

**REPORT OF THE BOARD OF DIRECTORS ON 2024 PERFORMANCE  
RESULTS AND 2025 BUSINESS PLAN**

**To: 2025 Annual General Meeting of Shareholders**

The Board of Directors hereby reports on the 2024 performance results and the 2025 business plan as follows:

**I. PERFORMANCE RESULTS IN VARIOUS BUSINESS AREAS**

**1. Board of Directors' Organizational Structure**

The composition of the Company's Board of Directors (BOD) underwent the following changes in 2024:

On August 16, 2024, the BOD received resignation letters from Ms. Tong Thi Thu Huyen and Ms. Nguyen Thi Thanh Thuy. In response, the BOD decided to convene an Extraordinary General Meeting of Shareholders on October 12, 2024, to approve their dismissal and elect replacement BOD members, Mr. Le Minh Khue and Mr. Nguyen Tran Minh Quan.

As a result, the number of BOD members remained at three before and after the Extraordinary General Meeting on October 12, 2024, including one independent member, ensuring compliance with the Company's Charter and relevant legal regulations.

No	Board Members	Position	Start/End Date as BOD Member/Independent BOD Member	
			Appointment Date	Dismissal Date
1	Ms Tong Thi Thu Huyen	Chairman of the Board	18/04/2022	12/10/2024
2	Mr Le Minh Khue	Chairman of the Board	12/10/2024	
3	Ms. Nguyen Thi Thanh Thuy	Board Member	20/05/2021	12/10/2024
4	Mr. Nguyen Tran Minh Quan	Board Member	12/10/2024	
5	Ms Đào Thi Nhu Thuy	Independent Board Member	15/04/2022	

**2. Evaluation of Business Performance in 2024**

Based on the 2024 consolidated business plan approved by the 2024 Annual General Meeting of Shareholders, the Board of Directors assigned the plan to the Executive Board and relevant departments, while overseeing its implementation. The results are as follows:

No	Content	2024 Plan (Million VND)	2024 Actual Performance (Million VND)	Execution Rate (%)
1	Charter Capital as of December 31, 2024	199.999	199.999	100
2	Revenue from Sales and Services	3.000.000	2.811.806	94
3	Net Profit after Tax	2.000	15.096	- 755

By the end of 2024, the total revenue from sales and service provision (consolidated) reached 94% of the annual plan, while the after-tax profit achieved 755% of the annual target.

## II. EVALUATION OF THE BOARD OF DIRECTORS' PERFORMANCE IN 2024

The Board of Directors operated in compliance with the Company's Charter, the Law on Enterprises, the Securities Law, and relevant legal regulations. BOD meetings were held regularly and in accordance with the Charter. The BOD closely followed the resolutions of the General Meeting of Shareholders and the actual situation of the Company, providing direction, management, and supervision to ensure the Company's activities were carried out in alignment with the approved resolutions.

### 1. Key Activities of the Board of Directors in 2024

- **Operating Principles:** The Board of Directors (BOD) operates collectively, adhering to legal regulations and the Company's Charter. All meetings are prepared with specific agendas and communicated to each member in advance. Members participated fully in all meetings.

#### - **Organization of Annual and Extraordinary General Meetings of Shareholders in 2024:**

In 2024, the BOD held 10 regular and extraordinary meetings, issuing 10 resolutions to direct key matters, including:

+ Successfully leading and organizing the 2024 Annual General Meeting of Shareholders on April 17, 2024. One significant agenda item was the election of an additional member to the Supervisory Board, Ms. Trinh Le Thuy, replacing Ms. Dang Thu Trang following her resignation. The resolutions approved at the meeting were fully and timely executed by the BOD and the Executive Board.

+ Successfully leading and organizing the Extraordinary General Meeting of Shareholders on October 12, 2024, following the resignation of Ms. Tong Thi Thu Huyen and Ms. Nguyen Thi Thanh Thuy. The meeting elected two new board members, Mr. Le Minh Khue and Mr. Nguyen Tran Minh Quan. Immediately after the meeting, the BOD convened to elect a new Chairman, with Mr. Lê Minh Khue being entrusted with the role for the remainder of the 2022-2027 term.

#### - **Divestment from TMC Investment Trading and Service Joint Stock Company (TMC):**

Based on the proposal of the Executive Board, the BOD reviewed and approved the full divestment from TMC, equivalent to 30,000 shares, representing 15% of TMC's charter capital. The investment in TMC yielded a profit of VND 1.8 billion over more than two years.



- **Increasing Ownership in An Dan Ha Noi Investment Trading Joint Stock Company (An Dan Ha Noi):**

Following the Executive Board's proposal, the BOD directed an independent valuation firm to assess the book value to determine an appropriate purchase price and total investment. The BOD decided to increase the Company's ownership in An Dan Ha Noi from 30.875% to 45.375%, with an additional investment totaling VND 21.63 billion.

- **Change of Authorized Representatives in Subsidiaries:**

The BOD decided to change the capital representative at An Du Media and Payment Data Joint Stock Company (An Du) following the resignation of Ms. Tong Thi Thu Huyen at the Extraordinary General Meeting on October 12, 2024. The BOD unanimously appointed Ms. Nguyen Thi Thanh Thuy as GMA's capital representative at An Du, effective November 29, 2024.

## **2. Supervision of the Executive Board and Company Management**

Based on the Company's Charter, the Board of Directors (BOD) supervises the CEO, the Executive Board, and other management personnel in overseeing the Company's daily operations.

- **Implementation of the 2024 Annual General Meeting Resolutions:** The BOD closely monitored economic developments, market fluctuations, and industry policy changes to provide timely direction for the Company's business activities.
- **Regular Meetings and Coordination:** Every month, the Chairman and BOD members held coordination meetings with the Executive Board and attended management-level meetings to track progress and provide guidance. In urgent or unexpected situations, the BOD and the Executive Board held ad-hoc discussions to ensure seamless communication and timely decision-making, maintaining strong alignment on Company strategies and operations.
- **Transparency and Reporting Compliance:** Throughout the year, the Executive Board fully met its reporting obligations, ensuring transparency in disclosing business activities. The Executive Board complied with all requirements for submitting and seeking approval on matters under the BOD's jurisdiction during BOD meetings.
- **Operational Compliance:** The Company's daily business and operational activities adhered strictly to established procedures and management regulations, ensuring full compliance with current legal requirements.

## **3. Overall Assessment of the Board of Directors' Performance**

- The Board of Directors (BOD) closely, promptly, and regularly coordinated with the Executive Board and the Supervisory Board in directing the implementation of resolutions from the General Meeting of Shareholders and the BOD.
- All decisions made by the BOD were thoroughly discussed, fully communicated, and timely shared with the Supervisory Board and the Executive Board in accordance with regulations.
- Proposals from the Executive Board were carefully reviewed, discussed, and promptly provided with guidance.

- The BOD and the Executive Board made concerted efforts to implement the resolutions approved at the 2024 Annual General Meeting of Shareholders.
4. **Report on Remuneration, Operating Expenses, and Other Benefits of the Board of Directors in 2024**

No	Full name	Positon	Remuneration (VND)	Other Benefits
1	Ms Tong Thi Thu Huyen	Chairman of the Board	46.935.000	0
2	Mr Le Minh Khue	Chairman of the Board	13.065.000	0
3	Ms Nguyen Thi Thanh Thuy	Board Member	28.161.000	0
4	Mr Nguyen Tran Minh Quan	Board Member	7.839.000	0
5	Ms Dao Thi Nhu Thuy	Independent Board Member	36.000.000	0
	<b>Total</b>		<b>132.000.000</b>	<b>0</b>

- The total remuneration and income of the Board of Directors in 2024 amounted to VND 132 million per year, which is equivalent to the level in 2023.
  - Operating expenses, transaction costs, travel expenses, and other related costs of the BOD were incurred in accordance with the Company's regulations and policies.
5. **Evaluation of transactions between subsidiaries and bod members or their related parties, and transactions between the company and entities where BOD members have been founders or bod members in the past three years (as of the reporting date)**

During the year, transactions between the Company and related parties, as well as transactions between subsidiaries and BOD members or their related persons, were reported, approved, and disclosed in accordance with regulations. No related-party transactions requiring approval from the General Meeting of Shareholders occurred. Details of these transactions are fully listed in the 2024 Corporate Governance Report.

### III. **ORIENTATION FOR THE BOARD OF DIRECTORS' ACTIVITIES IN 2025**

#### 1. **Business Plan for 2025**

Items	2025 Business Plan
	Value (million VND)
Charter Capital	199.999
Revenue from Sales and Services	2.900.000
Net Profit after Tax	16.800
Expected Dividend (%)	0

In 2025, the Board of Directors aims to achieve the following objectives:

- No increase in charter capital.
- Focus on capital management in subsidiaries and affiliated companies to optimize investments.



- Continue researching and investing in expanding GMA's core business by acquiring a controlling stake in a newly established company specializing in vehicle distribution, including a proposed investment in founding a company to distribute a specific automobile brand.

## 2. Orientation for the Board of Directors' Activities in 2025

- The Board of Directors (BOD) will carry out corporate governance in full compliance with the Company's Charter and relevant legal regulations. Each BOD member will fulfill their duties and responsibilities fairly and honestly, adhering to ethical and professional standards.
- The BOD will lead and oversee all activities of the Executive Board by providing the necessary mechanisms, policies, human resources, and infrastructure to enable the Executive Board to fulfill its assigned tasks.
- The BOD will closely coordinate with the Supervisory Board, ensuring the provision of all necessary documents and information while respecting the Supervisory Board's independence and objectivity. The BOD will facilitate the Supervisory Board's members in performing their functions and will oversee the rectification and resolution of any violations as recommended.
- The BOD will direct and supervise the implementation of resolutions issued by the General Meeting of Shareholders (GMS) and the BOD, ensuring strict compliance with applicable laws.
- The BOD will strengthen corporate governance across the Company and its subsidiaries and affiliates to optimize management efficiency and minimize operational risks.
- The BOD will oversee the preparation of quarterly, semi-annual, and annual financial statements, governance reports, and annual reports, ensuring timely and accurate disclosure of information in accordance with legal requirements.

This concludes the report on the Board of Directors' activities in 2024 and the strategic direction for 2025.

We respectfully submit this report to the General Meeting of Shareholders for review and approval.

Sincerely./.

### Recipients:

- As above;
- BOD, Executive Board, Supervisory Board;
- Office for record-keeping.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



**Le Minh Khue**

**EVALUATION REPORT OF THE INDEPENDENT BOARD MEMBER FOR 2024**

**To: 2025 Annual General Meeting of Shareholders**

The Independent Board Member of G-Automobile Joint Stock Company hereby presents the evaluation report on the activities of the Board of Directors (BOD) in 2024 with the following key points:

In 2024, there were personnel changes in the BOD. At the Extraordinary General Meeting of Shareholders held on October 12, 2024, Ms. Tống Thị Thu Huyền and Ms. Nguyễn Thị Thanh Thủy were dismissed, and Mr. Lê Minh Khuê and Mr. Nguyễn Trần Minh Quân were elected as replacements. Thus, the number of BOD members remained at three throughout the year, including one independent member, ensuring compliance with the requirement for the number of independent members in a listed company as stipulated in Article 276 of Decree 155/2020/NĐ-CP.

G-Automobile Joint Stock Company has complied with corporate governance regulations in accordance with securities laws.

**1. On the Organization of Board of Directors Meetings**

In 2024, the Board of Directors (BOD) held a total of 10 regular and extraordinary meetings. These meetings were convened and conducted according to a specific schedule, with thorough preparation of necessary documents, ensuring compliance with regulations on organization methods and approval of matters under the BOD's authority as stipulated in the Company's Charter and applicable laws. The meeting discussions were comprehensive, with careful deliberation, debate, and assessment by all BOD members.

In 2024, the revenue from sales and service provision of both the parent company and its subsidiaries reached 94% of the annual plan, while profit achieved 755% of the annual target. The company continues to maintain its role as a holding company with two subsidiaries and one associate company.

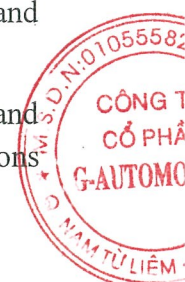
Overall, the BOD effectively carried out its role in implementing the plans, policies, and strategic directions set forth by the Annual General Meeting of Shareholders.

The BOD complied with corporate governance regulations, convening regular and extraordinary meetings in a timely manner to provide direction and issue resolutions/decisions aligned with the actual business situation.

**2. On the Supervision of the Executive Board and Other Management Personnel**

The Board of Directors (BOD) has fulfilled its role and responsibilities in directing, supporting, and supervising the Executive Board in implementing the resolutions approved by the General Meeting of Shareholders and the BOD. This ensures compliance with legal regulations while balancing the interests of the Company and its shareholders.

The CEO has conducted regular and extraordinary meetings with department and division managers to implement and assess business operations based on the resolutions issued by the





BOD, as well as to address arising issues. This approach ensures that the Company's business activities align with the assigned schedules and plans.

Key decisions made by the Executive Board have been analyzed, reviewed, and consulted with the BOD/Chairman of the BOD to safeguard the Company's best interests.

BOD members proactively recognize their role in supporting the Executive Board by sharing their expertise, interacting, and engaging in discussions regarding corporate governance practices.

### 3. Overall Assessment of the Board of Directors' Activities

The activities of the Board of Directors (BOD) in 2024 were conducted in full compliance with the Company's Charter, corporate governance regulations, and best corporate governance practices.

All BOD members adhered to the regulations regarding participation in meetings, engaging in discussions, and voting independently and objectively to ensure the Company's best interests.

The BOD proposed timely and effective solutions to support the Executive Board in managing the Company, ensuring proper supervision and control in accordance with legal regulations.

Additionally, the BOD successfully implemented and completed the resolutions of the 2024 Annual General Meeting of Shareholders.

**Recipients:**

- As above;
- Office for record-keeping

**INDEPENDENT BOARD MEMBER**



**BUSINESS PERFORMANCE REPORT FOR 2024  
AND BUSINESS PLAN FOR 2025 BY THE EXECUTIVE BOARD**

**To: 2025 Annual General Meeting of Shareholders**

On behalf of the Company's Executive Board, the General Director would like to report to the General Meeting of Shareholders on the business performance for 2024 and the business plan for 2025 as follows:

**1. Business Performance Report for 2024**

**Parent Company:**

No	Items	Actual Performance in 2024 (million VND)
1	Total Assets	290.406
2	Average Owner's Equity	288.641
3	Revenue from Sales and Services	2.616
4	Profit from Business Activities	2.185
5	Other Profit	-45
6	Profit Before Tax	2.140
7	Profit After Tax	1.826
8	Net Profit/Average Owner's Equity (%)	0,63%

**Consolidated:**

No	Items	Plan for 2024 (million VND)	Actual Performance in 2024 (million VND)	Implem entation Rate (%)
1	Total Assets		1.496.070	
2	Average Owner's Equity		470.089	
3	Revenue from Sales and Services	3.000.000	2.811.806	94%
4	Profit from Business Activities		16.154	



No	Items	Plan for 2024 (million VND)	Actual Performance in 2024 (million VND)	Implementation Rate (%)
5	Other Profit		4.771	
6	Profit Before Tax		20.926	
7	Profit After Tax	2.000	15.096	755%
8	Net Profit/Average Owner's Equity (%)		3,21%	

## 2. Executive Management in 2024

The Executive Board, based on the company's charter and issued regulations, carried out business operations management in 2024 as follows:

- The Executive Board implemented and completed tasks in accordance with the resolutions issued by the Board of Directors in 2024.
- The Executive Board fulfilled its responsibilities for reporting, explanation, and disclosure of business operations in a comprehensive and transparent manner.
- The Executive Board complied with requirements for submitting and seeking approval on matters under the Board of Directors' jurisdiction during Board meetings.
- The Executive Board directed and supervised departments to strictly adhere to the issued regulations and policies.
- The Executive Board closely monitored the set plans. Monthly executive meetings were held to review, track progress, and promptly address tasks efficiently and effectively.

## 3. Business Operation Plan for 2025

### 3.1 Economic Outlook Assessment

In 2025, Vietnam's economy is expected to continue its positive growth. During the first two months of the year, several key economic indicators showed strong performance, including a 21% increase in state investment, a 35.5% rise in registered FDI, and a 12% growth in total export turnover compared to the same period last year. However, in February 2025, Vietnam recorded a rare trade deficit of USD 1.55 billion, primarily driven by a 40% surge in imports and a 25.7% increase in exports year-over-year.

The automotive market is becoming increasingly competitive with the emergence of new brands and an aggressive push to expand market share. Notably, VinFast is projected to capture over 70% of the domestic electric vehicle (EV) market, posing significant challenges to the automotive brands the company is currently focusing on.

Amidst these market fluctuations, the company anticipates continued challenges in 2025. To maintain stable operations and ensure business efficiency, the Company's Leadership proposes sustaining current activities while prioritizing investments in the automotive business and repair workshops under existing brands, as well as in transportation, trade, and related automotive services.

Additionally, financial investments will be expanded in the automotive sector, particularly focusing on Ford repair and service operations.

### 3.2 Business Operation Plan for 2025

#### Parent Company:

Items	2025
	Value (Million VND)
Charter Capital as of 31/12/2025	199.999
Revenue from Sales and Services	3.570
Profit After Tax	151

#### Consolidated:

Items	2025
	Value (Million VND)
Charter Capital as of 31/12/2025	199.999
Revenue from Sales and Services	2.900.000
Profit After Tax	16.800

### 4. Solutions for Implementing the 2025 Business Plan

To achieve the set targets and continue implementing the Company's investment strategy, the Executive Board has proposed the following solution groups:

#### 4.1 Management Solutions

- Improve the system of regulations, processes, and policies.
- Promote research and application of digital technology in management and operations to enhance efficiency.
- Strengthen the responsibilities of the Board of Directors and the Executive Board in business operations management.
- Enhance inspection, supervision, and performance evaluation in the company's regular operations.

#### 4.2 Business Solutions

- Continue to strengthen financial investments in the automotive sector for existing brands while expanding the investment portfolio to include new brands.
- Exercise caution and carefully evaluate any expansion or investment in new sectors to minimize market volatility risks, ensuring safety and efficiency for investors.

#### 4.3 Organizational Structure and Human Resources Solutions

- Streamline the organizational structure by reviewing and optimizing personnel, recruiting high-quality employees, and increasing multi-role assignments to minimize costs while ensuring efficiency.
- Enhance digital skills and IT capabilities by investing in employee training and integrating



technology into workflows to improve efficiency and reduce personnel costs.

- Maintain performance evaluation and measurement through KPIs, using them as a key management tool.

#### **4.4 Financial and Capital Solutions**

- Establish credit limits with major banks at competitive interest rates.
- Balance payment plans with suppliers to optimize cash flow and temporarily utilize a portion of capital efficiently.
- Accelerate the collection of accounts receivable to improve cash flow.
- Implement scientific financial management and maximize cost savings on expenditures.

To successfully achieve the 2025 business plan, the Company looks forward to the continued support of shareholders, the guidance of the Board of Directors, and the solidarity and determination of all employees.

We respectfully submit this report to the General Meeting of Shareholders for approval of the General Director's report on the business performance of 2024 and the business plan for 2025.

Sincerely./.

#### **Recipients:**

- As above;
- BOD, Executive Board, Supervisory Board;
- Office for record-keeping.

**GENERAL DIRECTOR**



**Nguyễn Thị Thanh Thuy**



**REPORT OF THE SUPERVISORY BOARD ON OPERATIONAL RESULTS  
IN 2024 AND THE OPERATION PLAN FOR 2025**

**To: 2025 Annual General Meeting of Shareholders**

The Supervisory Board respectfully reports to the General Meeting of Shareholders on its operational results for 2024 and the activity plan for 2025, with the following key contents

**SECTION A: RESULTS OF INSPECTION AND SUPERVISION IN 2024**

**I. Activities of the Supervisory Board in 2024**

**1. Organizational Structure in 2024**

In 2024, the Supervisory Board consisted of three members, including one Head and two members, specifically:

No	Full name	Position	Resignation/Appointments
1	Ms Le Thi Huong Giang	Head of the Supervisory Board	
2	Ms Ninh Thi Lieu	Member of the Supervisory Board	
3	Ms Dang Thu Trang	Member of the Supervisory Board	Resigned on April 17, 2024
4	Ms Trinh Le Thuy	Member of the Supervisory Board	Appointed on April 17, 2024

**2. Operational Activities of the Supervisory Board in 2024**

In 2024, the Supervisory Board held two official meetings and participated in regular and extraordinary meetings of the Company's Board of Directors. The key matters discussed and approved by the Supervisory Board include:

- Reviewing the audited financial statements for 2023;
- Reviewing the reviewed semi-annual financial statements for the first half of 2024;
- Reviewing the Q4 2023 financial statements and the Q1, Q2, and Q3 2024 financial statements;
- Proposing auditing firms for the 2024 financial year to the Board of Directors and the General Meeting of Shareholders;
- Summarizing the activities of the Supervisory Board in 2024;
- Supervising the Board of Directors and Executive Board in the management and operation of the Company, ensuring compliance with the resolutions of the 2024 General Meeting of Shareholders and the Board of Directors;



- Attending all regular and extraordinary meetings of the Board of Directors and Executive Board to stay updated on business operations and investment activities, and providing opinions and recommendations within its authority;
- Monitoring the timely disclosure of periodic and extraordinary information and verifying the accuracy of disclosed information for shareholders;
- Reviewing accounting activities and financial statement preparation;
- Carrying out other tasks in accordance with the functions and responsibilities of the Supervisory Board.

### 3. Results of Supervising the Activities of the Board of Directors and the Executive Board in 2024

The Supervisory Board assesses that the Board of Directors (BOD) and the Executive Board have effectively fulfilled their management and operational responsibilities in 2024. Specifically:

- **Compliance with laws and internal regulations:** The BOD, the Executive Board, and management staff have carried out their functions and duties in accordance with legal regulations, the Company's Charter, and the Resolutions of the General Meeting of Shareholders.
- **Meetings and decision-making:** In 2024, the BOD held 10 meetings (both regular and extraordinary) and issued 10 significant Resolutions, ensuring compliance with procedures and requirements under the Enterprise Law and the Company's Charter.
- **Validity of Resolutions:** The BOD's Resolutions were issued following proper procedures, in accordance with legal regulations, the Company's Charter, and the decisions of the General Meeting of Shareholders.
- **Coordination with the Supervisory Board:** The BOD and the Executive Board actively supported the Supervisory Board by providing necessary information, considering feedback, and ensuring transparency and efficiency in management.
- **No shareholder complaints:** In 2024, the Supervisory Board did not receive any complaints or petitions from shareholders regarding any violations by the BOD or the Executive Board in carrying out their duties.

Overall, the BOD and the Executive Board have managed the Company effectively, complied with legal regulations, and ensured transparency in governance, contributing to a solid foundation for the Company's development.

### 4. Report on the evaluation of transactions between the Company, its subsidiaries, and companies in which GMA holds more than 50% of charter capital with members of the Board of Directors, the General Director, other executives of the Company, and related persons of those members; as well as transactions between the Company and companies where members of the Board of Directors, the General Director, or other executives have been founding members or managers within the last three years prior to the transaction.

During the year, transactions between the Company, GMA's subsidiaries, and members of the Board of Directors, the General Director, other executives of the Company, and their related persons, as well as transactions between the Company and companies where members of the Board of Directors, the General Director, or other executives have been founding members or managers within the last three years prior to the transaction, were



reported to the Board of Directors before execution. These transactions were approved through Board Resolutions as per authority and were disclosed in accordance with regulations. Details of these transactions are publicly disclosed in the Company's 2024 Corporate Governance Report.

## 5. Report on the Remuneration of the Supervisory Board in 2024

No	Full name	Position	Remuneration	Other benefits
1	Ms Le Thi Huong Giang	Head of the Supervisory Board	36.000.000	0
2	Ms Ninh Thi Lieu	Member of the Supervisory Board	24.000.000	0
3	Ms Dang Thu Trang	Member of the Supervisory Board	7.133.000	0
4	Ms Trinh Le Thuy	Member of the Supervisory Board	16.867.000	0
	<b>Total</b>		<b>84.000.000</b>	<b>0</b>

The total remuneration of the Supervisory Board in 2024 is VND 84 million

## II. Results of Supervisory Activities on the Implementation of the 2024 Business Plan

### 1. Business Performance in 2024

No	Content	2024 Plan (Million VND)	2024 Actual Performance (Million VND)	Execution Rate (%)
1	Charter Capital as of 31/12/2024	199.999	199.999	100
2	Revenue from Sales and Services	3.000.000	2.811.806	94
3	Profit after Tax	2.000	15.096	755

By the end of 2024, the total revenue from sales and service provision (consolidated) reached 94% of the annual plan, while the after-tax profit achieved 755% of the annual target.

### 2. Key activities in the year

- The resolutions approved at the 2024 Annual General Meeting of Shareholders were fully implemented by the Board of Directors (BOD) and the Executive Board in accordance with the assigned schedule and plan.
- The company held an Extraordinary General Meeting of Shareholders in 2024 to elect two additional BOD members. Mr. Le Minh Khue was elected as the Chairman of the BOD for the 2022-2027 term, and Mr. Nguyen Tran Minh Quan was elected as a BOD member for the same term.
- The divestment plan for investment in TMC Investment, Trade, and Service Joint Stock Company and the increase in ownership in An Dan Hanoi Investment, Trade, and Service Joint Stock Company were executed by the Executive Board in line with the assigned plan and authority.



### **3. Financial and Accounting Activities**

- The Company has fully complied with the regulations and policies of the State in accounting and bookkeeping. It has completed financial reports and disclosed information within the required timeframe.
- The Supervisory Board has conducted an assessment of the financial statements before and after the audit.

### **III. On the Appraisal of the Parent Company's and Consolidated Financial Statements in 2024**

- **Accounting Records:** All financial activities during the fiscal year have been fully recorded and accounted for in the company's books. The parent company's and consolidated financial statements for 2024 were prepared in accordance with the prevailing Vietnamese Accounting Standards and regulations.
- **Accounting Data:** The parent company's and consolidated financial statements for 2024 were reviewed and audited by AASC Auditing Firm Co., Ltd. The auditor's opinion was: Unqualified opinion.
- **Supervisory Board's Conclusion:** The Supervisory Board agrees with the audited parent company's and consolidated financial statements for 2024.

### **IV. Compliance Monitoring at the Company**

The Company's activities comply with the provisions of its Charter and adhere to the applicable legal regulations. The Company has fully fulfilled its tax obligations to the state, social insurance, and health insurance for employees.

### **V. Assessment of the Coordination Between the Supervisory Board, the Board of Directors, the Executive Board, and Shareholders in the Company**

The coordination between the Supervisory Board, the Board of Directors, the Executive Board, and other management personnel of the Company has been carried out closely, following the Resolutions of the General Meeting of Shareholders. The Supervisory Board has been provided with the necessary documents and materials during the process of monitoring the activities of the Board of Directors and the Executive Board. All recommendations and proposals from the Supervisory Board have been duly considered by the Board of Directors and the Executive Board, with relevant units being instructed to implement them seriously.

The Company has ensured transparent and timely disclosure of information to shareholders and regulatory authorities in accordance with legal requirements.

### **VI. Evaluation of the Supervisory Board's Activities in 2024**

The Supervisory Board has duly fulfilled its responsibility of overseeing the Company's financial situation and ensuring the legality of the activities conducted by the Board of Directors, the CEO, and other management personnel. The coordination between the Supervisory Board, the Board of Directors, and the CEO was carried out in compliance with legal regulations and the Company's Charter.

The Supervisory Board held meetings to review the Company's interim financial results and year-end business performance for 2024. It reached a consensus on the key contents of the Supervisory Board's Report to be presented at the 2025 Annual General Meeting of Shareholders.

All members of the Supervisory Board cooperated effectively, adhered to legal and corporate governance regulations, proactively carried out their duties, and successfully completed their assigned responsibilities.

## VII. CONCLUSION

The activities of the Supervisory Board in 2024 demonstrate that the Company's business operations are secure, legally compliant, and aligned with the direction set forth in the resolutions of the General Meeting of Shareholders

### SECTION B: SUPERVISORY BOARD'S ACTION PLAN FOR 2025

In 2025, the Supervisory Board will rigorously implement the following oversight plans for the Company:

- Supervise the Board of Directors (BOD) and the Executive Board in managing and operating the Company.
- Inspect accounting practices and the preparation of financial statements.
- Appraise the semi-annual and annual financial statements of the parent company and consolidated reports for 2025.
- Review contracts and transactions involving related parties.
- Monitor compliance with regulations on the Company's information disclosure.
- Carry out other tasks in accordance with the functions and duties of the Supervisory Board.

The above report summarizes the activities of the Supervisory Board in 2024 and outlines its key operational directions for 2025.

We respectfully submit this report to the General Meeting of Shareholders for review and approval.

Sincerely./.

#### Recipients:

- As above;
- BOD, Executive Board, Supervisory Board;
- Office for record-keeping.

**FOR AND ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF THE SUPERVISORY BOARD**



**Le Thi Huong Giang**



No: 01/2025/TTr/HĐQT-GMA

Hanoi, March 26, 2025

**PROPOSAL**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

*Regarding: Approve the Audited Separate and Consolidated Financial Statements for 2024*

**To: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of G-Automobile Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the Separate and Consolidated Financial Statements for 2024 of G-Automobile Joint Stock Company, which have been audited by AASC Auditing Firm Co., Ltd.

The audited Separate and Consolidated Financial Statements for 2024 have been duly disclosed in accordance with the regulations and published on the Company's website, including the following items:

1. Independent Audit Report
2. Balance Sheet as of December 31, 2024
3. Income Statement for the year 2024
4. Cash Flow Statement
5. Notes to the Financial Statements

We respectfully submit this proposal for the consideration and approval of the General Meeting of Shareholders

Sincerely./.

**Recipients:**

- As above;
- BOD;
- Office for record-keeping.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**  
  
**Le Minh Khue**

No: 02/2025/TTr/BKS-GMA

Hanoi, March 19, 2025

**PROPOSAL**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

*Regarding:: Selection of the Entity for Reviewing the Semi-Annual Financial Statements and Auditing the Annual Financial Statements for 2025 (Separate and Consolidated)*

**To: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of G-Automobile Joint Stock Company;
- Pursuant to the actual needs and business operations of the Company.

The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the authorization of the Board of Directors to select an audit firm to conduct the review of the semi-annual financial statements and the audit of the 2025 financial statements (Separate and Consolidated). The selection will be made from the list of independent audit firms approved by the State Securities Commission of Vietnam for entities with public interest in the securities sector in 2025, including:

1. AASC Auditing Firm Company Limited.
2. Vietnam Audit and Valuation Company Limited.
3. MOORE AISC Auditing and Informatics Services Company Limited.

We respectfully submit this proposal for the consideration and approval of the General Meeting of Shareholders.

Sincerely./.

**Recipients:**

- As above;
- Office for record-keeping.

**FOR AND ON BEHALF OF THE SUPERVISORY BOARD**  
**HEAD OF THE SUPERVISORY BOARD**



**Le Thi Huong Giang**



No: 03/2025/TTr/HĐQT-GMA

Hanoi, March 26, 2025

**PROPOSAL**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

*Regarding: Approval of the business results for 2024, profit distribution for 2024, business plan for 2025, and profit distribution plan for 2025*

**To: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of G-Automobile Joint Stock Company.

The Board of Directors respectfully submits to the General Shareholders' Meeting for approval the business results for 2024, profit distribution for 2024, the business plan for 2025, and the profit distribution plan for 2025 as follows:

**1. Business results for 2024 and profit distribution for 2024**

No	Content	Value (million VND)
1	Total net revenue	2.811.806
2	Net profit after tax	15.096
3	Provision for funds	Not distributed
4	Dividends	10%

**2. Business plan for 2025 and profit distribution plan for 2025**

No	Content	Value (million VND)
1	Total net revenue	2.900.000
2	Net profit after tax	16.800
3	Provision for funds	Not distributed
4	Dividends	0%

We respectfully submit this proposal for the consideration and approval of the General Meeting of Shareholders

Sincerely./.

**Recipients:**

- As above;
- Office for record-keeping.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**Le Minh Khue**

No: 04/2025/TTr/HĐQT-GMA

Hanoi, March 26, 2025

**PROPOSAL**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

*Regarding: Salary, remuneration, and bonus for the Board of Directors and the Supervisory Board in 2024, and the salary, remuneration, and bonus plan for the Board of Directors and the Supervisory Board in 2025.*

**To: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of G-Automobile Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the remuneration settlement for the Board of Directors (BOD) and the Supervisory Board (SB) for the year 2024, as well as the remuneration plan for the BOD and SB for the year 2025:

**1. Final settlement of the remuneration for BOD and SB for the year 2024**

No	Content	Number	Amount of payment (VND)
<b>A</b>	<b>Board of Directors' remuneration</b>		<b>132.000.000</b>
1	Chairman of the Board of Directors	1	60.000.000
2	Member of the Board of Directors	2	72.000.000
<b>B</b>	<b>Supervisory Board' remuneration</b>		<b>84.000.000</b>
1	Head of the Supervisory Board	1	36.000.000
2	Member of the Supervisory Board	2	48.000.000
<b>C</b>	<b>Total (C=A+B)</b>		<b>216.000.000</b>

**2. Remuneration plan for BOD and SB for 2025**

No	Position	Number	Monthly remuneration	Time (month)	Amount of payment (VND)
<b>I</b>	<b>Board of Directors' remuneration</b>				
1	Chairman of the Board of Directors	1	5.000.000	12	60.000.000
3	Member of the Board of Directors	2	3.000.000	12	72.000.000
	<b>Total</b>				<b>132.000.000</b>
<b>II</b>	<b>Supervisory Board' remuneration</b>				
1	Head of the Supervisory Board	1	3.000.000	12	36.000.000
2	Member of the Supervisory Board	2	2.000.000	12	48.000.000
	<b>Total</b>				<b>84.000.000</b>
	<b>Total (I+II)</b>				<b>216.000.000</b>





We respectfully submit this proposal for the consideration and approval of the General Meeting of Shareholders

Best regards./.

**Recipients:**

- As above;
- Office for record-keeping.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**Le Minh Khue**



No: 05/2025/TTr/HĐQT-GMA

Hanoi, March 26, 2025

**PROPOSAL**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
*Regarding: Dismissal and additional election of Board of Directors members  
for the 2022-2027 term*

**To: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of G-Automobile Joint Stock Company;
- Pursuant to the Operating Regulations of the Board of Directors of G-Automobile Joint Stock Company;
- Pursuant to the Resignation letter of Mr. Le Minh Khue from the Board of Directors dated 21/03/2025.

The Board of Directors of the Company has received the resignation letter from Mr. Le Minh Khue as a member of the Board of Directors, dated 21/03/2025.

Pursuant to the Company's Charter and the Operating Regulations of the Board of Directors, the Board of Directors respectfully reports and submits to the General Meeting of Shareholders for approval the dismissal and additional election of a member of the Board of Directors as follows:

1. Approval of the dismissal of Mr. Le Minh Khue from his position as a member of the Board of Directors for the 2022-2027 term.
2. Approval of the additional election of a member of the Board of Directors for the 2022-2027 term at the 2025 Annual General Meeting of Shareholders, with the following details:
  - Number of additional members to be elected: 01 (one) member
  - Term of the newly elected Board member: The remaining duration of the 2022-2027 term
  - Qualifications and conditions for the additional Board member: Candidates must meet the qualifications and conditions specified in the draft working regulations, voting, and election procedures for the 2025 Annual General Meeting of Shareholders, as published along with the meeting documents on the Company's website.
  - Information on nominated and self-nominated candidates: The list of candidates will be published on the Company's website as per regulations and reported to the General Meeting before the election process.

We respectfully submit this for the consideration and approval of the General Meeting of Shareholders.

Sincerely,

**Recipients:**

- As above;
- Office for record-keeping.

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



**Le Minh Khue**



No: 06/2025/TTTr/HĐQT-GMA

Hanoi, April 09, 2025

**PROPOSAL**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
*Regarding: Dismissal and additional election of Supervisory Board members  
for the 2022-2027 term*

**To: 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of G-Automobile Joint Stock Company;
- Pursuant to the Operating Regulations of the Supervisory Board of G-Automobile Joint Stock Company;
- Pursuant to the Resignation letter of Ms. Ninh Thi Lieu from the Supervisory Board dated 04/04/2025.

The Board of Directors of the Company has received the resignation letter from Ms. Ninh Thi Lieu, a member of the Supervisory Board, dated April 4, 2025. Pursuant to the Company's Charter and the Regulations on the Operation of the Supervisory Board, the Board of Directors respectfully reports and submits to the General Meeting of Shareholders for approval the dismissal and additional election of a member of the Supervisory Board as follows:

1. Approval of the dismissal of Ms. Ninh Thi Lieu from her position as a member of the Supervisory Board for the 2022–2027 term.
2. Approval of the additional election of a member of the Supervisory Board for the 2022–2027 term at the 2025 Annual General Meeting of Shareholders of the Company, as follows:
  - Number of additional members to be elected: 01 (one) member
  - Term of the additional member: The remaining period of the 2022–2027 term
  - Qualifications and conditions for the additional member of the Supervisory Board: The candidate must meet qualifications and conditions specified in the draft Regulations on Operation, Voting, and Election at the 2025 Annual General Meeting of Shareholders, published together with the Annual General Meeting documents on the Company's website.
  - Information on nominated/self-nominated candidates: The list of candidates will be announced on the Company's website in accordance with regulations and presented to the General Meeting prior to the election.

We respectfully submit this for the consideration and approval of the General Meeting of Shareholders.

Sincerely.

**Recipients:**

- As above;
- Office for record-keeping.

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

  
**Le Minh Khue**

*Hanoi, day 19 month 04 year 2025*

**REGULATIONS ON WORKING, VOTING, AND ELECTION PROCEDURES  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS G-  
AUTOMOBILE JOINT STOCK COMPANY**

**CHAPTER I  
GENERAL PROVISIONS**

**Article 1. Scope of Application**

These regulations govern the working procedures, voting on Reports, Proposals, Resolutions, and Election procedures at the 2025 Annual General Meeting of Shareholders of G-Automobile Joint Stock Company (hereinafter referred to as the "Company").

**Article 2. Purpose of the Regulations**

- Specify the rights and obligations of participants in the General Meeting, as well as the conditions and procedures for conducting the Meeting.
- Ensure compliance with legal regulations and the Company's charter.
- Guarantee the principles of transparency, democracy, and the legitimate rights of shareholders.
- Maintain security, order, and the efficiency of the General Meeting of Shareholders.

**Article 3. Participants**

- Shareholders of the Company.
- The General Meeting Organizing Committee:
  - + The Presidium;
  - + The Secretariat;
  - + The Shareholder Eligibility Verification Committee;
  - + The Election Committee;
  - + The Vote Counting Committee.
- The Company's Executive Board.
- Invited guests (if any).

**CHAPTER II  
RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE GENERAL MEETING**

**Article 4. Conditions for Participation**

Shareholders who are legal entity representatives, individuals, or representatives of a group of shareholders holding voting shares of the Company and whose names are listed in the shareholder registry as of the record date for attending the General Meeting (March 19, 2025) have the right to participate in the 2025 Annual General Meeting of Shareholders either in person or by proxy..

**Article 5. Rights of Shareholders Attending the General Meeting**

- a. Have the right to vote on all matters under the authority of the General Meeting of



- Shareholders in accordance with the Company's charter.
- b. Have the right to authorize another person in writing to attend and/or vote at the General Meeting of Shareholders on their behalf.
  - c. The Organizing Committee will publicly announce the full agenda of the General Meeting. All eligible shareholders may directly express their opinions or do so through their authorized representatives. All opinions will be discussed at the General Meeting of Shareholders.
  - d. At the General Meeting of Shareholders, each shareholder or shareholder representative attending the meeting must bring:
    - The original copy of their Identity Card/Citizen Identification/Passport.
    - The invitation letter.

The original copy of the Power of Attorney (if authorized to attend the General Meeting). The Power of Attorney must be in the form issued by the Company or a shareholder-prepared form containing key details as required by the Company's template. For corporate shareholders, the authorized representative must comply with Article 14 of the Enterprise Law and provide a decision or authorization document appointing a representative to attend the General Meeting.

(For individual shareholders, the Power of Attorney must be signed by the shareholder. For corporate shareholders, the Power of Attorney must be signed by the legal representative and bear the company's official seal.)

Shareholders or their representatives (hereinafter referred to as "shareholders") must present these documents to the Shareholder Eligibility Verification Committee and will receive (1) a Voting Ballot and (1) a Voting Card (each containing the shareholder's identification number, voting contents, and the number of voting shares held). The voting power of each shareholder corresponds to the percentage of voting shares they own or represent at the General Meeting, based on the total number of voting shares represented at the meeting.

- e. Shareholders attending the General Meeting will discuss and vote on each item after listening to the reports on matters requiring approval.
- f. Shareholders arriving late may register upon arrival and participate in discussions and voting. However, the Chairperson is not obligated to pause the meeting for their registration, and the validity of previous voting sessions will not be affected.

#### **Article 6. Obligations of Shareholders Attending the General Meeting**

- a. Attend or authorize another person to attend the General Meeting of Shareholders in accordance with the Company's charter.
- b. Shareholders who wish to speak during discussions must obtain the Chairperson's approval, keep their remarks brief and focused on key issues relevant to the approved agenda. Repeating points already raised by previous speakers should be avoided. Shareholders may also write their questions on a Question Form and submit them to the Secretariat.
- c. Shareholders attending the meeting must complete the registration procedures with the Organizing Committee before participating in the General Meeting.
- d. Strictly comply with the regulations of the General Meeting, respect the meeting's proceedings, and abide by its decisions. The Organizing Committee has the right to request shareholders who do not adhere to these rules to leave the meeting to ensure the smooth progression of the agenda.
- e. Shareholders attending the General Meeting are responsible for participating from the

beginning until the end. If a shareholder must leave due to force majeure before the meeting concludes, they must notify the Organizing Committee and submit their written opinions on the remaining voting matters. Additionally, they must return their Voting Card, Voting Ballot, and Election Ballot to the Organizing Committee to facilitate the vote counting process.

#### **Article 7. Rights and Obligations of the Chairperson and the Presidium**

- 7.1 The Chairperson of the Board of Directors (BOD) shall preside over the meeting. The Presidium of the General Meeting consists of the Chairperson, certain members of the Board of Directors/Supervisory Board, and representatives of the Executive Board as designated by the Chairperson. The Presidium is responsible for conducting the General Meeting.
- 7.2 The Chairperson shall nominate the Vote Counting Committee and the Election Committee for approval by the General Meeting.
- 7.3 The Chairperson's decisions regarding procedures, order of proceedings, or any unforeseen matters arising outside the approved agenda of the General Meeting shall be final and binding.
- 7.4 Without requiring the consent of the General Meeting, the Chairperson may postpone the General Meeting to a later time and/or a different location if deemed necessary, in cases such as:
  - a. The actions of attendees disrupt or have the potential to disrupt the orderly conduct of the meeting; or
  - b. The postponement is necessary to ensure that the proceedings of the General Meeting are conducted properly.
- 7.5 The Presidium shall have the following duties:
  - a. Conduct the activities of the General Meeting in accordance with the approved agenda, ensuring an orderly meeting that reflects the wishes of the majority of attending shareholders.
  - b. Guide delegates and shareholders in discussions during the General Meeting.
  - c. Present draft resolutions and necessary content for voting.
  - d. Respond to or designate responsible individuals to address issues raised by shareholders or the General Meeting.
  - e. Handle any issues that arise during the meeting.
  - f. Exercise other rights as stipulated in the Charter of G-Automobile Joint Stock Company.

#### **Article 8. Rights and Obligations of the Shareholder Eligibility Verification Committee**

The Shareholder Eligibility Verification Committee is established by the Board of Directors. The committee is responsible for verifying and cross-checking shareholders' documents before they enter the meeting, distributing meeting materials, Voting Ballots, Voting Cards, and Election Ballots. Additionally, the committee must report to the General Meeting on the verification results as requested by the Chairperson.

#### **Article 9. Rights and Obligations of the Secretariat of the General Meeting**

- 9.1 The Chairperson shall introduce the Secretariat of the General Meeting.
- 9.2 The Secretariat shall perform support tasks as assigned by the Presidium, including:
  - Accurately and comprehensively recording the proceedings of the General Meeting, including all approved matters and any notable issues, in the Meeting Minutes.



- Assisting the Presidium in announcing the draft Meeting Minutes, Resolutions of the General Meeting, and any announcements from the Presidium to shareholders upon request.
- Receiving written questions from shareholders, either directly or through the Presidium's Support Team.

#### **Article 10. Rights and Obligations of the Vote Counting Committee**

- 10.1 The Vote Counting Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee may be shareholders of the Company.
- 10.2 The Vote Counting Committee shall have the following duties:
- Prepare a Vote Counting Report and be accountable to the Presidium and the General Meeting of Shareholders for their work.
  - Announce the voting rules and procedures, and provide guidance on using the Voting Ballots/Voting Cards.
  - Supervise the voting process of shareholders during the General Meeting.
  - Conduct the vote counting for the Voting Ballots/Voting Cards on the matters presented to the General Meeting of Shareholders.
  - Report the results to the Chairperson and the Secretariat and publicly announce the voting results before the General Meeting.
  - Ensure the integrity and accuracy of the vote counting results.

#### **Article 11. Rights and Obligations of the Election Committee**

- 11.1 The Election Committee is nominated by the Chairperson of the General Meeting and approved by the General Meeting of Shareholders. Members of the Election Committee shall not be included in the list of nominees or candidates for the Board of Directors.
- 11.2 The Election Committee shall have the following duties:
- Prepare the Election Vote Counting Report and be accountable to the Presidium and the General Meeting of Shareholders for their work.
  - Provide guidance on the cumulative voting method before shareholders cast their votes.
  - Supervise the voting process of shareholders during the General Meeting.
  - Conduct the vote counting for the Election Ballots.
  - Report the election results to the Chairperson and the Secretariat and publicly announce the vote-counting results before the General Meeting.
  - Ensure the integrity and accuracy of the vote-counting results.

### **CHAPTER III CONDUCTING THE GENERAL MEETING**

#### **Article 12. Conditions for Conducting the General Meeting**

- 12.1 The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares, based on the shareholder list as of March 19, 2025.
- 12.2 If the first meeting does not meet the quorum requirement of more than 50% of the total voting shares, a notice for the second meeting must be sent within 30 days from the date of the initially scheduled meeting. The second meeting shall proceed if shareholders representing at least 33% of the total voting shares are present.

12.3 If the second meeting still fails to meet the required quorum, a notice for the third meeting must be sent within 30 days from the date of the second scheduled meeting. The third meeting shall proceed regardless of the number of voting shares represented by the attending shareholders.

### **Article 13. Regulations on Order During the General Meeting**

- All shareholders attending the General Meeting must dress appropriately and professionally.
- Upon entering the meeting room, shareholders must sit in the designated seats or areas assigned by the Organizing Committee and follow the seating arrangements accordingly.
- Shareholders must adhere to general etiquette rules during the meeting. Private conversations are not allowed, and mobile phones must not be used during the proceedings. All mobile devices must be switched off or set to silent mode. The Organizing Committee reserves the right to ask any shareholder who fails to comply with these regulations to leave the meeting to avoid disrupting the agenda.
- Smoking is strictly prohibited in the meeting room for all attendees.
- Shareholders must comply with the instructions and guidance of the Chairperson and the Organizing Committee throughout the meeting.

### **Article 14. Procedures for Conducting the General Meeting**

14.1 The General Meeting shall discuss and approve the agenda items:

The General Meeting will sequentially discuss and approve the contents as per the information sent and publicly disclosed to the shareholders.

14.2 Voting at the General Meeting

Each shareholder attending the General Meeting shall be given one Voting Card (Yellow) and one Voting Ballot (Pink), which indicate the shareholder's identification number and the number of shares with voting rights they hold. All matters in the agenda of the General Meeting must be approved through voting by all attending shareholders using the Voting Card/Voting Ballot.

#### **a. Voting Card:**

The Voting Card is printed on yellow paper and contains information about the shareholder/authorized representative, the shareholder's identification number, the number of voting shares at the General Meeting, and the corresponding number of votes. It is used to vote on the following matters:

- ✓ Approval of the composition of the Secretariat, the Vote-Counting Committee, and the Election Committee;
- ✓ Approval of the General Meeting agenda;
- ✓ Approval of the working regulations, voting, and election procedures at the General Meeting;
- ✓ Approval of the Minutes and Resolutions of the General Meeting of Shareholders;
- ✓ Approval of the election results for one additional Board of Directors member for the 2022-2027 term;
- ✓ Approval of the election results for one additional Supervisory Board member for the 2022-2027 term;
- ✓ Approval of other matters as requested by the Chairperson.

Shareholders may use the Voting Card only once for each specific matter. This card is also used when shareholders wish to express their opinions and when the Chairperson calls for a vote on the above-mentioned matters. Shareholders must raise the Voting Card when they agree,



disagree, or abstain from voting on each issue as requested by the Organizing Committee or the Presidium.

The Vote-Counting Committee will collect the Approval Voting Cards first, followed by the Disapproval Voting Cards, and lastly, the Abstention Voting Cards for each issue. The vote-counting results, including the number of votes in favor, against, and abstaining, will be announced immediately after each voting session.

**b. Voting Ballot:**

The Voting Ballot is printed on pink paper and is used to vote on the following key matters:

- ✓ Report of the Board of Directors (BOD) on the evaluation of operations in 2024 and the activity plan for 2025. Report of the independent BOD member on the performance of the BOD in 2024.
- ✓ Report of the Supervisory Board on the supervisory activities in 2024 and the supervision plan for 2025.
- ✓ Report of the Executive Board on the business performance in 2024 and the business plan for 2025.
- ✓ Proposal for the approval of the audited financial statements for 2024 (Parent Company and Consolidated).
- ✓ Proposal for the selection of an audit firm to review the semi-annual financial statements and audit the annual financial statements for 2025 (Parent Company and Consolidated).
- ✓ Proposal for the approval of 2024 business results, profit distribution for 2024, business plan for 2025, and profit distribution plan for 2025.
- ✓ Proposal for the approval of salaries, remuneration, and bonuses for the BOD and the Supervisory Board in 2024 and the salary, remuneration, and bonus plan for 2025.
- ✓ Approval of the proposal for the dismissal and election of additional Board of Directors members for the 2022-2027 term.
- ✓ Approval of the proposal for the dismissal and election of additional Supervisory Board members for the 2022-2027 term.
- ✓ Other matters under the authority of the General Meeting of Shareholders (if any).

For each issue on the Voting Ballot, there are three checkboxes representing Approval, Disapproval, and Abstention. Shareholders must mark X in one of the three boxes for each item. Once completed, shareholders must place their ballots in the designated ballot boxes provided by the Organizing Committee.

- Validity of the Voting Ballot:

A valid Voting Ballot must:

- ✓ Be issued by the General Meeting's Organizing Committee according to the prescribed format and bear the company's official seal;
- ✓ Be correctly marked according to the voting regulations for each item on the ballot. If a shareholder changes their vote before submitting the ballot, they must re-mark their final choice and sign next to it;
- ✓ Include the signature and full name of the shareholder/authorized representative attending the meeting.

- Invalid Voting Ballots:

A Voting Ballot is considered invalid when:

- 1) It is not issued by the Organizing Committee according to the prescribed format or does not bear the company's official seal;

- 2) It does not contain the signature of the shareholder/authorized representative attending the meeting;
  - 3) It is torn, defaced, or otherwise damaged;
  - 4) It contains multiple selections for the same issue without a signature next to the final choice, or no selection is made at all.
- Handling of Invalid Voting Ballots:
- ✓ Ballots invalid due to reasons (1), (2), and (3) will not be counted in the voting results for any of the issues.
  - ✓ For case (4), if a ballot contains multiple selections for the same issue, the vote for that specific issue will be considered invalid and not included in the voting results.

## **Article 15. Approval of Resolutions of the General Meeting**

15.1 A resolution of the General Meeting of Shareholders shall be approved when shareholders representing at least 65% of the total voting shares of all shareholders and shareholder representatives attending the meeting vote in favor of matters stipulated in Clause 1, Article 20 of the Company's Charter and Clause 1, Article 148 of the Enterprise Law 2020.

15.2 A resolution of the General Meeting of Shareholders shall be approved when shareholders representing more than 50% of the total voting shares of all shareholders and shareholder representatives attending the meeting vote in favor of the following matters:

- ✓ The Board of Directors' report on the evaluation of 2024 activities and the 2025 activity plan, as well as the Independent Board Member's report on the performance of the Board of Directors in 2024.
- ✓ The Supervisory Board's report on the evaluation of 2024 supervisory activities and the 2025 supervision plan.
- ✓ The Executive Board's report on the 2024 business performance and the Company's 2025 business plan.
- ✓ The proposal to approve the audited financial statements for 2024 (Parent Company and Consolidated).
- ✓ The proposal to select an audit firm for the review of the semi-annual financial statements and the audit of the 2025 financial statements (Parent Company and Consolidated).
- ✓ The proposal to approve the 2024 business results, 2024 profit distribution, and the 2025 business plan and profit distribution plan.
- ✓ The proposal to approve remuneration, salaries, and bonuses for the Board of Directors and the Supervisory Board for 2024, and the plan for 2025.
- ✓ The proposal to dismiss and elect additional members to the Board of Directors for the 2022–2027 term.
- ✓ The proposal to dismiss and elect additional members to the Supervisory Board for the 2022–2027 term.
- ✓ The election results of one additional Board of Directors member for the 2022–2027 term.
- ✓ The election results of one additional Supervisory Board member for the 2022–2027 term.
- ✓ Other matters presented at the General Meeting.



## **CHAPTER IV**

### **ELECTION REGULATIONS FOR MEMBERS OF THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD**

The 2025 Annual General Meeting of Shareholders of G-Automobile Joint Stock Company shall proceed with the additional election of members to the Board of Directors and the Supervisory Board for the 2022-2027 term according to the following provisions:

#### **Article 16. Subjects of the Election**

All shareholders holding common shares with voting rights attending the General Meeting or authorized representatives of shareholders holding common shares with voting rights present at the Meeting are eligible to vote. Each share represents one voting right, and the total number of shares held equals the total number of voting rights.

#### **Article 17. Criteria for Candidates for Election to the Board of Directors of G-Automobile Joint Stock Company**

17.1 Number of Additional Board Members to be Elected: 01 member.

17.2 Term of the Elected Board Member: The remaining period of the 2022-2027 term.

17.3 Eligibility Criteria for Board Candidates in Compliance with Laws and the Company's Charter:

- ✓ Must not fall under the disqualifications stipulated in Clause 2, Article 17 of the Enterprise Law.
- ✓ Must have professional qualifications and experience in business management or in the Company's business sector; candidates are not required to be shareholders of the Company.
- ✓ A Board member of the Company may simultaneously serve as a Board member of another company, provided that they do not hold such a position in more than five other companies.
- ✓ Must meet other qualifications and conditions as required by applicable laws and the Company's Charter.

#### **Article 18. Criteria for Candidates for Election as Members of the Supervisory Board of G-Automobile Joint Stock Company**

18.1 Number of additional Supervisory Board members to be elected: 01 member

18.2 Term of the additional Supervisory Board member: The remaining duration of the 2022–2027 term.

18.3 Criteria for candidates for the Supervisory Board shall comply with the provisions of law and the Company's Charter, as follows:

- ✓ Must not fall under the categories specified in Clause 2, Article 17 of the Law on Enterprises;
- ✓ Must have received training in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a discipline relevant to the Company's business operations;
- ✓ Must not be a family member of a member of the Board of Directors, the General Director, or other managerial personnel;
- ✓ Must not be a manager of the Company; not required to be a shareholder or employee of the Company, unless otherwise stipulated in the Company's Charter;

- ✓ Must not work in the Company's accounting or finance departments;
- ✓ Must not be a member or employee of an auditing organization that has audited the Company's financial statements in the past three consecutive years;
- ✓ Must meet other criteria and conditions in accordance with relevant laws and the Company's Charter.

## **Article 19. Conditions for Nominating and Running for the Board of Directors and the Supervisory Board**

- 19.1 Shareholders or groups of shareholders holding at least 10% of the total ordinary shares have the right to nominate candidates for the Board of Directors/the Supervisory Board in accordance with the Law on Enterprises, the Company's Charter, the Board of Directors' Operating Regulations and the Supervisory Board's Operating Regulations.
- 19.2 The nomination process for Board of Directors/Supervisory Board candidates is specifically regulated as follows:
- Shareholders or groups of shareholders holding:
- ✓ From 10% to less than 20% of total voting shares may nominate 01 candidate.
  - ✓ From 20% to less than 40% of total voting shares may nominate 02 candidates.
  - ✓ From 40% or more of total voting shares may nominate up to 03 candidates.
- 19.3 Shareholders forming a group to nominate candidates for the Board of Directors/the Supervisory Board must notify other shareholders attending the meeting before the General Meeting of Shareholders commences.
- 19.4 If the number of nominated and self-nominated candidates does not meet the required number of Board members, the Board of Directors/the Supervisory Board may nominate additional candidates or organize the nomination process in accordance with the Company's Charter, internal corporate governance regulations, and the Board of Directors' Operating Regulations/ the Supervisory Board's Operating Regulations. The introduction of additional candidates by the Board of Directors/the Supervisory Board must be clearly announced before the General Meeting of Shareholders votes on the election of Board members, in compliance with applicable laws.

## **Article 20. Dossier for Nominating and Running for the Board of Directors/the Supervisory Board**

- 20.1 A shareholder or a group of shareholders nominating a candidate for the Board of Directors/the Supervisory Board must submit a nomination dossier to the Organizing Committee within the specified deadline.
- 20.2 The nomination dossier must include the following documents:
- Nomination/Application Form for the Board of Directors/the Supervisory Board (as per the provided template);
  - Curriculum Vitae completed by the candidate (as per the provided template);
  - Authorization Letter for Forming a Shareholder Group, in case shareholders form a group to nominate or apply for a position in the Board of Directors/the Supervisory Board;
  - Certified copies of the candidate's ID card/Citizen ID/Passport and academic/professional qualification certificates.
- 20.3 Shareholders and nominated candidates must take full responsibility before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the information provided in their nomination dossier.
- 20.4 The nomination dossier for the Board of Directors/the Supervisory Board must be submitted to the Organizing Committee of the 2025 Annual General Meeting of Shareholders by the following deadline and address:



- Submission Deadline: Before 16:30, April 17, 2025
- Submission Address:  
**G-Automobile Joint Stock Company**  
 5th Floor, 11 Pham Hung, My Dinh 2, Nam Tu Liem, Hanoi  
 Contact Person: Mrs. Vo Thuy Giang – Phone: 0368758996  
 Email: ir@g-automobile.vn

## **Article 21. Voting Ballots and Voting Procedure**

### **21.1 List of Candidates for the Board of Directors/ the Supervisory Board**

The full names of all candidates for the Board of Directors//the Supervisory Board will be listed on the voting ballot.

If the Organizing Committee has not pre-printed the full list of candidates (in cases where all candidates are introduced at the General Meeting), shareholders must manually write the full names of the candidates on the ballot before voting.

### **21.2 Voting Ballots and Voting Procedure**

- The voting ballots for electing Board of Directors/the Supervisory Board members are issued by the Shareholder Qualification Verification Committee and are printed on blue paper. The ballot includes:
  - ✓ Shareholder's full name
  - ✓ Shareholder ID number
  - ✓ Total number of shares owned
  - ✓ Total number of voting rights (total number of votes) based on the shareholder's shares.
- Shareholders or their authorized representatives must manually enter the number of votes they wish to allocate to each candidate in the corresponding blank box on the ballot.
- If a shareholder makes an error before the voting period ends, they may request a replacement ballot from the Election Committee.

### **21.3 Invalid Voting Ballots**

A voting ballot will be considered invalid if:

- It does not follow the company's official format or lacks the company's seal.
- It is altered, erased, or contains additional writings or names that are not on the list of candidates officially approved by the General Meeting before voting begins.
- The total number of votes allocated to candidates exceeds the total number of voting rights that the shareholder owns or is authorized to vote with.

## **Article 22. Voting Method**

- The election of Board of Directors (BOD) and the Supervisory Board (SB) members must be conducted by secret ballot using the cumulative voting method.
- Each shareholder's total number of votes is calculated as:  
 $\text{Total shares owned} \times \text{Number of BOD/SB members to be elected.}$
- Shareholders have the right to allocate all or part of their votes to one or multiple candidates.
- The voting process ensures fairness, transparency, and compliance with legal regulations and the Company's Charter.

## **Article 23. Principles of Voting and Vote Counting**

- The Election Committee must inspect the ballot box in the presence of shareholders before the voting process begins.
- Voting begins only after an official announcement from the Election Committee and ends when the last shareholder has cast their vote.

- The vote counting process must commence immediately after the voting period concludes.
- The vote counting results must be recorded in an official document and publicly announced to the General Meeting of Shareholders.

#### **Article 24. Cumulative Voting Principles and Election Criteria for the Board of Directors/the Supervisory Board**

##### **24.1 Cumulative Voting Principles:**

Each shareholder has a total number of votes equivalent to the number of shares owned multiplied by the number of BOD/SB members to be elected. Shareholders have the right to allocate all or part of their total votes to one or multiple candidates at their discretion.

##### **24.2 Election Criteria:**

The elected members of BOD/SB shall be determined based on the highest number of votes received, starting from the candidate with the most votes until the required number of BOD/SB is reached.

If two or more candidates receive the same number of votes for the final position on BOD/SB, a re-vote shall be conducted among those candidates to determine the final elected member.

#### **Article 25. Preparation and Announcement of the Vote Counting Minutes**

After the vote counting process, the Election Committee must prepare the Vote Counting Minutes.

The contents of the Vote Counting Minutes must include:

- Total number of shareholders attending the meeting.
- Total number of shareholders participating in the voting.
- The percentage of voting rights of shareholders who participated in the voting compared to the total voting rights of shareholders attending the meeting (according to the cumulative voting method).
- The number and percentage of valid ballots, invalid ballots, and blank ballots.
- The number and percentage of votes received by each candidate for the Board of Directors and the Supervisory Board.

The full text of the Vote Counting Minutes must be announced before the General Meeting of Shareholders.

## **CHAPTER V**

### **CONCLUSION OF THE GENERAL MEETING**

#### **Article 26. Minutes and Resolutions of the General Meeting of Shareholders**

All contents of the General Meeting of Shareholders must be recorded in the meeting minutes by the Secretary of the Meeting.

Based on the meeting minutes, the Secretary of the Meeting shall draft the Resolutions of the General Meeting of Shareholders.

The minutes and resolutions of the General Meeting of Shareholders must be read and approved before the meeting is concluded and must be archived in accordance with the Company's regulations.



**CHAPTER VI**  
**IMPLEMENTATION PROVISIONS**

**Article 27.** This regulation, consisting of 6 chapters and 27 articles, was approved at the 2025 Annual General Meeting of Shareholders of G-Automobile Joint Stock Company held on April 19, 2025. Shareholders, meeting attendees, and all parties participating in the General Meeting are responsible for complying with this regulation..

**FOR AND ON BEHALF OF  
THE GENERAL MEETING OF SHAREHOLDERS  
CHAIRMAN OF THE MEETING**

  
  
**Le Minh Khue**