

REPORT

“On approval of amendments to the Company Charter”

To: 2025 Annual General Meeting of Shareholders (GMS)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 and its guiding documents;
- Pursuant to the Law amending and supplementing a numbers of articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Enforcement of Civil Judgment No. 03/2020/QH15 dated January 11, 2022 (“Law No. 03/2020/QH15”);
- Pursuant to the Charter of Vinaconex 25 JSC., approved by the 2021 Annual General Meeting of Shareholders under the Resolution No. 01/NQ/2021/NQ-ĐHĐCĐ dated 04 December 2021;
- Pursuant to the 16th Amended Business Registration Certificate issued by Da Nang Department of Planning and Investment on 05 December 2023;
- Pursuant to the Certificate of Business Registration Content Change No. 19902/24 issued by Da Nang Department of Planning and Investment (DPI) on 04 May 2024;

I. Legal Basis and Content of the Amendments to the 2021 Company Charter:

Implementing the Resolution No. 01/2023/NQ-ĐHĐCĐ dated 29 March 2023 of the Company's 2023 Annual GMS on changing the business lines and the increasing charter capital; The Resolution No. 01/2024/NQ-ĐHĐCĐ dated 30 March 2024 of the Company's 2024 Annual GMS on adding new business lines to meet the business requirements, Company has completed the legal procedures for increasing its charter capital and changing the registered business lines with competent authority as follows:

- On 10 April 2023, the Company has been granted the Certificate No. 19340/23 by Da Nang DPI on the change of business registration content related to the change of Company registered business lines, details as attached.
- On May 12, 2023, the Company has been granted the 16th Amended Business Registration Certificate by Da Nang DPI on changing the charter capital to 240 billion VND, details as attached.
- On 4 May 2024, the Company has been granted the Certificate No. 19902/24 by Da Nang DPI concerning on the change of business registration content related to the change of Company registered business lines as in attachment.

In addition, on 11 January, 2022, under the Law No. 03/2020/QH15 dated January 11, 2022 and effectively from March 01, 2022, the Clause 1 and Clause 2 of Article 148 of the Law on Enterprises 2020 were amended and supplemented on conditions to pass the Resolution of the General Meeting of Shareholders.

To state the above changes, the following amendments to the 2021 Company Charter are required:

1. Amend Clause 1, Article 4 of the Charter on the Company's Business Lines to reflect the registered business lines subject to the Certificate of Business Registration Content Change No. 19902/24 dated May 04, 2024 as in attachment.
2. Amend the Clause 1, Article 6 of the Company's Charter on the Charter Capital according to the Charter Capital as stated in the 16th Amended Business Registration Certificate issued by Da Nang DPI on 05 December 2023, as follows:

"Article 6. Charter Capital, Shares, Founding Shareholders

1. The Company's Charter Capital is 240.000.000.000 VND (Two hundred and forty billion Vietnam Dong). The total Charter Capital of the Company is divided into 24.000.000 (twenty-four million) shares with a par value of 10.000 VND (ten thousand dong)/share."

3. Amending the Clause 1 and Clause 2, Article 21 of the Company's Charter on the conditions for the Resolution of the GMS to be approved as follows:

"Article 21. Conditions for the Resolution of the GMS to be approved

*1. The Resolution on the following contents shall be approved if approved by the number of shareholders representing 65% or more of the total voting number of all shareholders **attending and voting** at the meeting, except for the cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:*

- a) Types of shares and the total number of shares of each type;*
 - b) Change of the business lines;*
 - c) Changing the organizational structure of the company's management;*
 - d) The investment project or sale of assets with a value of 35% or more of the total value of assets recorded in the latest financial statements;*
 - e) Reorganization and dissolution of the company.*
- 2. Resolutions shall be approved if approved by the number of shareholders holding more than 50% of the total voting number of all shareholders **attending and voting** at the meeting, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6, Article 148 of the Law on Enterprises"*

II. Content submitted to the General Meeting of Shareholders for approval full text of 2025 Company Charter

Pursuant to the above request to amend the Company's 2021 Charter, the Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders for approval the following contents:

1. Approve the full text of the Charter of Vinaconex 25 JSC as stated in the Section I;
2. Authorize the Legal Representative to sign and promulgate the Company's 2025 Charter after being approved by the General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:

- As above;
- File: Office, Secretary Team.

NGUYEN XUAN DONG