

**PROPOSAL**

**Submit to: The 2024 Annual General Meeting of Shareholders of  
Ha Do Group Joint Stock Company**

*Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*

*Pursuant to the Charter of Ha Do Group Joint Stock Company; (“HDG” or the “Company”);*

The Board of Directors (“BOD”) respectfully submits to the 2024 Annual General Meeting of Shareholders (“GMS”) to approve the following matters:

**1. The audited separate and consolidated financial statements for 2024**

The BOD respectfully submits to the GMS for approval the audited financial statements for 2024 (including separate & consolidate financial statements), which have been audited by Ernst & Young Vietnam in accordance with the applicable standards, including:

- The Auditor's Report;
- The Balance Sheet as of December 31, 2024;
- The Income Statement for the fiscal year 2024;
- The Cash Flow Statement for the fiscal year 2024;
- The Notes to the Financial Statements for the fiscal year 2024;

**2. The selection of an independent auditing firm for the 2025 financial statements:**

To fulfill its legal obligations, the BOD kindly submits to the GMS for approval of the selection of an auditing firm to conduct the audit of the 2025 financial statements as follows:

**a. Criteria of the independent auditing firm selected:**

- The independent audit firm must be reputable, authorized to operate in Vietnam, and approved by the State Securities Commission to audit listed companies in 2025;
- The auditing team must have high qualifications and extensive experience;
- There should be no conflict of interest when performing the audit of the Company's financial statements;
- The audit fees should be reasonable and align with the scope, content, and timeline of the audit.

b. Based on the above criteria, the BOD proposes the GMS for authorization to select one of the following audit firms to audit the 2025 financial statements:

- KPMG Vietnam Company Limited;
- Deloitte Vietnam Audit Company Limited;
- Ernst & Young Vietnam Limited.

**3. The business performance results, profit distribution and dividend payout ratio for 2024**

**a. The business performance results and profit distribution for 2024**

The BOD respectfully submits to the GMS for approval of the business performance results and the profit distribution plan for 2024 as follows:

*Unit: Billion VND*

No.	Items	Amount	% completion
1	Consolidated revenue	2.717	93,82%
2	Consolidated net profit after tax (NPAT)	447	45,98%
3	NPAT attributable to shareholders of the parent company	348	
4	Dividend payout in 2024 (10% of charter capital)	336	

**b. The dividend payout for 2024 will be in the form of shares, at a ratio of 10% of the charter capital, as bellows:**

- + Name of shares: Ha Do Group Joint Stock Company Share
- + Type of shares: Common shares
- + Par value: VND10.000/share
- + Payout ratio: 10% of the total outstanding shares
- + Issuance capital source: Undistributed NPAT on the audited 2024 financial statement.
- + Processing with arising fractional shares: Shares issued shall be rounded down to the nearest whole unit, and any fractional shares (decimal portion) will be cancelled.
- + Issuance recipients: Existing shareholders as recorded by the Vietnam Securities Depository and Clearing Corporation on the last registration date for receiving share dividends.
- + Expected execution time: after the approval of the GMS and the State Securities Commission.
- + Authorizing the BOD to:
  - Amend, supplement, and specify the above-mentioned issuance plan details to ensure the success of the shares issuance;

- Determine an appropriate payout timing after obtaining the approval of State Securities Commission;
- Implement the legal procedures to adjust the Business Registration Certificate and amend the “Charter Capital” article in the Company’s Charter in accordance with the new capital amount;
- Register and list the additional issued shares.
- Address others matters related to the issuance.

#### **4. The business plan and the expected dividend payout ratio for 2025**

##### **a. The business plan for 2025:**

*Unit: Billlion VND*

No.	Indicator	2024 Actual	2025 Plan	
			Valued	% compared to 2024
1	Consolidated revenue	2.717	2.936	108,1%
2	Net profit after tax (NPAT)	447	1.057	236,46%

##### **b. The expected dividend payout ratio for 2025:**

The BOD kindly submits to the GMS for approval of the expected dividend payout ratio for 2025, which is 15% of the charter capital at the time of payment and the authorization for the BOD to: choose the appropriate timing, establish a detailed plan based on the Company's actual performance results at the time of payment, ensuring the interests of shareholders and the company, and in compliance with the legal regulations. Additionally, the necessary procedures will be carried out to implement and complete the above-mentioned dividend payout plan.

#### **5. The total remuneration and expenses for the BOD and its committees in 2024, and the planned remuneration and expenses for the BOD and its committees in 2025.**

- The total remuneration and expenses for the BOD and its committees in 2024 amount to 9.78 billion VND.
- The BOD respectfully submits to the Annual GMS for approval of the planned remuneration and expenses for the BOD and its committees in 2025, which is set at 2% of the consolidated net profit attributable to the Parent Company in 2025.

Respectfully./.

##### **Recipients:**

- 2024 GMS;
- BOD, BOM;
- SSC, HOSE;
- HDG website
- Archive: Admin office.

**ON BEHALF OF THE BOD  
CHAIRMAN**

*(signed)*

**Lê Xuân Long**