VINACONTROL
GROUP CORPORATION

No: 087/Annual General Meetin
Resolution

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Hanoi, April 22, 2025

RESOLUTION

ANNUAL GENERAL SHAREHOLDER MEETING 2025
VINACONTROL GROUP CORPORATION

- Based on the Business Law ratified by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Based on the Charter of the Vinacontrol Group Corporation;
- Based on the minutes of the 2025 Annual General Shareholder Meeting of the Company dated April 22, 2025;

General Meeting of Shareholders of Vinacontrol Group Corporation

DECIDES

Article 1:

The Annual Shareholders Meeting 2025 was convened with the participation of shareholders representing 9,240,678 shares (equivalent to 88.01% of the shares of the Company). The meeting was conducted in accordance with applicable laws.

Article 2: Approval of the Annual Meeting Program, Organization Regulations, and Voting Regulations

2.1. Approval of the Annual Meeting Program
(Approval voting rate: 100% of the votes of attending shareholders)
2.2. Approval of the Organization Regulations
(Approval voting rate: 100% of the votes of attending shareholders)
2.3. Approval of the Voting Regulations
(Approval voting rate: 100% of the votes of attending shareholders)

Article 3: Approval of the Supervisory Board and Board of Directors' Operations Report:

3.1 Approval of the 2024 Supervisory Board Operations Report
(Approval voting rate: 100% of the votes of attending shareholders)
3.2. Approval of the 2024 Operations Report and the 2025 Plan of the Board of Directors
(Approval voting rate: 100% of the votes of attending shareholders)

Article 4: Approval of the Financial Report and Profit Distribution Plan for 2024, specifically:

Basic economic indicators achieved in 2024:

- Revenues in the Consolidated Financial Report: VND 823,792,027,717
- Accumulated after-tax profit: VND 34,512,582,861
- Net profit for distribution: VND 34,512,582,861
- Dividend payment:

  Implementation of a 12% payment: VND 12,599,467,200

  Prepaid dividend of 10%: *VND 10,499,556,000*

  Remaining dividend payment: *VND 2,099,911,200*
- Added to the Development Investment Fund: VND 8,399,644,800
- Bonus and Welfare Fund: VND 13,513,470,861

(Approval voting rate: 100% of the votes of attending shareholders)

Article 5: Approval of the 2025 Business Plan and Profit Distribution Plan for the Company as follows:

5.1. Business Plan for the year 2025

a) Consolidated Financial Report:
   - Total Revenue: 850 billion VND
   - Net Profit After Tax: 50 billion VND

b) Comprehensive Financial Report:
   - Total Revenue: 450 billion VND
   - Net Profit After Tax: 48 billion VND

c) Minimum Dividend on Charter Capital: at least 10%

Principle for Allocation of Profits for the Year 2025

Based on the audited Net Profit After Tax from the Comprehensive Financial Report for the year 2025:

- Allocate and pay corporate income tax as per legal requirements
- Allocation of Net Profit After Tax: To be decided by the Annual General Meeting of Shareholders in 2026

(Approval voting rate: 100% of the votes of attending shareholders)

Article 7: Approval of the addition of business sectors to the Company's business registration

(1) Change the detailed content of industry code: 7490. Detailed changes to the business sectors are listed in Appendix I: List of Revised Business Sectors. Other industry codes remain unchanged.

(2) Agree to amend the Company's Charter and rearrange the terms in accordance with the changes in business sectors.

(3) Authorize the Board of Directors to review and comply with all legal conditions necessary to implement the changes in business sectors based on the Enterprise Law 2020, other specialized legal documents related to the sectors, and the Resolution of the Shareholders' Meeting.

(4) Authorize the CEO (Legal Representative of the Company) to carry out procedures related to changes in the business registration content with the competent state agency as per the Resolution of the Shareholders' Meeting and relevant legal regulations.

(Approval voting rate: 100% of the votes of attending shareholders)

Article 8: Approval of the amendment and issuance of Company's Regulations

Amend the content regarding the composition and term of the Board of Directors and the Supervisory Board as detailed in Appendix II: Content Amendments of the Company's Regulations

(Approval voting rate: 100% of the votes of attending shareholders)

Article 9: Approve the Plan of Issuing Shares to Increase Equity Capital from Owner's Equity

(1) Plan to issue shares to increase equity capital from owner's equity with a performance ratio of 1:1 based on the audited financial report for 2024. Detailed plan for share issuance is listed in Appendix III: Plan for Issuing Shares to Increase Equity Capital from Owner's Equity of the Company

(2) Approve the change in terms regarding Charter Capital in the Company's Operating Charter and adjust the content of the Business Registration Certificate at the Hanoi Department of Finance after receiving written notification of the results of the issuance from the State Securities Commission.

(3) The supplemental share registration process transpires through the Central Securities Depository and Vietnam Securities Clearing Corporation (VSDC) along with the additional listing registration at the Hanoi Stock Exchange.

(4) Delegation of authority to the Company's Board of Directors:

The General Assembly of Shareholders grants the Company's Board of Directors the mandate to execute tasks related to increasing the company's capital through share issuance, utilizing resources from the company's owners, as follows:

- The decision to amend, supplement details of the share issuance plan to raise equity capital from the company's owners' accumulated capital mentioned above, and/or amend, supplement, adjust the issuance plan as necessary or upon request from the competent authority to guarantee the success of the issuance;
- The decision to initiate the share issuance plan and the time to carry out the share issuance to increase equity capital from the owners' accumulated capital according to the law;
- Execution of tasks, procedures, and decision-making related to share issuance to boost equity capital from the owners' invested capital, per the Company's Charter and legal regulations;
- Amendment and supplementation of relevant terms in the Company's Charter to record the increased part of new charter capital following the successful issuance completion;
- Execution of requisite lawful procedures to alter business registration certificate content corresponding with the novel charter capital at Hanoi Department of Finance;
- Execution of processes and decision-making on plans to ensure share issuance satisfies regulations about foreign ownership ratio in the Company;
- Progression of procedures associated with the State Securities Commission, Central Securities Depository and Vietnam Securities Clearing Corporation (VSDC), the Hanoi Stock Exchange, including but not restricted to relative tasks for share issuance registration, report issuance results, registration of additional depository shares, and registration of additional listing of issued shares;
- Decision-making on arising issues related to the implementation process of the share issuance plan to increase equity capital from the owners' accumulated capital;
- Beyond the delegated contents mentioned, during the execution process of the issuance plan, the General Assembly of Shareholders authorizes the Board of Directors to supplement, amend, refine the issuance plan (including deciding on the content not presented in this capital increase plan) catering to the requirements of the State management agency to ensure the legality, compliance, and safeguarding of shareholders' and the Company's interests when issuing shares.

(Approval voting rate: 100% of the votes of attending shareholders)

Article 10: Adoption of the maximum foreign ownership ratio and amendment of the Company's Charter

(1) Regulation on the Company's maximum foreign ownership ratio:

The maximum foreign ownership ratio of the Company is set to 5%, which will be maintained until a different ratio is approved by the General Assembly of Shareholders.

(2) Amend the Company Charter

Add Clause 9 after Clause 8, Article 6 of the Company Charter, as follows:

"6.9. The maximum foreign ownership in the Company shall be 5% of the Company's charter capital, unless otherwise provided by law."

(3) The maximum foreign ownership in the Company is subject to approval by the State Securities Commission.

(4) Authorize the Company's Board of Directors/Legal Representative to perform the following:

- Decide on the content of documents and materials submitted to the competent state agencies for registration of the Company's maximum foreign ownership;
- Make amendments and additions to the corresponding contents in the Company Charter in accordance with legal regulations and finalize the draft Charter for enactment.
- Carry out other necessary tasks and procedures to implement the content approved by the General Meeting of Shareholders as per this proposal.

(Approval voting rate: 100% of the votes of attending shareholders)

Article 11: Approve the remuneration of the Board of Directors and the Supervisory Board for the year 2025

11.1. Remuneration for the Board of Directors: 10 million VND/person/month

11.2. Remuneration for the Supervisory Board:

+ Head of the Supervisory Board: 10 million VND/month
+ Members of the Supervisory Board: 07 million VND/person/month

The above remuneration costs shall be accounted as business expenses of the Company according to current legal regulations. Assign the Board of Directors to consider and decide on the payment of remuneration to each member of the Board of Directors and the Supervisory Board.

(Approval voting rate: 100% of the votes of attending shareholders)

Article 12: Assign the Company's Board of Directors to select one of the following four companies as the independent auditing firm to audit the Company's financial statements for the year 2025:

- Deloitte Vietnam LLC
- Ernst & Young Vietnam LLC.
- KPMG Vietnam LLC
- PricewaterhouseCoopers Vietnam LLC.

(Approval voting rate: 100% of the votes of attending shareholders)

The General Meeting assigns the Company's Board of Directors to implement the contents of the Resolution approved by the General Meeting of Shareholders.

Recipients:
- The shareholders of the Company; (announcement on the Company's website);
- Disclosure of Information; (as per legal regulations)
- The Company's Board of Directors;
- The Supervisory Board;
- Save in VT/Management Team.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD

M.S.D.N: 0100107772 - C.T.C.P ★ CÔNG TY CỔ PHẦN TẬP ĐOÀN VINACONTROL ★ Q.HAI BÀ TRƯNG - TP.HÀ NỘI

Bui Duy Chinh

APPENDIX I
LIST OF BUSINESS LINES AMENDED IN DETAIL

1. Adjustment to the detailed content of industry code: 7490.

No.	Name of business sector revised in detail	Industry code
1	Other professional, scientific, and technological activities not elsewhere classified Details: - Technology transfer services - Consultancy for bid invitation preparation and analysis and evaluation of bidding documents: consultancy, construction, provision, installation of equipment; - Classification of medical equipment. - Consultancy on medical equipment technology. - Training on labor safety, hygiene, and environmental monitoring. - Tender consultancy services: preparation, assessment of planning reports, development master plans, architecture; survey, preliminary feasibility study report, feasibility study report, environmental impact assessment report; survey, design, estimation; preparation of expressions of interest dossier, prequalification dossier, bid invitation dossier, request dossier; evaluation of expressions of interest dossier, prequalification dossier, bidding dossier, proposal dossier; verification, appraisal; supervision; project management; training, technology transfer; other consultancy services.	7490
	- Business services for product certification, management systems.	

No.	Name of business sector revised in detail	Industry code
	- Monitoring, environmental analysis, environmental impact assessment. - Consultancy, technology transfer for environmentally friendly production, environmental technology; energy-saving technology, clean energy production, renewable energy. - Consultancy, training, information provision on the environment; clean energy, renewable energy, energy saving. - Environmental inspection for goods, machinery, equipment, technology. - Environmental damage assessment, biodiversity; inspection of pollutants with direct impacts on human health. - Other services related to environmental protection.	
	- Consultations on other technologies: Greenhouse gas inventory, greenhouse gas emission reduction, carbon credit verification, greenhouse gas emission quota.	
	- Energy audit (Article 9, Decree No. 21/2011/ND-CP). ***- Environmental audit (Clause 1, Article 74, Environmental Protection Law 2020).***	
	- Appraisal of greenhouse gas inventory report (Point c, Clause 1, Article 10, Decree No. 06/2022/ND-CP)	

2. Approved the amendment to the Company Charter and the arrangement of corresponding clauses in line with the changes to the Company's business lines.

3. Authorized the Board of Directors to review and ensure compliance with legal requirements for the implementation of changes to the business lines, in accordance with the Law on Enterprises 2020, relevant sector-specific legal documents, and the Resolutions of the General Meeting of Shareholders.

4. Authorized the General Director (the Legal Representative of the Company) to carry out procedures related to updating the changes in business registration with competent State authorities based on the Resolutions of the General Meeting of Shareholders and applicable legal regulations.

ON BE HALF OF THE
BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD

M.S.D.N: 0100107772 - C.T.C.P ★ CÔNG TY CỔ PHẦN TẬP ĐOÀN VINACONTROL ★ Q.HAI BÀ TRƯNG - TP.HÀ NỘI

Bui Duy Chinh

APPENDIX II
AMENDMENTS TO COMPANY REGULATIONS

(Regarding the composition and term of the Board of Directors and the Supervisory Board)

1. Approval the draft amendment to the Internal Governance Regulation of the Company, the Regulation on the Organization and Operation of the Board of Directors, and the Regulation on the Organization and Operation of the Supervisory Board.

No	Terms and Conditions associated	Regulation Content Current	Provisions of the New Regulations	Regulation Content amended and supplemented	Reason for Amendment Supplementation
Internal Regulations on Corporate Governance					
1.	**Article 5**	**Procedures and processes for convening the General Meeting of Shareholders to adopt resolutions through voting during the meeting of the General Meeting of Shareholders.**	**Article 5**	**Procedures and processes for convening the General Meeting of Shareholders to adopt resolutions through voting during the meeting of the General Meeting of Shareholders.**	
	14.	The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or documented and stored in other electronic formats. The minutes must be prepared in Vietnamese, and an English version may also be created. The minutes must include the following key contents:	14.	The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or documented and stored in other electronic forms. The minutes must be prepared in both Vietnamese and English, containing the following key contents:	Article 4, Circular No. 68/2024/TT-BTC dated September 18, 2024, issued by the Ministry of Finance, amends and supplements certain provisions of Circular No. 96/2020/TT-BTC regarding information disclosure in the securities market.

No	Terms and Conditions associated	Regulation Content Current	Provisions of the New Regulations	Regulation Content amended and supplemented	Reason for Amendment Supplementation
2.	Article 10	**Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors**	Article 10	**Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors**	
	Section 1.a.	The number of members on the company's Board of Directors is five individuals.	Section 1.a.	The Board of Directors of the company comprises between 3 to 11 members.	According to the Company's Charter
3.	Article 16	**Term, quantity, composition, structure of the Supervisory Board members**	Article 16	**Term, quantity, composition, structure of the Supervisory Board members**	
	Section 1.a	The number of members in the Supervisory Board of the Company is 03 individuals.	Section 1.a	The number of Supervisory Board members in the Company ranges from 03 to 05 supervisors	According to the Company's Charter
4.	Article 17	**Roles, responsibilities, authority, and obligations of the Chief Executive Officer.**	Article 17	**Roles, responsibilities, authority, and obligations of the Chief Executive Officer.**	
		As stipulated in Articles 34 and 35 of the Company Charter.		As stipulated in Article 34 of the Company's Charter.	According to the Company's Charter
II. REGULATIONS ON THE ORGANIZATION AND OPERATIONS OF THE BOARD OF DIRECTORS					
5.	Article 5.	**Term of office and number of members of the Board of Directors**	Article 5	**Term of office and number of members of the Board of Directors**	
	1.	The number of members of the Company's Board of Directors is 05.	5.1	The Board of Directors of the company comprises between 3 to 11 members.	According to the Company's Charter
6.	Article 11.	**Rights and obligations of the Board of Directors**	Article 11.	**Rights and obligations of the Board of Directors**	
	i.	Elect, dismiss, or remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, or terminate contracts for the General Director or Chief Executive	i.	Elect, dismiss, or remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, or terminate contracts for the Chief	According to the Company's organizational structure.

No	Terms and Conditions associated	Regulation Content Current	Provisions of the New Regulations	Regulation Content amended and supplemented	Reason for Amendment Supplementation
		Officer and other key management personnel as stipulated in the Company's Charter.		Executive Officer and other key management personnel as stipulated in the Company's Charter.	
	j.	Supervise and direct the General Director or Chief Executive Officer and other management personnel in the daily business operations of the Company.	j.	Supervise and direct the Chief Executive Officer and other management personnel in the daily business operations of the Company.	
	p.	...decide on the issuance of operating regulations of the Audit Committee under the Board of Directors.	p.	Omitted - The Company's organizational structure does not include an Audit Committee.	
7.	Article 22.	**Relationship with the Supervisory Board or Audit Committee**	**Article 22.**	**Relationship with the Supervisory Board**	According to the Company's organizational structure.
	1.	The relationship between the Board of Directors and the Supervisory Board or Audit Committee is a cooperative relationship. The working relationship between the Board of Directors and the Supervisory Board or Audit Committee is based on principles of equality and independence, while closely coordinating and supporting each other in task execution.	1.	The relationship between the Board of Directors and the Supervisory Board is a cooperative relationship. The working relationship between the Board of Directors and the Supervisory Board is based on principles of equality and independence, while closely coordinating and supporting each other in task execution.	

No	Terms and Conditions associated	Regulation Content Current	Provisions of the New Regulations	Regulation Content amended and supplemented	Reason for Amendment Supplementation
	2.	Upon receiving inspection records or consolidated reports from the Supervisory Board or Audit Committee, the Board of Directors is responsible for reviewing and guiding relevant departments to develop plans and implement timely corrections.	2.	Upon receiving inspection records or consolidated reports from the Supervisory Board, the Board of Directors is responsible for reviewing and guiding relevant departments to develop plans and implement timely corrections.	
III. REGULATIONS ON ORGANIZATION & OPERATIONS OF THE SUPERVISORY BOARD					
8.	**Article 4**	**Term of office and number of members of the Supervisory Board**	**Article 4**	**Term of office and number of members of the Supervisory Board**	
	1.	The Supervisory Board comprises three (3) Supervisors, with a tenure of no more than 05 years, and re-election is permitted for an unlimited number of terms.	1.	The Supervisory Board consists of three (3) to five (5) Supervisors, with a term of office not exceeding five (5) years, and may be re-elected for an unlimited number of terms.	According to the Company's Charter

2. Authorization to:

2.1. The Board of Directors to execute amendments to the corresponding sections in the Company's Internal Governance Regulations and the organizational and operational regulations of the Board of Directors, ensuring compliance with legal provisions and approval by the Shareholders' Meeting, concurrently finalizing the draft regulations and issuance.

2.2. The Supervisory Board to execute amendments to the corresponding sections of its organizational and operational regulations, ensuring compliance with legal provisions and approval by the Shareholders' Meeting, concurrently finalizing the draft regulations and issuance.

2.3. The Board of Directors and the Supervisory Board to decide on related issues when executing the amendment and issuance of these regulations, including additions, clarifications, changes, and adjustments of the order of clauses in accordance with legal provisions and practical conditions.

2.4. In the period between General Shareholders' Meetings, the Board of Directors is authorized to decide on amendments and additions to the Company’s internal governance regulations and the organizational and operational regulations of the Board of Directors, and the Supervisory Board is authorized to decide on amendments and additions to its organizational and operational regulations, if necessary, to ensure compliance with current legal provisions.

ON BE HALF OF THE

BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD

M.S.D.N: 0100107772 - C.T.C.P - Q.HAI BÀ TRƯNG - TP.HÀ NỘI
CÔNG TY CỔ PHẦN TẬP ĐOÀN VINACONTROL

Bui Duy Chinh

APPENDIX III

PLAN FOR ISSUING SHARES TO INCREASE CHARTER CAPITAL FROM OWNERS' EQUITY

1. Plan for issuing shares to increase charter capital from the Company's owners' equity as follows:

Issuing organization name:	*Vinacontrol Group Corporation*
Name of shares:	*Vinacontrol Group Corporation*
Type of shares:	Common shares
Par value of shares:	10,000 VND/share
Charter capital of the company:	104,999,550,000 VND
Total number of shares issued:	10,499,955 shares
Number of treasury shares:	399 shares
Number of outstanding shares:	10,499,556 shares
Number of shares expected to be issued:	10,499,556 shares (In words: Ten million, four hundred ninety-nine thousand, five hundred fifty-six shares).
Total par value of issued shares:	104,995,560,000 VND (In words: One hundred four billion, nine hundred ninety-five million, five hundred sixty thousand dong)
Company's expected charter capital after issuance:	209,995,110,000 VND
Ratio of number of shares issued/Total number of outstanding shares:	100%
Execution rate:	1:1 (Shares issued to the existing shareholders will be distributed according to the execution rate. On the record date of the rights execution list, shareholders holding 01 share will be entitled to 01 right to receive a share, and shareholders holding 01 right will receive an additional 01 newly issued share. Treasury shares are not entitled to receive additional issued shares).

Rounding principle and handling of fractional shares:	Since the execution rate is 1:1, the issuance of shares to increase capital from the owner's equity does not result in fractional shares.
Purpose of issuance:	Issue shares to increase capital from the company's owner's equity
Issuance method:	Issue shares through the exercise of rights.
Issuance subjects:	Existing shareholders listed on the record date for rights execution are entitled to receive additional issued shares to increase capital from the owner's equity.
Source of funds:	From the development investment fund, based on the audited financial report of 2024.
Transfer restrictions:	Shares issued from the owner's equity for existing shareholders are not subject to transfer restrictions. Shares that are in a state of transfer restriction are still entitled to receive shares from the issuance. The right to receive shares issued from the owner's equity is not transferable.
Expected issuance time:	Expected to be carried out in 2025, with a specific date determined by the Board of Directors.
Distribution method:	For deposited securities: securities holders complete procedures to receive shares at the Depository Members where the securities depository account is opened. For non-deposited securities: securities holders complete procedures to receive shares at the headquarters of Vinacontrol Corporation, located at the Company's address: 54 Tran Nhan Tong, Nguyen Du Ward, Hai Ba Trung District, Hanoi City.

2. **Approve changes to the terms of the Charter concerning charter capital and adjust the content of the Business Registration Certificate at the Hanoi Department of Finance, after receiving written notification of the issuance result report from the State Securities Commission of Vietnam (SSC).**

3. **Approve the registration of additional deposited shares at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the registration for listing of additional shares at the Hanoi Stock Exchange.**

The General Meeting of Shareholders authorized the Board of Directors to finalize the procedures for registration of deposited shares and listing of additional shares for all newly issued shares at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the Hanoi Stock Exchange in accordance with current legal regulations.

4. Authorization for the Company's Board of Directors:

The General Meeting of Shareholders authorized the Company's Board of Directors to execute tasks related to the issuance of shares to increase capital from the Company's equity funds as follows:

- Decide on revisions and detailed supplements to the content of the share issuance plan for increasing charter capital from equity funds mentioned above and/or amend, supplement, alter the issuance plan if necessary or as required by authoritative bodies to ensure the successful completion of the issuance;
- Decide on the implementation of the issuance plan and the timeline for the execution of the share issuance to increase charter capital from equity funds in compliance with legal regulations;
- Undertake tasks, procedures, and decisions on matters related to the issuance of shares to increase charter capital from equity funds in accordance with the Company's Charter and legal regulations;
- Amend and supplement relevant provisions in the Company's Charter to record the new increased charter capital after the completion of the issuance;
- Execute necessary legal procedures to amend the content of the Enterprise Registration Certificate corresponding to the new charter capital at the Hanoi Department of Finance;
- Perform procedures and determine methods to ensure the share issuance complies with the regulations on foreign ownership ratio in the Company;
- Carry out related procedures with the State Securities Commission (SSC), Vietnam Securities Depository and Clearing Corporation (VSDC), and Hanoi Stock Exchange, including but not limited to tasks related to the registration of share issuance, reporting issuance results, registration of additional deposited shares, and registration for listing of newly issued shares;
- Decide on issues arising during the implementation of the share issuance plan to increase charter capital from equity funds;

- In addition to the authorizations listed above, during the execution of the issuance plan, the General Meeting of Shareholders authorized the Board of Directors to supplement, amend, and finalize the issuance plan (including decisions on matters not yet presented in this capital increase plan) as required by state regulatory agencies to ensure the Company's share issuance is legally compliant, appropriately executed, and safeguards the rights and interests of shareholders and the Company.

ON BEHALF OF THE
BOARD OF DIRECTORS
CHAIRMAN OF BOARD

Bui Duy Chinh