

No:...../2025/NQ-ĐHĐCĐ

Hanoi, April 2025

(Draft)

**RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 OF
HANOI INVESTMENT GENERAL CORPORATION**

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Hanoi Investment General Corporation;
- Pursuant to Minutes of the General Meeting of Shareholders of Hanoi General Investment Joint Stock Company No./2025/BB-ĐHĐCĐ dated April 24, 2025.

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
HANOI INVESTMENT GENERAL CORPORATION**

DECIDED:

Article 1. Approval of the Board of Directors' Operational Report.

Article 2. Approving the Company's 2024 Business Performance Report and 2025 Business Plan, including approving the following 2025 business plan targets:

No.	Indicators	Unit	Plan 2025
1	Revenue	Billion VND	4.336,92
2	Profit before tax	Billion VND	17,68
3	Profit after tax, including:	Billion VND	14,14
	<i>Profit After Tax of Parent Company</i>	Billion VND	13,5

1. Plan to supply coal to Thang Long Thermal Power Joint Stock Company: Promote commercial activities to supply input coal materials for the operation of Thang Long Thermal Power Plant in Quang Ninh.

2. Commercial business plan:

Increase the implementation of import activities, seek domestic sources of coal raw materials, and supply coal to partners in order to boost revenue and profits from the commercial coal business outside of TLP (subject to market conditions permitting): the

Board of Directors is empowered to proactively develop plans and organize implementation based on actual market conditions..

Searching and expanding new customers to promote automobile business to become a key business of the company.

Researching to expand production and business: Electric motorbike rental without driver; Electric vehicle battery rental; Electricity transmission and distribution; Scientific research and technology development in the field of science, technology and engineering

3. Investment and Capital Contribution Plan:

Proceed with research and exploration to implement new real estate and investment projects in 2025, specifically initiating at the beginning of 2025 as follows:

- One investment, construction, and business cooperation project: Develop and exploit the project “Investment in the Construction and Business of the Infrastructure for the Tam Anh – An An Hòa Industrial Park” and seek other potential investment cooperation opportunities.
- One investment project: Explore and pursue investment opportunities at the Research, Testing, and Aquaculture Zone in Nam Thịnh commune, Tiền Hải district, Thái Bình province.
- Continuation of the joint venture: Proceed with the joint venture contract with Topak Hong Kong International Investment Co., Ltd. to invest in the development of the lithium battery production and business market.

Article 3. Approval of the Board of Supervisors' Report

Article 4. Approving the Board of Supervisors' report on selecting an auditing unit for 2025 with the following main contents:

1. Report on the selection of International Auditing and Valuation Company Limited (“IAV”) as the auditing unit to perform auditing activities for the Company in 2024; Approval of the auditing contracts signed between the Company and IAV in 2024;
2. Select the auditing company to perform the 2025 auditing activities for Hanoi General Investment Joint Stock Company, which is International Auditing and Valuation Company Limited (“IAV”).

In case the Company cannot reach an agreement with International Auditing and Valuation Company Limited (“IAV”) on the contract content, the General Meeting of Shareholders authorizes the Board of Directors to select one of the remaining auditing companies in the list of independent auditing companies approved by the State Securities Commission to conduct auditing activities in accordance with the provisions of law.

The General Meeting of Shareholders assigns the General Director to contact, negotiate, discuss the contract content and sign the contract with the selected auditing unit (Including the case where the Board of Directors selects the above auditing company).

Article 5. Approving the audited 2024 Financial Statements (including audited separate financial statements and consolidated financial statements) with some key indicators as follows:

1. Consolidated Balance Sheet

Unit: VND

Indicators	31/12/2024	01/01/2024
A. Current Assets	4.031.831.689.822	4.224.526.182.624
Cash and Cash Equivalents	22.015.726.372	121.572.824.896
Short-term Receivables	3.851.123.155.797	4.068.660.950.764
Inventories	147.767.804.744	16.638.978.165
Other Current Assets	10.925.002.909	17.653.428.799
B. Long-term assets	1.569.385.634.670	1.484.051.614.407
Long-term receivables	541.650.950.000	541.373.075.000
Fixed assets	24.364.914.312	15.885.366.250
Long-term work-in-progress	182.143.062.505	180.028.629.793
Long-term financial investments	817.987.590.812	741.917.463.973
Other long-term assets	3.239.117.041	4.847.079.391
TOTAL ASSETS (A+B)	5.601.217.324.492	5.708.577.797.031
C. Liabilities	4.006.286.815.212	4.121.905.059.461
Short-term liabilities	4.006.286.815.212	4.121.905.059.461
Long-term liabilities	-	-
D. Equity	1.594.930.509.280	1.586.672.737.570
Owner's capital contribution	1.296.071.470.000	1.296.071.470.000
Share Premium	16.350.914.364	16.350.914.364
Development investment fund	6.139.824.104	6.139.824.104
Retained earnings	267.067.766.503	258.707.297.571
Non-controlling interests	9.300.534.309	9.403.231.531
TOTAL RESOURCES (C+D)	5.601.217.324.492	5.708.577.797.031

2. Consolidated business results

Unit: VND

Indicators	2024	2023
Gross revenue from goods and services	3.821.515.529.002	5.724.422.556.276
Gross profit from sales and services	55.508.559.057	99.794.810.087
Financial revenue	252.748.616.752	306.593.696.880
Financial expenses	254.123.127.117	342.731.046.552

Profit (loss) in joint ventures and associates	(2.830.633.162)	(2.949.474)
Selling expenses	8.733.094.689	35.899.280.189
Administrative expenses	21.321.178.116	22.459.017.835
Other profits	(9.028.715.683)	(341.580.912)
Total accounting profit before tax	12.220.427.042	4.954.632.005
Profit after corporate income tax, including:	8.887.884.541	3.538.908.688
<i>Profit after tax of parent company</i>	<i>8.760.190.461</i>	<i>3.308.517.386</i>
Basic earnings per share	67,59	22,49

Article 6. Approving the plan for using profits and setting up funds as follows:

Unit: VND

No	Indicators	Amount
1	Accumulated undistributed profit after tax as of 31/12/2024	267.067.766.503
2	Profit after tax on the 2024 Consolidated Financial Statements	8.887.884.541
3	Profit after tax of the parent company	8.760.190.461
-	profit allocation plan:	
1	<i>Bonus Fund (5% of Parent Company's net profit)</i>	<i>438.009.523</i>
2	<i>Welfare Fund (5% of Parent Company's net profit)</i>	<i>438.009.523</i>
-	Retained earnings for reinvestment	7.884.171.415

Article 7. Approval of remuneration plan for members of the Board of Directors and Supervisory Board in 2025

Approving the remuneration plan for members of the Board of Directors and the Supervisory Board in 2025, including the remuneration plan for the Board of Directors and the Supervisory Board in 2025 (*), specifically:

No	Contents	Number of people (by term)	Number of member	Remuneration (VND/member/month)	Total (VND)	
					01 month	01 year
1	<i>Board of Directors</i>				23.000.000	276.000.000
	Chairman	1	1	15.000.000	15.000.000	180.000.000
	Members of the BOD	2	1(*)	8.000.000	8.000.000	96.000.000
2	<i>Supervisory Board</i>				18.000.000	216.000.000

The Head of the Supervisory Board	1	1	8.000.000	8.000.000	96.000.000
Member of the Supervisory Board	2	2	5.000.000	10.000.000	120.000.000
Total				41.000.000	492.000.000

Article 8. Approval of transactions under the authority of the General Meeting of Shareholders

1. Approval of the Board of Directors' report on the results of transactions under the authority of the 2024 General Meeting of Shareholders.
2. The General Meeting of Shareholders approved the policy of signing/performing contracts/transactions of the Company under the approval authority of the General Meeting of Shareholders in 2025 as follows:

a) Main content of the contract/transaction:

- Contracting and transaction parties: organizations and individuals (including but not limited to transactions between the Company and members of the Board of Directors, General Director, and other related persons by the Law on Enterprises).
- Type of contract, transaction: loan/lending transactions, security (pledge, mortgage, guarantee...), purchase and sale, investment... and other transactions under the authority of the General Meeting of Shareholders.
- Contract/transaction value:
 - ✓ Investment contracts or asset sales transactions with a value equal to or exceeding 35% of the total asset value recorded in the Company's most recent financial statements.
 - ✓ Loan, borrowing, or asset sale transactions with a value exceeding 10% of the total asset value of the Company (as per the most recent financial statements) between the Company and a shareholder holding 51% or more of the total voting shares, or a related party of such shareholder.
 - ✓ Contracts or transactions defined under Clause 1, Article 167 of the Law on Enterprises, with a value equal to or exceeding 35% of the total asset value recorded in the Company's most recent financial statements.
- Time of the contract/transaction signing: Transactions take place from after the date of the 2025 Annual General Meeting of Shareholders (April 24, 2025) to before the date of the 2026 Annual General Meeting of Shareholders.

- b) The General Meeting of Shareholders assigns and authorizes the Board of Directors to decide on the detailed content of each contract/transaction; to sign and implement the above contracts/transactions to ensure compliance with legal regulations and the Company's interests. The Board of Directors is authorized to re-authorize the General Director to sign and implement the above contracts/transactions (if necessary).

Article 9. Approval of the addition of the Company's registered business lines; Termination of operations of the HANIC Hanoi Labor Training and Export Branch and amendment of the Company's Charter as follows:

- 1. Addition of the following business lines** *(to be declared in case the enterprise notifies the business registration authority of the addition of business lines to the registered list):*

No	Additional business name	Code	Main business lines
1.	Renting of machinery, equipment and other tangible goods without operator. Details: - Renting of electric motorbikes without operator - Renting of electric vehicle batteries (Except aircraft and balloons)	7730	
2.	Motor Vehicle Rental	7710	
3.	Electricity transmission and distribution Chi tiết: Hoạt động phân phối điện (Article 31 Decree 137/2013/ND-CP signed on October 21, 2013) (Enterprises only conduct business in this industry when they meet all conditions as prescribed by law)	3512	
4.	Scientific research and technological development in the field of science, engineering and technology	7212	

- Authorize the General Director to sign the necessary documents, carry out and direct the implementation of procedures for amending and adding the Company's business lines, and update the enterprise registration details in accordance with legal regulations.

- Amend and supplement Appendix 03 of the Company's Charter to align with the above content.
- 2. Termination of operations of HANIC Hanoi Labor Training and Export Branch.**
- The Business Registration and Corporate Finance Department has issued Notice No. 105056/25 dated March 13, 2025, regarding the termination of operations of HANIC Hanoi Training and Labor Export Branch.
- Amend and supplement Appendix 02 of the Company's Charter to align with the above content.

Authorize the Board of Directors (BOD) to direct, supervise, and issue the amended and supplemented Charter in accordance with legal regulations.

Article 10. Approval of the settlement plan for the Company's bad debts.

Approval for reclassifying fully provisioned doubtful accounts as off-balance-sheet items in the standalone financial statements, starting from the six-month reporting period ending June 30, 2025. Total amount: VND 282,823,497,368, including:

- Short-term loans receivable: VND 236,025,000,000
- Short-term trade receivables: VND 3,184,586,767
- Other short-term receivables: VND 37,076,910,601
- Other long-term receivables: VND 6,537,000,000.

The adjustment to off-balance sheet monitoring will reduce the recorded accounts receivable and decrease the provisions for short-term and long-term doubtful debts accordingly on the balance sheet from the reporting period as of June 30, 2025. Since these receivables have already been fully provisioned (100%), the company's total current assets, long-term assets, total assets, and owner's equity will not be affected. The outstanding debts will be monitored in off-balance sheet accounts in the financial statements, ensuring that this adjustment does not impact the company's debt recovery process or its rights over these receivables.

The Board of Directors is authorized to adjust and transfer any other doubtful debts that have been fully provisioned (100%), beyond those already mentioned, to off-balance sheet monitoring based on the actual situation, for the purpose of preparing and presenting the company's annual financial statements in the current and following years.

Article 11. Approval of the policy of allowing Thang Long Thermal Power Joint Stock Company (TLP) to owe payment for goods, service fees and late payment interest.

Approval of the policy of allowing Thang Long Thermal Power Joint Stock Company (TLP) to owe payment for goods, service fees and late payment interest:

- Maximum debt amount :**2.500.000.000.000 VND.**

(In words: Two thousand five hundred billion dong)

- For late payment, interest shall be charged on the late payment amount at the appropriate interest rate.

Article 12. Other issues under the authority of the General Meeting of Shareholders

Based on the actual business operations of the Company, to ensure the timeliness of the Company's production and business operations, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the assignment and authorization to the Board of Directors to decide on total outstanding debt and bank loan limit, and other issues. The authorization period is before the 2026 Annual General Meeting of Shareholders.

Article 13. Execution

1. This Resolution is approved at the 2025 Annual General Meeting of Shareholders and takes effect from the date of approval.
2. Shareholders, members of the Board of Directors, Board of Supervisors, Executive Board, relevant entities and individuals are obliged to execute this Resolution.



Recipients:

- As per Article 13;
- State Securities Commission, Stock Exchange;
- Company Website;
- Office records.

On behalf of the Board of Directors

CHAIRMAN

Hoang Trong Diem