmental protection. During its transition into the real estate sector, the Company prioritized researching and adopting advanced technologies, aiming for sustainable development, energy efficiency, material conservation, and minimizing negative environmental impacts, thereby laying a solid foundation for future projects".
- The BOD consistently pursued a strategic direction to expand supply sources and markets, accelerate growth, maximize customer benefits, and thereby enhance value for the Company and society while minimizing risks and improving operating profit margins.

**II. ASSESSMENT BY THE BOD ON THE PERFORMANCE OF THE BOARD OF MANAGEMENT**

The General Director and the executive apparatus strictly complied with legal regulations and the Company's policies. In 2025, the BOD highly commended the Board of Management for the following points:

- Closely overseeing business and investment activities, providing timely reports, and proposing solutions to address market fluctuations.



- Maintaining profitable business results despite a global economy impacted by geopolitical conflicts, inflation, and a challenging real estate market.
- Promoting the application of technology, particularly artificial intelligence (AI), in management, operations, and business activities, marking a significant step forward in the digital transformation process, enhancing operational efficiency, and optimizing resources.
- Implementing sustainable development initiatives linked to community responsibility.

However, as the 2025 business plan was not fully achieved, the Board of Management needs to optimize capital utilization efficiency, strengthen risk control, and enhance corporate governance. Additionally, it should develop competitive compensation and reward policies to attract and retain talent, ensuring the necessary resources for the new development phase".

### **III. ASSESSMENT OF CORPORATE GOVERNANCE ACTIVITIES**

#### **1. General Meeting of Shareholders**

The General Meeting of Shareholders (GMS) is the highest decision-making body of the Company, comprising all shareholders with voting rights.

On April 08, 2025, the GMS held its annual meeting and passed Resolution No. 01/2025/NQ-DHĐCĐ-ATS.

In 2025, the resolutions approved by the GMS were diligently implemented by the Company, with the assigned tasks largely completed. However, due to a combination of objective and subjective factors, the Company's business performance targets fell short of the set goals.

Regarding the private placement plan for shares to increase the Company's charter capital approved by the General Meeting of Shareholders, additional time is required during the implementation process; therefore, the Board of Directors proposes an extension of the plan at the 2026 General Meeting of Shareholders.

#### **2. BOD**

##### **a. Composition and structure of the BOD**

The BOD of the Company currently has 03 members, all of whom are non-executive members, including 01 independent member, Mr. Nguyen Truong Quoc Cuong.

The proportion of independent members on the BOD is maintained at 1/3, ensuring compliance with the requirement for the number of independent BOD members. This contributes to maintaining objectivity, preventing conflicts of interest, and safeguarding the rights of shareholders with respect to the BOD's decisions.

##### **b. Activities of the BOD**

The BOD focused on directing the implementation of the contents and plans approved by the GMS, and at the same time closely followed the strategy for the 2020-2026 period. In order to improve governance efficiency, the BOD made important adjustments and strengthened supervision through the Internal Supervisory Board to identify, prevent and manage risks.

The BOD closely coordinated with the Supervisory Board to supervise the Board of Management in operating the Company, promptly directing business strategies in accordance with real estate market developments. Key activities included:

- Overseeing and evaluating the implementation of the 2025 business plan, drawing lessons for the next period.



- BOD members participated in meetings of the Board of Management, providing guidance within their authority.
- Directing the successful organization of the 2025 Annual GMS on April 8, 2025.
- Monitoring the execution of the BOD's Resolutions and Decisions.
- Reviewing financial operations, capital utilization, investments, human resources, and other critical activities to ensure transparent and efficient operations.
- Supervising and directing the Board of Management in implementing the plan for a private placement of shares to professional securities investors as per the approved proposal.

In 2025, the BOD held 09 meetings to discuss and reach consensus on matters within its authority, issued 10 Resolutions approving policies and decisions related to the Company's business operations and strategic development orientation. This enabled prompt guidance to be provided to the Board of Management for production and business activities in line with the GMS Resolutions.

All BOD meetings were attended by the Head of the Supervisory Board and/or Supervisory Board members as observers, fulfilling their monitoring and oversight functions and providing feedback to the BOD. In principle, all resolutions and decisions of the BOD require the approval of at least two-thirds of the total number of BOD members present, including valid votes submitted by absent members at the meeting. In cases where the number of approving and opposing votes is equal, the vote of the BOD Chairman serves as the deciding vote, while members with dissenting opinions retain the right to reserve their views.

BOD members are not permitted to vote on contracts, transactions, or proposals in which they or their related parties have interests that conflict, or may conflict, with the interests of the Company. A BOD member will not be counted toward the minimum number of attendees required to hold a BOD meeting for decisions on which they are not entitled to vote.

Specifically, the meetings of the BOD are as follows:

No.	Resolution number	Date	Content
01	01/2025/NQ-HĐQT-ATS	02/01/2025	Approval of Contracts and Transactions with Related Parties in 2025
02	02/2025/NQ-HĐQT-ATS	07/02/2025	Finalizing the list of shareholders attending the 2025 Annual GMS
03	03/2025/NQ-HĐQT	21/3/2025	Regarding the dismissal of the General Director
04	3A/2025/NQ-HĐQT	21/3/2025	Regarding the appointment of the General Director
05	04/2025/NQ-HĐQT	02/6/2025	Regarding selection of the independent auditing firm for the 2025 financial statements
06	05/2025/NQ-HĐQT	27/6/2025	Approval of the implementation of the plan for a private placement of shares to increase the Company's Charter Capital and other related contents
07	06/2025/NQ-HĐQT	30/6/2025	Approval of the registration file for private offering of shares

08	07/2025/NQ-HĐQT	09/09/2025	Regarding the continued implementation of the private placement plan and the approval of the Company's private placement registration dossier in accordance with the GMS' Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 08, 2025
09	08/2025/NQ-HĐQT	03/12/2025	To update the registration documentation for the private offering of shares.
10	09/2025/NQ-HĐQT	31/12/2025	Resolution of the Board of Directors on the Approval of Related Party Transactions

**c. Attendance rate of BOD members**

No.	BOD Member	Number of meetings attended by the BOD	Attendance rate	Reason for non-attendance
04	Mr. Tran Phuc Thien An	9/9	100%	
05	Ms. Tran Thi Thuy Hang	9/9	100%	
06	Mr. Nguyen Truong Quoc Cuong	9/9	100%	

**d. Independent and non-executive members of the BOD**

Currently, the structure of the BOD of the Company has 01 independent member, 02 non-executive members, ensuring a balance between independent members and executive members.

Independent members of the BOD play a role in balancing interests, ensuring that decisions of the BOD are made on an objective and independent basis.

**d. Activities of Subcommittees of the BOD**

The BOD does not establish subcommittees directly under its authority. Instead, the BOD assigns independent members of the BOD to oversee personnel, remuneration, bonuses, and welfare matters for employees. This includes preparing personnel plans, addressing personnel-related issues within the scope of appointment authority, or providing opinions. Additionally, the independent BOD member, based on the Company's production and business performance, formulates policies on remuneration, bonuses and welfare for employees.

In 2025, independent members of the BOD promoted their advisory role, ensuring objectivity and transparency in the Company's personnel management and welfare policies.

The BOD assigns the Shareholder Relations Department and the Internal Supervisory Board with performing specialized functions, including:

- Organizing BOD meetings and providing information and documents to the BOD and the Supervisory Board.
- Advising and proposing decisions within the BOD's and Chairman's authority, as well as conducting periodic and ad-hoc reporting.
- Coordinating with other departments to monitor task execution, maintain labor discipline, and ensure the Company's operations are transparent and efficient.

**e. Corporate Governance Officer**



The Company continues to maintain a Corporate Governance Officer, Ms. Nguyen Minh Hien, who currently holds the dual roles of Company Secretary and Corporate Governance Officer. With her experience and expertise, the Corporate Governance Officer supports the BOD in activities such as preparing BOD and GMS meetings, ensuring BOD resolutions comply with legal regulations, and assisting BOD members in exercising their assigned rights and obligations.

**g. Remuneration, operating expenses and other benefits of the BOD in 2025:**

At the 2025 Annual General Meeting of Shareholders, pursuant to the Proposal on remuneration for the Board of Directors and the Supervisory Board, the remuneration of the Board of Directors and the Supervisory Board was determined at 1% of profit after tax. However, according to the implementation report, the profit after tax for 2025 did not achieve the planned target; therefore, the Board of Directors and the Supervisory Board agreed not to receive remuneration for 2025.

This decision demonstrates the spirit of responsibility and the alignment of the interests of the management bodies with the Company's business performance, while also sharing difficulties with the Company and its shareholders.

**3. Corporate Governance Training**

The Company places emphasis on training and updating knowledge in legal regulations, corporate governance, and information disclosure for members of the Board of Directors, the Supervisory Board, the Executive Management, and key managerial personnel, with the aim of enhancing governance capacity, ensuring compliance, and approaching good corporate governance practices. The Company participated in the following training courses and conferences in 2025:

1. Forum "For a Renewal of the GMS" 2025, held on February 27, 2025, organized by SSC, HOSE, HNX, and the Vietnam Institute of Directors (VIOD);
2. Workshop on Resolution 68-NQ/TW regarding private sector development and updates on corporate governance orientations in accordance with ASEAN and OECD principles and best practices, held on June 6, 2025, organized by SSC and VIOD.
3. Workshop on Guidance for ESG Information Disclosure for the Financial, Manufacturing, and Real Estate – Construction Sectors, held on July 31, 2025, organized by the SSC.
4. Conference on Dissemination of Amendments and Supplements to the Law on Securities and Detailed Implementing Regulations, within the framework of the Project "Enhancing Capacity to Promote the Effectiveness of the Vietnamese Securities Market" funded by JICA, held on October 16, 2025, organized by the SSC.
5. Advanced Tax Workshop: Updates and Resolution of Issues Related to Tax Policies in 2025 – Practical Issues for Enterprises, held from September 9 to September 11, 2025, organized by the Association of Chartered Certified Accountants (ACCA).
6. Conference on Dissemination and Training on the Contents of Circular No. 99/2025/TT-BTC, held on November 11, 2025, organized by the Ministry of Finance.
7. Workshop on "Resolution No. 254/2025/QH15 of the National Assembly on Certain Mechanisms and Policies to Address Difficulties and Obstacles in the Implementation of the Land Law", held on December 25, 2025, co-organized by the SSC, VIOD, and the International Finance Corporation (IFC).

**IV. Regarding transactions between the Company, its subsidiaries, BOD members and their related individuals; transactions between the Company and companies in which BOD**



members are founding members or business managers in the last 03 years prior to the transaction date: according to the 2025 Audited Financial Statements (FS).

## **V. ASSESSMENT BY THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS**

### **1. Regarding the organization of BOD meetings and decisions of the BOD**

Issues under the jurisdiction of the BOD and contents authorized by the GMS were thoroughly discussed and agreed upon by the BOD through its meetings, based on reports, proposals, and recommendations from the Board of Management.

All BOD meetings were convened and conducted with a specific schedule, with comprehensive and well-prepared documentation. The contents of these meetings were discussed, debated, and carefully evaluated by BOD members to provide the best directions and solutions for the Company.

### **2. Report on transactions between the Company, its subsidiaries, BOD members and their related individuals; transactions between the Company and companies in which BOD members are founding members or business managers in the last 03 years prior to the transaction date:**

In 2025, the BOD approved contracts and transactions between the Company and related parties. Detailed information on these transactions is presented in the Notes to the 2025 Audited Financial Statements.

### **3. Activities of the BOD**

Based on the approvals from the 2025 Annual GMS, the BOD implemented the tasks entrusted by the GMS. The approval of matters within the BOD's authority and those delegated by the GMS complied with the provisions of the Law on Enterprises, the Company's Charter, the Internal Corporate Governance Regulations, and the BOD Operating Regulations.

In 2025, the BOD, in collaboration with the Board of Management, continuously maintained and promoted the Company's "extended family" culture, fostering a spirit of unity and commitment among employees. Appropriate welfare and remuneration policies were also established.

### **4. Supervision performance of the Board of Management**

The General Director effectively managed the Company's operations in 2025 while adhering to corporate governance regulations.

The General Director and Deputy General Directors organized and participated in regular and extraordinary meetings to update on investment and business developments, enabling prompt formulation of optimal plans and solutions.

## **VI. ORIENTATION OF THE BOARD OF DIRECTORS**

### **1. Organizational structure and personnel plan for 2026**

- Streamline the governance structure, enhance operational quality, ensure transparency of information regarding the Company and related parties, and promptly update new legal documents in governance, management, and information disclosure activities.
- Strengthen the role of BOD members and enhance opportunities for corporate governance training for members of the BOD, Board of Management and Supervisory Board.
- Enhance governance and risk control in finance, accounting, auditing and risk management, while effectively managing costs.

- Review and refine the restructuring proposal for the governance model. Select projects and partners aligned with the Company's strategy for capital contribution and mergers & acquisitions (M&A).
- The BOD plans to maintain the current personnel structure until the GMS conducts elections for the new BOD term.
- Plan and successfully organize the 2026 Annual GMS.

## **2. Production and business plan for 2026**

Based on the Company's internal factors combined with macroeconomic forecasts, the BOD has approved the business plan submitted by the Board of Management for consideration and approval by the Annual GMS, with the following development orientations for 2026:

### **a. Regarding business performance:**

- Revenue: VND 60 billion
- Profit after tax: VND 3 billion

### **b. Regarding business activities:**

In 2026, the Company identifies its strategic objective as optimizing existing resources and expanding its business ecosystem to create momentum for breakthrough growth during the 2026–2030 period. The key focuses include:

- Maintaining and developing existing business segments: The Company will continue to effectively maintain and develop its existing production and business activities in order to leverage its established customer base and market reputation, thereby contributing to revenue growth.
- Expansion of construction materials trading: This business segment serves as a strategic supporting activity aimed at optimizing the value chain for the Company's real estate projects and supplying the market. Proactively securing the supply of construction materials not only helps control input costs and ensure construction progress for internal projects, but also maximizes the existing network of partners and contractors to generate stable and sustainable revenue streams.
- Investment in industrial catering services: The Company will focus on developing industrial meal supply services. Facilities, machinery, and equipment will be reorganized, allocated, and invested in at an appropriate level to ensure stable operations, maintain reasonable production efficiency, and strengthen accumulation capacity to enable faster growth and qualitative transformation after 2026.
- Real estate sector: Residential and industrial real estate will continue to be the key sectors accounting for a major proportion of the Company's revenue structure. However, the Company will flexibly adjust the proportion among segments and product lines in each period to adapt to market fluctuations.
- Social housing strategy: The Company will intensify the search for projects and the development of investments in social housing, worker housing, and housing for low-income earners in line with the Government's orientation and support policies. This will be a core focus of the Company's development strategy for the 2026–2030 period, affirming its social responsibility and the sustainability of its brand.
- Cooperation and development: The Company will proactively seize opportunities for cooperation, transfer, and project development, while introducing high-quality and competitive products to the market that effectively meet the actual needs of customers.



**c. Regarding sustainable development**

Prioritize training and development of the workforce across all employees. Establish a transparent and fair competency evaluation system to attract talent.

Accelerate the implementation of a succession plan for leadership positions within both the BOD and the Company's executive management.

Continue overseeing personnel restructuring efforts, reviewing and assessing remuneration, bonuses, and welfare policies for all employees.

**d. Regarding personnel organization activities**

– Fulfill commitments to sustainable development regarding occupational safety, health, and the working environment for all employees of the Company.

– Apply new technologies and standards in governance, investment, business, finance, and accounting to improve quality, progress, labor productivity, and business efficiency. Continue promoting the use of artificial intelligence (AI) in management and operations to optimize resources, advance digital transformation, and ensure sustainable, environmentally friendly development.

– Maximize shareholder benefits while ensuring the Company's sustainable growth.

– Balance the interests of other stakeholders: customers, employees, partners; while fulfilling obligations to the State. Pursue sustainable development alongside environmental protection and social welfare.

– Enhance competitiveness for sustainable growth, expand the search for and selection of high-economic-efficiency projects suited to the Company's capabilities and experience in domestic and regional markets, contributing positively to the nation's economic development.

**Recipients:**

- 2026 Annual GMS;
- BOD, BOM, Supervisory Board;
- Archives.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**





**REPORT ON THE ACTIVITIES OF THE INDEPENDENT MEMBER  
OF THE BOARD OF DIRECTORS IN 2025**

**I. LIST OF INDEPENDENT BOARD MEMBER**

Within the composition of the Board of Directors (BOD) for the 2024–2029 term elected at the General Meeting of Shareholders (GMS) on April 19, 2024 of ATS Investment Group JSC (hereinafter referred to as “ATS Company” or “ATS”), one-third (1/3) of the BOD members are independent members. The independent member has not served more than two consecutive terms, in compliance with the Law on Enterprises 2020.

The independent member is as follows:

No.	Independent BOD Member	Position	Appointment Date	Attendance	Attendance Rate	Reason for Absence
1	Mr. Nguyen Truong Quoc Cuong	Independent BOD Member	April 19, 2024	9/9	100%	

**II. ACTIVITIES OF THE INDEPENDENT BOARD MEMBER IN 2025**

In 2025, the independent BOD member fully performed his roles and responsibilities in accordance with the Law on Enterprises, the Company’s Charter and internal governance regulations, ensuring objectivity in providing opinions and supervision. Key activities include:

- Full participation and strategic input: Attended all regular and ad-hoc BOD meetings; actively contributed independent and objective opinions on key decisions.
- Supervision of related-party transactions and internal control: Closely monitored the approval and execution of related-party transactions to ensure transparency and prevent conflicts of interest; regularly reviewed the internal control system and proposed measures to mitigate financial risks amid market volatility.
- Advisory role: Coordinated with and advised the Executive Board on senior management restructuring and the adoption of modern corporate governance practices to enhance operational efficiency.

**III. ASSESSMENT OF THE BOARD OF DIRECTORS**

**1. BOD Meetings and Resolutions**

During the year, the BOD held meetings to review and decide on matters within its authority and those authorized by the GMS, based on reports and proposals from the Executive Board, ensuring transparency and effectiveness.

The BOD discussed and resolved key issues related to business operations, finance, investment, corporate governance and long-term strategy. All decisions were made in compliance with applicable regulations, the Company's Charter and GMS resolutions.

The BOD also supervised the implementation of its decisions and directed the Executive Board to carry out approved plans.

Overall, the BOD performed effectively and fulfilled its responsibilities. However, further improvements are needed in market forecasting, project progress control and capital efficiency in the context of market volatility.

## **2. Activities of the BOD**

The BOD implemented the tasks assigned by the 2025 Annual GMS in compliance with applicable laws, the Company's Charter and internal regulations.

During the year, the Board of Directors implemented the activities and matters approved by the Board. The Board proactively carried out relevant activities and completed the necessary procedures and documentation for the implementation of the private placement of shares to increase the Company's charter capital; however, additional time was required during the implementation process.

These efforts demonstrate proactive management in investment and financial improvement. However, stronger control over cash flow and more efficient project execution are required in the coming period.

## **3. Supervision of the Executive Board**

The independent BOD member monitored the activities of the Executive Board in 2025 and noted the following:

- Operational efficiency and compliance: The Executive Board managed business activities effectively in line with GMS and BOD resolutions, ensuring compliance with legal and internal regulations.

- Management flexibility: Maintained regular reporting mechanisms, promptly updated market developments and adopted appropriate measures to ensure progress of key projects.

- Transparency and coordination: Coordination between the Executive Board and the BOD was conducted in a transparent and responsible manner. Key decisions were made with appropriate consultation.



#### IV. KEY RECOMMENDATIONS FOR THE NEXT PERIOD

- Strengthen proactive risk management aligned with the Company's strategy and resource allocation.
- Improve governance efficiency, enhance data utilization and strengthen IT risk control.
- Enhance coordination among the BOD, Supervisory Board and Executive Board, with clear accountability.
- Conduct regular performance evaluations across management levels and departments.
- Improve control procedures for related-party transactions to ensure transparency and compliance.
- Strengthen cash flow management and improve the efficiency of social housing projects while leveraging preferential funding sources.

**INDEPENDENT MEMBER OF  
THE BOARD OF DIRECTORS**

**Recipients:**

- 2026 AGMS
- BOD
- Filed for record



**NGUYEN TRUONG QUOC CUONG**



**REPORT OF THE SUPERVISORY BOARD**  
**On supervision activities in 2025 and Operational Orientation for 2026**

To: Annual General Meeting of Shareholders 2026

Based on the rights and obligations of the Supervisory Board specified in the Law on Enterprises and the Charter on Organization and Operation, the Internal Corporate Governance Regulations of ATS Investment Group Joint Stock Company (the Company or ATS Company).

The Supervisory Board conducted supervision activities in accordance with regulations governing the Company's operations in 2025 and hereby would like to report to the General Meeting of Shareholders (GMS) on the Board's activities in 2025. The details of the report are as follows:

**I. MEMBERS OF THE SUPERVISORY BOARD, REMUNERATION, OPERATING EXPENSES, AND MEETINGS OF THE SUPERVISORY BOARD**

**1. Members of the Supervisory Board**

The Supervisory Board of the Company consists of 03 members: Ms. Lam Thi Thanh Hue (Head of the Board) and Ms. Tran Thi Diep (Member) possess expertise in accounting and auditing, while Ms. Dao Thi Ngoc Bich (Member) specializes in Finance and Banking. None of the Supervisory Board members are part of the Company's accounting or finance department. Furthermore, all members of the Supervisory Board are neither members nor employees of the independent auditing firm currently auditing the Company's financial statements, nor do they have any relationships with the Board of Directors (BOD) or the Board of Management, thereby ensuring objectivity in the evaluation and supervision process.

**2. Remuneration and operating expenses**

At the 2025 Annual General Meeting of Shareholders, pursuant to the Proposal on the remuneration of the Board of Directors and the Supervisory Board, the Company approved the remuneration for the Board of Directors and the Supervisory Board at 1% of profit after tax. However, based on the implementation report, the profit after tax for 2025 did not meet the approved business plan. Accordingly, the Supervisory Board unanimously resolved not to receive any remuneration for 2025. This decision reflects the sense of responsibility of the Supervisory Board, aligning the interests of the governing bodies with the Company's business performance, while sharing the difficulties encountered by the Company and its shareholders.

**3. Summary of Supervisory Board meetings**

No.	Members of the Supervisory Board	Position	Number of Supervisory Board meetings attended	Attendance rate	Reason for non-attendance
1	Ms. Lam Thi Thanh Hue	Head of the Board	2/2	100%	
2	Ms. Dao Thi Ngoc Bich	Member	2/2	100%	
3	Ms. Tran Thi Diep	Member	2/2	100%	



## II. REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD

The Supervisory Board (SB) consists of 03 (three) members, representing shareholders, tasked with inspecting, supervising, and proposing improvements to enhance corporate governance and risk management at the Company. In 2025, the SB focused on the following activities:

- Supervising the implementation of the business plan and the execution of GMS resolutions and the Board of Directors (BOD).
- Checking compliance with legal regulations, the Company's Charter, internal regulations and procedures as well as assessing the reasonableness of operational management and resource allocation.
- Supervising transactions involving the BOD, the Board of Management (BOM), the SB and related parties in accordance with legal regulations.
- Collaborating with the Finance and Accounting Department to review quarterly financial statements.
- Maintaining close coordination with the BOD, the Board of Management and shareholders to ensure the legitimate rights and interests of the Company and shareholders, fully performing duties as stipulated by law and the Company's Charter.

### ✦ **Supervisory activities of the Supervisory Board for the BOD, the BOM and shareholders**

#### **\* For the BOD:**

- The governance activities of the BOD in 2025 complied with the Law on Enterprises and related legal regulations, the Company's Charter and the Internal Corporate Governance Regulations, adhering to the implementation of Resolution No. 01/2025/NQ-DHDCD-ATS dated April 8, 2025.
- The SB regularly conducted supervision over the activities of the BOD and the BOM to ensure compliance with legal regulations, the Company's Charter on Organization and Operation, including the execution of GMS resolutions and BOD resolutions.
- The SB attended and provided feedback at BOD meetings, reviewed investment and business results, assessed the appropriateness of BOD decisions, and supervised the process of obtaining voting opinions from BOD members.
- The SB supervised the preparation of reports and the timely disclosure of periodic and extraordinary information in accordance with the Law on Securities and related legal documents.

#### **\* For the BOM:**

The SB closely supervised the operational activities of the Board of Management, specifically:

- Monitoring the implementation of BOD resolutions, evaluating the timeliness and flexibility of management efforts, particularly in the context of a volatile real estate market.
- Supervising investment activities and capital contributions to other companies to ensure financial efficiency and resource optimization.
- Ensuring independence in the process of supervision, fully complying with functions and tasks in accordance with the law and the Company's Charter.

#### **\* The coordination of activities between the Supervisory Board for the activities of the BOD, the BOM and other managers:**

- The Supervisory Board closely collaborated with the BOD and the Board of Management in fulfilling its assigned functions and duties. The BOD and the BOM facilitated the SB's tasks by providing relevant information and documents related to the Company's operations. The SB was fully invited to attend BOD meetings and regular briefings of the BOM.
  - The Supervisory Board closely coordinated with the BOD and the Internal Supervisory Board in supervising and inspecting investment and business activities, evaluating performance data, proposing measures to improve results and mitigating risks.
  - The SB closely coordinated with the Internal Supervisory Board to supervise internal control and auditing activities in 2025.
- \* Other activities of the SB:**
- The SB proposed the selection of an independent auditing firm to review the 2025 financial statements.
  - The SB appraised the completeness, legality and truthfulness of audited business performance reports, semi-annual (06 months) and annual financial statements.

### III. SUPERVISORY RESULTS OF THE SUPERVISORY BOARD

Based on the authority and duties stipulated as well as the Supervisory Board's activity plan approved by the 2025 Annual GMS, the SB achieved the following results:

#### 1. Activities of the SB in 2025:

- The SB organized a meeting of the SB and elected the Head of the SB immediately after the new SB, consisting of 03 members, was elected by the GMS on April 19, 2025.
- The SB conducted supervision over the implementation of the 2025 business plan by the BOD and the BOM in accordance with the resolutions of the 2025 Annual and Extraordinary GMS; inspected the legality and reasonableness of the issuance, implementation and outcomes of the resolutions and decisions of the BOD and the BOM.
- The SB reviewed the reasonableness, legality, accuracy and prudence in accounting, statistical work, and the preparation of the 2025 financial statements. The SB examined the quarterly, semi-annual (6-month), and annual financial statements, which were reviewed and audited by AFC Vietnam Auditing Co., Ltd., a firm approved by the State Securities Commission of Vietnam to audit listed organizations. The SB reviewed and agreed with the content and financial data prepared by the Accounting Department, with no exceptions noted. The financial statements were prepared in full compliance with the Company's Charter, accounting standards, and regulations, ensuring accuracy, honesty and reasonableness.
- The SB supervised transactions with related parties arising in 2025 as per the resolutions of the GMS and BOD. All such transactions were fully disclosed in the financial statements, ensuring compliance with accounting regulations and financial transparency.

#### 2. Results of the 2025 Business Plan Implementation

*Unit: VND*

Indicator	Plan	Actual result	Completion rate
Revenue	50,000,000,000	47,513,710,650	95.0%
Profit after tax	2,000,000,000	529,476,330	26.5%



The 2025 business results achieved revenue of VND 47,513,710,650, completing 95% of the revenue plan, and profit after tax of VND 529,476,330, completing 26.5% of the profit plan approved by the 2025 GMS.

**3. Regarding transactions between the Company, its subsidiaries, BOD members and their related individuals; transactions between the Company and companies in which BOD members are founding members or business managers in the last 03 years prior to the transaction date:** according to the 2025 Audited Financial Statements.

**4. Supervision of BOD members, BOM members and management personnel**

Through inspection and supervision activities, the SB found that the BOD and the BOM complied with legal regulations, the Company's Charter, the Internal Corporate Governance Regulations, and the resolutions of the 2025 Annual GMS. No irregularities were observed in business operations, and all activities were conducted in accordance with the Law on Enterprises, the Company's Charter and applicable legal regulations, specifically:

**\* Board of Directors**

- Amid the complex economic and political market developments in 2025, the BOD closely supervised and provided timely decisions and guidance to the BOM in managing production and business operations.
- The resolutions issued by the BOD were in line with its functions and authority, consistent with GMS resolutions, and compliant with the Law on Enterprises, the Company's Charter, the Internal Corporate Governance Regulations, and other legal provisions.
- The BOD held regular and extraordinary meetings as required to implement supervision and provide direction for the Company's business activities.
- The BOD consistently monitored the BOM's activities, issuing timely directions and guidance to enhance the Company's operational efficiency.

**\* Board of Management**

- The BOM fulfilled its functions and authority in compliance with the Law on Enterprises, the Company's Charter, the Internal Corporate Governance Regulations, and other legal provisions.
- In 2025, the BOM faced numerous challenges in management amid global economic instability, the prolonged Russia-Ukraine conflict, and fluctuations in the real estate market. Nevertheless, with a strong sense of responsibility, the BOM persistently pursued the production and business plan targets while actively promoting collaboration on key projects and adapting flexibly to market developments.
- The BOM proactively engaged professional entities to implement a digital transformation platform, integrating modern technology into management, operations, and business activities. The Company's electronic information portal was upgraded with new features, enabling shareholders and partners to access and utilize data efficiently. Additionally, the BOM advanced the application of artificial intelligence (AI) and Industry 4.0 technologies to optimize governance processes, enhance work performance, and utilize human resources effectively. This marks a significant step forward, laying a solid foundation for the Company's sustainable development in the new period.

#### IV. COMMENTS AND RECOMMENDATIONS

Based on the results of inspection, supervision and financial indicators, the SB offers the following recommendations to ensure the successful implementation of the 2025 business plan, align with strategic goals through 2030 and minimize risks in operational processes:

- **Regarding the system of governance and management documents:** It is necessary to update and adjust processes, regulations, and delegation mechanisms to optimize productivity, reduce errors, and ensure efficient and transparent management operations.
- **Regarding the management activities of the BOM:** Review the personnel structure and streamline the organizational framework while maintaining operational efficiency, enhance coordination between departments, and implement a synchronized online approval system to improve flexibility and timeliness in management.
- **Regarding personnel policies:** The Company identifies human resources as its most valuable asset. Therefore, it should continuously innovate and refine recruitment, compensation, and reward policies to suit each development phase. Beyond focusing on the material and spiritual well-being of employees, the Company must emphasize professional training, foster corporate culture, and create motivation for sustainable development. The goal is to build a workforce capable of overcoming challenges, continuously enhancing expertise, and aspiring to become leading experts in the real estate sector.

#### V. ORIENTATIONS AND TASKS OF THE SUPERVISORY BOARD IN 2026

In order to ensure the successful implementation of the 2026 business plan, achieve the strategic goals for the 2026-2030 period, and minimize risks in operational processes, the Supervisory Board (SB) will focus on the following key tasks to enhance supervision and corporate governance effectiveness:

- Conduct supervision over compliance with legal regulations and the Company's Charter in governance and management activities.
- Monitor the implementation of the 2026 GMS resolutions, promptly identifying and preventing actions that may jeopardize the interests of the Company and shareholders, ensuring the achievement of set objectives.
- Review the semi-annual and annual 2026 financial statements, assessing the transparency and accuracy of financial information.
- Fully perform the functions and duties as stipulated by law, the Company's Charter and the SB's Operating Regulations.
- Address additional requests from shareholders and the BOD, contributing to improved governance efficiency and sustainable development.

**Recipients:**

- Annual GMS 2026;
- BOD, BOM;
- Archives.

**ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF THE BOARD**



**LAM THI THANH HUE**





**REPORT OF THE BOARD OF MANAGEMENT**

**On production and business performance in 2025 and operational orientation for 2026**

**I. PRODUCTION AND BUSINESS PERFORMANCE IN 2025**

**1. Results of implementation of the production and business plan in 2025**

In 2025, the global economy maintained its recovery momentum, but the pace remained slow due to the influence of complex geopolitical fluctuations and prolonged inflationary pressures. Instabilities in global supply chains and volatile energy costs caused numerous challenges for businesses. In the domestic market, although Vietnam's economy achieved a positive growth rate of 8.02%, the business community still had to face high input costs and interest rate levels that had not yet truly cooled down, putting pressure on profit margins.

Facing those challenges, with a high spirit of responsibility and determination, the Board of General Directors persistently implemented the set plan objectives. The Company focused on promoting cooperation at key projects and flexibly adapting to unexpected market developments.

However, with a high spirit of responsibility, the Board of General Directors still persistently implemented the production and business plan targets, while simultaneously promoting the implementation of cooperation in key projects and adapting flexibly to market developments. Summarizing the full year of 2025, the Company's revenue reached 47.5 billion VND, a decrease of 6.1% compared to 2024, completing 95.0% of the plan. Profit after tax reached 529.5 million VND, an increase of 166.4% compared to 2024, completing 26.5% of the profit after tax plan.

**Unit: VND**

Indicator	Unit	2025 plan	2025 actual performance	Completion rate (%)
Charter capital	VND	35,000,000,000	35,000,000,000	100
Revenue	VND	50,000,000,000	47,513,710,650	95.0
Profit after tax	VND	2,000,000,000	529,476,330	26.5

**2. Results of implementation of other tasks:**

**a) Regarding the business organization and management**

- In 2025, BOM proactively hired specialized units to provide training on digital transformation platforms, integrating modern technology into management, operations and business activities. The Company's website was upgraded with new features, enabling shareholders and partners to access and utilize data efficiently. Additionally, the BOM advanced the application of artificial intelligence (AI) and Industry 4.0 technologies to optimize governance processes, enhance work performance, and utilize human resources effectively. This marks a significant step forward, laying a solid foundation for the Company's sustainable development in the new period.
- The BOM fulfilled its functions and authority in compliance with the Law on Enterprises, the Company's Charter, the Internal Corporate Governance Regulations and other legal provisions.

- The internal management documentation system, including regulations, policies, and procedures across various aspects of the Company's operations, was updated to meet the requirements for improving management efficiency.
- Financial, accounting, and asset management activities were fully executed in accordance with regulations and laws. Capital management and cash flow allocation were conducted flexibly, appropriately and in line with regulations, effectively and promptly meeting the needs of business and investment activities. Auditing activities were carried out accurately, on schedule and as required.
- Efforts to promote thrift and combat waste were widely implemented, fostering a collective awareness among employees and reducing overall input costs for goods.

***b) Regarding investment activities***

Based on actual market developments and the priority orientation of cash flow management, in 2025, the Board of General Directors maintained a policy of not implementing additional new investments to ensure financial safety and to concentrate capital resources on core production and business activities.

***c) Regarding production and business activities.***

In 2025, the Company set targets of VND 50 billion in revenue and VND 5 billion in profit after tax.

Despite facing many overall difficulties due to ongoing economic fluctuations, the relentless efforts of the leadership team led to significant improvements in production and business performance compared to 2023.

Revenue reached VND 47,513,710,650, achieving 95% of the plan. Profit after tax was VND 529,476,330, reaching 26.5% of the plan.

***d) Regarding the implementation of other assigned tasks***

- Marketing and brand management were given due attention, with communication, advertising and trade promotion programs implemented in line with the Company's direction, achieving practical results in business operations and enhancing the Company's image. The ATS brand reputation was maintained and continuously strengthened. The ATS corporate culture was upheld and promoted, positively impacting all internal operations as well as the Company's image with external partners and customers.
- Labor-related activities such as training and recruitment were consistently prioritized, ensuring an adequate quantity and quality of labor for production and business needs. Employment, income, working conditions, and employee policies were secured and increasingly improved.

## **II. PRODUCTION AND BUSINESS PLAN FOR 2026**

### **1. Objective orientation:**

- Continue maintaining stability across all aspects of production and business activities;
- Successfully organize the 2026 Annual GMS and strive to comprehensively achieve the targets and tasks outlined in the GMS and BOD resolutions for 2026.



## 2. Main production and business plan targets in 2026

No.	Content	Plan for 2026	Notes
1.	Charter capital (VND)	35,000,000	
2.	Revenue (VND)	60,000,000,000	
3.	Profit after tax (VND)	3,000,000,000	
4.	Profit after tax/ revenue ratio (%)	5%	
5.	Profit after tax/ Charter capital ratio (%)	8.6%	
6.	Dividend rate (%)	The BOD will propose a dividend payment plan to the GMS for approval based on the Company's actual business performance	

## 3. Regarding corporate management activities

- Continue reviewing and refining the internal management documentation system to continuously enhance business management efficiency.
- Effectively and thoroughly implement regulations and management processes across all fields and stages of production, business and overall corporate governance, gradually professionalizing, streamlining and optimizing business management activities.

## 4. Regarding investment activities

ATS Company will focus on expanding its investment portfolio through acquiring shares in promising enterprises and pursuing mergers and acquisitions (M&A) in real estate, particularly social housing. The Company will conduct appraisals, negotiate strategic ownership, and restructure operations to optimize performance and increase value. Capital will be sourced from internal funds, financial credit, strategic investors, and securities issuance if necessary. ATS will also implement measures to control legal, financial, and market risks, ensuring investment efficiency and maximizing sustainable profits.

## 5. Regarding marketing - brand development activities

To further strengthen trade promotion activities to expand markets, implement promotional programs to boost product consumption, and enhance customer care initiatives to promote and attract customers, with a particular focus on organizing marketing activities to develop the market.

## 6. Regarding organization, labor and training activities

- Continue to arrange and consolidate the management apparatus appropriately and effectively, meeting the requirements of the Company.
- Ensure sufficient recruitment to meet the Company's operational needs.
- Ensure the stability of all aspects of the Company's operations; sustain long-term development; ensure stable employment, income, and continuous improvement in employees' spiritual well-being; continue supporting and facilitating the development of internal organizations and movements to meet the diverse spiritual needs of employees.

The BOM respectfully submits this report to the General Meeting of Shareholders for consideration and approval.

**Recipients:**

- 2026 Annual GMS;
- BOM;
- BOD, SB;
- Archives.

**GENERAL DIRECTOR**



**TRẦN TU LUC**





CÔNG TY CỔ PHẦN TẬP ĐOÀN ĐẦU  
TƯ ATS  
ATS INVESTMENT GROUP JOINT  
STOCK COMPANY  
====\*\*\*=====

Số/No: 05/2026/TTr-HĐQT

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM  
Độc lập – Tự do – Hạnh phúc  
SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness  
====\*\*\*=====

TP. Hồ Chí Minh, ngày 13 tháng 05 năm 2026  
Ho Chi Minh City, day 13 May, 2026

## TỜ TRÌNH PROPOSAL

V/v: Báo cáo tài chính đã kiểm toán năm 2025

*Re: Approval of the Audited Financial Statements for the year 2025*

**Kính gửi:** Đại hội đồng cổ đông Công ty Cổ phần Tập đoàn Đầu tư ATS  
**To:** General Meeting of Shareholders of ATS Investment Group Joint Stock Company

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 ngày 17 tháng 06 năm 2020;  
*Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020*
- Căn cứ Điều lệ của Công ty Cổ phần Tập đoàn Đầu tư ATS;  
*Pursuant on the Charter of ATS Investment Group Joint Stock Company*
- Căn cứ Nghị quyết Đại hội đồng cổ đông thường niên ngày 8/4/2025;  
*Pursuant on the Resolution of the Annual General Meeting of Shareholders dated April 8, 2025;*
- Căn cứ Nghị quyết Hội đồng quản trị số 04/2025/NQ-HĐQT Về việc lựa chọn đơn vị kiểm toán độc lập các Báo cáo tài chính niên độ 2025 ngày 02/6/2025.  
*Pursuant on the Resolution of the BOD No. 04/2025/NQ-HĐQT regarding the selection of an independent auditing firm for the 2025 fiscal year financial statements.*

Thực hiện theo Nghị quyết của Đại hội đồng cổ đông thường niên năm 2025 về việc lựa chọn đơn vị kiểm toán độc lập, Công ty TNHH kiểm toán AFC Việt Nam đã thực hiện kiểm toán Báo cáo tài chính năm 2025 của Công ty Cổ phần Tập đoàn Đầu tư ATS.

*As per the Resolution of the Annual General Meeting of Shareholders dated April 19, 2025 regarding the selection of an independent auditing firm, AFC Vietnam Auditing Company Limited has audited Financial Statements for the year 2025 of ATS Investment Group Joint Stock Company.*

Hội đồng quản trị kính trình Đại hội đồng cổ đông thông qua nội dung Báo cáo tài chính năm 2025 đã được kiểm toán bởi Công ty TNHH kiểm toán AFC Việt Nam, gồm:

*The Board of Directors respectfully submits to the General Meeting of Shareholders for aproval the Audited Financial Statements for the year 2025, as audited by AFC Vietnam Auditing Company Limited, which include:*

- + Báo cáo của Hội đồng quản trị/ Board of Management Report
- + Báo cáo kiểm toán độc lập/ Independent Auditors' Report
- + Bảng cân đối kế toán/ Balance Sheet
- + Báo cáo kết quả hoạt động kinh doanh/ Income Statement
- + Báo cáo lưu chuyển tiền tệ/ Cash flow Statement



+ Thuyết minh báo cáo tài chính/ *Notes to the Financial Statements*

Một số nội dung tóm tắt như sau/ *Some summary of the content is as follows:*

### 1. Bảng cân đối kế toán/ *Balance Sheet*

Đơn vị tính/Unit: tỷ đồng/ VND Billion

Chỉ tiêu/ <i>Items</i>	2025	2024	Thay đổi/ <i>Change</i>	Tỷ lệ/ <i>Ratio</i>
Tổng tài sản/ <i>Total assets</i>	49,9	48,4	1,5	3,2%
Tài sản ngắn hạn/ <i>Currents assets</i>	16,8	15,2	1,6	10,4%
Tài sản dài hạn/ <i>Non-Currents assets</i>	33,1	33,1	0	0
Tổng nợ phải trả/ <i>Liabilities</i>	4,7	4,7	0	0
Nợ ngắn hạn/ <i>Current liabilities</i>	4,7	4,7	0	0
Nợ dài hạn/ <i>Long-term liabilities</i>	0	0	0	0
Vốn chủ sở hữu/ <i>Owner's equity</i>	44,2	43,7	0,5	1,2%

### 2. Báo cáo kết quả hoạt động sản xuất kinh doanh/ *Income Statement*

Đơn vị tính/Unit: tỷ đồng/ VND Billion

Stt/No	Chỉ tiêu/ <i>Items</i>	2025	2024	Thay đổi/ <i>Change</i>	Tỷ lệ/ <i>Ratio</i>
1	Doanh thu/ <i>Revenues</i>	47,5	50,6	-3,1	-6,1%
2	Doanh thu thuần/ <i>Net revenue</i>	47,5	50,6	-3,1	-6,1%
3	Giá vốn hàng bán/ <i>Cost of goods sold</i>	44,8	48,0	-3,2	-6,6%
4	Lợi nhuận gộp/ <i>Gross profit from sale of goods and rendering of services</i>	2,7	2,6	0,1	2,7%
5	Doanh thu tài chính/ <i>Financial income</i>	0,0003	0,0003	0,0001	32,9%
6	Lợi nhuận thuần từ hoạt động kinh doanh/ <i>Operating profit</i>	0,7	0,8	-0,1	-14,4%
7	Lợi nhuận khác/ <i>Profit from other</i>	0,002	-0,42	0,4	-99,6%
8	Lợi nhuận trước thuế/ <i>Accounting profit before tax</i>	0,7	0,4	0,3	87,0%
9	Lợi nhuận sau thuế/ <i>Net profit after Corporate income tax</i>	0,5	0,2	0,3	166,4%
10	Lãi cơ bản trên cổ phiếu (đồng/cổ phiếu)/ <i>Basic earnings per share (VND/share)</i>	151	57	94	164,9%

### 3. Ý kiến của Kiểm toán viên/ *Auditor's opinion*

Theo ý kiến của chúng tôi, báo cáo tài chính đã phản ánh trung thực và hợp lý, trên các khía cạnh trọng yếu, tình hình tài chính của Công ty Cổ phần Tập đoàn Đầu tư ATS tại ngày 31 tháng 12 năm 2025, cũng như kết quả hoạt động kinh doanh và tình hình lưu chuyển tiền tệ cho năm tài chính kết thúc cùng ngày, phù hợp với chuẩn mực kế toán, chế độ kế toán doanh nghiệp Việt Nam và các quy định pháp lý có liên quan đến việc lập và trình bày báo cáo tài chính.



*In our opinion, the financial statements give a true and fair view of, in all material respects, the financial position of ATS Investment Group Joint Stock Company as at 31 December 2025 and of its financial performance and its cash flows for the fiscal year ended as at 31 December 2025 in accordance with Vietnamese Accounting Standards, accounting regime for enterprises and legal regulations relating to financial reporting.*

#### **4. Vấn đề khác/ Other Matter**

Báo cáo tài chính của Công ty cho năm tài chính kết thúc ngày 31 tháng 12 năm 2023 đã được kiểm toán bởi Kiểm toán viên và Công ty Kiểm toán khác. Kiểm toán viên đã đưa ra ý kiến chấp nhận toàn phần đối với báo cáo tài chính này tại ngày 17 tháng 03 năm 2025.

*The financial statements for the fiscal year ended 31 December 2023, were audited by an auditor and another auditing firm. The auditor issued an unqualified opinion on these financial statements as at 17 March 2025*

Các báo cáo chi tiết đã được công bố thông tin theo quy định pháp luật và đăng tải đầy đủ tại trang thông tin điện tử của Công ty <https://atsinvest.com.vn/quan-he-co-dong/>

*Detailed reports have been published in accordance with legal regulations and are fully posted on the company's website: <https://atsinvest.com.vn/quan-he-co-dong/>*

Kính trình Đại hội đồng cổ đông xem xét và thông qua.

*Submit to the General Meeting of Shareholders for consideration and approval.*

#### **Nơi nhận/ Recipients:**

- ĐHĐCĐ thường niên 2026/ AGM 2026;
- HĐQT, Ban TGD, BKS/ BOD, BOM, BS;
- Lưu VT/ Archives.

**TM HỘI ĐỒNG QUẢN TRỊ  
ON BEHALF OF THE BOARD OF DIRECTORS  
CHỦ TỊCH CHAIRMAN**

  
**TRẦN PHÚC THIÊN ÂN**

No.: 06/2026/TTr-HDQT

Ho Chi Minh City, 13<sup>th</sup> May, 2026

## PROPOSAL

### *Re.: Approval of the profit distribution plan in 2025*

**To:** General Meeting of Shareholders of ATS Investment Group Joint Stock Company

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Based on the Charter of ATS Investment Group Joint Stock Company and production and business performance in 2025.

The Board of Directors (BOD) of ATS Investment Group Joint Stock Company would like to submit to the General Meeting of Shareholders (GMS) for approval of the 2025 profit distribution plan as follows:

1. In 2025, the production and business performance, specifically the profit after tax as per the audited 2025 Financial Statements, did not meet expectations. Therefore, the BOD respectfully proposes the GMS to approve the decision not to pay dividends from the undistributed profit after tax in 2025.
2. Accumulated undistributed profit after tax: VND 9,182,366,875.
3. Request the GMS to authorize the BOD to guide the General Director in developing a plan to utilize the undistributed profit for purposes that support production and business activities, ensuring efficiency.

The BOD respectfully submits to the GMS for consideration and approval.

**Recipients:**

- 2026 Annual GMS;
- BOD, BOM, SB;
- Archives.

ON BEHALF OF BOARD OF DIRECTORS

CHAIRMAN



TRẦN PHÚC THIÊN AN



**PROPOSAL**

**Re.: Report on remuneration for BOD, Supervisory Board in 2025 and proposed remuneration for 2026**

**To: The General Meeting of Shareholders of ATS Investment Corporation**

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and implementing guidance documents;
- Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019, amendments, supplements, and implementing guidance documents;
- Pursuant on the Charter of ATS Investment Corporation;
- Pursuant on the Resolution of the Annual General Meeting of Shareholders in 2025 passed on April 8, 2025;
- Based on the business operation results for 2025 and business plan for 2026;
- Based on the audited financial statements for 2025;

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) the report on remuneration paid to the BOD and the Supervisory Board (SB) in 2025 and the proposed remuneration for 2026 as follows:

**1. Report on remuneration payment in 2025**

Based on the remuneration level approved by the Annual GMS in 2025 and the audited Financial Statements for 2025:

- Remuneration for the BOD and the Supervisory Board in 2025: 1% of profit after tax.

However, according to the performance report, the 2025 profit after tax did not reach the set plan; therefore, the BOD and the SB have reached a consensus to waive their remuneration for the year 2025. This decision demonstrates a spirit of responsibility, aligning the interests of the management apparatus with business performance while sharing the challenges with the Company and its shareholders.

- Performance bonus for exceeding targets for the Board of Directors in 2025: none.
- Bonuses from the Reward and Welfare Fund; benefits related to the performance of duties of the BOD and SB for the Board of Directors and Supervisory Board in 2025: none.

**2. Proposed remuneration for BOD and SB in 2026**

Based on the Company's business plan and profit targets for 2026, with the aim of encouraging and motivating BOD and SB members to effectively fulfill the tasks assigned by the GMS, the BOD proposes the following remuneration levels if business results meet the profit targets in 2026:

Remuneration for the BOD and SB in 2026: equal to 1% of the profit after tax.

Additionally, the Company will not pay any other benefits to BOD and SB members related to the performance of their duties.

We respectfully submit this proposal to the GMS for consideration and approval.

**Recipients:**

- 2026 Annual GMS;
- BOD, Board of Management, SB;
- Archive: Filing.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



## PROPOSAL

### Re: Selection of independent auditing firm

#### To: General Meeting of Shareholders of ATS Investment Group Joint Stock Company

- Pursuant on the Charter of ATS Investment Group Joint Stock Company;
- Pursuant on the Corporate Governance Regulations of ATS Investment Group Joint Stock Company;
- Pursuant to the list of audit firms eligible to provide audit services as issued by the Ministry of Finance, updated to November 03, 2025;
- Pursuant to the list of audit firms and auditors approved to audit public interest entities in the securities sector for 2026 as approved by the State Securities Commission on December 03, 2025;

Pursuant on the Resolution of the Annual General Meeting of Shareholders in 2025 passed on April 8, 2025, ATS Investment Group Joint Stock Company signed an independent auditing service contract with AFC Vietnam Auditing Company Limited to conduct the review and audit of the Semi-annual Financial Statements and Annual Financial Statements for 2025.

To meet the requirements for transparency and disclosure of financial data and business operations, and based on requirements and standards of expertise, professionalism, and cost considerations, the Board of Directors respectfully submits to the General Meeting of Shareholders to consider and authorize the Board of Directors to select 1 (one) of 2 (two) auditing firms to perform the independent audit of the Company's 2026 financial statements:

#### 1. Selection criteria

- Be one of the auditing firms approved by the State Securities Commission of Vietnam;
- Auditors must be approved to perform audits for public interest entities in 2026 by the Ministry of Finance;
- Reasonable cost, consistent with the Company's budget.

#### 2. Audit Scope

Review of the financial statements for the first 6 months and audit of the 2026 Financial Statements of the Company; other arising issues (if any).

#### 3. Proposal

After considering the capabilities and experience of the following 3 auditing companies:

##### ➤ AFC Vietnam Auditing Company Limited

- Head Office: No. 4 Nguyen Dinh Chieu, Tan Dinh Ward, Ho Chi Minh City, Vietnam
- Telephone: (+84-28) 22.200.237 – Fax: (+84-28) 22.200.265

##### ➤ A&C Auditing and Consulting Company Limited

- Head Office: 02 Truong Son, Tan Son Hoa Ward, Ho Chi Minh City, Vietnam
- Telephone: (+84-28) 35.472.972 - Fax: (+84-28) 35.472.970





The Board of Directors respectfully submits to the Company's General Meeting of Shareholders to consider and approve:

- The list of auditing firms for negotiation as proposed above;
- Authorization for the Board of Directors to select a suitable auditing firm according to the selection criteria;
- Assignment to the Chairman of the Board of Directors to negotiate and sign the audit contract with the auditing firm approved by the Board of Directors in accordance with the Company's Charter and legal regulations.

We respectfully submit this proposal to the General Meeting of Shareholders for consideration and approval.

**Recipients:**

- Annual GMS 2026;
- BOD, Board of Management;
- Archive: Filing.

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



No.: 09/2026/TTr-HĐQT

Ho Chi Minh City, day 13 May, 2026

**PROPOSAL**

***Re: Expected transactions between related parties***

**To: General Meeting of Shareholders of ATS Investment Group Joint Stock Company (GMS)**

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailing the implementation of certain articles of the Securities Law;
- Pursuant on the Charter of ATS Investment Group Joint Stock Company;
- Pursuant on the Resolution of the Annual General Meeting of Shareholders 2025 dated April 8, 2025;
- Pursuant on the Business Plan for 2026.

Due to the specific nature of the Company's business development activities with multiple projects being implemented simultaneously, through collaboration between the Company and organizations and individuals who are related parties as defined by the Enterprise Law and Securities Law, transactions between the Company and related parties within the system are necessary. However, in practice, obtaining GMS approval for each transaction, whether through written opinion collection or organizing meetings, is time-consuming and costly. This could potentially cause the Company to miss opportunities to leverage advantages in technology, equipment, and especially idle capital from affiliated companies and related individuals.

As authorized by the Annual GMS 2025, during 2025 the Company didn't sign contracts and transactions between the Company and related parties.

To save costs while ensuring timeliness in managing business operations in 2026, the BOD proposes that the GMS authorize the BOD to approve and decide on:

- Contracts and transactions within the authority of the General Meeting of Shareholders, including: borrowing, guaranteeing, lending, advancing, and other contracts and transactions between the Company and related parties.
- Contracts and transactions with other related parties as stipulated in the Enterprise Law and the Company Charter that fall under the authority of the General Meeting of Shareholders.

Effective period: from the GMS approval until the next Annual GMS.

Actual transactions with related parties will be fully reported in the Notes to the Financial Statements.

We respectfully submit this proposal to the General Meeting of Shareholders for consideration and approval.

**Recipients:**

- Annual GMS 2026;
- BOD, Board of Management, SB;
- Archive: Filing.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**TRAN PHUC THIEN AN**



## PROPOSAL

*(Re: The continued implementation of the private placement plan to increase the Company's charter capital as approved in the General Meeting of Shareholders' Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025)*

**To: The General Meeting of Shareholders of ATS Investment Group JSC (GMS)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending, supplementing documents, and implementing guidelines from time to time;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending, supplementing documents, and implementing guidelines from time to time;
- Pursuant to the Charter of ATS Investment Group JSC (the "Company");
- Pursuant to the 2025 Annual GMS's Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025, and Proposal No. 11/2025/TTr-HĐQT dated April 8, 2025, regarding the approval of the private placement plan to increase the Company's charter capital;
- Pursuant to Official Letter No. 4234/UBCK-QLCB dated May 20, 2026, issued by the State Securities Commission of Vietnam, confirming receipt of the complete dossier for the Company's private placement of shares;
- Pursuant to the current business operations of the Company.

Pursuant to Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS of the 2025 Annual General Meeting of Shareholders (GMS), the Company has been carrying out the necessary procedures in accordance with applicable laws and regulations to implement the private placement plan for increasing the Company's charter capital, as approved by the General Meeting of Shareholders under Proposal No. 11/2025/TTr-HĐQT dated April 8, 2025.

On May 20, 2026, the State Securities Commission of Vietnam issued Official Letter No. 4234/UBCK-QLCB confirming that it had received the complete registration dossier for the Company's private placement of shares. Accordingly, the Company will continue to undertake the subsequent procedures required for the distribution of the shares and the completion of the private placement in compliance with applicable regulations.

In order to continue implementing the private placement plan for increasing the Company's charter capital in accordance with Proposal No. 11/2025/TTr-HĐQT dated April 08, 2025 approved by the GMS under the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 08, 2025, the Board of Directors respectfully submits to the GMS for consideration and approval the continuation of the



implementation of the aforesaid private placement plan, together with the update, amendment and supplementation of several contents as follows:

1. To approve the continued implementation of the private placement of shares for the purpose of increasing the Company's charter capital in accordance with the contents approved by the General Meeting of Shareholders under Resolution No. 01/2025/NQ-ĐHĐCĐ-ATS dated April 8, 2025, as detailed in Proposal No. 11/2025/TTr-HĐQT dated April 8, 2025.
2. Adjustment of charter capital and amendment of the Company's Charter following the completion of the private placement: The General Meeting of Shareholders authorizes the Board of Directors to approve the Company's new charter capital based on the actual results of the private placement upon completion thereof; and further authorizes the Board of Directors to amend the Company's Charter to reflect the new charter capital and the increased number of shares, and to carry out all necessary procedures for registration of amendments to the Enterprise Registration Certificate in accordance with applicable regulations.
3. The General Meeting of Shareholders delegates and authorizes the Board of Directors to review and decide on all matters arising in connection with the use of proceeds from the private placement for the acquisition by transfer of shares in Hoang Quan Binh Thuan Joint Stock Company, including matters relating to the determination of rights, obligations, and restrictions (if any) attached to the acquired shares, as well as the use of assets as collateral, in compliance with the Law on Enterprises and the Company's Charter.
4. To assign/authorize the Board of Directors of the Company to decide, approve and implement all necessary tasks and procedures for the continued implementation of the aforesaid private placement plan in accordance with the laws and the Company Charter.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration, comments and approval.

Respectfully submitted./.

**Recipients:**

- 2026 Annual GMS;
- BOD, Board of Management, SB;
- Archive: Filing.

**ON BEHALF OF THE BOARD OF DIRECTORS**



**TRAN PHUC THIEN AN**



No.: 11/2026/TTr-HDQT

Ho Chi Minh City, 13 May, 2026

**PROPOSAL**

*Re: Amendments and Supplements to the Company's Charter*

**To: The General Meeting of Shareholders of ATS Investment Group JSC**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 and its guiding documents;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing and guiding the implementation of certain articles of the Law on Securities; and Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing certain articles of Decree No. 155/2020/ND-CP dated December 31, 2020;
- Pursuant to the Charter of ATS Investment Group JSC (the "Company"/"ATS");

The Board of Directors ("BOD") of ATS hereby submits to the General Meeting of Shareholders ("GMS") for consideration and approval the amendments and supplements to the Charter of HQC based on the provisions of the Law on Enterprises, the Law on Securities, the amended and supplemented documents of these laws, and other relevant legal regulations.

1. Detailed contents of the amendments and supplements to the articles of the Charter are presented in (i) the Appendix of Amendments and Supplements to the Charter of ATS Investment Group JSC and (ii) the full draft of the amended and supplemented Charter attached to this Submission.
2. Authorize the Chairperson of the BOD to sign and promulgate the Charter of Organization and Operation of the Company based on the contents approved by the GMS in this Submission, including adjustments to typos, abbreviations, and article cross-references from the contents approved by the GMS.
3. The Charter of Organization and Operation of the Company shall take effect from the date of its signing and issuance.

The Board of Directors respectfully submits to the GMS for approval.

**Recipients:**

- 2026 Annual GMS;
- BOD, BOM, SB;
- Archives.

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**  
  
**TRAN PHUC THIEN AN**



**ATS INVESTMENT GROUP JOINT STOCK COMPANY**  
**(Enterprise Registration Certificate No. 0100830798)**  
**AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF**  
**ATS INVESTMENT GROUP JOINT STOCK COMPANY**

*(Issued together with Proposal No. 11/2026/TTr-HDQT dated May 13, 2026 of the Board of Directors of ATS)*

Stt	Current Charter	Amended Charter	Explanation
<b>NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES AND OPERATION DURATION OF THE COMPANY</b>			
1.	[Clause 3, Article 2] ... <ul style="list-style-type: none"> <li>Address: No. 11.24, 11th Floor, Golden King Building, No. 15 Nguyen Luong Bang Street, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam...</li> <li>Website: atesco.vn</li> </ul>	[Clause 3, Article 2] ... <ul style="list-style-type: none"> <li>Address: No. 11.24, 11th Floor, Golden King Building, No. 15 Nguyen Luong Bang Street, <b>Tan My Ward</b>, Ho Chi Minh City, Vietnam...</li> <li><b>Website: atsinvest.com.vn</b></li> </ul>	Amendment due to changes in the administrative boundaries of Vietnam.
<b>CHARTER CAPITAL, SHARES, AND FOUNDING SHAREHOLDERS</b>			
2.	[Clause 1, Article 7] The Company reserves the right to issue secured and/or unsecured bonds, convertible bonds, and other types of bonds in accordance with the provisions of the law.	[Clause 1, Article 7] The Company reserves the right to issue secured and/or unsecured bonds, convertible bonds, <b>bonds with warrants</b> , and other types of bonds in conformity with the provisions of the law.	Supplemented to establish a comprehensive legal basis.

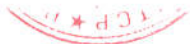


<b>SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS</b>			
3.	[Point d, Clause 8, Article 18] Newly added.	<p>[Point d, Clause 8, Article 18]</p> <p>The Chairperson of the meeting reserves the right to adjourn the meeting... for a maximum period not exceeding three (03) working days...:</p> <p><b>d. Failures in technological infrastructure, internet connectivity, or errors in the electronic voting system that prevent shareholders attending online from participating in discussions and voting.</b></p>	<p>(Chairperson's right to adjourn the meeting due to technological incidents)</p> <ul style="list-style-type: none"> <li>- To ensure that shareholders' rights to attend, discuss, and vote are not interrupted by telecommunications infrastructure failures or electronic voting system errors.</li> <li>- To mitigate the risk of GMS Resolutions being challenged or declared void due to violations of voting sequences and procedures resulting from force majeure technical errors.</li> <li>- To enhance the Chairperson's proactiveness in presiding over online meetings in a transparent and legally compliant manner.</li> </ul>
<b>BOARD OF DIRECTORS</b>			
4.	[Clause 4, Article 23] 4. Members of the Board of Directors must satisfy the standards and conditions	<p>[Clause 4, Article 23]</p> <p>4. Members of the Board of Directors must satisfy the standards and conditions prescribed in Clause 1 and Clause 2, Article 155 of the Law on</p>	<p>Update in accordance with the prevailing regulations under Decree No. 245/2025/ND-CP.</p>

	prescribed in Clause 1 and Clause 2, Article 155 of the Law on Enterprises and the Company's Charter.	Enterprises, the provisions set out in <b>Clause 78 and Clause 79, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government</b> , and the Company's Charter.	
5.	[Clause 7, Article 24] 7. A member of the Board of Directors may concurrently serve as a member of the Board of Directors of a maximum of five (05) other companies.	[Clause 7, Article 24] 7. A member of the Board of Directors of the Company must not concurrently serve as a member of the Board of Directors or the <b>Members' Council</b> of more than five (05) other companies.	Update in accordance with the prevailing regulations under Decree No. 245/2025/ND-CP.
6.	[Point s, Clause 2, Article 25] Newly added	[Point s, Clause 2, Article 25] To implement dividend payments to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders.	Supplementing current regulations pursuant to Clause 81, Article 1, Decree No. 245/2025/ND-CP.
7.	[Clause 4, Article 25]  Newly added	[Clause 4, Article 25]  The report on the Board of Directors' activities at the Annual General Meeting of Shareholders must include a section on the activities of Independent Board Members.  Each Independent Board Member of the listed company must prepare an evaluation report on the performance of the Board of Directors.	Supplementing current regulations pursuant to Clauses 80 and 82, Article 1, Decree No. 245/2025/ND-CP.



INFORMATION DISCLOSURE AND PUBLIC ANNOUNCEMENT			
8.	<p>[Article 51]</p> <p>The disclosure of information and public announcements by the Company shall be carried out in accordance with the provisions of applicable laws.</p>	<p>[Article 51]</p> <p>[Article 54] INFORMATION DISCLOSURE AND PUBLIC ANNOUNCEMENT</p> <p>The Company shall perform its periodic, extraordinary, and requested information disclosure obligations simultaneously in both Vietnamese and English. In the event of any discrepancy or conflict between the Vietnamese and English versions, the Vietnamese version shall prevail.</p>	<p>Cập nhật theo Thông tư 96/2020/TT-BTC, được sửa đổi, bổ sung bởi Thông tư 68/2024/TT-BTC</p> <p>Updated in accordance with Circular No. 96/2020/TT-BTC, as amended and supplemented by Circular No. 68/2024/TT-BTC.</p>
9.	<p>[Clause 1, Article 58]</p> <p>The Charter is made in three (03) original copies and shall be kept at the head office of the Company.</p>	<p>[Clause 1, Article 58]</p> <p>This Charter is made in five (05) copies in both Vietnamese and English, having equal validity, and shall be kept at the head office of the Company. In the event of any conflict between the Vietnamese and English versions, the Vietnamese version shall prevail.</p>	<p>- Clarifying the languages used for the Charter and the resolution mechanism for content conflicts between languages.</p> <p>- Adjusting the number of copies to meet the Company's actual archiving needs.</p>



## PROPOSAL

***Re: Amendment and Supplementation of the Company's Registered Business Lines***

**To: The General Meeting of Shareholders of ATS Investment Group JSC**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amendments, supplements and guiding documents;
- Pursuant to Decree No. 01/2021/ND-CP dated 04 January 2021 on enterprise registration;
- Pursuant to Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister promulgating the Vietnam System of Economic Sectors
- Pursuant to the Charter on Organization and Operation of ATS Investment Group Joint Stock Company;

In order to serve the Company's medium- and long-term business restructuring orientation and ensure compliance with foreign ownership ratio requirements under relevant laws in implementing its business strategy, the Board of Directors of ATS Investment Group JSC respectfully submits to the General Meeting of Shareholders for approval the amendment of certain contents relating to the Company's business lines. Details are as follows:

### **I. Removal of Registered Business Lines**

No	Business Line	Code
1	Real estate consultancy, brokerage, auction, and land use right auction (excluding asset auction) (excluding legal consultancy).	6820

### **II. Addition of the following business lines:**

No	Business Line	Code
1	Finishing of construction works. Excluding the construction, completion and operation of multi-purpose hydropower plants and nuclear power plants of special significance to socio-economic development	4330
2	Other specialized construction activities. Excluding the construction and operation of multi-purpose hydropower plants and nuclear power plants of special significance to socio-economic development	4390
3	Electrical installation activities.	4321



	Excluding the installation and operation of multi-purpose hydropower plants and nuclear power plants of special significance to socio-economic development.	
4	Installation of other building systems.	4329
5	Retail sale of hardware, paints, glass, and other construction materials and installation equipment  Not engaged in trading or distribution of goods listed in the category of goods for which foreign investors and foreign-invested economic organizations are not entitled to exercise export, import or distribution rights in accordance with applicable laws.	4752
6	Installation of industrial machinery and equipment.	3320
7	Service activities incidental to land transportation.	5225
8	Other supporting service activities related to transportation.	5229
9	Intermediary services for real estate activities.  Excluding judicial auxiliary services that foreign investors and foreign-invested economic organizations are not permitted to provide;	6821
10	Other real estate activities on a fee or contract basis  Excluding judicial auxiliary services that foreign investors and foreign-invested economic organizations are not permitted to provide;	6829

### III. Amendment of details of the following business lines:

No	Business Line	Code
1	Wholesale of agricultural and forestry raw materials (excluding timber, bamboo and rattan) and live animals. Details: Not engaged in exploitation and trading of natural forests (including logging, hunting and trapping of rare wild animals, management of plant, livestock and microorganism gene funds used in agriculture); Not engaged in trading or distribution of goods listed in the category of goods for which foreign investors and foreign-invested economic organizations are not entitled to exercise export, import or distribution rights in accordance with applicable laws	4620
2	Site preparation.  Excluding blasting services	4312
3	Advertising.	7310

	Excluding printing and publishing activities; excluding journalism and news gathering activities in any form. Not engaged in public opinion polling services.	
4	Agency, brokerage and auction of goods.  Details: Goods sales agency; brokerage of goods trading; auction of goods (excluding asset auctions). Not engaged in judicial support services which foreign investors and foreign-invested economic organizations are not permitted to provide.	4610
5	Wholesale of machinery, equipment and other machine parts.  Not engaged in trading or distribution of goods listed in the category of goods for which foreign investors and foreign-invested economic organizations are not entitled to exercise export, import or distribution rights in accordance with applicable laws.	4659
6	Retail sale of other new goods (excluding motor vehicles, motorcycles, motorbikes and auxiliary parts)  Detail: Retail sale of kerosene, gas, and fuel coal for household use. Excluding the trading and distribution of goods under the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise the right to export, the right to import, and the right to distribute according to the provisions of law.	4773
7	Repair and maintenance of machinery and equipment	3312
8	Wholesale of other construction materials and installation equipment.  Excluding the trading and distribution of goods under the List of goods for which foreign investors and foreign-invested economic organizations are not permitted to exercise the right to export, the right to import, and the right to distribute according to the provisions of law.	4673
9	Business management consulting activities and other management consulting activities  (Excluding financial, accounting, and legal consultancy)	7020
10	Hotels and short-stay accommodation	5510

#### **IV. Authorization to the Board of Directors**

The General Meeting of Shareholders authorizes the Board of Directors to:

- Decide the appropriate timing and issue resolutions regarding the supplementation and amendment of the business lines stated above;



- Organize and carry out all necessary legal procedures relating to the registration of changes to the Company's business registration with the Business Registration Office in accordance with applicable laws, and update the Company's Charter to reflect the above-mentioned amendments to the Company's business lines.

The Board of Directors respectfully submits this Proposal to the General Meeting of Shareholders for consideration and approval.

**Recipients:**

- *2026 Annual GMS;*
- *BOD, BOM, SB;*
- *Archives.*

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**



**TRẦN PHÚC THIÊN AN**



**INVITATION LETTER  
TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**Dear Shareholders of ATS Investment Group Joint Stock Company.**

The Board of Directors of ATS Investment Group Joint Stock Company (Stock code: ATS) respectfully invites the shareholders to attend the 2026 Annual General Meeting of Shareholders (AGM) as follows:

- 1. Time:** 9:30 AM Friday, June 5<sup>th</sup>, 2026
- 2. Venue:** Golden King Building, No.15 Nguyen Luong Bang Street, Tan My Ward, Ho Chi Minh City, Vietnam.
- 3. Participants:** Shareholders listed on the final registration date of May 4<sup>th</sup>, 2026, as provided by the Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch (VSDC), are entitled to attend.
- 4. Meeting Agenda:**
  - Reports of the Board of Directors, the Board of Management, the Supervisory Board;
  - Audited financial statements for 2025, Profit distribution;
  - Other matters under the authority of the AGM.
- 5. Documents:** The documents will be available at the website <https://atsinvest.com.vn> from May 13, 2026.
- 6. Instructions for Registration/Proxy for Attendance:**
  - For individual shareholders or legal representatives of institutional shareholders attending in person, please present the following documents: (i) Legal identification documents of the individual attending the meeting (ID card/Passport/Other lawful and valid legal documents). (ii) For institutional shareholders: A copy of the Certificate of Business Registration or Establishment Decision.
  - For shareholders authorizing another individual or organization to attend the meeting: (i) The original Power of Attorney attached to this Notice of Invitation or another lawful Power of Attorney with full information required by law. (ii) Legal documents of the authorized attendee (ID card/Passport/Other lawful and valid legal documents). (iii) For institutional shareholders authorizing an individual: A copy of the Certificate of Business Registration or Establishment Decision.
- 7. Others:**
  - Registration: Please confirm your attendance or authorization by telephone or email, or return the voting card to the company before 4:00 PM on Thursday, June 4<sup>th</sup>, 2026, to vote in the AGM.
  - Contact: ATS Investment Group Joint Stock Company
    - Address: Unit 11.24, Golden King Building, No. 15 Nguyen Luong Bang, Tan My Ward, Ho Chi Minh City
    - Tel: 0919012659
    - Email: [quanhecodong.ats@gmail.com](mailto:quanhecodong.ats@gmail.com)

Yours faithfully.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

