



**MEETING AGENDA**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**HAI PHAT INVESTMENT JOINT STOCK COMPANY**

Time: 8:00 AM., Saturday, April 26, 2025.

Location: 4th Floor Hall, Wyndham Garden Hanoi Hotel, Lot HH01, To Huu Street, Van Phuc Ward, Ha Dong District, Hanoi City

| TIME              | DETAILED CONTENT  | HOST   |
|-------------------|---|--|
| 8:00 AM - 9:00 AM | Welcoming and registering delegates attending the General Meeting of Shareholders and distributing materials  | Organizing Committee   |
| 9:00 AM - 9:05 AM | Reporting on the results of shareholder qualification verification.   | Head of the Shareholder Qualification Verification Committee |
| 9:05 AM - 9:10 AM | Introducing the Presidium and Chairperson of the General Meeting of Shareholders                              | MC   |
| 9:10 AM - 9:15 AM | Opening the General Meeting, Appointing the Secretary and Electing the Vote Counting Committee                | Presidium  |
| 9:15 AM - 9:20 AM | Adopting the Regulations on the organization and operation of the 2025 Annual General Meeting of Shareholders |  |
| 9:20 AM - 9:25 AM | Adopting the Meeting Agenda   |  |
| 9h25' - 10h25'    | Presenting Reports at the 2025 Annual General Meeting of Shareholders   | Presidium  |
|                   | 1. Report of the General Director on the implementation of the 2024 business plan and the 2025 business plan  |  |
|                   | 2. Report on the activities of the Board of Directors in 2024 and the plan for 2025                           |  |
|                   | 3. Report on the activities of the Supervisory Board in 2024 and the plan for 2025                            |  |

| TIME                | DETAILED CONTENT  | HOST                    |
|---------------------|---|-------------------------|
|                     | 4. Report to approve the audited financial statements of the parent company and consolidated statements for 2024  |                         |
|                     | 5. Report to approve the profit distribution, appropriation of funds, and dividend payment for 2024.  |                         |
|                     | 6. Report to approve the remuneration for members of the Board of Directors and members of the Supervisory Board in 2024 and the remuneration plan for 2025                                   |                         |
|                     | 7. Reports to approve the selection of the auditor of the financial statements for the fiscal year 2025   |                         |
|                     | 8. Reports to approve of the results of transactions between the Company and related parties in 2024; and Approve the policy on transactions between the Company and related parties in 2025. |                         |
|                     | 9. Other contents (if any)  |                         |
| 10:25 AM - 10:45 AM | Exchange and discussion   | Presidium               |
| 10:45 AM - 11:25 AM | Voting on the contents at the General Meeting of Shareholders   | Vote counting committee |
| 11:25 AM - 11:45 AM | Breaks  |                         |
| 11:45 AM - 12:00 PM | Announcing the vote counting results  | Vote counting committee |
|                     | Adopting the Minutes and Resolutions  | Presidium               |
|                     | Closing of the General Meeting of Shareholders  |                         |



*Note: The meeting agenda may be amended or supplemented until the date of the General Meeting of Shareholders.*

**HAI PHAT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: ...../ QC-ĐHĐCĐ

**Independence - Freedom - Happiness**

**Draft**

*Hanoi, April 26, 2025*

**REGULATIONS ON ORGANIZATION AND OPERATION  
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**CHAPTER I  
GENERAL PROVISIONS**

**Article 1. Scope and subjects of application**

- 1.1. This Regulation applies to the organization of the 2025 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company on April 26, 2025 (the "General Meeting").
- 1.2. This Regulation specifies the rights and obligations of shareholders, representatives authorized to attend the meeting and other participants in the General Meeting, as well as the conditions and procedures for conducting the General Meeting.
- 1.3. Shareholders, authorized representatives attending the meeting, and members participating in the 2025 Annual General Meeting of Shareholders are responsible for complying with the provisions of this Regulation.

**CHAPTER II  
RIGHTS AND OBLIGATIONS OF SHAREHOLDERS  
AND THE PARTICIPANTS OF THE GENERAL MEETING**

**Article 2. Conditions for attending the General Meeting**

All shareholders and authorized representatives of shareholders holding common shares of the Company, according to the list of shareholders provided by the Vietnam Securities Depository and Clearing Corporation as of March 26, 2025.

**Article 3. Authorization Regulations**

- 3.1. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing, using the form of the Company or in accordance with the civil law and the Company's Regulation.

- 3.2. Any cases of authorization made in contravention of Regulation shall be subject to the Chairman of the General Meeting's full discretion in determining the validity of the authorization.
- 3.3. A person may act as an authorized representative for one or more shareholders.
- 3.4. The person authorized to attend the General Meeting of Shareholders must submit a written authorization document before entering the meeting room.

#### **Article 4. Rights and obligations of shareholders attending the General Meeting**

##### **4.1. Rights of shareholders attending the General Meeting**

- The shareholders have the right to directly attend or authorize others to attend the General Meeting with the written authorization document;
- When attending the General Meeting of Shareholders, each shareholder/shareholder representative shall receive the Voting Slip and the Voting Card after registering for the General Meeting with the Shareholder Qualification Verification Committee.
- The shareholders have the right to speak, discuss and vote on all matters within the authority of the General Meeting of Shareholders in accordance with the Law on Enterprises, other relevant legal documents and the Company's Charter;
- The shareholders have the right to be notified by the Organizing Committee of the agenda, program of the General Meeting and enclosed documents;
- Shareholders and authorized representatives who arrive late but while the General Meeting has not yet ended, shall have the right to register and participate in voting on matters that have not yet been voted on. In such cases, the Chairman shall not be obligated to pause the General Meeting to allow shareholders to register, and the validity of votes cast prior to their registration shall remain unaffected.

##### **4.2. Obligations of shareholders attending the General Meeting**

- The shareholders shall comply with the provisions of the Law on Enterprises, the Company's Charter and this Regulation;
- The shareholders or authorized representatives attending the General Meeting must complete the registration procedures with the Shareholder Qualification Verification Committee/Organizing Committee of the General Meeting and present the following documents:
  - + Notice of invitation to the General Meeting.

- + Authorization letter to attend the General Meeting (if authorized);
- + Identity Card or Passport.
- The shareholders or authorized representatives shall strictly adhere to the rules of the General Meeting of Shareholders, and respect the results of the General Meeting's proceedings;
- The shareholders or authorized representatives shall dress politely;
- The shareholders or authorized representatives shall register to speak at the General Meeting in accordance with the regulation, adhere to the allotted speaking time, and ensure that the content of the speech is within the scope of the General Meeting's agenda;
- The shareholders or authorized representatives shall speak and vote in accordance with the guidance of the Organizing Committee and respect the conduct of the General Meeting by the Chairman;
- The audio and video recording of the General Meeting must be publicly announced and approved by the Chairman of the General Meeting;
- The shareholders or authorized representatives shall refrain from any actions that obstruct or disrupt the order of the General Meeting, ensuring that the General Meeting proceeds in a fair and lawful manner;
- The shareholders or authorized representatives shall refrain from causing disturbances or interfere with the normal development of the General Meeting;
- The shareholders or authorized representatives shall be responsible for their own expenses for attending the General Meeting (such as transportation, meals, accommodation, etc.);
- The shareholders or authorized representatives shall provide information about individuals related to or having interests associated with shareholders at the request of the Company.

#### **Article 5. Rights and obligations of the Shareholder Qualification Verification Committee**

- The Shareholder Qualification Verification Committee consists of 01 Head of the Committee and members appointed by the Chairman of the Board of Directors, and introduced to the General Meeting. The Committee has the following functions and duties:
- + Verify the qualification of shareholders or authorized representatives of shareholders attending the meeting: Request shareholders attending the General

- Meeting and guests to present their Identity Cards or Passports, Authorization Letter (for authorized representatives);
- + Distribute to shareholders or authorized representatives attending the General Meeting Voting Slips, Voting Cards and other relevant meeting materials;
  - + Report to the General Meeting on the results of Shareholder Qualification Verification at the following times: Before the opening of the General Meeting; Before each voting session of the General Meeting, if there is a change in the number of shareholders registering to attend the General Meeting (e.g., late-arriving shareholders who register to attend the meeting).
  - + Perform other tasks assigned by the General Meeting Organizing Committee or the Chairman of the General Meeting.
  - + Identify the relevant shareholders who do not have voting rights, based on information obtained by the Shareholder Qualification Verification Committee or information provided by shareholders.
  - The Shareholder Qualification Verification Committee has an assisting department to complete the assigned tasks.

#### **Article 6. Rights and obligations of the Vote Counting Committee**

- The Vote Counting Committee consists of 01 Head of the Board and members nominated by the Chairman of the General Meeting and approved by the General Meeting of Shareholders to carry out the vote counting at the General Meeting;
- The Vote Counting Committee is responsible for guiding, inspecting and supervising the voting of shareholders.
- The Vote Counting Committee shall organize the vote counting, calculate and exclude relevant shareholders who do not have voting rights (if any) for each voting issue. In case the Vote Counting Committee is unable to accurately identify the relevant shareholder(s) who do not have voting rights (due to lack of information or incomplete or unclear provisions of law), the votes of such shareholders shall still be counted, but the Vote Counting Committee must prepare a record of this. The determination of relevant shareholders without voting rights after they have cast their votes shall not affect the validity of the resolution in which such shareholder has voted, provided that the resolution still has the necessary number of votes after excluding the votes of the relevant shareholder(s).
- The Vote Counting Committee has an assisting department to complete its tasks;

- The Vote Counting Committee is responsible for preparing the Minutes of the vote counting results;
- The Head of the Vote Counting Committee shall report to the General Meeting on the results of vote counting;
- The Vote Counting Committee shall be responsible for the accuracy and truthfulness of the announced vote counting results and shall be responsible for such results.
- The Vote Counting Committee shall be responsible for keeping, preserving and handing over all Voting Slips and Vote Counting Minutes to the Chairman of the General Meeting immediately after the end of the General Meeting.

## **Article 7. Rights and obligations of the Chairman, the Presidium of the General Meeting and the Secretariat**

### **7.1. Rights and obligations of the Chairman of the General Meeting**

- The Chairman of the Board of Directors of the Company is the Chairman of the General Meeting. The Presidium of the General Meeting consists of the Chairman of the General Meeting, several members of the Board of Directors and representatives of the Board of Directors appointed by the Chairman, with the function of presiding over the General Meeting.
- The Chairman's decision on matters regarding the order, procedures or any events arising outside the agenda of the General Meeting shall be conclusive and authoritative.
- The Chairman shall conduct necessary actions to ensure the General Meeting operates in a valid and orderly manner; or to ensure that the General Meeting reflects the desires of the majority of the attending shareholders.
- Duties of the Presidium:
  - + Conduct any necessary actions to ensure the General Meeting operates in a valid and orderly manner;
  - + Decide on the order of discussion and conclude on issues that need to be voted on by the General Meeting;
  - + Address issues raised by shareholders and resolve any matters that arise during the course of the General Meeting.
- Without consulting the General Meeting, at any time, the Chairman of the General Meeting may adjourn the General Meeting of Shareholders to another

time or location as decided by the Chairman (in accordance with the provisions of the Law on Enterprises) in the following cases:

- + The meeting venue does not have sufficient convenient seating for all participants;
- + There are participants who obstruct or disrupt the order, posing a risk to the fair and lawful conduct of the meeting;
- + The communication facilities at the meeting venue do not ensure that shareholders can participate, discuss and vote.
- The Chairman of the General Meeting has the following rights:
  - + Refuse to respond or only record the contributions of shareholders if the contents of contributions and proposals are outside the scope of the General Meeting's agenda;
  - + Interrupt shareholders' speech if it exceeds the allotted time or falls outside the scope of the General Meeting's agenda;
  - + Request the competent authorities to maintain the order of the meeting; expel individuals who cause disruptions, fail to comply with the Chairman's authority, or obstruct the normal development of the General Meeting.
  - The Chairman shall appoint the Secretariat of the General Meeting to record the proceedings of the General Meeting, prepare the Minutes of the General Meeting and perform tasks as assigned by the Chairman.

## **7.2. Rights and obligations of the Secretariat of the General Meeting**

- The Secretariat of the General Meeting shall be appointed by the Chairman.
- The duties of the Secretariat include:
  - + Prepare the Meeting Minutes of the General Meeting;
  - + Draft the resolutions on issues approved by the General Meeting and send the meeting documents and results of the General Meeting to shareholders;
  - + Present to the General Meeting the Minutes and Resolutions of the General Meeting;
  - + Distribute the Shareholders' Speech Registration Form (if any);
  - + Carry out other tasks as assigned by the Chairman.

## **CHAPTER III**

### **CONDUCTING PROCEDURES OF THE GENERAL MEETING**

#### **Article 8. Conditions for conducting the General Meeting**

- The General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares, according to the list of Hai Phat Investment Joint Stock Company confirmed by the Vietnam Securities Depository and Clearing Corporation on March 26, 2025. In case more than 60 minutes after the scheduled start time as stated in the meeting agenda sent to shareholders, the number of registered shareholders attending the General Meeting does not represent more than 50% of the total number of voting shares, the meeting shall be considered not to meet the required conditions to proceed.
- In case the General Meeting does not meet the conditions for proceeding as specified above, the convening and conducting of the subsequent General Meetings shall be conducted in accordance with the provisions of the Company's Charter and the Law on Enterprises.

#### **Article 9. Proceedings of the General Meeting**

- The General Meeting shall proceed in accordance with the agenda approved by the General Meeting.
- The General Meeting of Shareholders shall sequentially discuss and approve the items on the agenda of the General Meeting through the voting procedure outlined in Article 10 of this Regulation.
- The General Meeting shall conclude after the Minutes of the General Meeting have been approved.

#### **Article 10. Procedure for voting on decisions at the General Meeting**

The voting on issues at the General Meeting, depending on the case, shall be carried out using the following methods:

##### **10.1. Voting in the form of the secret ballot**

For voting on the items listed in the Voting Slips, the process shall be as follows:

- a. The items to be voted on in the Voting Slips shall be voted on by shareholders or their authorized representatives of shareholders by choosing one of the following options for each item: Approve, Disapprove, or Abstain.
- b. Shareholders shall vote according to the following principles:
  - Voting shall begin upon the order of the Chairman of the meeting or the Head of the Vote Counting Committee and shall end when the last shareholder casts their vote into the ballot box or after 30 (thirty) minutes from the starting time of the voting, whichever comes first. After the end of voting, the ballot box shall be sealed.
  - The counting of votes shall be carried out immediately after the voting has ended and the ballot box has been sealed.
- c. Invalid Voting Slips will not be counted including:
  - The Voting Slips that are not the form provided by the Organizing Committee and do not bear the Company's seal;
  - The Voting Slips that are torn, scratched, erased or altered;
  - The Voting Slips that contain additional information and symbols, that prevent the Vote Counting Committee from determining the voter's intent;
  - The Voting Slips that contain multiple conflicting opinions on the same item; in this case, the vote for that item will be considered invalid.
  - The Voting Slips that do not mark any of the voting items.
  - The Voting Slip/voting items considered invalid shall be handled based on the following principles: The voting for each item in the Voting Slip is independent, and the validity of one item does not affect the validity of other voting items.
- d. In case a shareholder makes a mistake while filling out the Voting Slip, and provided the form has not yet been placed into the ballot box and the voting period has not ended, the shareholder shall be entitled to directly approach with the Head of the Vote Counting Committee to request the replacement of the Voting Slip in order to ensure their rights.

## 10.2. Direct voting

Direct voting shall be applied to cases where the voting method specified in Clause 10.1 of this Article is not applicable.

In case of direct voting at the meeting, shareholders or their authorized representatives of shareholders shall vote on issues by raising their Voting Card or raising their hands directly, or in other methods under the control of the Chairman or the Presidium of the General Meeting. The Vote Counting Committee shall record the number of votes approval, disapproval and abstention to announce the voting results before the General Meeting.

### **Article 11. Voting Slip**

- 11.1. The Voting Slip, stamped by Company, shall be issued by the Shareholder Qualification Verification Committee to shareholders or authorized representatives of shareholders attending the meeting. The Voting Slip shall be inscribed with the Code of Shareholder/Authorized Representative, the name of the Shareholder/Authorized Representative, the shareholder's ownership registration number/identity card/business registration, the total number of Voting Slips, the number of shares owned, the number of shares authorized, the voting items, and other technical details to ensure accurate and convenient vote counting.
- 11.2. The voting value of the Voting Slips is determined by the number of voting shares owned by such shareholders and/or the number of shares for which the shareholder's authorized representative is authorized to vote, out of the total number of voting shares held by the shareholders or their authorized representatives present at the General Meeting.

### **Article 12. Regulations on vote counting for the Voting method by ballot**

#### **12.1. Vote counting organization**

The Vote Counting Committee shall carry out the vote counting in accordance with the following provisions:

- The vote counting must be conducted by the Vote Counting Committee in a closed room immediately after the voting ends.
- The Vote Counting Committee may use electronic technical devices in counting votes.
- The validity of the Voting Slip must be checked.
- The Vote Counting Committee shall not make any corrections, erasures, or alterations on the Voting Slip.

## 12.2. Announcement of vote counting results

- After the vote counting process is completed, the Vote Counting Committee shall prepare a Vote Counting Minutes, signed by all members of the Vote Counting Committee.
- The Head of the Vote Counting Committee shall announce the results of the vote counting, on behalf of the Vote Counting Committee, to the General Meeting.

## Article 13. Speech at the General Meeting

Shareholders or authorized representatives attending the General Meeting must raise their Voting Card or register to speak when expressing their opinions. The Chairman shall arrange the speeches of shareholders based on the General Meeting's agenda. The Chairman may give priority to shareholders who register to speak in advance and whose opinions are related to the agenda of the General Meeting. The content of the speech should be concise and relevant with the topic being discussed at the General Meeting. Shareholders shall not repeat the opinions already expressed by other shareholders, and only opinions relevant to the General Meeting's agenda shall be considered and recorded in the Minutes of the Meeting.

## Article 14. Approval of the decision at the General Meeting

- 14.1. The issues discussed at the General Meeting shall be approved when agreed upon by the shareholders with voting rights who are present in person or through their authorized representatives at the General Meeting, with the proportion specified in the Company's Charter and the provisions of the Law on Enterprises, as follows:
- a) Except for the case specified at Point b, Clause 14.1 of this Article, the decisions of the General Meeting of Shareholders shall be approved at the meeting when they receive the approval of shareholders owning more than 50% (*Fifty percent*) of the total number of Voting Slips of all shareholders attending and voting at the meeting.
  - b) Decisions of the General Meeting of Shareholders related to the type of shares and the total number of shares of each type, changes in business lines and business fields, selection and change of the organizational structure of the Company in accordance with the provisions of the Law on Enterprises, investment decisions, investment transactions, investment plans, investment projects, and sale of assets valued at 50% or more of the total value of assets as recorded in the Company's latest financial statements, as well as other matters prescribed in the Company's

Charter and the provisions of law, etc. shall be approved when at least 65% of the total Voting Slips of all shareholders attending and voting at the meeting in favor.

- 14.2. Shareholders or authorized representatives attending the meeting shall vote to approve, disapprove, or abstain on issues that need to be approved at the General Meeting, as prescribed in Article 10 of this Regulation.

#### CHAPTER IV CONCLUSION OF THE GENERAL MEETING

##### **Article 15. Meeting Minutes of the General Meeting of Shareholders**

- 15.1. All contents of the General Meeting shall be recorded in the Meeting Minutes. The Chairman and the Secretary of the General Meeting are responsible for the accuracy and truthfulness of the Meeting Minutes;
- 15.2. The Meeting Minutes must be announced before the General Meeting of Shareholders and approved by the General Meeting of Shareholders before the conclusion of the General Meeting of Shareholders;
- 15.3. The Minutes of the General Meeting, the Minutes of Shareholder Qualification Verification, the Minutes of Vote Counting, and other documents recording the proceedings and results of the General Meeting must be archived at the Company's headquarters;
- 15.4. The Minutes of the General Meeting must be published on the Company's website within 24 hours from the conclusion of the General Meeting;
- 15.5. The Minutes of the General Meeting shall serve as the basis for issuing the Resolutions of the General Meeting.

##### **Article 16. Resolutions of the General Meeting of Shareholders**

- Based on the results at the General Meeting, the Chairman shall issue the Resolution of the General Meeting of Shareholders regarding the issues approved by the General Meeting.
- Shareholders have the right to request the Court or Arbitrator to review and annul part or all of the decision of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises.

## CHAPTER V IMPLEMENTATION PROVISIONS

### Article 17. Effective date of the Regulation

- 17.1. This Regulation consists of five (05) Chapters and seventeen (17) Articles and takes effect immediately after being approved by the General Meeting of Shareholders;
- 17.2. This Regulation may be amended and supplemented on the basis of the proposal of the Chairman of the Board of Directors and voted for approval by the General Meeting of Shareholders.

**Recipient:**

- Shareholders of the Company;
- Member of the Board of Directors;
- Archived at the Company's Clerk and Office.

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

(signed)

**Do Quy Hai**





**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**  
**POWER OF ATTORNEY**  
**ATTENDING THE 2025 ANNUAL GENERAL MEETING OF**  
**SHAREHOLDERS OF HAI PHAT INVESTMENT JOINT STOCK COMPANY**

**(Form for individual shareholders)**

**To: Hai Phat Investment Joint Stock Company.**

Today is .....2025 at.....

We include:

**1. The authorizing party:**

- Shareholder:.....
- ID card number/Passport: ..... Issued Date:.....Place of issue.....
- Permanent residence: .....
- Contact address: .....
- Total number of shares owned as of 26/03/2025: ..... shares.  
(In words..... shares).

**2. The Authorized Party:**

- Mr. / Mrs.....
- ID card number/Passport: ..... Issued Date: .....Place of issue.....
- Permanent residence: .....
- Contact address: .....
- Number of authorized shares: .....shares.  
(In words..... shares).

**Or authorize one of the following members of the Board of Directors:**

- |                         |   |                          |
|-------------------------|---|--------------------------|
| + Mr. Do Quy Hai        | Chairman of the Board of Directors      | <input type="checkbox"/> |
| + Mr. Nguyen Van Phuong | Vice Chairman of the Board of Directors | <input type="checkbox"/> |
| + Mr. Nguyen Van Dung   | Vice Chairman of the Board of Directors | <input type="checkbox"/> |



*In case one of the above members of the Board of Directors is the authorized party, please send this power of attorney to the Company's address at: Hai Phat Investment Joint Stock Company, 5th Floor, CT3 Building, The Pride, An Hung New Urban Area, La Khe Ward, Ha Dong District, Hanoi City or send the scanned file via email to [ir@haiphat.com.vn](mailto:ir@haiphat.com.vn) before the General Meeting of Shareholders.*

**3. Authorization contents:**

- Attend the 2025 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company on April 26, 2025.
- Exercise the right to state and vote on all contents at the General Meeting of Shareholders corresponding to the number of shares that the Authorizing Party is entitled to under the law.

**4. Authorization period:**

This power of attorney is only valid during the 2025 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company on April 26, 2025.

**5. Responsibilities of the Authorizing party and the Authorized party:**

The Authorizing Party is fully responsible for this authorization and commits to strictly comply with the current law and the Company's Charter.

The authorized party is not allowed to re-authorize another person to perform the tasks specified in this Power of Attorney.

**AUTHORIZED PARTY**  
(Sign and specify full name)

**AUTHORIZING PARTY**  
(Sign and specify full name)

**Note:** *If a group of shareholders wishes to authorize one person to attend the General Meeting of Shareholders, a separate list enclosed with this power of attorney must be made with signatures of all authorizing shareholders and the representative of authorizing shareholders group.*



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**POWER OF ATTORNEY  
ATTENDING THE 2025 ANNUAL GENERAL MEETING OF  
SHAREHOLDERS OF HAI PHAT INVESTMENT JOINT STOCK COMPANY  
(Form for institutional shareholders)**

**To: Hai Phat Investment Joint Stock Company**

Today is..... 2025 at..... We include:

**1. The authorizing party:**

- Name of organization: .....
  - Business Registration No.: ..... Issued Date:.....
  - Place of issue: .....
  - Head Office Address: .....
  - Full name of the Legal Representative/Authorized Representative of the Shareholder being the organization:.....
  - ID card number/Passport: ..... Issued date: .....
  - Place of issue: .....
  - Number of shares owned/authorized to represent: .....
- (In words..... shares)



**2. The Authorized Party:**

- Mr. / Mrs.....
- ID card number/ID card/passport: ..... Issued Date:.....
- Place of issue.....
- Address: .....

**Or authorize one of the following members of the Board of Directors:**

- |                         |   |                          |
|-------------------------|---|--------------------------|
| + Mr. Do Quy Hai        | Chairman of the Board of Directors      | <input type="checkbox"/> |
| + Mr. Nguyen Van Phuong | Vice Chairman of the Board of Directors | <input type="checkbox"/> |
| + Mr. Nguyen Van Dung   | Vice Chairman of the Board of Directors | <input type="checkbox"/> |



*In case one of the above members of the Board of Directors is the authorized party, please send this power of attorney to the Company's address at: Hai Phat Investment Joint Stock Company, 5th Floor, CT3 Building, The Pride, An Hung New Urban Area, La Khe Ward, Ha Dong District, Hanoi City or send the scanned file via email to [ir@haiphat.com.vn](mailto:ir@haiphat.com.vn) before the General Meeting of Shareholders.*

**3. Authorization contents:**

- Attend the 2025 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company on April 26, 2025.
- Exercise the right to state and vote on all agenda contents at the General Meeting of Shareholders corresponding to the number of shares that the Authorizing Party is entitled to under the law.

**4. Authorization period:**

This power of attorney is only valid during the 2025 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company on April 26, 2025.

**5. Responsibilities of the Authorizing party and the Authorized party:**

The Authorizing Party is fully responsible for this authorization and commits to strictly comply with the current law and the Company's Charter.

The authorized party is not allowed to re-authorize another person to perform the tasks specified in this Power of Attorney.

**AUTHORIZED PARTY**  
*(Sign and specify full name)*

**AUTHORIZING PARTY**  
*(Sign and specify full name)*

**Certification of the legal representative of the  
institutional shareholders**  
*(Signed, full name and sealed)*

<sup>(1)</sup> The authorized representative of the Shareholder is an entity. In case the shareholder is an entity that has not appointed its authorized representative, this Power of Attorney is only valid when it has valid signature and seal of the legal representative of the institutional shareholder and the authorized party.

**HAI PHAT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

**Draft**

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**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**HAI PHAT INVESTMENT JOINT STOCK COMPANY**

**VOTING BALLOT**

<<Code>>

**PART I: SHAREHOLDERS' VOTING INFORMATION.**

- Shareholder Code/Authorized Representative: ...
- Shareholder Name/Authorized Representative: ...
- Registration No./ID card/Business Registration No.: ...
- Number of shares owned: .....shares
- Number of authorized shares: ... shares
- Total number of votes <sup>(1)</sup>: ..... votes

**PART II: VOTING CONTENTS.**



| TT | Voting content   | Voting options |            |         |
|----|--|----------------|------------|---------|
|    |  | Approve        | Disapprove | Abstain |
| 1. | Approve the General Director's Report on the implementation of the 2024 business plan and the 2025 business plan.<br><i>(Detailed content according to Report No. 01/BC-TGD dated 03/04/2025 of the Company's General Director).</i> |                |            |         |
| 2. | Approve the activities report of the Board of Directors in 2024 and the plan for 2025<br><i>(Detailed content according to Report No. 02/BC-HDQT dated 03/04/2025 of the Company's Board of Directors).</i>                          |                |            |         |
| 3. | Approve the activities report of the Supervisory Board in 2024 and the plan for 2025<br><i>(Detailed content according to Report No. 01/BC-BKS dated 03/04/2025 of the Company's Supervisory Board).</i>                             |                |            |         |

| TT | Voting content  | Voting options |            |         |
|----|---|----------------|------------|---------|
|    |   | Approve        | Disapprove | Abstain |
| 4. | Approve the audited separate financial statements of the parent company and consolidated financial statements for 2024<br><i>(Detailed content according to Report No. 01/TTr-HDQT dated 03/04/2025 of the Company's Board of Directors)</i>  |                |            |         |
| 5. | Approve the profit distribution, appropriation of funds, and dividend payment for 2024.<br><i>(Detailed content according to Report No. 02/TTr-HDQT dated 03/04/2025 of the Company's Board of Directors)</i>   |                |            |         |
| 6. | Approve the finalization of remuneration for members of the Board of Directors and members of the Supervisory Board in 2024 and the remuneration plan for 2025.<br><i>(Detailed content according to Report No. 03/TTr-HDQT dated 03/04/2025 of the Company's Board of Directors)</i>             |                |            |         |
| 7. | Approve the selection of the financial statement auditing firm for the 2025 fiscal year.<br><i>(Detailed content according to Report No. 04/TTr-HDQT dated 03/04/2025 of the Company's Board of Directors)</i>  |                |            |         |
| 8. | Approve the results of transactions between the Company and related parties in 2024; and Approve the policy on transactions between the Company and related parties in 2025<br><i>(Detailed content according to Report No. 05/TTr-HDQT dated 03/04/2025 of the Company's Board of Directors)</i> |                |            |         |

Notes:

- <sup>(1)</sup> 1 share = 01 voting vote; The total number of voting votes is equal to the total number of shares owned plus the number of authorized shares.
- Shareholders who agree to any voting option shall mark "X" or "V" in the corresponding box.

Hanoi, April 26<sup>th</sup>, 2025

**Shareholders/Authorized Shareholder Representatives**

*(Sign and specify full name)*

<<Full name of shareholder/shareholder representative>>

*This voting ballot is only valid at the 2025 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company, used to vote on the contents by voting ballot.*



**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**  
**HAI PHAT INVESTMENT JOINT STOCK COMPANY**

Draft



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**VOTING CARD**

Date 26/04/2025

**Shareholder/Authorized Representative Code:** <<Shareholder Code >>

**Shareholders/Authorized Representatives:** <<Shareholders' names>>

**TOTAL NUMBER OF VOTES:**

<<Number of Votes>>

**Number of owned shares**

<<Number of owned shares>>

**Number of authorized shares**

<<Number of authorized shares>>

**HAI PHAT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: 01/BC-TGD

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*

**REPORT OF THE GENERAL DIRECTOR  
ON THE IMPLEMENTATION OF THE 2024 BUSINESS PLAN  
AND BUSINESS PLAN FOR 2025**

**To: General Meeting of Shareholders**

Implementing the Resolution of the General Meeting of Shareholders No. 01/2024/NQ-DHDCHD dated April 26, 2024, and based on the business situation, the General Director hereby reports to the General Meeting of Shareholders on the results of the implementation of the 2024 business plan and the business plan for 2025 as follows:

**A. PART ONE**

**REPORT ON THE IMPLEMENTATION OF KEY TASKS AND  
IMPLEMENTATION RESULTS IN 2024.**

**I. The Company's performance results in 2024.**

**1. Key economic and financial indicators approved by the 2024 General Meeting of Shareholders.**

*Unit: billion VND*

| Indicator                  | Parent company |             |           |                               |                             | Consolidated |             |           |                               |                             |
|----------------------------|----------------|-------------|-----------|-------------------------------|-----------------------------|--------------|-------------|-----------|-------------------------------|-----------------------------|
|                            | Actual 2023    | Actual 2024 | 2024 plan | % Actual 2024 vs. Actual 2023 | % Actual 2024 vs. 2024 Plan | Actual 2023  | Actual 2024 | 2024 plan | % Actual 2024 vs. Actual 2023 | % Actual 2024 vs. 2024 Plan |
| 1                          | 3              | 3           | 4         | 5                             | 6                           | 7            | 8           | 9         | 10                            | 11                          |
| <b>1. Revenue (*)</b>      | 1,393          | 1,488       | 2,223     | 107%                          | 67%                         | 1,949        | 1,698       | 2,800     | 87.1%                         | 60.6%                       |
| <b>2. Profit after CIT</b> | 61             | 71          | 69        | 116%                          | 102%                        | 135          | 61.50       | 105       | 45.6%                         | 58.6%                       |

|                                      |   |   |    |    |    |   |   |   |   |   |
|--------------------------------------|---|---|----|----|----|---|---|---|---|---|
| <b>3. Dividend Distribution Rate</b> | - | - | 5% | 0% | 0% | x | x | x | x | x |
|--------------------------------------|---|---|----|----|----|---|---|---|---|---|

\* Revenue includes sales revenue and service revenue and other activities

## 2. Review of some 2024 targets

Implementing Resolution No. 01/2024/NQ-General Meeting of Shareholders dated April 26, 2024 at the 2024 General Meeting of Shareholders, the General Director has implemented in detail the 2024 production and business plan including key economic, financial targets and progress targets for several projects.

**Overall assessment:** In 2024, although the real estate business market showed positive signals and gradually recovered in the last quarter of the year. However, liquidity remained low, and did not meet expectations compared to the plan. Therefore, the revenue target was not achieved as planned.

### 2.1. Regarding the main economic and financial indicators

- In 2024, the Company fundamentally carried out financial restructuring, restructuring the ownership ratio of subsidiaries and associated companies. At the same time, in 2024, the Company arranged financial resources to repay bank debts, bond obligations, and taxes on time. This serves as a premise to improve business efficiency in 2025 and the following years.
- The company has focused on promoting the wholesale business of eligible products to generate cash flow, ensuring timely payments of due debts.
- However, in 2024, financial indicators have improved a lot compared to previous years. The revenue and profit in 2024 grew by 107% and 116%, respectively, compared to 2023.
- Profit after tax in 2024 for the parent company was VND 71 billion, exceeding the plan approved by the General Meeting of Shareholders.

### 2.2. Investment, M&A

- Continue to focus on resolving difficulties and obstacles in completing legal procedures for projects such as: Phu Yen Project, Mai Pha Project, Northern Area Project of Urban Area No. 19, Subdivision No. 2 in Bac Giang City and projects of subsidiaries and associated companies such as Vinh My Resort Tourism Service Area project in Vinh My commune, Phu Loc district, Thua Thien Hue province, Binh Thuan 5ha project.

- In 2024, the company successfully divested capital in associated companies such as: Hai Phat Thu Do, Cienco5.
- The company is promoting the transfer and investment cooperation in a number of potential projects, with reasonable capital costs, which are expected to generate cash flow in 2025 and 2026 including: Pearl Island Project, Hoa Binh; Reciprocal project of Dien Bien BT Project; The project in Hung Yen...

### ***2.3. Regarding project objectives and progress***

- Cao Bang Project: Completed the acceptance and put into use the subdivision of 1.4 hectares (89 units). Continuing construction and completing the foundation of phase 2 of the 2.2ha subdivision (114 units).
- Bac Giang Project: Completed the acceptance and handover of all low-rise buildings (117/117 units), technical infrastructure and handed over the red books to customers.
- Mai Pha - Lang Son Project: Over 10 hectares in phase 1 have been cleared. Currently finalizing legal procedures to change the use purpose of rice land, allowing the Project to continue its implementation in 2025.
- Lao Cai project: The investment project has been approved and is eligible for sales, is implementing the business, constructing auxiliary items (fence gate).
- Phu Yen Project: Continuing the completion of low-rise buildings, infrastructure and renovation of auxiliary items.
- Vinaconex Hai Yen 1,2 project: Nearly completed the wholesale transfer of adjacent land lots, shophouses and has commenced the general contracting for the construction of 135 shophouses.

### ***2.4. Business and sales services***

- In 2024, the Company focused on handing over all low-rise buildings in the Bac Giang project. The company also initiated business operations for Cao Bang and Hai Yen projects.
- The company restructured and expanded its distribution and sales agents to support the business of projects where the Company as the Investor.

### ***2.5. Finance and accounting***

- In 2024, the Company gradually overcome the difficult period, with a key focus on financial restructuring, restructuring the ownership ratio of subsidiaries and associated companies. At the same time, focus on managing cash flow pressures on debt repayment for due debts.

- Working with financial institutions to secure additional funding for key construction projects, including: Cao Bang Project phase 2, 04 High-rise Buildings in the Bac Giang Project, Lao Cai Project and Hai Yen project.
- Settlement of a 650 billion VND bond package with MB, a 250 billion VND bond package with Bao Viet, repayment of a part of a 250 billion bond lot with PSI (the remaining 80/250 billion).
- The 5% dividend for 2023 has not been paid, and the charter capital increase has not yet been implemented, according to the Resolution of the 2024 General Meeting of Shareholders.
- The Company's financial situation remains challenging, especially in terms of short-term cash flow.
- The recovery of investment cooperation funds has been slower than expected, mainly due to difficulties faced by partners and legal problems in certain projects, which require more time to be resolved.

#### **2.6. *Regarding internal management objectives and other work:***

- In 2024, the Company continued to review and restructure its operating model, and realign the personnel structure of the parent company and subsidiaries. As of now, the restructuring has been mostly completed;
- Enhancing IT applications in corporate governance and management;
- Reviewing, updating and supplementing internal regulations, policies and management processes. in accordance with the Company's operating model.

## **B. PART TWO**

### **INVESTMENT AND BUSINESS PLAN FOR 2025**

#### **1. Market outlook for 2025**

In 2025, the real estate market is forecasted to have positive changes, gradually recovering by the middle to the end of the year, credit for real estate will gradually be resolved. Therefore, the Company's overarching goal in 2025 is to: Focus on trading eligible products of the Company. At the same time, seek investment opportunities for new projects in high-potential provinces and cities with reasonable capital costs through asset transfers, investment partnerships, and land use rights auctions. In addition, secure additional funding from credit institutions and other financial sources to ensure cash flow for projects. Aim to settle maturing bond packages.

#### **2. Key business targets in 2025**

Based on the progress of existing projects and anticipated real estate market growth in 2025, the General Director proposed the 2025 business plan targets to the General Meeting of Shareholders as follows:

- Revenue and income in 2025:
  - + Parent company: VND 1,606 billion
  - + Consolidated: VND 2,327 billion.
- Profit after CIT
  - + Parent company: 58 billion VND
  - + Consolidated: 137 billion VND.

### **3. Some key tasks in 2025**

The entire system determines the tasks in 2025 as continuing efforts to overcome the difficult period, particularly focusing on managing and addressing cash flow pressure related to debt repayment, researching and investing in new projects and creating momentum for the development phase in the following years.

#### **3.1. Restructuring the entire system**

- Continue to develop and restructure the organization of the Company and its subsidiaries in alignment with the new circumstances, with the goal of enhancing the Company's operational efficiency and reducing costs;
- Develop medium- and long-term strategies and plans for the Company and operate according to the approved plan;

#### **3.2. Investment, M&A**

- Complete the legal procedures for projects that have been assigned to the Investor. It is necessary to complete the legal procedures in accordance with the conditions for project implementation, ensuring the continued execution of projects such as: Phu Yen 1.4ha Project, Mai Pha Project, Dien Bien BT Project, Bac Giang Subdivision 2 Project.
- Research and seek new projects, and new investment opportunities to ensure a pipeline of projects for the Company, especially projects that are capable of generating cash flow and revenue for 2026; Investment decisions will be made cautiously, considering the appropriate timing and conditions, in accordance with the Company's financial capacity.
- Seek investors and complete necessary procedures to be eligible for the transfer of a part of the project/project, or investment cooperation at the appropriate time for certain projects, which are invested by the Company, to create cash flow for 2025.

### 3.3. *Implementation*

- The company focuses resources on the implementation of the projects, including Cao Bang; Bac Giang High-rise; Lao Cai low-rise; Binh Thuan high-rise. Some specific targets:
  - + Cao Bang Project: Complete the construction of all low-rise buildings and infrastructure of the project.
  - + Bac Giang project: Commence and implement construction of 4 high-rise buildings.
  - + Lao Cai Project: Continue construction of low-rise units for handover to customers according to the schedule.
  - + Binh Thuan Project: Complete the construction of low-rise buildings, and commence construction, completing the construction of foundations and basements and meeting the conditions for business operation of high-rise buildings (The high-rise section includes 02 towers with 37 floors and 02 basements).
  - + Hai Yen Project: Complete the acceptance testing and put into use 135 shophouses.
- Finalize the settlement for completed projects.

### 3.4. *Improve business efficiency*

- Continue to restructure and reorganize sales and distribution agent management to achieve the set business goals;
- Business tasks: Promote the sale of the remaining product funds at projects when eligible such as Cao Bang, Hai Yen, .... Develop a plan and implement the transfer of a part of the project or investment cooperation at appropriate times to ensure the safety of cash flow and business investment activities.
- Recover maximum debts from customers according to signed contracts.
- Search for new products by wholesale and retail purchase method.

### 3.5. *Finance and accounting*

- Focus on developing plans, balancing cash flows, and arranging capital to fulfill payment obligations, support M&A activities and implementing projects.
- Balance financial sources to repay principal and interest on bonds and credit institutions.
- Select an appropriate audit firm for financial statements and ensure timely issuance and disclosure in accordance with applicable regulations for submission to the General Meeting of Shareholders.

### 3.6. *Enhancing management capacity*

- Disclose information as required by regulations;
- Continue to enhance IT applications in corporate governance.
- Review, amend/supplement and promulgate new internal management documents; Strict adherence to regulations once the document has been promulgated.

The above is the report of the Executive Board on production and business results in 2024 and the targets and tasks for 2025. Respectfully submitted to the Company's Annual General Meeting of Shareholders for review and approval.

**Sincerely./.**

***Recipient:***

- As above;
- Archived at the Company's Clerk and Office.

**GENERAL DIRECTOR**

(signed)

**Nguyen Van Phuong**



**HAI PHÁT INVESTMENT JSC SOCIALIST REPUBLIC OF VIETNAM**

No.: 02/BC-HĐQT

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*



**REPORT**

**ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024  
AND THE PLAN FOR 2025**

**To: General Meeting of Shareholders.**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- 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 Resolution No. 01/2024/NQ-ĐHĐCĐ, dated April 26, 2024, of the 2024 Annual General Meeting of Shareholders of Hai Phat Investment Joint Stock Company;
- Pursuant to the Charter of Hai Phat Investment Joint Stock Company,

The Board of Directors ("BOD") of Hai Phat Investment Joint Stock Company ("Hai Phat") hereby reports to the General Meeting of Shareholders ("AGM") on the governance and operational results of the Board of Directors of the Company in 2024 and the plan for 2025, specifically as follows:

**I. Results of the Board of Directors in 2024.**

**1. Personnel structure of the Board of Directors**

**a) Period before April 26, 2024:**

The Board of Directors consisted of 5 members, as follows:

- |                          |   |
|--------------------------|---|
| 1) Mr. Do Quy Hai        | - Chairman of the Board of Directors.           |
| 2) Mr. Nguyen Van Phuong | - Member of the Board of Directors.             |
| 3) Mr. Vu Hong Son       | - Member of the Board of Directors.             |
| 4) Mr. Nguyen Van Dung   | - Member of the Board of Directors.             |
| 5) Mr. La Quoc Dat       | - Independent member of the Board of Directors. |

b) Period from April 26, 2024 to present

On April 19, 2024, Mr. Vu Hong Son and Mr. La Quoc Dat submitted their resignations as members of the Board of Directors. As a result, at the 2024 Annual General Meeting of Shareholders, the General Meeting of Shareholders elected 02 additional members of the Board of Directors, Mr. Le Thanh Hai and Mr. Le Quang Vinh. Additionally, in order to strengthen governance, the Board of Directors appointed Mr. Nguyen Van Phuong and Mr. Nguyen Van Dung as the Vice Chairman of the Board of Directors. Consequently, the new structure of the new Board of Directors is as follows:

- 1) Mr. Do Quy Hai - Chairman of the Board of Directors.
- 2) Mr. Nguyen Van Phuong - Vice Chairman of the Board of Directors.
- 3) Mr. Nguyen Van Dung - Vice Chairman of the Board of Directors.
- 4) Mr. Le Thanh Hai - Member of the Board of Directors.
- 5) Mr. Le Quang Vinh - Independent member of the Board of Directors.

All members of the Board of Directors are highly qualified and possess extensive experience in corporate leadership and management.

## 2. Evaluation of the activities of the Board of Directors in 2024

### 2.1. Evaluation of the general activities of the Board of Directors

#### 2.1.1. Meetings of the Board of Directors:

In compliance with the provisions of the Law on Enterprises, the Law on Securities, the Company's Charter, the Regulation on Corporate Governance and the Regulation on Operation of the Board of Directors, the Board of Directors has organized 53 periodic and extraordinary meetings in 2024 to approve Resolutions and Decisions necessary for corporate governance, ongoing production and business activities of the Company. The Board of Directors issued a total of 78 Resolutions and Decisions (*Details of the contents of the Resolutions and Decisions have been publicly announced in the 2024 Corporate Governance Report*).

The Board of Directors meetings were conducted openly and transparently, in accordance with the provisions of the Charter and the provisions of the Law. The meetings agendas were thoroughly discussed among the members to ensure objectivity and transparency, enabling well-informed decision-making during the voting process.

At these meetings, the Board of Directors approved several key policies and decisions for the development and operation orientation of the Company such as:

- (i) Organizing the 2024 Annual General Meeting of Shareholders;
- (ii) Approving the 2024 production and business plan;
- (iii) Adjusting the organizational structure of the Company's operations;

- (iv) Decisions to facilitate the removal of HPX shares from the trading suspension;
- (v) Decisions related to the changes in senior management personnel of the Company, including General Director, Deputy General Director, Chief Accountant;
- (vi) Decisions on investment loan and projects investment cooperation;
- (vii) Approving transactions between the Company and related parties under the decision-making authority of the Board of Directors;
- (viii) Approving policies related to loans, extensions, and repayment of bond packages;
- (ix) Handling other matters under the jurisdiction of the Board of Directors.

2.1.2. Implementing of tasks assigned and authorized by the General Meeting of Shareholders, the Board of Directors has directed the implementation with specific results as follows:

- (i) Signing a service contract with the auditing unit of the 2024 Financial Statements. In compliance with the Resolution of the 2024 Annual General Meeting of Shareholders, on June 18, 2024, the Board of Directors issued Resolution No. 18/NQ-HDQT, approving the signing of the 2024 Financial Statement audit service contract with CPA VIETNAM Auditing Co., Ltd. Accordingly, on June 25, 2024, the Company signed the 2024 Financial Statement Audit Service Contract with CPA VIETNAM Auditing Co., Ltd. and disclosed the information in accordance with regulations.
- (ii) Increase in charter capital. Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders, the Company's charter capital was approved to increase from VND 3,041 billion to VND 6,114 billion through the implementation of 03 methods: Issuing shares to pay dividends for 2023, offering additional shares to existing shareholders and offering individual shares to professional securities investors. On June 5, 2024, the Board of Directors issued Resolution No. 15/NQ-HDQT on the detailed implementation plan for the public issuance of additional shares to existing shareholders and Resolution No. 16/NQ-HDQT on approving the registration dossier for additional public offering of shares to existing shareholders in 2024.

In compliance with the Resolution of the Board of Directors, the Company coordinated with the issuance consultancy organization to submit the application for registration for an additional public offering of shares to the State Securities Commission. The State Securities Commission issued Document No. 4779/UBCK-QLCB regarding HPX's application for an additional public offering of shares on July 30, 2024. After reviewing, the Board of Directors of the Company recognized that the stock market was unfavorable, with HPX shares trading below par value. This posed potential risks to the investors' interests and the success of the offering. Additionally, in 2024, the Company determined that it would focus on

implementing financial restructuring, adjusting ownership ratios in subsidiaries and associated companies and consolidating the organizational apparatus, including the arrangement of senior personnel. Therefore, the Board of Directors decided to suspend the charter capital increase plans approved by the 2024 Annual General Meeting of Shareholders, including the suspension of 2023 dividend payments in 2024. On September 20, 2024, the Board of Directors issued Resolution No. 30/NQ-HDQT on suspending the implementation of the Company's charter capital increase through an additional public offering of shares to existing shareholders.

In order to safeguard the shareholders' interests, the Board of Directors will proceed with the 2023 dividend payment, as approved in Resolution No. 01/2024/NQ-ĐHĐCĐ dated April 26, 2024, of the 2024 Annual General Meeting of Shareholders, within the fiscal year 2025.

However, given that the stock market in 2025 is expected to be facing many difficulties and HPX shares are trading below par value, this capital increase could lead to stock dilution, directly affecting the shareholders' interests. Therefore, the Board of Directors respectfully requests the General Meeting of Shareholders approve the cancellation of the charter capital increase plan through the additional offering of shares to existing shareholders and private placement of shares to professional securities investors approved in Resolution No. 01/2024/NQ-ĐHĐCĐ of the 2024 Annual General Meeting of Shareholders.

(iii) Approval of transactions between the Company and related parties

Transactions arising during the period between the Company and related parties have been reported in detail in the 2024 Corporate Governance Report.

(iv) Other matters: The Board of Directors has implemented all necessary actions in accordance with the provisions of law.

**2.2. Activities of each member of the Board of Directors:**

The members of the Board of Directors perform their duties as assigned, as follows:

- (i) **Mr. Do Quy Hai - Chairman of the Board of Directors:** Responsible for directing the implementation of the rights and obligations of the Board of Directors as stipulated by the Law on Enterprises, the Company's Charter, the Internal Management Regulation and the provisions of applicable laws.
- (ii) **Mr. Nguyen Van Phuong - Vice Chairman of the Board of Directors:** Exercise the rights and obligations of the Vice Chairman of the Board of Directors as stipulated by the Law on Enterprises, the Company's Charter, the Internal Management Regulation and the provisions of applicable laws. Responsible for work related to the development orientation, development strategies and orientation

of the Company's production and business plan, investment activities and project implementation, external affairs and other assigned duties.

- (iii) **Mr. Nguyen Van Dung - Vice Chairman of the Board of Directors:** Exercise the rights and obligations of the Vice Chairman of the Board of Directors as stipulated by the Law on Enterprises, the Company's Charter, the Internal Management Regulation and the provisions of applicable laws. Responsible for: Capital arrangement and financial management, accounting operations, development of business strategies and other assigned duties.
- (iv) **Mr. Le Thanh Hai - Member of the Board of Directors:** Exercising the rights and obligations of members of the Board of Directors as stipulated by the Charter, internal management regulations of the Company and the provisions of applicable laws. Responsible for: Shareholder relations and Investor Relations (IR); Corporate governance, legal affairs, and human resource management, Salary/Bonus; Supervision of business operations and sales management.
- (v) **Mr. Le Quang Vinh - Independent Member of the Board of Directors:** Exercise the rights and obligations of an independent member of the Board of Directors as stipulated by the Charter and internal management regulations of the Company and the provisions of applicable laws.

### **2.3. Results of evaluation of independent members of the Board of Directors on the activities of the Board of Directors**

- (i) The Board of Directors has conducted both periodic and extraordinary meetings in accordance with the Charter, the Regulation on the organization of the Board of Directors and the provisions of law.
- (ii) The Board of Directors has issued Resolutions and Decisions to manage the Company's production and business situation, ensuring the Company's strategic orientation and guidelines on specific matters.
- (iii) The Board of Directors has supervised the activities of the Executive Board in implementing the Resolutions of the General Meeting of Shareholders. The monitoring of the Executive Board's activities is conducted with objectivity and diligence to ensure transparency and safeguarding the legitimate rights and interests of shareholders.

### **2.4. Supervisory activities of the Board of Directors**

In accordance with the provisions of the Charter, the Governance Regulation, the Company's internal governance regulations and applicable laws, the Board of Directors has carried out supervisory activities with the Executive Board, specifically as follow:

- Chaired, directed and successfully organized the 2024 Annual General Meeting of Shareholders.

- Closely supervised the Executive Board in implementing timely measures to restore stocks trading. Following extensive efforts by both the Board of Directors and the Executive Board, HPX shares were approved by the Ho Chi Minh City Stock Exchange for full-time trading, effective from March 20, 2024.
- Urged and monitored the progress of the 2024 production and business plan.
- Directed and supervised the strict implementation of regulations related to the 2023 Financial Statements, Quarterly Financial Statements for 2024, Semi-Annual Financial Statements for 2024 and the 2023 Annual Report.
- Supervised the implementation of the Resolutions and Decisions issued by the Board of Directors and the General Meeting of Shareholders, while inspecting the executive management of the Board of Directors in business operations.
- Supervised and directed the information disclosure with the goal of ensuring transparency and timeliness in accordance with regulations.
- Supervised the implementation of the Company's Internal Management Regulations and Governance Policies.
- Supervised the management and administration activities of the Executive Board in order to enhance the efficiency in production and business activities and achieve set targets.
- Supervised the implementation of projects invested by the Company.
- Supervised the Company's operations in compliance with the provisions of the Law on Enterprises, the Law on Securities, the Company's Charter and the provisions of applicable laws.

#### **2.5. Remuneration, operating expenses and other benefits of the Board of Directors.**

According to Resolution No. 01/2024/NQ-DHDCHD, dated April 26, 2024, of the General Meeting of Shareholders, which was approved at the 2024 Annual General meeting, the total remuneration of the Board of Directors was expected to be **VND 2,040,000,000** (*Two billion and forty million VND*). The total actual remuneration expense paid to the Board of Directors was **VND 160,000,000** (*One hundred and sixty million VND*), as some members of the Board of Directors opted not to receive remuneration in 2024.

#### **2.6. Transactions involving companies, subsidiaries or companies in which the public company holds more than 50% of the charter capital and members of the Board of Directors and their related persons; transactions between companies in which members of the Board of Directors are founding members or managers of enterprises within the 03 years before the transaction date, are subject to disclosure.**

Transactions arising between subsidiaries and members of the Board of Directors and their related persons, as well as transactions between companies in which members of the Board of Directors are founding members or managers of enterprises within the past 03 years prior to the time of the transaction, have been detailed by the Company in the 2024 Corporate Governance Report.

## II. Board of Directors' Operational plan for 2025.

Direct the implementation and completion of the company's financial and business targets for 2025 following approval by the General Meeting of Shareholders. In which, the key objectives are:

- Focus on directing the Executive Board to achieve the following key business targets in 2025:
  - (i) Revenue and income in 2025:
    - + Parent company: VND 1,606 billion
    - + Consolidated: VND 2,327 billion.
  - (ii) Profit after corporate income tax (CIT)
    - + Parent company: 58 billion VND
    - + Consolidated: VND 137 billion
- Accelerate product sales at Cao Bang Projects, four high-rise lots Bac Giang Project, Hai Yen Project, Lao Cai Project...
- Continue restructuring financial operations and capital sources to fully settle outstanding bond packages in 2025.
- Optimize ownership structure in subsidiaries and associated companies.
- Ensure financial targets and capital adequacy ratios of enterprises in accordance with regulations and for listed enterprises.
- Seek cost-effective capital sources to ensure timely execution of ongoing projects.
- Explore new investment opportunities through: land use rights auction; Mergers & Acquisitions (M&A); Investment partnerships; land use rights transfer... in Hanoi, Bac Ninh, Bac Giang, Hung Yen, Hoa Binh and other provinces and cities with reasonable capital costs.
- Implement the 2023 dividend payment according to the Resolution of the General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for review and approval.  
**Sincerely./.**

**Recipient:**

- As above;

- Archived at the  
Company's Clerk and  
Office.

**FOR AND ON BEHALF OF  
THE BOARD OF DIRECTORS  
CHAIRMAN  
(signed)**

**Do Quy Hai**

T.C.P. \*

**HAI PHẠT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: 01/BC-BKS

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*



**REPORT OF THE SUPERVISORY BOARD  
At the 2025 Annual General Meeting of Shareholders**

**To: General Meeting of Shareholders**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Hai Phat Investment Joint Stock Company.
- Pursuant to the Regulation on operation of the Supervisory Board.
- Pursuant to the 2024 Corporate Governance Report and The 2024 financial statements audited by CPA Vietnam Auditing Co., Ltd.

In performing its functions, duties and powers in accordance with the provisions of the Law on Enterprises, the Company's Charter and the Regulation on Operation of the Supervisory Board (“SB”), the Supervisory Board hereby reports to the Annual General Meeting of Shareholders on the results of inspection and supervision of the Company's activities in 2024, as well as the Supervisory Board operation plan for 2025 as follows:

**I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2024**

**1. Personnel structure of the Supervisory Board**

a) Period before April 26, 2024:

The Supervisory Board consisted of 03 members, as follows:

- 1) Mr. Bui Duc Tue - Head of the Supervisory Board.
- 2) Mr. Do Manh Quan - Member of the Supervisory Board.
- 3) Mr. Chu Viet Hung - Member of the Supervisory Board.

b) Period from April 26, 2024 to present

On April 19, 2024, Mr. Bui Duc Tue submitted his resignation as a member of the Supervisory Board. As a result, at the 2024 Annual General Meeting of Shareholders on April 26, 2024, the General Meeting of Shareholders elected an additional 01 member, Mr. Le Manh Hung, to the Supervisory Board. In 2024, the Supervisory Board elected Mr. Do Manh Quan as Head of the Supervisory Board, replacing Mr. Bui Duc Tue. Consequently, the new structure of the Supervisory Board is as follows:

- 1) Mr. Do Manh Quan - Head of the Supervisory Board.
- 2) Mr. Chu Viet Hung - Member of the Supervisory Board.
- 3) Mr. Le Manh Hung - Member of the Supervisory Board.

## 2. Activities of the Supervisory Board in 2024

| No. | Member of the Supervisory Board | Number of Meetings Attended | Attendance rate | Voting Rate | Reasons for not attending meetings   |
|-----|---------------------------------|-----------------------------|-----------------|-------------|--|
| 1   | Mr. Bui Duc Tue                 | 02/02                       | 100%            | 100%        | The General Meeting of Shareholders relieved the member of the Supervisory Board of their position effective from April 26, 2024 |
| 2   | Mr. Do Manh Quan                | 05/05                       | 100%            | 100%        |  |
| 3   | Mr. Chu Viet Hung               | 05/05                       | 100%            | 100%        |  |
| 4   | Le Manh Hung                    | 03/03                       | 100%            | 100%        | The General Meeting of Shareholders elected a new member of the Supervisory Board effective from April 26, 2024                  |

In 2024, the Supervisory Board held 05 meetings with the participation of its members. The minutes of the Supervisory Board meetings were properly prepared and fully maintained according to regulations. The members of the Supervisory Board successfully fulfilled their assigned responsibilities and duties; fully attended periodic and extraordinary meetings of the Supervisory Board, and participated in discussing and voting on matters within the scope of the Board's functions and responsibilities. The remuneration for 2024 for members of the Board of Directors and members of the Supervisory Board was recorded within the limits approved by the General Meeting of Shareholders in Resolution No. 01/2024/NQ-DHĐCĐ dated April 26, 2024.

The Supervisory Board, as the representative of shareholders, carries out inspection, supervision and recommendations for necessary changes in risk management,

enhancement of corporate governance quality at the Company, supervising the compliance with the laws, the Company's Charter and internal regulations in management, operation of production and business activities by the Board of Directors ("**BOD**") and the Board of Management, specifically as follows:

- Reassign duties to each member of the Supervisory Board for the 2023-2028 term.
- Supervise the activities of the Board of Directors, the management and administration of production and business activities by the Board of Management in accordance with the Law on Enterprises and the Company's Charter, assessing the appropriateness of decisions made by the Board of Directors and the Board of Management
  - Supervise the implementation of the business plan as well as the implementation of the Resolution from the General Meeting of Shareholders and the Resolution of the Board of Directors in 2024.
  - Attend meetings of the Board of Directors and the Executive Board, providing opinions on matters discussed at the meeting.
  - Review and evaluate receivables, payables, investments in subsidiaries and associated companies for the fiscal year ending 31/12/2023. Review the Company's financial statements for Quarter 3/2024 and the first 09 months of 2024, along with other related activities. The Supervisory Board has made a number of proposals and recommendations to the Board of Directors and the Board of Directors on governance and management at the Company, measures to strengthen internal controls, minimize risks, ensure compliance with the provisions of the Law, the Company's Charter and other internal regulations, etc. contributing to improving quality, operational efficiency, safe growth, and long-term sustainability.
  - Work with CPA Vietnam Auditing Co., Ltd. on the audit of the Company's 2024 Separate and Consolidated Financial Statements.
  - Supervise the Company's information disclosure in accordance with the provisions of the securities laws governing listed companies, assess the transparency of the information disclosure process to safeguard the interests of shareholders.
  - Supervise remuneration, benefits and transactions with the Board of Directors, the Board of Management and Supervisory Board and related parties in accordance with legal requirements.
  - Inspect and supervise the procedures and order of organizing the General Meeting of Shareholders to ensure compliance with the provisions of law and the Charter of organization and operation of the Company.

## II. OPERATION AND SUPERVISION RESULTS OF THE SUPERVISORY BOARD IN 2024

### 1. Implementation of the business plan in 2024

| No. | Main indicators  | 2024 Plan<br>(billion VND) | 2024 Actual<br>(billion VND) | Achievement<br>Rate (%) |
|-----|------------------|----------------------------|------------------------------|-------------------------|
| 1   | Total Revenue    | 2,800                      | 1,698                        | 60.6                    |
| 2   | Profit after tax | 105                        | 61.5                         | 58.6                    |

### 2. Evaluation of the management and administration of the Board of Directors and the Board of Management in 2024

#### 2.1. Board of Directors

- After reviewing the 2024 Corporate Governance Report of the Board of Directors, the Supervisory Board has the following assessments:
  - The report of the Board of Directors has fully and accurately reflected the activities as well as the direction and operation of the Company.
  - In 2024, the Board of Directors of the Company issued resolutions to serve the management and administration of the Company's activities. The resolutions of the Board of Directors were issued in accordance with the Law on Enterprises and the Company's Charter of organization and operation, received high consensus among members, and were implemented seriously, promptly and effectively by the Executive Board.
  - The Board of Directors closely followed and actively directed the Board of Management in implementing the goals set by the General Meeting of Shareholders. The Board of Directors conducted periodic and extraordinary meetings as required to assess the production and business activities during the period and to develop plans for the next period.

#### 2.2. Executive Board

- The Board of Management operates in accordance with its functions and powers, and in compliance with the regulations of the Law on Enterprises and the Charter of the Company.
- The Board of Management adhered to and promptly implemented the Resolutions of the Board of Directors.
- In 2024, the Board of Management faced many challenges in managing operations due to low liquidity of the real estate market. However, the Board of Management has

made continuous efforts to achieve the targets according to the resolution of the General Meeting of Shareholders and the timelines assigned by the Board of Directors.

- The cooperation between the Supervisory Board, the Board of Directors and the Board of Management is implemented in accordance with the provisions of laws, the Company's Charter and internal regulations.

### 3. Review of the Company's Financial Statements

- Financial statements fully reflect the business activities and financial situation, in accordance with Vietnam Accounting Standards, the corporate accounting regime and current legal provisions; no frauds or material errors were found that would affect the truthfulness and fairness of financial statements; transactions with related parties are fully presented and in accordance with regulations.

- The reporting and disclosure of financial information periodically and as required by the State Securities Commission (SSC), the Vietnam Securities Depository and the Ho Chi Minh City Stock Exchange, are carried out in accordance with regulations for listed companies.

- The financial statements are issued with full acceptance by CPA Vietnam Auditing Co., Ltd. The Supervisory Board fully agrees with the Audit Report from CPA Vietnam Auditing Co., Ltd. The key indicators regarding capital and assets as of 31/12/2024, and business results in 2024 are as follows:

| No. | Indicators                         | Units       | 2023     | 2024     | Change (+/-) |
|-----|------------------------------------|-------------|----------|----------|--------------|
| 1   | Total assets                       | Billion VND | 8,296.95 | 7,701.60 | (595.35)     |
| 2   | Equity                             | Billion VND | 3,587.77 | 3,633.97 | 46.20        |
| 4   | Total profit after tax             | Billion VND | 134.94   | 61.47    | (73.47)      |
| 5   | After-tax profit margin on revenue | %           | 8.03%    | 3.80%    | -4.23%       |
| 6   | Current ratio                      | Times       | 1.65     | 1.64     | (0.01)       |
| 7   | Debt ratio                         | Times       | 0.57     | 0.53     | (0.04)       |
| 8   | Debt-to-equity ratio               | Times       | 1.31     | 1.12     | (0.19)       |

#### 4. Review of transactions with stakeholders

In 2024, the Supervisory Board supervised and ensured that transactions with related parties were approved, disclosed and fully presented in the reports in accordance with the regulations for the listed company and the provisions of the Laws. These transactions primarily involved the Company and its subsidiaries/associates such as transactions related to: capital contributions, centralized capital management, investment cooperation, real estate transactions, etc. or share transfer, assets sales or purchases with related individuals.

Compile, maintain and update the list of relevant persons, including members of the Board of Directors, members of the Supervisory Board, General Director and shareholders owning at least 5% of the company's voting shares.

Information regarding relevant persons of Members of the Board of Directors, Supervisory Board, and General Director has been thoroughly tracked and updated fully in accordance with regulations.

### III. PROPOSALS AND RECOMMENDATIONS OF THE SUPERVISORY BOARD IN 2024

Through the inspection and supervision, the Supervisory Board would like to make a number of specific recommendations and solutions as follows:

The Board of Directors and the Board of Management should closely monitor the developments in the real estate market and the macroeconomic situation, develop governance and operating strategies to promptly adapt to market changes in the development of the Company's business activities.

The Board of Directors and the Board of Management of the Company should continuously enhance management and administration, ensure the optimal conditions to maximize the staff capabilities, implement solutions to improve labor productivity, and streamline the organizational structure in a reasonable manner.

Review and re-evaluate all ongoing investment projects of the Company in terms of efficiency and construction progress, in order to devise practical solutions to accelerate the construction progress, acceptance and payment settlement, ensure capital recovery, and strategically allocate resources to highly effective projects, promptly recognize revenue and profit in the financial statements. For new investment projects, it is essential to evaluate the financial capacity and legal conditions of the project to ensure timely liquidity and rapid capital recovery.

Strictly control and supervise costs, accelerate sales, and collect debts to improve business efficiency, ensure sufficient capital for production and operations, and fulfill tax obligations/loan repayment on time.

#### IV. OPERATION PLAN OF THE SUPERVISORY BOARD IN 2025

Based on the functions and duties of the Supervisory Board and the direction of the Company's business activities in 2025, the Supervisory Board has outlined a number of key duties for 2025 as follows:

- Supervise the implementation of the 2025 Resolution of the General Meeting of Shareholders. Promptly identify and address actions that may harm the interests of the Company and shareholders in order to achieve the goals and plans approved by the General Meeting of Shareholders.
- Supervise the Board of Directors and the Board of Management in the management and administration of the Company
- Review the accounting work and examine the Company's periodic financial statements.
- Work with an independent audit firm on auditing the Company's separate and consolidated financial statements.
- Supervise the Company's compliance with information disclosure regulations.
- Perform other duties in accordance with the functions and responsibilities of the Supervisory Board.

The above is the report of the Company's Supervisory Board on the results of inspection and supervision of the Company's activities in 2024 and the Supervisory Board's operation plan for 2025, the Supervisory Board respectfully submits this report to the General Meeting of Shareholders. The Supervisory Board would like to sincerely thank all shareholders for trusting us with this responsibility.

Sincerely./.

**Recipient:**

- Shareholders;
  - Members of the Supervisory Board;
- Archives for the 2025 General Meeting of Shareholders.

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

(signed)

**Do Manh Quan**



**HAI PHÁT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: 01/TTr-HĐQT

**Independence - Freedom - Happiness**

Hanoi, April 3<sup>rd</sup>, 2025



**PROPOSAL**

**Regarding the approval of the Audited 2024 Financial Statements of the Parent Company and Consolidated Financial Statements**

**To: General Meeting of Shareholders of the Company.**

**Pursuant to:**

- *The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Charter of Hai Phat Investment Joint Stock Company;*
- *Resolution of the General Meeting of Shareholders No. 01/2024/NQ-ĐHĐCĐ dated April 26, 2024, of the General Meeting of Shareholders of Hai Phat Investment Joint Stock Company;*
- *Audited Consolidated and Separate Financial Statements of the Parent Company in 2024;*
- *Resolution of the Board of Directors No. 05/NQ-BOD dated April 3, 2025 of the Board of Directors regarding the approval of the contents to be submitted to the 2025 Annual General Meeting of Shareholders.*

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders (General Meeting) for approval the Audited Financial Statements of the Parent Company and Consolidated Financial Statements for 2024, with specific details as follows:

On March 31<sup>st</sup>, 2025, CPA VIETNAM Auditing Co., Ltd. issued the Audited Separate Financial Statements of the Parent Company and the Audited Consolidated Financial Statements for 2024.

Hai Phat Investment Joint Stock Company submits to the General Meeting of Shareholders for approval the Audited Consolidated Financial Statements and the Audited Separate Financial Statements of the Parent Company for 2024:

Some key indicators in the Audited Financial Statements for 2024 are as follows:

**1. Balance Sheet (audited)**

| ITEMS  | As of December 31, 2024 (VND billion) |                 |
|--|---------------------------------------|-----------------|
|  | Parent Company                        | Consolidated    |
| <b>ASSET</b>                                     |                                       |                 |
| <b>A- SHORT-TERM ASSETS</b>                      | <b>4,557.68</b>                       | <b>6,280.15</b> |
| 1. Cash and cash equivalents                     | 0.96                                  | 1.97            |
| 2. Short-term financial investment               | 6.70                                  | 6.70            |
| 3. Short-term receivables                        | 2,256.33                              | 3,555.03        |
| 4. Inventory                                     | 2,282.30                              | 2,697.13        |
| 5. Other short-term assets                       | 11.39                                 | 19.31           |
| <b>B. LONG-TERM ASSETS</b>                       | <b>3,790.93</b>                       | <b>1,421.45</b> |
| 1. Long-term receivables                         | 250.72                                | 713.70          |
| 2. Fixed assets                                  | 0.55                                  | 54.64           |
| 3. Real Estate Investment                        | 428.25                                | 551.84          |
| 4. Long-term unfinished assets                   | 9.27                                  | 5.95            |
| 5. Long-term financial investments               | 3,090.06                              | 86.26           |
| 6. Other long-term assets                        | 12.08                                 | 9.07            |
| <b>TOTAL ASSETS</b>                              | <b>8,348.61</b>                       | <b>7,701.60</b> |
| <b>TOTAL LIABILITIES AND SHAREHODERS' EQUITY</b> |                                       |                 |
| <b>A. LIABILITIES</b>                            | <b>4,943.68</b>                       | <b>4,067.63</b> |
| I. Short-term Liabilities                        | 4,513.69                              | 3,820.59        |
| II. Long-term Liabilities                        | 429.99                                | 247.03          |
| <b>B. EQUITY</b>                                 | <b>3,404.93</b>                       | <b>3,633.97</b> |
| 1. Share Capital                                 | 3,041.69                              | 3,041.69        |
| 2. Capital Surplus                               | 60.99                                 | 60.99           |
| 3. Development Investment Fund                   |                                       |                 |
| 4. Other funds of Equity                         |                                       |                 |

| ITEMS   | As of December 31, 2024 (VND billion) |                 |
|---|---------------------------------------|-----------------|
|   | Parent Company                        | Consolidated    |
| 5. Undistributed after-tax profit                 | 302.26                                | 332.72          |
| 6. Benefits of non-controlling shareholders       |                                       | 198.58          |
| <b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b> | <b>8,348.61</b>                       | <b>7,701.60</b> |

## 2. Report on business results (audited)

| No. | ITEMS  | In 2024 (VND billion) |               |
|-----|--|-----------------------|---------------|
|     |  | Parent Company        | Consolidated  |
| 1   | Revenue from sales and provision of services     | 1,421.17              | 1,615.67      |
| 2   | Revenue deductions                               |                       |               |
| 3   | Net revenue from sales and provision of services | 1,421.17              | 1,615.67      |
| 4   | Cost of goods sold                               | 932.57                | 1,097.12      |
| 5   | Gross profit on sales and provision of service   | 488.59                | 518.55        |
| 6   | Revenue from financial activities                | 46.28                 | 61.53         |
| 7   | Financial cost                                   | 238.47                | 273.36        |
| -   | <i>In which: Interest expense</i>                | 112.61                | 103.18        |
| 8   | Profit (loss) in associates or joint ventures    |                       |               |
| 9   | Cost of sales                                    | 108.98                | 109.15        |
| 10  | Business management expenses                     | 92.04                 | 102.31        |
| 11  | <b>Profit from business activities</b>           | <b>95.39</b>          | <b>95.26</b>  |
| 12  | Other income                                     | 20.50                 | 20.71         |
| 13  | Other expenses                                   | 7.92                  | 8.53          |
| 14  | <b>Other Profits</b>                             | <b>12.58</b>          | <b>12.18</b>  |
| 15  | <b>Total profit before tax</b>                   | <b>107.97</b>         | <b>107.44</b> |
| 16  | Current CIT expenses                             | 37.37                 | 42.74         |

| No.       | ITEMS  | In 2024 (VND billion) |              |
|-----------|--|-----------------------|--------------|
|           |  | Parent Company        | Consolidated |
| 17        | Deferred CIT expenses                                  |                       | 3.23         |
| <b>18</b> | <b>Profit after CIT</b>                                | <b>70.59</b>          | <b>61.47</b> |
| 18.1      | Profit after tax of shareholders of the Parent Company |                       | 57.45        |
| 18.2      | Profit after tax of non-controlling shareholders       |                       | 4.02         |
| <b>19</b> | <b>Earning per share</b>                               |                       | <b>186</b>   |

Based on the financial indicators mentioned above, the Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval the Consolidated Financial Statements and the Separate Financial Statements of Parent Company for 2024 which have been audited by CPA VIETNAM Auditing Co., Ltd., and all transactions between the Company and related parties in 2024, as detailed at the Explanation to the 2024 Financial Statements (Detailed Financial Statements attached to this proposal).

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

**Sincerely./.**

**Recipient:**

- As addressed;
- Archived at the Company's Clerk and Office.

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

(signed)

**Do Quy Hai**



**HAI PHAT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: 02/TTr-HĐQT

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*



**PROPOSAL**  
**Regarding the distribution of profits, appropriation of funds,  
and dividend payment for 2024**

**To: General Meeting of Shareholders of the Company**

*Pursuant to:*

- *The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter of Hai Phat Investment Joint Stock Company;*
- *Resolution of the Board of Directors No. 05/NQ-BOD dated April 3, 2025 of the Board of Directors regarding the approval of the contents to be submitted to the 2025 Annual General Meeting of Shareholders.*

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders (GMS) for approval the plan for profit distribution, appropriation of funds, and dividend payment for 2024 as follows:

Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders No. 01/2024/NQ-ĐHĐCĐ dated April 26, 2024, the GMS approved the plan to issue shares to pay dividends for 2023 with a total expected issuance value of 152,084,290,000 VND, equivalent to an issuance rate of 5% based on the Company's charter capital. The Company's Board of Directors notes that the stock market has not been favorable, and the market price of HPX shares is trading below par value. At the same time, in 2024, the Company focused on implementing financial restructuring, restructuring the ownership ratio in subsidiaries and affiliates, and consolidating the organizational structure, including the arrangement of senior personnel. Therefore, in 2024, the Company has not paid dividends for 2023. To ensure the interests of shareholders, the



Board of Directors will continue to implement the dividend payment for 2023 according to the plan approved by the 2024 Annual General Meeting of Shareholders.

On the other hand, in order to concentrate capital for production and business activities in 2025 to implement projects, the Company plans not to pay dividends for 2024. Accordingly, the distribution of profits, appropriation of funds, and payment of dividends for 2024 are carried out as follows:

| No | Indicators   | Units | Amount          |
|----|--|-------|-----------------|
| 1  | Retained earnings as of 31/12/2024                                 | VND   | 302,261,472,329 |
| 2  | Dividend 2023 (Implemented in 2025)                                | VND   | 152,084,290,000 |
| 3  | Retained earnings as of 31/12/2024 after paying dividends for 2023 | VND   | 150,177,182,329 |
| 4  | Dividend payout ratio in 2024                                      | %     | 0               |

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

Sincerely./.

**Recipient:**

- As address;
- Archived at the Company's Clerk and Office.

**FOR AND ON BEHALF OF  
THE BOARD OF DIRECTORS  
CHAIRMAN  
(signed)**

**Do Quy Hai**



HAI PHAT INVESTMENT JSC SOCIALIST REPUBLIC OF VIETNAM

No.: 03/TTr-HĐQT

Independence - Freedom - Happiness

Hanoi, April 3<sup>rd</sup>, 2025

**PROPOSAL**

**Regarding the approval of the finalization of remuneration for members of the Board of Directors, members of the Supervisory Board in 2024 and the remuneration plan for members of the Board of Directors, members of the Supervisory Board in 2025**

**To: General Meeting of Shareholders of the Company.**

**Pursuant to:**

- *The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Charter of Hai Phat Investment Joint Stock Company;*
- *Resolution of the Board of Directors No. 05/NQ-BOD dated April 3, 2025 of the Board of Directors regarding the approval of the contents to be submitted to the 2025 Annual General Meeting of Shareholders;*
- *Production and business plan in 2025 and onwards,*

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the finalization of remuneration of members of the Board of Directors ("**Board of Directors**"), members of the Supervisory Board in 2024 and the remuneration plan for members of the Board of Directors and the Supervisory Board in 2025, specifically as follows

**1. Finalization of remuneration of the Board of Directors and the Supervisory Board in 2024.**

The planned remuneration of the Board of Directors and the Supervisory Board approved by the Annual General Meeting of Shareholders in 2024 is **2,040,000,000 VND**.

The actual remuneration paid to the Board of Directors and the Supervisory Board is **640,000,000 VND**. The actual remuneration to be paid to the Board of Directors and the Supervisory Board is less than the planned because some members of the Board of Directors do not receive remuneration.

**2. Remuneration plan of members of the Board of Directors and the Supervisory Board in 2025.**

**2.1. Remuneration plan of members of the Board of Directors and the Supervisory Board in 2025.**

The Board of Directors submits to the General Meeting of Shareholders the remuneration for members of the Board of Directors and the Supervisory Board in 2025 is: **VND 3,120,000,000** (In words: *Three billion one hundred and twenty million VND./.*). Details are as follows:

| No           | Title   | Quantity (Person) | Remuneration/ person/month (VND) | Estimated remuneration |
|--------------|---|-------------------|----------------------------------|------------------------|
| <b>I</b>     | <b>BOARD OF DIRECTORS</b>   |                   |                                  | <b>2,640,000,000</b>   |
| 1            | Chairman of the Board of Directors  | 01                | 120,000,000                      | 1,440,000,000          |
| 2            | Vice Chairman of the Board of Directors   | 02                | 30,000,000                       | 720,000,000            |
| 3            | Members of the Board of Directors (including independent members of the Board of Directors) | 02                | 20,000,000                       | 480,000,000            |
| <b>II</b>    | <b>SUPERVISORY BOARD</b>  |                   |                                  | <b>480,000,000</b>     |
| 1            | Head of the Supervisory Board   | 01                | 20,000,000                       | 240,000,000            |
| 2            | Member of the Supervisory Board   | 02                | 10,000,000                       | 240,000,000            |
| <b>TOTAL</b> |   |                   |                                  | <b>3,120,000,000</b>   |

The Board of Directors will report to the 2026 Annual General Meeting of Shareholders on the payment of remuneration for members of the Board of Directors and the Supervisory Board in 2025.

**2.2. The General Meeting of Shareholders authorizes the Chairman of the Board of Directors.**

a) To decide the time of payment. However, in all cases, the remuneration payment must not exceed the total remuneration in Item 2.1 above.

b) To decide the bonus amount for each member of the Board of Directors, Member of the Supervisory Board and the Board of Management in 2025 (if any) based on the business plan implementation results of 2025.

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

Sincerely./.

**Recipient:**

- As addressed;
- Archived at the Company's Clerk and Office.

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

(signed)

**Do Quy Hai**

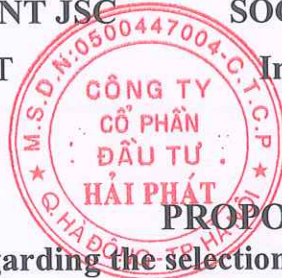


**HAI PHAT INVESTMENT JSC SOCIALIST REPUBLIC OF VIETNAM**

No.: 04/TTr-HĐQT

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*



**PROPOSAL**

**Regarding the selection of an auditing firm  
to conduct audits of the 2025 financial statements**

**To: General Meeting of Shareholders of the Company.**

**Pursuant to:**

- *The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter of Hai Phat Investment Joint Stock Company (“the Company”);*
- *Resolution of the Board of Directors No. 05/NQ-BOD dated April 3, 2025 of the Board of Directors regarding the approval of the contents to be submitted to the 2025 Annual General Meeting of Shareholders;*
- *The actual situation of auditing activities.*

Pursuant to the Law on Enterprise, the Company's Charter, based on the opinions of the Supervisory Board and the assessment of the quality and reputation of auditing firms in Vietnam, the Board of Directors respectfully submits to the General Meeting of Shareholders of the Company for consideration and selection of the auditing firm to conduct the audit of the 2025 financial statements (separate and consolidated), with specific details as follows:

1. Select CPA VIETNAM Auditing Company Limited as the firm to audit the Company's 2025 financial statements (separate and consolidated).

In the event that CPA VIETNAM Auditing Company Limited is unable to audit the Company's 2025 financial statements, the General Meeting of Shareholders authorizes the Company's Board of Directors to take full initiative in deciding to select one of the auditing firms approved by the State Securities Commission to audit public interest entities in the securities sector to audit the Company's 2025 financial statements (separate and consolidated)

2. The General Meeting of Shareholders authorizes the General Director of the Company to select the time, negotiate, discuss, and sign the audit contract with the selected auditing firm in accordance with the Company's Charter and legal regulations.

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

**Sincerely./.**

**Recipient:**

- As addressed;
- Archived at the Company's Clerk and Office.

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

(signed)

**Do Quy Hai**

**HAI PHAT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: 05/TTr-HĐQT

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*

**PROPOSAL**

**Regarding the approval of the results of transactions between the Company and related parties in 2024; and Approval of the policy on transactions between the Company and related parties in 2025.**

**To: General Meeting of Shareholders of the Company.**

*Pursuant to:*

- *The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter of Hai Phat Investment Joint Stock Company (the Company);*
- *Resolution of the Board of Directors No. 05/NQ-BOD dated April 3, 2025 of the Board of Directors regarding the approval of the contents to be submitted to the 2025 Annual General Meeting of Shareholders,*

In order to create proactivity and flexibility for the Board of Directors (BOD) in management and policy planning, the BOD respectfully submits the following contents to the General Meeting of Shareholders for approval:

1. Approve the results of transactions between Hai Phat Investment Joint Stock Company and related parties in 2024, detailed in the 2024 audited financial statements.
2. Approve the policy on future contracts and transactions between Hai Phat Investment Joint Stock Company and related parties (according to the detailed list in the attached Appendix) in accordance with the provisions of Article 167 of the 2020 Law on Enterprises, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Securities Law, and relevant legal regulations under the authority of the General Meeting of Shareholders (if any).
3. Authorize the Board of Directors to decide on the specific terms and conditions of the contracts and transactions mentioned in Section 2 above (including the

- amendment, supplementation, termination, and replacement of those contracts and transactions).
4. The Board of Directors is entitled to delegate/authorize the Company's Board of Management to approve these transactions, and the Board of Management is responsible for reporting the implementation details to the Board of Directors in the latest meeting, and these transactions must ensure compliance with legal regulations on reporting and information disclosure.
  5. Implementation period: From the date of approval by the General Meeting of Shareholders to the next Annual General Meeting of Shareholders.

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

**Sincerely./.**

**Recipient:**

- As addressed;
- Archived at the Company's Clerk and Office.

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

(signed)

**Do Quy Hai**

**APPENDIX: List of related parties expected to sign contracts and transactions  
with Hai Phat Investment Joint Stock Company**  
(Attached to Proposal No. 05 TTr-HĐQT dated 03/04/2025 of the Board of Directors of Hai Phat Investment Joint Stock Company)

| No. | Company Name  | Related Relationship                               | Transaction Content   | Estimated Transaction Value  |
|-----|---|--|---|--|
| 1.  | Hai Phat - Binh Thuan One Member Co., Ltd.            | Subsidiaries and related organizations of insiders | Investment cost sharing, centralized capital management, on-behalf payment; Sale, liquidation of assets and investments.                                      | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 2.  | Ruby Real Estate Investment and Development Co., Ltd. | Subsidiaries                                       | Investment cost sharing, centralized capital management; on behalf payment; Investment entrustment, Sale, liquidation of assets and investments.              | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 3.  | Heritage Vietnam Real Estate Co., Ltd.                | Subsidiaries                                       | Investment cost sharing, centralized capital management; on behalf payment; Investment entrustment, Sale, liquidation of assets and investments.              | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 4.  | Sapphire Investment Company Limited                   | Subsidiaries                                       | Investment cooperation, business cooperation, consortium, association; Investment cost sharing, centralized capital management; on behalf payment; Investment | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

| No. | Company Name  | Related Relationship                               | Transaction Content   | Estimated Transaction Value  |
|-----|---|--|---|--|
|     |   |  | entrustment, Sale, liquidation of assets and investments.   |  |
| 5.  | Diamond IC One Member Co., Ltd.                             | Subsidiaries                                       | Investment cost sharing, centralized capital management, on behalf payment; Sale, liquidation of assets and investments. Project management consulting, Investment consulting.  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 6.  | Topaz PM Vietnam Investment and Development Company Limited | Subsidiaries and related organizations of insiders | Investment cooperation, business cooperation, consortium, association; Investment cost sharing, centralized capital management; Investment entrustment, Sale, liquidation of assets and investments; Project management consulting, Investment consulting; Construction | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

| No. | Company Name  | Related Relationship                               | Transaction Content   | Estimated Transaction Value  |
|-----|---|--|---|--|
|     |   |  | supervision consulting; Construction, installation of works.  |  |
| 7.  | Mai Pha Peninsula Co., Ltd.   | Subsidiaries and related organizations of insiders | Investment cooperation, business cooperation, consortium, association; Investment cost sharing, centralized capital management, on behalf payment; Investment entrustment, Sale, liquidation of assets and investments. | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 8.  | Opal International Planning and Investment Consulting Joint Stock Company | Subsidiaries                                       | Investment cooperation, business cooperation, consortium, association; Design, technical, architectural planning, construction consulting.  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 9.  | Hai Phat Retail Joint Stock Company                                       | Related Organization of Insider                    | Investment cooperation, business cooperation, consortium, association Investment entrustment, Sale,   | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

| No. | Company Name                            | Related Relationship            | Transaction Content   | Estimated Transaction Value  |
|-----|---|---------------------------------|---|--|
|     |   |                                 | liquidation of assets and investments.  |  |
| 10. | HP Hospitality Nha Trang Co., Ltd.      | Related Organization of Insider | Investment cooperation, business cooperation, consortium, association; on behalf payment; Investment entrustment, Sale, liquidation of assets and investments.                                | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 11. | Hai Phat Land Group Joint Stock Company | Related Organization of Insider | Investment cooperation, business cooperation, consortium, association; Real estate consulting, brokerage and management; Investment entrustment; Sale, liquidation of assets and investments. | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 12. | Yen Son Joint Stock Company             | Related Organization of Insider | Investment cooperation, business cooperation, consortium, association.  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

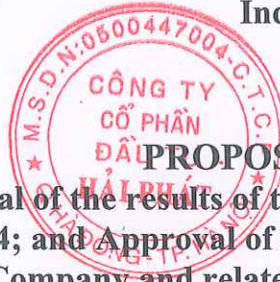
**HAI PHAT INVESTMENT JSC**

**SOCIALIST REPUBLIC OF VIETNAM**

No.: 05/TTr-HĐQT

**Independence - Freedom - Happiness**

*Hanoi, April 3<sup>rd</sup>, 2025*



**PROPOSAL**

**Regarding the approval of the results of transactions between the Company and related parties in 2024; and Approval of the policy on transactions between the Company and related parties in 2025.**

**To: General Meeting of Shareholders of the Company.**

**Pursuant to:**

- *The Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter of Hai Phat Investment Joint Stock Company (the Company);*
- *Resolution of the Board of Directors No. 05/NQ-BOD dated April 3, 2025 of the Board of Directors regarding the approval of the contents to be submitted to the 2025 Annual General Meeting of Shareholders,*

In order to create proactivity and flexibility for the Board of Directors (BOD) in management and policy planning, the BOD respectfully submits the following contents to the General Meeting of Shareholders for approval:

1. Approve the results of transactions between Hai Phat Investment Joint Stock Company and related parties in 2024, detailed in the 2024 audited financial statements.
2. Approve the policy on future contracts and transactions between Hai Phat Investment Joint Stock Company and related parties (according to the detailed list in the attached Appendix) in accordance with the provisions of Article 167 of the 2020 Law on Enterprises, Article 293 of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Securities Law, and relevant legal regulations under the authority of the General Meeting of Shareholders (if any).
3. Authorize the Board of Directors to decide on the specific terms and conditions of the contracts and transactions mentioned in Section 2 above (including the

amendment, supplementation, termination, and replacement of those contracts and transactions).

4. The Board of Directors is entitled to delegate/authorize the Company's Board of Management to approve these transactions, and the Board of Management is responsible for reporting the implementation details to the Board of Directors in the latest meeting, and these transactions must ensure compliance with legal regulations on reporting and information disclosure.
5. Implementation period: From the date of approval by the General Meeting of Shareholders to the next Annual General Meeting of Shareholders.

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

**Sincerely./.**

**Recipient:**

- As addressed;
- Archived at the Company's Clerk and Office.

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

(signed)

**Do Quy Hai**

**APPENDIX: List of related parties expected to sign contracts and transactions  
with Hai Phat Investment Joint Stock Company**

*(Attached to Proposal No. 05 TTr-HĐQT dated 03/04/2025 of the Board of Directors of Hai Phat Investment Joint Stock Company)*

| No. | Company Name  | Related Relationship                               | Transaction Content   | Estimated Transaction Value  |
|-----|---|--|---|--|
| 1.  | Hai Phat - Binh Thuan One Member Co., Ltd.            | Subsidiaries and related organizations of insiders | Investment cost sharing, centralized capital management, on-behalf payment; Sale, liquidation of assets and investments.                                      | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 2.  | Ruby Real Estate Investment and Development Co., Ltd. | Subsidiaries                                       | Investment cost sharing, centralized capital management; on behalf payment; Investment entrustment, Sale, liquidation of assets and investments.              | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 3.  | Heritage Vietnam Real Estate Co., Ltd.                | Subsidiaries                                       | Investment cost sharing, centralized capital management; on behalf payment; Investment entrustment, Sale, liquidation of assets and investments.              | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 4.  | Sapphire Investment Company Limited                   | Subsidiaries                                       | Investment cooperation, business cooperation, consortium, association; Investment cost sharing, centralized capital management; on behalf payment; Investment | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

| No. | Company Name  | Related Relationship                               | Transaction Content   | Estimated Transaction Value  |
|-----|---|--|---|--|
|     |   |  | entrustment, Sale, liquidation of assets and investments.   |  |
| 5.  | Diamond IC One Member Co., Ltd.                             | Subsidiaries                                       | Investment cost sharing, centralized capital management, on behalf payment; Sale, liquidation of assets and investments. Project management consulting, Investment consulting.  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 6.  | Topaz PM Vietnam Investment and Development Company Limited | Subsidiaries and related organizations of insiders | Investment cooperation, business cooperation, consortium, association; Investment cost sharing, centralized capital management; Investment entrustment, Sale, liquidation of assets and investments; Project management consulting, Investment consulting; Construction | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

| No. | Company Name  | Related Relationship                               | Transaction Content   | Estimated Transaction Value  |
|-----|---|--|---|--|
|     |   |  | supervision consulting;<br>Construction, installation of works.   |  |
| 7.  | Mai Pha Peninsula Co., Ltd.   | Subsidiaries and related organizations of insiders | Investment cooperation, business cooperation, consortium, association;<br>Investment cost sharing, centralized capital management, on behalf payment;<br>Investment entrustment, Sale, liquidation of assets and investments. | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 8.  | Opal International Planning and Investment Consulting Joint Stock Company | Subsidiaries                                       | Investment cooperation, business cooperation, consortium, association; Design, technical, architectural planning, construction consulting.  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 9.  | Hai Phat Retail Joint Stock Company                                       | Related Organization of Insider                    | Investment cooperation, business cooperation, consortium, association<br>Investment entrustment, Sale,  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |

| No. | Company Name                            | Related Relationship            | Transaction Content   | Estimated Transaction Value  |
|-----|---|---------------------------------|---|--|
|     |   |                                 | liquidation of assets and investments.  |  |
| 10. | HP Hospitality Nha Trang Co., Ltd.      | Related Organization of Insider | Investment cooperation, business cooperation, consortium, association; on behalf payment; Investment entrustment, Sale, liquidation of assets and investments.                                | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 11. | Hai Phat Land Group Joint Stock Company | Related Organization of Insider | Investment cooperation, business cooperation, consortium, association; Real estate consulting, brokerage and management; Investment entrustment; Sale, liquidation of assets and investments. | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |
| 12. | Yen Son Joint Stock Company             | Related Organization of Insider | Investment cooperation, business cooperation, consortium, association.  | Transaction Value/Total value of related transactions (estimated): From 35% of the Company's total assets recorded in the most recent financial statements |



HAI PHÁT INVESTMENT JSC

i. SOCIALIST REPUBLIC OF VIETNAM

No.: .../ 2025/NQ-ĐHĐCĐ

Independence - Freedom - Happiness

Draft

Hanoi, April 26, 2025



**RESOLUTION**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025**

**GENERAL MEETING OF SHAREHOLDERS**

**Pursuant to:**

- Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Charter of Hai Phat Investment Joint Stock Company;
- Minutes of the 2025 Annual General Meeting of Shareholders No. /2025/BB-ĐHĐCĐ dated ...../...../2025 of Hai Phat Investment Joint Stock Company,

**RESOLUTIONS:**

**Article 1: Approve the specific contents as follows:**

- 1. Approve the General Director's Report on the Implementation of the 2024 business plan and the 2025 business plan.**

*(Detailed content according to Report No.01/BC-TGD dated 03/04/2025 of the Company's General Director).*

- 2. Approve the Board of Directors' Report on the Performance in 2024 and the 2025 plan.**

*(Detailed content according to Report No. 02/BC-HĐQT dated 03/04/2025 of the Board of Directors of the Company).*

- 3. Approve the Supervisory Board's Report on the Performance in 2024 and the 2025 plan.**

*(Detailed content according to Report No.01/BC-BKS dated 03/04/2025 of the Supervisory Board).*



**4. Approved the audited 2024 financial statements of the parent company and consolidated financial statements.**

*(Detailed content according to Proposal No 01/TTr-HĐQT dated 03/04/2025 of the Board of Directors of the Company).*

**5. Approve the distribution of profits, allocation to funds, and dividend payment for the year 2024.**

*(Detailed content according to Proposal No.02/TTr-HĐQT dated 03/04/2025 of the Board of Directors of the Company).*

**6. Approve the settlement of remuneration for members of the Board of Directors and the Supervisory Board for the year 2024, and the remuneration plan for the year 2025.**

*(Detailed content according to the Proposal No.03 /TTr-HĐQT dated 03/04/2025 of the Board of Directors of the Company).*

**7. Approve the selection of the financial statement auditor for the fiscal year 2025.**

*(Detailed content according to Proposal No.04/TTr-HĐQT dated 03/04/2025 of the Board of Directors of the Company).*

**8. Approve the results of transactions between the Company and related parties in 2024; and Approve the policy for the implementation of the transactions between the Company and related parties in 2025.**

*(Detailed content according to Proposal No.05/TTr-HĐQT dated 03/04/2025 of the Board of Directors of the Company).*

**Article 2: Implementation provisions.**

- 2.2. The General Meeting of Shareholders entrusts and authorizes the Board of Directors of the Company to take the initiative, decide, develop plans and carry out necessary tasks and procedures (including arising tasks related to the approved contents) to successfully implement this Resolution.

2.3. Shareholders, Members of the Board of Directors, Members of the Supervisory Board, Board of Management and relevant specialized committees of the Company are responsible for the implementation of this Resolution.

2.4. The Resolution takes effect from the date of signing.

**Recipient:**

- *As per Article 2;*
- *HOSE, SSC (Information Disclosure);*
- *Archived at the Company's Clerk and Office*

**FOR AND ON BEHALF OF  
THE GENERAL MEETING OF SHAREHOLDERS  
CHAIRMAN**

**Do Quy Hai**

