

No.: 57/2026/PPE/NQ-HĐQT

Hanoi, June 09, 2026

BOARD RESOLUTION

*Re: Approval of the Offering and Transfer of Capital Contribution in
Hoa Binh Minh Nghe An Company Limited*

BOARD OF DIRECTORS

PP ENTERPRISE INVESTMENT CONSULTANCY JSC

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020;
- Pursuant to the Law on Amendments to the Law on Enterprises No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on 17/06/2025;
- Pursuant to the Charter of PP Enterprise Investment Consulting JSC;
- Pursuant to the Board of Directors' Meeting Minutes No 56/2026/PPE/BBH-HĐQT dated 09/06/2026.

HEREBY RESOLVED:

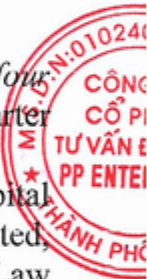
Article 1. Approval of the Offering and Transfer of Capital Contribution

- Target Company: Hoa Binh Minh Nghe An Company Limited.
- Value of the Owned Capital Contribution: VND 4,480,000,000 (*Four billion four hundred and eighty million Vietnamese Dongs*), accounting for 70% of the charter capital of Hoa Binh Minh Nghe An Company Limited.
- Priority Offeree / Pre-emptive Right Holder: The principle of offering the capital contribution to the existing member of Hoa Binh Minh Nghe An Company Limited, namely Ms. Nguyen Thi Hien, shall be strictly applied in accordance with the Law on Enterprises and the Charter of Hoa Binh Minh Nghe An Company Limited.
- Selling Price: To be determined based on the ownership ratio of the capital contribution and the equity value specified in the Valuation Certificate No. 368/2026/108/CT dated May 11, 2026, issued by Caliva Valuation Joint Stock Company.
- Mechanism for Unsubscribed Capital Contribution: In the event that Ms. Nguyen Thi Hien does not purchase or fails to purchase in full within the statutory timeline, the Board of Directors shall search for and approve the transfer of the entire remaining capital contribution to other organizations and/or individuals satisfying the conditions prescribed by law.
- Expected Completion Time: To be completed within the year 2026.

Article 2. Appointment and Authorization of the Representative for Transaction Execution

The Board of Directors unanimously agrees to appoint and authorize **Mr. Tran Duc Hiep** – Chairman of the Board of Directors, to act on behalf of and for the best interests of the Company to perform the following works:

- **Notification and Negotiation:** To execute the formal written offering procedures to **Ms. Nguyen Thi Hien**, the existing member of Hoa Binh Minh Nghe An Company Limited; to negotiate and agree upon all commercial and legal terms of the transaction (*including selling price, payment methods and schedules, conditions precedent, debt settlement mechanisms, representations, warranties, and limitations of liability*).



- **Search for Alternative Partners:** In the event that Ms. Nguyen Thi Hien does not purchase or fails to purchase the capital contribution in full within the statutory timeline, Mr. Hiep shall be responsible for proactively searching for, approaching potential partners, and negotiating preliminary commercial and legal terms for the transaction.
- **Submission for Board Approval:** Upon identifying a partner and concluding the basic terms, Mr. Hiep shall report and submit the detailed transfer plan along with the draft Contract to the Board of Directors for review and approval in another meeting prior to any official signing.
- **Right of Sub-authorization:** Mr. Tran Duc Hiep is entitled to sub-authorize a third party to perform the tasks within the scope of this search and negotiation.

Article 3. This Resolution shall take effect from the date of signing.

Members of the Board of Directors, and relevant individuals and organizations are responsible for the implementation of this Resolution.

Recipients:

- *As per Article 3;*
- *Archived: Corporate Secretary, BOD Office.*



TRAN DUC HIEP

