



MST INVESTMENT JOINT STOCK COMPANY

Address: No. 2, Alley 159 Tay Son Street, Dan Phuong Commune, Hanoi City, Vietnam.

Phone: 024 66744305

Fax: 024 35553592

Email: mst.investmentjsc@gmail.com

Website: <https://mstgroup.vn/>



AGENDA EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2026

Time	Content	Responsible Party
08:30-09:00	1. Welcome shareholders and guests.	Organizing Committee
	2. Register shareholders attending the meeting.	
9:00 -9:30	3. Report on the verification of shareholder eligibility.	Shareholder Eligibility Verification Committee
	4. Declaration of the reasons for the meeting and introduction of attendees.	Organizing Committee
	5. Introduction of the Presidium and the Secretariat, and proposal of the Vote Counting Committee for the General Meeting's appointment.	Chairman of the Meeting
	6. Presentation of the Meeting Agenda, the Meeting Regulations, the rules for making comments, the voting procedures, and solicitation of additional agenda items from the General Meeting.	Organizing Committee
	7. Proposal regarding the cancellation of the contents set out in Proposal No. 06/2026/TTr-HĐQT dated April 6, 2026, which was approved at the 2026 Annual General Meeting of Shareholders.	Chairman of the Meeting
	8. Proposal on the approval of the 2026 plan for the private placement of convertible bonds.	Chairman of the Meeting
	9. Other matters under the authority of the General Meeting.	
9:30 -10:00	10. Discussion session.	Presidium
10:00-10:15	11. Voting session.	General Meeting
10:15-10:30	12. Break.	Organizing Committee
10:30-10:45	13. Announcement of voting results.	Voting Committee
10:45-11:00	14. Approval of the Minutes and Resolution of the General Meeting of Shareholders.	Secretariat
11:00-11:15	15. Closing of the Meeting.	Chairman of the Meeting

Hanoi, July 28 2026

**WORKING REGULATIONS
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2026
MST INVESTMENT JOINT STOCK COMPANY**

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope of Application

These regulations define the rights and obligations of participants in the 2026 Extraordinary General Meeting of Shareholders (“AGM”) of MST Investment Joint Stock Company (“Company”), as well as the conditions and procedures for conducting the AGM.

Article 2. Subjects of Application

Shareholders, authorized representatives, and other participants of the AGM are responsible for complying with the provisions set forth in these regulations.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF AGM PARTICIPANTS**

Article 3. Conditions for Attendance

Eligible participants include shareholders listed in the Company’s shareholder register as finalized by the Vietnam Securities Depository and Clearing Corporation (VSDC) on July 02, 2026, or their duly authorized representatives.

Article 4. Rights and Obligations of Shareholders

4.1. Shareholders’ Rights at the AGM:

4.1.1. All shareholders of the Company have the right to attend and vote on matters under the authority of the General Meeting of Shareholders.

4.1.2. If unable to attend, shareholders may authorize another person to participate and vote on their behalf. The authorization must be made in writing, using the form attached to the AGM invitation letter, or a notarized authorization document in accordance with legal regulations.

4.1.3. In addition to the meeting documents distributed at the General Meeting, each shareholder attending the General Meeting of Shareholders shall be provided with one (01) voting card indicating the shareholder's code and the number of voting shares owned or represented by proxy. This voting card shall also be used when the Chairperson requests the General Meeting to vote on matters discussed and/or seeks the opinions of the General Meeting, under the direction of the Presidium and the Vote Counting Committee.

4.1.4. Shareholders arriving late to the AGM have the right to register upon arrival and participate in discussions and voting. However, the Chairperson is not obligated to pause the meeting for late registrants, and any voting sessions conducted before their arrival will remain valid and unaffected.

4.2. Obligations of Common Shareholders Attending the AGM:

4.2.1. Shareholders attending the AGM must dress formally and appropriately.



- 4.2.2. Attend the AGM as per the Company's regulations. If unable to attend, shareholders must authorize a representative in accordance with the proper procedures.
- 4.2.3. Shareholders or their authorized representatives must complete the AGM registration procedures with the Organizing Committee.
- 4.2.4. Comply with the conditions and procedures specified in the Company's Charter and this Regulation.
- 4.2.5. Strictly adhere to the AGM's rules, respect the working outcomes, and maintain order during the meeting.

Article 5. Rights and Obligations of the Chairperson

5.1. The Chairperson of the AGM is the Chairman of the Board of Directors or a designated Board member authorized by the Chairman to preside over the meeting.

5.2. The Chairperson has the following rights and obligations:

- (a) Conduct the AGM in an orderly and lawful manner according to the approved agenda.
- (b) In the event of unexpected issues outside the planned agenda, the Chairperson will discuss solutions with the Organizing Committee (before the AGM) or the Presidium (during the AGM). If multiple opinions arise, the Chairperson's decision will be final if it receives majority support.
- (c) Take necessary measures to ensure the meeting is conducted smoothly, in an orderly manner, and in accordance with the approved agenda while reflecting the views of the majority of attendees.
- (d) Postpone the AGM to a later time and location, without prior approval from the shareholders, if:
- The venue cannot accommodate all attendees properly.
 - Disruptive behavior threatens the fairness and legality of the meeting.
 - Postponement is necessary to ensure the AGM is conducted lawfully.

The postponement period shall not exceed three (03) days from the original scheduled date.

Article 6. Rights and Obligations of the Presidium

6.1. The Presidium consists of members from the Board of Directors and the Company's Executive Management.

6.2. Responsibilities of the Presidium:

- Act as the highest governing body of the AGM.
- Provide guidance and address shareholders' inquiries related to the AGM agenda.
- Lead and oversee voting on matters as per legal regulations and the Company's Charter.

Article 7. Rights and Obligations of the AGM Secretary

7.1. The AGM Secretary is appointed by the Presidium and is responsible for assisting in conducting the meeting, recording minutes, and ensuring a successful AGM.

7.2. Ensure the accuracy, completeness, and integrity of the AGM minutes.

7.3. Perform additional tasks assigned by the Chairperson during recess periods.

Article 8. Rights and Obligations of the Shareholder Eligibility Verification Committee and the Vote-Counting Committee

8.1. The Shareholder Eligibility Verification Committee, established by the AGM Organizing Committee, is responsible for:

- Preparing the list of shareholders attending the AGM.
- Collecting and verifying shareholder authorization documents.
- Checking the eligibility of attendees.
- Preparing and presenting a report on shareholder eligibility before the AGM.
- Distributing meeting documents, voting cards, and election cards before shareholders enter the venue.

8.2. The Vote-Counting Committee consists of at least two (02) members nominated by the Presidium or shareholders and approved by the AGM. Members of the Vote-Counting Committee cannot serve as the AGM Secretary. The committee is responsible for:

- Guiding shareholders on voting procedures.
- Supervising the voting process.
- Conducting vote counting, preparing the voting results report, announcing the results at the AGM, and submitting the report to the Chairperson.

8.3. The Vote-Counting Committee is responsible for ensuring the accuracy and integrity of the voting results.

CHAPTER III

ORDER OF PROCEEDINGS OF THE GENERAL MEETING

Article 9. Conditions for Holding the General Meeting

The General Meeting of Shareholders shall be conducted when shareholders attending the meeting represent more than 50% of the total voting shares of the Company, as per the list of shareholders invited to the meeting upon the decision to convene the General Meeting.

Article 10. Procedures for Conducting the General Meeting

10.1. The General Meeting is expected to take place within half a day.

10.2. The General Meeting shall discuss and approve the matters listed in the Agenda of the General Meeting of Shareholders.

10.3. The order of proceedings of the General Meeting shall follow the Agenda.

Article 11. Adoption of Resolutions at the Extraordinary General Meeting of Shareholders

11.1. Resolutions and Decisions regarding the content of the General Meeting shall be adopted when they receive approval from shareholders representing at least more than 50% of the total voting shares of all attending shareholders.

11.2. Resolutions and decisions regarding matters related to classes of shares and the total number of shares of each class, approval of detailed amendments to business lines, and amendments to the Company's Charter shall be adopted when at least 65% of the total voting shares of shareholders with voting rights, present in person or through duly authorized representatives at the General Meeting of Shareholders, vote in favor.

Article 12. Handling Cases Where the General Meeting Cannot Be Held

12.1. If within 30 minutes from the scheduled start time of the meeting, the number of attending shareholders or shareholder representatives does not meet the required quorum as stipulated in Article 9 of this Regulation, the General Meeting must be reconvened within 30 days from the date of the unsuccessful first General Meeting.

12.2. The reconvened General Meeting (Second Meeting) shall be conducted if shareholders attending the meeting represent at least 33% of the total voting shares of the Company. If, within 30 minutes from the scheduled start time, the Second Meeting

still does not meet the required quorum, a Third Meeting must be convened within 20 days from the scheduled date of the Second Meeting.

12.3. At the Third Meeting, the meeting shall be valid regardless of the number of attending shareholders, and all matters under the General Meeting of Shareholders' authority shall be decided.

Article 13. Meeting Minutes of the General Meeting of Shareholders

All contents of the General Meeting of Shareholders shall be recorded in the Meeting Minutes by the Secretary. The Meeting Minutes shall be read and approved before the conclusion of the meeting and shall be kept in the Company's meeting minutes book.

CHAPTER IV

OTHER REGULATIONS

Article 14. Other Provisions:

14.1. Shareholders attending the General Meeting who wish to speak must obtain the approval of the Chairperson. Shareholders shall keep their speeches brief and focused on the key discussion points, in line with the approved agenda of the General Meeting. The Chairperson will arrange for shareholders to speak in the order of their registrations and will also address their concerns.

14.2. A shareholder may be disqualified from attending the General Meeting of Shareholders by the Presidium if they intentionally violate the meeting regulations, disrupt order, or engage in actions that directly affect the management of the General Meeting.

CHAPTER VI

IMPLEMENTATION PROVISIONS

Article 15. Effectiveness of the Regulations:

This Regulation consists of 6 Chapters and 15 Articles. It shall be publicly read before the commencement of the General Meeting and shall take immediate effect upon approval by the General Meeting of Shareholders.

This Regulation may be amended or supplemented as necessary and shall be submitted to the General Meeting of Shareholders for review and decision.

GENERAL MEETING OF SHAREHOLDERS



NGUYEN HUY QUANG

Hanoi, July 28, 2026

**RULES ON SPEAKING AND VOTING PROCEDURES
AT THE 2026 EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS MST INVESTMENT JOINT STOCK COMPANY**

A. PRINCIPLES OF SPEAKING AT THE MEETING

I. Shareholders who wish to make a proposal at the General Meeting of Shareholders must adhere to the following principles:

- Participate in the discussion session of the Meeting.
- Raise their hand to request permission from the Chairperson and only speak after being granted permission; at any given time, only one shareholder may speak.
- If multiple shareholders wish to speak simultaneously, the Chairperson will invite them to present their opinions in turn.
- The Chairperson has the right to interrupt a shareholder's speech if deemed necessary.
- All contributions or questions will be collected and addressed in sequence.

II. Proposals must meet the following conditions:

- Be concise and clear. If a proposal is complex and requires extensive explanation, the shareholder may submit it in writing to the Organizing Committee at least three days before the Meeting.
- Do not repeat issues that have already been discussed.
- The proposal must fall within the authority of the General Meeting of Shareholders.

B. VOTING PRINCIPLES AT THE MEETING

I. Voting Principles

- Must comply with the Company's Charter, legal regulations, and ensure accuracy.
- Shareholders or authorized representatives shall vote by submitting voting cards as instructed by the Voting Committee. In cases where voting is conducted via the Voting Committee, resolutions will be passed by raising voting cards.
- Each shareholder's voting rights correspond to the number of shares they own or are authorized to represent.
- Voting cards are valid only if they meet the prescribed requirements.
- Voting results are calculated as a percentage of the total shares represented by valid voting cards over the total shares of all shareholders attending and participating in the vote.

II. Voting Methods

1. General Regulations

- Voting to approve the proposals and resolutions of the General Meeting of Shareholders shall be conducted openly and directly under the direction of the Presidium of the General Meeting, using only the voting cards issued by the Organizing Committee.
- Each shareholder or authorized representative of a shareholder (hereinafter collectively referred to as the "Shareholder") who is entitled to vote and attends



the General Meeting of Shareholders shall be provided with one (01) voting card for voting on the proposals submitted to the General Meeting.

- **Information printed on the voting card:**

- Full name of the shareholder or the shareholder's authorized representative.
- Number of shares owned or represented: the total number of voting shares represented by the shareholder.
- Voting content.
- The seal of MST Investment Joint Stock Company.

- **Classification of voting cards:**

- **Valid voting card:** A pre-printed card in the form issued by the Organizing Committee of the General Meeting, bearing the Company's seal. The card must not be torn, detached, erased, scratched, or altered, and the vote must be cast in accordance with the instructions stated on the voting card.
 - **Invalid voting card:** A card that does not comply with the regulations applicable to a valid voting card.
- The voting cards shall be collected by members of the Vote Counting Committee and shall be counted and recorded in minutes immediately after collection.

2. Voting Procedures

Voting to approve the matters presented at the General Meeting:

- If the shareholder agrees with the voting matter, they must mark an (X) in Column (1) and leave Columns (2) and (3) blank.
 - If the shareholder disagrees with the voting matter, they must mark an (X) in Column (2) and leave Columns (1) and (3) blank.
 - If the shareholder has no opinion, they must mark an (X) in Column (3) and leave Columns (1) and (2) blank.
- Each shareholder may only use one voting card for all matters presented at the Meeting, as specified on the card.
- Shareholders must choose one of three voting options: Agree, Disagree, or No Opinion.

III. Approval of Voting Results

1. Matters subject to voting regarding classes of shares, the total number of shares of each class, and detailed amendments to business lines, as well as amendments and supplements to the Company's Charter, shall be approved by at least 65% of the total voting shares of shareholders with voting rights who are present in person or through duly authorized representatives at the General Meeting of Shareholders and participate in voting.
2. Other matters (except for the election of additional members of the Board of Directors and the Supervisory Board) shall be approved by more than 50% of the total voting shares of shareholders with voting rights, present in person or through duly authorized representatives at the General Meeting of Shareholders.
3. For the election of members of the Board of Directors and the Supervisory Board: elected members shall be determined based on the number of votes received, in descending order, starting from the candidate with the highest number of votes until the required number of members as stipulated in the Company's Charter is reached. In the event that two or more candidates receive an equal number of votes for the

final position on the Board of Directors or the Supervisory Board, a re-election shall be conducted among those candidates with an equal number of votes. In the event of a tie between two or more candidates for the final BOD position, a re-election will be conducted among those candidates.

4. Matters relating to the procedures and conduct of the General Meeting of Shareholders: the Chairperson's decision shall be final, and all attending shareholders must comply accordingly.

IV. Effectiveness

The rules on speaking and voting procedures shall take effect immediately upon being approved at the General Meeting of Shareholders of MST Investment Joint Stock Company.

Thank you, Shareholders!

BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HUY QUANG



No: 01/2026/TTr-HDQT

Hanoi, July 7., 2026

SUBMISSION REPORT

(Re: Cancellation of the contents of Proposal No. 06/2026/TTr-HDQT dated April 6, 2026, which was approved at the 2026 Annual General Meeting of Shareholders.)

To: Extraordinary General Meeting of Shareholders in 2026

MST Investment Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and the Law Amending and Supplementing a Number of Articles of the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended, supplemented, and guided by its implementing regulations;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Decree No. 200/2026/ND-CP dated 5 June 2026 of the Government on the private placement and trading of corporate bonds in the domestic market and the offering of corporate bonds in the international market;
- Pursuant to Resolution No. 01/2026/NQ-ĐHĐCĐ of the 2026 Annual General Meeting of Shareholders of MST Investment Joint Stock Company dated April 28, 2026;
- Based on the actual circumstances,

The Board of Directors respectfully submits to the 2026 Extraordinary General Meeting of Shareholders for approval the proposal to cancel the plan for the private placement of convertible bonds in 2026, which was approved at the 2026 Annual General Meeting of Shareholders. Details are as follows:

Approval of the cancellation of the 2026 private placement plan for convertible bonds approved at the 2026 Annual General Meeting of Shareholders

- Based on the actual circumstances and in order to align with the Company's new development strategy and business orientation, the Board of Directors respectfully submits to the 2026 Extraordinary General Meeting of Shareholders for approval the cancellation of the 2026 private placement plan for convertible bonds under Proposal No. 06/2026/TTr-HDQT dated April 6, 2026, which was approved at the 2026 Annual General Meeting of Shareholders.
- The Board of Directors shall formulate a new plan for the private placement of convertible bonds for submission to the General Meeting of Shareholders.

The Board of Directors respectfully submits the above matters to the 2026 Extraordinary General Meeting of Shareholders for approval.

Respectfully submitted.



Recipients:

- As stated above;
- BOD, SB, Executive Board;
- Company records.

BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HUY QUANG



No: 02/2026/TTr-HDQT

Hanoi, July 07, 2026

SUBMISSION

Re: Approval of the 2026 Plan for the Private Placement of Convertible Bonds

To: Extraordinary General Meeting of Shareholders in 2026

MST Investment Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its guiding, amending and supplementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its guiding, amending and supplementing documents;
- Pursuant to the Law on Housing No. 27/2023/QH15 adopted by the National Assembly of the Socialist Republic of Vietnam on November 27, 2023, and its guiding, amending and supplementing documents;
- Pursuant to the Law on Real Estate Business No. 29/2023/QH15 adopted by the National Assembly of the Socialist Republic of Vietnam on November 28, 2023, and its guiding, amending and supplementing documents;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Government's Decree No. 200/2026/ND-CP dated June 5, 2026, regulating the offering and trading of privately placed corporate bonds in the domestic market and the offering of corporate bonds in the international market;
- Pursuant to the Government's Decree No. 95/2024/ND-CP dated July 24, 2024, detailing a number of articles of the Law on Housing;
- Pursuant to the Government's Decree No. 96/2024/ND-CP dated July 24, 2024, detailing a number of articles of the Law on Real Estate Business;
- Pursuant to the Ministry of Finance's Circular No. 76/2024/TT-BTC dated November 6, 2024, guiding the information disclosure regime and reporting regime on the offering and trading of privately placed corporate bonds in the domestic market and the offering of corporate bonds in the international market;
- Pursuant to the Ministry of Finance's Circular No. 30/2023/TT-BTC dated May 17, 2023, guiding the registration, depository, exercise of rights, transfer of ownership, transaction settlement and organization of the trading market for privately placed corporate bonds in the domestic market;
- Pursuant to the Charter on organization and operation of MST Investment Joint Stock Company;

The Board of Directors of MST Investment Joint Stock Company respectfully submits to the 2026 Extraordinary General Meeting of Shareholders the 2026 plan for the private placement of convertible bonds, with the following details:

1. Contents of the 2026 Bond Issuance:

- Issuer : MST Investment Joint Stock Company.
- Head office, business lines, Enterprise Registration Certificate and account for receiving bond purchase proceeds: In accordance with the Company's current enterprise registration information. The General Meeting of Shareholders authorizes the Board of Directors to specifically determine the account for receiving bond purchase proceeds for the offering and disclose such account to investors in accordance with Point a, Clause 1, Article 10 of Decree No. 200/2026/ND-CP.
- Issuance method : Private placement of convertible bonds.
- Bond type : Convertible bonds without warrants. The specific type of bonds shall be authorized to the Board of Directors for determination when preparing the detailed Issuance Plan.
- Bond term: : Up to five (5) years from the Issue Date. The General Meeting of Shareholders authorizes the Board of Directors to determine the specific term of the Bonds.
- Bond interest rate : The interest rate may be fixed or floating, depending on market conditions at the time of issuance. The General Meeting of Shareholders authorizes the Board of Directors to determine the interest rate of the Bonds at the time of issuance, taking into account market conditions and ensuring benefits to the Company.
- Issuance currency : Vietnamese Dong (VND).
- Par value : VND 100,000,000 per Bond.
- Expected issuance volume : 11,000 Bonds.
- Total issuance value at par: VND 1,100,000,000,000 value:
- Issuance period : Expected to be conducted in 2026. The specific timing shall be authorized to the Board of Directors for selection and determination.
- Issuance method : Bond issuance through bidding, underwriting or issuance agency in accordance with Article 11 of Decree No. 200/2026/ND-CP. The General Meeting of Shareholders authorizes the Board of Directors to determine the

specific issuance method and disclose it to investors prior to the offering.

- Bond purchasers : Professional securities investors and/or strategic investors in accordance with Clause 1, Article 9 of Decree No. 200/2026/ND-CP. In the event that strategic investors participate in the offering, the selection thereof shall be based on the criteria of financial capacity, technological capability and a commitment to cooperate with the Company for a minimum period of three (3) years in accordance with Point e, Clause 1, Article 9 of Decree No. 200/2026/ND-CP. The General Meeting of Shareholders approves the aforesaid principles and criteria and authorizes the Board of Directors to identify and introduce a list of strategic investors satisfying such criteria, and report to the General Meeting of Shareholders at its nearest meeting together with the relevant documents.
- Conditions for the bond offering: The Company is a public company and shall be responsible for fully satisfying the conditions for the private placement of convertible bonds in accordance with Clause 1, Article 31 of the Law on Securities No. 54/2019/QH14, Point d, Clause 1, Article 13 and Clause 3, Article 16 of Decree No. 200/2026/ND-CP. The General Meeting of Shareholders authorizes the Board of Directors to organize the review and explanation of the Company's satisfaction of each offering condition and prepare a complete offering registration dossier, including audited financial statements, financial indicators, the status of payment of due debts, a report on the use of proceeds from outstanding bonds (if any), and an assessment of debt repayment capacity, in accordance with Articles 10, 14 and 18 of Decree No. 200/2026/ND-CP.
- Plan for arranging sources for payment of bond interest and principal: The General Meeting of Shareholders authorizes the Board of Directors to determine the plan for arranging funding sources and the method of payment of the principal and interest of the Bonds for each payment period until maturity, ensuring compliance with Point s, Clause 1, Article 10 and Article 22 of Decree No. 200/2026/ND-CP. The detailed plan for arranging sources of payment for the principal and interest of the

Bonds is as follows: The sources for payment of Bond interest are expected to be generated from the Company's revenue and cash flows arising from its production and business activities, cash flows from project investment activities, and other lawful sources of funds in accordance with the law. The sources for payment of Bond principal are expected to be secured by proceeds from sales, recovery of project investment capital, other lawful mobilized capital sources, and other lawful funds generated from the Company's business activities. For the portion of the Bonds converted into shares in accordance with the approved terms and conditions, the Company's obligation to repay the corresponding principal amount of such Bonds shall terminate from the time the conversion is completed in accordance with the law. The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed plan, arrange funding sources, and fully perform the obligations to pay the principal and interest of the Bonds on time in accordance with the law and the terms and conditions of the Bonds.

- Rights and obligations of: bond investors Bond investors shall enjoy all rights and fulfill all obligations in accordance with Decree No. 200/2026/ND-CP and the terms and conditions of the Bonds. The voting approval ratio for matters requiring approval by bondholders shall not be lower than 65% of the total number of outstanding Bonds of the same type, in accordance with Point v, Clause 1, Article 10 of Decree No. 200/2026/ND-CP.
- Commitment to information: disclosure The Company undertakes to fully comply with the information disclosure regime before, during and after the offering in accordance with Decree No. 200/2026/ND-CP and Circular No. 76/2024/TT-BTC.
- Bond Conversion Terms:
 - **Conversion period:** The conversion period of the Bonds shall not exceed the term of the Bonds. The General Meeting of Shareholders authorizes the Board of Directors to determine the conversion period, the number of conversion tranches and the specific conversion period for each tranche.
 - **Conversion principles and conversion price:** Conversion may be carried out one or more times until all issued Bonds or all outstanding Bonds at the time of conversion have been converted. The conversion price shall be determined by the

Board of Directors as authorized by the General Meeting of Shareholders, provided that it is not lower than the book value per share of the Company based on the latest consolidated annual financial statements or the latest reviewed semi-annual financial statements available at the time of signing the Bond purchase agreement with the Investor, and not lower than VND 10,000 per share. The General Meeting of Shareholders authorizes the Board of Directors to determine the conversion price, anti-dilution protection provisions and other relevant matters, ensuring compliance with the principles approved by the General Meeting of Shareholders.

- **Adjustment of conversion price:** In the event of share dilution events, the General Meeting of Shareholders authorizes the Board of Directors to adjust the conversion price in accordance with market practices and applicable laws.
- **Conversion ratio:** The conversion ratio shall be determined by dividing the par value of the Bonds by the conversion price determined at the time of conversion.
- **Compliance with foreign ownership limits:** Investors participating in the purchase of the Bonds must comply with applicable laws on capital contribution limits and the maximum foreign ownership ratio when exercising the conversion.
- **Repayment in the event of non-conversion of the Bonds:** With respect to any Bonds that are not converted into shares (if any) upon maturity or upon expiry of the conversion period, the Company shall be responsible for fully and timely paying the outstanding principal and interest of the Bonds to the Investors in accordance with the disclosed terms and conditions. The General Meeting of Shareholders authorizes the Board of Directors to determine the specific repayment method and funding sources for the non-converted Bonds, ensuring compliance with Point e, Clause 1, Article 10 of Decree No. 200/2026/ND-CP.
- **Other terms and commitments:** The General Meeting of Shareholders authorizes and assigns the Board of Directors to formulate the issuance plan and stipulate the specific terms and conditions of the Bonds to ensure compliance with applicable laws, including but not limited to regulations relating to the registration and deposit of the Bonds, registration for trading of the Bonds, early redemption, exercise of rights to purchase shares, registration and deposit of shares upon conversion, registration for additional listing, measures for monitoring, managing and supervising the use of proceeds for their intended purposes, and other applicable regulations, in accordance with Articles 10, 11, 20, 21 and 22 of Decree No. 200/2026/ND-CP.

2. Purpose of the Issuance:

The entire proceeds from the bond issuance shall be used by the Company to invest in, pay expenses for, and/or restructure borrowings incurred in connection with the investment in the Low-rise Residential Housing Project for Sale at An Thuong Commune – X2 Location, Hoai Duc District (now An Khanh Commune), Hanoi City. Detailed information on the Project, including the competent authority approving the

Project, the Project's legal status, total investment capital, investment risks, implementation schedule, and expected disbursement plan, shall be finalized by the Board of Directors and fully set out in the Detailed Bond Issuance Plan, ensuring compliance with Point (b), Clause 1, Article 10 of Decree No. 200/2026/ND-CP.

3. Use of Proceeds from the Issuance: The General Meeting of Shareholders authorizes the Board of Directors to determine the specific amount to be used for the auction and investment in the implementation of the Project. In the event that the disbursement date has not yet been reached according to the schedule, the General Meeting of Shareholders authorizes the Board of Directors to determine the temporary use of idle funds raised from the offering by depositing such funds with commercial banks or foreign bank branches, or purchasing certificates of deposit issued by such institutions, in accordance with Point c, Clause 1, Article 10 of Decree No. 200/2026/ND-CP. Upon the relevant disbursement date, the Company must ensure that the funds are used for the purposes approved by the General Meeting of Shareholders.

4. Scope of Authorization:

The General Meeting of Shareholders assigns and authorizes the Company's Board of Directors to perform tasks related to the private placement of convertible bonds without warrants, in compliance with applicable laws, including but not limited to the following:

- The entire aforementioned private placement plan for convertible bonds has been developed based on the basic contents prescribed in Clause 1, Article 10 of Decree No. 200/2026/ND-CP. For detailed matters for which there is not yet a sufficient basis for determination at the time of submission, including but not limited to the explanation of the satisfaction of the offering conditions, the issuance method, the criteria for and specific list of investors, the plan for arranging sources for payment of interest and principal, and the contents of the offering documents/offering registration dossier, the General Meeting of Shareholders assigns and authorizes the Board of Directors to determine and finalize such matters, ensuring full compliance with applicable laws before organizing and implementing the issuance.
- Formulate and approve the detailed plan for implementing the private placement of convertible bonds in accordance with applicable laws;
- Decide on the specific amount to be used for investment in the aforementioned project in accordance with the specific plan;
- Select and appoint service providers and organizations participating in and relating to the issuance, including but not limited to a credit rating organization, an organization providing consultancy services for the bond offering documents, an Issuance Agent, a Payment Guarantee Organization, an organization responsible for the registration and deposit of the Bonds, and other relevant service providers;
- Determine the contents of contracts, agreements and documents between the Company and the Investors and other parties entering into or relating to the bond issuance;
- Organize and implement activities related to the offering, registration and deposit of the Convertible Bonds, including but not limited to the following: (i) determining

the dossiers and documents to be submitted to the State Securities Commission and other relevant competent state authorities in connection with the offering, registration and deposit of the Bonds in accordance with applicable laws; and (ii) working with and providing explanations to competent authorities and relevant organizations regarding the offering registration dossier and other matters related to the offering of the Bonds;

- Proactively seek and prepare a list of Investors wishing to purchase the Bonds and select the Investor(s) participating in the issuance/offering of the Bonds; perform other necessary activities to successfully complete the private placement of the Convertible Bonds, register the Bonds with the registration and depository agent, and handle matters arising during the period in which the Bonds remain outstanding;
- Determine the explanation of the satisfaction of the conditions for the bond offering and finalize the offering dossier and the offering registration dossier for the private placement of convertible bonds in full compliance with Articles 10, 14, 16 and 18 of Decree No. 200/2026/ND-CP and relevant laws and regulations;
- Determine the bond issuance method (issuance through bidding, underwriting or issuance agency) in accordance with Article 11 of Decree No. 200/2026/ND-CP;
- Determine the principles and criteria for selecting professional securities investors and strategic investors participating in the offering on the basis of the criteria approved by the General Meeting of Shareholders in this Submission; and report to the General Meeting of Shareholders at its nearest meeting on the list of selected strategic investors (if any), in accordance with Point e, Clause 1, Article 9 of Decree No. 200/2026/ND-CP;
- Determine the plan for arranging sources and the method of payment of bond interest and principal, as well as the temporary use of idle funds during the period before the scheduled disbursement date;
- Decide on changes to the terms and conditions of the Bonds and changes to the purpose of the bond issuance (if arising during the period in which the Bonds remain outstanding), ensuring full compliance with the applicable procedures and a minimum approval ratio of 65% or more of the total number of outstanding Bonds of the same type, and concurrently carry out the early repurchase of the Bonds from bondholders who do not approve such changes, in accordance with Clause 4, Article 5 of Decree No. 200/2026/ND-CP;
- Determine the plan for early repurchase and exchange of the Bonds (if any) in accordance with Article 12 of Decree No. 200/2026/ND-CP;
- Carry out the procedures for registration and deposit of the Bonds with the Vietnam Securities Depository and Clearing Corporation and register the Bonds for trading on the corporate bond trading system of the Stock Exchange in accordance with Articles 20 and 21 of Decree No. 200/2026/ND-CP;
- Depending on the specific circumstances, the Board of Directors may authorize the General Director to perform part or all of the above-mentioned tasks;
- Implement other necessary procedures to successfully complete the bond issuance.

The Board of Directors respectfully submits the above matters to the 2026 Extraordinary General Meeting of Shareholders for approval.

Respectfully submitted.

Recipients:

- As stated above;
- BOD, SB, Executive Board;
- Company records.

BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HUY QUANG

