

POMINA STEEL CORPORATION

Address: No. 1, Street 27, Song Than 2 Industrial Park, Di An Ward, Di An City, Ho Chi Minh City

Phone: 02743.710051 | **Fax:** 02743.740862 | **Website:** www.pomina-steel.com

DOCUMENT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026



JUNE 2026

DOCUMENT CATALOGUE

1. Agenda for the Annual General Meeting of Shareholders 2026
2. Working Regulations of the Annual General Meeting of Shareholders 2026
3. Report on the Board of Directors' Activities in 2023-2025 and the Activity Plan 2026
4. Report on the Supervisory Board's Activities in 2023-2025 and the Activity Plan 2026
5. Proposal for Approval of the Audited Financial Statements 2023-2025
6. Proposal for the Production and Business Plan 2026
7. Proposal for the Selection of the Auditing Company
8. Draft Minutes of the Annual General Meeting of Shareholders 2026
9. Draft Resolution of the Annual General Meeting of Shareholders 2026

AGENDA

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

I. TIME AND LOCATION:

- **Time:** 10:00 AM, Tuesday – June 30, 2026
- **Location:** Pomina 3 Plant – Ballroom of Phu My Harbour Hotel (01 Nguyen Van Linh Street, Phu My Town, Ba Ria - Vung Tau Province)

II. MEETING AGENDA:

Time	Content
08:30 – 10:00	Welcome and Shareholder Eligibility Check: <ul style="list-style-type: none"> • Welcome delegates and shareholders. • Check delegate eligibility and distribute Meeting documents.
10:00 – 10:15	Opening Ceremony: <ul style="list-style-type: none"> • Report on the eligibility check of delegates attending the Meeting. • State the purpose of the meeting, introduce the Chairperson. • Approve the Working Regulations. • Chairperson introduces and seeks approval for the list of the Presidium and the Voting Committee. • Approve the Meeting Agenda.
10:15 – 10:30	The Board of Directors, Supervisory Board, and Board of Management present the following: <ul style="list-style-type: none"> • Report on the Board of Directors' activities in 2023-2025 and the Activity Plan 2026. • Report on the Supervisory Board's activities in 2023-2025 and the Activity Plan 2026.
10:30 – 10:45	Proposals submitted to the General Meeting for approval: <ul style="list-style-type: none"> • Proposal for approval of the Company's 2023-2025 Audited Financial Statements. • Proposal for the Production and Business Plan 2026. • Proposal for the selection of the Auditing Company for the Financial Statements 2026. • Other matters (if any).
10:45 – 11:00	Discussion session
11:00 – 11:10	Voting instructions and voting to approve reports and proposals
11:10 – 11:25	Break
11:25 – 11:35	Announcement of voting results
11:35 – 11:50	<ul style="list-style-type: none"> • The Secretariat reads the draft Minutes and Resolution of the General Meeting of Shareholders. • The General Meeting votes to approve the contents of the Minutes and Resolution.
11:50 – 12:00	Closing remarks and adjournment.

WORKING REGULATIONS
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
POMINA STEEL CORPORATION

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending, supplementing documents, and guiding implementation decrees;
- The Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending, supplementing documents, and guiding implementation decrees;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of a number of articles of the Law on Securities;
- The Charter of Organization and Operation of Pomina Steel Corporation (“**POMINA**” or the “**Company**”) approved by the General Meeting of Shareholders on June 25, 2021;
- The Internal Regulations on Corporate Governance of POMINA.

In order to ensure the success of the 2026 Annual General Meeting of Shareholders of POMINA, the Board of Directors establishes the regulations, working principles, conduct, and voting procedures at the Meeting as follows:

1. PURPOSE

- To ensure that the order, code of conduct, and voting procedures at the Annual General Meeting of Shareholders 2026 (“**AGM**” or the “**Meeting**”) of POMINA take place in accordance with regulations and achieve great success.
- To specify the conditions and methods for attending the Meeting; the rights and obligations of shareholders or their authorized representatives, as well as the governing and assisting bodies of the Meeting; and the procedures for conducting, voting, and approving voted contents at the Meeting.
- To ensure that the Resolutions of the AGM reflect the unified will of the General Meeting of Shareholders, meet the aspirations and interests of shareholders, and comply with the law.

2. OBJECTS AND SCOPE

- **Applicable Objects:** All shareholders owning POMINA shares whose names appear on the list of shareholders entitled to attend the Annual General Meeting of Shareholders 2026 finalized on June 04, 2026; valid representatives (authorized persons) of the shareholders named in the aforementioned list; the governing and assisting bodies of the Meeting; guests attending the POMINA Annual General Meeting of Shareholders; and other related individuals and organizations must strictly abide by and comply with the provisions of these Regulations, the Company’s Charter, and current legal regulations.

Rules of Procedure for the Annual General Meeting of Shareholders 2026

- **Applicable Scope:** These Regulations apply to the organization of the 2026 Annual General Meeting of Shareholders of POMINA conducted in the form of an in-person meeting and govern the voting method via Electronic Voting.

3. DEFINITION OF TERMS/ABBREVIATIONS

- **The Company or POMINA:** Pomina Steel Corporation
- **BOD:** Board of Directors
- **BOS:** Board of Supervisors
- **OC:** Organizing Committee
- **AGM:** General Meeting of Shareholders
- **Delegate:** Shareholders or authorized representatives of shareholders (authorized persons)
- **The Meeting:** The General Meeting of Shareholders
- **Electronic Voting:** The act of a Delegate using internet-connected devices to vote/elect through the Electronic Voting system specified by the Company and notified to the delegate at the time they register to attend the Meeting.
- **Electronic Voting System:** The system used and provided by the Company to give Delegates the tools to exercise their related rights when participating in the AGM.

4. CONTENT OF THE REGULATIONS

4.1 Conditions for Conducting the General Meeting of Shareholders

- The General Meeting of Shareholders shall be conducted when the number of attending delegates represents **more than fifty percent (50%)** of the total voting shares.
- *Note:* The ratio of shareholders attending the AGM in person and via electronic voting is determined when the delegate is physically present at the meeting venue stated in the invitation notice and completes the registration with the organizing committee.

4.2 Conditions for Shareholders to Attend the Meeting

- All shareholders with voting rights according to the shareholder list finalized on June 04, 2026, are entitled to attend the AGM; they may attend in person or authorize a representative to attend on their behalf. Authorization shall be executed in accordance with legal regulations and the Company's Charter.
- Before entering the Meeting, Delegates must present their original Citizen ID Card / Identity Card / Passport (for individuals), a copy of the Business Registration Certificate / Operating License (for organizations), the original Power of Attorney (if attending by authorization), and other documents as required in the Meeting Invitation Notice.

4.3 Guests at the Meeting

- Guests include management/executive officers of the Company, invited guests, and members of the Meeting Organizing Committee ("OC") who are not shareholders of the Company but are invited to attend.
- Guests shall not speak at the Meeting (except when invited by the Chairperson, or if registered in advance with the OC and approved by the Chairperson).

Rules of Procedure for the Annual General Meeting of Shareholders 2026

- Representatives of the independent auditing firm that audited the Company's 2025 Financial Statements.

4.4 Rules for Attending Delegates

- Arrive on time, dress formally and elegantly, and comply with security checks (if any) and identity verification as specified in Article 4.2, etc., as required by the Organizing Committee.
- Receive meeting documents and materials at the reception desk in front of the Meeting hall.
- Late delegates have the right to register immediately and then participate and vote at the Meeting. The Chairperson is not responsible for pausing the Meeting for late registrations; the voting results of matters conducted before the late delegate's registration shall remain unaffected.
- Set mobile phones to vibrate or turn them off; leave the hall if phone conversations are necessary.
- No smoking and maintain public order inside the Meeting room.
- Comply with the regulations of the OC and the directions of the presiding Chairperson.
- In the event that a delegate fails to comply with security checks, the aforementioned measures, or regulations, the Chairperson, after careful consideration, may refuse entry or expel the said delegate from the Meeting venue to ensure the Meeting proceeds normally according to the scheduled program.

4.5 The Chairperson and the Presidium

- The Presidium consists of the Chairperson and its Members.
- The Chairman of the BOD shall act as the Chairperson or authorize another BOD member to act as the Chairperson of the General Meeting of Shareholders.
- In case the Chairman is absent or temporarily incapacitated, the remaining members of the BOD shall elect one among themselves to act as the Chairperson based on a majority vote. If no Chairperson can be elected, the Head of the Board of Supervisors shall lead the Meeting to elect a Chairperson from among the attendees, and the person with the highest votes shall act as the Chairperson.
- The Chairperson has the right to take necessary measures to manage the meeting in a reasonable, orderly manner, in accordance with the approved agenda, and to reflect the wishes of the majority of attendees.
- The Chairperson has the right to postpone a General Meeting of Shareholders that already has a sufficient number of registered attendees for a maximum of no more than 03 working days from the intended opening date, and may only postpone or change the meeting venue in accordance with Clause 8, Article 146 of the Law on Enterprises.
- **Duties of the Chairperson:**
 - Manage the Meeting in strict accordance with the agenda, rules, and regulations approved by the General Meeting.
 - Assign and introduce representatives of the Presidium to present reports at the Meeting.
 - Introduce members of the Vote Counting Committee for the General Meeting to vote on.
 - Guide the General Meeting in discussing and collecting votes on matters within the Meeting agenda and related issues throughout the Meeting.

Rules of Procedure for the Annual General Meeting of Shareholders 2026

- Answer and record matters belonging to the agenda approved by the General Meeting.
- Resolve issues arising throughout the course of the Meeting.
- Approve and issue documents, results, minutes, and resolutions of the General Meeting after its conclusion.
- Decisions made by the Presidium regarding order, procedures, or events arising outside the agenda of the General Meeting of Shareholders (which do not fall under the competence of the General Meeting) shall be final and binding.
- **Working Principle of the Presidium:** The Presidium works on a collective, democratic centralism principle, deciding by majority vote.

4.6 Meeting Secretariat

- The Chairperson shall appoint one or several individuals to act as the Meeting Secretariat.
- **Duties and Powers:**
 - Receive and review registration forms for speaking requests from shareholders, and submit them to the Presidium for decision.
 - Fully and truthfully record the Minutes of the AGM, capturing the entire course of the Meeting and matters approved or noted by shareholders.
 - Assist the Presidium in announcing the draft Meeting Minutes and Resolutions on matters approved by the Meeting.
 - Jointly bear responsibility for the truthfulness and accuracy of the content of the Meeting Minutes and Resolutions.
 - Perform other duties as requested by the Chairperson.

4.7 Vote Counting Committee

- The General Meeting of Shareholders shall elect/approve one or several individuals to the Vote Counting Committee based on the nomination of the Meeting Chairperson. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders upon the Chairperson's recommendation. Candidates running for election or nominated (when conducting an election) are not allowed to participate in the Vote Counting Committee.
- **Duties of the Vote Counting Committee:**
 - Disseminate principles, rules, and instructions on voting methods.
 - Count and record votes.
 - Prepare the Vote Counting Minutes and bear responsibility before the Presidium and the AGM when performing their duties.
 - Accurately determine the voting results for each matter submitted to the Meeting.
 - Promptly report voting results to the Secretariat, announce vote counting results, and hand over the minutes to the Chairperson.
 - Review and report to the Meeting any cases of voting rule violations or complaints regarding voting results.

4.8 Delegate Eligibility Credentials Review Committee

- The Delegate Eligibility Credentials Review Committee of the Meeting consists of 02 people, including 01 Head and 01 member, who are responsible to the Presidium and the AGM for their duties. The Committee is introduced by the Chairperson/BOD.
- **Duties of the Committee:**
 - Verify the eligibility and attendance status of shareholders and their representatives.
 - The Head of the Committee shall report the shareholder attendance status to the General Meeting of Shareholders. If the meeting has a sufficient number of shareholders and authorized representatives representing over 50% of the total voting shares, the Company's AGM shall be officially conducted.
 - Coordinate with the Vote Counting Committee to guide, support, and supervise the voting process.

4.9 Discussions at the Meeting

- Discussions shall only be carried out within the specified time limit and must fall within the scope of matters presented in the AGM agenda. The content must not violate the law, relate to personal matters, or exceed corporate authority.
- Only Shareholder Delegates are allowed to participate in discussions.
- Delegates wishing to speak must obtain permission from the Meeting Chairperson. Delegates should speak concisely and focus strictly on the key exchange points, in alignment with the agenda approved by the Meeting, or submit written comments to the Meeting Secretariat for compilation and reporting to the Chairperson.
- The Chairperson will arrange for delegates to speak in the order of registration. The Chairperson, or a member designated by the Chairperson, will address the delegates' queries at the Meeting. In case multiple shareholders share overlapping opinions, the Presidium will filter and provide a collective response.
- Due to meeting time constraints, questions that have not been answered directly at the Meeting will be addressed by the Company through other appropriate formats.

4.10 Voting and Approving Matters at the Meeting

4.10.1 Principles

- All matters within the Meeting program and agenda must be discussed and publicly voted on by the General Meeting of Shareholders.
- Delegates registering at the meeting venue stated in the Invitation Notice (sent to all shareholders on the list finalized on June 04, 2026) will be provided with an account and password by the organizing committee to log in and cast votes via electronic voting at the link: www.ezgsm.fpts.com.vn.
- If delegates experience technical difficulties logging in or voting, the OC will provide technical support and guidance. Delegates must carefully verify their information and bear full responsibility for their votes.

4.10.2 Electronic Voting

- **Voting Method:**
 - Delegates select one of three voting options: "Approve" (Tán thành), "Disapprove" (Không tán thành), or "Abstain" (Không có ý kiến) for each matter pre-configured on the electronic voting system.

Rules of Procedure for the Annual General Meeting of Shareholders 2026

- Afterward, the Delegate confirms their vote so that the electronic voting system can record the result.
- **Other Provisions on Electronic Voting:**
 - If a Delegate does not complete voting for all matters in the Meeting agenda, the unvoted matters will be deemed as a failure to cast a vote or participate in the election for those specific matters.
 - In the event that issues arise outside the pre-distributed agenda, Delegates may cast additional votes. If a Delegate does not vote on the newly arising issues, it will be deemed as not casting a vote for those issues.
 - Delegates may modify their voting results (but cannot cancel them), including additional votes cast for issues arising outside the program. The online system only records and counts the final voting result at the deadline of each voting session specified in the working regulations.
- **Voting Window:** Delegates can cast electronic votes for all matters (*Working Regulations; Meeting Personnel; Meeting Agenda; Reports and Proposals; Elections; AGM Minutes and Resolutions*) from the moment they complete registration until the OC announces the closing of the electronic voting window. Once the voting window closes, the system will not record any further electronic votes from Delegates.

4.10.3 Voting Rules

- Each 01 (one) ordinary share corresponds to one voting right. Each attending delegate represents one or multiple voting rights.
- As of the shareholder list finalization date (June 04, 2026), the Company's total number of voting shares is 278,543,546 shares, equivalent to 278,543,546 voting rights. A total of 1,132,790 treasury shares carry no voting rights.
- Matters requiring voting at the Meeting shall be approved when voted in favor by shareholders representing over 50% of the total voting rights of all attending shareholders. Particularly, certain voting matters specified in Clause 1, Article 20 of the Company's Charter must obtain the approval of 65% or more of the total voting rights of all attending shareholders.

4.10.4 Recording Voting Results

- At the Meeting, the General Meeting of Shareholders will approve the Vote Counting Committee.
- The Vote Counting Committee is responsible for aggregating votes from in-person Delegates and electronic votes.
- The Vote Counting Committee will check the number of "Approve", "Disapprove", and "Abstain" votes for each matter according to the agenda, and is responsible for recording, statistical tracking, and reporting the vote results at the AGM. The vote counting results will be announced by the Chairperson/Head of the Vote Counting Committee right before the closing of the meeting.

4.11 AGM Minutes

All contents of the General Meeting of Shareholders must be recorded by the Meeting Secretariat in the AGM Minutes. The AGM Minutes must be read and approved prior to the closing of the Meeting.

5. IMPLEMENTATION

- All delegates, representatives, and guests attending the Meeting are responsible for fully complying with the contents specified in these Regulations, the current management rules and regulations of the Company, and relevant legal provisions.
- The convenor of the AGM has the right to:
 - Require all attendees to undergo inspection or other security measures;
 - Request competent authorities to maintain order at the meeting; expel persons who fail to comply with the Chairperson's direction, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security check requirements from the AGM.
- Matters not detailed in these Regulations shall be applied in accordance with the Company's Charter, the Law on Enterprises 2020, and current state legal regulations.
- **These Regulations shall take effect immediately upon being voted through by the Company's General Meeting of Shareholders and shall apply to matters voted upon during the opening session of the Meeting.**

Recipients:

- The AGM;
- BOD Members, Board of Management, BOS;
- Archived: Clerical Department, Secretary of the BOD.

ON BEHALF OF THE BOARD OF DIRECTORS

MEMBER OF THE BOARD OF DIRECTORS



Đỗ Tiến Sĩ

**POMINA STEEL CORPORATION
GENERAL MEETING OF SHAREHOLDERS 2026**



REPORT OF THE BOARD OF DIRECTORS

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JUNE/2026

I. GENERAL SITUATION

Over the past 3 years, from 2023 until now, Pomina has fallen into an extremely difficult period.

In 2021 - 2022, the outbreak of the Covid-19 pandemic coincided with the period when Pomina was constructing its blast furnace project at Phu My 1 Industrial Zone - Ba Ria Vung Tau. This led to prolonged installation, trial runs, and delays in preparing the project for official operation. The Covid-19 pandemic generated many incurred expenses, causing the project's investment capital to increase significantly compared to the original budget. This adverse outcome pushed Pomina into a difficult situation, **forcing a production halt in September 2022**.

In 2022 - 2023, faced with these critical hardships, Pomina was forced to rearrange and stabilize the production and business operations of its subsidiaries and affiliated branches to gradually implement a comprehensive financial restructuring of the Pomina Group. Although Pomina's restructuring process has shown positive improvements up to this point, it has also encountered numerous difficulties related to legal regulations, investor caution, preset conditions, etc. Specifically:

In July 2023, Pomina organized the Annual General Meeting of Shareholders (AGM), which approved the details for a private stock issuance item worth VND 701,753,430,000 from August 2023 to December 31, 2024, and approved a foreign investor ownership ratio of under 65%. Immediately after the AGM's approval, Pomina signed an advisory contract on October 11, 2023, with Vietnam Joint Stock Commercial Bank for Industry and Trade Securities Joint Stock Company (VietinBank Securities) - Ho Chi Minh City Branch, to advise on constructing the issuance plan for more than 70 million shares and offering private shares to strategic investors.

In parallel with the AGM planning to approve the foreign ownership ratio, Pomina conducted negotiations with its partner Nansei. This is a partner that has cooperated with Pomina for over 10 years in the steel industry. Following a period of joint execution of surveys and evaluations regarding asset items of the project – machinery and equipment, production and business operations, finances, consumption markets, legislation, etc. – the senior management of both sides discussed and reached an agreement to sign a Memorandum of Understanding (MOU) in September 2023, with the desire to introduce the foreign investor right during the AGM meeting. The content of the MOU stated that Pomina would transfer 51% of its shares to Nansei Co., Ltd. for a total value of USD 58,900,000.

This was an opportunity for Pomina to restore its production and business operations. Nansei Company was very serious about this transaction because they had spent a great deal of time on it; in addition to a deposit of USD 2,000,000, Nansei spent an additional large expense of over USD 1.3 million for 2 advisory and appraisal companies to execute the process. This showed that Nansei strongly desired to find a cooperation opportunity with Pomina. However, the share transfer to the foreign investor got obstructed by the State Securities Commission (SSC) regulation, which dictates that the maximum transfer ratio to foreign enterprises cannot exceed 50%. This regulation could not meet the foreign investor's initial requirement of a 51% share transfer ratio as agreed with Pomina, forcing Pomina to pivot and seek other cooperation opportunities with domestic investors and investment funds.

From 2023 until now, Pomina has actively searched for and negotiated with many investors such as: THACO Industries, Vietnam Steel Corporation (VNSteel), Vinmetal Company (under VinGroup), etc., aiming to sign investment cooperation agreements soon. This would provide the auditing company with solid evidence regarding the remediation of the negative working capital status to assess and evaluate the going concern assumption. In the fourth quarter of 2023, the company finalized the last stage of negotiation and signed a contract with the investor, Vinmetal

Company, and began restoring production at the beginning of 2026. Concurrently, Pomina is continuing its financial restructuring to gradually overcome the negative working capital situation.

II. OPERATIONS OF THE BOARD OF DIRECTORS IN 2025

1. Shareholder Structure, Changes in Owner's Investment Capital

a) Shares:

- Total number of shares and types of outstanding shares: 279,676,336 ordinary shares
- Number of freely transferable shares: 279,676,336 shares
- Number of shares restricted from transfer according to law, Company Charter, or commitments of the owners: None
- Securities traded overseas: None

b) Shareholder Structure: Based on the list of shareholders provided by the Vietnam Securities Depository (VSD), the Company's shareholder structure is as follows:

As of June 4, 2026	1. Vietnamese Shareholders			2. Foreign Shareholders			TOTAL		
	No. of Sh.	No. of Shares	Ratio	No. of Sh.	No. of Shares	Ratio	No. of Sh.	No. of Shares	Ratio
<i>A. Institutional Shareholders</i>	36	143,802,987	51.42%	13	78,814	0.03%	49	143,881,801	51.45%
<i>B. Individual Shareholders</i>	7,966	125,041,173	44.71%	50	10,753,362	3.84%	8,016	135,794,535	48.55%
TOTAL	8,002	268,844,160	96.13%	63	10,832,176	3.87%	8,065	279,676,336	100%

Other Classifications:

	No. of Shareholders	No. of Shares	Ratio	Notes
Founding Shareholders	1	116,335,815	41,60%	Viet Steel Manufacturing and Trading Co., Ltd.
State Shareholders	0	0	0	
Major Shareholders (ownership ratio over 5%)	1	116,335,815	41,60%	Viet Steel Manufacturing and Trading Co., Ltd.
TREASURY SHARES		1,132,790	0.41%	

c) Treasury Share Transactions:

- Current number of treasury shares: 1,132,790 shares
- Treasury share transactions executed during the year: None

d) Other Securities: None

2. Summary of Board of Directors Meetings

The Board of Directors consists of 06 members and organized 02 meetings. Specifically as follows:

Minutes No.	Meeting Date	Content of Meeting
0125/BBH	10/09/2025	Change of the authorized person for information disclosure
0225/BBH	29/10/2025	Determining the final registration date, organizing the General Meeting of Shareholders

3. Resolutions and Decisions of the Board of Directors

In 2025, the Board of Directors issued 02 Resolutions related to the management of production and business operations, approval decisions, and other decisions. The resolutions and decisions issued by the Board of Directors all received the consensus and agreement of all members and complied with the Company's Charter.

4. Remuneration, Operating Expenses, and Other Benefits of the Board of Directors and Each Board Member

In 2025, the Board of Directors' remuneration approved by the General Meeting of Shareholders was as follows:

Unit: VND/month

Position	Remuneration	Operating Expenses	Other Benefits
Chairman of the BOD	0	-	-
Members of the BOD	2.472.165.111	-	-
Total	2.472.165.111	-	-

5. Operational Orientations of the Board of Directors for the Year 2026

PRODUCTION AND BUSINESS PLAN FOR THE PERIOD 2026 – 2027

	ITEM	UNIT	TOTAL 2026	TOTAL 2027	
PRODUCTION VOLUME					
	1	Liquid Iron	Mt	284,037	568,074
	2	Steel Billet P3	Mt	416,588	833,175
		EAF		0	0
		BF		416,588	833,175

REPORT OF THE BOARD OF DIRECTORS

	Steel Billet P2	Mt	249,694	199,238
	Total Billet		666,281	1,032,413
3	Construction Steel P1	Mt	250,000	525,000
	Construction Steel P2		393,750	472,500
	Total Construction Steel		643,750	997,500
BUSINESS RESULTS				
	Revenue		8,511,186,230,000	13,194,293,474,000
EAF PRODUCTION COST	Production cost of EAF P2; P3		2,104,498,348,826	0
	Total Raw Material Costs		1,980,602,825,464	0
	Total Other Production Costs		123,895,523,362	0
BF PRODUCTION COST	Production cost of BF		2,962,929,486,948	6,222,151,922,590
	Total Raw Material Costs		2,747,463,736,948	5,769,673,847,590
	Total Other Production Costs		215,465,750,000	452,478,075,000
	Production Cost of P2		2,714,107,778,414	5,699,626,334,669
	Total Raw Material Costs		2,548,913,747,264	5,352,718,869,254
	Total Other Production Costs		165,194,031,150	346,907,465,415
	SG&A Expenses		57,064,557,183	62,252,244,200
	Transportation Costs to Sites		174,040,074,900	241,664,338,620
	Land Rental		24,928,360,481	27,194,575,070
	EBITDA		473,617,623,248	941,404,058,851

III. REPORT ON TRANSACTIONS

Transactions between the company, its subsidiaries, and companies controlled over 50% or more of Charter Capital by the public company with members of the Board of Directors and their related persons:

<i>ST T No</i>	<i>Name of organizati on/ individual</i>	<i>Relations hip with the Company</i>	<i>NSH No.* date of issue, place of issue</i>	<i>HQ Addre ss/Con tact addres s</i>	<i>Time of transacti ons with the Company</i>	<i>Resolution No. or Decision No. approved by General Meeting of Sharehold ers/ Board of Directors (if any, specifying</i>	<i>Content, quantity, total value of transaction</i>	<i>Notes</i>
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REPORT OF THE BOARD OF DIRECTORS

						<i>date of issue)</i>		
01	Viet Steel Co., Ltd.	<i>Parent Company</i>	0301121174	44 Hoa Binh, Hoa Binh Ward, HCM C	Year 2025	0201/NQ-HĐQT/2024	1.068.030.000	<i>Provision of services</i>
							767.810.120	<i>Purchase of goods</i>
							26.665.771.050	<i>Sale of goods</i>
							514.354.028	<i>Purchase of services</i>
02	<i>Pomina 2 Steel Corporation</i>	<i>Subsidiary Company</i>	3500793105	Phu My 1 Industrial Zone, Phu My Ward, HCM C	Year 2025	0201/NQ-HĐQT/2024	300.000.000	<i>Provision of services</i>
							12.485.272.286	<i>Sale of supplies</i>
							14.354.789.094	<i>Loan interest</i>

**Note: NSH No. means National Identification Number (such as ID Card, Passport, or Business Registration Certificate).*

2. Transactions between the company and companies in which Board of Directors members are founding members or enterprise managers within the last 03 closest years prior to the transaction time:

STT	NAME	NUMBER OF SHARES	TRANSACTION TIME	FORM OF TRANSACTION
01	TRUONG DO THI CAM HUONG	2.486.118	T07/2023	Sell
02	NGUYEN THE ANH TUAN	5.818.560	T07/2023	Sell
03	DO HOAN MY	200.640	T08/2023	Sell
04	DO NHUNG	7.283.927	T12/2023	Sell
05	DO THI NGUYET	4.588.103	T12/2023	Sell
06	DO THI KIM NGOC	13.049.278	T03/2024	Sell

REPORT OF THE BOARD OF DIRECTORS

07	NGUYEN BACH TRUONG CHINH	1.126.000	T01/2024	Buy
08	NGUYEN BACH TRUONG CHINH	1.126.072	T01/2024	Sell
09	VIET STEEL CO., LTD	1.174.000	T05/2023	Buy
10	DO THI KIM LANG	353.788	T12/2023	Sell
11	DO VAN KHANH	825.240	T01/2024	Sell
12	DO THII KIM CUC	8.118.264	T01/2024	Sell
13	NGUYEN THI TUYET	8.160.504	T03/2024	Sell
14	DO NGOC SANG	869.929	T01/2024	Sell
15	DO DUY HIEU	397.333	T01/2024	Sell
16	NGUYEN THI LAN	3.923.467	T11/2023	Sell
17	TRUONG THANH CONG	1.700.560	T11/2023	Sell

Above is the summary report on the activities of the Board of Directors regarding the implementation of the Resolution of the General Meeting of Shareholders in 2025 and the operational orientations for 2026.

Respectfully submitted to the General Meeting for consideration and approval!

Ho Chi Minh City, June 09, 2026

ON BEHALF OF THE BOARD OF DIRECTORS

MEMBER OF THE BOARD OF DIRECTORS



POMINA STEEL CORPORATION
GENERAL MEETING OF SHAREHOLDERS 2026



REPORT OF THE SUPERVISORY BOARD
FOR THE YEAR 2025

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JUNE/2026



GENERAL SITUATION

Over the past 3 years, from 2023 until now, Pomina has fallen into an extremely difficult period.

In 2021 - 2022, the outbreak of the Covid-19 pandemic coincided with the period when Pomina was constructing its blast furnace project at Phu My 1 Industrial Zone - Ba Ria Vung Tau. This led to a prolonged duration for installation, trial runs, and preparation for official operation. The Covid-19 pandemic caused many incurred expenses, making the project's investment capital increase significantly compared to the original budget. This adverse outcome pushed Pomina into a difficult situation, forcing a production halt in September 2022.

In 2023, faced with these critical hardships, Pomina was forced to rearrange and stabilize the production and business operations of its subsidiaries and affiliated branches to gradually implement a comprehensive financial restructuring of the Pomina Group. Up to this point, although Pomina's restructuring process has shown positive improvements, it has also encountered numerous difficulties related to legal regulations, investor caution, preset conditions, etc. Specifically:

In July 2023, Pomina organized the Annual General Meeting of Shareholders (AGM), which approved the details for a private stock issuance item worth VND 701,753,430,000 from August 2023 to December 31, 2024, and approved a foreign investor ownership ratio of under 65%. Immediately after the AGM's approval, Pomina signed an advisory contract on October 11, 2023, with Vietnam Joint Stock Commercial Bank for Industry and Trade Securities Joint Stock Company (VietinBank Securities) - Ho Chi Minh City Branch, to advise on constructing the issuance plan for more than 70 million shares and offering private shares to strategic investors.

In parallel with the AGM planning to approve the foreign ownership ratio, Pomina conducted negotiations with its partner Nansei. This is a partner that has cooperated with Pomina for over 10 years in the steel industry. Following a period of joint execution of surveys and evaluations regarding asset items of the project – machinery and equipment, production and business operations, finances, consumption markets, legislation, etc. – the senior management of both sides discussed and reached an agreement to sign a Memorandum of Understanding (MOU) in September 2023, with the desire to introduce the foreign investor right during the AGM meeting. The content of the MOU stated that Pomina would transfer 51% of its shares to Nansei Co., Ltd. for a total value of USD 58,900,000.

This was an opportunity for Pomina to restore its production and business operations. Nansei Company was very serious about this transaction because they had spent a great deal of time on it; in addition to a deposit of USD 2,000,000, Nansei spent an additional large expense of over USD 1.3 million for 2 advisory and appraisal companies to execute the process. This showed that Nansei strongly desired to find a cooperation opportunity with Pomina. However, the share transfer to the foreign investor got obstructed by the State Securities Commission (SSC) regulation, which dictates that the maximum transfer ratio to foreign enterprises cannot exceed 50%. This regulation could not meet the foreign investor's initial requirement of a 51% share transfer ratio as agreed with Pomina, forcing Pomina to pivot and seek other cooperation opportunities with domestic investors and investment funds.

From 2023 until now, Pomina has actively searched for and negotiated with many investors such as: THACO Industries, Vietnam Steel Corporation (VNSteel), Vinmetal Company (under

VinGroup), etc., aiming to sign investment cooperation agreements soon. This would provide the auditing company with solid evidence regarding the remediation of the negative working capital status to assess and evaluate the going concern assumption. In the fourth quarter of 2025, the company finalized the last stage of negotiation and signed a contract with the investor, Vinmetal Company, and began restoring production at the beginning of 2026. Concurrently, Pomina is continuing its financial restructuring to gradually overcome the negative working capital situation.

OPERATIONS OF THE SUPERVISORY BOARD IN 2025

1. Summary of Supervisory Board Meetings

The Supervisory Board consists of 3 members and organized 4 meetings. Members of the Supervisory Board fully attended all meetings of the Supervisory Board, and concurrently assigned members to attend meetings of the Board of Directors.

2. Remuneration, Operating Expenses, and Other Benefits of the Supervisory Board:

In 2025, the Supervisory Board's remuneration approved by the General Meeting of Shareholders was as follows:

Unit: Million VND/month

Position	Remuneration	Operating Expenses	Other Benefits
Head of the Supervisory Board	27.850.000	0	0
Members of the Supervisory Board	0	0	0
Total	27.850.000		

RESULTS OF MONITORING THE COMPANY'S OPERATIONS AND FINANCIAL STATUS

Agreed with the Report of the Board of Directors and the financial statements for the 3 years 2023-2025 audited by AFC Auditing Company.

EVALUATION REPORT ON TRANSACTIONS:

1. Transactions between the company, its subsidiaries, and companies controlled over 50% or more of Charter Capital by the public company with members of the Board of Directors and their related persons:

ST T No	Name of organizati on/ individual	Relations hip with the Company	NSH No.* date of issue, place of issue	HQ Addre ss/Con tact addres s	Time of transacti ons with the Company	Resolution No. or Decision No. approved by General Meeting of Sharehold ers/ Board of Directors (if any, specifying date of issue)	Content, quantity, total value of transaction	Notes
01	Viet Steel Co., Ltd.	Parent Company	030112 1174	44 Hoa Binh, Hoa Binh Ward, HCM C	Year 2025	0201/NQ- HĐQT/20 24	1.068.030.000	Provisio n of services
							767.810.120	Purchase of goods
							26.665.771.05 0	Sale of goods
							514.354.028	Purchase of services
02	Pomina 2 Steel Corporati on	Subsidiar y Company	350079 3105	Phu My 1 Indust rial Zone, Phu My Ward, HCM C	Year 2025	0201/NQ- HĐQT/20 24	300.000.000	Provisio n of services
							12.485.272.28 6	Sale of supplies
							14.354.789.09 4	Loan interest

2. Transactions between the company and companies in which Board of Directors members

are founding members or enterprise managers within the last 03 closest years prior to the transaction time:

STT	NAME	NUMBER OF SHARES	TRANSACTION TIME	FORM OF TRANSACTION
01	TRƯỜNG ĐỖ THỊ CẨM HƯƠNG	2.486.118	T07/2023	Sell
02	NGUYỄN THẾ ANH TUẤN	5.818.560	T07/2023	Sell
03	ĐỖ HOÀN MỸ	200.640	T08/2023	Sell
04	ĐỖ NHUNG	7.283.927	T12/2023	Sell
05	ĐỖ THỊ NGUYỆT	4.588.103	T12/2023	Sell
06	ĐỖ THỊ KIM NGỌC	13.049.278	T03/2024	Sell
07	NGUYỄN BẠCH TRƯỜNG CHINH	1.126.000	T01/2024	Buy
08	NGUYỄN BẠCH TRƯỜNG CHINH	1.126.072	T01/2024	Sell
09	CTY THÉP VIỆT	1.174.000	T05/2023	Buy
10	ĐỖ THỊ KIM LANG	353.788	T12/2023	Sell
11	ĐỖ VĂN KHÁNH	825.240	T01/2024	Sell
12	ĐỖ THỊ KIM CÚC	8.118.264	T01/2024	Sell
13	NGUYỄN THỊ TUYẾT	8.160.504	T03/2024	Sell
14	ĐỖ NGỌC SANG	869.929	T01/2024	Sell
15	ĐỖ DUY HIẾU	397.333	T01/2024	Sell
16	NGUYỄN THỊ LAN	3.923.467	T11/2023	Sell

17	TRƯỜNG THÀNH CÔNG	1.700.560	T11/2023	Sell
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Above is the 2025 report of the Supervisory Board respectfully submitted to the 2026 Annual General Meeting of Shareholders.

Respectfully submitted to the General Meeting for consideration and approval!

ON BEHALF OF THE SUPERVISORY BOARD

HEAD OF THE BOARD



Tran To Tu

SUBMISSION

Re: Production and Business Plan for 2026

To: The General Meeting of Shareholders of Pomina Steel Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending, supplementing documents, and guiding implementation decrees;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending, supplementing documents, and guiding implementation decrees;
- Pursuant to the Charter of Organization and Operation of Pomina Steel Joint Stock Company;

Based on the production and business performance of 2025 and the development orientation of the Company for 2026, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the 2026 business plan as follows:

PRODUCTION AND BUSINESS PLAN FOR 2026 – 2027

	Item	Unit	Total 2026	Total 2027
Production Volume				
1	Hot metal	Tons	284,037	568,074
2	P3 Steel Billet	Tons	416,588	833,175
	EAF		0	0
	BF		416,588	833,175
	P2 Steel Billet	Tons	249,694	199,238
	Total Steel Billet		666,281	1,032,413
3	P1 Construction Steel	Tons	250,000	525,000
	P2 Construction Steel		393,750	472,500
	Total Construction Steel		643,750	997,500
Business result				
	Revenue		8,511,186,230,000	13,194,293,474,000
EAF Production Costs	Production Costs EAF P2; P3		2,104,498,348,826	0
	Total Raw Material Costs		1,980,602,825,464	0
	Total Other Production Costs		123,895,523,362	0
BF Production Costs	BF Production Costs		2,962,929,486,948	6,222,151,922,590

Total Raw Material Costs	2,747,463,736,948	5,769,673,847,590
Total Other Production Costs	215,465,750,000	452,478,075,000
P2 Production Costs	2,714,107,778,414	5,699,626,334,669
Total Raw Material Costs	2,548,913,747,264	5,352,718,869,254
Total Other Production Costs	165,194,031,150	346,907,465,415
SG&A Expenses	57,064,557,183	62,252,244,200
Delivery Expenses to Construction Sites	174,040,074,900	241,664,338,620
Land Lease	24,928,360,481	27,194,575,070
EBITDA	473,617,623,248	941,404,058,851

Respectfully submitted to the General Meeting of Shareholders for consideration.

Thank you very much!

HCMC, June 09, 2026

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF THE BOARD OF DIRECTORS**



ĐO TIEN SI

No: 2606.0803 / TTr- ĐHĐCĐ

Ho Chi Minh City, June 8, 2026

SUBMISSION

Re: Selection of an Independent Audit Firm for the 2026 Financial Statements

To: The General Meeting of Shareholders of Pomina Steel Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amending, supplementing documents, and guiding implementation decrees;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amending, supplementing documents, and guiding implementation decrees;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities, and its amending, supplementing documents, and guiding implementation decrees;
- Pursuant to the Charter of Organization and Operation of Pomina Steel Joint Stock Company;

Based on the proposal and recommendation of the Supervisory Board regarding the selection of the list of approved audit firms to conduct the audit of the Company's financial statements for the fiscal year 2026;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the shortlist of independent audit firms for the 2026 Financial Statements as follows:

1. Ernst & Young Vietnam Co., Ltd. (E&Y)
2. AFC Vietnam Auditing Co., Ltd. (AFC)
3. RSM Vietnam Auditing & Consulting Co., Ltd. (RSM)

The General Meeting of Shareholders authorizes the Board of Directors to select one of the audit firms from the approved shortlist above.

Respectfully submitted to the General Meeting of Shareholders for consideration.

Thank you very much!

HCMC, June 09, 2026

**ON BEHALF OF THE BOARD OF DIRECTORS
MEMBER OF THE BOARD OF DIRECTORS**

