

**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

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No: 32/2026/CBTT-VTD

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

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Ho Chi Minh City, October 21, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

To: Hanoi Stock Exchange;

State Securities Commission of Vietnam.

1. Name of the organization: **VIETOURIST HOLDINGS JOINT STOCK COMPANY (“the Company”)**

Securities code: VTD

Address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

Contact phone: 028.6261.6365 Fax: 028.6253.2111

E-mail: info@vietourist.com.vn

2. Content of the disclosed information: Minutes of the Meeting, Resolutions of the Extraordinary General Meeting of Shareholders 2026, and Accompanying Documents.
3. This information has been disclosed on the Company’s website on October 21, 2026 at www.vietourist.com.vn.

We hereby undertake that the information disclosed above is true and we shall be fully responsible before the law for the content of the disclosed information.

**CÔNG TY
CỔ PHẦN
VIETOURIST
HOLDINGS**

Digitally signed by CÔNG TY CỔ
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On behalf of the Company
Authorized Information Disclosure Officer



Nguyen Duong Trung Hieu

Số: 02/2026/BB-DHDCD-VTD

HCMC, date 20 month 10 year 2026

MINUTES OF THE 2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

- **Company name** : Vietourist Holdings Joint Stock Company
- **Head office** : 386/71C Le Van Sy Street, Ward Nhieu Loc, Ho Chi Minh City
- **Phone** : 02862616365
- **Enterprise registration number** : 0311273634, issued by the Department of Planning and Investment of Ho Chi Minh City, first registered on October 26, 2011, and amended for the 16th time by the Department of Finance of Ho Chi Minh City on March 12, 2025.
- **Time** : 08:00 AM, October 20, 2026
- **Venue** : 242 - 242A Tran Hung Dao Street, Cau Ong Lanh Ward, District 1, Ho Chi Minh City, Vietnam

PART I: PROCEDURAL MATTERS

1. Opening statement:

Mr. Tran Van Tuan – Chairman of the Board of Directors (“BOD”) stated the reasons for the meeting: Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the Charter of the Company, the BOD convenes the 2026 Extraordinary General Meeting to discuss and approve matters falling under the authority of the General Meeting of Shareholders (“GMS”).

2. Shareholder status verification report

Ms. Mai Thi Dieu Trinh – Head of the Shareholder Eligibility Verification Board announced the results of the verification of shareholder eligibility attending the 2026 Extraordinary GMS at the time of opening, as follows:

- Total number of shareholders invited: All shareholders named in the list of shareholders finalized as of September 24, 2026, holding **24,000,000** voting shares of Vietourist Holdings Joint Stock Company (hereinafter referred to as “**the Company**” or “**VTD**”).
- Shareholders present: **165** shareholders and shareholder representatives, holding and representing **14.357.792** voting shares, accounting for **59,82%** of the total voting shares of the Company.

Pursuant to the Law on Enterprises and the Charter of the Company, the 2026 Extraordinary General Meeting of Shareholders of Vietourist Holdings Joint Stock Company is fully eligible to proceed.

3. Introduction of the Chairing Panel

Mr Tran Van Tuan

Chairman of the BOD, Chair of the Meeting

Mr Nguyen Duong Trung Hieu

Member of the BOD, CEO

Mr Phan Ngoc Tuan

Member of the BOD, Deputy CEO

Mr Nguyen Manh Huynh

Member of the BOD, Deputy CEO

The Meeting unanimously approved the members of the Chairing Panel with a 100% approval rate.

4. Introduction of the Chairing Panel:

Ms Pham Thi Thanh Nhan

Secretary

Ms Pham Thi Huu Loan

Secretary

5. Introduction of the Chairing Panel:

Ban Kiểm phiếu:

Ms Bui Ngoc Khanh Tam

Head of Vote Counting Committee

Ms Le Minh Xuan

Member

Ms Nguyen Thi My Hue

Member

The Meeting unanimously approved the composition of the Chairing Panel, Secretary Panel, and Vote Counting Committee.

PART II: MEETING CONTENT

I. PRESENTATION OF REPORTS AND PROPOSALS

Mr. Tran Van Tuan – Meeting Chair presided over the meeting to proceed with the following main agenda items:

Proposal No. 01: Proposal for approval of the Plan on Increasing the Company's Charter Capital in 2026.

Proposal No. 02: Proposal for approval of the Private Placement Plan of Shares.

Proposal No. 03: Proposal for approval of the Asset Investment Plan.

Proposal No. 04: Proposal for approval of Transactions with Internal Persons and Related Parties.

(Details are set forth in the attached Appendix)

II. DISCUSSION

The shareholders and the Company's leadership exchanged ideas openly and contributed many constructive opinions with the shared goal of strengthening and developing the Company.

Details of the discussion have been compiled by the Company and will be published in full on the Company's website at: <https://vietourist.com.vn/vn>, section Investor Relations.

III. SHAREHOLDER VOTING

Following the discussion, the General Meeting proceeded to vote via secret ballot on the following items:

- Total ballots issued: 165 ballots, representing 14,357,792 shares;
- Total ballots collected: 156 ballots, representing 14,344,439 shares;

- Valid ballots: 156 shareholders, representing 14,344,439 shares, accounting for 100% of the total voting shares attending the Meeting;
- Invalid ballots: 0 shareholders, representing 0 shares, accounting for 0.00% of the total voting shares attending the Meeting.

No	Voting Matters	Voting Results			
1.	Proposal for approval of the Plan on Increasing the Company's Charter Capital in 2026	For:	14,334,427 / 14,344,439	Rate:	99,93%
		Against:	10,000 / 14,344,439	Rate:	0,07%
		Abstain:	12 / 14,344,439	Rate:	0,00008%
2.	Proposal for approval of the Asset Investment Plan (*)	For:	12,825,927 / 12,835,939	Rate:	99,92%
		Against:	10,000 / 12,835,939	Rate:	0,08%
		Abstain:	12 / 12,835,939	Rate:	0,00009%
3.	Tờ trình thông qua phương án đầu tư tài sản(*)	For:	12,825,927 / 12,835,939	Rate:	99,92%
		Against:	10,000 / 12,835,939	Rate:	0,08%
		Abstain:	12 / 12,835,939	Rate:	0,00009%
4.	Proposal for approval of Transactions with Internal Persons and Related Parties (*)	For:	12,825,927 / 12,835,939	Rate:	99,92%
		Against:	10,000 / 12,835,939	Rate:	0,08%
		Abstain:	12 / 12,835,939	Rate:	0,00009%

(*) Shareholders with related interests are not entitled to vote on Item 2, Item 3, and Item 4, namely the "Proposal for approval of the Private Placement Plan of Shares", the "Proposal for approval of the Asset Investment Plan", and the "Proposal for approval of Transactions with Internal Persons and Related Parties". Shareholders excluded from voting include:

No	NAME OF SHAREHOLDER	NUMBER OF SHARES HELD	NOTE
1	Trần Văn Tuấn	1.508.500 shares	Chairman of the BOD of the Company

Based on the voting results mentioned above, the General Meeting of Shareholders approved Item 01, Item 02, Item 03, and Item 04 with approval rates of 99.93%, 99.92%, 99.92%, and 99.92% respectively, satisfying the approval threshold prescribed under the Law on Enterprises and the Charter of the Company.

V. RATIFICATION OF THE MINUTES, DRAFT RESOLUTIONS, AND MEETING CLOSURE

1. Approval of the Meeting Minutes, Draft Resolutions, and Decisions:

1.1. Ms. Pham Thi Thanh Nhan– Secretary of the Meeting read the Meeting Minutes, draft Resolutions, and Decisions of the General Meeting of Shareholders (GMS), and proposed that the GMS approve them.

– Shareholders' opinion: The shareholders unanimously agreed with the presented content.

1.2. Voting results:

All attending shareholders fully understood, raised no further opinions, and 100% of the total voting shares of the shareholders present and voting at the Meeting voted in favor to

approve the Minutes of the Meeting and the Draft Resolution of the General Meeting of Shareholders.

2. Meeting Closure.

These Minutes were fully and truthfully recorded by the Meeting Secretary and approved by the General Meeting of Shareholders prior to the conclusion of the meeting. These Minutes are made in 03 (three) original copies and retained at Vietourist Holdings Joint Stock Company.

The 2026 Extraordinary General Meeting of Shareholders concluded at 11:10 AM on the same day.

On behalf of the Meeting Secretariat



Pham Thi Thanh Nhan

**On behalf of the Presidium
Chairman**



Tran Van Tuan



**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 02/2026/NQ-ĐHĐCĐ-VTD

Ho Chi Minh City, 20 October, 2026

RESOLUTION
**OF THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS 2026**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amending, supplementing and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amending and supplementing documents;
- Pursuant to the Charter on organisation and operation of Vietourist Holdings Joint Stock Company;
- Pursuant to the Minutes of the 2026 Extraordinary General Meeting of Shareholders No. 02./2026/BB-ĐHĐCĐ-VTD dated 20 October, 2026.

The 2026 Extraordinary General Meeting of Shareholders of Vietourist Holdings Joint Stock Company was held at 242 – 242A Tran Hung Dao Street, Cau Ong Lanh Ward, Ho Chi Minh City. At the time the Meeting was convened, the number of Shareholders in attendance was **165**, representing **14.357.792** voting shares, equivalent to **59,82%** of the total voting shares of the Company.



The Chairing Board comprises:

1. Mr. Tran Van Tuan– Chairman of the Board of Directors, Chairperson of the Meeting
2. Mr. Nguyen Duong trung Hieu – Member of the Board of Directors, Chief Executive Officer, Member
3. Mr Nguyen Manh Huynh – Member of the Board of Directors, Deputy General Director, Member
4. Mr. Phan Ngoc Tuan – Member of the Board of Directors, Member of the Board of Directors, Deputy General Director of Marketing and Communications Member

The Secretariat comprises:

1. Ms. Pham Thi Thanh Nhan – Head of the Secretariat
2. Ms. Pham Thi Huu Loan – Member

After hearing the reports and conducting discussions, the General Meeting of Shareholders unanimously approved a resolution on the following matters:

RESOLVES:

Article 1: To approve the Plan to increase the Company's charter capital in 2026.

(Details are set out in Proposal No. 11/2026/TT-ĐHĐCĐ-VTD dated October 20, 2026 attached hereto.)

Article 2: To approve the Plan for a private placement of shares.

(Details are set out in Proposal No. 12/2026/TT-ĐHĐCĐ-VTD dated October 20, 2026 attached hereto.)

Article 3: To approve the asset investment plan.

(Details are set out in Proposal No. 13/2026/TT-ĐHĐCĐ-VTD dated October 20, 2026 attached hereto.)

Article 4: To approve transactions with internal persons and related persons.

(Details are set out in Proposal No. 14/2026/TT-ĐHĐCĐ-VTD dated October 20, 2026 attached hereto.)

Article 5: This Resolution takes effect from the date of signing.

Shareholders, the Board of Directors, the Executive Board, and all relevant departments, divisions and individuals are responsible for implementing and executing this Resolution./.

Recipients:

- As stated in Article 5;
- Board of Directors;
- Supervisory Board;
- Filed at the Administration Office.

**ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS**

**CHAIRPERSON OF THE MEETING
Chairman of the Board of Directors**





VIETOURIST HOLDINGS JOINT STOCK COMPANY
Head office: 386/71C Le Van Sy St., Ward 14, District 3, HCMC
Business Registration Certificate No.0311273634
Phone: 02862616365 Website: www.vietourist.com.vn

AGENDA

2026 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (TENTATIVE)

(To commence at 08:00 AM on October 20, 2026)

Time	Content
08:00 – 08:30	Guest Reception and Delegate Credential Verification: • Welcoming delegates;; • Verifying delegate credentials, distributing voting cards, ballots, election slips, and meeting materials.
08:30 – 09:00	Opening of the Meeting: • Report on the verification of delegate credentials; • Statement of purpose and introduction of the Chairperson; • Approval of the Rules of Procedure; • The Chairperson presents and approves the list of the Presidium, the Delegate Credentials Verification Committee, and the Vote Counting Committee; • Approval of the Meeting Agenda.
09:00 – 09:45	Agenda items of the General Meeting of Shareholders: • Proposal on the approval of the Company's 2026 Charter Capital Increase Plan; • Proposal on the approval of the Private Placement Plan; • Proposal on the approval of the asset investment plan; • Proposal on the approval of transactions with insiders and related persons; • Other matters (if any).
09:45 – 10:15	Meeting discussion
10:15 – 10:25	Instructions for voting and voting on the reports and proposals
10:25 – 10:45	Tea break
10:45 – 10:55	Announcement of voting results.
10:55– 11:05	The Secretary reads the draft Meeting Minutes and Resolution of the General Meeting of Shareholders; The Meeting votes to approve the contents of the Meeting Minutes and Resolution.
11:05– 11:10	Declaration of Meeting Closure.

**WORKING REGULATION
AT EXTRAORDINARY GMS 2026
VIETOURIST HOLDINGS JOINT STOCK COMPANY**

Basis:

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments, supplements, and related guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and its amendments, supplements, and related guiding documents;
- Decree No. 155/2020/NĐ-CP detailing the implementation of several provisions of the Law on Securities, issued on December 31, 2020;
- Charter on the organization and operation of Vietourist Holdings Joint Stock Company;
- Internal regulations on corporate governance of Vietourist Holdings Joint Stock Company..

In order to ensure the successful organization of the 2026 Extraordinary GMS of Vietourist Holdings Joint Stock Company, the Board of Directors has developed the working regulations, principles of conduct, and voting procedures at the Meeting for approval by the GMS as follows:

1. PURPOSE

- To ensure the order and principles of conduct and voting at the Extraordinary GMS of Vietourist Holdings Joint Stock Company are in accordance with regulations and are successful.
- The resolutions of the GMS reflect the unified will of the GMS, meet the wishes and rights of shareholders, and comply with the law.

2. SUBJECT AND SCOPE

- Subject of application: All shareholders, representatives (authorized persons) of shareholders holding shares in Vietourist Holdings Joint Stock Company, and guests attending the Extraordinary GMS of Vietourist Holdings Joint Stock Company must comply with the provisions of this Regulation, the Company's Charter, and current legal regulations..
- Scope of application: This Regulation is utilized for organizing the Extraordinary GMS in 2026 of Vietourist Holdings Joint Stock Company.

3. GLOSSARY OF TERMS/ABBREVIATIONS

- | | | |
|------------|---|--|
| - Company | : | Vietourist Holdings Joint Stock Company |
| - BOD | : | Board of Directors |
| - SB | : | Supervisory Board |
| - OC | : | Organizing Committee |
| - GMS | : | General Meeting of Shareholders |
| - Delegate | : | Shareholder or authorized representative |
| - Meeting | : | General Meeting of Shareholders session |

4. CONTENT OF THE REGULATIONS

4.1 Conditions for Convening the General Meeting of Shareholders (GMS)

- The GMS shall be conducted when the shareholders attending the meeting represent more than 50% of the total voting shares.
- If the first meeting does not satisfy the conditions as prescribed in Clause 1, Article 19 of the Company Charter, a second meeting invitation shall be sent within 30 days from the scheduled date of the first meeting. The second GMS shall proceed if shareholders attending represent at least 33% of the total voting shares.
- If the second meeting still does not meet the conditions as stated in Clause 2, Article 19 of the Company Charter, a third meeting invitation shall be sent within 20 days from the scheduled date of the second meeting. The third GMS shall proceed regardless of the total voting shares represented by attending shareholders.
- Upon the request of the Chairperson, the GMS has the right to modify the meeting agenda attached to the invitation notice, in accordance with Clause 3, Article 18 of the Company Charter.

4.2 Conditions for Shareholders Attending the Meeting

Shareholders with voting rights listed as of September 24, 2026, are entitled to attend the GMS, either in person or by authorizing a representative. In case of multiple authorized representatives, the number of shares represented by each must be clearly specified as required by law.

4.3 Invited Guests at the Meeting

- These include Company management personnel, invited guests, and Organizing Committee (OC) members who are not shareholders but are invited to attend.
- Guests may not speak at the Meeting unless invited by the Chairperson, or if they have registered with the OC and received the Chairperson's approval.

4.4 Rules for Delegates Attending the Meeting

- Be punctual, dress appropriately and formally, comply with security checks (if any), and provide required identification documents as requested by the OC.
- Receive meeting materials and documents at the reception area outside the meeting hall.
- Shareholders arriving late may register and immediately participate and vote. The Chairman is not obliged to pause the Meeting for latecomers, and votes cast before their arrival will remain valid and unaffected.
- Phones must be set to silent mode or turned off; calls should be taken outside the meeting room.
- Smoking is prohibited; maintain order during the Meeting.
- Follow the instructions of the OC and the Chairperson.
- Any delegate failing to comply with these regulations or security protocols may be refused entry or expelled from the Meeting by the Chairperson, following due consideration, to ensure the Meeting proceeds as planned.

4.5 Chairman and Presidium

- The Presidium consists of the Chairman and its Members.

Working regulation at Extraordinary General Meeting of Shareholders 2026

- The Chairman of the Board of Directors shall act as the Chairman of the GMS convened by the Board, or may authorize another member of the Board to serve as the Chairperson;
- In the event that the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one among them to act as Chairman of the meeting, based on majority vote. If no Chairman is elected, the Head of the SB shall preside over the process for the GMS to elect a Chairman from among the attendees; the person receiving the highest number of votes shall serve as the Chairperson;
- In other cases, the person signing the meeting invitation shall preside over the process for the GMS to elect a Chairperson; the person with the highest number of votes shall be appointed as Chairperson.
- The Chairman has the authority to take all necessary measures to manage the meeting in a rational, orderly manner, in accordance with the approved agenda and in a way that reflects the will of the majority of participants.
 - Arrange seating at the venue of the meeting;
 - Ensure the safety of all individuals present at the meeting venues;
 - Facilitate the participation (or continued participation) of shareholders in the meeting. The person convening the GMS has full authority to modify the above-mentioned measures and to implement all necessary measures. These may include issuing entrance passes or using other appropriate forms of control.
- The person convening or chairing the meeting has the following rights:
 - Request that all attendees undergo reasonable and lawful security checks or other safety measures;
 - Request that competent authorities maintain order at the meeting; expel individuals who do not comply with the Chairperson's authority, intentionally cause disruption, hinder the orderly progress of the meeting, or fail to comply with security inspection requirements.
- The Chairman has the right to postpone the meeting — where quorum has been met — for no more than three (03) working days from the scheduled opening date. Postponement or a change of venue is only allowed in the following cases:
 - The meeting venue does not have sufficient or suitable seating for all attendees;
 - Communication facilities at the venue do not ensure shareholders' ability to participate, discuss, and vote;
 - Attendees disrupt the meeting, cause disorder, or create conditions that may result in the meeting being conducted unfairly or unlawfully.
- If the Chairman unlawfully postpones or suspends the meeting contrary to the provisions of Clause 8 of this Article, the GMS shall elect another person from among the attendees to replace the Chairman and conduct the meeting until its conclusion. All resolutions passed during such a meeting shall remain valid and enforceable.
- Duties of the Presidium::

Working regulation at Extraordinary General Meeting of Shareholders 2026

- To conduct the activities of the GMS in accordance with the agenda proposed by the Board of Directors and approved by the GMS;
- To guide delegates and the meeting in discussing the contents of the agenda;
- To present drafts and conclusions on necessary matters for the meeting to vote on;
- To respond to issues raised by the meeting;
- To address any arising matters during the course of the Meeting.
- Working principles of the Presidium: The Presidium operates on the principles of collectivity, democratic centralism, and decision-making by majority vote..

4.6 Secretary of the General Meeting

- The Chairman appoints one or more persons to act as Secretaries of the meeting.
- Duties and powers:
 - To fully and accurately record the contents of the General Meeting;
 - To receive requests to speak from the Delegates;
 - To prepare the Minutes of the meeting and draft the Resolution of the GMS;
 - To assist the Chairman in disclosing information related to the General Meeting and notifying Shareholders in accordance with legal regulations and the Company's Charter.
 - To perform other tasks as requested by the Chairperson.

4.7 Vote Counting Committee

- The GMS shall elect one or more individuals to the Vote Counting Committee upon the proposal of the Chairman of the meeting. Candidates who are nominated or self-nominated (in the case of elections) are not allowed to join the Vote Counting Committee.
- Duties of the Vote Counting Committee:
 - To announce the rules, procedures, and provide instructions on the methods of voting and election.
 - To review and report to the meeting on any violations of the voting or election rules, or on any complaints regarding the results of voting or elections;
 - To count and record ballots, prepare the vote counting minutes, announce the results, and submit the minutes to the Chairperson.

4.8 Delegate Qualification Verification Committee

- The Delegate Qualification Verification Committee of the Meeting consists of 2 members, including 01 Head and 01 member, introduced to the Meeting by the Chairperson.
- Duties of the Committee:
 - To verify the qualifications and status of shareholders and shareholder representatives attending the meeting;
 - The Head of the Committee shall report to the GMS on the attendance status of shareholders.

Working regulation at Extraordinary General Meeting of Shareholders 2026

If the meeting has a sufficient number of shareholders and authorized representatives present, representing more than 50% of the total voting shares, the GMS of the Company may be conducted.

4.9 Expressing Opinions at the meeting

- Delegates attending the meeting who wish to voice their opinions must obtain the consent of the Chairperson. Delegates should express their views briefly and focus on the core issues relevant to the agenda approved by the meeting, or submit their opinions in writing to the Secretary for consolidation and reporting to the Chairperson
- The Chairman of the Meeting will arrange for delegates to present their opinions in the order of registration and will address shareholders' questions during the Meeting or record them for a written response afterward.

4.10 Voting on Matters at the meeting

4.10.1 Principles

- All issues within the agenda and meeting content of the GMS must be openly discussed and voted on by the GMS.
- Voting cards, ballot papers, and election ballots shall be printed, officially stamped, and directly delivered by the Company to the delegates at the meeting (together with the meeting documents). The voting cards, ballot papers, and election ballots shall clearly indicate the delegate's identification code, full name, number of shares owned, and the number of shares authorized for voting by the delegate.
- The Chairperson shall propose the voting methods for each issue on the agenda for the approval of the meeting.
- The voting methods are as follows:
 - o Voting by raising the Voting Card: this method shall be used to approve issues such as the Meeting Agenda; Rules of Procedure at the Meeting; Election Regulations; Personnel of the Chairing Committee; Personnel of the Vote Counting Committee; approval of the Meeting Minutes, Meeting Resolutions, and other contents at the Meeting (if any);
 - o Voting by filling out the Ballot Paper: this method shall be used to approve issues and vote on the contents of the proposals presented at the Meeting.

4.10.2 Voting Procedures

- o Delegates shall cast their votes to Approve, Disapprove, or Abstain on any issue put to vote at the Meeting by either raising their Voting Card or marking the corresponding options on the Ballot Paper, in accordance with the voting procedures stipulated in Section 4.10.1.
- o When voting by raising the Voting Card, the front side of the Voting Card must be raised high facing the Chairing Committee. In the event that a delegate does not raise the Voting Card in all three voting rounds of Approve, Disapprove, or Abstain on a given issue, this shall be considered as an approval vote for that issue. If a delegate raises the Voting Card

more than once (01) during the voting for Approve, Disapprove, or Abstain on the same issue, the vote shall be deemed invalid. Under the voting method by raising the Voting Card, members of the Delegate Eligibility Verification Committee / Vote Counting Committee shall record the delegate's code and the corresponding number of votes for each shareholder as Approve, Disapprove, Abstain, or Invalid.

- When voting by filling out the Ballot Paper, for each item, the delegate shall select one of the three options: "Approve," "Disapprove," or "Abstain," which are pre-printed on the Ballot Paper, by marking an "X" or "□" in the chosen box. After completing all voting items of the meeting, the delegate shall submit the Ballot Paper into the sealed ballot box at the Meeting, following the instructions of the Vote Counting Committee. The Ballot Paper must bear the signature and full name of the delegate.

4.10.3 Validity of Ballot Papers

- A valid Ballot Paper is one issued by the General Meeting OC on the prescribed printed form, bearing the Company's red seal, without erasures, corrections, tears, or damage; contains no additional content beyond the prescribed format; and must have the delegate's signature with the full name clearly handwritten below the signature.

On the Ballot Paper, the voting content (Reports, Proposals) shall be considered valid when the delegate marks one (01) of the three (03) voting boxes.

- **Invalid Ballot Paper:**

- Adding any content other than what is prescribed on the Ballot Paper;
- Ballot Papers that are not in the prescribed printed form issued by the General Meeting OC, those without the Company's red seal, or those that have been erased, corrected, or contain additional content beyond the prescribed regulations; Ballot Papers without the delegate's signature or without the delegate's full name clearly written. In such cases, all voting content on the Ballot Paper shall be considered invalid.

4.10.4 Thẻ lệ biểu quyết

Each ordinary share corresponds to one (01) voting right. Each delegate attending the meeting, representing one or more voting rights, shall be issued a Voting Card and a Ballot Paper.

- As of the record date for shareholders (**September 24, 2026**), the total number of shares of the Company is: 24,000,000 shares, equivalent to 24,000,000 voting rights.
- Issues requiring a vote at the meeting shall only be approved when more than 50% of the total voting shares of all shareholders present vote in favor. In certain cases, where specified in Clause 1, Article 21 of the Company Charter, approval must be obtained from at least 65% of the total voting shares of all shareholders present.
- Attention:
 - Shareholders or authorized representatives with related interests shall have no voting rights on contracts and transactions valued at 35% or more of the total assets of the Company as stated in the most recent financial statements; such contracts or transactions shall only be approved if



Working regulation at Extraordinary General Meeting of Shareholders 2026

shareholders or authorized representatives holding at least 65% of the remaining voting shares vote in favor (pursuant to Clause 4, Article 167, Law on Enterprises 2020).

- Shareholders or authorized representatives holding 51% or more of the total voting shares, or persons related to such shareholders, shall have no voting rights on contracts and transactions valued over 10% of the total assets of the Company as stated in the most recent financial statements between the Company and such shareholders (pursuant to Point b, Clause 3 and Clause 4, Article 167, Law on Enterprises 2020).

4.11 Minutes and Resolutions of the GMS

All contents of the meeting must be recorded in the Minute of the General Meeting by the Secretary of the General Meeting. The Minute of the General Meeting and the Resolution of the GMS shall be read and approved before the closing of the meeting.

5. Implementation

- All delegates, representatives, and guests attending the meeting are responsible for fully complying with the provisions stipulated in this Regulation, the Company's current rules, regulations, management policies, and relevant legal regulations.
- The convener of the GMS has the authority to:
 - Require all attendees to undergo security checks or other security measures;
 - Request competent authorities to maintain order during the meeting; to remove individuals who do not comply with the Chairperson's authority, deliberately disrupt the order, obstruct the normal progress of the meeting, or fail to comply with security check requirements from the meeting.
- Matters not detailed in this Regulation shall be uniformly governed by the provisions of the Company Charter, the Law on Enterprises 2020, and other applicable laws of the State.

This Regulation shall take effect immediately upon approval by a vote of the Company's General Meeting of Shareholders.

Nơi nhận:

- GMS;
- BOD Members, BoGD, SB;
- Archive: Administration, Secretary.

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


Tran Van Tuan

**APPENDIX: LIST OF SHAREHOLDERS ATTENDING
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2026
VIETOURIST HOLDINGS JOINT STOCK COMPANY**

No.	Shareholder ID	Number of Shares Owned	Corresponding Number of Voting Shares
1	VTD.15	1,438,501	1,438,501
2	VTD.48	537,300	537,300
3	VTD.1202	447,500	447,500
4	VTD.206	320,000	320,000
5	VTD.1364	95,000	95,000
6	VTD.552	400,000	400,000
7	VTD.152	50,000	50,000
8	VTD.735	140,000	140,000
9	VTD.1223	710,000	710,000
10	VTD.1249	620,000	620,000
11	VTD.921	20,000	20,000
12	VTD.83	100,000	100,000
13	VTD.95	120,000	120,000
14	VTD.5	20,000	20,000
15	VTD.639	340,000	340,000
16	VTD.1323	230,000	230,000
17	VTD.908	38,700	38,700
18	VTD.1406	100,000	100,000



19	VTD.151	70,000	70,000
20	VTD.536	20,000	20,000
21	VTD.1345	20,000	20,000
22	VTD.1349	24,100	24,100
23	VTD.1351	89,300	89,300
24	VTD.1281	61,000	61,000
25	VTD.1285	20,000	20,000
26	VTD.1288	40,334	40,334
27	VTD.1298	25,900	25,900
28	VTD.1336	24,500	24,500
29	VTD.1358	150,200	150,200
30	VTD.1240	43,000	43,000
31	VTD.1247	68,915	68,915
32	VTD.1266	35,500	35,500
33	VTD.1284	37,800	37,800
34	VTD.164	127,300	127,300
35	VTD.1303	42,200	42,200
36	VTD.1301	16,500	16,500
37	VTD.1234	38,400	38,400
38	VTD.1168	70,000	70,000
39	VTD.1157	95,700	95,700
40	VTD.1156	31,400	31,400
41	VTD.1179	256,300	256,300

42	VTD.1410	25,900	25,900
43	VTD.1418	50,000	50,000
44	VTD.1403	27,100	27,100
45	VTD.1391	36,000	36,000
46	VTD.1400	59,000	59,000
47	VTD.1388	200,100	200,100
48	VTD.1384	36,600	36,600
49	VTD.1371	126,300	126,300
50	VTD.1458	400	400
51	VTD.1457	35,500	35,500
52	VTD.1454	34,934	34,934
53	VTD.1439	31,800	31,800
54	VTD.1450	58,800	58,800
55	VTD.1422	120,000	120,000
56	VTD.1498	52,000	52,000
57	VTD.1497	30,000	30,000
58	VTD.1488	51,300	51,300
59	VTD.1478	38,000	38,000
60	VTD.1538	23,000	23,000
61	VTD.1548	23,900	23,900
62	VTD.1530	24,000	24,000
63	VTD.698	20,300	20,300
64	VTD.121	51,000	51,000

65	VTD.125	43,200	43,200
66	VTD.1554	23,500	23,500
67	VTD.700	35,100	35,100
68	VTD.360	20,796	20,796
69	VTD.365	238,700	238,700
70	VTD.374	25,400	25,400
71	VTD.383	66,864	66,864
72	VTD.407	20,000	20,000
73	VTD.421	77,500	77,500
74	VTD.537	240,000	240,000
75	VTD.546	129,000	129,000
76	VTD.555	51,300	51,300
77	VTD.1515	72,000	72,000
78	VTD.1523	94,000	94,000
79	VTD.1524	128,500	128,500
80	VTD.1128	20,000	20,000
81	VTD.1117	20,000	20,000
82	VTD.1113	49,000	49,000
83	VTD.1106	20,400	20,400
84	VTD.1087	20,000	20,000
85	VTD.1070	46,100	46,100
86	VTD.945	21,000	21,000
87	VTD.928	29,000	29,000

88	VTD.1236	45,200	45,200
89	VTD.1211	25,400	25,400
90	VTD.1238	29,200	29,200
91	VTD.130	116,400	116,400
92	VTD.168	223,503	223,503
93	VTD.187	61,000	61,000
94	VTD.31	70,555	70,555
95	VTD.37	40,400	40,400
96	VTD.53	42,200	42,200
97	VTD.57	96,000	96,000
98	VTD.90	39,600	39,600
99	VTD.99	75,000	75,000
100	VTD.100	74,000	74,000
101	VTD.332	182,700	182,700
102	VTD.334	21,000	21,000
103	VTD.337	20,134	20,134
104	VTD.680	26,300	26,300
105	VTD.673	20,000	20,000
106	VTD.417	14,000	14,000
107	VTD.652	65,800	65,800
108	VTD.406	8,600	8,600
109	VTD.622	26,600	26,600
110	VTD.587	45,000	45,000

111	VTD.569	72,000	72,000
112	VTD.723	38,600	38,600
113	VTD.734	55,900	55,900
114	VTD.779	20,000	20,000
115	VTD.812	55,000	55,000
116	VTD.849	108,800	108,800
117	VTD.863	20,100	20,100
118	VTD.869	40,000	40,000
119	VTD.563	137,400	137,400
120	VTD.306	283,000	283,000
121	VTD.281	600	600
122	VTD.292	110,000	110,000
123	VTD.250	274,900	274,900
124	VTD.1058	22,400	22,400
125	VTD.1055	73,800	73,800
126	VTD.1053	47,700	47,700
127	VTD.1049	31,000	31,000
128	VTD.1021	68,400	68,400
129	VTD.995	20,300	20,300
130	VTD.1005	102,000	102,000
131	VTD.971	43,000	43,000
132	VTD.1119	1,508,500	1,508,500
133	VTD.202	2	2

134	VTD.689	17	17
135	VTD.154	1,600	1,600
136	VTD.6	1	1
137	VTD.1235	200	200
138	VTD.314	10	10
139	VTD.1321	12	12
140	VTD.781	10,100	10,100
141	VTD.623	500	500
142	VTD.684	1,000	1,000
143	VTD.823	500	500
144	VTD.640	200	200
145	VTD.969	200	200
146	VTD.534	5	5
147	VTD.205	700	700
148	VTD.159	100	100
149	VTD.155	2,271	2,271
150	VTD.1288	40,334	40,334
151	VTD.513	610	610
152	VTD.67	626	626
153	VTD.1052	217	217
154	VTD.740	3	3
155	VTD.940	781	781
156	VTD.156	1,066	1,066

157	VTD.754	30	30
158	VTD.377	10,000	10,000
159	VTD.509	4	4
160	VTD.778	1	1
161	VTD.42	53	53
162	VTD.1069	1,500	1,500
163	VTD.1407	4	4
164	VTD.943	3	3
165	VTD.110	506	506
	Total	14,357,792	14,357,792

**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

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No.: 11/2026/TT-ĐHĐCĐ-VTD

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

—o0o—

Ho Chi Minh City, 20 October 2026

PROPOSAL

Re: Plan to increase the Company's charter capital in 2026

**To: The General Meeting of Shareholders of Vietourist Holdings Joint Stock
Company**

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;*
- *Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated 11 September 2025;*
- *Pursuant to Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding a number of matters concerning the offering and issuance of securities, public tender offers, share buy-backs, registration of public company status and deregistration of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC dated 15 December 2025;*
- *Pursuant to the Charter of Vietourist Holdings Joint Stock Company;*
- *Pursuant to the actual situation and business operations of Vietourist Holdings Joint Stock Company.*



The Board of Directors (the “BOD”) respectfully submits the following matters to the General Meeting of Shareholders (the “GMS”) for consideration and approval:

1. Report on the implementation of the private placement plan to increase charter capital under Resolution No. 01/2026/NQ-DHĐCĐ-VTD dated 29 April 2026

At the GMS held on 29 April 2026, the GMS issued Resolution No. 01/2026/NQ-DHĐCĐ-VTD dated 29 April 2026 approving the plan for a private placement of shares to increase the Company’s charter capital, with details set out in Proposal No. 09/2026/TT-DHĐCĐ-VTD dated 29 April 2026 of the BOD.

However, due to unfavourable conditions in the securities market and in business operations, the Company has not implemented the charter capital increase plan under Proposal No. 09/2026/TT-DHĐCĐ-VTD dated 29 April 2026. The BOD therefore respectfully submits to the GMS for approval the termination of the effect of this content in Resolution No. 01/2026/NQ-DHĐCĐ-VTD dated 29 April 2026.

At the same time, the BOD respectfully submits to the GMS for consideration and approval the 2026 charter capital increase plan by way of a private placement of shares, with the details set out below.

2. Approval of the plan to increase charter capital by way of a private placement of shares, specifically as follows:

- To increase the charter capital by an additional VND 100,000,000,000 by way of a private placement of shares in accordance with the plan set out in Proposal No. 12/2026/TT-DHĐCĐ-VTD dated 20 October 2026.
- Implementation period: During 2026 and 2027.
- Purpose: The detailed use of proceeds is set out in Proposal No. 12/2026/TT-DHĐCĐ-VTD dated 20 October 2026.

Respectfully submitted./.

The Board of Directors respectfully submits the above to the General Meeting of Shareholders for approval./.

Recipients:

- *General Meeting of Shareholders;*
- *Board of Directors, Supervisory Board;*
- *Filed at the Administration Office.*

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



TRAN VAN TUAN



**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

No.: 12/2026/TT- ĐHĐCĐ-VTD

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

Ho Chi Minh City, 20 October 2026

PROPOSAL

Re: Approval of the plan for a private placement of shares

**To: The General Meeting of Shareholders of Vietourist Holdings Joint Stock
Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated 11 September 2025;
- Pursuant to Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding a number of matters on the offering and issuance of securities, public tender offers, share repurchases, registration as a public company and de-registration as a public company, as amended and supplemented by Circular No. 115/2025/TT-BTC dated 15 December 2025;
- Pursuant to the Charter of Vietourist Holdings;
- Pursuant to the Company's actual operating situation and requirements.

The Board of Directors (the "BOD") respectfully submits to and requests the shareholders of Vietourist Holdings Joint Stock Company to consider and approve the 2026 private share placement plan with the following contents:

I. PLAN FOR THE OFFERING OF SHARES

1. **Name of the shares:** Shares of Vietourist Holdings Joint Stock Company.
2. **Type of shares:** Ordinary shares.
3. **Securities code:** VTD.
4. **Par value:** VND 10,000 (ten thousand dong) per 1 (one) share.

5. **Purpose of the offering:** Repayment of bank loans and acquisition of real estate for use as offices.
6. **Number of shares outstanding:** 24,000,000 shares.
7. **Number of treasury shares:** 0 shares.
8. **Maximum number of shares expected to be registered for offering:** 10,000,000 shares.
9. **Ratio of shares expected to be registered for offering to total shares outstanding:** 41.67%.
10. **Maximum value of the shares expected to be offered, at par value:** VND 100,000,000,000.
11. **Offering price:** Based on the Company's business orientation and working capital requirements, the Board of Directors determines the offering price to be equal to the par value of the shares offered by the Company, being VND 10,000 per 1 share.
12. **Total proceeds expected from the offering:** VND 100,000,000,000.
13. **Method of offering:** Private placement of shares to domestic professional securities investors.
14. **Offerees:** Domestic professional securities investors as prescribed in the Law on Securities No. 54/2019/QH14 dated 26 November 2019, Law No. 56/2024/QH15 dated 29 November 2024 and the relevant guiding documents.
15. **Criteria for selecting investors:** Domestic professional securities investors satisfying the following criteria:
 - Domestic organisations and individuals having financial capability and the ability to contribute capital promptly, ensuring the timeline of the offering;
 - Organisations and individuals having professional expertise and the ability to support the Company in its business operations and management so as to increase value and expand the market.
16. **List of investors participating in the offering:**

The expected list of investors participating in the offering is as follows:

No.	Name of investor	ID card/ Citizen ID/ Passport No. or Enterprise Registration Certificate No.	Category		Relationship		Number of shares held before the offering (shares)	Number of shares expected to be distributed (shares)	Expected ownership ratio after the offering (%)
			Strategic investor/ Professional investor	Foreign investor/ Economic organisation in which foreign investors hold more than 50% of charter capital/ Domestic investor	With the issuer	With members of the BOD, Supervisors, the Board of Management			
I	Tran Van Tuan	044083001110	Professional investor	Domestic investor	Chairman of the BOD - Legal representative	-	1,508,500	10,000,000	33.85%
	Total						1,508,500	10,000,000	33.85%

(*) The investor and its related individuals/organisations may not vote on matters in which they have a related interest.

(**) Pursuant to the Law on Securities 2019, the General Meeting of Shareholders approves that Mr. Tran Van Tuan is not required to make a public tender offer in respect of the shares purchased under this private placement plan once it has been approved by the General Meeting of Shareholders, even where his ownership ratio after the transaction reaches or exceeds the thresholds requiring a public tender offer.

In the event that the investor expected to participate in the above offering changes its investment decision, the General Meeting of Shareholders authorises the Board of Directors to proactively seek, select and approve the list and the number of professional securities investors permitted to purchase the privately placed shares, and to decide the number of shares offered to each investor, ensuring conformity with the criteria approved by the General Meeting of Shareholders. The total number of professional securities investors participating in the offering shall not exceed 20 investors.

17. **Offering period:** Expected in Quarter IV/2026 - Quarter I/2027. The General Meeting of Shareholders authorises the Board of Directors to decide the time of offering the shares to investors immediately after the State Securities Commission issues the document confirming receipt of the Company's registration dossier for the private placement of shares, in conformity with the provisions of law and ensuring the maximum benefit of the Company's shareholders.
18. **Plan for handling undistributed shares:** The General Meeting of Shareholders authorises the Board of Directors to decide the plan for handling the shares not fully offered (if any) and to decide other offerees (satisfying the investor selection criteria approved by the General Meeting of Shareholders) to purchase the shares not fully offered (if any) at an offering price of not less than VND 10,000 per share.

19. **Plan to ensure that the share offering complies with the foreign ownership limit:** All of the shares offered hereunder are distributed to domestic professional securities investors and do not increase the foreign ownership ratio in the Company; the regulations on foreign ownership limits are therefore complied with.
20. **Transfer restriction:** Shares offered to professional securities investors are restricted from transfer for 01 (one) year from the date of completion of the offering, except for transfers between professional securities investors or transfers effected pursuant to a legally effective court judgment or decision, an arbitral decision, or inheritance in accordance with law.
21. **Registration and additional registration for trading of the shares:** The additionally offered shares shall be registered with the Vietnam Securities Depository and Clearing Corporation (VSDC) and registered for additional trading on the Hanoi Stock Exchange (HNX) in accordance with the regulations.

II. PLAN FOR THE USE OF PROCEEDS FROM THE OFFERING

1. The entire maximum amount expected to be raised from the private placement of shares (before deduction of the offering expenses) shall be used for the purposes set out below, in descending order of priority as follows:

No	Purpose of use of proceeds	Expected amount to be used (VND)	Expected time of implementation
1.	Repayment of bank loans	48,000,000,000	Quarter IV/2026 - Quarter I/2027
2.	Acquisition of real estate for use as working offices and/or combined with office leasing	52,000,000,000	Quarter IV/2026 - Quarter I/2027
Total		100,000,000,000	

2. The General Meeting of Shareholders authorises the Board of Directors to formulate the detailed plan for the use of the proceeds of the offering, ensuring the interests of shareholders and full compliance with the provisions of law. With respect to capital temporarily idle pending disbursement under the detailed plan for the use of proceeds approved by the Board of Directors, the Board of Directors is entitled to open term deposit contract(s) to earn interest, consistent with the actual disbursement progress of the plan for the use of proceeds.

In the event that the progress of capital raising from the offering is slower than the payment schedule under the plan for the use of proceeds approved by the General Meeting of Shareholders and the Board of Directors, the Board of Directors is entitled to allocate other capital sources of the Company to perform the payment obligations under the plan for the use of proceeds, and thereafter to use the proceeds from the offering to reimburse the payment obligations due that arose from the use of such own capital, ensuring compliance with the plan for the use of the proceeds raised from the offering.

3. In the event that the share offering does not raise sufficient funds for the above purposes of use of proceeds, the General Meeting of Shareholders authorises and assigns the Board of Directors of the Company to implement plans to make up the capital shortfall in order to carry out the above purposes as follows: the Company shall mobilise other lawful sources of capital (cooperation with financially capable partners, bank loans, loans from organisations, loans from other individuals, etc.) so as to ensure implementation of the plan as proposed.

III. AUTHORISATION OF THE BOARD OF DIRECTORS

In addition to the matters separately authorised above, the General Meeting of Shareholders authorises the Board of Directors with full authority to consider, decide and implement the following matters:

- To proactively prepare and approve the detailed offering dossier and to provide explanations of the offering registration dossier submitted to the State Securities Commission and other competent authorities; and at the same time to proactively amend the Offering Plan and the related dossiers at the request of the State Securities Commission and other competent authorities in conformity with the provisions of law and the Company's Charter, and to report back to the General Meeting of Shareholders at its nearest meeting;
- To decide the number of shares to be offered based on the Company's capital requirements at the time of preparing and approving the detailed offering dossier.
- To formulate the detailed plan for the use of the proceeds of the offering; to decide on adjustments, changes and supplements to the plan for the use of the proceeds from the offering where the value of the change is less than 50% of the proceeds from the offering; to select the implementation plan and the disbursement timing consistent with the Company's plans so as to ensure the highest benefit for shareholders and the Company. Any change to the plan for the use of proceeds must be reported to the General Meeting of Shareholders at its nearest meeting;
- To select the appropriate time of offering in order to carry out the share offering after the State Securities Commission issues the document confirming receipt of the Company's complete registration dossier for the private placement of shares, ensuring compliance with the provisions of law;
- To decide, select and determine the professional securities investors and to approve the list of professional securities investors entitled to purchase the Company's privately placed shares, on the basis of ensuring compliance with the provisions of applicable law and the success of the capital-increase offering; and to handle the shares not fully distributed (if any);
- To carry out the additional registration of the additionally offered shares with the Vietnam

Securities Depository and Clearing Corporation and the additional registration for trading of the shares on the Hanoi Stock Exchange for the entire number of additionally offered shares according to the results of the offering;

- To amend and supplement the Charter on the organisation and operation of the Company in relation to the change in shares and charter capital corresponding to the number of shares and the proceeds (calculated at par value) from the offering, and to register the changes to the contents of the Enterprise Registration Certificate in accordance with the regulations;
- To carry out the legal procedures necessary under the provisions of law and the Company's Charter in order to complete the private placement of shares;
- Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

The Board of Directors respectfully submits this to the General Meeting of Shareholders for consideration and approval./.

Distribution:

- GMS;
- BOD, Supervisory Board;
- Filed: Administration.

**ON BEHALF OF THE BOARD OF
DIRECTORS**

CHAIRMAN



TRẦN VĂN TUÂN

**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

No.: 13/2026/TT-ĐHĐCĐ-VTD

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

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Ho Chi Minh City, 20 October 2026

PROPOSAL

Re: Approval of the asset investment plan

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17 June 2020, as amended and supplemented by Law No. 03/2022/QH15 dated 11 January 2022 and Law No. 76/2025/QH15 dated 17 June 2025;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26 November 2019, as amended and supplemented by Law No. 56/2024/QH15 dated 29 November 2024;*
- *Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/ND-CP dated 11 September 2025;*
- *Pursuant to Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding a number of matters concerning the offering and issuance of securities, public tender offers, share buy-backs, registration of public company status and deregistration of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC dated 15 December 2025;*
- *Pursuant to the Charter of Vietourist Holdings Joint Stock Company;*
- *Pursuant to the actual situation and business operations of Vietourist Holdings Joint Stock Company.*

Pursuant to Resolution of the Annual General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐ-VTD dated 29 April 2026, the Company approved a plan to invest in real estate for use as working offices and/or combined office leasing. To date, the Company has been preparing the funding and has not yet carried out the investment transactions under this plan.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the continued implementation of the real estate investment plan, with the following specific contents:

1. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the plan to purchase the real estate located at 386/71C Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (address under the new



administrative boundaries: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City)

Asset information:

- Total area:
 - Land plot area: 93.6 m²
 - Construction area: 83.8 m²
 - Total floor area: 364.6 m²
- Address: 386/71C Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (address under the new administrative boundaries: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City)
- Expected Purchase Price: VND 30,000,000,000 (The Expected Purchase Price is determined based on Valuation Certificate No. 231/2026/CT-TN100801 dated August 15, 2026, issued by Nghia Hung Valuation - Services Joint Stock Company).
- Source of investment capital: Proceeds raised from the 2026 private placement of shares and other sources of the Company's capital
- Expected implementation period: Q4/2026 to Q1/2027
- Purpose of purchase: For use as working offices and/or combined office leasing

2. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the plan to purchase the real estate located at 23/6 C1 Street, Ward 13, Tan Binh District, Ho Chi Minh City (address under the new administrative boundaries: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City)

Asset information:

- Total area:
 - Residential land area: 95.86 m²
 - Floor area (house, apartment): 263.17 m²
- Address: 23/6 C1 Street, Ward 13, Tan Binh District, Ho Chi Minh City (address under the new administrative boundaries: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City)
- Expected purchase price: VND 22,000,000,000. The Expected Purchase Price is determined on the basis of Valuation Certificate No. 231/2026/CT-TN100801 dated August 15, 2026, issued by Nghia Hung Valuation - Services Joint Stock Company.
- Source of investment capital: Proceeds raised from the 2026 private placement of shares and other sources of the Company's capital
- Expected implementation period: Q4/2026 to Q1/2027
- Purpose of purchase: For use as working offices and/or combined office leasing

The General Meeting of Shareholders assigns and authorises the Board of Directors to carry out the investment procedures for the above assets, including but not limited to



determining the time of implementation and adjusting the purchase price within a range of $\pm 10\%$ of the expected price. The Board of Directors is responsible for directing the Executive Board to appraise, negotiate and sign the transaction contracts, and to decide on the terms of the contracts and other matters relating to the purchase of the assets, ensuring compliance with the law, the Company's regulations and the interests of Shareholders.

The Board of Directors respectfully submits the above to the General Meeting of Shareholders for approval./.

Recipients:

- *General Meeting of Shareholders;*
- *Board of Directors, Supervisory Board;*
- *Filed at the Administration Office.*

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



**VIETOURIST HOLDINGS
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness**

No.: 14/2026/TT-ĐHĐCĐ-VTD

Ho Chi Minh City, 20 October 2026

PROPOSAL

Re: Approval of transactions with internal persons and related persons

- *Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on 17 June 2020 and its amending, supplementing and guiding documents;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on 26 November 2019 and its amending and supplementing documents;*
- *Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter on organisation and operation of Vietourist Holdings Joint Stock Company.*

Under Resolution of the Annual General Meeting of Shareholders No. 01/2026/NQ-DHĐCĐ-VTD, the General Meeting of Shareholders approved in principle the carrying out of transactions with the Company's internal person, Mr. Tran Van Tuan – Chairman of the Company's Board of Directors, and with Ms. Nguyen Thi Hoai An, a person related to an internal person of the Company. On that basis, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the continued implementation of these transactions, with the following specific contents:

1. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the transaction to purchase the real estate located at 386/71C Le Van Sy Street, Ward 14, District 3, Ho Chi Minh City (address under the new administrative boundaries: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City), owned by Mr. Tran Van Tuan – Chairman of the Company's Board of Directors.

Asset information:

- Total area:
 - Land plot area: 93.6 m²
 - Construction area: 83.8 m²
 - Total floor area: 364.6 m²
- Expected purchase price: VND 30,000,000,000 (The Expected Purchase Price is determined based on Valuation Certificate No. 231/2026/CT-TN100801 dated August 15, 2026, issued by Nghia Hung Valuation - Services Joint Stock Company)



- Expected implementation period: Q4/2026 to Q1/2027
- Draft contract attached

The General Meeting of Shareholders assigns and authorises the Board of Directors to carry out the procedures relating to the above transaction, including but not limited to determining the time of implementation and adjusting the purchase price within a range of $\pm 10\%$ of the expected price, ensuring compliance with the law, the Company's regulations and the interests of Shareholders.

2. The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the transaction to purchase the real estate located at 23/6 C1 Street, Ward 13, Tan Binh District, Ho Chi Minh City (address under the new administrative boundaries: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City), owned by Ms. Nguyen Thi Hoai An, a person related to an internal person of the Company.

Asset information:

- Total area:
 - Residential land area: 95.86 m²
 - Floor area (house, apartment): 263.17 m²
- Expected purchase price: VND 22,000,000,000. The Expected Purchase Price is determined on the basis of Valuation Certificate No. 231/2026/CT-TN100801 dated August 15, 2026, issued by Nghia Hung Valuation - Services Joint Stock Company.
- Expected implementation period: Q4/2026 to Q1/2027
- Purpose of purchase: For use as working offices and/or combined office leasing
- Draft contract attached

The General Meeting of Shareholders assigns and authorises the Board of Directors to carry out the procedures relating to the above transaction, including but not limited to determining the time of implementation and adjusting the purchase price within a range of $\pm 10\%$ of the expected price, ensuring compliance with the law, the Company's regulations and the interests of Shareholders.

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

Recipients:

- As above;
- Board of Directors; Supervisory Board; Executive Board;
- Filed at the Administration Office.

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

VIETOURIST
CÔNG TY CỔ PHẦN VIETOURIST
M.S.D.N: 0312273634

Tran Van Tuan



DRAFT

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

**CONTRACT FOR THE TRANSFER OF LAND USE RIGHTS AND ASSETS
ATTACHED TO THE LAND**

We, the undersigned:

The Transferor (hereinafter referred to as “Party A”):

Mr. TRAN VAN TUAN Year of birth: 1983

Citizen ID No.: 044 083 001 110, issued by the Police Department for Administrative Management of Social Order on 02 December 2025

Permanent address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

The Transferee (hereinafter referred to as “Party B”):

Name of organisation: VIETOURIST HOLDINGS JOINT STOCK COMPANY

Address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

Tax code: 0311273634

Represented by: Mr. Nguyen Duong Trung Hieu Position: General Director

The two parties agree to carry out the transfer of land use rights and assets attached to the land on the following terms:

**ARTICLE 1. LAND USE RIGHTS AND ASSETS ATTACHED TO THE LAND
TO BE TRANSFERRED**

1. Land use rights

Party A’s land use rights in respect of the land plot under Certificate of Land Use Rights, Ownership of Housing and Other Assets Attached to Land No. CA 739881, issued by the People’s Committee of District 3 on 21 August 2015, specifically as follows:

- Land plot No.: 68 Map sheet No.: 8
- Address of the land plot: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City;
- Land plot area: 93.6 m² (in words: ninety-three point six square metres).
- Form of use: private use
- Purpose of use: urban residential land (ODT)
- Term of use: long-term
- Origin of use: recognition of land use rights equivalent to land allocation with collection of land use levy.

2. Assets attached to the land

- Type of housing: detached house

- Construction area: 83.8 m²
- Total floor area: 364.6 m²
- Form of ownership: private ownership
- Grade: Grade 2

ARTICLE 2. TRANSFER PRICE AND METHOD OF PAYMENT

1. The transfer price of the land use rights and the assets attached to the land specified in Article 1 of this Contract is:
dong (in words: Vietnam dong).
2. Method of payment: cash / bank transfer.
3. Payment of the amount referred to in Clause 1 of this Article shall be made by the two parties themselves, who shall be responsible before the law therefor.

ARTICLE 3. HANDOVER AND REGISTRATION OF LAND USE RIGHTS AND REGISTRATION OF OWNERSHIP OF ASSETS ATTACHED TO THE LAND

1. Party A is obliged to hand over the land plot and the assets attached to the land specified in Article 1 of this Contract, together with the documents evidencing the land use rights and the ownership of the assets attached to the land, to Party B at the time this Contract is notarised.
2. Party B is obliged to register the land use rights and the ownership of the assets attached to the land with the competent authority in accordance with the law.

ARTICLE 4. RESPONSIBILITY FOR TAXES AND FEES

Taxes and fees relating to the transfer of land use rights and assets attached to the land under this Contract shall be borne and paid by the party responsible for them under the law.

ARTICLE 5. METHOD OF DISPUTE RESOLUTION

During the performance of this Contract, should any dispute arise, the parties shall resolve it through negotiation on the principle of respecting each other's interests. Where the dispute cannot be resolved, either party has the right to initiate legal proceedings requesting the competent court to resolve the matter in accordance with the law.

ARTICLE 6. UNDERTAKINGS OF THE PARTIES

Party A and Party B are responsible before the law for the following undertakings:

1. Party A undertakes that:

- 1.1. The information concerning personal identity, the land plot and the assets attached to the land stated in this Contract is true;
- 1.2. The land plot falls within the cases in which land use rights may be transferred in accordance with the law;
- 1.3. At the time of entering into this Contract:
 - a) The land plot and the assets attached to the land are not subject to any dispute;

b) The land use rights and the assets attached to the land are not subject to distraint for the enforcement of a judgment;

1.4. The entry into this Contract is entirely voluntary and free from deception or coercion;

1.5. Party A shall duly and fully perform the agreements set out in this Contract.

2. Party B undertakes that:

2.1. The information concerning personal identity stated in this Contract is true;

2.2. Party B has carefully examined and is fully aware of the land plot and the assets attached to the land referred to in Article 1 of this Contract, and of the documents evidencing the land use rights and the ownership of the assets attached to the land;

2.3. The entry into this Contract is entirely voluntary and free from deception or coercion;

2.4. Party B shall duly and fully perform the agreements set out in this Contract.

ARTICLE 7. FINAL PROVISIONS

Both parties have clearly understood their rights, obligations and lawful interests, and the legal consequences of entering into this Contract.

PARTY A

(Signature and full name)

PARTY B

(Signature and full name)

DRAFT

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

**CONTRACT FOR THE TRANSFER OF LAND USE RIGHTS AND ASSETS
ATTACHED TO THE LAND**

We, the undersigned:

The Transferor (hereinafter referred to as “Party A”):

Ms. NGUYEN THI HOAI AN

Citizen ID No.: 064 305 011 277, issued by the Police Department for Administrative Management of Social Order

Permanent address: Group 2, Ia Kring, Pleiku City, Gia Lai Province

The Transferee (hereinafter referred to as “Party B”):

Name of organisation: VIETOURIST HOLDINGS JOINT STOCK COMPANY

Address: 386/71C Le Van Sy Street, Nhieu Loc Ward, Ho Chi Minh City

Tax code: 0311273634

Represented by: Mr. Nguyen Duong Trung Hieu Position: General Director

The two parties agree to carry out the transfer of land use rights and assets attached to the land on the following terms:

**ARTICLE 1. LAND USE RIGHTS AND ASSETS ATTACHED TO THE LAND
TO BE TRANSFERRED**

1. Land use rights

Party A's land use rights in respect of the land plot under the Certificate of Land Use Rights, Ownership of Housing and Other Assets Attached to Land issued by the People's Committee of Tan Binh District on 26 December 2007, specifically as follows:

- Land plot No.: 96 Map sheet No.: 48
- Address of the land plot: 23/6 C1 Street, Tan Binh Ward, Ho Chi Minh City;
- Land plot area: 95.86 m² (in words: ninety-five point eighty-six square metres).
- Form of use: private use
- Origin of use: recognised

2. Assets attached to the land: housing

- Total floor area: 263.17 m²
- Structure: brick walls, reinforced concrete floors, reinforced concrete roof
- Grade: Grade 2
- Number of storeys: 3 storeys plus rooftop terrace
- Term of use: long-term

ARTICLE 2. TRANSFER PRICE AND METHOD OF PAYMENT

1. The transfer price of the land use rights and the assets attached to the land specified in Article 1 of this Contract is: dong
(in words: Vietnam dong).
2. Method of payment: cash / bank transfer.
3. Payment of the amount referred to in Clause 1 of this Article shall be made by the two parties themselves, who shall be responsible before the law therefor.

ARTICLE 3. HANDOVER AND REGISTRATION OF LAND USE RIGHTS AND REGISTRATION OF OWNERSHIP OF ASSETS ATTACHED TO THE LAND

1. Party A is obliged to hand over the land plot and the assets attached to the land specified in Article 1 of this Contract, together with the documents evidencing the land use rights and the ownership of the assets attached to the land, to Party B at the time this Contract is notarised.
2. Party B is obliged to register the land use rights and the ownership of the assets attached to the land with the competent authority in accordance with the law.

ARTICLE 4. RESPONSIBILITY FOR TAXES AND FEES

Taxes and fees relating to the transfer of land use rights and assets attached to the land under this Contract shall be borne and paid by the party responsible for them under the law.

ARTICLE 5. METHOD OF DISPUTE RESOLUTION

During the performance of this Contract, should any dispute arise, the parties shall resolve it through negotiation on the principle of respecting each other's interests. Where the dispute cannot be resolved, either party has the right to initiate legal proceedings requesting the competent court to resolve the matter in accordance with the law.

ARTICLE 6. UNDERTAKINGS OF THE PARTIES

Party A and Party B are responsible before the law for the following undertakings:

1. Party A undertakes that:

- 1.1. The information concerning personal identity, the land plot and the assets attached to the land stated in this Contract is true;
- 1.2. The land plot falls within the cases in which land use rights may be transferred in accordance with the law;
- 1.3. At the time of entering into this Contract:
 - a) The land plot and the assets attached to the land are not subject to any dispute;
 - b) The land use rights and the assets attached to the land are not subject to distraint for the enforcement of a judgment;
- 1.4. The entry into this Contract is entirely voluntary and free from deception or coercion;
- 1.5. Party A shall duly and fully perform the agreements set out in this Contract.

2. Party B undertakes that:

- 2.1. The information concerning personal identity stated in this Contract is true;
- 2.2. Party B has carefully examined and is fully aware of the land plot and the assets attached to the land referred to in Article 1 of this Contract, and of the documents evidencing the land use rights and the ownership of the assets attached to the land;
- 2.3. The entry into this Contract is entirely voluntary and free from deception or coercion;
- 2.4. Party B shall duly and fully perform the agreements set out in this Contract.

ARTICLE 7. FINAL PROVISIONS

Both parties have clearly understood their rights, obligations and lawful interests, and the legal consequences of entering into this Contract.

PARTY A

(Signature and full name)

PARTY B

(Signature and full name)