



**TICCO**  
Tạo nên bằng lòng và trách

**CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ XÂY DỰNG TIỀN GIANG**  
**TIEN GIANG INVESTMENT AND CONSTRUCTION JSC**

**CHƯƠNG TRÌNH**  
**ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025**  
**TENTATIVE MEETING AGENDA**  
**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

(Bắt đầu lúc **08h00**, ngày 22 tháng 04 năm 2025)  
(Starting at 08:00, April 22, 2025)

Thời gian Time	Nội dung/ Content
07:00 – 08:00	<b>Đón khách và kiểm tra tư cách đại biểu và cổ đông:</b> <i>Welcoming guests and checking the qualifications of delegates and shareholders:</i> <ul style="list-style-type: none"><li>Đón tiếp đại biểu và cổ đông; <i>Welcome delegates and shareholders;</i></li><li>Kiểm tra tư cách đại biểu, phát Thẻ biểu quyết, Phiếu biểu quyết và tài liệu Đại hội. <i>Check the qualifications of delegates, issue voting cards, ballots and congress documents</i></li></ul>
08:00 – 08:30	<b>Khai mạc Đại hội/ Opening:</b> <ul style="list-style-type: none"><li>Báo cáo kiểm tra tư cách đại biểu tham dự Đại hội; <i>Report on checking the qualifications of delegates attending the Congress;</i></li><li>Tuyên bố lý do, giới thiệu Chủ tọa; <i>State the reasons, introduce the Chairman;</i></li><li>Chủ tọa giới thiệu và thông qua danh sách Đoàn chủ tọa, Ban Kiểm phiếu, Ban Thư ký; <i>The Chairman introduces and approves the list of the Presidium, the Counting Committee, and the Secretariat;</i></li><li>Thông qua Quy chế làm việc; <i>Through the Working Regulations;</i></li><li>Thông qua Chương trình Đại hội; <i>Through the Congress Program;</i></li></ul>
08:30 – 09:00	<b>Hội đồng quản trị, Ban Tổng giám đốc, Ban Kiểm soát trình bày các nội dung sau:</b> <i>The Board of Directors, the General Director and the Supervisory Board present the following AGM Agenda:</i> <ul style="list-style-type: none"><li>Báo cáo hoạt động của Hội đồng quản trị năm 2024 và kế hoạch hoạt động năm 2025; <i>Board of Directors' report on activities in 2024 and operation plan in 2025;</i></li><li>Báo cáo đánh giá của thành viên độc lập Hội đồng quản trị năm 2024; <i>Evaluation report of independent members of the Board of Directors in 2024;</i></li><li>Báo cáo của Ban Tổng giám đốc về kết quả hoạt động kinh doanh năm 2024 và kế hoạch kinh doanh năm 2025; <i>Report of the Board of Management on business results in 2024 and business plan in 2025;</i></li><li>Báo cáo hoạt động của Ban Kiểm soát năm 2024 và kế hoạch hoạt động năm 2025. <i>Report on the Board of Supervisors' activities in 2024 and the 2025 operation plan.</i></li></ul>



Thời gian Time	Nội dung/ Content
09:00 – 09:30	<p><b>Các nội dung tờ trình Đại hội/ AGM Agenda:</b></p> <ul style="list-style-type: none"> <li>Tờ trình thông qua Báo cáo tài chính năm 2024 đã được kiểm toán; <i>Proposal on approve the audited 2024 Financial Statements;</i></li> <li>Tờ trình kế hoạch sản xuất kinh doanh và đầu tư năm 2025; <i>Proposal on the business plan in 2025;</i></li> <li>Tờ trình phương án phân phối lợi nhuận, chi trả cổ tức năm 2024 và kế hoạch năm 2025; <i>Proposal on profit distribution for 2024 and plan for 2025;</i></li> <li>Tờ trình thù lao Hội đồng quản trị, Ban Kiểm soát năm 2024 và kế hoạch năm 2025; <i>Proposal on remuneration of the Board of Directors and Board of Supervisors in 2024 and plan for 2025;</i></li> <li>Tờ trình lựa chọn Công ty Kiểm toán cho Báo cáo tài chính năm 2025; <i>Proposal on selection of Auditing Company for 2025 Financial Statements;</i></li> <li>Tờ trình thông qua các giao dịch với các bên có liên quan; <i>Proposal on transactions with related parties;</i></li> <li>Tờ trình về việc khen thưởng cho Người lao động công ty. <i>Proposal on rewards for Company Employees</i></li> <li>Tờ trình thông qua việc sửa đổi, bổ sung Điều lệ và các Quy chế quản trị công ty. <i>Proposal on approve amendments, supplements to the Company Charter and Corporate Governance Regulations</i></li> <li>Các nội dung khác (nếu có). <i>Other contents (if any).</i></li> </ul>
09:30 – 10:00	<p>Đại hội thảo luận <i>Discussion</i></p>
10:00 – 10:15	<p>Hướng dẫn biểu quyết; Biểu quyết thông qua các báo cáo và tờ trình <i>Voting instructions; Voting to approve reports and submissions</i></p>
10:15 – 10:30	<p>Công bố kết quả kiểm phiếu biểu quyết <i>Announcement of voting results</i></p>
10:30 – 11:00	<p>Ban Thư ký đọc dự thảo Biên bản họp và Nghị quyết ĐHĐCĐ; <i>The Secretariat reads the draft Minutes of the meeting and Resolution of the General Meeting of Shareholders;</i></p> <p>Đại hội biểu quyết thông qua nội dung Biên bản họp và Nghị quyết ĐHĐCĐ. <i>The Congress voted to approve the contents of the Minutes of the Meeting and the Resolution of the Shareholders' Meeting.</i></p>
11:00 – 11:10	<p><b>Tuyên bố bế mạc Đại Hội.</b> <i>Closing</i></p>



**WORKING REGULATIONS  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TIEN GIANG INVESTMENT AND CONSTRUCTION JOINT STOCK  
COMPANY**

**Base:**

- *Enterprise Law No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Securities Law No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law passed on December 31, 2020;*
- *Company organization and operation charter;*
- *Internal regulations on corporate governance;*

In order to ensure the success of the 2025 Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company, the Board of Directors has developed regulations and principles for working, conducting, and voting at the General Meeting for the General Meeting of Shareholders to approve as follows:

**1. PURPOSE**

- Ensure the order, principles of conduct and voting at the Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company take place in accordance with regulations and successfully.
- The Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the wishes and interests of Shareholders and are in accordance with the law.

**2. SUBJECTS AND SCOPE**

- Subjects: All Shareholders, representatives (authorized persons) and guests attending the Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company must comply with the provisions of this Regulation, the Company Charter and current regulations of law.
- Scope of application: These regulations are used for organizing the 2025 Annual General Meeting of Shareholders of Tien Giang Investment and Construction Joint Stock Company.

**3. EXPLANATION OF TERMS/ACBREVIATIONS**

Company	:	Tien Giang Investment and Construction Joint Stock Company
GMS	:	General Meeting of Shareholders



#### **4. CONTENT OF THE REGULATIONS**

##### **4.1 Conditions for conducting the General Meeting of Shareholders**

- The General Meeting of Shareholders shall be conducted when it is participated by a number of shareholders that represent more than 50% of the votes.

- In case the conditions for conducting the meeting prescribed in Clause 1 of this Article are not fulfilled, the second invitation shall be sent within 30 days from the first meeting date unless otherwise prescribed by the company's charter. The second GMS shall be conducted when it is participated by a number of shareholders that represent at least 33% of the votes.

- In case the conditions for conducting the second meeting prescribed in Clause 2 of this Article are not fulfilled, the third invitation shall be sent within 20 days from the second meeting date unless otherwise prescribed by the company's charter. The third GMS shall be conducted regardless of the number of votes represented by the participants.

##### **4.2 Conditions for Shareholders to attend the General Meeting**

The Company's shareholders with voting rights according to the list finalized on March 18, 2025 are entitled to attend the General Meeting of Shareholders; they can attend in person or authorize their representatives to attend. In case there is more than one representative authorized according to the provisions of law, the number of shares of each representative must be specifically determined.

##### **4.3 Guests at the Congress**

- As management positions of the Company, guests, and members of the Organizing Committee of the General Meeting are not shareholders of the Company but are invited to attend the General Meeting.

- Guests are not allowed to speak at the Congress (except in cases where they are invited by the Congress Chairman, or have registered in advance with the Congress Organizing Committee and have the consent of the Congress Chairman).

##### **4.4 Delegates attending the Congress must comply with the following regulations:**

- Be on time, dress politely and formally, comply with security checks (if any), personal documents, etc. as required by the Congress Organizing Committee.

- Receive documents and papers for the Congress at the reception desk in front of the Congress hall.

- Late arriving shareholders have the right to register immediately and then have the right to participate and vote immediately at the General Meeting. The Chairman is not responsible for stopping the General Meeting to allow late arriving shareholders to register; the voting results of issues that have been voted on before the arrival of that delegate will not be affected.

- Leave your phone on vibrate or off, and go outside to talk when necessary.

- No smoking, keep order in the Congress room.



- Comply with the regulations of the Organizing Committee and the Congress Chairman.

- In case any delegate does not comply with the inspection regulations or the above measures and regulations, the Chairman, after careful consideration, may refuse or expel the above delegate from the Congress venue to ensure that the Congress proceeds normally according to the planned program.

#### **4.5 Chairman and Presidium**

- The presidium consists of 01 Chair and Members.

- The Chairman of the Board of Directors shall assume the role or the chair or authorize a member of Board of Directors to chair the GMS if it is convened by the Board of Directors;

- In case the chair is not present or is temporarily unable to work, the remaining members of the Board of Directors shall elect one of them as the chair under the majority rule. In case a chair cannot be elected, the chief of the Board of Supervisors shall preside over the election of the GMS chair, in which case the person that receives the most votes will be the chair;

- In other cases, the person that signs the decision to convene the GMS shall preside over the election of the chair by the GMS, in which case the person that receives the most votes will be the chair;

- The chair is entitled to implement necessary and reasonable measures to maintain order during the meeting and adhere to the ratified agenda and serve the majority of the participants;

- The chair is entitled to postpone the GMS that has a sufficient number of participants for up to 03 working days from the initial opening day or change the meeting location in accordance with the provisions of Clause 8, Article 146 of the Law on Enterprises.

- Duties of the Presidium:

- + Manage the activities of the Company's General Meeting of Shareholders according to the Board of Directors' planned program approved by the General Meeting of Shareholders;

- + Guide delegates and the Congress to discuss the contents in the program;

- + Draft and conclude necessary issues for the Congress to vote on;

- + Respond to issues requested by the Congress;

- + Resolve issues arising during the Congress.

- Working principles of the Presidium: The Presidium works according to the principles of collective, democratic centralism, and majority decision.

#### **4.6 Secretary of the Congress**

- The Chairman appoints one or more people to act as the meeting Secretary.



- Duties and powers:
  - + Record fully and honestly the content of the Congress;
  - + Receive registration forms for speaking from Delegates;
  - + Prepare meeting minutes and draft resolutions of the General Meeting of Shareholders;
  - + Assist the Chairman in announcing information related to the General Meeting of Shareholders and notifying Shareholders in accordance with the law and the Company's Charter.
  - + Other tasks as required by the Chairman.

#### **4.7 The Board of Voting**

- The General Meeting of Shareholders elects one or more people to the Board of Voting at the request of the Chairman of the meeting.
- Duties of the Board of Voting:
  - + Disseminate principles, rules, and instructions on voting methods.
  - + Review and report to the Congress any violations of voting rules or complaints about voting results;
  - + Check and record voting papers, prepare minutes of vote counting, announce results; transfer minutes to the Chairman.

#### **4.8 Delegate Eligibility Verification Committee**

- The Congress Delegate Eligibility Verification Committee consists of 01 Head and Members, introduced to the Congress by the Chairman.
- Duties of the Delegate Eligibility Verification Committee:
  - + Check the eligibility and status of Shareholders and Shareholders' representatives attending the meeting.
  - + The Head of the Delegate Eligibility Verification Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the meeting has a sufficient number of shareholders and authorized representatives with the right to attend the meeting representing more than 50% of the total number of votes, the General Meeting of Shareholders of the Company shall be conducted.

#### **4.9 Speaking at the Congress**

- Delegates attending the Congress who wish to express their opinions must obtain the consent of the Congress Chairman. Delegates should speak briefly and focus on the key issues that need to be discussed, in accordance with the program content approved by the Congress or send their opinions in written to the Congress Secretary for synthesis and reporting to the Chairman.
- The Chairman of the Congress will arrange for delegates to speak in the order of registration, and at the same time answer questions from Shareholders at the Meeting or record responses in written later.



#### **4.10 Voting on issues at the Congress**

##### **4.10.1 Principles**

- All issues in the agenda and content of the Congress must be discussed and voted publicly by GMS.

- Voting cards and voting paper are printed, sealed and sent directly to delegates at the Congress by the Company (attached with the documents for attending the General Meeting of Shareholders). The Voting Card and Voting Paper clearly state the delegate's code, full name, number of shares owned and authorized to vote of that delegate.

- The Chairman proposes voting methods for each issue in the agenda for the Congress to approve.

- The voting format is as follows:

+ Voting by raising the Voting Card: This form is used to approve issues such as: Congress agenda; Working regulations at the Congress; Presidium personnel; Secretariat personnel; Vote counting committee personnel; Approval of Congress minutes, Congress resolutions and other contents at the Congress (if any);

+ Voting by filling out the Voting Paper : This form is used to approve the following issues: Report on the Board of Directors' activities in 2024 and the 2025 operation plan; Report on the Board of Supervisors' activities in 2024 and the 2025 operation plan; Audited financial statements in 2024; and vote to approve the contents of the Reports at the Congress.

##### **4.10.2 Voting method**

- Delegates vote to approve, disapprove or have no opinion on an issue put to vote at the Congress by raising the Voting Card or filling in the options on the Voting Paper corresponding to the contents to be voted on as prescribed in Section 4.10.1.

- When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presidium. In case a delegate does not raise the Voting Card in all three votes of Approval, Disapproval or No opinion on an issue, it is considered as a vote of approval on that issue. In case a delegate raises the Voting Card more than one (01) time when voting Approval, Disapproval or No opinion on an issue, it is considered an invalid vote. In the form of voting by raising the Voting Card, the Member of the Delegate Eligibility Verification Committee/Vote Counting Committee marks the delegate code and the corresponding number of votes of each Shareholder Approval, Disapproval, No opinion and Invalid.

- When voting by filling out the Voting Paper, for each content, delegates choose one of three options: "Agree", "Disagree", "No comment" printed in the Voting Paper by marking "X" or "✓" in the box they choose. After completing all the content to be voted on at the Congress, delegates send the Voting Paper to the sealed voting box at the Congress according to the instructions of the Vote Counting Committee. The Voting Paper must be signed and clearly state the full name of the delegate.

##### **4.10.3 Validity of Voting Paper**

- **Valid Voting Paper:** The paper is a pre-printed form issued by the Organizing Committee, with the Company's red seal, no erasures, scratches, tears, etc., no additional



content other than the regulations for this voting paper, and must have a signature, below the signature must be the full name handwritten by the attending delegate.

On the voting paper, the voting content (Report, Proposal) is valid when the delegate ticks one (01) out of three (03) voting squares.

**- Invalid Voting Paper:**

+ Add other content to the voting paper;

+ The voting paper does not follow the pre-printed form issued by the Organizing Committee, the voting paper does not have the Company's red seal or has been erased, scratched, or has additional content other than the regulations for the voting paper, the voting paper does not have a signature, or does not fully state the full name of the delegate, then all voting content on the voting paper is invalid.

**4.10.4 Voting rules**

Every 01 (one) common share is equivalent to one voting right. Each delegate attending representing one or more voting rights will be issued a Voting Card and Voting Paper.

- At the date of closing the list of Shareholders (March 18, 2025), the total number of shares of the Company is: 25,941,887 Equivalent shares 25,941,887 voting rights

- Issues to be voted on at the GMS shall only be approved when approved by the number of Shareholders holding more than 50% of the total number of votes of all Shareholders attending the meeting. In some cases, the voting issue is stipulated in Clause 1, Article 21 of the Company's Charter, which must be approved by the number of Shareholders holding more than 65% of the total number of votes of all Shareholders attending the meeting.

- Note:

+ Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions with a value of 35% or more (of the total value of the Company's assets recorded in the most recent financial report; these contracts or transactions are only approved when the number of Shareholders/authorized representatives representing 65% or more of the total remaining votes approve (according to Clause 4, Article 167, Enterprise Law 2020).

+ Shareholders/authorized representatives owning 51% or more of the total number of voting shares or affiliated persons of such Shareholders do not have the right to vote on contracts and transactions with a value greater than 10% (of the total value of the Company's assets recorded in the most recent financial statements) between the Company and such Shareholders (according to Point b, Clause 3 and Clause 4, Article 167 of the Enterprise Law 2020).

**4.10.5 Record voting results**

- At the Congress, the General Meeting of Shareholders will approve the Vote Counting Committee.

- The Vote counting committee is responsible for collecting voting papers.



## ***Regulations of the 2025 General Meeting of Shareholders***

- The Vote counting committee will check the number of votes in favor, against, and no opinion on each content and is responsible for recording, counting, and reporting the results of the vote counting at the General Meeting of Shareholders.

### **4.11 Minutes and Resolutions of GMS**

The Minutes of the meeting and the Resolution of the General Meeting of Shareholders must be read and approved before the closing of the Congress.

### **5. Effective**

- All delegates, representatives and guests attending the Congress are responsible for fully complying with the contents stipulated in this Regulation, the current regulations, rules and management regulations of the Company and relevant legal regulations.

- The convener of the General Meeting of Shareholders has the right to:

+ Require all meeting attendees to submit to screening or other security measures;

+ Request competent authorities to maintain order at the meeting; Expel those who do not comply with the Chairman's authority, intentionally disrupt order, prevent the normal progress of the meeting or do not comply with security check requirements from the General Meeting of Shareholders.

- The contents not specified in detail in this Regulation shall be uniformly applied according to the provisions of the Company Charter, the Enterprise Law 2020 and current legal documents of the State.

***This Regulation takes effect immediately after being approved by the Company's General Meeting of Shareholders.***

#### ***Recipient:***

- As above;
- Information disclosure;
- Save: clerical assistant, Office of BOD.

ON BEHALF OF THE BOD  
CHAIRMAN  
  
  
**Tran Hoang Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*

***Documents of the 2025 Annual General Meeting of Shareholders***



Number: **14** BC-HĐQT.TICCO

Tien Giang, date **22** month **04** year 2025

## **REPORT**

### **Board of Directors' activities in 2024 and orientation for activities in 2025**

#### **To: General Meeting of Shareholders**

The Board of Directors (BOD) of Tien Giang Investment and Construction Joint Stock Company (hereinafter referred to as “the Company”) respectfully reports to the General Meeting of Shareholders (GMS) on the production and business activities in 2024. This report aims to provide an overview of the results achieved, efforts to overcome challenges, as well as governance and supervision in the context of many economic fluctuations. The detailed content is as follows:

#### **I. Economic and industry overview in 2024**

In 2024, Vietnam's economic growth exceeded the set target of 6 - 6.5% GDP, the economy gradually stabilized. In addition to the achieved results, there are still limitations and many difficulties. The State Bank continues to have a cautious monetary policy, strictly control credit in the real estate sector, input costs are high, the State's policies to regulate the real estate market such as additional taxes on land use rights and property rights on land from the second real estate or more are still unclear, affecting investor sentiment, some people even stated on social networks that they only research real estate but do not invest. In addition, there is still increasingly fierce competition in the market, raw materials are increasingly scarce and increasing. In that context, the Company Proactively develop flexible solutions to strive to achieve the goals set forth in the Resolution of the General Meeting of Shareholders.

#### **II. Business performance results in 2024**

##### **1. Business results**

The company has made efforts to maintain production and business activities in volatile market conditions. The main financial indicators are recorded as follows:

##### **Compared to 2023:**

No.	Target	2023	2024	Growth
1	Consolidated net revenue (billion VND)	1,670	1,867	11.80%
2	Consolidated profit after tax (billion VND)	116.7	141.8	21.50%
3	Dividend (%)	43%	Expected 46%	



### Compared to the 2024 plan:

No.	Target	Plan 2024	Implementation 2024	Implementation/Plan
1	Consolidated net revenue (billion VND)	1,745	1,867	107.00%
2	Consolidated profit after tax (billion VND)	122	141.8	116.23%

Consolidated net revenue: In 2024, the Company will achieve VND 1,867 billion in revenue, an increase of 11.8% compared to 2023 of VND 1,670 billion and reaching 107% of the 2024 plan, focusing on the fields of real estate business, industrial park infrastructure and concrete production. The Board of Directors assessed that the achieved results reflect the stability of core business activities.

Consolidated profit after tax: 2024 recorded a significant increase in profit compared to 2023 (from VND 116.7 billion to VND 141.8 billion), an increase of 21.50% and reaching 116.23% of the 2024 profit plan due to the effectiveness of land projects and Industrial Clusters. In 2024, the Company optimized operating costs and improved investment efficiency to improve profit margins.

Dividend: The Board of Directors plans to submit to the General Meeting of Shareholders a dividend of 46% for 2024, higher than that of 2023 (43%). Of which, the Company has provisionally paid 20% in cash, the remainder will be paid in cash (10%) and shares (16%) after being approved by the General Meeting. This is a testament to the Company's commitment to ensuring maximum benefits for shareholders.

## 2. Investment work

In 2024, the total investment value will reach 331.29 billion VND, focusing on strategic projects such as:

- Infrastructure development of Gia Thuan 2 industrial cluster.
- Invest in ready-mixed concrete and precast concrete production lines to meet the needs of the construction market.
- Key real estate projects, aiming to optimize asset value and increase long-term revenue.
- Investment projects are implemented on schedule, ensuring effective use of capital and compliance with current legal regulations.

## 3. Core production and business activities

Real estate business: The company continues to focus on developing industrial and residential clusters in Tien Giang, taking advantage of its geographical location and market demand.

Concrete production: Revenue from ready-mixed concrete and precast concrete contributes significantly to total revenue, thanks to stable product quality and the ability to meet large construction projects.

Construction: Construction activities are maintained at a limited level, mainly supporting internal real estate projects, ensuring resource optimization.



#### **4. Corporate governance**

The Board of Directors has focused on improving governance quality through:

Perfecting the internal regulations system: Reviewing and promulgating new regulations, ensuring compliance with the Enterprise Law 2020 and related legal regulations.

Digital transformation application: Deploying technology solutions in project management, finance and human resources, improving operational efficiency.

Sustainable Development: Orienting policies that balance economic benefits, social responsibility and environmental protection.

On November 16, 2024, the Company was awarded the title of Top 5 Best Corporate Governance Enterprises (small-cap group) at the 2024 Listed Company Awards Ceremony, a prestigious annual event organized by the Ho Chi Minh City Stock Exchange (HOSE). This award recognizes the Company's continuous efforts in applying modern and transparent governance standards, contributing to enhancing value for shareholders, partners and customers.

### **III. Internal monitoring and control activities**

#### **1. Supervision of the Board of General Directors**

The Board of General Directors has effectively implemented the Resolutions of the General Meeting of Shareholders and the Board of Directors, ensuring the implementation of the set plan targets.

The Board of Directors regularly holds meetings with the Board of General Directors to grasp the production and business situation, project progress and handle arising difficulties.

The Board of General Directors' operations strictly comply with the law, the Company's Charter and internal regulations, demonstrating transparency and high responsibility.

#### **2. Financial and accounting supervision**

The accounting system is tightly organized, complying with Vietnamese accounting standards and corporate accounting regime. Documents and books are fully recorded and stored, ensuring accuracy and transparency.

The Internal Audit Department coordinates with the Independent Auditor to conduct an inventory of assets, raw materials, finished products and work in progress, serving the review of the first 6-month financial statements and the audit of the 2024 financial statements.

#### **3. Activities of the Development Support Subcommittee and Internal Audit Committee**

Development Support Subcommittee: Support the organization of the 2024 General Meeting of Shareholders, plan human resources strategy, salary, digital transformation and build development plan to 2031.

Internal Audit Department: Conduct audits according to plan, monitor compliance with laws and internal regulations, and review the settlement of completed investment projects.

In 2024, the Board of Directors issued 112 Resolutions and Decisions, reflecting proactive and flexible governance. Meetings were held in accordance with procedures, with full participation of members, achieving a high consensus rate in important decisions.

### **IV. General assessment**



In 2024, the Company maintained stability in production and business activities. The Board of Directors acknowledged the efforts of the Board of General Directors and all officers and employees in achieving the set goals. The members of the Board of Directors actively contributed ideas, ensuring effective governance and supervision, contributing to improving the professionalism and transparency of the Company.

#### **V. Operational orientation in 2025:**

**About development strategy:** Continue to focus on investing in the main field of real estate business and industrial cluster infrastructure; production and trading of ready-mixed concrete and precast concrete products. Maintain limited construction sector to support real estate and concrete business.

#### **On production and business targets in 2025**

- Consolidated net revenue: VND 1,976 billion;
- Consolidated profit after tax: 160 billion VND, strive to reach 180 billion VND;
- Total investment value: 498.4 billion VND;
- Dividend: 40%.

**Continue to improve governance and sustainable development:** Strengthen risk control, corporate governance, and technical innovation to enhance productivity. Continue to review and issue appropriate internal governance regulations. Strengthen governance and operations of the Internal Audit Committee and Development Support Subcommittee.

#### **VI. Conclusion**

This report is detailed in the Company Governance Report and the 2024 Annual Report. The Board of Directors is committed to continuing to accompany the Board of General Directors and shareholders to help the Company overcome difficulties and develop sustainably in the coming time.

The Board of Directors would like to thank the shareholders for their support and trust over the past time. We hope that shareholders will continue to provide valuable comments to improve the Board of Directors' operations, helping the Company achieve greater achievements in the future.

Wishing all shareholders good health, happiness and success. Wishing the General Meeting of Shareholders a great success.

Best regards!

#### **Recipient:**

- As above;
- Information disclosure;
- Save: clerical assistant, Office of BOD.

**ON THE BEHALF OF THE BOD  
CHAIRMAN**



**Trần Hoàng Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



No: **149**/BC-HĐQT.TICCO

Tien Giang, *April 22<sup>nd</sup>*....., 2025

**EVALUATION REPORT  
OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS  
ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

**To: General Meeting of Shareholders**

The Board of Directors (BOD) of Tien Giang Investment and Construction Joint Stock Company (THG) consists of 06 members, including 02 independent members. In 2024, the BOD members actively participated in strategic planning, monitoring management activities, and controlling compliance with the Company's regulations and governance rules. This report presents the assessment of the independent members of the BOD on the BOD's activities in the past year, including the supervisory role, performance results, and outstanding contributions.

**I. ACTIVITIES OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS**

In my role as an independent member, I performed the following duties:

1. Monitor legality and rationality: Check and evaluate transparency and compliance with the law in the management and operation of the Company's production and business activities.
2. Financial analysis: Review business performance reports, financial statements, and evaluate the financial situation to ensure the stability and sustainability of the Company.
3. Participate in Board of Directors meetings: Attend all regular meetings of the Board of Directors and contribute ideas to improve the effectiveness of management activities.
4. Strategic coordination: Closely cooperate with other members of the Board of Directors in developing and implementing production, business and financial strategies in accordance with the orientation approved by the General Meeting of Shareholders.



## **II. RESULTS OF PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS**

### **1. Organizing Board of Directors meetings**

In 2024, the Board of Directors held 26 meetings as planned and prescribed. The meetings were carefully prepared with clear schedules and contents, ensuring compliance with the organization regulations. All issues were thoroughly discussed and comprehensively evaluated to make optimal decisions and solutions, aiming at the long-term interests of the Company.

The Board of Directors maintains close coordination with the Board of Management through regular discussions on business strategy, finance, corporate culture and building an effective management system.

### **2. Supervise the activities of the Board of Directors**

The Board of Directors has performed well its supervisory role over the Board of Management, ensuring that all activities of the Company are strictly controlled, closely following strategic directions and strictly complying with legal regulations as well as internal regulations.

- Professional support: Board members actively contributed ideas and proposed risk management solutions, helping the Board of Management identify and promptly handle arising issues, thereby maintaining the stability and sustainable development of the Company.
- Internal control: Internal control work is effectively implemented, ensuring that units within the Company comply with the correct procedures. In 2024, the Board of Directors promptly issued, updated and amended internal procedures to comply with legal regulations and actual situations.
- Related party transactions: Transactions with related parties under Article 167 of the Enterprise Law are conducted transparently, in compliance with the Company Charter and Governance Regulations, and protect the interests of shareholders.

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

The activities of the Board of Directors in 2024 were carried out according to the set plan, complying with the contents of the Resolution of the 2024 General Meeting of Shareholders, the Company's Charter and internal governance regulations.

- Outstanding achievements: The Board of Directors has directed and supported the Management Board to successfully complete revenue and profit targets in a



challenging market context. The Company continues to fulfill its obligations to the State Budget, increase shareholder value and ensure stable income for employees.

- Strategic vision: With professionalism and clear direction, the Board of Directors has built appropriate development strategies for each stage, contributing to the outstanding and sustainable growth of THG over the years.

### **III. CONCLUSION**

The Board of Directors of Tien Giang Investment and Construction Joint Stock Company has fulfilled its role well in 2024, demonstrated through transparency, efficiency in governance and supervision, as well as practical contributions to the development of the Company. I would like to affirm that the Board of Directors has operated in the right direction, protecting the interests of shareholders and creating a solid foundation for the long-term development of THG.

Best regards!

**INDEPENDENT MEMBER OF THE  
BOARD OF DIRECTORS**



**PHAM VAN HAU**

**INDEPENDENT MEMBER OF THE  
BOARD OF DIRECTORS**



**NGUYEN THI TRUC GIANG**



No: **150** /BC-BTGD.TICCO

Tien Giang, *April 22<sup>nd</sup>*, 2025

**REPORT OF THE BOARD OF GENERAL DIRECTORS**  
**On business performance in 2024 and business plan in 2025**

**To: General Meeting of Shareholders**

**1. Business performance in 2024**

**1.1 Results of implementing targets in 2024:**

St at us	Target	Unit	Implement ation in 2023	Resoluti on of the 2024 Sharehol ders' Meeting	Impleme ntation in 2024	Achieved % compared to Resolutio n 2024	Increase or decrease compared to the same period
1	Consolidated net revenue	billion dong	1,670	1,745	1,867	107.0%	11.8%
2	Consolidated profit after tax	billion dong	116.7	122	141.8	116.2%	21.5%
3	Investment value	billion dong	185.5	490	331.3	67.6%	78.6%
4	Charter capital	billion dong	229.6	259.4	259.4	100.0%	13.0%
5	Dividends	%	43	40	DK 46		

St at us	Business activities	Unit	2023			2024		
			Net revenue	Taxable Revenue	Profit after tax	Net revenue	Taxable Revenue	Profit after tax
1	Real estate sector and parent company	billion dong	227	246	53.5	269.4	291.4	66.70
2	Concrete sector	billion dong	1,271	1,385	50.0	1,515.8	1,637.5	65.57
3	Construction field	billion dong	342	373	12.1	412.7	445.8	13.87
	Addition	billion dong	1,841	2,004	115.7	2,197.9	2,374.7	146.1
	<i>Merge</i>	billion dong	<i>1,670</i>	<i>1,818</i>	<i>116.7</i>	<i>1,867.3</i>	<i>2,017.4</i>	<i>141.8</i>



**Evaluate:**

- Revenue in 2024 is expected to meet the plan and increase by 11.8% compared to 2023.
- Profit after tax in 2024 reached 116.2% of the plan and increased by 21.5% compared to 2023

- The Board of Directors (BOD) takes responsibility for the results of production and business activities and hopes to receive sharing, contributions and support for better results in the future.

**1.2 Organization and personnel situation:**

- The number of employees of the Company as of December 31, 2024 is 684 people.
- Board of Directors consists of 05 people
- The basic organizational work meets the requirements of business operations, policies for employees are fully implemented. Caring for the material and spiritual life of employees is always focused on.
- Management, finance and business staff continue to be trained, rotated and have their experience improved to meet new requirements.

**1.3 Sales and financial situation:**

- The company's financial situation continues to be stable, complying with regulations and rules on business management and financial administration.
- Well implement the determination of capital needs, organize capital mobilization to promptly and sufficiently meet capital needs for business operations.
- Organize effective use of capital, strictly manage costs and income and ensure solvency. Distribute profits, set aside and use corporate funds.
- Financial management needs to be given more attention to meet the requirements of business development.

**1.4 Operational situation of the fields:****1.4.1 Implementation status of real estate projects:**

- The real estate sector continues to maintain stability and contributes greatly to the Company's business performance.
- Complete technical infrastructure and put into operation the Road D7 Project and residential areas on both sides of the road.
- Carry out sales of the Nguyen Trong Dan extended road project and residential areas on both sides of the road.
- Continue to carry out work related to compensation for Road No. 4 project and residential areas on both sides of the road in Cai Lay town.
- Implement the construction of technical infrastructure for Gia Thuan 2 industrial cluster project and initially promote investment in the project.
- Continue to carry out work related to investment promotion in Gia Thuan 1 Industrial Park. In 2024, record revenue with an area of 5.8 hectares of Gia Thuan 1 Industrial Park project.
- Conduct surveys, research, and plan real estate investment projects in Tien Giang.

**1.4.2 Situation of concrete sector:**

- The concrete sector continues to maintain its brand, market, and sales, but the results have not met expectations.



- The concrete sector continues to invest and innovate to cope with increasingly fierce competition and unstable raw material prices.

- In 2024, the concrete sector will record bridge girder products contributing to increased revenue and investment efficiency. Basically complete investment in production and put into business all types of bridge girders at TICCOTan Phuoc and Gia Thuan industrial park (3ha)

#### 1.4.3 Construction sector situation:

- The construction sector is identified as a supporting sector for real estate and concrete, so investment expansion is maintained with limits. In 2024, additional investment in prestressed sheet pile construction equipment will be completed, construction will meet the set plan, contributing to capital support for real estate.

#### 1.4.4 About investment value:

STT	Field	Unit	Investment Plan 2024	Investment Implementation 2024
1	Real estate sector	billion dong	339.4	208.7
2	Concrete sector	billion dong	122.8	107.3
3	Construction field	billion dong	27.8	15.3
	<b>TOTAL</b>	billion dong	<b>490</b>	<b>331.3</b>

#### 1.4.5 About other activities:

- In 2024, TICCOT continues to be recognized as one of the Top 500 largest private enterprises in Vietnam.

- In the 2024 Listed Enterprise Awards, TICCOT was awarded the title of Top 5 Best Corporate Governance Enterprises (small-cap group), a prestigious annual event organized by the Ho Chi Minh City Stock Exchange (HOSE).

- During the year, TICCOT was awarded many certificates of merit by the Provincial and District People's Committees for its achievements in local activities.

## 2. Business plan for 2025

### 2.1 Plan targets for 2025:

Status	Target	Unit	Implementation in 2024	Plan 2025	Note
1	Consolidated net revenue	billion dong	1,867	1,976	
2	Consolidated profit after tax	billion dong	141.8	160	
3	Investment value	billion dong	331.3	498.4	
4	Charter capital	billion dong	259.4	300.9	
5	Dividends	%	DK 46%	40%	



STT	Business activities	Unit	2024			Plan 2025		
			Net revenue	Taxable Revenue	Profit after tax	Net revenue	Taxable Revenue	Profit after tax
1	Real estate sector and parent company	billion dong	269.4	291.4	66.70	334.0	357.0	82.0
2	Concrete sector	billion dong	1,515.8	1,637.5	65.57	1,461.0	1,608.0	68.0
3	Construction field	billion dong	412.7	445.8	13.87	494.0	540.0	17.0
	Addition	billion dong	2,197.9	2,374.7	146.1	2,289.0	2,505.0	167.0
	<i>Merge</i>	billion dong	<b>1,867.3</b>	<b>2,017.4</b>	<b>141.8</b>	<b>1,976.0</b>	<b>2,160.0</b>	<b>160.0</b>

## 2.2 Investment value in 2025:

STT	Field	Unit	Investment Implementation 2024	Investment Plan 2025
1	Real estate sector	billion dong	208.7	385.3
2	Concrete sector	billion dong	107.3	93.8
3	Construction field	billion dong	15.3	19.3
	<b>TOTAL</b>	billion dong	<b>331.3</b>	<b>498.4</b>

## 2.3 Key tasks in 2025:

- About human resources organization: Continue to review and issue appropriate internal governance regulations. Continue to assign specific authority and responsibility to members of the Board of Directors. Continue to train and rotate staff to meet production and business requirements. Build a streamlined and efficient corporate organization suitable for development activities.

- Regarding financial work: continue to strengthen financial management, improve financial capacity, restructure operating capital to meet the company's development goals. Save on spending and strictly manage production and business costs. Adjust and supplement financial regulations in accordance with development requirements.

- Regarding project implementation and business: research and arrange to speed up project implementation progress. Proactively coordinate with departments and branches to resolve issues related to investment procedures, planning, land use conversion, compensation,



environmental impact assessment reports, etc. Strengthen marketing, sales and investment promotion activities in projects.

- In the concrete sector: continue to research, invest, and innovate to cope with increasingly fierce competition and unstable raw material prices. Focus on debt collection. Apply digital transformation to production and sales. Continue to carry out investment to meet production and business requirements. Study procedures to expand the TICCO Tan Phuoc Concrete Factory. Continue to study and carry out investment preparation for the 20-hectare Concrete Factory project.

- In the real estate sector: Complete basic infrastructure and put into operation the Gia Thuan 2 industrial cluster project; Continue to carry out procedures to expand the Gia Thuan 1+2 industrial cluster project. Continue to promote investment in the Gia Thuan 1 industrial cluster, promote investment in the Gia Thuan 2 industrial cluster; Continue to sell Nguyen Trong Dan projects, D7 projects. Continue to work related to compensation for the Road No. 4 project and residential areas on both sides of the road; Continue to work related to bidding for researched and interested projects... with the orientation of industrial cluster and residential area projects.

- In the field of construction: Strengthen the work of finding jobs for public investment projects. Invest in more construction equipment. Strive to increase revenue and profit.

- Continue to implement tasks related to digital transformation and new technology applications.

Above is a summary report of business performance in 2024 and business plan in 2025. Business performance reports and information about the enterprise are fully presented in the annual report. The Board of Directors and all employees are determined to complete the plan targets.

Best regards!

**Recipient:**

- As above;
- Information disclosure;
- Save: clerical assistant, Office of BOD.

**ON BEHALF OF THE BOARD OF  
GENERAL DIRECTORS**

**CEO**



**Vu Huy Giap**



*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



No. **151**/BC-BKS.TICCO

Tien Giang, April 22<sup>nd</sup>....., 2025

**REPORT**  
**Supervisory Board's activities in 2024 and operation plan in 2025**

**To: General Meeting of Shareholders**

The Board of Supervisors reports to the General Meeting of Shareholders on the Board of Supervisors' operations in 2024 and the 2025 Operation Plan as follows:

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

**1. Organization and operation.**

**1.1 About organization:**

- The personnel of the Board of Supervisors of Tien Giang Investment and Construction Joint Stock Company (TICCO), elected and approved at the General Meeting of Shareholders on April 22, 2022 (Resolution No. 01/NQ.ĐHĐCĐ) is 03 people, including:

- |                               |                     |
|-------------------------------|---------------------|
| 1. Mr. Nguyen Tien Nhan       | - Head of the board |
| 2. Ms. Nguyen Kieu Diem Trang | - Member            |
| 3. Ms. Doan Thi Hong Cam      | - Member            |

**1.2 About activities:**

- In 2024, the Board of Supervisors held 03 meetings with full participation of members. The main contents are as follows:

Session	Time	Content
Part 1	February 28, 2024	-Review/evaluate the results of the separate financial statements and the consolidated financial statements for 2023 (pre-audit data). - Monitor the implementation of the Resolutions of the General Meeting of Shareholders, the Board of Directors and the Company's compliance with information disclosure regulations. - Assign the implementation of the 2023 Supervisory Board's Operation Report and 2024 plan; Proposal to select an auditing unit for the 2024 Financial Statements to submit to the General Meeting of Shareholders.
Part 2	01/08/2024	- Review/evaluate the results of the Separate Financial Statements and Consolidated Financial Statements for the first 6 months of 2024 (pre-audit data).



Session	Time	Content
		-Monitor the implementation of the Resolutions of the General Meeting of Shareholders, the Board of Directors and the Company's compliance with information disclosure regulations.
Part 3	11/11/2024	<ul style="list-style-type: none"> <li>- Review/evaluate the results of the Separate Financial Statements and Consolidated Financial Statements for the first 9 months of 2024 (pre-audit data).</li> <li>- Monitor the implementation of the Resolutions of the General Meeting of Shareholders, the Board of Directors and the Company's compliance with information disclosure regulations.</li> <li>- Discuss the implementation of Information Disclosure in English with relevant departments according to Circular No. 68/2024/TT-BTC dated September 18, 2024.</li> </ul>

- Fully participate in regular or extraordinary meetings of the Board of Directors.

- Supervise and check the legality and order of issuing Resolutions of the Board of Directors and Decisions of the Board of General Directors: During the year, the Board of Directors held 26 meetings, issued 112 Resolutions and Decisions related to the management of production and business activities, investment and liquidation of assets, human resource organization, and policies.

- Check and supervise the implementation of the Resolution of the General Meeting of Shareholders; Resolutions and Decisions of the Board of Directors.

- Control and supervise the management and operation of the Board of Directors and the Board of General Directors of the company to improve production and business efficiency.

- Reviewing the Financial Reports before auditing every quarter, 6 months and year. Thereby, assessing the implementation of the production and business plan, assessing compliance, honesty and reasonableness, on key aspects of financial data in accordance with accounting standards, Vietnamese business accounting regime, current legal regulations and internal management regulations of the company.

- Control and supervise the implementation of regulations on information disclosure.

- Select and propose a list of independent auditing companies to review and audit the company's 2024 financial statements.

- Perform other tasks as prescribed by the Law on Enterprises, the Company Charter, the Operating Regulations of the Board of Supervisors and the Resolution of the General Meeting of Shareholders.

### **1.3 Regarding remuneration and other benefits:**

Pursuant to Resolution No. 01/NQ-ĐHĐCĐ approved by the General Meeting of Shareholders on April 23, 2024, the remuneration of the Board of Supervisors in 2024 is as follows:

- Head of the Board of Supervisors: 9 million VND/person/month.

- Member of the Board of Supervisors : 8 million VND/person/month.



- The total amount of remuneration and salary of the Board of Supervisors spent during the year was 984.09 million VND. Of which:

+ Remuneration is 300 million VND;

+ The part-time salary of members is 684.09 million VND.

## **2. Results of supervision of the Board of Directors and the Board of General Directors.**

Through the supervision and inspection of the management and operation activities of the Board of Directors and the Board of General Directors of the company, the Board of Supervisors found the following results:

### **2.1. Results of supervision of the Board of Directors.**

- In 2024, the Board of Directors properly performed its functions, duties and powers as prescribed by the Law on Enterprises, the Company Charter and the Resolution of the General Meeting of Shareholders.

- The Board of Directors always monitors the Company's operations, promptly issues Resolutions to direct the Board of General Directors to implement in accordance with the direction of the General Meeting of Shareholders and the strategic direction for developing the Company's business activities.

- The Board of Directors has held regular quarterly or extraordinary meetings in accordance with regulations, all meetings have recorded minutes and issued resolutions for implementation. The Resolutions/Decisions issued by the Board of Directors are in accordance with the provisions of law and the Company's Charter.

### **2.2. Results of supervision of the Board of General Directors .**

- In 2024, the Board of General Directors always complies with the provisions of the Enterprise Law, the Company Charter, Resolutions of the General Meeting of Shareholders/Board of Directors and relevant legal regulations.

- The Board of General Directors promptly implements business objectives and strategies in each field according to the Resolution/Decision of the Board of Directors and the orientation of the General Meeting of Shareholders, always proactively proposes solutions and proposes opinions to the Board of Directors on related issues under the Board of Directors' decision-making authority.

- The Board of General Directors always performs its functions and duties in accordance with the provisions of law, internal management regulations and the Company Charter. It successfully fulfills its role in managing business activities and orienting the Company's development.

## **3. Results of monitoring the Company's operations and finances.**

### **3.1. Results of monitoring the Company's operations.**

- In 2024, the Board of Supervisors agreed with the report of the Board of Directors and the Board of General Directors on the company's production and business situation.

### **3.2 Results of monitoring the Company's financial situation.**

#### **3.2.1 Preparation and auditing of Financial Statements (FS):**



- The Company's separate financial statements and consolidated financial statements are fully prepared in accordance with accounting standards, Vietnamese corporate accounting regimes and appropriate accounting policies.

- During the year, the Company's Financial Statements were reviewed and audited by FAC Auditing Company Limited. Accordingly, the Board of Supervisors agreed with the Auditing Company's opinion that, in terms of material aspects, the Financial Statements fully, honestly and reasonably reflected the situation of assets, capital sources as well as business performance, cash flow, in accordance with Vietnamese accounting standards, accounting regime and current relevant legal regulations.

### 3.2.2 Company's financial activities:

#### **\* Business performance results on Consolidated Financial Statements:**

Unit: billion VND

No.	Target	Implementation 2023	Plan 2024	Implementation 2024	Compared to the same period		Compared to plan	
					+/-	(%)	+/-	(%)
1	Net revenue	1,670.0	1,745.2	1,867.2	197.2	111.8%	122.0	107.0%
2	Profit after tax of parent company	116.7	122.0	141.8	25.1	121.5%	19.8	116.2%
3	Total assets	1,852.2		2,181.7	329.5	117.8%		
4	Equity	677.7		719.8	42.1	106.2%		

+ In the above equity, the value of non-controlling shareholder interests has been excluded;

With the above business results, the Board of Supervisors has the following comments:

- Revenue in 2024:

+ Increased by 197.2 billion VND, equivalent to an increase of 11.8% over the same period.

+ And increased 7.0% of the plan, equivalent to an increase in value of 122.0 billion VND.

- Profit after tax of parent company shareholders in 2024:

+ Increased by 25.1 billion VND, equivalent to 21.5% over the same period;

+ And increased 16,2% of the plan, equivalent to an increase in value of 19.8 billion VND.

#### **\* Business performance results on the parent company's separate financial statements:**

Unit: billion VND

Target	Implementation 2023	Implementation 2024	Compared to the same period	
			+/-	%
- Net revenue	473.6	415.6	-58.0	87.8%
- Profit after tax	110	143.0	33.0	130.0%

#### **\* Financial situation of the Company.**

- Regarding assets and capital, specifically shown as follows:



Unit: billion VND

No.	Target	2023	2024	Compared to the same period	
				+/-	%
<b>I.</b>	<b>TOTAL ASSETS</b>	<b>1,852.2</b>	<b>2,181.7</b>	<b>329.5</b>	<b>117,8%</b>
1	Current assets	1,313.0	1,554.5	241.5	118,4%
2	Long-term assets	539.2	627.2	88.0	116,3%
<b>II.</b>	<b>TOTAL CAPITAL</b>	<b>1,852.2</b>	<b>2,181.7</b>	<b>329.5</b>	<b>117,8%</b>
<b>1</b>	<b>Liabilities</b>	<b>1,163.7</b>	<b>1,450.4</b>	<b>286.7</b>	<b>124,6%</b>
	- Short-term debt	990.6	1,214.9	224.3	122,6%
	- Long-term debt	173.1	235.5	62.4	136,0%
<b>2</b>	<b>Equity capital</b>	<b>688.5</b>	<b>731.3</b>	<b>42.8</b>	<b>106,2%</b>
	- Owner's equity	229.6	259.4	29.8	113,0%
	- Share capital surplus	5.7	5.7	0.0	100,0%
	- Other equity	1.0	1.0	-	100,0%
	- Development investment fund	188.6	212.4	23.8	112,6%
	- Undistributed profit after tax	252.9	241.3	-11.6	95,4%
	- Non-controlling interest	10.7	11.5	0.8	107,8%

- About the company's general financial indicators:

No.	Target	Unit	2023	2024
<b>1.</b>	<b>Asset structure indicators</b>			
	- Current assets/Total assets	%	70.9%	71.3%
	- Long-term assets/Total assets	%	29.1%	28.7%
<b>2.</b>	<b>Capital structure indicators</b>			
	- Liabilities/Total capital	%	62.8%	66.5%
	- Owner's equity/Total capital	%	37.2%	33.5%
<b>3.</b>	<b>Ability to pay</b>			
	- Current payment capacity	Time	1.33	1.28
	- Fast payment ability	Time	0.59	0.57
<b>4.</b>	<b>Rate of return</b>			
	- Profit after tax / Total assets	%	6.3%	6.5%



No.	Target	Unit	2023	2024
	- Profit after tax/Equity	%	16.9%	19.4%

### 3.3 Recommendations of the Board of Supervisors.

- Strengthen cash flow management, urge debt collection, increase long-term funding sources to increase short-term liquidity.
- Plan cash flow in 2025 and following years to proactively disburse for investment projects according to plan.

## II. 2025 BOARD OF SUPERVISION ACTIVITY PLAN.

To complete the 2025 plan tasks, the Board of Supervisors continues to strengthen the inspection and supervision of the Company's activities, specifically as follows:

- Monitor compliance with legal regulations, company charter, implementation of resolutions of the General Meeting of Shareholders and the Board of Directors.
- Recommend to the Board of Directors measures to amend, supplement and improve the management structure, supervision and operation of the Company's operations.
- Strengthen inspection and regular supervision of the Company's production and business activities through Resolutions of the Board of Directors and Decisions of the Board of General Directors.
- Supervise the implementation of salary, bonus and remuneration regimes of managers, profit distribution and fund allocation according to regulations.
- Reviewing Financial Reports, Quarterly, 6-month and Annual Business Performance Reports. Thereby analyzing and evaluating the financial situation and capital management at the Company.
- Propose a list of Auditing Companies to select to audit the company's 2025 Financial Statements.
- In addition, the Board of Supervisors performs other tasks as prescribed by law, the Company Charter and the Board of Supervisors' Operating Regulations.

Above is the report of the Board of Supervisors. Respectfully submit to the Congress for consideration and approval.

**ON BEHALF OF THE BOS  
HEAD OF THE BOARD**

**Recipient:**

- As above;
- Information disclosure;
- Save: clerical assistant, BOS.

**Nguyen Tien Nhan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



No: **152**/TTr-HĐQT.TICCO

Tien Giang, ... **April 22<sup>nd</sup>** ....., 2025

## **SUBMISSION**

Regarding the Approval of the Audited Financial Statements for 2024

### **To: General Meeting of Shareholders**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;

Pursuant to the Company's Charter of Organization and Operation;

Pursuant to the audited 2024 Financial Statements;

Pursuant to Point f, Clause 1, Article 15 of the Charter of Tien Giang Investment and Construction Joint Stock Company, the rights and obligations of the General Meeting of Shareholders regarding the approval of the Company's annual audited financial statements are stipulated.

The Board of Directors of Tien Giang Investment and Construction Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the 2024 Financial Statements (separate and consolidated) audited by FAC Auditing Company Limited:

The Company's separate financial statements are audited and confirmed according to Independent Audit Report No. 075/2024/BCTC-FAC dated March 24, 2025;

The Company's consolidated financial statements are audited and confirmed according to Independent Audit Report No. 075/2024/BCTCHN-FAC dated March 24, 2025;

The full text of the 2024 Audited Financial Statement has been published on the Company's website.

Summary of some indicators on the financial statements as follows:

Some indicators on separate financial statements:

Indicators on the Balance Sheet:

No	Items	As of 31/12/2024	As of 01/01/2024
<b>I</b>	<b>Total assets</b>	<b>1.569.561.730.149</b>	<b>1.471.519.717.464</b>
1	Current assets	879.547.290.014	833.268.760.089
2	Long-term assets	690.014.440.135	638.250.957.375
<b>II</b>	<b>Total capital</b>	<b>1.569.561.730.149</b>	<b>1.471.519.717.464</b>



No	Items	As of 31/12/2024	As of 01/01/2024
1	Liabilities	843.167.820.019	788.650.209.936
2	Equity	726.393.910.130	682.869.507.528

#### Indicators on the Business Performance Report

No	Items	Year 2024	Year 2023
1	Net revenue	415.592.745.433	473.647.159.601
2	Profit before corporate income tax	160.240.966.921	125.558.968.664
3	Profit after corporate income tax	143.006.460.959	110.095.687.326

Some indicators on the Consolidated financial statements:

#### Indicators on the Balance Sheet:

No	Target	As of 31/12/2024	As of 01/01/2024
<b>I</b>	Total assets	<b>2.181.743.482.461</b>	<b>1.852.230.099.332</b>
1	Current assets	1.554.502.291.208	1.312.952.120.171
2	Long-term assets	627.241.191.253	539.277.979.161
<b>II</b>	Total capital	<b>2.181.743.482.461</b>	<b>1.852.230.099.332</b>
1	Liabilities	1.450.411.871.412	1.163.756.079.868
2	Equity	731.331.611.049	688.474.019.464

#### Indicators on the Business Performance Report

No	Target	Year 2024	Year 2023
1	Net revenue	1.867.200.093.415	1.669.780.465.317
2	Profit before corporate income tax	174.491.852.224	147.282.928.382
3	Profit after corporate income tax	141.814.006.374	116.664.683.914

Respectfully submit to the Congress for consideration and approval.

Best regards!

#### Recipient:

- As above;
- Information disclosure;
- Archives: Clerical assistant, Office of BOD.

ON BEHALF OF THE BOD  
CHAIRMAN

**CÔNG TY CỔ PHẦN ĐẦU TƯ VÀ XÂY DỰNG TIỀN GIANG**

M.S.D.N: 1200526842  
TP. MỸ THO - T. TIỀN GIANG

**Tran Hoang Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



**TIEN GIANG  
INVESTMENT AND  
CONSTRUCTION JSC**

**THE SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

No: **153**/TTr-HĐQT.TICCO

Tien Giang, ...*April*...*22<sup>nd</sup>*....., 2025

**SUBMISSION**

About Approval of the 2025 production, business and investment plan

**To: General Meeting of Shareholders**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;

Pursuant to the Company's Charter of Organization and Operation;

Pursuant to Point a, Clause 2, Article 15 of the Charter of Tien Giang Investment and Construction Joint Stock Company, the rights and obligations of the General Meeting of Shareholders regarding the approval of the Company's annual business plan are stipulated.

The Board of Directors of Tien Giang Investment and Construction Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the 2025 production, business and investment plan as follows:

Consolidated net revenue: **1.976 billion VND.**

Consolidated profit after tax: Plan: **160 billion VND**, strive to reach **180 billion VND.**

Total investment value: **498.4 billion VND.**

Respectfully submit to the Congress for consideration and approval.

Best regards!

Recipient:

- As above;
- Information disclosure;
- Save: Clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Tran Hoang Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail*

**Documents of the 2025 AGM**



No: **154** /TTr-HĐQT.TICCO

Tien Giang, **April 22<sup>nd</sup>**....., 2025

**SUBMISSION**

**Plan for Profit Distribution, Dividend Payment in 2024 and Plan for 2025**

**To: General Meeting of Shareholders**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;

Pursuant to the Company's Charter of Organization and Operation;

Based on the audited consolidated financial statements for 2024;

The Board of Directors (BOD) respectfully presents to the 2025 Annual General Meeting of Shareholders (AGM) for consideration and approval of the 2024 profit distribution plan and the 2025 profit distribution plan as follows:

**I. Profit distribution plan for 2024:**

No.	INDICATORS	YEAR 2024	NOTE
1	Undistributed profit after tax of previous year	99.500.339.104	
2	2024 net profit	141.814.006.374	
3	<b>Total distributable net profit</b>	<b>241.314.345.478</b>	
4	<b>Profit distribution:</b>	<b>169.417.352.785</b>	
4.1	Deduction from development investment fund (20% of 2024 net profit)	28.362.801.275	
4.2	Deduction from welfare reward fund (8% of 2024 profit after tax)	11.345.120.510	
4.3	Dividend payment in 2024 to Shareholders (50%/Charter Capital)	129.709.431.000	
	• Interim dividend payment for phase 1+2 (20%/Charter capital)	51.883.774.000	
	• Pay remaining dividends in 2024 in cash (10%/Charter Capital)	25.941.887.000	



No.	INDICATORS	YEAR 2024	NOTE
	<ul style="list-style-type: none"> <li>Pay remaining dividends in 2024 in shares (20%/Charter Capital)</li> </ul>	51.883.770.000	
<b>5</b>	<b>Remaining profit after distribution</b>	<b>71.896.992.693</b>	

**- Distribution of Development Investment Fund (DIF):**

The balance of DIF in the separate financial statements on December 31, 2024 is VND 210,491,086,626.

Transfer from the DIF in the separate financial statements to the DIF at two concrete companies, with the following specific value:

TICCO Concrete Company Limited: 25 billion VND at most

TICCO Tan Phuoc Concrete Company Limited: 44 billion VND at most

Assign the Board of Directors to carry out necessary procedures when approved by the General Meeting of Shareholders.

(The above distribution of DIF does not change the value of DIF in the consolidated financial statements.)

**II. Dividend payment plan for 2024:**

Respectfully request the General Meeting of Shareholders to approve the dividend payment plan for 2024 as follows:

1.Dividend payout ratio in 2024: 50%/Charter capital 259.418.870.000VND

2.Payment method:

- In cash: 30%/Vốn điều lệ/Charter capital
- By stock: 20%/Vốn điều lệ/Charter capital

3.Payment source: From after-tax profit on the Company's audited consolidated financial statements in 2024.

4.Implementing organization:

Regarding the 2024 profit distribution plan: The General Meeting of Shareholders authorizes the Board of Directors to decide and direct the implementation:

- Pay the remaining cash dividend
- Prepare a plan to pay dividends in shares in accordance with current laws and report to shareholders at the most recent General Meeting of Shareholders. Specifically as follows:

- |                       |  |
|-----------------------|--|
| 4.1. Stock name:      | Shares of Tien Giang Investment and Construction Joint Stock Company |
| 4.2. Stock code:      | THG  |
| 4.3. Stock type:      | Common stock   |
| 4.4. Share par value: | 10.000 VND<br>Ten thousand VND                                       |



- 4.5 Number of shares before issuance: 25.941.887 shares
- 4.6. Dividend payout ratio: 20%/ Share capital  
shareholders owning 100 shares will receive 20 shares
- 4.7. Number of outstanding shares: 25.941.887 shares
- 4.8. Number of shares expected to be issued: 5.188.377 shares
- 4.9. Expected issuance value at par value: 51.883.770.000 VND
- 4.10. Issuer: Existing shareholders whose names are on the Company's shareholder list on the last registration date to close the shareholder list to exercise their rights.
- 4.11. Release method: Issued shares will be distributed by exercise of rights.
- 4.12. Handling of fractional shares: The number of shares issued will be rounded down to the nearest unit, and any decimal fractions (if any) arising will be cancelled.
- 4.13. Regulations on transfer restrictions: No transfer restrictions
- 4.14. Legal source of capital for issuance: From the after-tax profit of the years accumulated up to December 31, 2024 according to the audited financial statements of 2024.
- 4.15. Time of implementation: The specific time will be decided by the Board of Directors immediately after receiving approval from the State Securities Commission to notify receipt of full documents reporting the issuance of shares to pay dividends in 2024.
- 4.16. Authorization to the Board of Directors: Carry out necessary procedures as prescribed by law to issue shares.  
Carry out listing procedures and register additional shares issued with Ho Chi Minh City Stock Exchange and register additional shares at Vietnam Securities Depository Center.  
Amend and supplement the Company's Charter of Organization and Operation according to the newly increased charter capital scale.  
Carry out procedures to change the business registration certificate with the Department of Planning and Investment of



Tien Giang province after completing the issuance.

**III. Approval of changing the company's charter capital according to the 2024 dividend payment plan.**

- Registered company charter capital: 259.418.870.000 VND
- Expected charter capital increase: 51.883.770.000 VND
- Expected charter capital after adjustment: 311.302.640.000 VND

(In words: Three hundred eleven billion, three hundred and two million, six hundred and forty thousand VND).

Form of capital increase: Issuing shares to pay dividends to shareholders to increase charter capital according to the 2024 dividend payment plan.

Assign the Board of Directors to carry out procedures for registering an increase in charter capital after the end of the stock issuance according to regulations.

**IV. Profit distribution plan for 2025:**

According to the 2025 business plan, the Board of Directors plans to distribute after-tax profits in 2025 as follows:

Expected profit after tax in 2025 is 160 billion VND; expected usage plan

1. Dividends paid to shareholders: 40%/ charter capital
  2. Development investment fund 20%/ of profit after tax
  3. Bonus and welfare fund deduction: 8%/ profit after tax
- Respectfully submit to the Congress for consideration and approval.

Best regards!

Recipient:

- As above;
- Information disclosure;
- Save: clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Tran Hoang Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



**TIEN GIANG  
INVESTMENT AND  
CONSTRUCTION JSC**

**THE SOCIALIST REPUBLIC OF VIET NAM**  
**Independence – Freedom - Happiness**

No: **155** /TTr-HĐQT.TICCO

Tien Giang, April...22<sup>nd</sup>....., 2025

**SUBMISSION**

Regarding remuneration of the Board of Directors, Board of Supervisors in 2024 and  
plan for 2025

To: General Meeting of Shareholders

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, passed by the National Assembly on June 17, 2020;

Pursuant to the Company's Charter of Organization and Operation;

Pursuant to Resolution No. 01/NQ-ĐHĐCĐ dated April 23, 2024 of the 2024 Annual General Meeting of Shareholders;

Pursuant to the audited 2024 Financial Report.

The Board of Directors of Tien Giang Investment and Construction Joint Stock Company respectfully presents to the General Meeting of Shareholders a report on the final settlement of remuneration for the Board of Directors and the Board of Supervisors in 2024 and the remuneration plan for 2025 as follows:

I/ Report on final settlement of remuneration for the Board of Directors and Board of Supervisors in 2024

According to the audited consolidated financial statements for 2024, the parent company's after-tax profit is VND 141,814,006,374 the Board of Directors' remuneration for 2024 is calculated as follows:

1) Board of Directors' remuneration:

a) Profit for remuneration (Profit after tax of the parent company according to the 2024 consolidated financial statements):	141.814.006.374 VND
b) Remuneration deduction rate:	1,50%
c) Remuneration received: (a) x (b)	2.127.210.096 VND
d) Pay in advances in 2024:	720.000.000 VND



e) Remaining: (c) – (d)	1.407.210.096 VND
-------------------------	-------------------

The remaining amount: 1.407.210.096 VND will be spent after the Congress approves.

2) Board of Supervisors' remuneration:

a) Remuneration approved under Resolution No. 01/NQ-ĐHĐCĐ dated April 23, 2024 of the 2024 Annual General Meeting of Shareholders:

- Head of the Board of Supervisors (01 person)	09 million VND/person/month x 12 months	108.000.000 VND
- Members (02 person)	08 million VND/person/month x 12 months	192.000.000 VND
Total		300.000.000 VND

b) Amount spent: 300.000.000 VND.

II/ Remuneration plan for the Board of Directors and Board of Supervisors in 2025:

The Board of Directors respectfully proposes that the General Meeting of Shareholders approve the 2025 remuneration level as follows:

- 1) Board of Directors' remuneration: 1,5% x Profit after tax.
- 2) Board of Supervisors' remuneration:
  - Head of the Board of Supervisors: 9.000.000 VND/person/month.
  - Member: 8.000.000 VND/person/month

Respectfully submit to the Congress for consideration and approval.

Best regards!

Recipient:

- As above;
- Information disclosure;
- Save: Clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Trần Hoàng Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



No: **156** /TTr-HĐQT.TICCO

Tien Giang, April..22<sup>nd</sup>....., 2025

**SUBMISSION**

On the approval of the selection of the Company to audit the 2025 Financial Statements

**To: General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;
- Pursuant to Decree 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law passed on December 31, 2020;
- Pursuant to the Charter of organization and operation of Tien Giang Investment and Construction Joint Stock Company;
- Pursuant to the proposal and recommendation of the Board of Supervisors on the selection of the list of auditing organizations approved to audit the Company's financial statements in 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the list of auditing companies to audit the 2025 financial statements according to the following list:

1. AFC Vietnam Auditing Company Limited;
2. RSM Vietnam Auditing and Consulting Company Limited;
3. FAC Auditing Company Limited;
4. A&C Auditing and Consulting Company Limited;
5. Sao Viet Auditing Company Limited.

Authorize the Board of Directors to select an auditing company according to the submitted list.

Respectfully submit to the Congress for consideration and approval.

Best regards!

Recipient:

- As above;
- Information disclosure;
- Save: Clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Tran Hoang Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail*



No: **157**/TTr-HĐQT.TICCO

Tien Giang, *April 22<sup>nd</sup>*, 2025

## **SUBMISSION**

On dealing with related parties

### **To: General Meeting of Shareholders**

Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;

Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on November 26, 2019;

Base on Decree 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Company's Charter of Organization and Operation.

The Board of Directors (BOD) of Tien Giang Investment and Construction Joint Stock Company (Company) respectfully presents to the General Meeting of Shareholders for approval of the Company's transactions with related parties, detailed information as follows:

#### **1. Related parties:**

Direct Subsidiaries:

- TICCO Concrete Company Limited.
- TICCO Tan Phuoc Concrete Company Limited.
- TICCO Irrigation Construction Company Limited.
- TICCO Real Estate Investment and Trading Company Limited.
- TICCO Construction Joint Stock Company.

Indirect Subsidiaries:

- TICCO Construction Mechanical Company Limited.
- TICCO Construction Materials Company Limited.
- TICCO Pile Company Limited.

#### **2. Transaction content:**

- Short term and long term loans;
- Transactions of purchase and sale of goods;



- Construction of hydraulic works, civil works, traffic works, etc;
- Office for lease.
- Land and kiosk for rent;
- Equipment rental;
- Contract for transfer of land use rights and assets on land;
- Other transactions.

**3. Transaction value:** The total value of transactions in each year is less than 35% of the total value of the Company's assets recorded in the most recent financial report.

**4. Implementation time:** From 01/01/2024

**5. Authorization to the Board of Directors:**

- Decide on the terms and conditions of the contracts with related parties;
- Decide on the signing and execution of contracts and agreements with related parties.

Respectfully submit to the Congress for consideration and approval.

Best regards!

Recipient:

- As above;
- Information disclosure;
- Save: Clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Tran Hoang Huan**



**TIEN GIANG  
INVESTMENT AND  
CONSTRUCTION JSC**

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

No: **158** /TTr-HĐQT.TICCO

Tien Giang, **April 22<sup>nd</sup>**....., 2025

**SUBMISSION**

On rewarding Company Employees.

**To: General Meeting of Shareholders**

Pursuant to the Company's Charter of Organization and Operation;

Implementing the policy of the Company's Board of Directors, in order to reward the Company's employees who have been committed and actively contributed to the Company's operations and development over the past time.

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval of the reward for units and individual employees who have contributed to the business performance in 2024 with an amount of 4 billion VND.

Source of expenditure: From the Company's undistributed profit after tax.

Respectfully submit to the Congress for consideration and approval.

Best regards!

Recipient:

- As above;
- Information disclosure;
- Save: Clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Tran Hoang Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*



**SUBMISSION**

**On amending and supplementing the Charter  
and Corporate Governance Regulations**

**To: General Meeting of Shareholders**

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- BaseSecurities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No.155/2020/ND-CP dated December 31, 2020;
- Pursuant to Circular No.116/2020/TT-BTC dated December 31, 2020;
- Pursuant to the current Charter of organization and operation of Tien Giang Investment and Construction Joint Stock Company.

Board of Directors respectfully presents The General Meeting of Shareholders considers and approves the amendment and supplement of the Charter and the Governance Regulations of Tien Giang Investment and Construction Joint Stock Company, details as follows:

**I. Amendment and supplement to the Company Charter:**

Content	Before modification	Proposed amendment
<b>Clause 1, Article 26:</b>	1. The number of members of the Board of Directors is from 05 to 09 people. The specific number of members of the Board of Directors will be decided by the General Meeting of Shareholders in accordance with the operational requirements of each period.	1. The number of members of the Board of Directors is 06 people.
<b>Clause 3, Article 26:</b>	3. The composition of the Board of Directors is as follows:  .....  The total number of independent members of the Board of Directors	3. The composition of the Board of Directors is as follows:  .....  Total number of independent members of the Board of





	<p>must ensure the following regulations:</p> <p>a) There must be at least 01 independent member in case the company has from 03 to 05 members on the Board of Directors;</p> <p>b) There must be at least 02 independent members in case the company has from 06 to 08 members on the Board of Directors;</p> <p>c) There must be at least 03 independent members in case the company has 09 to 11 members on the Board of Directors.</p> <p>.....</p>	<p>Directors: At least 02 independent members.</p> <p>.....</p>
--	---	---

## II. Amendment and supplement to the Internal Regulations on Corporate Governance:

Content	Before modification	Proposed amendment
<b>Clause 1, Article 48:</b>	1. The number of members of the Board of Directors is from 05 to 09 people. The specific number of members of the Board of Directors will be decided by the General Meeting of Shareholders in accordance with the operational requirements of each period.	1. The number of members of the Board of Directors is 06 people.
<b>Clause 3, Article 48:</b>	<p>3. The composition of the Board of Directors is as follows:</p> <p>.....</p> <p>The total number of independent members of the Board of Directors must ensure the following regulations:</p> <p>i. There must be at least 01 independent member in case the company has from 03 to 05</p>	<p>3. The composition of the Board of Directors is as follows:</p> <p>.....</p> <p>Total number of independent members of the Board of Directors: At least 02 independent members.</p> <p>.....</p>



	<p>members on the Board of Directors;</p> <p>ii. There must be at least 02 independent members in case the company has from 06 to 08 members on the Board of Directors;</p> <p>iii. There must be at least 03 independent members in case the company has 09 to 11 members on the Board of Directors.</p> <p>.....</p>	
--	--	--

### III. Amendment and supplement to the Board of Directors' operating regulations:

Content	Before modification	Proposed amendment
<b>Clause 1, Article 5:</b>	1. The number of members of the Board of Directors is from 05 to 09 people. The specific number of members of the Board of Directors will be decided by the General Meeting of Shareholders in accordance with the operational requirements of each period.	1. The number of members of the Board of Directors is 06 people.
<b>Clause 4, Article 5:</b>	<p>4. Board of Directors composition:</p> <p>.....</p> <p>The total number of independent members of the Board of Directors must ensure the following regulations:</p> <p>a) There must be at least 01 independent member in case the company has from 03 to 05 members on the Board of Directors;</p> <p>b) There must be at least 02 independent members in case the company has from 06 to 08</p>	<p>4. Board of Directors composition:</p> <p>.....</p> <p>Total number of independent members of the Board of Directors: At least 02 independent members</p> <p>.....</p>



	<p>members on the Board of Directors;</p> <p>c) There must be at least 03 independent members in case the company has 09 to 11 members on the Board of Directors.</p> <p>.....</p>	
--	--	--

Respectfully submit to the Congress for consideration, approval and authorization for the Board of Directors to complete and issue the Charter and Regulations as prescribed.

Best regards!

**Recipient:**

- As above;
- Save: Clerical assistant, Office of BOD.

**ON BEHALF OF THE BOD  
CHAIRMAN**



**Trần Hoàng Huan**

*Note: This document is prepared in both Vietnamese and English with equal legal validity. In case of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail.*