

Hà Nội, ngày 28 tháng 03 năm 2025

Hanoi, 28th March, 2025

**CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY BAN CHỨNG
KHOÁN NHÀ NƯỚC VÀ SGDCK TP. HỒ CHÍ MINH**

**PUBLIC DISCLOSURE ON THE ELECTRONIC INFORMATION PORTAL OF THE
STATE SECURITIES COMMISSION AND HO CHI MINH STOCK EXCHANGE**

Kính gửi/To: - Ủy ban Chứng khoán Nhà nước/ *State Securities
Commission*

- Sở Giao dịch chứng khoán TP.Hồ Chí Minh/ *Ho Chi
Minh Stock Exchange*

- **Tên tổ chức:** Công ty cổ phần Tập đoàn Đạt Phương
- **Organization Name:** Dat Phuong Group Joint Stock Company
- **Mã chứng khoán:** DPG
- **Stock Code:** DPG
- **Địa chỉ trụ sở chính:** Tầng 15, tòa nhà Handico, khu đô thị mới Mễ Trì Hạ, đường Phạm Hùng, Phường Mễ Trì, Quận Nam Từ Liêm, Thành Phố Hà Nội, Việt Nam
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- **Người thực hiện công bố thông tin:** Lê Thị Hà
- **Person Responsible for Public Disclosure:** Le Thi Ha
- **Chức vụ:** Trưởng ban quan hệ cổ đông
- **Position:** Head of Shareholder Relations
- **Loại thông tin công bố:** ☒ Định kỳ ☐ Bất thường ☐ 24h ☐ Theo yêu cầu
- **Type of Disclosure:** ☒ Periodic ☐ Unusual ☐ 24h ☐ Upon request

Nội dung thông tin công bố/ Content of Public Disclosure:

Công ty cổ phần Tập đoàn Đạt Phương (DPG) công bố thông tin:

Dat Phuong Group Joint Stock Company (DPG) hereby discloses the following information:



- Quyết định về việc thông qua thời gian và nội dung tổ chức đại hội đồng cổ đông thường niên năm 2025;

- Decision on the approval of the time and content for the 2025 Annual General Meeting of Shareholders;

- Tài liệu họp Đại hội đồng cổ đông thường niên năm 2025.

- Documents for the 2025 Annual General Meeting of Shareholders.

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty cổ phần Tập đoàn Dat Phuong www.datphuong.com.vn tại mục "Quan hệ cổ đông".

This information has been published on the official website of Dat Phuong Group Joint Stock Company at www.datphuong.com.vn under the "Shareholder Relations" section.

Chúng tôi cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố./

We commit that the disclosed information is truthful, and we fully accept legal responsibility for the accuracy of the published information.

Tài liệu đính kèm/Attached Documents:

- Quyết định số: 08/QĐ-DP-HDQT ngày 28/03/2025 thông qua thời gian và nội dung tổ chức đại hội đồng cổ đông thường niên năm 2025; Decision No. 08/QĐ-DP-HDQT dated March 28, 2025 approving the time and content for the 2025 Annual General Meeting of Shareholders;
- Tài liệu họp ĐHĐCĐ thường niên năm 2025 Documents for the 2025 Annual General Meeting of Shareholders

Đại diện tổ chức/ Organization Representative

Người thực hiện công bố thông tin
Person Responsible for Public Disclosure
Trưởng ban quan hệ cổ đông
Head of Shareholder Relations



Lê Thị Hà

AGENDA AND PROGRAM

ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

DAT PHUONG GROUP JOINT STOCK COMPANY

Time: 8:00 AM, April 19, 2025

Venue: National Conference Center, Pham Hung Street, Me Tri Ward, Nam Tu Liem District, Hanoi City.

Time	Content	Department in charge
08:00 - 08:45	Welcome and Shareholder Registration	Organizing Committee
08:45 - 09:00	Music Program	Organizing Committee, MC
09:00 - 09:10	- Opening of the General Meeting	MC
	- Report on Shareholder Eligibility Check	Eligibility Verification Committee
	- Introduction of the Presidium	MC
	- The Chairperson of the Meeting appoints the Meeting Secretary	The Presidium
	- Introduction and Voting on the Ballot Counting Committee	The Presidium
	- Introduction and Voting on the Rules for Organizing the General Meeting	The Presidium
09:10 - 09:40	- Report of the Board of Directors on the 2024 Business Results and 2025 Business Plan - Report of the Board of Directors on Governance and the Activities of the Board and Individual Board Members	The Presidium
09:40 - 09:50	Report of the Independent Board Member	Independent Board Member
09:50 - 10:00	Proposal of the Board of Directors	The Presidium
10:00 - 10:40	Discuss	The Presidium, MC
10:40 - 10:55	Vote on the Proposal Contents	The Presidium, Ballot Counting Committee
10:55 - 11:15	Break, Ballot Counting Committee works and prints the report	Ballot Counting Committee
11:15 - 11:25	Announce the results of the vote on the Proposal Contents	Ballot Counting Committee
11:25 - 11:35	The Meeting Secretary presents the Meeting Minutes for approval	Secretary Team
11:35	Closing of the General Meeting	The Presidium



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RULES FOR ORGANIZING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

I. GENERAL PROVISIONS

Article 1: Scope of Regulation

This regulation applies to the organization of the 2025 Annual General Meeting of Shareholders of Dat Phuong Group Joint Stock Company (the "Company") through in-person meetings and electronic voting by the Shareholders.

Article 2: Scope of Application

This regulation specifically outlines the conditions for organizing the AGM, the rights and obligations of the parties participating in the AGM, and the procedures for conducting the meeting.

Article 3: Effectiveness

Shareholders and other parties attending the 2025 AGM of the Company are responsible for complying with the provisions of this regulation.

Article 4: Definitions

4.1. Electronic Voting: Refers to the process where Shareholders or their authorized representatives cast votes at the AGM through the electronic voting system.

4.2. Online System: Refers to the application/software/website used by the Company to facilitate electronic voting.

4.3. Login Information: Includes the Username/ID and Password when the shareholder checks in, or the OTP sent to the shareholder's or the authorized representative's phone number. The Password and OTP are uniquely provided by the Company to the shareholder or their authorized representative at the check-in counter or sent to the shareholder's or authorized representative's phone number.

4.4. Online System Opening Time: Refers to the time when shareholders can access and register for the AGM. The voting period for the items on the agenda will be determined according to the regulations set by the organizing committee.

4.5. Online System Closing Time: Refers to the time when the online system closes access and voting, as announced by the Chairman of the AGM.

4.6. The AGM: Refers to the 2025 Annual General Meeting of Shareholders of Dat Phuong Group Joint Stock Company.

4.7. Abbreviations have the following meanings:

AGM: Annual General Meeting of Shareholders;

BOD: Board of Directors.

II. CONDITIONS FOR CONDUCTING THE AGM

Article 4: Conditions for Conducting the AGM

The AGM can be conducted when the number of shareholders attending the meeting represents more than 50% of the total shares with voting rights according to the shareholder list of Dat Phuong Group Joint Stock Company, as confirmed by the Vietnam Securities Depository and Clearing Corporation on March 14, 2025

III. RIGHTS AND OBLIGATIONS OF THE PARTIES PARTICIPATING IN THE AGM

Article 5. Conditions for Attending the AGM

All individual shareholders or validly authorized representatives of individual shareholders, authorized representatives of institutional shareholders, or individuals authorized by institutional representatives owning ordinary shares of the Company as of the shareholder list cutoff date of March 14, 2025, as confirmed by the Vietnam Securities Depository and Clearing Corporation, are eligible to attend..

Article 6. Regulations on Proxy

6.1. Authorization for a representative to attend the AGM must be made in writing using the Company's prescribed form and must bear the following signatures:

- In the case of an individual shareholder as the authorizer, the signature of the shareholder and the authorized representative attending the meeting is required;
- In the case of an authorized representative of an institutional shareholder as the authorizer, the signature of the authorized representative, the legal representative of the shareholder, and the authorized representative attending the meeting is required;
- In other cases, the signature of the legal representative of the shareholder and the authorized representative attending the meeting is required.
- In the case where a lawyer signs the proxy on behalf of the authorizer, the appointment of the representative will only be valid if the proxy appointment document is presented together with the authorization for the lawyer (if it has not been previously registered with the Company).
- The shareholder must submit the proxy along with one notarized copy of the identification document of the authorizer and one notarized copy of the identification document of the authorized representative to confirm the eligibility of the authorized representative to attend the AGM.

6.2. In cases where the proxy is written in a form other than the Company's prescribed form, the Chairman of the AGM will have the full authority to decide its validity.

6.3. A person may act as a proxy for one or more shareholders.

6.4. The authorized representative attending the AGM must submit the proxy document before entering the meeting room.

Article 7. Rights and obligations of shareholders attending the AGM

7.1. Rights of Shareholders Attending the AGM

- To attend the meeting in person or authorize someone else to attend by providing a valid written proxy in the Company's prescribed format.
- When attending the Annual General Meeting, each shareholder/representative will

be provided with an access account to register for the meeting and vote on the issues discussed:

- + Shareholders log in to the online system at: <https://dhcd.datphuong.com.vn> or scan the QR code to register and vote on the matters discussed at the meeting.

- + Shareholders use the Username and OTP to log into the system, where:

- The Username for shareholders is one of the following information: Identity card number; Citizen identification number; Business registration number, tax code; Foreign investor code; Phone number.

- The OTP: is sent to the shareholder's phone number or the phone number of the authorized representative.

- To discuss and vote on all matters within the authority of the General Meeting of Shareholders according to the provisions of the Enterprise Law, other relevant legal documents, and the Company's Charter.
- To be notified by the Organizing Committee of the agenda and program of the AGM.
- To receive the documents, content, and the AGM program.
- Shareholders or authorized representatives arriving after the AGM has commenced are still registered and have the right to vote immediately after registration. The Chairman is not responsible for pausing the AGM to allow latecomers to register; in this case, the validity of prior votes will not be affected.

7.2. Obligations of Shareholders When Attending the AGM

- To strictly comply with the provisions of the Enterprise Law, the Company's Charter, and this Regulation.
- When shareholders or their authorized representatives arrive to attend the AGM, they must complete the registration procedures with the Organizing Committee and present the following documents:
 - + Citizen ID card or Passport.
 - + Valid proxy document (if authorized to attend the AGM).
- To strictly adhere to the meeting regulations, respecting the proceedings and results of the AGM.
- To speak and vote in accordance with the guidelines of the Organizing Committee and respect the control of the AGM by the Chairman.
- Recording or filming the AGM must be publicly announced and approved by the Chairman.
- To bear the cost of attending the AGM (such as transportation, meals, accommodation, etc.).
- Shareholders voting via the online system have the following obligations:
 - + Prepare and use appropriate devices with internet connection to ensure full voting and participation on all matters discussed at the AGM.

- + To ensure the security of login information such as username, other identification elements (if any), and login password to guarantee that only the shareholder or their

representative has the right to vote on the online system.

- + To take responsibility for any risks or disputes related to voting using the shareholder's access account on the online system. Voting with the correct username, password, and/or other identification elements will be considered as the shareholder's intent.

- + To regularly update accurate, complete, and truthful contact information, including phone numbers and email addresses, at the securities depository to ensure receipt of login account notifications and take full responsibility for the registered information.

Article 8: Rights and Obligations of the Chairman of the AGM and the Secretariat

8.1. Rights and Obligations of the Chairman of the AGM

- The AGM will be chaired by the Chairman of the Board of Directors.
- The Chairman's decisions on matters of procedure or events arising outside the AGM's agenda will be final.
- The Chairman may take necessary actions to ensure the AGM is conducted lawfully and orderly, or to reflect the desires of the majority of attending shareholders.
- The Chairman has the right not to respond or only acknowledge shareholder contributions if the content falls outside the agenda of the AGM.
- The Chairman appoints one or more people as secretaries to record the AGM minutes.
- The Chairman has the right to postpone the AGM, once the required number of registered participants is met, to another time or change the meeting location (in compliance with the Enterprise Law and Company Charter) in the following cases:
 - + The meeting venue lacks sufficient seating for all attendees;
 - + If any attendee engages in disruptive behavior or causes disorder, which may jeopardize the fair and legal conduct of the meeting;
 - + If the communication equipment at the meeting location is inadequate for shareholders to participate, discuss, or vote.

The maximum postponement period shall not exceed three days from the originally scheduled start date of the meeting.

8.2. Rights and Responsibilities of the Secretariat of the General Meeting

Chủ tọa cử một hoặc một số người làm thư ký Đại hội lập biên bản họp Đại hội
The Chairman of the meeting will appoint one or more individuals to serve as the secretariat of the General Meeting, responsible for drafting the meeting minutes. The secretariat has the function of drafting the minutes of the meeting and carrying out tasks assigned by the Chairman.

Article 9: Vote Counting Committee

- The General Meeting of Shareholders will elect a Vote Counting Committee with no more than three members, nominated by the Chairman and approved through direct voting at the meeting. Members of the Vote Counting Committee do not have to be

shareholders of the Company.

- The Vote Counting Committee consists of one Chairperson and two members. The committee's duties and responsibilities are as follows:

- + Provide a summary of the voting regulations;
- + Check and supervise the voting of shareholders and their representatives;
- + Organize the vote counting;
- + Draft the vote count report and announce the results before the General Meeting of Shareholders;
- + Submit the vote count report and all ballots to the Chairman of the General Meeting;
- + The Vote Counting Committee must ensure the accuracy and integrity of the vote counting process. They are legally and morally responsible to the law and shareholders in case of any errors.

IV. PROCEEDING OF THE CONGRESS

Article 10: Agenda of the General Meeting

The General Meeting will discuss and approve the following items as presented by the Board of Directors:

- 1) Financial report for 2024.
- 2) The report of the Board of Directors on governance and the performance of the Board of Directors and each of its members in 2024.
- 3) The profit distribution plan for 2024.
- 4) Approval of the business plan for 2025.
- 5) Approval of the authorization for the Board of Directors to review and approve projects, investment policies within the authority of the General Meeting of Shareholders; contracts and agreements signed between Dat Phuong Group Joint Stock Company and related parties.

- 6) Remuneration for the Board of Directors and the Audit Committee.
- 7) Selection of the auditing firm.
- 8) Plan to issue shares to increase share capital from equity capital
- 9) Other matters within the authority of the General Meeting of Shareholders.

Article 11: Voting Method for Approving Items at the General Meeting

Voting on the items at the General Meeting will be conducted in the following manner:

11.1. Voting via Electronic Ballots

- Voting on the meeting items will be done through electronic ballots.
- Each shareholder or their representative attending the General Meeting will be given an access account to cast their vote. Shareholders will use their registered phone number to receive an OTP for electronic vote verification.
- When voting electronically via the online system, shareholders must comply with the obligations stipulated in point 7.2, Article 7 of this Regulation. Shareholders

log in to the online system through the account they were provided to cast their vote.

- Only shareholders or their authorized representatives who are registered for the General Meeting and present at the time of voting have the right to vote.
- Shareholders vote according to the following principles:

- + Voting will begin and end upon the announcement of the Chairman of the meeting or the Head of the Vote Counting Committee.

- + Shareholders or their authorized representatives cannot change the voting result after it has been successfully submitted in the system. For any issues that change or arise during the meeting, shareholders or their authorized representatives may vote on those new or changed items. The results of votes on previous issues remain unchanged.

- + The voting result of a shareholder or their authorized representative is the total voting result recorded at the time the voting ends, as announced by the Chairman at the General Meeting. Once the voting for each issue is concluded, the online system will be closed, and shareholders or their authorized representatives will no longer be able to change any content already voted on. The results of the vote recorded in the system are final, and the company is exempt from responsibility for the voting results once shareholders have logged in correctly and voted through the system.

- + The results of each vote will be reported to the General Meeting by the Vote Counting Committee immediately after the vote counting process is completed.

- + If a shareholder experiences issues voting on the system, they can contact the organizing committee for guidance and assistance to complete the voting process.

- + Shareholders who do not vote will be considered as not participating in the vote.

- + A valid vote is one where the shareholder or their authorized representative participates in the vote, selects a voting option, and successfully submits it through the online system. Voting results are calculated based on the total number of valid shares that participated in the vote.

- + If a shareholder logs in successfully to attend the General Meeting but does not participate in electronic voting, they will be considered as not participating in the vote.

- Voting Process:

- + Each shareholder/representative of a shareholder has voting rights corresponding to the total number of shares they own/represent.

- + Each voting slip will list the items that need to be voted on.

Shareholders/representatives of shareholders vote by selecting one of the options: "Approve," "Disapprove," or "No opinion" for each issue and press the "Submit Vote" button to save and submit their voting result to the system. At this step, the shareholder will receive an OTP code sent to their registered phone number. The shareholder must enter this OTP code in the OTP confirmation field to complete the submission of the vote.

- Vote Counting:

- + The vote counting will proceed immediately after the voting ends.

- + All vote counting tasks, including verification, minute-taking, and announcing the results, must be conducted by the Vote Counting Committee in a fair, accurate, and

responsible manner.

- Announcing the Vote Counting Results:

- + After the vote counting process is complete, the Vote Counting Committee will draft the vote count report, which will be signed by all members of the Vote Counting Committee.

- + The Head of the Vote Counting Committee will read the vote count report before the General Meeting.

11.2. Direct Voting:

Direct voting is applied in cases where the voting method specified in Article 11.1 above is not used. In the case of direct voting at the meeting, shareholders or their authorized representatives will vote on the issues requiring approval by raising their hands or by another method as directed by the Chairman.

Article 12: Speaking at the General Meeting

Shareholders or authorized representatives attending the meeting must raise their hand and obtain approval from the Chairman to speak. Shareholders or authorized representatives may register to speak at the meeting with the Board of Directors or through the meeting's secretary by submitting a question form. Once the Chairman designates a speaker, that person may speak. The content of the speech must be brief and relevant to the issues being discussed at the meeting. Shareholders should not repeat opinions that have already been expressed by others, and only speeches that are relevant to the meeting agenda will be recorded in the meeting minutes.

Article 13: Approving Decisions at the General Meeting

The issues at the General Meeting will be approved when the shareholders with voting rights present directly or through an authorized representative at the meeting agree, with the percentage as stipulated in the Company's Charter and the provisions of the Enterprise Law:

- For decisions on the types of shares and the total number of shares of each type; company reorganization, liquidation; investment projects or the sale of assets with a value equal to or greater than 35% of the total assets recorded in the latest financial report of the company; changes in business areas; changes in the organizational structure of the company, the approval must be given by shareholders representing at least 65% of the total voting shares of all attending shareholders.

- Other issues must be approved by shareholders owning more than 50% of the total voting shares of all attending shareholders.

- For resolutions that change the rights and obligations of shareholders holding preferred shares in a way that is disadvantageous to them, the resolution will only be approved if 75% or more of the shareholders holding that type of preferred share present at the meeting agree.

V. Conclusion of the General Meeting

Article 14: Meeting Minutes of the General Shareholders' Meeting

All the issues discussed at the General Meeting will be recorded in the minutes by the Secretary of the meeting. The minutes will be read by the Head of the Secretariat

and will be approved by the General Shareholders' Meeting before the meeting is adjourned. The minutes will be kept at the company.

Article 15: Resolutions of the General Shareholders' Meeting

- Based on the results of the General Meeting, the Chairman will issue the resolutions of the General Shareholders' Meeting on the issues that have been approved by the meeting.

- Members of the Board of Directors, the CEO, shareholders, or shareholder groups owning at least 5% of the total common shares have the right to request the Court or Arbitration to review and annul part or all of the resolutions of the General Shareholders' Meeting in cases specified by the Enterprise Law.

VI. OTHER PROVISIONS

Article 16: Cases where the General Shareholders' Meeting cannot be held

16.1. If the first meeting fails to meet the conditions for proceeding as per Article 4 of this Regulation, the meeting will be rescheduled for the second time within 30 days from the scheduled date of the first meeting. The second General Shareholders' Meeting will be valid if at least 33% of the total voting shares are represented by shareholders present at the meeting.

16.2. If the second meeting does not meet the conditions for proceeding as specified in Section 16.1 of this Article, the third meeting will be convened within 20 days from the scheduled date of the second meeting. In this case, the General Shareholders' Meeting will be held regardless of the number of shareholders present and the proportion of voting shares represented at the meeting.

VII. IMPLEMENTATION PROVISIONS

Article 17: Effectiveness

This Regulation consists of 7 parts and 17 articles and becomes effective immediately upon approval at the Annual General Shareholders' Meeting in 2025.

BH. THE BOARD OF DIRECTORS
CHAIRMAN

(Signed and sealed)

Lương Minh Tuấn



TRANSLATION

**REPORT OF THE BOARD OF DIRECTORS ON
CORPORATE GOVERNANCE AND PERFORMANCE
OF THE BOARD OF DIRECTORS AND EACH MEMBER IN 2024;
OPERATION PLAN OF THE BOARD OF DIRECTORS FOR 2025**

Dear Shareholders!

Today, we meet here to attend the 2025 Annual General Meeting of Shareholders.

On behalf of the Board of Directors (BOD), I would like to express my sincere thanks to all esteemed shareholders for taking the time to attend this Meeting. I wish you health, happiness and success.

Now, I would like to present the report on the Board of Directors' performance in 2024 and the Board of Directors' performance plan in 2025:

I. BOARD OF DIRECTORS' ACTIVITIES REPORT IN 2024:

1. REPORT ON CORPORATE GOVERNANCE:

In 2024, the Board of Directors held 10 meetings and issued 16 important resolutions/decisions related to the strategic orientation and business operations of the Group, such as:

- Issued a Resolution approving transactions between Dat Phuong Group Joint Stock Company and related parties in 2024.
- Resolved to contribute capital to establish "Dat Phuong Glass Joint Stock Company" and appointed a representative to manage the contributed capital.
- Resolved to organize the 2024 Annual General Meeting of Shareholders.
- Approved the plan to buy back all bonds before maturity.
- Resolved on the payment of 2023 cash dividends.
- Resolved on borrowing and providing guarantees at Vietcombank Thang Long Branch; VietinBank Nam Thang Long Branch; and BIDV Thang Long Branch.
- Resolved on the selection of the auditing firm for the 2024 financial statements.
- Resolved on the reappointment of Mr. Tran Anh Tuan as the General Director of Dat Phuong Group Joint Stock Company.
- Resolved on the reappointment of Mr. Hoang Gia Chicu as Deputy General Director of Dat Phuong Group Joint Stock Company.
- Resolved on the establishment of the Information Technology Department.
- Approved the digital transformation plan.

The Board of Directors has consistently followed the business plan approved by the 2024 Annual General Meeting of Shareholders, promptly convening meetings to discuss and issue decisions, regulations, and policies in line with actual circumstances for governance and implementation by the Executive Board..

2. REPORT ON PERFORMANCE RESULTS OF EACH MEMBER OF THE BOARD OF DIRECTORS:

The total number of members of the Board of Directors of Dat Phuong Group is 06 people, including 01 Chairman, 01 Permanent Vice Chairman, 02 independent members of the Board of Directors and 02 members of the Board of Directors. In 2024, based on the assignment of tasks, each member of the Board of Directors has achieved the following results:

TT	Board Member	Assign tasks and report on performance of each member of the Board of Directors in 2024
1	Mr. Luong Minh Tuan - Chairman of the Board of Directors	- Develop programs and plans for the Board of Directors' activities; - Prepare content and agenda for meetings of the General Meeting of Shareholders and Board of Directors. Chair meetings of the General Meeting of Shareholders and Board of Directors; - Organize the approval of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; - In charge of work related to shares, stocks, bonds (under the authority of the Board of Directors); - Monitor the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; - In charge of investment, building medium-term development strategies, annual business plans for projects: hydropower, real estate, hotels, restaurants, manufacturing sectors; - Responsible for developing the company's medium-term and long-term and annual financial strategies; - Responsible for brand management and communications; - Participate in managing capital contributions at Dat Phuong Song Bung Hydropower Joint Stock Company, Dat Phuong Son Tra Hydropower Joint Stock Company, Dat Phuong Hoi An Joint Stock Company;

TT	Board Member	Assign tasks and report on performance of each member of the Board of Directors in 2024
2	Mr. Pham Kim Chau - Vice Chairman of Board of Directors, Deputy General Director	- Responsible for medium-term development strategies and plans, and annual business plans in the construction business sector; - Responsible for supervising and operating business activities of subsidiaries; - Responsible for resolving the Company's complaints against business operators; - On behalf of the Chairman of the Board of Directors, manage activities related to the Board of Directors in case the Chairman of the Board of Directors is absent; - Participate in managing capital contributions at Dat Phuong Song Bung Hydropower Joint Stock Company; Dat Phuong Construction Number One Joint Stock Company, Dat Phuong Construction Number Two Joint Stock Company;
3	Mr. Tran Anh Tuan - Member of Board of Directors, General Director	- Directly manage the business operations of Dat Phuong Group Joint Stock Company and Dat Phuong Song Bung Hydropower Joint Stock Company; - Be responsible for building the organizational structure and internal regulations for the company's operations; - Oversee investment in equipment and technology to enhance the company's business performance; - Report to the State Securities Commission and the Stock Exchange, and disclose information in accordance with legal regulations when conducting transactions involving the company's shares; - Participate in managing the contributed capital in Dat Phuong Song Bung Hydropower Joint Stock Company, Dat Phuong Construction Number One Joint Stock Company, and Dat Phuong Construction Number Two Joint Stock Company.
4	Mr. Dang Hoang Huy - Member of Board of Directors -	- Supervise investment and construction of real estate and urban projects; - Responsible for the company's human resources and salary activities;

TT	Board Member	Assign tasks and report on performance of each member of the Board of Directors in 2024
	Member of Inspection Committee under Board of Directors	- Responsible for and control contracts and transactions under the authority of the General Meeting of Shareholders and Board of Directors for approval; - Exercise the rights and obligations of the Audit Committee as stipulated in the Company Charter and the Audit Committee's Operating Regulations.
5	Mr. Do Xuan Dien - Independent Member of the Board of Directors - Chairman of the Audit Committee under the Board of Directors	- In charge of researching and developing new and potential business areas for the company. - Responsible for developing strategies, plans, and investment options for industrial real estate projects and industrial-urban projects. - Supervise investment and construction of industrial real estate projects, industrial combined with urban areas; - Supervise the operations of the General Director and other managers in the daily production and business operations of the company; - Prepare the program and plan of activities of the Audit Committee, assign work to members of the Audit Committee and the Internal Audit Board. Chair meetings of the Audit Committee; - Exercise the rights and obligations of the Audit Committee as stipulated in the Company Charter and the Audit Committee's Operating Regulations.
6	Ms. Le Thi Thu Trang - Independent Member of the Board of Directors	- Responsible for developing business plans and management and operation plans for hotel, restaurant, tourism, and commercial projects; - Supervise the development of products, business ideas, investment in construction of hotel, restaurant, tourism, commercial business projects and supervise the management and operation during the exploitation phase. - Supervise the operations of the General Director and other managers in the daily production and business operations of the company.

General assessment: The members of the Board of Directors of the company participated in all meetings with a high sense of responsibility, each member gave many opinions for discussion and reached a high consensus. The assignment of work to each member on the basis of promoting the strengths as well as the leadership capacity and professional capacity of each person, increased the interests of shareholders and the sustainable development of the Group. In 2024, the members of the Board of Directors successfully completed the assigned tasks.

3. SUPERVISION RESULTS FOR THE EXECUTIVE BOARD:

In 2024, the Board of Directors closely supervised the Executive Board in implementing the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors, implementing the production and business plans and investment plans approved by the General Meeting of Shareholders and the Board of Directors. Quarterly, the Board of Directors requires the General Director to report on business results and implementation status so that the Board of Directors can promptly grasp and make appropriate decisions to minimize risks, increase efficiency and take advantage of opportunities in production and business.

Supervision of the Executive Board is carried out in parallel with the results of production and business activities and the effectiveness of policies to improve the quality and income of employees. The supervision contents include:

- Supervise the preparation of the 2024 production and business plan and the implementation of 2024 targets according to the plan approved by the General Meeting of Shareholders;
- Monitor the management activities of the Board of Directors to improve the efficiency of production and business activities and complete the set planning targets.
- Review and improve corporate governance, internal control and risk management;
- Supervise the preparation of separate and consolidated financial statements for the quarters and fiscal year 2024 in accordance with the correct order, progress and regulations;
- Monitor dividend payments to shareholders;
- Monitor the implementation and compliance with resolutions/decisions of the General Meeting of Shareholders and the Board of Directors.

The Board of Directors highly appreciates the Executive Board for being proactive and making efforts in the process of production and business management, always closely following and strictly implementing the resolutions of the General Meeting of

Shareholders and the Board of Directors.

The Board of Directors does a good job of internal solidarity, creating a positive, enthusiastic, creative and effective working environment throughout the company system.

The Board of Directors' decisions are implemented decisively but cautiously and firmly by the Executive Board. All projects ensure quality, efficiency and aesthetics.

Maintain and strengthen the company's reputation with partners and customers, always be a reputable customer with banks.

Overall, the Executive Board has successfully completed its tasks in 2024.

4. REPORT ON ACTIVITIES OF THE AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS:

During the past year, the Audit Committee has performed its duties of supervising and supporting the Board of Directors in improving the effectiveness of the internal control system, risk management, ensuring the integrity of financial statements and disclosing official information related to the Company's financial results.

The Audit Committee pays special attention to monitoring the activities of the Internal Audit Department. Along with that, the Committee has directed the Internal Audit Department to conduct inspections and monitor financial reports before submitting them to the Board of Directors to ensure that the financial reports accurately and fully reflect the financial situation of the Group, while complying with current legal regulations and financial standards.

The Audit Committee will continue to monitor and work closely with the Internal Audit Department and the Board of Management to improve and strengthen risk management and control processes, to protect shareholders' interests and ensure the sustainable development of Dat Phuong Group.

4. REPORT ON TRANSACTIONS BETWEEN THE COMPANY AND ITS SUBSIDIARIES WITH THE BOARD OF DIRECTORS AND RELATED PARTIES:

In 2024, in accordance with the business plan approved by the General Meeting of Shareholders, Dat Phuong Group carried out transactions with related parties, including member companies and subsidiaries, through business operations, investment, construction, and service activities. Details of these transactions are presented in the audited financial statements for 2024.

5. REMUNERATION OF THE BOARD OF DIRECTORS:

- According to the Resolution of the General Meeting of Shareholders No. 02/NQ-DP-DHDCD dated April 27, 2024, the total remuneration of the Board of Directors and the Audit Committee under the Board of Directors in 2024 is maximum = 2.0% "x" Profit after corporate income tax on the Consolidated Financial Statements in 2024, equivalent to the amount : VND 6,081.9 million VND.

- Actual expenditure in 2024 : 4,200.12 million VND.

* Details of salary and bonus for each member of the Board of Directors concurrently holding positions in the executive apparatus of the Company and its subsidiaries are as follows:

Unit: Million VND

TT	Full name	Concurrent position	Salary + Allowance	Remuneration		Bonus	Total
				Dat Phuong	Subsidiaries		
1	Luong Minh Tuan	Chairman of the Board of Directors - Chairman of DP Hoi An, DP Son Tra, DP Song Bung, Dat Phuong Glass	-	1,845.12	258.00	4.50	2,107.62
2	Pham Kim Chau	Vice Chairman of the Board of Directors - Deputy General Director, Chairman of Dat Phuong 2, member of the Board of Directors of DP No. 2, DP Song	896.42	300.00	240.00	4.50	1,440.92

TT	Full name	Concurrent position	Salary + Allowance	Remuneration		Bonus	Total
				Dat Phuong	Subsidiaries		
		Bung, DP Son Tra, DP Hoi An.					
3	Tran Anh Tuan	Member of Board of Directors - General Director of Dat Phuong Group, Chairman of Dat Phuong 1, General Director of Song Bung Hydropower Joint Stock Company, member of Board of Directors of Dat Phuong No. 2, DP Song Bung, DP Son Tra	1,699.74	300.00	204.00	4.50	2,208.24
4	Dang Hoang Huy	Board Member	-	325.00	-	-	325.00
5	Do Xuan Dien	Board Member	-	780.00	24.00	-	804.00
6	Le Thi Thu Trang	Board Member	-	650.00	-	-	650.00

TT	Full name	Concurrent position	Salary + Allowance	Remuneration		Bonus	Total
				Dat Phuong	Subsidiaries		
	Total		2,596.16	4,200.12	726.00	13.50	7,535.78

II. BOARD OF DIRECTORS' OPERATION PLAN FOR 2025:

In 2025, we are facing many opportunities and challenges in an ever-changing market that requires agility and high adaptability. With a clear strategic direction, the Board of Directors orients the goals of Dat Phuong Group in 2025 and the following years as follows:

- Implement the Resolution of the 2025 Shareholders' Meeting;
- Organize regular and extraordinary meetings to deploy and effectively implement the 2025 production and business plan approved by the General Meeting of Shareholders;
- Promote the role of subcommittees under the Board of Directors to advise the Board of Directors on operation and business strategies, human resources, salaries and bonuses, and investment activities;
- Developing a team of high-quality, creative and committed human resources will help the company develop sustainably, while ensuring safety, employment and income for employees;
- Regularly check and monitor through internal audit and risk management activities to improve production and business efficiency;
- Strengthen digital transformation and application of new technologies;
- Continue to be consistent with the group's orientation of developing a diversified ecosystem in a certain and sustainable manner, including core areas that have affirmed the brand such as: construction, hydropower, real estate, production and put the hotel area into operation in 2026.
- Continue to maintain growth in the construction sector, especially focusing on key projects that the State is encouraging investment in. With a strategic vision, Dat Phuong will expand its participation in major infrastructure projects such as **urban railways , high-speed railways , tunnels and metro lines** - key projects serving the development of transportation and smart cities.

Promoting participation in these projects not only helps us take advantage of the opportunities from the State's preferential policies but also makes important contributions to the country's sustainable development. We will continue to invest in

modern construction technology, improve the quality of works, optimize costs and construction time, thereby affirming the Dat Phuong brand as a symbol of innovation and quality.

In addition to developing construction projects, Dat Phuong will continue to invest heavily in the **mining and raw material processing sectors**. The exploitation and processing of raw materials from the mine will not only serve the company's construction projects, but also export to international markets.

With this strategy, Dat Phuong will proactively seize opportunities from natural resources, increase production capacity and increase added value from exploited raw materials, while contributing to the national economy. These steps will help us affirm our position in the manufacturing and export industry, creating high-value and sustainable products.

- In the real estate sector, we will not only expand our scale but also create high-class projects, with the mission of "Creating a living environment in harmony with nature", especially focusing on **ecological , luxurious and unique** segments. Dat Phuong will expand its investment in projects in many different locations, thereby creating diversity and richness in its investment portfolio.

In particular, we will build a **service - tourism - resort ecosystem , including hotel, resorts , golf courses and high-end resorts** projects. These projects not only bring high-class value but also meet the increasing demand for quality of life and experience for customers. We will constantly innovate, bring high-quality real estate products, closely connected with nature and enhance the value of experience.

- Prioritize environmental protection work, towards the group's sustainable development strategy.

The above is the report of the Board of Directors on governance, the performance of the Board of Directors and each member in 2024, and the Board of Directors' operation plan for 2025, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

(Signed and sealed)

Luong Minh Tuan



TRANSLATION

REPORT OF THE BOARD OF DIRECTORS ON BUSINESS PERFORMANCE IN 2024 AND BUSINESS PLAN FOR 2025

Dear Shareholders!

In 2024, Dat Phuong Group continued to affirm its sustainable development orientation, focusing on building and strengthening its workforce, selecting reputable partners to deliver real value and satisfaction to customers, partners, shareholders, and employees.

The Group's strategy focuses on five core areas: **construction, energy, real estate, hotel and resort services, and the production of ultra-clear patterned glass for solar panels**. The heart of this strategy is to build a synchronized Dat Phuong ecosystem, creating strong brand linkage while providing independence and substantial development room for each business sector and each member company to maximize their strengths.

I/. REPORT ON BUSINESS PERFORMANCE IN 2024:

Specific figures on business results achieved in 2024 are as follows:

1. Business results of parent company - Dat Phuong Group:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	4,084.5	3,105.2	76.03%
2	Profit before tax	Billion VND	232.7	213.7	91.83%
3	Profit after tax	Billion VND	208.3	190.3	91.36%
4	Dividend *	%	10 %		

2. Regarding construction and installation business results:

In 2024, the transportation infrastructure construction market in Vietnam faced numerous challenges, especially during the first three quarters when the market became sluggish. Projects under the Ministry of Transport disbursed only VND 62.7 trillion, a decrease of 14.1% compared to the previous year, achieving only 85.6% of the planned

target. Toward the end of 2024, the transportation infrastructure construction sector began to recover, with the Government accelerating the development of key transportation projects with a total investment of up to VND 422 trillion to promote socio-economic development.

For projects won the bid by the Group, although there were still difficulties and obstacles during implementation, thanks to determination and continuous efforts, the member companies in the construction sector achieved relatively positive results. Although these results have not fully met the targets set at the beginning of the year due to objective factors of the construction market, the outcomes will serve as a solid foundation for strong development in the coming years.

a) Business results of Dat Phuong Construction Number One Joint Stock Company:

In 2024, Dat Phuong Construction Number One Joint Stock Company achieved the following business results:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	1,334.7	1047.1	78.5%
2	Profit before tax	Billion VND	13.41	15.21	113.4%
3	Profit after tax	Billion VND	10.73	11.96	111.5%

b) Business results of Dat Phuong Construction Number Two Joint Stock Company:

In 2024, Dat Phuong Construction Number Two Joint Stock Company achieved the following business results:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	1,558.78	1,024.10	65.7%
2	Profit before tax	Billion VND	10.97	7.27	66.3%
3	Profit after tax	Billion VND	8.78	5.17	58.9%

3. Regarding energy business results:

a) Business results of Dat Phuong Song Bung Hydropower Joint Stock Company:

In 2024, despite unfavorable weather and hydrological conditions, the Song Bung 6 Hydropower Plant still achieved revenue and output exceeding the planned targets.

Specifically:

- Total output reached: 103.699 million kWh, fulfilling 109.89% of the planned production output.

- Total revenue (before tax and fees): VND 124.139 billion, achieving 107.77% of the plan (of which: power generation revenue was VND 121.618 billion, reaching 105.58%; revenue from clean energy certificates was VND 2.52 billion).

- The average electricity price in 2024 (before tax): VND 1,173/kWh.

The business results in 2024 are as follows:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	115.2	124.1	107.8%
2	Profit after tax	Billion VND	74.76	81.46	109.0%
3	Dividends	%	30% - 40%	20%	

b) Business results of Dat Phuong Son Tra Hydropower Joint Stock Company :

In 2024, Son Tra 1A, 1B, 1C Hydropower Plants will operate stably, with few and almost no incidents affecting the factory's production and business processes.

The operating staff has accumulated experience, high initiative, and sensitivity in handling incident situations. Their professional qualifications have been increasingly improved, and monitoring and supervision work in operation has become increasingly secure and stable.

Regarding weather and hydrological conditions, the upstream areas (Quang Ngai, Kon Tum) experienced prolonged drought from January to the end of November 2024, with significantly lower rainfall compared to 2022-2023. Additionally, the Thuong Kon Tum Hydropower Plant reduced its power generation output due to the impact of earthquakes and violations in reservoir operation, resulting in a decreased water inflow to the Son Tra dam compared to the planned level.

Moreover, the adjustment of the electricity trading policy by the Central Power Corporation (EVNCPC) also negatively impacted the company's revenue.

The specific results are as follows:

- Total output in 2024: 297 million kWh, reaching 90.7% of the production and

business plan.

- Total revenue in 2024: 354.1 billion VND, reaching 94.38% of the plan (Including: Electricity generation revenue: 352.4 billion VND, reaching 93.98%; Revenue from selling clean energy certificates: 1.74 billion VND).

The business results in 2024 are as follows:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	375.2	354.1	94.4%
2	Profit after tax	Billion VND	166.7	147.1	88.2%
3	Dividends	%	15%-20%	25%	

c) BEE Food Company Limited

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	6.2	6.51	105%
2	Profit after tax	Billion VND	2.35	2.54	108%

d) FUKUNANA Co., Ltd.:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	3.11	3.29	105.8%
2	Profit after tax	Billion VND	1.37	1.43	104.4

4. Business Results of the Real Estate Investment Segment:

Business results of Dat Phuong Hoi An Joint Stock Company:

2024 continues to be a difficult year for the domestic real estate market, with slow market recovery and weak purchasing power; on the other hand, a series of Laws related to the real estate sector (Law on Real Estate Business, Housing Law, Land Law, etc.) taking effect while the system of guiding decrees and circulars has not been issued in time is also a major difficulty affecting the completion of legal procedures for project implementation. In the face of common difficulties in the real estate industry, the production and business results in 2024 were as follows:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	239.3	14.1	5.9 %
2	Profit before tax	Billion VND	13.1	-27.4	
3	Profit after tax	Billion VND	13.1	-27.4	

5. In the field of manufacturing:

In 2024, Dat Phuong expanded its operations into the production of ultra-clear patterned glass. On July 5, 2024, Dat Phuong Glass Joint Stock Company, a member of the Group, signed a contract worth USD 45 million with China International Construction Materials Group Co., Ltd. (Khai Thinh Group) to supply and install the production line equipment for the ultra-clear patterned glass factory in Thua Thien Hue Province.

The factory covers an area of over 10 hectares, with a capacity of 400 tons per day, and is expected to be expanded to 1,000 - 1,200 tons per day in phase 2. This is an important strategic move for the Group, not only expanding the Dat Phuong ecosystem but also meeting market demand in the production of ultra-clear patterned glass for use in solar panel manufacturing.

6. Consolidated business results in 2024:

No.	Indicator	Unit	2024 Plan	2024 Result	Completion rate (%)
1	Net revenue	Billion VND	4,566.2	3,577.5	78.35%
2	Profit before tax	Billion VND	379.1	343.9	90.70%
3	Profit after tax	Billion VND	343.5	304.1	88.53%
4	Profit after tax of parent company	Billion VND	254.4	223.9	88.00%

7. Total capital invested in subsidiaries as of December 31, 2024 as follows:

No.	Long-term investment category	Amount (billion VND)	Capital contribution ratio
1	Dat Phuong Construction Number One Joint Stock Company	21.0	70%

No.	Long-term investment category	Amount (billion VND)	Capital contribution ratio
2	Dat Phuong Construction Number Two Joint Stock Company	21.0	70%
3	Dat Phuong Song Bung Hydropower Joint Stock Company	116,508	61.32%
4	Dat Phuong Son Tra Hydropower Joint Stock Company	383.85	68.3%
5	Dat Phuong Hoi An Joint Stock Company	152.0	88.89%
6	BEE Food Company Limited	31.97	100%
7	FUKUNANA CO., LTD.	15.27	100%
8	Dat Phuong Glass Joint Stock Company	219.0	73%
	Total	960.6	

8. Awards:

Dat Phuong Group Joint Stock Company was honored by Vietnam Report in the list of Top 50 Excellent Enterprises in Vietnam in 2024.

On January 8, 2025, in Hanoi, Vietnam Report Joint Stock Company and VietnamNet Newspaper - under the Ministry of Information and Communications - jointly organized the ceremony to honor the Top 500 Largest Enterprises in Vietnam in 2024 and the Top 50 Excellent Enterprises in Vietnam (Top 50 Vietnam The Best) in 2024. By maintaining its position in the Top 50 Vietnam The Best for the 10th consecutive year, Dat Phuong Group Joint Stock Company has reaffirmed its position in the Vietnamese business community for stable, sustainable business practices and its commitment to community and social responsibility.

The resort-style urban area in the heritage site, Casamia Calm Hoi An developed by Dat Phuong Group, was honored by the Business Forum magazine (under VCCI) as "Livable project in 2024". This is the second urban area with the Casamia gene code developed by Dat Phuong Group in the heritage land of Hoi An and is also the second project to receive the "Livable project" award. Another highlight in 2024 is that Clubhouse Casamia of Dat Phuong Group was honored to receive the IAA International Architecture Award for the community space award category. The award once again affirms the recognition of customers and society for the journey of building and developing a happy place to live, bringing high-quality living experiences, and creating sustainable values for the community of the enterprise. This is the motivation for Dat

Phuong to continue creating a living environment in harmony with nature.

II. BUSINESS PLAN 2025:

Given market forecasts, the Board of Directors has developed 2025 business plan to submit to the General Meeting of Shareholders, with the following specific targets:

1. Business plan for the Parent company 2025:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	3,751.9
2	Profit before tax	Billion VND	215.1
3	Profit after tax	Billion VND	191.5
4	Expected dividend payment	%	10

2. Investment and business plans of member companies

2.1. Construction business plan:

Based on the implementation status of unfinished projects and the ability to access new projects, the 2025 production and business plan is built as follows:

a. Dat Phuong Construction Number One Joint Stock Company

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	1,426.0
2	Profit before tax	Billion VND	11.11
3	Profit after tax	Billion VND	8.89

b. Dat Phuong Construction Number Two Joint Stock Company:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	1,412.55
2	Profit before tax	Billion VND	17.50
3	Profit after tax	Billion VND	14.00

2.2 Energy production and business plan:

Based on the current water volume of reservoirs, hydrological survey data, power generation and water storage plans; repair and maintenance plans of factories

and avoidable prices, the 2025 production and business plan is as follows:

a. Dat Phuong Song Bung Hydropower Joint Stock Company:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	116.4
2	Profit before tax	Billion VND	78.1
3	Profit after tax	Billion VND	74.0

b. Dat Phuong Son Tra Hydropower Joint Stock Company:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	360.1
2	Profit before tax	Billion VND	160.6
3	Profit after tax	Billion VND	154.1

c. BEE Food Company Limited:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	6.4
2	Profit before tax	Billion VND	3.3
3	Profit after tax	Billion VND	3.0

d. FUKUNANA CO., LTD:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	3.3
2	Profit before tax	Billion VND	1.9
3	Profit after tax	Billion VND	1.8

2.3 Production and business plan for real estate investment sector:

In 2025, in the context of many changes in the real estate market under the impact of the Government policies, as well as the legal situation of the project, Dat Phuong Hoi An Joint Stock Company builds a plan suitable to actual conditions.

a. Revenue and profit plan of Dat Phuong Hoi An Joint Stock Company in 2025 is as follows:

No.	Description	Unit	2025 Plan
1	Revenue before VAT	Billion VND	618.86
2	Profit before tax	Billion VND	59.96
3	Profit after tax	Billion VND	52.57

b. Investment work:

➤ **Vong Nhi Urban Area and Dong Na Urban Area:**

Continue to complete settlement work according to regulations.

➤ **Con Tien Urban Area**

- Regarding legal procedures: Complete acceptance of the entire technical infrastructure of the project with the state management agency.

Complete land valuation by the second quarter at the latest (including commercial and service land) and complete legal procedures, ensuring sufficient conditions for sale in the second quarter.

- Construction implementation:

Social infrastructure: design and construction of kindergarten, to be completed in the fourth quarter.

Housing section: construction of 120 villas.

- Sales: Expected to open for sale at the end of the second quarter of 2025 and plan to sell 50% of the villas.

➤ **Casamia Hoi An Hotel:**

Complete construction of all project items and hand over to the operating management unit to prepare for opening to welcome guests from 2026.

➤ **Dong Na Hotel:**

Completed design work and signed a hotel management contract with Hilton Group. The project is expected to start construction in early 2026.

➤ **Dien Loc Industrial Park:**

- Regarding legal procedures: Complete all legal procedures to apply for a construction permit including: complete land valuation procedures, land allocation, land lease, complete fire prevention and fighting approval, appraisal and approval of construction drawing design; issue construction permit.

➤ Southern urban area of Phu Hai ward:

Focus on completing legal procedures in the investment preparation phase and completing site clearance work, including:

- Land plot cadastral survey;
- Establish and approve 1/500 detailed planning.
- Construction survey to serve the preparation of detailed planning and feasibility study report;
- Prepare and appraise environmental impact assessment reports;
- Bomb and explosive clearance;
- Prepare, appraise and approve the feasibility study report;
- Establish and approve fire protection system;
- Compensation, site clearance;
- Establish, appraise and approve infrastructure construction drawings.

2.4 Plan for implementing the ultra-clear patterned glass manufacturing plant project:

- Focus on completing legal procedures and design work.
- Organize and aggressively implement investment, construction, and equipment installation for the factory, including coordinating with partners for technology transfer, with the goal of completing the entire project by the second quarter of 2026, ensuring readiness for furnace firing and product output.
- Organize recruitment, staff training, hiring of foreign experts, and building an operational team to ensure smooth operations from the start of production.
- Develop a production management system that meets ISO standards, allowing for product quality control, operational efficiency monitoring, and compliance with technical requirements.
- Establish an environmental management system to ensure that production activities do not harm the environment and fully comply with environmental protection regulations.

3. Consolidated business plan 2025:

No.	Description	Unit	2025 Plan
1	Net revenue	Billion VND	4,755.5
2	Profit before tax	Billion VND	416.9
3	Consolidated profit after tax	Billion VND	376.9

No.	Description	Unit	2025 Plan
4	Profit after tax of parent company	Billion VND	284.4

The above is the report on the 2024 business performance and the 2025 business plan of the Board of Directors of Dat Phuong Group Joint Stock Company, respectfully submitted to the General Meeting of Shareholders for comments and approval.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

(Signed and sealed)

Luong Minh Tuan





**REPORT OF INDEPENDENT BOARD MEMBER
IN THE AUDIT COMMITTEE AND
INDEPENDENT BOARD MEMBERS' EVALUATION REPORT
ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024**

Dear Shareholders!

Base:

- Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Charter of Dat Phuong Group Joint Stock Company;

The independent member of the Board of Directors ("BOD") of Dat Phuong Group Joint Stock Company ("Company") would like to report to the General Meeting of Shareholders ("GMS") on the activities of the Audit Committee ("Audit Committee") and evaluate the activities of the BOD in 2024 as follows:

I. ORGANIZATION AND ACTIVITIES OF THE AUDIT COMMITTEE

1. Organizational structure and the operating mechanism of the Audit Committee

The Audit Committee consists of 02 members:

- Mr. Do Xuan Dien - Independent member of the Board of Directors, Chairman of the Audit Committee
- Mr. Dang Hoang Huy - Member of Board of Directors, member of Audit Committee

The Audit Committee operates according to the Audit Committee's Operating Regulations issued by the Board of Directors in accordance with the Company's Charter and current legal regulations.

The Internal Audit Department ("IA Department") is a department under the Board of Directors, under the supervision of the Audit Committee to directly perform internal audit activities.

2. Activities of the Audit Committee

In 2024, the Audit Committee has implemented activities during the year to ensure the implementation of the following main tasks:

- Develop and submit to the Board of Directors policies on risk detection and management, propose to the Board of Directors solutions to handle risks arising in the Company's operations;
- Through the management and supervision of the Internal Audit Department's activities to: Monitor the integrity of the Company's financial statements and official announcements related to the Company's financial results; Review the internal control and risk

management system; monitor to ensure the Company's compliance with legal regulations, requirements of regulatory agencies and internal management regulations of the Company;

- Review transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on transactions requiring approval of the Board of Directors or the General Meeting of Shareholders;
- Recommend an independent auditing company, remuneration and related terms in the contract with the auditing company (in the list of auditing companies approved by the General Meeting of Shareholders) for the Board of Directors to approve the selection. Monitor and evaluate the independence, objectivity of the auditing company and the effectiveness of the auditing process.
- Other tasks as prescribed by law, the Company's Charter and the Company's internal management regulations.

In 2024, the Audit Committee held 4 meetings with the full participation of both members. The members attending the meetings discussed and agreed with the voting results of 100% approval of the issues in the meetings, specifically as follows:

- Approval of the 2023 Internal Audit Report and the 2024 Internal Audit Plan and Program;
- Recommend independent auditing company, remuneration and related terms in the contract with the auditing company for approval by the Board of Directors;
- Approval of the Company's 2023 Financial Report, Quarterly and Semi-Annual Financial Reports for 2024.

3. Remuneration of the Board of Directors and Audit Committee in 2024:

- According to the Resolution of the General Meeting of Shareholders No. 02/2024/NQ-DHCD dated April 27, 2024, the total remuneration of the Board of Directors in 2024 is maximum = 2.0% "x" Profit after corporate income tax on the Consolidated Financial Statements in 2024, equivalent to the amount: VND 6,081.90 million.
- Actual remuneration of the Board of Directors in 2024: 4,200.12 million VND. Of which, the remuneration of the Audit Committee is 1,105.00 million VND.

II. RESULTS OF EVALUATION AND MONITORING OF SOME KEY ACTIVITIES IN 2024

1. Monitoring results of financial statements, operating situation, financial situation in 2024

1.1. Financial reporting and accounting systems

The Audit Committee has periodically discussed and exchanged with the Company's independent auditor (A&C Auditing and Consulting Co., Ltd.) on the scope of the audit, audit results and contents of the audit report.

- **Accounting:** Basic accounting work complies with current relevant legal regulations. Economic transactions are collected and fully recorded in accounting books. Financial reports completed on time.
- **Accounting data:** The 2024 financial statements are prepared in accordance with current Vietnamese accounting standards and regimes, and have been reviewed and audited by A&C Auditing and Consulting Co., Ltd. Auditor's opinion: Fully accepted.

Through inspection and assessment, the Audit Committee has not discovered any material deviations. The Audit Committee agrees with the Company's audited financial statements for 2024.

The Company's business results and financial situation are shown through the following financial statements:

- **Separate financial statements of the parent company**

Business results:

Unit: billion VND

No.	Indicator	2024	2023	Increase or decrease	
				Value	(%)
1	Net revenue	3,105.24	2,941.70	163.54	5.56%
2	Profit before tax	213.67	227.66	(13.99)	-6.15%
3	Profit after tax	190.32	207.72	(17.40)	-8.38%

Financial situation:

Unit: billion VND

No.	Indicator	End of period	Beginning of the year	Increase or decrease	
				Value	(%)
I	Total assets	3,112.99	3,581.40	(468.41)	-13.08%
	<i>In there:</i>				
1	Current assets	2,107.85	2,793.48	(685.63)	-24.54%
2	Long-term assets	1,005.14	787.92	217.22	27.57%
II	Total capital	3,112.99	3,581.40	(468.41)	-13.08%
	<i>In there:</i>				
1	Liabilities	1,851.44	2,446.17	(594.73)	-24.31%

No.	Indicator	End of period	Beginning of the year	Increase or decrease	
				Value	(%)
	- Short-term debt	1,847.62	2,445.48	(597.87)	-24.45%
	- Long-term debt	3.82	0.68	3.14	458.93%
2	Equity capital	1,261.55	1,135.23	126.32	11.13%

- **Consolidated financial statements**

Business results:

Unit: billion VND

No.	Indicator	2024	2023	Increase or decrease	
				Value	(%)
1	Net revenue	3,577.54	3,450.14	127.40	3.69%
2	Profit before tax	343.86	317.11	26.75	8.43%
3	Profit after tax	304.10	282.69	21.41	7.57%
4	Profit after tax of parent company	223.87	203.04	20.82	10.26%

Financial situation:

No.	Indicator	End of period	Beginning of the year	Increase or decrease	
				Value	(%)
I	Total assets	6,418.59	6,689.45	(270.86)	-4.05%
	<i>In there:</i>				
1	Current assets	3,527.39	3,768.01	(240.62)	-6.39%
2	Long-term assets	2,891.20	2,921.44	(30.24)	-1.04%
II	Total capital	6,418.59	6,689.45	(270.86)	-4.05%
	<i>In there:</i>				
1	Liabilities	3,806.06	4,339.59	(533.53)	-12.29%
	- Short-term debt	2,481.45	2,879.75	(398.30)	-13.83%
	- Long-term debt	1,324.61	1,459.83	(135.22)	-9.26%
2	Equity capital	2,612.54	2,349.87	262.67	11.18%

1.2. Operating status :

- The development strategy set forth by the Board of Directors is consistent with the general market situation as well as the Company's specific situation. The direction of business organization is carried out systematically, closely following the set goals.
- The Board of Directors and functional departments have seriously implemented the Resolutions of the General Meeting of Shareholders and the Board of Directors and performed their functions and duties well in accordance with the provisions of law and the Company's Charter.
- The results of implementing the main business objectives in 2024 are as follows:

Unit: billion VND

No.	Indicator	Parent company			Consolidated		
		Plan	Perform	Proportion complete	Plan	Perform	Proportion complete
1	Net revenue	4,084.50	3,105.24	76.03%	4,566.20	3,577.54	78.35%
2	Profit before tax	232.70	213.67	91.82%	379.10	343.86	90.70%
3	Profit after tax	208.30	190.32	91.37%	343.50	304.10	88.53%
4	Profit after tax of parent company				254.40	223.87	88.00%

In 2024, consolidated revenue and profit after tax were higher than those in 2023 but lower than the plan. The reasons were:

- Construction sector: During the planning stage, the Company did not fully anticipate the fluctuations and difficulties in bidding and searching for new projects. This resulted in a shortage of new contracts compared to expectations. Some projects did not meet the plan due to objective construction conditions such as: the impact of storms, complex geological conditions, the Investor's delay in handing over the construction site, etc.
- Hydropower sector: due to the impact of hydro-climatic conditions, revenue did not meet expectations.
- Real estate sector: the real estate market is recovering slowly, as well as difficulties in completing legal procedures for projects.
- **Financial situation**

The financial situation of Dat Phuong Group Joint Stock Company in 2024 has been maintained relatively well. As of December 31, 2024:

- Total assets were VND 6,418.59 billion, a slight decrease of VND 270.86 billion (equivalent to a decrease of 4.05 %) compared to the end of last year.

- Owner's equity is VND 2,612.54 billion, an increase of VND 262.67 billion (equivalent to an increase of 11.18%) compared to the end of last year.
 - Debt to equity ratio is 1.46 times, down 0.39 times compared to the end of last year.
- Equity increased while liabilities decreased. The structure of liabilities/equity decreased compared to the previous year, showing that the Company is still controlling loans and debts relatively stably to finance production and business activities during the year and ensure equity safety.

2. Report on the assessment of transactions with related parties

Evaluating transactions with related parties under the Enterprise Law, the Audit Committee believes that the Company's transactions with related parties under Article 167 of the Enterprise Law were conducted in accordance with the provisions of the Company's Charter and the Corporate Governance Regulations. These transactions were conducted within the scope of the Company's normal business activities, on a fair and voluntary basis and fully explained in the Financial Statements.

3. Assessment of internal control and risk management systems:

The Company currently maintains a relatively effective internal control framework. Risk management measures are applied appropriately and consistently with the Company's governance perspective. Business processes have been issued, guided for implementation and managed by specialized units. Compliance with the processes is relatively good.

4. Monitoring Internal Audit activities

- The Audit Committee has directed and supervised the Internal Audit Department to perform internal audit activities in accordance with the provisions of law, internal audit regulations, internal audit processes and methods of the Company.
- The 2024 Internal Audit Plan has been implemented within the available resources. Some specific activities have been carried out by the Internal Audit Department as follows:
 - + Identify and assess risks in the operations of the company and its subsidiaries as a basis for planning internal audit for the year;
 - + Review the Company's 2023 Financial Report, Quarterly and Semi-Annual Financial Reports for 2024;
 - + Conduct internal audits of subsidiaries to assess overall aspects of operations, including: compliance with current legal regulations, the Company's Charter, implementation of resolutions of the General Meeting of Shareholders; assess the implementation of the Company's business goals and plans; assess the adequacy and effectiveness of risk management and internal control in preventing, detecting and promptly handling risks;
 - + In addition to pure auditing and evaluation work, Internal Audit has also proactively carried out coordination and consulting activities in risk management and internal control.

5. of supervision of the Board of Directors and the General Director:

Through the supervision of the independent Board member on the activities of the Board of Directors and the Executive Board in 2024, the independent Board member recorded the following results:

- The Company's activities are consistent with the contents of the Business Registration Certificate, the Company's Charter and comply with the provisions of the Law and the State's management regime on financial accounting and taxes;
- The contents of the Resolution of the 2024 Annual General Meeting of Shareholders have been fully implemented by the Board of Directors and the Board of Management.

➤ ***For the Board of Directors:***

- The Board of Directors of the Company has properly performed its powers, functions and duties as stipulated in the Company's Charter and the provisions of law. The Board of Directors has demonstrated high responsibility in its management, has provided strategic directions for production and business development, appropriate medium- and 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 meetings and activities of the Board of Directors are organized and conducted in accordance with the Company's Charter and current laws. The activities of the Board of Directors are timely and closely follow the practical production and business activities of the Company.
- The Resolutions and Decisions of the Board of Directors are issued within the authority and scope of responsibility, in accordance with the Resolutions of the General Meeting of Shareholders, the Company's Charter and the provisions of the Law.

➤ ***For the Board of Directors:***

- The Board of Directors has fulfilled its duties in managing and organizing the Company's production and business activities. During its operations, the General Director has fully performed his responsibilities in reporting, explaining, and disclosing information about the business situation in a complete and transparent manner.
- The Board of Directors has properly and fully implemented the Resolutions and Decisions of the Board of Directors as well as the Resolutions of the General Meeting of Shareholders.
- The decisions of the Board of Directors are issued within its authority, in accordance with the Law and the Company Charter.

In 2024, the independent members of the Board of Directors and the Audit Committee did not receive any complaints from management agencies or authorities regarding any violations or material errors related to the governance and management activities of the

Company as well as individual members of the Board of Directors and the Board of Management.

6. Results of the assessment of the coordination of activities between the Audit Committee, the Board of Directors, the General Director and the Shareholders

The Audit Committee supervises the activities of the Board of Directors through meetings, discussions, and the way the Board of Directors makes resolutions. It also supervises the activities of the Board of Directors through the implementation of the Board of Directors' resolutions as well as the mechanism of decentralization between the Board of Directors and the General Director.

The Audit Committee's monitoring activities are implemented through various reporting channels and contacts with members of the Executive Board, the CFO, the Chief Accountant, the Head of the Internal Audit Department, the Head of the Legal Department as well as the Independent Auditor.

In the process of performing its duties, the Audit Committee always coordinates well with members of the Board of Directors, members of the Board of General Directors and related managers and always receives cooperation.

III. RECOMMENDATIONS

Based on the results of monitoring and evaluation in 2024, the Audit Committee recommends the following contents to the Board of Directors and the Board of General Directors:

- Consistent with the goal of safe and effective development;
- Continue to consolidate and develop the Company's core business. At the same time, strengthen market research and seek new projects.
- Strengthen and enhance the governance capacity of the system, improve risk management, and apply technology in management activities.

IV. ORIENTATION FOR ACTIVITIES OF THE AUDIT COMMITTEE IN 2025

Based on the functions, duties, and activity programs of the Audit Committee, as well as the company's general operational direction, the Audit Committee proposes several key tasks for 2025:

- Promote a sense of responsibility to continue fulfilling obligations and achieving the Audit Committee's objectives in accordance with its operational regulations; complete other tasks assigned by the BOD in compliance with legal provisions, the company's charter, and internal governance regulations.
- Continue to maintain and improve the function of supervising risk management activities and internal control according to international best practice frameworks, while ensuring compliance with state regulations.
- Sustain coordination between the Audit Committee and the Executive Board to promote the effective role of Internal Audit within the company.

- Continue to maintain and enhance Internal Audit's activities at the parent company and its subsidiaries to raise awareness among units, departments, and employees regarding fraud prevention and compliance within the company. Additionally, provide recommendations to improve and refine the company's governance and risk management processes.

The above constitutes the complete report from the independent BOD member on the operational situation in 2024 and the activity orientation for 2025. We respectfully request the General Meeting of Shareholders to review and approve.

Best regards!

INDEPENDENT BOARD MEMBER

(Signed)

DO XUAN DIEN





Hanoi, March 28, 2025

TRANSLATION

SUBMISSION

For voting at the 2025 Annual General Meeting of Shareholders

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the current Law on Securities and relevant legal documents;
- Pursuant to the Charter of Dat Phuong Group Joint Stock Company ,

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval some specific contents as follows:

❖ **Content 1:** Approval of the separate and consolidated financial statements for 2024 of Dat Phuong Group Joint Stock Company audited by A&C Auditing and Consulting LLC , including:

- a. Auditor's report
- b. Balance sheet as of December 31, 2024
- c. Report on production and business results
- d. Cash flow statement
- e. Notes to financial statements

❖ **Content 2:** Approve the Board of Directors' Report on governance and performance of the Board of Directors and each member of the Board in 2024.

❖ **Content 3:** Approve the Report of the independent Board member in the Audit Committee and the independent Board member's evaluation report on the activities of the Board of Directors in 2024.

❖ **Content 4 : Profit distribution plan for 2024 as follows:**

1. Last year's profit carried forward	:	382,153,106,960 VND
2. Profit after tax of Parent Company in 2024	:	190,318,664,789 VND
3. Welfare fund allocation	:	0 VND
4. Bonus fund allocation	:	1,000,000,000 VND
5. Development Investment Fund allocation	:	0 VND
6. Remaining profit in 2024	:	189,318,664,789 VND

7. Accumulated undistributed profit after tax : 571,471,771,749 VND
up to 2024:

** Proposed profit distribution for 2024 as follows:*

a) Cash dividend payment to shareholders for 2024 at a rate of 10% of par value, equivalent to VND 1,000 per share.

Eligible shareholders: Shareholders listed in the register as of the record date.

b) Retained earnings for reinvestment: is the remaining value after deducting fund allocations and dividends.

* Authorize the Board of Directors to implement the details of dividend payment process.

❖ **Content 5 : Approval of 2025 business plan:**

1. Parent Company's Business Plan:

1. Net revenue	:	3,751.9 billion dong
2. Profit before tax	:	215.1 billion dong
3. Profit after tax	:	191.5 billion dong
4. Expected dividend	:	5%-10 %

2. Consolidated Business Plan:

1. Net revenue	:	4,755.5 billion dong
2. Profit before tax	:	416.9 billion dong
4. Profit after tax	:	376.9 billion dong
5. Profit after tax of parent company	:	284.4 billion dong

❖ **Content 6 : Approval of amendments to the company's business activities:**

In order to comply with legal regulations and the company's production and business requirements, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the detailed amendment of the Company's business lines according to the content presented in the Appendix attached to the Submission.

(Attached: Appendix supplementing and amending detailed business lines of Dat Phuong Group Joint Stock Company).

The legal representative is authorized to carry out the necessary procedures with competent authorities and make relevant decisions to ensure compliance with legal regulations.

The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to update the company's Charter to reflect the new business activities in

accordance with regulations.

❖ **Content 7:** The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the Authorization to the Board of Directors. Responsible for reviewing and deciding on investment projects under the authority of the General Meeting of Shareholders; transactions and contracts signed between Dat Phuong Group Joint Stock Company and related parties including:

7.1. Decision to invest in a project with a value of 35% or more of the total asset value recorded in the company's most recent Financial Report.

7.2. Approve and ratify transactions and contracts signed between the company and related parties within the authority of the General Meeting of Shareholders.

(Draft contracts are attached to the Submission).

❖ **Content 8 :** **Selection of the auditing firm for 2025:**

The Board of Directors respectfully submits to the General Meeting of Shareholders to authorize the Board of Directors to select a company from the following list of firms to audit the 2025 financial statements of Dat Phuong Group Joint Stock Company:

- Ernst & Young Vietnam Co., Ltd.
- Deloitte Vietnam Company Limited
- KPMG Vietnam Company Limited (KPMG)
- A&C Auditing and Consulting Company Limited
- AASC Auditing Firm Company Limited (AASC)
- PwC (Vietnam) Limited

❖ **Content 9 :** **Board of Directors and Audit Committee remuneration:**

The Board of Directors seeks approval from the General Meeting of Shareholders on the remuneration of the Board of Directors and the Audit Committee in 2025:

Total remuneration of the Board of Directors and the Audit Committee under the Board of Directors in 2025 is maximum 2.0% "x" Profit after corporate income tax on the Consolidated Financial Statements in 2025.

The specific remuneration of each member is allocated by the Board of Directors based on the work assignment of each member.

❖ **Content 10 :** **Plan for Share Issuance to Increase Charter Capital from Owner's Equity:**

The Board of Directors ("BOD") of Dat Phuong Group Joint Stock Company respectfully submits to the General Meeting of Shareholders ("GMS") for approval of the plan to issue shares to increase share capital from owner's equity with the following contents:

I. ISSUANCE PLAN:

1. **Stock name** : Shares of Dat Phuong Group Joint Stock Company
(Stock code: DPG)
2. **Type of shares issued** : Common share

3. **Par value** : 10,000 (*ten thousand*) VND/share
4. **Eligible recipients** : Existing shareholders whose names appear on the shareholder register provided by the Vietnam Securities Depository and Clearing Corporation ("VSDC") on the record date for determining shareholders entitled to receive additional shares issued to increase charter capital from owner's equity.
5. **Issuance method** : Issuance of shares to increase charter capital from owner's equity through the exercise of rights.
6. **Issuance ratio** : 60% (*number of shares to be issued/number of shares outstanding*)
7. **Exercise ratio** : Real rights ratio 100:60. Each shareholder owning 01 share is entitled to 01 right to receive additional issued shares, a shareholder owning 100 rights will receive 60 new shares.
8. **Number of shares outstanding** : 62,999,554 shares
9. **Number of shares to be issued** : 37,799,732 shares
10. **Plan for handling fractional shares** : The number of additional shares issued will be rounded down to the nearest whole number, the fractional shares arising (if any) will be canceled and considered not issued.
For example: On the record date for exercising rights, shareholder A owns 101 shares. With the exercise ratio of 100:60, shareholder A will receive $101 \times 60 / 100 = 60.6$ new shares. Thus, shareholder A will receive 60 shares, the remaining 0.6 will be canceled.
11. **Implementation capital** : Undistributed profit after tax are determined according to the Company's 2024 audited separate financial statements.
12. **Time of execution** : Expected in 2025

II. LISTING AND DEPOSIT OF ADDITIONAL ISSUED SHARES

All additional shares issued will be registered for listing at the Ho Chi Minh City Stock Exchange ("HOSE") and registered for deposit at VSDC after completing the issuance in accordance with the provisions of law.

III. AUTHORIZATION APPROVAL:

The General Meeting of Shareholders authorizes the Board of Directors to decide on matters related to the issuance of shares to increase share capital from equity, including but not limited to:

- Approve the detailed issuance plan according to the plan approved by the General Meeting of Shareholders;
- Prepare a registration dossier for issuing shares to the State Securities Commission;
- Choose the time of issuance and the time of exercising rights according to regulations;
- Carry out procedures to implement additional listing registration at HOSE and additional deposit registration at VSDC for the number of shares issued according to the plan approved by the General Meeting of Shareholders after completing the issuance;
- Carry out procedures to change the Company's business registration contents related to changing the charter capital according to the actual results of the issuance with the competent State agency after completing the issuance;
- Amending the Company's Charter regarding charter capital, shares, and stock structure after completing the issuance;
- Perform other related tasks to complete assigned work;
- Depending on each specific case, the Board of Directors is authorized to the General Director to perform one or more of the specific tasks mentioned above.

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

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

(Signed and sealed)

Luong Minh Tuan

APPENDIX
SUPPLEMENTING AND AMENDING OF DETAILS BUSINESS LINES
OF DAT PHUONG GROUP JOINT STOCK COMPANY

(Attached to Submission No. 09/TTr-DP-HDQT dated March 28, 2025 of the Board of Directors)

1. Proposed additional business lines and professions for registration

No.	Business Line	Industry code
1.	Construction of residential buildings	4101
2.	Construction of non-residential buildings	4102
3.	Construction of railway projects	4211
4.	Construction of road projects	4212
5.	Construction of power projects (Excluding: Construction and operation of multipurpose hydropower and nuclear power projects of special economic-social importance)	4221
6.	Construction of water supply and drainage projects	4222
7.	Construction of telecommunications and communication projects	4223
8.	Construction of other public utility projects	4229
9.	Construction of waterway projects	4291
10.	Construction of mining projects	4292
11.	Construction of processing and manufacturing facilities	4293
12.	Installation of electrical systems, water supply and drainage systems, and other construction installations	4321

2. Industry and business lines proposed for detailed amendment

No.	Business Line	Industry code
1.	Market research and public opinion polling activities (Exclusion: Public opinion polling)	7320
2.	Advertising activities (Exclusion: tobacco advertising)	7310

(Sign and print full name)



Hanoi, April 19, 2025

TRANSLATION

DRAFT

RESOLUTION

GENERAL MEETING OF SHAREHOLDERS DAT PHUONG GROUP JOINT STOCK COMPANY

On the approval of contents at the 2025 Annual General Meeting of Shareholders

GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Dat Phuong Group Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Dat Phuong Group Joint Stock Company No. .../2025/BB/DHDCĐ dated April 19, 2025;

RESOLUTION

Article 1 : Approval of the separate and consolidated financial statements for 2024 of Dat Phuong Group Joint Stock Company audited by A&C Auditing and Consulting LLC, including:

- a. Auditor's report
- b. Balance sheet as of December 31, 2024
- c. Report on production and business results
- d. Cash flow statement
- e. Notes to financial statements

Article 2 : Approval of Board of Directors' Report on governance and performance of the Board of Directors and each member of the Board in 2024.

Article 3: Approve the Report of the independent Board member in the Audit Committee and the independent Board member's evaluation report on the activities of the Board of Directors in 2024.

Article 4 : Approval of Profit distribution plan for 2024:

1. Last year's profit carried forward : 382.153.106.960 VND
2. Profit after tax of Parent Company in 2024 : 190.318.664.789 VND

3. Welfare fund allocation	: 0	VND
4. Bonus fund allocation	: 1,000,000,000	VND
5. Development Investment Fund allocation	: 0	VND
6. Remaining profit in 2024	: 189.318.664.789	VND
7. Accumulated undistributed profit after tax up to 2024:	: 571,471,771,749	VND

** Proposed profit sharing plan for 2024 as follows:*

a) Cash dividend payment to shareholders for 2024 at a rate of 10% of par value, equivalent to VND 1,000 per share.

Eligible shareholders: Shareholders listed in the register as of the record date.

b) Retained earnings for reinvestment: **is the remaining value after deducting fund allocations and dividends.**

* Authorize the Board of Directors to implement the details of dividend payment process.

Article 5. Approval of the 2025 business plan:

1. Parent Company's Business Plan:

1. Net revenue	:	3,751.9	billion dong
2. Profit before tax	:	215.1	billion dong
3. Profit after tax	:	191.5	billion dong
4. Expected dividend	:	10 %	

2. Consolidated Business Plan:

1. Net revenue	:	4,755.5	billion dong
2. Profit before tax	:	416.9	billion dong
3. Profit after tax	:	376.9	billion dong
4. Profit after tax of parent company	:	284.4	billion dong

Article 6: Approval of amendments to the company's business activities:

Approving the detailed amendment of the Company's business lines according to the content presented in the Appendix attached to the Submission.

(Attached: Appendix amending detailed business lines of Dat Phuong Group Joint Stock Company).

Ủy quyền cho Người đại diện pháp luật thực hiện các thủ tục điều chỉnh ngành nghề với cơ quan Nhà nước có thẩm quyền và quyết định các nội dung liên quan trong quá trình thực hiện nhằm đảm bảo tuân thủ theo quy định của pháp luật.

The General Meeting of Shareholders authorizes the Chairman of the Board of Directors to update and amend the Company Charter in accordance with regulations.

Article 7: Through the authorization for the Board of Directors to be responsible for reviewing and deciding on investment projects under the authority of the General Meeting of Shareholders; transactions and contracts signed between Dat Phuong Group Joint Stock Company and related parties including:

7.1. Decision to invest in a project with a value of 35% or more of the total asset value recorded in the company's most recent Financial Report.

7.2. Approve and ratify transactions and contracts signed between the company and related parties within the authority of the General Meeting of Shareholders.

(with draft of contracts)

Article 8: Approve the selection of auditing firm:

The General Meeting of Shareholders authorizes the Board of Directors to select a company from the following list of companies to audit the 2025 Financial Statements of Dat Phuong Group Joint Stock Company:

- Ernst & Young Vietnam Co., Ltd.
- Deloitte Vietnam Company Limited
- KPMG Vietnam Company Limited (KPMG)
- A&C Auditing and Consulting Company Limited
- AASC Auditing Firm Company Limited (AASC)
- PwC (Vietnam) Limited

Article 9: Board of Directors and Audit Committee remuneration:

Total remuneration of the Board of Directors and the Audit Committee under the Board of Directors in 2025 is maximum 2.0% "x" Profit after corporate income tax on the Consolidated Financial Statements in 2025.

The specific remuneration of each member is allocated by the Board of Directors based on the work assignment of each member.

Article 10 : Approving the plan to issue shares to increase share capital from owner's equity with the following contents:

I. ISSUANCE PLAN:

- | | |
|---------------------------------|--|
| 1. Stock name | : Shares of Dat Phuong Group Joint Stock Company
(<i>Stock code: DPG</i>) |
| 2. Type of shares issued | : Common share |
| 3. Par value | : 10,000 (<i>ten thousand</i>) VND/share |
| 4. Eligible recipients | : Existing shareholders whose names appear on the shareholder register provided by the Vietnam Securities Depository and Clearing Corporation ("VSDC") on the record date for determining shareholders entitled to receive additional shares |

- issued to increase charter capital from owner's equity.
5. Issuance method : Issuance of shares to increase charter capital from owner's equity through the exercise of rights.
 6. Issuance ratio : 60% (*number of shares to be issued/number of shares outstanding*)
 7. Exercise ratio : Real rights ratio 100:60. Each shareholder owning 01 share is entitled to 01 right to receive additional issued shares, a shareholder owning 100 rights will receive 60 new shares.
 8. Number of shares outstanding : 62,999,554 shares
 9. Number of shares to be issued : 37,799,732 shares
 10. Plan for handling fractional shares and fractional shares : The number of additional shares issued will be rounded down to the nearest whole number, the fractional shares arising (if any) will be canceled and considered not issued.
For example: On the record date for exercising rights, shareholder A owns 101 shares. With the exercise ratio of 100:60, shareholder A will receive $101 \times 60 / 100 = 60.6$ new shares. Thus, shareholder A will receive 60 shares, the remaining 0.6 will be canceled.
 11. Implementation capital : Undistributed profit after tax are determined according to the Company's 2024 audited separate financial statements.
 12. Time of execution : Expected in 2025

II. REGISTER FOR LISTING AND DEPOSITION OF ALL ADDITIONAL SHARES ISSUED

All additional shares issued will be registered for listing at the Ho Chi Minh City Stock Exchange ("HOSE") and registered for deposit at VSDC after completing the issuance in accordance with the provisions of law.

III. AUTHORIZATION APPROVAL:

The General Meeting of Shareholders authorizes the Board of Directors to decide on matters related to the issuance of shares to increase share capital from equity, including but not limited to:

- Approve the detailed issuance plan according to the plan approved by the General Meeting of Shareholders;
- Prepare a registration dossier for issuing shares to the State Securities Commission;

- Choose the time of issuance and the time of exercising rights according to regulations;
- Carry out procedures to implement additional listing registration at HOSE and additional deposit registration at VSDC for the number of shares issued according to the plan approved by the General Meeting of Shareholders after completing the issuance;
- Carry out procedures to change the Company's business registration contents related to changing the charter capital according to the actual results of the issuance with the competent State agency after completing the issuance;
- Amending the Company's Charter regarding charter capital, shares, and stock structure after completing the issuance;
- Perform other related tasks to complete assigned work;
- Depending on each specific case, the Board of Directors is authorized to the General Director to perform one or more of the specific tasks mentioned above.

Article 11 : The Board of Directors, General Director of the Company and related individuals are responsible for implementing this Resolution.

This Resolution takes effect from the date of signing.

Recipient:

- As Article 11;
- Shareholders;
- Save.

**ON BEHALF OF GENERAL MEETING
OF SHAREHOLDERS
CHAIRMAN OF BOARD OF DIRECTORS**

(Signed and sealed)

Luong Minh Tuan

