

**TU HAI HA NAM  
JOINT STOCK COMPANY**

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Number: 08062 /20 26 / CBTT

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

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*Ninh Binh, June 8, 2026*

## **INFORMATION DISCLOSURE**

*Dear: - State Securities Commission ;  
- Hanoi Stock Exchange.*

Company Name: Tu Hai Ha Nam Joint Stock Company

\* Head Office: Luong Trang Hamlet, Tan Liem Ward, Phu Ly City, Ha Nam Province, Vietnam

\* Phone: 0226.221.0424 – 0915.046.851

\* Person responsible for disclosing information: Ms. Nguyen Thi Mai Huong – Director, legal representative

\* Type of information to be disclosed :

☐ 24h

☐ Request

☒ Abnormal

☐ Periodic

\* Content of the information disclosure:

Company announces information regarding the notice of meeting and meeting documents for the 2026 Annual General Meeting of Shareholders.

- Time: 8:00 AM, Tuesday , June 30 , 2026 .

- Location: Headquarters of Tu Hai Ha Nam JSC - Luong Trang Hamlet, Liem Tuyen Ward, Ninh Binh Province, Vietnam

This information was also published on the website of Tu Hai Ha Nam Joint Stock Company at the following link : <http://tuhaijsc.vn/quan-he-co-dong>

We hereby declare that the information published above is true and accurate, and we assume full legal responsibility for the content of the information we have published.

*Thank you very much!*

**Recipient:**

- As addressed to;

- Save VP .

**INFORMATION DISCLOSURE PERSON**



**Nguyen Thi Mai Huong**



**TU HAI HA NAM JOINT STOCK  
COMPANY**

Number: 06/2026/TB-HĐQT  
(Subject: Annual General Meeting of  
Shareholders 2026)

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

*Ninh Binh, June 8, 2026*

**MEETING INVITATION**

**Shareholders of Tu Hai Ha Nam Joint Stock Company ,**

The Board of Directors of Tu Hai Ha Nam Joint Stock Company respectfully invites shareholders to attend the Annual General Meeting of Shareholders 2026 ( hereinafter referred to as...). *The "Congress" is as follows:*

1. Time: Starting from **08:00 Tuesday, June 30, 2026.**
  2. Location: Headquarters of Tu Hai Ha Nam JSC - Luong Trang Hamlet, Liem Tuyen Ward, Ninh Binh Province, Vietnam .
  3. Participants: All shareholders whose names are on the list compiled by Tu Hai Ha Nam Joint Stock Company as of June 4, 2025.
  4. Authorization to Attend the General Meeting : In the event that a shareholder is unable to attend the General Meeting and authorizes another person to attend on their behalf, please prepare a power of attorney in accordance with civil law regulations or using the form provided to you. The authorized representative of the shareholder must present a valid power of attorney when registering to attend the General Meeting .
  5. Meeting agenda and related documents for the Congress: The notice of the General Meeting of Shareholders, the proxy form for attending the meeting, and the meeting agenda have been sent to the registered address of each shareholder. The meeting documents are posted on the Company's website at: [www.tuhaijsc.vn](http://www.tuhaijsc.vn) , Shareholder Relations page , Information Disclosure section. We kindly request that shareholders access the above address to download and read the documents.
  6. Shareholders or authorized representatives attending the General Meeting should bring the following documents: (1) Meeting invitation notice; (2) ID card/Citizen ID/Passport for individuals; (3) Power of attorney (in case of attending the General Meeting by proxy).
  7. In the event that shareholders do not receive an invitation due to unforeseen circumstances, they are still entitled to attend the 2026 Annual General Meeting of Shareholders.
  8. Registration for the General Meeting and Contact Information: To ensure thorough preparation, shareholders or their authorized representatives are requested to register and confirm their attendance by calling: **0972261979** Contact Mr. Trinh Cong Son or send an email to: [tuhaijsc.company@gmail.com](mailto:tuhaijsc.company@gmail.com) Before **4:00 PM on June 27, 2025** .
- Shareholders are kindly requested to cover all travel and accommodation expenses when attending the General Meeting.
- We look forward to the attendance of our esteemed shareholders to ensure the success of the General Meeting.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyễn Đức Toàn**





**TU HAI HA NAM**

**TU HAI HA NAM JOINT STOCK COMPANY**  
Address: Luong Trang Hamlet, Tan Liem Ward, Phu Ly  
City, Ha Nam Province, Vietnam  
Website: [www.tuhaijsc.vn](http://www.tuhaijsc.vn)

## **MEETING AGENDA**

### **ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Time: 8:00 AM, Tuesday, June 30, 2026.

Location: Headquarters of Tu Hai Ha Nam JSC - Luong Trang Hamlet, Tan Liem Ward, Phu Ly City, Ha Nam Province, Vietnam

No	Time	Program content
1	08:00 – 08:30	<ul style="list-style-type: none"><li>- Welcoming shareholders attending the Annual General Meeting</li><li>- Register to attend the Annual General Meeting</li><li>- Distribute shareholder meeting documents.</li></ul>
2	08:30 – 09:00	<ul style="list-style-type: none"><li>- Statement of purpose, introduction of delegates and guests in attendance.</li><li>- Through the shareholder eligibility verification report</li><li>- Introduction of the Chairman of the Congress and approval of the Presidium</li><li>- Through the Congress Secretariat</li><li>- Elect the vote counting committee.</li><li>- Through the Congress program</li><li>- Through the Rules of Procedure of the Congress</li></ul>
3	09:00 – 09:30	<ul style="list-style-type: none"><li>- Presenting the Report:<ul style="list-style-type: none"><li>✓ Board of Directors' Report for 2025 and Report of Independent Board Members;</li></ul></li><li>- Present the reports:<ul style="list-style-type: none"><li>✓ Submission for approval of audited financial statements for 2025;</li><li>✓ Proposal for approval of the Business Plan for 2026-2027;</li><li>✓ Proposal for approval of Board of Directors' remuneration;</li><li>✓ Proposal for selecting an auditing firm for the 2026 financial statements;</li><li>✓ The report approves the sale of assets and transactions with related parties.</li><li>✓ Proposal for approval of divestment in affiliated company</li><li>✓ Proposal for approval of real estate investment</li></ul></li></ul>
4	09:30 – 10:00	<ul style="list-style-type: none"><li>- Exchange and discuss matters within the authority of the General Meeting of Shareholders.</li></ul>
5	10:00 – 10:15	<ul style="list-style-type: none"><li>- Instructions for voting at the General Shareholders' Meeting</li><li>- Conduct a vote to approve the contents of the Reports and Presentations.</li></ul>
6	10:15 – 10:45	<ul style="list-style-type: none"><li>- Break time, vote counting.</li></ul>
7	10:45 AM – 11:00 AM	<ul style="list-style-type: none"><li>- Announcing the vote count results</li></ul>
8	11:00 – 11:30	<ul style="list-style-type: none"><li>- Through the Minutes of the Meeting and the closing of the Congress</li></ul>



Number: 01/2026/QC-ĐHĐCĐ

*Ninh Binh, date 30 June year 2026*

**WORKING REGULATIONS  
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026  
TU HAI HA NAM JOINT STOCK COMPANY**

**Base:**

- *Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and guiding documents for its implementation;*
- *Based on Law No. 03/2022/QH15 dated January 11, 2022;*
- *The Charter of Tu Hai Ha Nam Joint Stock Company ("the Company"),*

In order to ensure the principles of transparency, fairness, and democracy, and to facilitate the organization and conduct of the 2026 Annual General Meeting of Shareholders ("the Meeting"), the Meeting Organizing Committee hereby reports to the General Meeting of Shareholders for approval of the Rules of Procedure for the Meeting as follows:

**CHAPTER I  
GENERAL REGULATIONS**

**Article 1: Scope of application**

These regulations govern the order of the General Meeting, the rights and duties of the General Meeting, the rights and procedures for exercising the rights of shareholders, the responsibilities of the Chairperson, the Secretariat, the Vote Counting Committee, regulations on minutes and resolutions of the General Meeting, and related matters.

**Article 2: Scope of Application**

Shareholders, representatives authorized by shareholders to attend the General Meeting, and other parties participating in the General Meeting are responsible for complying with the regulations in this Statute.

**CHAPTER II  
RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE  
CONFERENCE**

**Article 3: Rights and obligations of the General Meeting of Shareholders**

- Through the Presidium, Secretariat, Vote Counting Committee, Congress Program, Rules of Procedure, and Regulations for the Election of Additional Members to the Board of Directors for the 2023-2028 Term
- Through the Minutes and Resolutions of the Congress.



#### **Article 4: Rights and obligations of shareholders or their authorized representatives attending the General Meeting**

##### **4.1. Composition and eligibility requirements for attending the General Assembly:**

Shareholders or their written authorized representatives, whose names are listed in the Company's shareholder list compiled by the Company on **June 4, 2026**.

##### **4.2. Shareholder Rights:**

- To directly attend or authorize someone else to attend the Congress, express opinions, and discuss all items on the Congress's agenda that have been approved by the Congress.

- Voting rights can be exercised directly or through authorized representatives or in other forms as prescribed by law and the Company's Articles of Association. Each common share has one voting right. Shareholders or their representatives attending the General Meeting will receive a Voting Card, Voting Slip, and Election Ballot to participate in voting and elections after registering to attend the General Meeting with the Organizing Committee.

- Shareholders arriving late before the General Meeting concludes have the right to register immediately, and subsequently have the right to participate and vote at the meeting. The Presidium is not obligated to stop the meeting to allow late-arriving shareholders to register, and the validity of any votes already cast will not be affected.

- Other rights as stipulated by law and the Company's Articles of Association.

##### **4.3. Shareholders' obligations:**

- Shareholders or authorized representatives attending the General Meeting in person must bring the following required documents: (1) Meeting invitation notice; (2) ID card/citizen identification card/passport for individuals; (3) Power of attorney (in case of attending the General Meeting by proxy).

- Strictly abide by the law, the Company Charter and these Regulations, respect the direction of the Chairman of the General Meeting and the results of the meeting.

- Other obligations as stipulated by law and the Company's Articles of Association.

#### **Article 5: Rights and obligations of the Chairman of the Congress**

**5.1 .** Conduct the Congress in accordance with the agenda and regulations approved by the Congress.

**5.2.** Guiding the Congress in discussing and voting on issues included in the Congress's agenda and related issues throughout the Congress.

**5.3.** Directing the resolution of issues arising throughout the Congress. The Chairman's decisions on procedural matters, formalities, or unforeseen events will have the highest final authority.

**5.4.** The Chairperson has the right not to respond to or merely record the opinions of shareholders if those opinions are not within the agenda of the General Meeting.

**5.5.** Other rights and obligations as stipulated by law and the Company's Articles of Association.



## **Article 6: Rights and obligations of the Congress Secretariat**

**6.1.** The Congress Secretariat is appointed by the Chairman and consists of one Head of the Secretariat and one to two supporting members.

**6.2.** The Congress Secretariat performs support tasks as assigned by the Congress Chairman, including:

- Assisting the Chairman and the Presidium in conducting the Congress proceedings;
- The minutes of the General Meeting should fully and truthfully reflect the sequence of events, the contributions and discussions of the Chairman and shareholders throughout the meeting;
- Present the draft minutes of the Congress for the Congress to approve;
- Draft the Resolution for the Congress;
- Perform other tasks as assigned by the Chairperson.

## **Article 7: Rights and duties of the Committee for verifying the eligibility of shareholders to attend the General Meeting**

**7.1.** The shareholder eligibility verification committee for attending the General Meeting consists of one Chairman and members as decided by the Company's Board of Directors.

**7.2.** The Committee for verifying the eligibility of shareholders to attend the General Meeting has the following rights and duties:

- Receive the shareholder meeting notice, proxy form, ID card/citizen identification card/passport of the attendees, and verify and confirm that the shareholders are entitled to attend the meeting;
- Distribute documents, voting cards, ballot papers, and election ballots to shareholders and authorized representatives attending the General Meeting;
- Refusing or preventing individuals who are not eligible shareholders from attending the meeting;
- Prepare and report to the General Meeting the results of the verification of shareholder eligibility to attend the General Meeting before the opening of the Meeting and before voting, and conduct elections if there are changes in the number of registered shareholders.

## **Article 8: Rights and obligations of the Vote Counting Committee**

**8.1.** The vote counting committee consists of one chairman and members approved by the General Assembly.

**8.2.** The vote counting committee has the following duties:

- The vote counting committee must prepare a vote counting report and be accountable to the Presidium and the General Meeting of Shareholders for the performance of its duties;
- Work honestly and objectively;
- Instructions on the procedures for voting, elections, and casting ballots;
- Conduct the vote counting and prepare the vote counting report.



- Review and report to the General Meeting of Shareholders on the results of the vote count, and any violations of voting rules or complaints related to the vote count (if any).

### **CHAPTER III**

#### **REGULATIONS FOR CONDUCTING THE GENERAL MEETING**

##### **Article 9: Conditions for holding the Congress**

The General Meeting is considered valid if the number of shareholders present represents more than 50% of the total voting shares. If, after 60 minutes from the scheduled opening time of the General Meeting as stated in the agenda sent to shareholders, the number of registered shareholders does not yet represent more than 50% of the total voting shares according to the shareholder list dated **June 4, 2026**, the meeting will be deemed invalid. In this case, a second General Meeting of Shareholders will be convened and conducted in accordance with the Company's Articles of Association and the Enterprise Law.

##### **Article 10: Voting on matters at the Congress**

**10.1.** Each shareholder's voting rights are calculated based on the total number of shares that person owns and represents.

**10.2.** Resolutions of the General Meeting are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present *and voting at the meeting. wall.*

**10.3.** Resolutions on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting rights of all shareholders *present and voting at the meeting:*

- The type of shares and the total number of shares of each type;
- Changes in industry, occupation, and business sector;
- Changes to the company's management structure and organization;
- Investment projects or asset sales with a value equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statement;
- Reorganize or dissolve the company;
- Other cases as stipulated in the Company's Articles of Association.

##### **10.4. Voting Procedures:**

a. Shareholders or authorized representatives attending the General Meeting will be issued a yellow "Voting Card," a white "Voting Slip," and a blue "Election Ballot" by the Company. The Voting Card, Voting Slip, and Election Ballot, used for voting on the contents of the General Meeting, are pre-printed cards and slips, following the Company's template. The Voting Card, Voting Slip, and Election Ballot contain the following information: the full name of the shareholder or authorized representative, the number of votes (owned/represented by the shareholder and/or authorized), the voting/election items at the General Meeting, and the Company's seal.

b. Voting method:



✓ Shareholders vote by raising their Voting Cards when voting on the following issues:

(i) Through the General Meeting Program, the Rules of Procedure at the General Meeting, and the Regulations for the election of additional members to the Board of Directors for the 2023-2028 term;

(ii) Through the Presidium, the Secretariat, and the Ballot Counting Committee;

(iii) Through the Minutes of the Meeting and the Resolution of the General Shareholders' Meeting.

✓ Shareholders vote on reports and proposals by casting ballots. Shareholders vote by selecting "approve," "disapprove," or "no opinion" on each item requiring a vote.

+ If the shareholder agrees with the issue requiring a vote, they mark an X in column (1) and leave column (2) blank (3);

+ If the shareholder does not agree with the issue requiring a vote, they mark an X in column (2) and must leave column (1) blank (3);

+ If there is no opinion on the issue requiring a vote, the shareholder marks an X in column (3) and must leave column (1) (2) blank.

For issues put to a vote, each shareholder shall use only one ballot, on which the items to be voted on at the General Meeting are clearly stated.

In the event that a shareholder chooses two opinions or no opinion at all on the same issue, it will be considered as having no opinion.

✓ Shareholders will vote by ballot for the election of additional members of the Board of Directors using the cumulative voting method and in accordance with the Regulations on the election of additional members of the Board of Directors for the 2023-2028 term.

c. Invalid ballots/voting slips will not be counted, including:

- Not following the template provided by the Organizing Committee and lacking the company's seal;

- Torn, crossed out, erased, or altered;

- Include any other information unrelated to the content of the meeting;

- There is no signature of confirmation from the shareholder or the shareholder's authorized representative.

d. Voting on each item to be approved in the ballot/election is independent of each other, and the validity of the vote on one item does not affect the validity of the votes on other items.

### **Article 11: Discussion and expression of opinions at the Congress**

At the General Meeting, shareholders or their authorized representatives may express their opinions during the discussion session, subject to the following principles and conditions:

**11.1.** Discussions shall only be conducted within the prescribed time limit and shall be limited to the issues presented in the agenda of the Shareholders' General Meeting.



11.2. Shareholders or their authorized representatives shall raise their Voting Cards when wishing to speak and shall only speak upon the Chairman's approval. If multiple shareholders wish to speak, the Chairman will arrange for them to speak in the order of registration and will also answer any questions they may have.

11.3. Shareholders should speak briefly and focus on the items on the agenda that have been approved by the General Meeting, and should not repeat opinions already expressed by other shareholders.

#### **Article 12: Minutes and Resolutions of the Congress**

12.1. All content, proceedings, opinions expressed, and discussions consistent with the agenda approved by the General Meeting must be fully and truthfully recorded by the Secretary in the Minutes of the Shareholders' General Meeting.

12.2. The minutes of the Congress serve as the basis for drafting the Congress's resolutions. The minutes and resolutions must be read and adopted before the Congress adjourns.

12.3. The contents that have been voted on and approved by the Congress must be reflected in the Congress's Resolution.

### **CHAPTER IV ENFORCEMENT CLAUSES**

#### **Article 13: Enforcement Provisions**

13.1. This Regulation comprises 4 Chapters and 13 Articles, was approved by the Annual General Meeting of Shareholders in 2026, held on June 30, 2026, and takes effect for the meeting on the same day.

13.2. These regulations may be amended or supplemented during the General Assembly session at the suggestion of the Chairman of the General Assembly and must be approved by a vote of the General Assembly.

#### **Recipient:**

- General Shareholders' Meeting;
- Save VP.

**TM. GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyễn Đức Toàn**



Number: 01/2026/BC-HĐQT

Ninh Binh, date June 8th year 2026

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS  
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Presidium !

Distinguished delegates and shareholders !

On behalf of the Board of Directors ( *"BOD"* ), *I would* like to report to the Annual General Meeting of Shareholders 2026 on the activities of the BOD , specifically as follows :

**1. Board of Directors personnel structure in 2025 :**

*Information about the members of the Board of Directors :*

No.	Board Member	Position	Date of commencement/cessation of membership on the Board of Directors	
			Appointment date	Dismissal date
1	Mr. Nguyen Duc Te	Chairman of the Board, not an executive.	May 19, 2024	11/09/2025
2	Mr. Nguyen Duc Toan	Chairman of the Board, not an executive.	11/09/2025	But
3	Ms. Nguyen Thi Mai Huong	Board Member	May 19, 2023	But
4	Grandfather Trinh Cong Son	Independent Board Member	May 19, 2023	But

*Board of Directors meetings :*

No.	Board Member	Number of Board of Directors meetings	Attendance rate	Reasons for not attending the meeting.
1	Mr. Nguyen Duc Te	7/7	100%	But
2	Mr. Nguyen Duc Toan	6/6	100%	But



3	Ms. Nguyen Thi Mai Huong	13/13	100%	But
4	Mr. Trinh Cong Son	13/13	100%	But

**2. Remuneration, operating expenses , and other benefits of the Board of Directors :**  
No issues will arise in 2025.

**3. Summary of Board of Directors meetings and decisions :**

In 2025, the Board of Directors will fulfill its functions and duties, directing and managing the Company's activities in compliance with the provisions of the Enterprise Law, the Securities Law, the Company's Charter, and will organize the implementation of the contents approved in the General Meeting of Shareholders' Resolution.

**Board of Directors meetings:**

No.	Resolution/Decision Number	Day	Content	Approval rate
1	01/2025/NQ-HĐQT	January 13, 2025	Update business registration information.	100%
2	03/2025/NQ-HĐQT	07/03/2025	Convening the 2025 Annual General Meeting of Shareholders	100%
3	042/2025/NQ-HĐQT	April 2, 2025	Approved for presentation at the 2025 Annual General Meeting of Shareholders.	100%
4	1806/2025/NQ-HĐQT	June 18, 2025	Through the company's investments.	100%
5	1707/2025/NQ-HĐQT	July 17, 2025	Organize an Extraordinary General Meeting of Shareholders in 2025	100%
6	2307/2025/NQ-HĐQT	July 23, 2025	Update business registration information.	100%
7	2108/2025/NQ-HĐQT	August 21, 2025	Approved for presentation at the 2025 Extraordinary General Meeting of Shareholders.	100%
8	1109/2025/NQ-HĐQT	11/09/2025	Election of the Chairman of the Board of Directors	100%
9	1209/2025/NQ-HĐQT	12/09/2025	Appointing members of the Audit Committee and issuing regulations on information disclosure.	100%

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10	05/11/2025/NQ-HĐQT	November 5, 2025	Transfer of shares in Hamico Vietnam Mineral Joint Stock Company	100%
11	1712/2025/NQ-HĐQT	December 17, 2025	Registering a business location	100%
12	1912/2025/NQ-HĐQT	December 19, 2025	Through lending transactions with related parties.	100%

**4. Report on transactions between the company and members of the Board of Directors and related parties of the Board of Directors :**

All transactions between the Company and insiders and related parties are conducted with proper authorization, ensuring compliance with the Enterprise Law, the Securities Law, and the Company Charter, and are fully documented and disclosed in the 2025 Corporate Governance Report.

**5. Activities of the Audit Committee reporting to the Board of Directors :**

*Information about the members of the Audit Committee :*

No.	Member of the Audit Committee	Position	Date of commencement/cessation of the Audit Committee	Professional qualifications
1	Mr. Trinh Cong Son	Chairman of the Inspection Committee	July 13, 2023	Bachelor of University
2	Mr. Nguyen Duc Te	Member of the Inspection Committee	July 13, 2024 – September 11, 2025	Bachelor of University
3	Mr. Nguyen Duc Toan	Member of the Inspection Committee	12/09/2025	Bachelor of Arts from the Army Academy

*Audit Committee Meeting*

No.	Committee Member Auditing	Number of meetings attended	Meeting attendance rate	Voting ratio	Reasons for not attending the meeting.
1	Mr. Trinh Cong Son	3/3	100%	100%	
2	Mr. Nguyen Duc Te	2/2	100%	100%	
3	Mr. Nguyen Duc Toan	1/1	100%	100%	

*The Audit Committee's oversight activities over the Board of Directors and the Management Board :*

The audit committee has effectively monitored the operations and compliance of the Board of Directors and the Director with the law and the company's charter by



attending and contributing opinions at Board of Directors meetings, supervising the implementation of voting procedures among Board members, and approving important company reports.

#### **6. Results of monitoring the Board of Directors :**

regular information reporting. of the Director. Supervision of compliance with the Board of Directors' directives is emphasized, ensuring that all resolutions, decisions, and directives of the Board of Directors/Chairman of the Board are implemented strictly, regularly, and transparently in terms of accountability.

The Board of Directors acknowledges the Director's efforts in managing production and business operations, overcoming the challenges of 2025.

The director has made flexible, timely decisions and implemented solutions that are appropriate to the situation and operational realities at each point in time, while still ensuring compliance with the policies and directions of the Board of Directors.

#### **7. Plans and directions:**

In 2026, the textile and garment industry is projected to continue facing numerous challenges, including rising costs and thin profit margins. The Board of Directors maintains a spirit of readiness to adapt and remain flexible in the face of domestic and international economic and political fluctuations, aiming for continued development. Therefore, the members unanimously agreed on the following direction for the 2026-2027 period:

- Cease operations in the textile and garment processing sector, consolidating this activity under the parent company;
- Transfer projects and personnel in the textile and garment sector to the parent company;
- Shifting production and business activities to the real estate business and real estate brokerage sector;
- Searching for, researching, and investing in real estate projects that yield high returns;
- Actively recruit, train, and build a team of personnel suitable for strategic changes;
- Ensure that governance and operations comply with regulations, and that they are conducted openly and transparently.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyễn Đức Toàn**



Number: 02/2026/BC-TVHĐQT

*Ninh Binh, date June 8th year 2026*

**INDEPENDENT BOARD MEMBER**  
**AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Presidium !

Distinguished delegates and shareholders !

The Board of Directors of Tu Hai Ha Nam Joint Stock Company for the term (2023-2028) has 3 members, of which 1/3 are independent board members (accounting for 33.33% of the total number of board members). The independent board members have actively participated in strategic planning, control and supervision of the Director's activities, and ensuring compliance with corporate governance standards as stipulated by law. They have also contributed to the development of operational regulations and policies to ensure the company's overall interests.

***of Directors meetings***

Over the past year , the company's Board of Directors held 14 meetings, issued 12 resolutions, and convened and conducted regular and extraordinary Board meetings in accordance with regulations on meeting organization . The content of these meetings included... The Board of Directors members will discuss and evaluate thoroughly and carefully in order to provide the best directions and solutions for the company.

Issues related to business strategy , financial plans, corporate culture, etc., are all discussed and exchanged regularly between the Board of Directors and the CEO.

***2. Monitoring the Board of Directors***

The Board of Directors has effectively supervised the Director, ensuring that the company's operations are always monitored and supervised in a timely manner to ensure actions are in line with the strategy and plan , and are flexible with the practical situation. In the context of a difficult economic environment , the company's management has promptly implemented solutions appropriate to the company's situation at each stage . The Board of Directors regularly monitors and guides the Director 's operational processes , ensuring that regulations on delegation of authority and operations comply with the law and the company 's charter. Board members are fully informed of the contents of the Director's briefing meetings with management staff. Through this , the Board of Directors is always well-informed about the company's operations and any





emerging issues , enabling them to promptly organize meetings to discuss and make timely and correct decisions and policies to maintain business stability and maximize the benefits for the company and its shareholders .

Board members proactively identify their roles and responsibilities in supporting the CEO in management and operations . The Board is interested in risk management solutions to help the CEO identify potential problems early and develop solutions to maintain the sustainability and stability of operations .

### ***3. Overall assessment of the Board of Directors ' performance***

The Board of Directors' tasks for 2025 focused on implementing the resolutions of the General Meeting of Shareholders , adhering to the company's charter and corporate governance regulations. All members of the Board of Directors demonstrated a sense of responsibility, understood their assigned roles and responsibilities , and acted cautiously in protecting the company's interests. Board members collaborated with the Director in building and maintaining corporate culture . The Board of Directors directed the Director to achieve the production and business targets for 2025 .

Best regards.

**ANNUNCIATOR  
INDEPENDENT BOARD MEMBER**



**Trinh Cong Son**





**TU HAI HA NAM  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

Number: 01/2026/TTr-HĐQT

Ninh Binh, date June 8th year 2026

**REPORT**

***Subject: Approval of the audited financial statements for 2025***

**Respectfully submitted to : The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company**

- Based on the Enterprise Law No. 59/2020/QH14 and other current legal documents ;
- Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Company's 2025 financial statements, audited by Grant Thornton (Vietnam) Co., Ltd., issued on March 30, 2026.

The financial report has been fully published on the Company's website at <https://tuhaijsc.vn/quan-he-co-dong>.

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

**Recipient:**

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS  
CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyễn Đức Toàn**



Number: 02/2026/TTr-HĐQT

Ninh Binh, date June 8th year 2026

**REPORT**

**Subject: Approval of the 2026 Business Plan**

**Respectfully submitted to : The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company**

- Based on the Enterprise Law No. 59/2020/QH14 and other current legal documents ;

- Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;

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

No.	Target	2026
1	Revenue	150 billion VND
2	Net profit after tax	10 billion VND
3	Expected charter capital	121,528 billion VND
4	Expected dividend yield	0%

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

**Recipient:**

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyen Duc Toan**



**TU HAI HA NAM  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

Number: 03/2026/TTr-HĐQT

*Ninh Binh, date June 6th year 2026*

## **REPORT**

***Subject: Approval of Board of Directors ' remuneration***

***Respectfully submitted to : The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company***

- *Based on the Enterprise Law No. 59/2020/QH14 and other current legal documents ;*
- *Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;*

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the remuneration for the Board of Directors in 2025 and the payment plan for 2026 as follows:

**1. Compensation report for Board members in 2025:**

The board of directors will not receive any remuneration in 2025.

**2. Expected compensation amount for 2026:**

Based on the 2026 business plan, and in order to focus financial resources on the company's business development, the Board of Directors proposes not to receive remuneration in 2026.

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

***Recipient:***

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS  
CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyen Duc Toan**



**TU HAI HA NAM  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

Number: 04/2026/TTr-HĐQT

*Ninh Binh, date June 8th year 2026*

## **REPORT**

***Subject: Selection of an auditor for the 2026 financial statements***

**Respectfully submitted to : The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company**

- Based on the Enterprise Law No. 59/2020/QH14 and other current legal documents ;
- Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;

Following the recommendation of the Audit Committee, the Board of Directors We respectfully submit to the General Meeting of Shareholders for approval the auditor for the Company's 2026 financial statements as Grant Thornton (Vietnam) Co., Ltd. If a change of auditor is necessary, the General Meeting of Shareholders authorizes the Board of Directors to select a different auditor to replace Grant Thornton (Vietnam) Co., Ltd. and report on this replacement selection at the next General Meeting of Shareholders.

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

***Recipient:***

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS  
CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyen Duc Toan**



Number: 05/2026/TTr-HĐQT

Ninh Binh, date June 8th year 2026

## **REPORT**

***Subject: Approval through the sale of assets and transactions with related parties***

***Respectfully submitted to : The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company***

- Based on the Enterprise Law No 59/2020/QH14 and other current legal documents ;
- Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;

1. Considering the recent difficulties faced by the textile and garment business and the low profit margins, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") the proposal to sell fixed assets, specifically as follows:

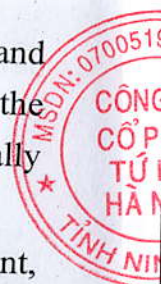
- Transfer of all fixed assets including: buildings, structures, machinery, equipment, vehicles, transportation and transmission equipment, perennial plants and some other fixed assets (total remaining value as of December 31, 2025, recorded in the audited financial statements for 2025 is VND 73,119,572,100).

- Transfer price: will be based on the remaining value of the asset as of June 30, 2026 (estimated at over VND 69.5 billion).

- Transferee: Appatex Joint Stock Company (parent company)

The General Meeting of Shareholders authorizes the Board of Directors to carry out the necessary procedures to complete the above transaction in accordance with the law.

2. In 2026, with the aim of proactively managing the purchase and sale of goods and services to meet business needs and thereby generate economic benefits, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the transactions with related parties (hereinafter referred to as "Related Transactions") arising in 2026 and 2027 (up to the time of the 2027 Annual General Meeting of Shareholders), including but not limited to the transactions listed below between the Company and other organizations and individuals identified as related parties according to Clause 23, Article 4 of the 2020 Enterprise Law:





- a. Transactions involving the purchase and sale of goods, raw materials, tools, and equipment; and
- b. Outsourcing transactions, subcontracting, and personnel hiring; and
- c. Prepayments, advances, and payments under contracts for the purchase or lease of services as described in (a) and (b) above.
- d. Investment and business cooperation transactions aim to promote business activities, fulfill orders, and implement projects.
- e. Activities involving the purchase/sale of fixed assets and the purchase/sale of shares.

3. Delegating/authorizing the Board of Directors and the Company's Director, and allowing the Board of Directors and the Company's Director to further delegate authority to other managers of the Company:

a. To determine the specific terms and conditions of the Related Transactions and any agreements, contracts, and documents relating to the Related Transactions, including any agreements to amend, supplement, terminate, or replace the Related Transactions (if any); and

b. Signing and executing the Related Transactions and all contracts, agreements, and documents related to the Related Transactions, including any agreements to amend, supplement, terminate, or replace the Related Transactions (if any).

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

**Recipient:**

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyễn Đức Toàn**



Number: 06/2026/TTr-HĐQT

Ninh Binh, date June 8th year 2026

**REPORT**

***Subject: Approval of divestment in an affiliated company***

***Respectfully submitted to :*** The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company

- Based on the Enterprise Law No. 59/2020/QH14 and other current legal documents ;
- Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;

In order to focus financial resources on the strategy of shifting to real estate investment and business activities, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the divestment of all capital in Duc Manh Joint Stock Company:

Number of shares sold: 4,790,000 shares

Selling price: 10,000 VND/share

Total sales value: 47,900,000,000 VND

The transferee is expected to be Mr. Nguyen Duc Te (Chairman of the Board of Directors of the parent company); the General Meeting of Shareholders authorizes the Board of Directors to select the transferee, prioritizing existing shareholders of Duc Manh JSC, without excluding related parties or insiders of the company.

Authorize Ms. Nguyen Thi Mai Huong to carry out the share transfer procedures in accordance with the above policy and the provisions of the law.

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

***Recipient:***

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyen Duc Toan**



Number: 06/2026/TTr-HĐQT

Ninh Binh, date June 8th year 2026

**REPORT**

***Subject: Through real estate investment***

***Respectfully submitted to*** : The General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company

- Based on the Enterprise Law No. 59/2020/QH14 and other current legal documents ;

- Based on the Articles of Association of Tu Hai Ha Nam Joint Stock Company;

In line with its strategy of shifting towards real estate investment and business activities, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the investment in the acquisition of the following properties:

- Project name: Investment project for the construction of low-rise housing in Dong Ca area, Phuc Hoa commune, Phuc Tho district, Hanoi city

- Location: Dong Ca area, Phuc Hoa commune, Phuc Tho district (now Phuc Tho commune), Hanoi city

- Investor: Hai Phat Investment and Real Estate Business Joint Stock Company

- Investment portfolio:

TT	Apartment	Land area ( $m^2$ )	Construction area ( $m^2$ )	Purchase price (million VND)
1	LK09-04	125	487.59	16,616
2	LK09-05	114	440.38	13,280
3	LK09-06	114	440.38	13,280
4	LK09-07	114	440.38	13,280
5	LK09-08	114	440.38	13,280
6	LK09-09	125	487.59	17,912
7	LK09-01	114	405.93	9,609
8	LK09-12	114	405.93	11,183
9	LK10-06	114	405.93	9,609
10	LK10-07	114	405.93	10,962





<b>Total</b>	<b>1,162</b>	<b>4,360.42</b>	<b>129,011</b>
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Sources of funding: All of the company's own financial resources and borrowed capital.

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

**Recipient:**

- As submitted;
- Save VP.

**TM. BOARD OF DIRECTORS**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Nguyen Duc Toan**







TU HAI HA NAM



# TU HAI HA NAM JOINT STOCK COMPANY

Address: Luong Trang Hamlet, Liem Tuyen Ward, Ninh Binh Province, Vietnam

Website: [www.tuhaijsc.vn](http://www.tuhaijsc.vn)

## VOTING BALLOT

At the Annual General Meeting of Shareholders in 2026

June 8, 2026

Shareholder's name: ..... Shareholder Code: .....

Name of authorized representative to attend and vote (if any): .....

Number of valid voting shares: ..... shares

Contact address: .....

ID Card/Citizen Identification Number: ..... Date of Issue: ..... Place of Issue

### Voting options

Voting issue	Approved (1)	Disapprove (2)	No comment (3)
Issue 1: Approval of the Board of Directors' Report for 2025 and the Report of the Independent Board Member			
Issue 2: Review of audited financial statements for 2025			
Issue 3: Approval of the 2026 Business Plan			
Issue 4: Approving the compensation plan for Board of Directors			
Issue 5: Through the sale of assets and transactions with related parties			
Issue 6: Through divestment in affiliated companies			
Issue 7: Through real estate investment			

Shareholder/Authorized Representative  
(Sign and print your full name)





**TU HAI HA NAM JOINT STOCK COMPANY**  
Address: Luong Trang Hamlet, Liem Tuyen Ward, Ninh  
Binh Province, Vietnam  
Website: [www.tuhaijsc.vn](http://www.tuhaijsc.vn)

## **VOTING CARD**

**AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
JUNE 30, 2026**

Shareholder's name: .....

Shareholder Code:.....

Name of authorized representative to attend and vote (if any):  
.....

Number of valid voting shares: ..... shares





TU HAI HA NAM

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

....., date ..... month .... year 2026



**POWER OF ATTORNEY**

**Attend the Annual General Meeting of Shareholders in 2026**

**Tu Hai Ha Nam Joint Stock Company**

**1. The authorizing party:**

Shareholder

's

name

:

.....  
ID Card/Citizen Identification Card/Passport/Business Registration Certificate No.:  
.....Date of Issue: ... ..Place of Issue: .....

Permanent

address/Headquarters

:

.....  
As of June 4, 2026, the number of shares owned by the shareholder is ..... shares  
(par value 10,000 VND/share).

**2. The authorized party:**

Name

of

individual/organization:

.....  
ID Card/Citizen Identification Card/Passport Number: ..... Date of Issue :  
..... Place of Issue: .....

Address :...

Number of shares authorized : .....

**3. Content of authorization:**

- The authorized representative is entitled to attend the Annual General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company on behalf of the authorizing party at 8:00 AM on Tuesday, June 30, 2026.

- Exercise the right to express opinions and vote on all matters requiring approval at the Congress as stipulated by law.

**4. Duration of authorization:**

This power of attorney is only valid during the 2026 Annual General Meeting of Shareholders of Tu Hai Ha Nam Joint Stock Company.

**5. Responsibilities of the authorizing party and the authorized party:**

- The authorized party may not further delegate the tasks specified in this Power of Attorney to a third party.

- Both the authorizing party and the authorized party are fully responsible for this authorization and commit to strictly complying with the current regulations of the Law, the Articles of Association of Tu Hai Ha Nam Joint Stock Company , and will not file any complaints afterward.

**AUTHORIZED PARTY**

(Sign and clearly state your full name, affix  
your seal – if applicable)

**AUTHORIZED PARTY**

(Sign and clearly state your full name, affix  
your seal – if applicable)

*\*Note: This power of attorney is only valid if it is the original document and signed by both parties. If either the grantor or the grantee is an organization, it must be signed by its legal representative and bear the organization's seal (if any). This power of attorney will expire upon the conclusion of the 2026 Annual General Meeting of Shareholders.*





**TU HAI HA NAM JOINT STOCK COMPANY**  
Address: Luong Trang Hamlet, Liem Tuyen Ward, Ninh  
Binh Province, Vietnam  
Website: [www.tuhaijsc.vn](http://www.tuhaijsc.vn)

## REGISTRATION FORM FOR ATTENDING THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Dear:**            **Organizing Committee for the 2026 Annual General Meeting  
Tu Hai Ha Nam Joint Stock Company**

Name of individual/organization .....  
ID/Passport/Citizen Identification Number: ..... Date of issue: Place of issue  
: .....

Business registration certificate (for institutional shareholders): .....

Permanent address/Head office: .....

Phone number: ..... Fax number: .....

Confirmation of registration to attend the 2026 Annual General Meeting of Shareholders of  
Tu Hai Ha Nam Joint Stock Company, with:

The number of voting shares is .....

(In words: ..... ) shares;

in there:

- Number of shares owned: ..... shares.
- Number of authorized shares: ..... shares.

(A photocopy of the Power of Attorney is attached herewith).

I hereby pledge to abide by all the regulations of the Congress.

### **Confirmation from the Organizing Committee:**

- ☐ Confirm the eligibility of registered  
participants to attend the Congress and vote.  
☐ Verify the validity of the registration form.

**TM. QUALIFICATIONS VERIFICATION  
COMMITTEE  
SHAREHOLDERS**

....., date ... month ... year 2026

**REGISTERED PERSON**  
(Signature and full name)

Note: The registration deadline is as stipulated in the Notice of Invitation to the Annual  
General Meeting of Shareholders 2026.



**TU HAI HA NAM  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

Number: 01 / 2026/NQ - ĐHĐCĐ

Ninh Binh, June 30, 2026

**DỰ THẢO**

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on [date] June 17, 2020;
- Based on the Securities Law No. 54/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2020;
- Based on the Minutes of the Annual General Meeting of Shareholders 2026 of Tu Hai Ha Nam Joint Stock Company No.: 01/2026/BB-ĐHĐCĐ dated June 30, 2026.

**RESOLUTION:**

**Article 1.** Through the Board of Directors' Report for 2026 ( Report No. 01/2026/BC-HĐQT ) and the Report of the Independent Board Member ( Report No. 02/2026/BC-TVHĐQT)

**Article 2.** Through the audited financial report for 2025 ( as per submission No. 01/2026/TTr-HĐQT) .

**Article 3.** Through the Business Plan for 2026 ( as per submission No. 02/2026/TTr-HĐQT) .

No.	Target	2026
1	Revenue	150 billion VND
2	Net profit after tax	10 billion VND
3	Expected charter capital	121,528 billion VND
4	Expected dividend yield	0%

**Article 4.** Through the compensation payment plan Board of Directors (according to the content of submission document No. 03/2026/TTr-HĐQT) .

Based on the 2026 business plan, and in order to focus financial resources on the company's business development, the Board of Directors proposes not to receive





remuneration in 2026.

**Article 5.** Through the selection of Grant Thornton (Vietnam) Co., Ltd. as the auditor for the 2026 financial statements *(as per submission No. 04/2026/TTr-HĐQT)*.

**Article 6.** Through the sale of assets and transactions with related parties *(as per the content of submission No. 05/2026/TTr-HĐQT)*

**Article 7.** Approval of divestment in affiliated companies *(as per submission No. 06/2026/TTr-HĐQT)*

**Article 8.** Approval of real estate investment *(as per the content of submission No. 07/2026/TTr-HĐQT)*

**Article 9.** The Board of Directors, the Company's Management Board, and relevant departments and divisions are responsible for implementing this Resolution. This Resolution takes effect from the date of signing./.

**Recipient :**

- As per Article 9;
- Relevant agencies and organizations;
- Save VP.

**TM. GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN OF THE BOARD OF  
DIRECTORS**



**Nguyen Duc Toan**

