



**THUAN DUC  
JOINT STOCK COMPANY**

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

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No. 2208/2025/NQ-ĐHĐCĐ-TDP

*Hung Yen, August 22, 2025*

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS  
IN THE FORM OF COLLECTING SHAREHOLDERS' OPINIONS IN  
WRITING**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019;
- Pursuant to Law No. 56/2024/QH15 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on the State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, the Law on Handling of Administrative Violations passed by the National Assembly on November 29, 2024 and guiding documents;
- Pursuant to the Charter of organization and operation of Thuan Duc Joint Stock Company;
- Based on the Minutes of vote counting dated August 22, 2025 on collecting shareholders' opinions in writing.



**RESOLUTION**

**Article 1:** Approving the dismissal of Mr. Pham Van Chi from the position of member of the Board of Directors and the additional election of Mr. Tran Van Thanh to hold the position of member of the Board of Directors of the Company for the term 2025 – 2030 according to the contents of Report No. 01/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors of the Company (*Report on dismissal and election of additional members of the Board of Directors attached*).

After dismissing Mr. Pham Van Chi and electing Mr. Tran Van Thanh, the Board of Directors of the Company for the term 2025 – 2030 consists of the following names:

STT	Name of Board Member	Position
1	Mr. Nguyen Duc Cuong	Chairman of the Board of Directors
2	Ms. Ngo Kim Dung	Member of the Board of Directors
3	Mr. Bui Quang Sy	Member of the Board of Directors
4	Mr. Tran Dang Duy	Member of the Board of Directors
5	Ms. Nguyen Kim Anh	Member of the Board of Directors
6	Mr. Nguyen Van Truong	Independent Member of the Board of Directors
7	Mr. Tran Van Thanh	Independent Member of the Board of Directors

**Article 2:** Approval of the policy of issuance of bonds to the public according to the contents of Report No. 02/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors of the Company (*Report on approval of the policy of issuance of bonds to the public attached*).

**Article 3:** Approving the listing of bonds issued to the public according to the contents of Report No. 03/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors of the Company (*Report approving the listing of bonds issued to the public is attached*).

**Article 4.-** Organization of implementation

The Board of Directors of Thuan Duc Joint Stock Company, the Board of Directors, the Supervisory Board and relevant persons are responsible for performing the tasks assigned by

the General Meeting of Shareholders in this Resolution in order to ensure the interests of shareholders and the Company and comply with the provisions of law.

**Recipients:**

- Shareholders (posted on the Company's website);
- SSC, Ho Chi Minh City Stock Exchange. Ho Chi Minh City, HNX (report);
- Member of the Board of Directors, Board of Directors, Supervisory Board;
- Save the VP.

**GENERAL MEETING OF SHAREHOLDERS**

**Chairman of the Board of Directors**

*(Signed)*

**NGUYEN DUC CUONG**





**THUAN DUC  
JOINT STOCK COMPANY**

No. 02/2025/TTr-ĐHDCĐ-TDP

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

Hung Yen, July 28, 2025

## **STATEMENT**

*(Re: issuance of bonds to the public)*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and its guiding documents;
- Pursuant to Law No. 56/2024/QH15 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on the State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, the Law on Handling of Administrative Violations passed by the National Assembly on November 29, 2024 and guiding documents;
- Pursuant to the Charter of organization and operation of Thuan Duc Joint Stock Company;
- Based on the situation of production and business activities and capital needs of the Company.



The Board of Directors (BOD) of Thuan Duc Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the policy of issuing bonds to the public with the following contents:

### **I. Approval of the bond issuance plan**

Issuer	Thuan Duc Joint Stock Company
Bond Type	Non-convertible, non-warranted, asset-backed corporate bonds.
Bond form	Bookkeeping or electronic data
Release form	Issuance of bonds to the public
Participants in the offering	Investors are domestic and foreign organizations and individuals in accordance with the provisions of

	law
Total par value issued	Up to VND 350,000,000,000 (Three hundred and fifty billion VND). Authorize the Board of Directors to decide in detail the total par value of the issue.
Issue currency	Vietnamese Dong (VND)
Face value of a bond	100,000 VND (One hundred thousand VND)/Bond
Number of bonds issued	Maximum 3,500,000 bonds. Authorize the Board of Directors to decide in detail the number of bonds issued.
Asking price	100% of the face value of bonds
Minimum purchase volume of each investor	Authorize the Board of Directors to decide
Expected issuance time	Authorize the Board of Directors to decide
Term	03 (three) years from the date of bond issuance
Release completion date	It is the last day the Investor pays for the Bond purchase as prescribed in the bond issuance notice. Authorize the Board of Directors to decide.
Principal payment method	Authorize the Board of Directors to decide
Interest payment method	Authorize the Board of Directors to decide
Bond Interest	Authorize the Board of Directors to decide
Purpose of use of capital	<p>(i) Increase the size of the Issuer's working capital, and/or;</p> <p>(ii) Implementation of investment programs and projects of the Issuer, and/or</p> <p>(iii) Investing in capital contribution, purchase of shares, purchase of contributed capital in companies in the system to expand the scale of operation of the company.</p> <p>Authorize the Board of Directors to decide on details, amendments and supplements to the purpose of using capital, detailed plans and plans for using capital.</p>
Plan on allocation of capital sources for payment of bond principal and interest	<p>Sources of principal and interest payments of bonds will be able to be obtained from the following sources:</p> <p>(i) Business profits of the Issuer, investments and</p>

	other lawful revenues of the Issuer and/or (ii) other sources of capital
Other conditions	Specific provisions in the detailed issuance plan shall be decided by the Board of Directors.
Governing Law	Vietnamese Law

## II. Through authorization

The General Meeting of Shareholders authorizes the Board of Directors to decide on all issues related to the bond issuance, including but not limited to the following tasks:

1. The General Meeting of Shareholders authorizes the Board of Directors of the Company to decide in detail, amend and supplement the contents of the issuance plan and the terms and conditions of bonds including but not limited to: number of issuances, volume, time and plan to use capital of each offering, capital use plan, issuer, issuance date, maturity, bond interest rate, method and source of payment of principal, bond interest, collateral of bonds; and/or other issues related to bond issuances (if any) on the principle of absolute assurance of interests of shareholders and issuers.
2. Proactively develop and explain dossiers to competent agencies. At the same time, they are allowed to actively adjust relevant issuance plans and dossiers at the request of functional agencies and comply with the law.
3. Approve the Bond Conditions and decide on the actual number of Bonds issued, approve all relevant documents and dossiers, proactively issue relevant Resolutions in service of the Bond issuance in accordance with current laws.
4. Decide on the selection of organizations related to the issuance, issuance agents, and issuance consultants and the appropriate time of issuance to ensure the maximum interests of shareholders and issuers.
5. Formulate and approve a detailed plan on the use of capital raised from the issuance in accordance with the Terms and Conditions of the Bonds and the plan to repay the principal and interest of the Bonds.
6. Other related jobs.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

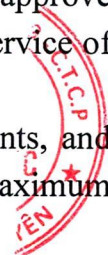
**Recipients:**

- Shareholders (post the company's website);
- Member of the Board of Directors, Board of Directors, Supervisory Board;
- Save the VP.

**BOARD CHAIRMAN  
OF THE BOARD OF DIRECTORS**

*(Signed)*

**NGUYEN DUC CUONG**





**THUAN DUC  
JOINT STOCK COMPANY**

**CÔNG TY CỔ PHẦN  
THUAN ĐỨC**

No. 2208/BB-DHDCD-TDP

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence – Freedom – Happiness**

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*Hung Yen, August 22, 2025*

**MINUTES OF COUNTING VOTES OF SHAREHOLDERS  
IN THE FORM OF COLLECTING SHAREHOLDERS' OPINIONS IN WRITING**

Today, at 10:00 a.m. on August 22, 2025 at the Hall of Thuan Duc Joint Stock Company, the Board of Directors of the Company organized a vote count for shareholders' opinions in writing with the following contents:

**I. Company Information**

- Company name: Thuan Duc Joint Stock Company
- Head office address: Bang Ngang Village, Luong Bang Commune, Hung Yen Province
- Phone: (84-022) 13810 705 Fax: (84-022) 13810 705
- Tax code: 0900264799
- Business registration certificate: No. 0900264799 issued by the Department of Planning and Investment of Hung Yen province amended for the 17th time on 26/09/2024

**II. Composition of the Vote Counting Committee**

1. Mr. Nguyen Duc Cuong – Chairman of the Board of Directors – Head of the Vote Counting Committee
2. Mr. Bui Quang Sy - Member of the Board of Directors, General Director - Member of the Vote Counting Committee
3. Mr. Bui Huy Hoang – Head of the Supervisory Board – Supervising/witnessing the vote counting
4. Ms. Duong Thi Thu Hoai – Member of the Supervisory Board - Supervising/witnessing the vote counting
5. Ms. Nguyen Thi Thao – Specialist – Secretary performs the vote counting.

**III. Purpose and issues for seeking shareholders' opinions in writing**

**1. Purpose of collecting opinions**

The Chairman of the Board of Directors (BOD) of the Company shall organize the collection of shareholders' opinions in writing to approve matters under the jurisdiction of the General Meeting of Shareholders, including:



- (i) Proposal approving the dismissal and election of additional members of the Board of Directors of the Company for the term 2025-2030;
- (ii) Proposal for approval of the policy of issuance of bonds to the public;
- (iii) Proposal to approve the listing of bonds issued to the public during the period from the date of holding the Extraordinary General Meeting of Shareholders in 2025 (in the form of written comments) to the date of holding the Annual General Meeting of Shareholders in 2026.

## **2. Issues that need to be consulted to pass the Resolution**

- 2.1 Approving the dismissal of Mr. Pham Van Chi from the position of independent member of the Board of Directors (BOD) according to the resignation letter and the additional election of Mr. Tran Van Thanh to hold the position of independent member of the Board of Directors according to the content of Report No. 01/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors;
- 2.2 Approving the Regulation on the election of additional members of the Board of Directors for the term 2025 – 2030;
- 2.3 Election of additional members of the Board of Directors for the term 2025 – 2030;
- 2.4 Approving the policy of issuing bonds to the public according to the Report No. 02/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors;
- 2.5 Approve the listing of bonds issued to the public during the period from the date of holding the Extraordinary General Meeting of Shareholders in 2025 (in the form of collecting written opinions) to the date of holding the Annual General Meeting of Shareholders in 2026 according to the Report No. 03/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors.

## **IV. Vote counting**

### **1. Number of votes issued**

- According to the list of shareholders provided by the Vietnam Securities Depository and Clearing Corporation on the last registration date of 23/07/2025, there are 451 shareholders, owning 88,222,250 ordinary shares, corresponding to the Company's charter capital of VND 882,222,500,000.
- On 01/08/2025, Thuan Duc Joint Stock Company sent a written shareholder opinion poll to 451 shareholders by the following methods, specifically:
  - + Sent directly to shareholders: 45 shareholders
  - + Mailing: 110 shareholders

+ Unable to send letters: 296 shareholders, due to lack of phone numbers and clear addresses, do not meet the conditions for sending outgoing letters according to the regulations of Kim Dong post office.

## **2. Number of votes collected**

The total number of shareholders who have submitted the Opinion Poll to the Company as of 12:00 on August 20, 2025 is 51 shareholders, owning 85,337,911 voting shares, accounting for 96.73% of the total voting shares of the Company. In which:

- Form of replying to the shareholders' opinion poll in writing:

+ Sent directly at the Company's head office: 45 shareholders, equivalent to 79,943,255 shares, accounting for 90.62% of the total voting shares.

+ Sending a letter to the Company's head office: 06 shareholders, equivalent to 5,394,656 shares, accounting for 6.11% of the total voting shares.

+ Sent to email: 0 shareholders, accounting for 0% of the total voting shares.

+ Fax: 0 shareholders accounting for 0% of the total voting shares.

- The total number of valid votes is 51 votes, equivalent to 85,337,911 shares, accounting for 96.73% of the total voting shares.

- Invalid votes: 0 votes

## **V. Results of voting on issues to collect shareholders' opinions to approve the Resolution**

**1. Approving the dismissal of Mr. Pham Van Chi from holding the position of independent member of the Board of Directors (BOD) according to the resignation letter and the additional election of Mr. Tran Van Thanh to hold the position of independent member of the Board of Directors according to the content of Report No. 01/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors.**

STT	Voting opinion	Number of votes Valid	Ratio %/Total number of shares with voting rights
1	Endorsement	85.337.911	100%
2	Disapprove	0	0
3	No Comments	0	0

**2. To approve the Regulation on the election of additional members of the Board of Directors for the term 2025 – 2030.**

STT	Voting opinion	Number of votes Valid	Ratio %/Total number of shares with voting rights
1	Endorsement	85.337.911	100%
2	Disapprove	0	0
3	No Comments	0	0

**3. Approve the election of additional members of the Board of Directors for the term 2025 - 2030.**

STT	Full name of candidate	Number of votes voted	Percentage % Number of votes voted/Total number of voting shares
1	Mr. Tran Van Thanh	85.337.911	100%

**4. Approving the policy of issuing bonds to the public according to the Report No. 02/2025/TTr-ĐHĐCĐ-TDP dated 28/07/2025 of the Board of Directors.**

STT	Voting opinion	Number of votes Valid	Percentage % Number of votes/Total number of voting shares
1	Endorsement	85.337.911	100%
2	Disapprove	0	0
3	No Comments	0	0

**5. Approve the listing of bonds issued to the public during the period from the date of holding the Extraordinary General Meeting of Shareholders in 2025 (in the form of written opinions) to the date of holding the Annual General Meeting of Shareholders in 2026 according to the Report No. 03/2025/TTr-ĐHĐCĐ-TDP dated July 28, 2025 of the Board of Directors.**

STT	Voting opinion	Number of valid votes	Ratio %/Total number of shares with voting rights
1	Endorsement	85.337.911	100%
2	Disapprove	0	0
3	No Comments	0	0

## **VI. Adopted decisions**

1. Approving the dismissal of Mr. Pham Van Chi from holding the position of independent member of the Board of Directors (BOD) according to the resignation letter and the additional election of Mr. Tran Van Thanh to hold the position of independent member of the Board of Directors;
2. To approve the policy of issuance of bonds to the public;
3. Approve the listing of bonds issued to the public during the period from the date of holding the Extraordinary General Meeting of Shareholders in 2025 (in the form of collecting written opinions) to the date of holding the Annual General Meeting of Shareholders in 2026.

The counting of votes for shareholders' opinions in writing ended at 12:00 on the same day.

The vote counting record is unanimously approved and signed by all members of the Vote Counting Committee below.

### **Signatures of members of the Vote Counting Committee**

**Board Chairman of the Board of  
Directors – Head of the Vote Counting  
Committee**

*(Signed)*

**Nguyen Duc Cuong**

**Member of the Board of Directors  
cum General Director  
Director – Member**

*(Signed)*

**Bui Quang Sy**



**Monitoring/Witnessing  
Head of the Supervisory  
Board**

*(Signed)*

**Bui Huy Hoang**

**Monitoring/Witnessing  
Control Board**

*(Signed)*

**Duong Thi Thu Hoai**

**Implementation  
Secretary**

**Counting votes**

*(Signed)*

**Nguyen Thi Thao**