

MEETING MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
NAM MEKONG GROUP JOINT STOCK COMPANY

Company name : NAM MEKONG GROUP JOINT STOCK COMPANY (VC3)
Head office : 11th floor, Geleximco Tower, 36 Hoang Cau Street, O Cho Dua Ward, Dong Da District, Hanoi
Business : No.0101311837 dated 17 Sep 2002, issued by
Registration : Hanoi Department of Planning and Investment and 26th change
Certification : dated 09 Aug 2024.
Venue : Conference Hall, 4th floor, Geleximco Tower, 36 Hoang Cau Street, O Cho Dua Ward, Dong Da District, Hanoi
Time : 08:00am – 12 May 2025
Meeting agenda : The Agenda of Annual General Meeting of Shareholders 2025 approved by the General Meeting of Shareholders (attached with the Meeting Minutes)
Meeting Chairman : Mr. Kieu Xuan Nam – Chairman of the Board of Directors
Meeting Secretary : Ms: Nguyen Thi Thu Nga – Head of the Secretariat

1. OPENING OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Report on verification of the qualifications of shareholders attending the Annual General Meeting of Shareholders (“AGM”) 2025:

Mrs. Dang Thi Hao represented the Shareholders’s Eligibility Verification Committee to report the results of eligibility of Shareholders and authorized representatives attending the Meeting:

- The total number of shareholders to be invited to attend the AGM 2025 (according to the list of shareholders at 09 April 2025) which was 765 shareholders, representing 125.150.939 of number of voting shares of the Company;
- Up to 08:30, 12 May 2025, the total number of shareholders attending the AGM was 24 shareholders (included shareholders and authorized representatives), representing 93.118.679 shares, accounting for 74,4% of total number of voting shares of the Company



Pursuant to the Law on Enterprises, the Law on Securities and the Charter of Company, the AGM 2025 of Nam Mekong Group Joint Stock Company was eligible to proceed.

2. Opening Procedures of the AGM

Mr Ha Ngoc Tuyen represented the Organizing Committee to announce opening and introducing the participants of the Meeting including: Shareholders, members of the Board of Directors ("BOD") , members of the Supervisory Board, Board of Management ("BOM") and guests.

3. Approval of the Presiding Board Members, the Secretariat, the Vote-counting Committee:

There were 100% of shareholders attending the Meeting who voted and approved the members of the Presiding Board Members, the Secretariat and the Vote-counting Committee:

▪ The Presiding Board Members:

- Mr: Kieu Xuân Nam Chairman of the BOD, the Meeting Chairman
- Mr: Đặng Minh Hue Member
- Mr: Phạm Xuân Uông Member

▪ The Secretariat: The Meeting Chairman assigned the Secretariats including:

- Ms: Nguyễn Thị Thu Nga Head of the Secretariat
- Ms: Luyen Ngọc Linh Member

▪ The Vote-counting Committee:

- Ms: Dang Thi Hao Head of Vote-counting Committee
- Ms: Phan Ta Thanh Huyen Member
- Ms: Đào Thị Thuý Nga Member
- Ms: Nguyễn Thị Anh Minh Member
- Mr: Nguyễn Đức Canh Member

4. The Meeting Agenda and Provisions

▪ The Approval of the Meeting Agenda with results:

Total number of voting ballots: 93.118.679 ballots;

Including:

- Number of valid ballots: **93.118.679** ballots Ratio: 100%
- Number of invalid ballots: **0** ballots Ratio: 0%

Voting results:

- Total amount of Approved ballots: **93.118.679** ballots Ratio: 100%
- Total amount of Disapproved ballots: **0** ballots Ratio: 0%
- Total amount of Abstain ballots: **0** ballots Ratio: 0%

▪ The Approval of the Meeting process and voting provisions with results::

Total number of voting ballots: 93.118.679 ballots;

Including:

- Number of valid ballots: **93.118.679** ballots Ratio: 100%
- Number of invalid ballots: 0 ballots Ratio: 0%

Voting results:

- Total amount of Approved ballots: **93.118.679** ballots Ratio: 100%
- Total amount of Disapproved ballots: 0 ballots Ratio: 0%
- Total amount of Abstain ballots: 0 ballots Ratio: 0%

▪ **The Approval of the Meeting election provisions with results::**

Total number of voting ballots: 93.118.679 ballots;

Including:

- Number of valid ballots: **93.118.679** ballots Ratio: 100%
- Number of invalid ballots: 0 ballots Ratio: 0%

Voting results:

- Total amount of Approved ballots: **93.118.679** ballots Ratio: 100%
- Total amount of Disapproved ballots: 0 ballots Ratio: 0%
- Total amount of Abstain ballots: 0 ballots Ratio: 0%

I. CONTENTS OF REPORTS AND PROPOSALS PRESENTED AT THE AGM

1. Mr. Kieu Xuan Nam – Chairman of the BOD: Presented the operation of the Board of Directors in 2024 and business plan for 2025

2. Mr. Phi Anh Dung – Independent member of the BOD: Presented the operation of the Independent Board Members in 2024.

3. Mr. Dang Minh Hue – Chief Executive Officer: Presented the operation of the Executive Board in 2024 and business plan for 2025.

4. Mr. Nguyen Tuan Minh – Member of the Supervisory Board: Presented the operation of the Supervisory Board's activities in 2024 and business plan for 2025.

5. Ms. Phan Ta Thanh Huyen – Chief Accountant presented:

- Proposal - Approving the 2024 Audited Financial Statements;
- Proposal - Approving the 2024 profit distribution plan;
- Proposal - Approving of the shares issuance plan to pay dividends for the year 2024;

6. Mr. Pham Xuan Uong – representative of the Presiding: Presented Proposal for the approval of the 2025 business plan.

7. Ms. Phan Ta Thanh Huyen – Chief Accountant: Presented:

- Proposal – Approving the selection of the auditing company for the fiscal year 2025
- Proposal for selection of audit unit for the fiscal year 2025;
- Proposal – Approving the 2024 remuneration plan for the Board of Directors and Supervisory Board and the 2025 remuneration plan;
- Proposal – Approving the shares issuance plan under the Employee Stock Ownership Plan (ESOP);
- Proposal – Approving the Bond Issuance Plan.

8. Mr. Pham Xuan Uong – Representative of the Presiding: Presented:

- Proposal – Approving the Using the Company's Assets as Collateral for Third Parties;
- Proposal – Approving the authorization for the Board of Directors to continue implementing ongoing projects and approve investment or business cooperation in new projects in accordance with the company's charter and legal regulations;
- Proposal – Approving the authorization of the Board of Directors to decide on certain matters under the authority of the General Meeting of Shareholders;

III. SHAREHOLDERS ATTENDING THE DISCUSSION

The shareholders attending the meeting focused on listening and asking questions to the Presiding Committee of the General Meeting about business plans in 2025. The Presiding Committee has fully answered the content of issues raised by shareholders.

IV. CONDUCT VOTING (BY SECRET BALLOTS)

The General Meeting of Shareholders shall vote on the contents of the Reports/Proposals at the General Meeting, including:

- Report on the operation of the BOD in 2024 and business plan for 2025;
- Report on the operation of the Independent Board Members in 2024;
- Report on the operation of the Executive Board in 2024 and business plan for 2025;
- Report on the operation of the Supervisory Board's activities in 2024 and business plan for 2025;
- Proposal – Approving the 2024 Audited Financial Statements;
- Proposal – Approving the 2024 profit distribution plan;
- Proposal – Approving the shares issuance plan to pay dividends for the year 2024;
- Proposal – Approving the 2025 business plan;
- Proposal – Approving the selection of the auditing company for the fiscal year 2025;
- Proposal – Approving the 2024 remuneration plan for the Board of Directors and Supervisory Board and the 2025 remuneration plan;
- Proposal – Approving the shares issuance plan under the Employee Stock Ownership Plan (ESOP);
- Proposal – Approving the Bond Issuance Plan;
- Proposal – Approving the Using the Company's Assets as Collateral for Third Parties;
- Proposal – Approving the authorization for the Board of Directors to continue implementing ongoing projects and approve investment or business cooperation in new projects in accordance with the company's charter and legal regulations;
- Proposal – Approving the authorization of the Board of Directors to decide on certain matters under the authority of the General Meeting of Shareholders.

V. THE VOTING RESULTS

1. The voting results at the AGM

Up to the time of voting on the contents presented at the General Meeting, the number of shareholders attending was 25 shareholders (including shareholders attending directly

and authorized representatives), due to the addition of one late-arriving shareholder so the number of shareholders with voting rights was 25 shareholders, owning: 93.183.279 shares, accounting for 74,5% of the Company's voting shares. The vote counting results at the AGM are as follows:

- Total number of written ballots sent to shareholders: 25 ballots, representing 93.183.279 shares
- Total number of submitted ballots by shareholders: 25 ballots, representing 93.183.279 shares. Including:
 - + Number of valid ballots: 25 ballots, representing 93.183.279 shares;
 - + Number of invalid ballots: 0 shares, representing 0 shares.
 - + Number of abstained ballots: 0 ballots, representing 0 shares.

Voting results:

No.	Voting Resolutions	Approved		Disapproved		Abstain	
		Number of shares represented	Ratio (%)	Number of shares represented	Ratio (%)	Number of shares represented	Ratio (%)
1	Report on the operation of the Board of Directors in 2024 and business plan for 2025	93.183.279	100%	0	0	0	0
2	Report on the operation of the Independent Board Members in 2024	93.183.279	100%	0	0	0	0
3	Report on the operation of the Executive Board in 2024 and business plan for 2025	93.183.279	100%	0	0	0	0
4	Report on the operation of the Supervisory Board's activities in 2024 and business plan for 2025	93.183.279	100%	0	0	0	0
5	Proposal – Approving the 2024 audited financial statements	93.183.279	100%	0	0	0	0

No.	Voting Resolutions	Approved		Disapproved		Abstain	
		Number of shares represented	Ratio (%)	Number of shares represented	Ratio (%)	Number of shares represented	Ratio (%)
6	Proposal – Approving the 2024 profit distribution plan	93.183.279	100%	0	0	0	0
7	Proposal – Approving the shares issuance plan to pay dividends for the year 2024	93.183.279	100%	0	0	0	0
8	Proposal – Approving the 2025 business plan	93.183.279	100%	0	0	0	0
9	Proposal – Approving the selection of the auditing company for the fiscal year 2025	93.183.279	100%	0	0	0	0
10	Proposal – Approving the 2024 remuneration plan for the Board of Directors and Supervisory Board and the 2025 remuneration plan	93.183.279	100%	0	0	0	0
11	Proposal – Approving the shares issuance plan under the Employee Stock Ownership Plan (ESOP)	93.183.279	100%	0	0	0	0
12	Proposal – Approving the Bond Issuance Plan	93.183.279	100%	0	0	0	0
13	Proposal – Approving the Using the Company's Assets as Collateral for Third Parties	93.183.279	100%	0	0	0	0

10131
CÔNG
CỔ PH
TẬP Đ
NAM M
NG ĐA

No.	Voting Resolutions	Approved		Disapproved		Abstain	
		Number of shares represented	Ratio (%)	Number of shares represented	Ratio (%)	Number of shares represented	Ratio (%)
14	Proposal – Approving the authorization for the Board of Directors to continue implementing ongoing projects and approve investment or business cooperation in new projects in accordance with the company's charter and legal regulations	93.183.279	100%	0	0	0	0
15	Proposal – Approving the authorization of the Board of Directors to decide on certain matters under the authority of the General Meeting of Shareholders	93.183.279	100%	0	0	0	0

VI. APPROVAL OF CONTENTS

Based on the voting results at the General Meeting, the 2025 Annual General Meeting of Shareholders of Nam Mekong Group Joint Stock Company has unanimously approved the following contents:


No.	Approved Contents	Ratio of approved voting shares (%)
1	Report on the operation of the Board of Directors in 2024 and business plan for 2025	100%
2	Report on the operation of the Independent Board Members in 2024	100%
3	Report on the operation of the Executive Board in 2024 and business plan for 2025	100%

No.	Approved Contents	Ratio of approved voting shares (%)
4	Report on the operation of the Supervisory Board's activities in 2024 and business plan for 2025	100%
5	Proposal – Approving the 2024 audited financial statements	100%
6	Proposal – Approving the 2024 profit distribution plan	100%
7	Proposal – Approving the shares issuance plan to pay dividends for the year 2024	100%
8	Proposal – Approving the 2025 business plan	100%
9	Proposal – Approving the selection of the auditing company for the fiscal year 2025	100%
10	Proposal – Approving the 2024 remuneration plan for the Board of Directors and Supervisory Board and the 2025 remuneration plan	100%
11	Proposal – Approving the shares issuance plan under the Employee Stock Ownership Plan (ESOP)	100%
12	Proposal – Approving the Bond Issuance Plan	100%
13	Proposal – Approving the Using the Company's Assets as Collateral for Third Parties	100%
14	Proposal – Approving the authorization for the Board of Directors to continue implementing ongoing projects and approve investment or business cooperation in new projects in accordance with the company's charter and legal regulations	100%
15	Proposal – Approving the authorization of the Board of Directors to decide on certain matters under the authority of the General Meeting of Shareholders	100%

VII. CLOSING PROCEDURES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

1. Ms Luyen Ngoc Linh on behalf of the Secretariat, read the Draft Minutes and Draft Resolution of the 2025 Annual General Meeting of Shareholders of Nam Mekong Group Joint Stock Company.

Mr Ha Ngoc Tuyen asked for the voting opinions of the General Meeting on the approval of the Minutes and the Resolution presented: 100% of shareholders with voting rights at the General Meeting voted to approve the full text of the Minutes and Resolution of the 2025 Annual General Meeting of Shareholders of Nam Mekong Group Joint Stock Company.

2. Mr Ha Ngoc Tuyen represented the Organization Committee declared that the AGM 2025 was closed.
3. The AGM 2025 of Nam Mekong Group Joint Stock Company ended at 11:30 on the same day 

**ON BEHALF OF
THE SECRETARIAT
HEAD OF THE SECRETARIAT**



NGUYEN THI THU NGA

THE MEETING CHAIRMAN



KIEU XUAN NAM

RESOLUTION
THE GENERAL MEETING OF SHAREHOLDERS 2025
NAM MEKONG GROUP JOINT STOCK COMPANY

Pursuant to the Law on Enterprises and current guiding documents;

Pursuant to the Law on Securities and current guiding documents;

Pursuant to the Charter of Nam Mekong Group Joint Stock Company;

Pursuant to the Reports and the Proposals by the Board of Directors, the Executive Board and the Board of Supervision at the Annual General Meeting of Shareholders 2025 of Nam Mekong Group Joint Stock Company;

Pursuant to the Minutes of Vote Counting Results and the Minutes of the Annual General Meeting of Shareholders dated 12 May 2025 of Nam Mekong Group Joint Stock Company.

RESOLVE

Article 1. Approval of the Reports as follow:

1. Report on the operation of the Board of Directors in 2024 and business plan for 2025;
2. Report on the operation of the Independent Board Members in 2024;
3. Report on the operation of the Executive Board in 2024 and business plan for 2025;
4. Report on the operation of the Supervisory Board's activities in 2024 and business plan for 2025.

Article 2. Approval of the 2024 Audited Financial Statements (*According to the Proposal No.01 dated 12 May 2025 by the Board of Directors*)

Article 3. Approval of the 2024 Profit distribution plan (*According to the Proposal No.2 dated 12 May 2025 by the Board of Directors*):

No.	ITEM	VALUE (VND)
1	Undistributed after-tax profit of the parent Company's shareholders	121.028.328.160
2	2024 profit distribution plan	
2.1	Remuneration for non-concurrent BOD & Supervisory Board members	30.000.000

2.2	<i>Payment of 2024 dividend in shares (Expected dividend payout ratio 9% on the charter capital at the time of the 2025 Annual General Shareholders Meeting, which is VND 1,251,509,390,000)</i>	112.635.840.000
2.3	<i>Retained 2024 profit</i>	8.362.488.160

Article 4. Approval of the shares issuance plan to pay dividends for the year 2024 (According to the Proposal No.03 dated 12 May 2025 by the Board of Directors)

Article 5. Approval of the 2025 business plan (According to the Proposal No.04 dated 12 May 2025 by the Board of Directors):

Unit: Million dong

No.	Indicators	2024 Plan	2024 Implementation	2025 Plan	% 2025 Plan/2024 Implementation
I	Revenue	1.158.929	612.794	763.276	124,56%
1	Real estate business	1.142.929	608.053	754.776	124,13%
2	Financial revenue	12.000	1.024	3.500	341,79%
3	Other business	4.000	3.315	5.000	150,83%
II	Profit before tax	252.929	94.358	211.054	223,67%
III	Profit after tax of the parent company's shareholders	199.029	65.466	168.843	257,91%
IV	Dividend	17%	12%	9%	75,00%

Article 6. Approval of the selection of the auditing company for the fiscal year 2025 (According to the Proposal No.05 dated 12 May 2025 by the Board of Directors).

Article 7. Approval of the 2024 remuneration plan for the Board of Directors and Supervisory Board and the 2025 remuneration plan (According to the Proposal No.06 dated 12 May 2025 by the Board of Directors):

1. The remuneration of the Member of the Board of Directors not named in the Company's Payroll does not exceed 10,000,000VND/person/month (excluding personal income tax);

2. The remuneration of the Head of the Supervisory Board who is not named in the Company's Payroll is 2,000,000 VND/person/month (excluding personal income tax);

3. The remuneration of the Supervisory Board Member who is not named in the Company's Payroll is 1,000,000 VND/person/month (excluding personal income tax);

Members of the Board of Directors and Supervisory Board named in the Company's Payroll are not entitled to receive remuneration, only salary and bonus according to the Company's internal regulations and regulations.

Article 8. Approval of the shares issuance plan under the Employee Stock Ownership Plan (ESOP); (According to the Proposal No.07 dated 12 May 2025 by the Board of Directors).

Article 9. Approval of the Bond Issuance Plan (According to the Proposal No.08 dated 12 May 2025 by the Board of Directors).


Article 10. Approval of the Using the Company's Assets as Collateral for Third Parties (According to the Proposal No.09 dated 12 May 2025 by the Board of Directors).

Article 11. Approval of the authorization for the Board of Directors to continue implementing ongoing projects and approve investment or business cooperation in new projects in accordance with the company's charter and legal regulations (According to the Proposal No.10 dated 12 May 2025 by the Board of Directors).

Article 12. Approval of the authorization of the Board of Directors to decide on certain matters under the authority of the General Meeting of Shareholders (According to the Proposal No.11 dated 12 May 2025 by the Board of Directors).

Article 13. Implementation terms

The Resolution has been approved by the 2025 Annual General Meeting of Shareholders of Nam Mekong Group Joint Stock Company and shall take effect from May 12, 2025.

The Board of Directors, the Board of General Directors, the Supervisory Board and relevant departments/departments/units are responsible for implementing this Resolution, ensuring the interests of Shareholders and the Company and complying with the provisions of Law. 

Recipients:

- States Securities Commission of Vietnam, Hanoi Stock Exchange;
- Board of Directors; Supervisory Board
- Executive Board;
- Shareholders, Website;
- For Nam Mekong Group JSC Archives.



KIEU XUAN NAM

2024 OPERATION REPORT AND 2025 OPERATION PLAN OF THE BOD AT THE 2025 ANNUAL GENERAL SHAREHOLDERS MEETING

Dear: 2025 ANNUAL GENERAL SHAREHOLDERS MEETING

I. Assessing the business performance of the Company in 2024

Vietnam's real estate ("BDS") market in 2024 has seen positive changes compared to the Covid-19 period thanks to major steps forward in completing the legal corridor with 3 new Laws (Housing Law, Real Estate Business Law, Land Law) being promulgated and taking effect early (from August 2024), along with the close direction and management of the Party, State, and Government. 2024 can be considered a pivotal year, a foundation for the BDS market to develop in a new era.

However, due to objective factors such as investors still tending to maintain a cautious attitude, liquidity in the market is showing signs of a slight decrease in the high-end segment, but still maintains stability in housing products that meet actual housing needs combined with many constituent factors including a synchronous technical infrastructure system, social infrastructure, commercial centers, security management, etc. The implementation of the 2024 business targets set by the General Shareholders Meeting ("ĐHĐCĐ") is as follows:

2024 BUSINESS RESULTS

Unit: Million VND

No.	Key indicators	2024 Plan	2024 Implementation	% Implementation compared to the 2024 Plan
I	Revenue	1,158,929	612,392	52.84%
1	Real estate revenue	1,142,929	608,053	53.20%
2	Other revenue	16,000	4,339	27.12%
II	Total profit before tax	252,929	94,358	37.31%
III	Total profit after tax	199,029	65,466	32.89%
IV	Dividend	17%	12%	70.59%

(Source: 2024 Audited Consolidated Financial Statements)

In 2024, the Company's business results: Revenue reached 612,392 million VND, Profit reached 94,358 million VND. The Company's revenue and profit during the year mainly came from real estate business activities.

The Company completed 52.84% of the Revenue plan and 32.89% of the after-tax Profit plan, this result has not been achieved compared to the plan approved by the ĐHĐCĐ in 2024. The main reason is that the Vietnamese real estate market faced many challenges and difficulties, real estate liquidity remained low, and pressure on capital sources also affected the Company's Projects

In 2024, the Company continued to focus on investing in the implementation and business of a key project, the Bao Ninh 2 urban area project. The main revenue and profit during the year came from the Bao Ninh 2 urban area project (Quang Binh), specifically accounting for over 99% of the revenue and profit of 2024

II. Activities of the Board of Directors

1. Activities of the Board of Directors in 2024

In 2024, the BOD held a total of 13 meetings to consider and make timely decisions on issues under its authority and issued 13 Resolutions and Decisions

No.	BOD members	Number of BOD meetings Attended	Meeting attendance rate	Reason for not attending the meeting
1	Mr. Kieu Xuan Nam	13	100%	
2	Mr. Dang Minh Hue	13	100%	
3	Mr. Phi Anh Dung	13	100%	
4	Mr. Pham Xuan Uong	13	100%	
5	Mr. Nguyen Hoang	13	100%	

No.	Resolution/Decision Number	Issuance Date	Content	Approval Rate
1	01/2024/NQ-BOD	2024-01-05	Approval of adjustments to the Bao Ninh Project	100%
2	02/2024/NQ-BOD	2024-01-05	Approval of adjustments to the Huu Nghi Project	100%
3	03/2024/NQ-BOD	2024-02-26	Organizing the 2024 Annual GSM	100%
4	04/2024/NQ-BOD	2024-03-29	Issuance of the Company's organizational model	100%

No.	Resolution/Decision Number	Issuance Date	Content	Approval Rate
5	05/2024/NQ-BOD	2024-03-29	Issuance of salary scales 1. Salary scale system for social insurance contributions 2. Income salary scale system	100%
6	06/2024/NQ-BOD	2024-05-30	Obtaining shareholders' opinions in writing regarding adjustments to business lines	100%
7	07/2024/NQ-BOD	2024-05-30	Implementation of the plan to issue shares to pay dividends for 2023	100%
8	08/2024/NQ-BOD	2024-06-07	Amending Clause 1, Article 1 of Resolution No. 07	100%
9	11/2024/NQ-BOD	2024-07-04	Paying for 2023 workdays with shares to shareholders	100%
10	12/2024/NQ-BOD	2024-07-10	Approving the signing of a credit contract with Vietinbank	100%
11	13/2024/NQ-BOD	2024-08-05	Registering for changes in charter capital and amendments to the Company's Charter	100%
12	14/2024/NQ-BOD	2024-08-23	First trading day of additional shares issued to pay dividends for 2023	100%
13	15/2024/NQ-BOD	2024-12-27	Approving the investment in DX Company through the purchase of shares from Mr. Duong Minh Duc	100%

In managing relationships with shareholders, the BOD has performed well in the periodic and annual information disclosure as well as unusual information in accordance with the provisions of Circular 96/2020/TT-BTC issued on 2020-11-16 by

the Ministry of Finance on Guiding Information Disclosure on the stock market. At the same time, it receives and directs relevant departments to promptly handle information from shareholders, customers and partners.

The BOD members fully attended the meetings of the BOD and gave written opinions on issues under the authority of the BOD with a high sense of responsibility, promoting the leadership capacity of the BOD members, for the benefit of the shareholders and the sustainable development of the Company. The BOD has successfully completed the task of supervising and directing the executive board to implement the resolutions of the General Shareholders Meeting and the BOD as well as managing the Company's business operations.

2. Remuneration of the Board of Directors in 2024

In accordance with the Resolution of the 2024 GSM, the Company paid remuneration to members of the BOD and BOS who do not hold concurrent positions in 2024 with a total remuneration of VND 30 million.

3. Salary of the Board of Management in 2024

The average salary in 2024 of the CEO of the Company is VND 61.4 million/month, and that of the Deputy CEOs is VND 44.8 million/person/month.

III. Assessment of the Board of Directors on the operation of the Board of Management

In 2024, the BOD supervised the Board of Management ("Board of Management") in accordance with the Company's Charter, corporate governance regulations and internal management regulations issued by the BOD. The Company complies with corporate governance in accordance with the provisions of Decree 155/2020/ND-CP dated 2020-12-31. The BOD supervises the operating activities of the CEO to ensure that the Company's production and business operations are safe, comply with the provisions of law, and in accordance with the orientations and resolutions approved by the GSM. The BOD continues to create the most favorable conditions for the Board of Management and heads of units and departments/divisions to complete their assigned tasks.

Each member of the Board of Management, led by the CEO, is assigned specific tasks, always demonstrating a high level of expertise, urgently grasping the situation and comprehensively managing business activities in strict compliance with current legal regulations and the Resolutions and Decisions of the GSM and BOD. Positive changes in governance have improved the quality of management in the Board of Management.

The BOD implements supervision of the activities of the Board of Management and heads of units and departments/divisions through:

- Supervision through reports on monthly and quarterly operating results;

- Supervision of the Board of Management and other managers in the Company's staff meetings;
- Supervision through the BOS's assessment opinions and conclusions on the management and administration of the Board of Management and the Company's operating situation.

The supervision results show that:

- The Board of Management has properly exercised its rights and obligations, organized and managed the Company's production and business activities in accordance with its duties and powers as prescribed by law, the Company's Charter, the Company's internal management regulations, and fully implemented the Resolutions and Decisions of the BOD. The Board of Management has fully provided information and created conditions for the BOS to access and inspect the financial situation and other activities of the Company;
- The Board of Management has been proactive in management, promptly proposing measures and solutions to improve business efficiency;

IV. Operating plan for 2025

With the internal strength of experience in the field of project investment and the stable financial capacity of the Company in the current period, persistently pursuing the goal of making Nam Me Kong Group Joint Stock Company one of the leading companies in the field of real estate investment and business will be completely achieved. This means that the Nam Me Kong brand, also known as Mekong Group, will be elevated to a new level and will certainly have a firm foothold in the market.

The Company's Board of Directors identifies the orientations, tasks and objectives of operation in 2025 with some key targets in the production and business plan as follows:

No.	Indicator	Unit	2025 Plan
I	Total revenue	Million VND	763.276
1	Real estate revenue	Million VND	754.776
2	Finance revenue	Million VND	3.500
3	Other revenue	Million VND	5.000
II	Total profit before tax	Million VND	211.054
III	Total profit after tax	Million VND	168.843
IV	Dividend rate	%	9 %

In order to achieve the above targets, the Board of Directors needs to implement the following solutions simultaneously:

- ✓ Build and stabilize the Company's production and business operations, drastically direct the Company to complete the 2025 production and business plan after the GSM approves it.
- ✓ Promote research into new projects with great potential.
- ✓ Participate in bidding for potential projects.
- ✓ Focus on implementing projects that have complete legal elements.
- ✓ Focus on implementing several projects:
 - Bao Ninh 2 Urban Area Project:
 - Location: Bao Ninh Commune, Dong Hoi City, Quang Binh Province
 - Project scale: 18.3 ha
 - Deploying the high-rise segment and social housing
 - The Charm Binh Duong Luxury Apartment Complex Project
 - Location: Lot A4, New Urban Area (Zone 1), Hoa Phu Ward, Thu Dau Mot City, Binh Duong Province
 - Project scale: 1.3 ha
 - Dong Hoi Commercial Service and Housing Complex Project
 - Location: Nam Ly Ward, Dong Hoi City, Quang Binh Province
 - Project scale: 5.8 ha
- ✓ Perform the management functions of the Company in accordance with the scope of authority and duties of the BOD as stipulated in the Company's charter on organization and operation and other regulations and rules.
- ✓ Pay attention to directing the promotion and innovation of training, recruitment, planning, appointment, and salary-bonus policies to build a team of employees with qualifications, capabilities, sense of responsibility, and enthusiasm to join hands in building a stable, strong, and developed Company. At the same time, build a sustainable corporate culture to create for employees the belief, pride, and self-awareness to associate their interests with the interests of the Company.
- ✓ Provide drastic direction, specific regulations, and enhanced inspection and supervision, as well as strict sanctioning mechanisms, to raise awareness of responsibility in order to well implement the quality, progress, and occupational safety management policy.
- ✓ Direct the disclosure of enterprise information in accordance with current legal regulations.

The above is a summary report of the BOD's activities in 2024 and the direction of the BOD's activities in 2025. We hope that the Esteemed Shareholders will contribute many practical ideas to help the BOD operate better and better and have the best strategy for the stable and sustainable development of the Company.

On behalf of the BOD, the Company's Board of Directors, I would like to express my gratitude for the support and trust of all Esteemed Shareholders in the past. We also hope that the Esteemed Shareholders will sympathize with and share the difficulties and challenges that the BOD faced in 2024. Wishing the 2025 Annual General Meeting of Shareholders great success.

Sincerely send to all shareholders wishes for health and success!

Recipient:

- 2025 Annual GSM;
- File storage of GSM.

Hanoi, day month 2025

On behalf of the BOD
CHAIRMAN



Kieu Xuan Nam



REPORT ON THE ACTIVITIES OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS

To: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

*Pursuant to the Law on Securities No. 54/2019/QH14 dated 2019-11-26;
Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 2020-06-17;
Pursuant to the Charter on organization and operation of Nam Me Kong Group
Joint Stock Company.*

Assessing the activities of the Board of Directors ("BOD") of Nam Me Kong Group Joint Stock Company ("Company") in 2024, the independent member of the BOD made the following general comments: The BOD has worked with a sense of responsibility and transparency in governance, in compliance with regulations for public Companies. The Company's strategies, plans and issues were thoroughly discussed and developed between the BOD and the Executive Board ("BĐH"). The BOD has performed well its role in providing orientations and appropriate solutions to help the Company stabilize and develop its business operations in the difficult context due to the general characteristics of the real estate industry.

I. Regarding organizational structure:

In 2024, there were a total of 05 members, including 01 independent member. All BOD members fully and actively participated in planning, compliance control, and strategic review activities, ensuring good corporate governance practices.

The organizational structure of the BOD in 2024 includes:

No.	Full name	Position	Start date/no longer a member of BOD/independent BOD	
			Date of appointment	Date of discharge
1	Mr. Kieu Xuan Nam	Chairman	2022-04-14	
2	Mr. Dang Minh Hue	Member	2022-04-14	
3	Mr. Pham Xuan Uong	Member	2022-04-14	
4	Mr. Nguyen Hoang	Member	2022-04-14	
5	Mr. Phi Anh Dung	Independent BOD member	2022-04-14	

II. Regarding the operational mechanism:

- In 2024, the BOD held 13 meetings, including both in-person meetings and those conducted by collecting written opinions from BOD members. The BOD meetings were convened and conducted with specific schedules, with full preparation of documents, in compliance with the Company's Charter and legal regulations. The contents of the meetings were fully and carefully discussed, reviewed, and evaluated by the BOD members.

No.	BOD member	Number of BOD meetings Attended	Meeting attendance rate	Reason for not attending the meeting
1	Mr. Kieu Xuan Nam	13	100%	
2	Mr. Dang Minh Hue	13	100%	
3	Mr. Phi Anh Dung	13	100%	
4	Mr. Pham Xuan Uong	13	100%	
5	Mr. Nguyen Hoang	13	100%	

- Issues related to strategy, business plans, finance, corporate culture, and the development of management systems within the Company were discussed and controlled closely between the BOD and the BDH.

- Changes in investment plans and new strategies were independently researched, based on scientific grounds, and reviewed between the BOD and the BDH.

III. Regarding the results of governance and supervision:

- Overall, the BOD has performed well in implementing the plans, policies, and strategic orientations set out by the General Meeting of Shareholders in 2024. The BOD has complied with regulations and successfully completed key tasks such as: successfully organizing the 2024 Annual General Meeting of Shareholders, completing the issuance of shares to pay dividends for 2023, and making decisions related to the company's ongoing projects.

- The BOD has provided strategic orientations for production and business development, appropriate medium- to long-term investment and development plans, and fully implemented the goals and tasks according to the Resolution of the 2024 Annual General Meeting of Shareholders.

- The BOD meetings were organized, exchanged, discussed, and voted on contents in accordance with legal regulations and within the authority of the BOD.

- The BOD manages the Company's operations in accordance with the contents of the Enterprise Registration Certificate, the Company's Charter, and in compliance with legal regulations and the State's management regime on financial accounting and taxation.

- The BOD members perform their roles and responsibilities correctly, fully attend meetings, and contribute voting opinions to build and develop the Company's operations and development orientation.

IV. Operating plan for 2025:

- Perform supervisory functions as prescribed.
- Evaluate the performance of the BOD and the coordination between the BOD and the BOM.



V. Conclusion:

- The BOD has fully performed the representative function of the owners in supervising the Company's operating activities, providing appropriate orientation and timely direction to ensure the effective use of resources to achieve the targets assigned by the GSM, based on compliance with the provisions of law and the Company's Charter.
- In addition to performing the management and supervision functions of the BOM's operations, the BOD has closely coordinated with the BOM to find solutions to remove difficulties in production and business in 2024.
- The BOD has implemented drastic solutions in supervising and directing the BOM to implement the GSM Resolutions, BOD Resolutions and complete outstanding annual results, ensuring benefits for the Company and shareholders.

Respectfully submit to the General Meeting of Shareholders for consideration and approval of the full text of the Report!

Place of receipt:

- 2025 Annual GSM;
- Store the General Meeting documents.

Hanoi, day month year 2025
INDEPENDENT BOD MEMBER


PHI ANH DUNG

2024 PERFORMANCE REPORT AND 2025 OPERATION PLAN OF THE BOARD OF DIRECTORS AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

I. 2024 BUSINESS CONTEXT

2024 marks a significant transformation of the Vietnamese real estate market after a period of slowdown since the Covid pandemic. The recovery was driven by many internal factors and supportive policies from the Government. This is also the year marking the legal milestone of real estate when the 2024 Land Law, the Housing Law and the 2023 Real Estate Business Law officially take effect. The changes and adjustments in the law are highly appreciated for their transparency, clarity and fairness, helping to professionalize brokerage and transaction activities, laying the foundation for the market to develop healthily and sustainably.

With the motivation from economic growth, along with a fairly attractive interest rate and important laws designed synchronously, taking effect soon, the real estate market has witnessed the return of investment capital flows to find products that meet real needs and have clear legality. Along with improved supply in both quantity and quality, transactions also recorded recovery and growth.

2024 BUSINESS RESULTS

Faced with fluctuations with both opportunities and challenges of the economy in 2024, with the consensus of the Esteemed Shareholders, under the close direction of the Board of Directors of the Company, the efforts of the collective of officials and employees of the Company, the Board of Directors of the Company has managed the production and business of the Company's fields in accordance with the assigned tasks, with the following results:

1. 2024 Business results

Unit: Million VND

No.	Key indicators	2024 Plan	2024 Implementation	% Implementation compared to 2024 Plan
I	Revenue	1.158.929	612.392	52,84%
1	Real estate business	1.142.929	608.053	53,20%
2	Other revenue	16.000	4.339	27,12%
II	Profit before tax	252.929	94.358	37,31%
III	Profit after tax of the parent Company's shareholders	199.029	65.466	32,89%

No.	Key indicators	2024 Plan	2024 Implementation	% Implementation compared to 2024 Plan
IV	Dividend	17%	12%	70,59%

(Source: 2024 Audited Consolidated Financial Statements)

2. General assessment of the Company's business results

In 2024, the Company's Revenue reached 612,392 million VND, completing 52.84% of the plan and Profit after tax reached 65,466 million VND, completing 32.89% compared to the plan, this result has not been achieved compared to the plan approved by the 2024 AGM.

The reason for the decrease in profit after tax is that the completion of handover of real estate products under the Bao Ninh 2 Urban Area Project in Dong Hoi City, Quang Binh Province in this fourth quarter was less than the same period last year. The Company promotes the completion of handover in the first quarter of 2025. Financial expenses, sales expenses, and business administration expenses all decreased compared to the same period last year because the Company has optimized the business apparatus. In addition, due to many challenges and difficulties for the Vietnamese real estate market in general and affecting the Company's Projects in particular.

3. Implementation of dividend payment in 2023 and plan to pay dividends in 2024:

- Situation of dividend payment in 2023: In 2024, Nam Me Kong Group Joint Stock Company issued shares to pay dividends for 2023. In 2024-08, the Company's charter capital increased from 1,117,421,980,000 VND to 1,251,509,390,000 VND. The Company has issued shares to pay dividends for 2023 with the number of shares issued additionally being 13,408,741 shares (accounting for 99.99% of the number of shares registered for dividend payment to existing shareholders, equivalent to the added face value of shares being 134,087,410,000 VND).
- Plan to pay dividends for 2024: Based on the results of production and business in 2024; the plan to distribute profits in 2024 and the business plan for 2025. The Company continues to propose a plan to issue shares to pay dividends to be submitted to the General Meeting of Shareholders for approval at the Annual General Meeting of Shareholders in 2025. Specifically: paying dividends in shares at an expected rate of 9% on the charter capital at the time of the Annual General Meeting of Shareholders in 2025.

4. Evaluation of the Company's management and operation results

- **Personnel organization**

- Continue to consolidate personnel in departments. Promulgate specific regulations on the functions and tasks of each individual to improve work efficiency.
- Implemented during the year:
 - + Received new employees: 14 people
 - + Signed 28 labor contracts, including: 14 fixed-term labor contracts, 14 probationary labor contracts.
 - + Issued decisions to terminate employment for: 08 employees, including 01 employee transferred to member companies, and 07 employees completely resigned.
- Actively adjust salaries and welfare regimes for employees to ensure competitiveness and motivate them to actively participate in work and stick with the Company for a long time. In 2024, although the business environment faced many difficulties due to the direct impact of the socio-economic situation, the Company still made efforts to focus all resources to maintain and stabilize production. This is to ensure that no employees have to quit their jobs, while ensuring that their income is guaranteed and paid on time.

- **Financial accounting work**

- Proactive in creating, balancing and using capital flexibly, ensuring capital sources for the Company's production and business activities are not interrupted;
- Coordinate with Departments/Boards in the Company to evaluate the effectiveness and develop financial plans for Projects.

- **Business operations:**

- The work of developing a business network has been and is being established, developing a sales network and customer care throughout the country such as Hanoi, Saigon, Binh Duong, Da Nang, Quang Binh, Thai Nguyen,... ensuring sufficient business capacity for current projects and towards the following years.

- **For investment and real estate business**

Investment activities in 2024 continued to be directed by the Company's leaders, strengthening relationships not only with traditional markets such as Quang Binh, Thai Nguyen but also expanding relationships with localities with many potential projects such as: Da Nang, Quang Ninh, Binh Duong, Binh Dinh...

II. PRODUCTION AND BUSINESS PLAN FOR 2025

1. Advantages:

- 2024 marks a milestone in real estate law when on 2024-06-29, the National Assembly voted to pass the Law amending and supplementing a number of articles of the Land Law No. 31/2024/QH15, the Housing Law No. 27/2023/QH15,

the Real Estate Business Law No. 29/2023/QH15, which helps increase transparency, clarity and fairness, helps professionalize brokerage and transaction activities, laying the foundation for the market to develop healthily and sustainably.

- In 2024, three main drivers: interest rates are maintained at a reasonable level, infrastructure is improved, and the legal framework is completed
- In 2024, most provinces and cities have completed the approval and announcement of provincial plans for the period 2021 – 2030, with orientations to 2050: Creating conditions for investment approval, through detailed planning 1/500 and procedures for converting land use purposes at the project. Positively impacts market sentiment thanks to information about development space orientation and plans to deploy transportation infrastructure and utilities in the area.
- In Q4/2024, the market recorded more than 20,000 transactions, nearly 4 times higher than the same period in 2023. The apartment segment dominated the market share, accounting for 75% of the total market transactions. New projects had very good absorption rates, reaching over 70%. In particular, many projects recorded absorption rates of over 90% right at the time of official sale. More than 50% of primary transactions came from investment demand.
- Credit capital was strongly promoted in the context of reasonable interest rates and banks actively promoting lending.
- The Company has a stable financial foundation and can mobilize additional financial resources in a timely manner.
- The Company has consolidated a professional and united personnel structure, clearly defining goals and development orientations.
- There are many potential partners with management experience and financial capacity who have worked and want to cooperate in investment.

2. Difficulties

- The economic activities and financial resources of homebuyers in the North are less affected by the economic situation in the past 2 years: The Southern region depends more on production - export activities (especially to the US & European markets) and consumption, therefore, it is significantly affected by the disruption of orders and the stagnation of the economy of major export markets.
- Raising capital is not easy for many businesses due to: (1) High requirements for the legal status of the project, (2) Standards for leverage ratio, financial plan and debt repayment plan.

3. Production and business plan for 2025

Based on the assessment of what has been done in the past, the favorable and difficult factors of the real estate market in the coming time, the Company's Board of Directors proactively sets out the main task orientations in 2025 as follows:

3.1. Some key indicators:

No.	Indicator	Unit	2025 Plan
I	Total revenue	Million VND	763.276
1	Real estate revenue	Million VND	754.776
2	Finance Revenue	Million VND	3.500
3	Other revenue	Million VND	5.000
II	Total profit before tax	Million VND	211.054
III	Total profit after tax	Million VND	168.843
IV	Dividend rate	%	9%

3.2. Goals and solutions to achieve the goals:

With the implementation progress of current projects, the Company expects that all real estate business revenue of 2025 will come from the business of products of the Bao Ninh 2 Urban Area project. Therefore, in order to complete the proposed plan, the Company must make efforts to implement the following contents:

- Focus on maximizing resources for construction to complete low-rise housing products to hand over houses to customers who have signed housing purchase and sale contracts;
- Promote sales activities: Develop attractive sales policies, carry out sales through professional and reputable brokerage floors.

4. Enterprise management and administration:

- Continue to implement corporate restructuring, innovate the apparatus and methods of management and administration of production in accordance with the Company's development strategy and market needs.
- Introduce policies and incentives to attract high-quality human resources, capable of implementing the business goals and orientations of the BOD.
- Continue to improve the KPI evaluation system to accurately measure the operational efficiency of each unit/individual in the Company, thereby having a regime of rewards and discipline, promotion, transfer, etc., creating motivation for the development of each officer while cutting down on poor staff to improve the overall operational efficiency of the entire Company.

83
T
ÂN
H
K
H
P

- Continue to thoroughly apply processes and regulations in the process of production and business operations, towards the operation of each department/division in a standardized, professional and efficient manner.
- Maintain and develop training and development activities for the workforce in the Company, especially the force working in management and administration on new provisions of law such as: Land Law, Bidding, Investment, Real Estate Business,... and other relevant current regulations.

Dear Shareholders!

The above is the report on the performance results of 2024 and the plan for 2025 of the Board of Management of Nam Mekong Group Joint Stock Company.

The Company's leadership would like to thank the Shareholders for their companionship and support to the Company over the past year. Entering 2025, the Board of Management and all employees of the Company are determined to complete the production and business plan assigned by the GSM, continue to comprehensively consolidate the Company's operations, bring practical benefits to shareholders and employees, and affirm and enhance the Company's position and brand in the market.

Sincerely thank you./.

Recipient:

- 2025 Annual GSM;
- File for record.

Hanoi, day ... month ... year 2025

**NAM MEKONG GROUP JOINT STOCK
COMPANY**

GENERAL DIRECTOR



DANG MINH HUE

REPORT ON OPERATIONS IN 2024 AND 2025 OPERATIONAL PLAN OF THE BOARD OF SUPERVISORS AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to the functions and duties of the Board of Supervisors as stipulated in the Charter on organization and operation of Nam Me Kong Group Joint Stock Company;

Pursuant to the 2024 Financial Statements of Nam Me Kong Group Joint Stock Company, which have been audited;

Pursuant to the results of inspection and supervision activities of the Board of Supervisors in 2024.

The Board of Supervisors ("BOS") respectfully reports to the General Meeting of Shareholders ("GSM") the results of inspection and supervision of activities in 2024 of Nam Me Kong Group Joint Stock Company ("Company") as follows:

I. REPORT ON ACTIVITIES OF THE BOARD OF SUPERVISORS

Regarding the organizational structure of the Board of Supervisors, the Board of Supervisors of the Company in 2024 includes 03 members, the BOS held 02 meetings during the year:

No.	BOS member	Number of meeting sessions attended	Meeting attendance rate	Voting rate	Reason for not attending the meeting
1	Mr. Nguyen Tuan Minh	2	100%	100%	
2	Ms. Nguyen Thi Thu Nga	2	100%	100%	
3	Mrs. Pham Thi Van	2	100%	100%	

In its role of representing shareholders to supervise the Company's operations, the BOS has fully performed its responsibilities and duties of monitoring, inspecting, and supervising the governance, management, and business operations of the Company, specifically:

- Appointing representatives to attend all meetings in 2024 of the Board of Directors ("BOD") of the Company;
- Deploying supervision according to the 2024 operational plan that has been approved;
- Supervising the implementation of Resolutions of the GSM; All Resolutions/Decisions of the BOD, General Director and Financial Statements;

- Supervising the governance and management of the BOD and the General Director Board ("Executive Board");
- Evaluating separate and consolidated Financial Statements for 2024 (including both the semi-annual and full-year review reports) that have been independently audited; Reviewing quarterly Financial Statements, assessing the Company's production and business operations, and sending recommendations to the BOD and the Executive Board in case there are contents that need clarification;
- Supervising the issuance, amendment, and supplementation of the Company's regulations and rules. Supervising the legality of the BOD's resolutions;
- Assessing the reasonableness, legality, and truthfulness in financial management, investment, and business operations to ensure that the operations of the BOD and the Executive Board comply with the provisions of law and the Company's Charter;
- Performing other duties as prescribed by the Law on Enterprises, the Company's Charter, Resolutions of the GSM, and the BOS's Operating Regulations.

The coordination between the Board of Supervisors, the BOD, and the Executive Board is basically implemented in accordance with the provisions of Law and the Company's Charter. The opinions of the BOS are carefully considered and evaluated by the BOD and the Executive Board. Many issues are discussed and answered directly at the meetings. For the issues that still exist in management and administration activities as recommended by the BOS, the BOD and the Executive Board acknowledge and find ways to resolve them in the process of managing and operating the Company.

In 2024, the BOS did not receive any requests from shareholders or groups of shareholders regarding the review of accounting books, other documents, or requests for inspection related to the Company's business operations, management, and administration.

II. RESULTS OF IMPLEMENTING SOME SPECIFIC TASKS

1. Supervising the operation of the BOD

The governance of the Board of Directors in 2024 is in accordance with the Enterprise Law and related legal regulations, the company's Charter, the Internal Regulations on corporate governance, and the Operating Regulations of the Board of Directors. The Company's operating activities always ensure publicity and transparency, focusing on the business strategy approved by the GSM and aiming for operational efficiency.

2. Monitoring the activities of the Board of Management

UỶ
CƠ
CƠ
TẬP
ĐOÀN
NAM
MEKONG

In 2024, the management activities of the Board of Management complied with the provisions of the Enterprise Law and relevant legal regulations, the Company's Charter, the Internal Regulations on corporate governance, and ensured implementation in accordance with the resolutions of the GSM and the Board of Directors.

3. Coordination between the BOS, the Board of Directors, the Board of Management and other management personnel

In 2024, the Board of Supervisors closely coordinated with the Board of Directors and the Board of Management in performing the assigned functions and tasks. The Board of Directors and the Board of Management created favorable conditions for the Board of Supervisors to perform its duties, providing information and documents related to the Company's operations. The Board of Supervisors was invited to attend all meetings of the Board of Directors, general meetings of the Corporation, and most documents such as minutes of the Board meetings, resolutions, documents, and reports of the Board of Management when requesting opinions from the Board of Directors were also sent to the BOS.

The Board of Supervisors closely coordinated with the Board of Directors and the Board of Management in inspection and supervision at member units as well as at the Company's operating apparatus to have timely measures to handle existing problems in order to improve management efficiency and ensure full and correct compliance with current regulations.

4. Appraisal of the 2024 Financial Statements

The Company's 2024 Financial Statements were audited by Vietnam Auditing and Valuation Company Limited.

The BOS has appraised the Company's Financial Statements audited by Vietnam Auditing and Valuation Company Limited and agreed with the audit opinion that "The Financial Statements have truthfully and reasonably reflected, in all material respects, the financial situation of the Company as of December 31, 2024, as well as the business results and cash flow situation for the financial year ended on the same date, in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and legal regulations related to the preparation and presentation of financial statements."

5. Evaluation of the results of implementing the 2024 Business Plan

Unit: Million VND

No.	Key indicators	2024 Plan	2024 Implementation	% Implementation compared to the 2024 Plan
I	Revenue	1,158,929	612,392	52.84%

No.	Key indicators	2024 Plan	2024 Implementation	% Implementation compared to the 2024 Plan
1	Real estate revenue	1,142,929	608,053	53.20%
2	Other revenue	16,000	4,339	27.12%
II	Total profit before tax	252,929	94,358	37.31%
III	Total profit after tax	199,029	65,466	32.89%
IV	Dividend	17%	12%	70.59%

(Source: 2024 Audited Consolidated Financial Statements)

6. Remuneration of the Board of Supervisors

The remuneration of the Board of Supervisors paid in 2024 is in accordance with the resolution approved by the GSM.

7. Evaluation of transactions between the Company and related parties

Transactions between the Company and related parties are approved and implemented in accordance with the provisions of law, the Company's Charter and the resolutions of the GSM.

III. OPERATING PLAN OF THE BOARD OF SUPERVISORS IN 2025

Based on the functions and tasks of the BOS as prescribed by law, the Company's charter on organization and operation, the BOS orients its operations in 2025 as follows:

- Fully attend meetings of the Board of Directors, participate in contributing opinions to the Board of Directors, and propose recommendations to the Board of Management in order to promote and fully and promptly implement specific tasks within the scope of the functions and tasks of the Board of Supervisors;
- Continue to promote the role of inspection and supervision of the Company's production and business activities to ensure compliance with the provisions of law, the Company's charter, and the resolutions of the General Meeting of Shareholders;
- Supervise the implementation and business performance according to the Resolutions of the GSM; All Resolutions/Decisions of the Board of Directors, CEO.
- Supervise the report on business results, financial statements and support production and business activities to be safe, sustainable, effective and maximize benefits for shareholders;
- Evaluate separate and consolidated quarterly/semi-annual/annual financial statements, before and after auditing;
- Supervise the recommendations of the independent auditor;

- Supervise proposals from shareholders to the Board of Supervisors (if any).

IV. PROPOSAL ON SELECTION OF INDEPENDENT AUDIT UNIT

The BOS proposes that the GSM approve the criteria and list of auditing Companies approved to audit the 2025 financial statements as follows:

1. Approve the selection criteria for independent audit unit:

- Being a company operating legally in Vietnam and approved by the State Securities Commission to audit listed companies in 2025;
- Having a reputation for audit quality and experience in auditing public companies, listed companies and large banking and financial institutions in Vietnam;
- The team of auditors has high qualifications and extensive experience;
- Meeting the Company's requirements for audit scope and schedule.

2. Approve the list of independent auditing Companies:

- Ernst & Young Vietnam Company Limited.
- Deloitte Vietnam Company Limited.
- KPMG Vietnam Company Limited.
- Vietnam Auditing and Valuation Company Limited.
- Vietnam Auditing and Appraisal Company Limited.
- International Auditing and Valuation Company Limited
- UHY Auditing and Consulting Company Limited

Based on the BOS's consultation, authorize the Board of Directors to select an independent auditing Company.

Above is the entire report of the Board of Supervisors on the implementation and control results of Nam Me Kong Group Joint Stock Company. Based on the BOS's consultation, authorize the Board of Directors to select

Place of receipt:

- 2025 Annual GSM;
- Store DH records

Hanoi, day month year 2025
**On behalf of the BOARD OF
SUPERVISORS
HEAD OF BOS**



Nguyen Tuan Minh

SUBMISSION NO. 01

Re: Approval of Audited Financial Statements for 2024

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Enterprise Law and current guiding documents;

Pursuant to the Securities Law and current guiding documents;

Pursuant to the Audited Consolidated Financial Statements for 2024 of Nam Me Kong Group Joint Stock Company.

The Board of Directors respectfully submits to the General Shareholders Meeting for approval the audited consolidated Financial Statements of Nam Me Kong Group Joint Stock Company as follows:

The Financial Statements for 2024 were audited by Vietnam Auditing and Valuation Company Limited in accordance with prescribed standards, inspected by the Company's Board of Supervisors, and disclosed by the Company's Board of Directors as prescribed, and posted on the website: <http://www.nammekong.net>, including:

- 1) Auditor's Report.
- 2) Balance Sheet as at 2024-12-31.
- 3) Report on Business Performance in 2024.
- 4) Cash Flow Statement.
- 5) Notes to the Financial Statements.

Of which, there are some key indicators on the consolidated Financial Statements as follows:

TT	INDICATOR	VALUE (Million VND)	TT	INDICATOR	VALUE (Million VND)
A	FINANCIAL SITUATION		B	BUSINESS RESULTS	
I	TOTAL ASSETS	3.086.772	1	Revenue from sales and services	611.368
1	Short-term assets	2.640.648	2	Financial revenue	1.024
2	Long-term assets	446.124	3	Other income	403
II	TOTAL RESOURCES	3.086.772	4	Total expenses	518.437
1	Liabilities	1.681.019	5	Profit before tax	94.358
a	Short-term liabilities	1.667.458	6	Profit after tax	65.514
b	Long-term liabilities	13.561	a	PAT of Parent	65.466

				Company's Shareholders	
2	Owners' equity	1.405.753	b	Profit after tax of non-controlling shareholders	48

The Board of Directors respectfully submits to the General Shareholders Meeting for approval the Financial Statements for 2024 audited by Vietnam Auditing and Valuation Company Limited.

Submitted to the General Shareholders Meeting for consideration and approval!

Hanoi, 2025-MM-DD

Recipients:

- Annual GSM 2025;
- File Archive of the GSM.

On behalf of the BOARD OF
DIRECTORS
CHAIRMAN



KIEU XUAN NAM



SUBMISSION NO. 02

Re: Approving the 2024 profit distribution plan

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Charter on organization and operation of Nam Me Kong Group Joint Stock Company;

Pursuant to the Audited Consolidated Financial Statements for 2024 of Nam Me Kong Group Joint Stock Company;

In 2024, Nam Me Kong Group JSC issued shares to pay dividends for 2023. In 2024-08, the Company's charter capital increased from VND 1,117,421,980,000 to VND 1,251,509,390,000. The Company issued shares to pay dividends for 2023 with the number of additionally issued shares being 13,408,741 shares (accounting for 99.99% of the registered shares issued to pay dividends to existing shareholders, equivalent to an increase in the share value at par value of VND 134,087,410,000).

The Company's Board of Directors respectfully submits to the GSM for consideration and approval of the 2024 Profit Distribution Plan, specifically as follows:

No.	Item	Value (VND)
1	Undistributed after-tax profit of the parent Company's shareholders	121.028.328.160
2	2024 profit distribution plan	
2.1	Remuneration for non-concurrent BOD & Supervisory Board members	30.000.000
2.2	Payment of 2024 dividends in shares (Expected dividend payout ratio of 9% on the charter capital at the time of the 2025 Annual General Shareholders Meeting, which is VND 1,251,509,390,000)	112.635.840.000
2.3	Retained 2024 profit	8.362.488.160

Submitted to the General Shareholders Meeting for consideration and approval!

Recipient:

- Annual GSM 2025;
- File storage DH.

Hanoi, ~~date~~ month year 2025

On behalf of the BOARD OF
DIRECTORS
CHAIRMAN



KIEU XUAN NAM

CÔNG TY CỔ PHẦN TẬP ĐOÀN NAM MEKONG

Địa chỉ: Tầng 11, Tòa nhà Geleximco, số 36 Hoàng Cầu, phường Ô Chợ Dừa, quận Đống Đa, Hà Nội
Điện thoại: 024.37560333 | Fax: 024.37560333 | Email: info@nammekong.net | Website: www.nammekong.net

SUBMISSION NO. 03

Re: Approving the Plan to Issue Shares to Pay Dividends for 2024

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Law on Enterprises and current guiding documents;
Pursuant to the Law on Securities and current guiding documents;
Pursuant to the Charter on Organization and Operation of Nam Me Kong Group Joint Stock Company;
Pursuant to the audited Financial Statements for 2024;
Pursuant to the 2024 Profit Distribution Plan.

In 2024, the Vietnamese real estate market witnessed many important changes with the introduction of new, clearer, and more transparent legal frameworks, along with positive policy impacts from the central to local levels. The market continued to demonstrate strong appeal as market activity was vibrant, and many large projects were unblocked, helping to resolve the supply deadlock for the market. With the high determination of the Company's Board of Directors and the collective of officers and employees, Nam Me Kong Group Joint Stock Company has implemented many solutions to complete the assigned production and business tasks and bring benefits to shareholders.

In 2024-08, the Company's charter capital increased from VND 1,117,421,980,000 to VND 1,251,509,390,000. The Company issued shares to pay dividends for 2023 with the number of shares additionally issued being 13,408,741 shares (accounting for 99.99% of the number of shares registered for issuance to pay dividends to existing shareholders, equivalent to an increase in the face value of shares of VND 134,087,410,000).

In 2025, the Board of Directors continues to plan to issue shares to pay dividends for 2024. Specifically: paying dividends in shares at an expected rate of 9% on the charter capital at the time of the 2025 annual shareholders' meeting.

I. Approving the plan to issue shares to pay dividends for 2024

- Organization : Nam Me Kong Group Joint Stock Company
- Stock Name : Shares of Nam Me Kong Group Joint Stock Company
- Stock Type : Common stock
- Face Value of Stock : VND 10,000/share
- Stock Code : VC3
- Current Charter Capital : VND 1,251,509,390,000
- Total Number of Shares : 125,150,939 shares, of which:
 - o Treasury Shares : 0 shares
 - o Number of Outstanding Shares: 125,150,939 shares

- Number of shares expected to be registered for issuance to pay dividends in 2024: 11,263,585 shares.
- Total value of shares issued (at face value): VND 112,635,840,000 (One hundred twelve billion six hundred thirty-five million eight hundred forty thousand dong).
- Issuance Method: Issuance of shares according to the rights exercise method
- Issuance Target: Existing shareholders whose names are on the list of shareholders by
- Vietnam Securities Depository and Clearing Corporation chốt at the last registration date to exercise the right to receive dividends in shares.
- Expected Issuance Ratio: Expected 9% on the charter capital at the time of the 2025 Annual General Shareholders Meeting, equivalent to 100:9 according to the list of shareholders on the record date for exercising the right to receive dividends in shares. Specifically, shareholders owning 100 shares are entitled to 100 dividend rights, and 100 rights are entitled to receive an additional 9 new shares. Issuance ratio: The issuance ratio at the time of dividend payment is determined as follows:

$$\text{Issuance ratio at the time of payment dividend} = \frac{\text{Number of shares issued to pay dividends in}}{\text{Actual number of outstanding shares at the time of dividend payment}}$$

- Source of dividend payment: From undistributed after-tax profit based on the audited Financial Statements of 2024.
- Expected issuance time: In 2025, immediately after obtaining approval from the State Securities Commission.
- Handling of fractional shares: The number of shares issued to existing shareholders will be rounded down to the nearest unit; any fractional shares arising (if any) will be cancelled.

Example: Shareholder Nguyen Van A owning 234 VC3 shares will receive an additional: $234 \times 9 : 100 = 21.06$ shares; the fractional share of 0.06 shares will be cancelled.

- Registration of additional listed securities: The number of shares issued in the offering will be registered for additional listing on the Stock Exchange and for additional securities depository at the Vietnam Securities Depository and Clearing Corporation, and registered for changes in business registration with the Hanoi Department of Finance (formerly the Hanoi Department of Planning and Investment) immediately after the offering ends in accordance with the Company's Charter and current laws.

II. Authorization

The General Shareholders Meeting authorizes the BOD:

- To actively select the time of issuance, develop and complete the dossier for issuing shares to pay dividends to submit to the competent State authority; To

decide on amendments, supplements, and adjustments to the plan for issuing shares to pay dividends that the General Shareholders Meeting has approved; to develop, amend, and explain all documents and procedures related to the issuance at the request of competent management agencies (if any);

- To decide on a suitable time to close the list of shareholders to exercise rights and other timelines related to dividend payment in accordance with the provisions of law;
- To decide on all related issues and implement the necessary tasks and procedures to complete the issuance;
- Authorize the BOD to decide on the issuance ratio for dividend payment based on the actual number of outstanding shares at the time of dividend payment. The dividend rate may change if the Company changes its charter capital due to the public issuance of shares to increase capital in the period from after the 2025 GSM to before the dividend payment.
- Authorize the BOD and the General Director to amend Clause 3, Article 6 "Charter Capital" of the Company's organization and operation charter in accordance with the issuance results; carry out procedures to register changes in charter capital and adjust the Company's business registration certificate at the competent State authority after completing the issuance.
- Carry out all necessary procedures related to registration of depository and additional listing of all additionally issued shares.

Submitted to the General Shareholders Meeting for consideration and approval

Place of receipt:

- 2025 Annual GSM;
- File storage ĐH.

Hanoi, date month year 2025
ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Kieu Xuan Nam

SUBMISSION NO. 04
Re: Business Plan for 2025

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Charter on organization and operation of Nam Me Kong Group Joint Stock Company;

Pursuant to the Audited Consolidated Financial Statements for 2024 of Nam Me Kong Group Joint Stock Company;

Based on the actual business situation of the Company and forecasts of the real estate market situation in 2025.

The Board of Directors of Nam Me Kong Group Joint Stock Company respectfully submits to the General Shareholders Meeting (GSM) for approval the business plan, profit distribution and dividend payment plan for 2025 as follows:

Unit: Million VND

No.	Indicators	2024 Plan	2024 Implementation	2025 Plan	% 2025 Plan/2024 Implementation
I	Revenue	1.158.929	612.794	763.276	124,56%
1	Real estate business	1.142.929	608.053	754.776	124,13%
2	Financial revenue	12.000	1.024	3.500	341,79%
3	Other business	4.000	3.315	5.000	150,83%
II	Profit before tax	252.929	94.358	211.054	223,67%
III	Profit after tax of the parent company's shareholders	199.029	65.466	168.843	257,91%
IV	Dividend	17%	12%	9%	75,00%

Submitted to the General Shareholders Meeting for consideration and approval!

Recipient:

- Annual GSM 2025;
- File for record.

Hanoi, 2025-MM-DD
On behalf of the BOARD OF
DIRECTORS
CHAIRMAN



KIEU XUAN NAM

SUBMISSION NO. 05

Re: Selection of auditing firm for the financial year 2025

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Law on Enterprises and current guiding documents;

Pursuant to the Law on Securities and current guiding documents;

Pursuant to the Charter on organization and operation of Nam Me Kong Group Joint Stock Company;

Pursuant to the thẩm tra results and the Board of Supervisors' proposal on the preparation and auditing of the Company's 2025 Financial Statements.

The Board of Supervisors ("Board of Supervisors") respectfully submits to the General Shareholders Meeting for approval the selection of an auditing firm to conduct the review of the semi-annual Financial Statements in 2025 and the audit of the Financial Statements in 2025 for the Company as follows:

1. Approve the selection criteria for an independent auditing firm:

- Being a company legally operating in Vietnam and approved by the State Securities Commission to audit listed companies in 2025;
- Having a reputation for audit quality and experience in auditing public companies, listed companies, and large banking and financial institutions in Vietnam;
- The team of auditors has high qualifications and extensive experience;
- Meeting the Company's requirements for audit scope and schedule;

2. Proposing the GSM to approve the selection of an independent auditing Company:

With the above proposal, the Board of Supervisors respectfully submits to the General Shareholders Meeting for approval:

- The criteria stated in Section 1 of this Submission to be the basis for selecting an independent auditing firm to provide auditing and review services for the Company's Financial Statements in 2025.
- Authorize the Board of Directors to decide on the selection of 01 auditing company and assign the General Director to sign an auditing service contract with the selected independent auditing company to perform the audit and review of the Company's 2025 Financial Statements based on meeting the set criteria and ensuring maximum benefits for the Company.

Submitted to the General Shareholders Meeting for consideration and approval!



Recipients:

- Annual GSM 2025;
- File: DH Records.

Hanoi, date month year 2025
**ON BEHALF OF THE BOARD OF
SUPERVISORS
HEAD OF BOARD**



NGUYỄN TUẤN MINH



SUBMISSION NO. 06

Re: Approving Remuneration Payment in 2024 for the Board of Directors,
Board of Supervisors and Payment Plan for 2025

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Enterprise Law and current guiding documents;

Pursuant to the Charter on organization and operation of Nam Me Kong Group Joint Stock Company;

Pursuant to the Resolution of the 2024 Annual General Shareholders Meeting.

The Board of Directors of Nam Me Kong Group Joint Stock Company (the Company) respectfully submits to the General Shareholders Meeting (GSM) for approval the remuneration paid to the Board of Directors (BOD), Board of Supervisors (BOS) in 2024 and the payment plan for 2025 as follows:

1. Remuneration paid to the BOD, BOS in 2024:

The 2024 Annual GSM approved the remuneration payment level for the BOD and BOS in 2024 as follows:

- Remuneration for BOD members not listed in the Company's payroll is no more than VND 10,000,000/person/month (before deducting Personal Income Tax);
- Remuneration for the Head of the BOS not listed in the Company's payroll is VND 2,000,000/person/month (before deducting Personal Income Tax);
- Remuneration for BOS members not listed in the Company's payroll is VND 1,000,000/person/month (before deducting Personal Income Tax);
- BOD and BOS members listed in the Company's payroll are not entitled to remuneration, but only receive Salary and Bonus according to the Company's internal regulations and rules.

Therefore, the Company's BOD respectfully reports to the GSM on the remuneration payment situation for the BOD and BOS that has been implemented in 2024 as follows: 30,000,000 VND (Thirty million dong)

2. Remuneration payment plan for 2025:

- Remuneration for BOD members not listed in the Company's payroll is no more than VND 10,000,000/person/month (before deducting Personal Income Tax);
- Remuneration for the Head of the BOS not listed in the Company's payroll is VND 2,000,000/person/month (before deducting Personal Income Tax);
- Remuneration for BOS members not listed in the Company's payroll is VND 1,000,000/person/month (before deducting Personal Income Tax);
- BOD and BOS members listed in the Company's payroll are not entitled to remuneration, but only receive Salary and Bonus according to the Company's internal regulations and rules.



Respectfully submit to the General Shareholders Meeting for consideration and approval! 

Recipients:

- Annual GSM 2025;
- File for GSM.

Hanoi, day month year 2025

On behalf of the BOARD OF
DIRECTORS
CHAIRMAN



KIEU XUAN NAM



SUBMISSION NO. 07

Re: Approving the Plan to issue shares under the
Employee Stock Ownership Plan in 2025 (ESOP)

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 2020-06-17;
Pursuant to the Law on Securities No. 54/2019/QH14 dated 2019-11-26;
Decree No. 155/2020/NĐ-CP dated 2020-12-31 detailing the implementation of
several articles of the Law on Securities;
Pursuant to the Charter on Organization and Operation of Nam Me Kong Group Joint
Stock Company ("Company"/"VC3");
Pursuant to the actual situation and capital needs of the Company.*

The Board of Directors ("BOD") respectfully submits to the General Shareholders Meeting ("GSM") of the Company for consideration and approval of the plan to issue shares under the Employee Stock Ownership Plan in 2025 of the Company to increase charter capital as follows:

- I. Purpose of the issuance: To retain talent, encourage employees to contribute and commit to the Company for the long term.**
- II. Plan to issue shares under the employee stock ownership program:**
 - **Issuing organization: Nam Me Kong Group Joint Stock Company**
 - **Stock name: Shares of Nam Me Kong Group Joint Stock Company**
 - **Stock type: Common stock**
 - **Par value of shares: VND 10,000/share**
 - **Stock code: VC3**
 - **Current charter capital: VND 1,251,509,390,000**
 - **Total number of shares issued: 125,150,939 shares, of which:**
 - o *Number of treasury shares: 0 shares;*
 - o *Number of outstanding shares: 125,150,939 shares.*
 - **Total number of shares expected to be issued (maximum): 2,000,000 shares.**
 - **Total value of shares issued (based on par value): VND 20,000,000,000**
 - **Issuance ratio (number of shares expected to be issued/number of outstanding shares expected at the time of issuance) expected maximum: 1.6% of charter capital at the time of issuance.**

Authorize the BOD to re-determine the specific issuance ratio at the time of implementation according to the number of shares expected to be issued and the number of outstanding shares of the Company at that time.
 - **Issuance method: Issuance of shares under the Employee Stock Ownership Plan (ESOP).**

- Issuance target, Standards: Members of the BOD, Board of Supervisors, CEO, and employees ("CBNV") who have signed labor contracts with the Company and its subsidiaries (hereinafter collectively referred to as employees ("NLĐ")) at the time of making the list according to the principles and criteria for allocation based on seniority, position, work performance, contribution to the Company, subsidiaries, and other criteria.

The GSM authorizes and assigns the BOD to approve the standards, detailed list of subjects eligible to purchase shares issued under the employee stock ownership program, approve the principles for determining the number of shares allocated to each subject, and the implementation time in accordance with current legal regulations.

- Issue price: VND 10,000/share
- Expected proceeds: VND 20,000,000,000 (Twenty billion VND)
- Principles for determining selling price: Due to the priority nature of the distributed subjects, and based on the stock market situation, capital needs, market price and book value of shares, as well as on the basis of analyzing the level of price dilution. The offering price of shares to employees is determined by the Company to be VND 10,000/share.
- Transfer restriction: Shares issued under the employee stock ownership plan are restricted from transfer for 01 (one) year from the closing date of the issuance. The specific duration shall be determined by the BOD based on compliance with current legal regulations.
- Plan for using proceeds from the issuance: All expected proceeds from the issuance of shares under the employee stock ownership plan, amounting to VND 20,000,000,000, will be used to serve business needs and supplement working capital for the Company.
- Implementation timeline: Expected in 2025, after approval by the GSM and after the State Securities Commission of Vietnam (State Securities Commission of Vietnam) acknowledges receipt of all issuance report documents from the Company. The GSM authorizes the BOD to select an appropriate issuance time to ensure the interests of shareholders and in accordance with the law.
- Handling plan in case of undersubscription: The number of shares not fully subscribed by employees will be authorized by the GSM to the BOD for distribution to other employees within the Company at an offering price of VND 10,000/share. These shares will be subject to transfer restrictions under the same conditions as the transfer restrictions on shares issued under the employee stock ownership plan as stated in the "Transfer Restriction" section above.

IN: 0101
CỘT
CỘT
TẬP
NAM
ĐOÀN

The distribution of unsubscribed shares to other employees must ensure compliance with the provisions of Article 42 of Decree No. 155/2020/NĐ-CP dated 2020-12-31.

- Handling plan in cases where employees no longer meet the standards for holding shares purchased under the employee stock ownership plan: The GSM authorizes and assigns the BOD to decide on specific content regarding the Handling Plan in cases where employees no longer meet the standards for holding shares purchased under the employee stock ownership plan.
- Registration, supplementary deposit, and supplementary listing: Shares successfully issued under the issuance plan will be registered, additionally deposited at Vietnam Securities Depository and Clearing Corporation ("VSDC"), and registered for supplementary listing on the Hanoi Stock Exchange ("HNX") in accordance with current legal regulations.
- Ensuring the share issuance meets foreign ownership ratio: The GSM authorizes/assigns the BOD to decide on a plan to ensure that the share issuance meets regulations on the maximum foreign ownership ratio at the Company.
- Charter capital change: Approve the increase of charter capital and amendment of charter capital in the Company's Charter according to the actual issuance results.
- Change of Enterprise Registration Certificate: Approve the change of the Enterprise Registration Certificate with the new charter capital level according to the actual issuance results.

The BOD submits to the GSM for approval the assignment and authorization to the BOD to organize the implementation, including but not limited to the following tasks:

- Developing and carrying out the necessary procedures to issue the ESOP Regulations for 2025;
- Deciding on the amendment, supplementation, and adjustment of the plan to issue shares under the employee stock ownership plan (ESOP) in 2025 that has been approved by the GSM, developing, editing, and explaining all documents and procedures related to the issuance at the request of regulatory agencies (if any) and in accordance with relevant regulations;
- Decide the specific timing for the issuance; decide the specific issuance ratio at the time of issuance;

- Decide on the criteria for selecting employees eligible to purchase shares, the list, and the number of shares to be purchased;
- Select and decide on the selection of an issuance consulting organization/securities Company to advise the Company in the issuance(s);
- Carry out the necessary procedures to register the issuance of shares under the ESOP program with the SSC, supplement or amend according to the requirements of the SSC or for the purpose of complying with relevant legal regulations;
- Amend and supplement the Company's Charter to record the charter capital and new shares according to the actual results of the charter capital increase issuance;
- Deploy and approve the necessary documents for registration, additional depository, and additional listing registration for the entire number of shares actually successfully issued at VSDC and HNX;
- Carry out procedures to change business registration and change charter capital according to the results of the above issuance with competent State authorities;
- Decide on a plan to repurchase shares from employees who quit their jobs during the period when ESOP shares are restricted from transfer, including but not limited to deciding on cases where employees must resell shares, selling prices, repurchase methods, and other issues related to the repurchase of shares;
- Adjust the allocation of proceeds from the employee stock option program issuance for the approved capital use purposes and/or change the purpose of using capital raised from the offering to suit the actual situation, ensuring compliance with legal regulations and reporting to the nearest GSM regarding adjustments related to the plan to use proceeds from the issuance;
- Direct, control, and handle issues arising during the implementation of the above contents;
- Depending on each specific case, the BOD authorizes the Chief Executive Officer to perform all, one, or some of the tasks within the scope of the BOD's authority in this plan.

Submitted to the General Shareholders Meeting for consideration and approval!

Recipient:

- Annual GSM in 2025;
- File archive DH.

Hanoi, day month year 2025
On behalf of the BOARD OF DIRECTORS
CHAIRMAN



[Signature]

Kieu Xuan Nam

SUBMISSION NO. 08

Re: Approving the Bond Issuance Plan of Nam Mekong Joint Stock Company

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Law on Enterprises and current guiding documents;

Pursuant to the Law on Securities and current guiding documents;

Pursuant to the Government's Decree No. 155/2020/NĐ-CP dated 2020-12-31 detailing and guiding the implementation of several articles of the Law on Securities ("Decree 155");

Pursuant to the Government's Decree 153/2020/NĐ-CP dated 2020-12-31 stipulating the offering and trading of privately placed corporate bonds in the domestic market and the offering of corporate bonds to the international market ("Decree 153");

Pursuant to the Government's Decree 65/2022/NĐ-CP dated 2022-09-16 amending and supplementing several articles of Decree No. 153/2020/NĐ-CP dated 2020-12-31 stipulating the offering and trading of privately placed corporate bonds in the domestic market and the offering of corporate bonds to the international market ("Decree 65");

Pursuant to the Government's Decree 03/2023/NĐ-CP dated 2023-03-05 amending, supplementing, and suspending the enforcement of several articles in the decrees stipulating the offering and trading of privately placed corporate bonds in the domestic market and the offering of corporate bonds to the international market ("Decree 03");

Pursuant to Circular No. 118/2020/TT-BTC dated 2020-12-31 guiding several contents on offering and issuing securities, making public purchase offers, buying back shares, registering as a public company, and deregistering as a public company ("Circular 118");

Pursuant to Circular 30/2023/TT-BTC dated 2023-05-17 guiding the registration, depository, exercise of rights, transfer of ownership, transaction payment, and organization of the trading market for privately offered corporate bonds in the domestic market ("Circular 30");

Pursuant to Circular 76/2024/TT-BTC dated 2024-11-06 guiding the information disclosure regime and reporting regime on the offering and trading of privately placed corporate bonds in the domestic market and the offering of corporate bonds to the international market ("Circular 76");

Pursuant to the Charter on Organization and Operation of Nam Mekong Group Joint Stock Company.

At the Annual General Shareholders Meeting ("GSM") in 2024 held on 2024-04-12, the Board of Directors ("BOD") of the Company submitted to the General Meeting the bond issuance plan attached to Submission No. 07, which was approved by the General Meeting. However, the bond issuance in 2024 has not been implemented

TH

because the bond market is changing with new legal conditions, requiring businesses to have time to adapt, especially in the first half of the year.

Moving into 2025, issuance activities in the corporate bond market in general and the privately placed corporate bond market in particular are expected to continue to prosper. Therefore, with the desire to attract investors to approach Nam Mekong Group Joint Stock Company ("Company") as well as diversify capital mobilization sources to expand business operations, the BOD continues to set a plan to issue bonds in 2025.

The Board of Directors respectfully submits to the General Shareholders Meeting for consideration and approval the bond issuance as follows:

I. Issuance plan

1. Total expected volume of bond issuance: Up to VND 1,000 billion (One thousand billion Dong)

2. Purpose of bond issuance:

To enhance the financial capacity and capital of the Company, all proceeds from the expected bond issuance will be used as follows:

(i) Increase the scale of working capital and implement investment projects of Nam Mekong Joint Stock Company ("Issuer") and/or (ii) contribute capital to subsidiaries and affiliates to implement investment projects and (iii) pay due debts of the Issuer. In the case of implementing investment projects of the Company, the number of bonds sold must reach at least 70% of the expected offering to implement the projects (for public offerings). At the same time, the Company will use other legal loan capital and business capital sources to compensate for the shortage of capital expected to be raised from the public offering of bonds to implement the Company's investment projects.

GSM authorizes the BOD to decide on the detailed plan for using the capital, and depending on the offering results and the Company's actual usage needs, to decide on allocating the proceeds to each project and report at the nearest GSM.

3. Method of issuance

- Public offering of bonds and/or;
- Privately placed corporate bonds.

4. Expected issuance time: Expected in 2025. The specific issuance time will be decided by the Board of Directors.

II. Approve the plan to list publicly issued bonds

According to Article 29 of the Law on Securities, the issuing organization that has made an offering must complete the registration dossier for listing or registration of securities trading within 30 days from the date of closing the offering. On 2020-12-31, the Government issued Decree 155 detailing the implementation of a number of articles of the Law on Securities, accordingly, the listing of bonds must be approved by the GSM.

Therefore, in order to ensure that the listing of bonds issued by Nam Mekong Joint Stock Company is carried out in accordance with the provisions of law, the BOD submits to the GSM as follows:

- Approve the Company's registration of Bonds at Vietnam Securities Depository and Clearing Corporation ("VSDC") after completing the issuance of Bonds according to the issuance plan approved in accordance with the law and the Company's Charter;
- Approve the listing of Bonds on the Hanoi Stock Exchange where the Bonds are listed and/or traded in a concentrated manner in accordance with current laws;
- Assign the BOD and the Board of Management to, based on the specific situation, have full authority to decide and be responsible for organizing the implementation of the necessary tasks and procedures to successfully implement the registration and listing of Bonds at VSDC and the Hanoi Stock Exchange ("HNX").

III. Assignment and authorization to the Board of Directors:

Based on the market situation and business operations, the Company's projects, in order for the implementation of the Company's bond issuance to be quick and convenient, the BOD respectfully submits to the GSM for consideration and authorization to the BOD of the Company to decide on the detailed issuance plan, including but not limited to the following issues:

1. Decide in detail on specific issues related to the bond issuance/offering, including but not limited to the complete construction of the bond issuance/offering plan with the following contents:

- Decide on the method of issuing/offering Bonds: private placement and/or public offering.
- Decide on issuance through one or divided into multiple tranches depending on the Company's capital needs and market conditions at the time/each time, ensuring compliance with relevant legal regulations;
- Decide on the appropriate timing of issuance/offering, ensuring it meets the Company's business operation needs.
- Decide on the specific terms and conditions of the Bonds issued in one/multiple tranches in accordance with the method of issuing/offering Bonds, type of Bonds, par value of Bonds, bond interest rate and method of determining bond interest rates, Bond term, timing of issuing one/multiple tranches of Bonds, issuance volume of one/multiple tranches of Bonds;
- Decide on the selection of collateral (if any) owned by the Company and/or a third party and/or other security measures permitted by law to secure the payment obligations related to the Bonds.
- Decide on the selection of bond type, including convertible Bonds, conversion ratio, conversion time, and conversion price at the time of conversion.
- Decide on the selection of criteria, list of investors participating in the issuance/offering, bond trading (in case the bonds are issued under the private placement method);

2. Decide on issues related to the use of proceeds from the issuance/offering of Bonds on the basis of ensuring compliance with legal regulations and in accordance with the Company's development orientation.

3. Decide on issues related to the construction of security measures for Bonds, including but not limited to: the form of security measures (pledge, mortgage and/or guarantee of payment by a third party), type, quantity, value of collateral; the replacement/exchange/supplement of collateral (if any, including the third party using assets under its ownership to secure the Bonds); the terms and conditions committed in relation to the security documents and related amendments, supplements, adjustments; the procedures to complete the security measures for the Bonds.
4. Decide on the contents of the dossier to carry out the procedures for issuing/offering Bonds in accordance with the law and/or requirements of the relevant State authorities.
5. Decide on the negotiation, signing, and organization of implementation of contracts and agreements related to the issuance/offering with third parties (if any).
6. Decide on and carry out work related to deposit registration, transaction registration and/or listing of bonds in accordance with current laws.
7. Decide on all other issues related to the Company's issuance/offering of Bonds to ensure the successful implementation of the issuance/offering of Bonds (including during the offering/issuance and post-offering/issuance operation); and.
8. Depending on the specific situation, the BOD is authorized to delegate to the Chief Executive Officer and/or other management personnel to perform one or more of the specific tasks mentioned above.

Respectfully submit to the GSM for consideration and approval!

Recipient:

- Annual GSM in 2025;
- File University records.

Hanoi, day month, 2025

On behalf of the BOARD OF
DIRECTORS
CHAIRMAN ✓



Kieu Xuan Nam

PROPOSAL NO. 09

Re: Approving the use of the Company's assets as collateral for a third party

To: ANNUAL GENERAL SHAREHOLDERS MEETING YEAR 2025

*Pursuant to the Law on Enterprises and current guiding documents;
Pursuant to the Law on Securities and current guiding documents;
Pursuant to the Charter on Organization and Operation of Nam Me Kong Group Joint Stock Company.*

The Board of Directors respectfully submits to the General Shareholders Meeting for consideration and approval of the following contents:

1. Agree to use assets being real estate, movable property, and other assets of the Company as collateral for a third party to borrow capital from the Bank.
2. Assign the BOD to implement the tasks related to the above contents.

Respectfully submit to the General Shareholders Meeting for consideration and approval!

Recipients:

- Annual GSM year 2025;
- File for ĐH.

Hanoi, day month, 2025

On behalf of the BOARD OF
DIRECTORS
CHAIRMAN



KIEU XUAN NAM

SUBMISSION NO. 10

Re: Authorizing the Board of Directors to continue implementing the Company's ongoing projects and to approve new investments or business cooperation projects. in accordance with the Company's Charter and legal regulations.

To: ANNUAL GENERAL SHAREHOLDERS MEETING 2025

Pursuant to the Enterprise Law and current guiding documents;

Pursuant to the Securities Law and current guiding documents;

Pursuant to the Charter on Organization and Operation of Nam Me Kong Group Joint Stock Company.

In order to ensure flexibility in the management and administration of the business operations of Nam Me Kong Group Joint Stock Company ("Company"), and to proactively seize opportunities for business production development, the Board of Directors ("BOD") respectfully submits to the General Shareholders Meeting ("GSM") for authorization to actively decide and exercise certain rights and obligations under the authority of the GSM as follows:

- Authorize the Board of Directors to continue implementing the Company's ongoing projects and to approve new investments or business cooperation projects in accordance with the Company's Charter and legal regulations.

Respectfully submit to the General Shareholders Meeting for consideration and approval!

Recipients:

- Annual GSM 2025;
- File for ĐH.

Hanoi, day month, 2025
On behalf of BOARD OF

**DIRECTORS
CHAIRMAN**


Nam
KIEU XUAN NAM

SUBMISSION NO. 11

Re: Authorizing the Board of Directors to decide on certain matters
under the authority of the General Shareholders Meeting

To: ANNUAL GENERAL SHAREHOLDERS MEETING YEAR 2025

Pursuant to the Enterprise Law and current guiding documents;

Pursuant to the Law on Securities and current guiding documents;

Pursuant to the Charter on Organization and Operation of Nam Me Kong Group Joint Stock Company.

In order to ensure flexibility in the management and administration of the operations of Nam Me Kong Group Joint Stock Company (the "Company"), and to proactively seize opportunities for business development, the Board of Directors ("BOD") respectfully submits to the General Shareholders Meeting ("GSM") for authorization to proactively decide on and implement certain rights and obligations under the authority of the GSM as follows:

1. Proactively adjust the business targets and business operating budget for the year 2025 to suit market developments, macroeconomic policies and legal regulations.
2. Authorize the BOD to sign contracts and transactions with a value greater than or equal to 35% of the total asset value of the Company as recorded in the most recent audited Financial Statements.
3. Authorize the BOD to decide on the establishment of subsidiaries and other issues related to the establishment of subsidiaries.
4. Authorize the BOD to decide on the purchase, sale, division, separation, merger, consolidation, transformation of legal form, dissolution or initiation of bankruptcy procedures for subsidiaries.
5. Authorize the BOD to decide on matters under the authority of the Owner at the subsidiary.
6. Authorize the BOD to have full authority to decide on Contracts and transactions related to: (i) Loan applications; (ii) Dossiers for mortgaging assets at credit institutions in accordance with the law.

Respectfully submit to the General Shareholders Meeting for consideration and approval!

Place of receipt:

- Annual GSM in 2025;
- File in GSM Records.

Hanoi, day month year 2025
ON BEHALF OF THE BOARD OF

DIRECTORS ✓
CHAIRMAN ✓



KIEU XUAN NAM