

No.: 01/TTr-HĐQT

Ho Chi Minh City, March 26, 2026



## PROPOSAL

Regarding the contents to be submitted to the Annual General Meeting of Shareholders for the 2025 financial year

To: THE GENERAL MEETING OF SHAREHOLDERS OF NAM BAY BAY INVESTMENT CORPORATION

The Board of Directors of Nam Bay Bay Investment Corporation respectfully submits to the Annual General Meeting of Shareholders (AGM) the following contents for the 2025 financial year:

1. Approval of the Board of Directors' report on 2025 business operations and the 2026 business plan (*Details as per the attached report*).
2. Approval of the Board of Supervisors' report on the Company's operations in 2025 (*Details as per the attached report*).
3. Approval of the report on corporate governance in 2025.

In 2025, NBB fully complied with the information disclosure obligations regarding the Report on Corporate Governance (for the first half of 2025 and for the full year 2025) as stipulated in Circular 96/2020/TT-BTC issued by the Ministry of Finance on November 16, 2020.

4. Approval of the audited financial statements and the distribution of profit after tax for 2025 according to the audit results.

Revenue	397,5 billion VND	98%
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Profit before tax	24,7 billion VND	82%
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Profit after tax	8,8 billion VND	440%
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<i>Dividend payment to shareholders</i>	No distribution	
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<i>Remuneration for the BOD and BOS</i>	1%	Not allocated
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<i>Bonus and Welfare fund allocation</i>	4%	353 million VND
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5. Approval of the report on total remuneration, bonuses, and other benefits for the Board of Directors and Board of Supervisors in 2025:

The Company did not allocate remuneration for the Board of Directors and the Board of Supervisors in 2024 according to Resolution No. 29/NQ-ĐHĐCĐ approved by the Annual General Meeting of Shareholders on April 29, 2025.

Income received by the Board of Directors and Board of Supervisors in 2025 is fully disclosed in the audited financial statements for the financial year ending December 31, 2025, of NBB.

6. Approval of the 2026 business plan targets, profit usage, and remuneration for the Board of Directors and Board of Supervisors in 2026.

**2026 Business Plan Targets:**

Total expected revenue	380 billion VND
Profit before tax	15 billion VND
Profit after tax:	10 billion VND

**2026 Profit Distribution Plan:**

<i>Dividend payment to shareholders</i>	No distribution
<i>Remuneration for the BOD and BOS</i>	1 %
<i>Bonus and Welfare fund allocation</i>	4 %

7. Approval of the selection of the auditing company for the 2026 financial year (*Details as per the attached proposal*).
8. Approval of Charter Capital Reduction (*Details as per the attached proposal*).

The above are the contents that the Board of Directors of Nam Bay Bay Investment Corporation submits for shareholders' opinions at the Annual General Meeting of Shareholders for the 2025 financial year.

Respectfully submitted./.

**On Behalf Of The Board Of Directors**

**CHAIRMAN**

*(signed)*

**Luu Hải Ca**



## PROPOSAL

**Regarding the selection of the auditing company for the 2026 financial year**

**To: THE GENERAL MEETING OF SHAREHOLDERS OF NAM BAY BAY INVESTMENT CORPORATION**

*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;*

*Pursuant to the Charter of Nam Bay Bay Investment Corporation*

The Board of Directors of Nam Bay Bay Investment Corporation respectfully submits to the Annual General Meeting of Shareholders for the 2025 financial year (“AGM”) regarding the selection of the auditing company for the 2026 financial year as follows:

1. Selection Criteria:

- Must be an auditing unit included in the list of auditing firms approved by the Ministry of Finance and the State Securities Commission to perform audits for public interest entities in the securities sector.
- Possess reputation, capacity, and experience in auditing listed companies and companies within the same industry.

2. Proposed Unit: The Board of Directors respectfully submits to the AGM for approval the selection of the following auditing unit to perform the audit of the financial statements for the 2026 financial year:

- Name: International Auditing Company Limited (iCPA)

3. Contents for Approval:

- Approval of the selection of International Auditing Company Limited (iCPA) as the unit to perform the audit for the 2026 financial year.
- In the event that an agreement on fees or schedule cannot be negotiated, the AGM delegates authority to the Board of Directors to decide on the selection of an alternative auditing unit from the list of auditing firms permitted to practice in Vietnam.

The above are the contents that the Board of Directors of Nam Bay Bay Investment Corporation submits for shareholders' opinions at the Annual General Meeting of Shareholders for the 2025 financial year.

Respectfully submitted./.

**On Behalf Of The Board Of Directors  
CHAIRMAN**

*(signed)*

**Lru Hài Ca**

## PROPOSAL

### Regarding the Approval of Charter Capital Reduction

#### To: THE GENERAL MEETING OF SHAREHOLDERS OF NAM BAY BAY INVESTMENT CORPORATION



*Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;*

*Pursuant to Decree No. 155/2020/NĐ-CP dated December 31, 2020, and Decree No. 245/2025/NĐ-CP dated September 11, 2025;*

*Pursuant to the Charter of NBB.*

The Board of Directors (BOD) respectfully submits to the Annual General Meeting of Shareholders (AGM) for approval of the charter capital reduction of NBB as follows:

1. Plan for Share Buyback to Reduce Charter Capital:

- Name of share to be repurchased: Shares of Nam Bay Bay Investment Corporation.
- Stock code: NBB.
- Type of share: Ordinary share.
- Par value: 10,000 VND/share.
- Current charter capital: 1,004,756,560,000 VND.
- Total issued shares (as of March 24, 2026): 100,475,656 shares. In which:
  - Treasury shares: 315,861 shares.
  - Outstanding voting shares: 100,159,795 shares.
- Expected number of shares to be repurchased: Maximum 6% of the total outstanding shares of NBB at the time of the transaction (*The expected volume will be determined based on the actual outstanding voting shares after completing the handling of current treasury shares*).
- Purpose: To ensure the interests of the Company and its shareholders.
- Source of funding: Share premium and undistributed profit after tax based on the latest audited or reviewed consolidated financial statements in accordance with the law.
- Transaction method: Order matching and/or put-through via a securities company, in compliance with current legal regulations.
- Price determination principle: In compliance with current legal regulations regarding the determination of share buyback prices.
- Order volume: In compliance with current legal regulations regarding the volume of share buyback orders.

- Expected timing: After completing the handling of current treasury shares and upon receiving approval from the State Securities Commission and competent State Authorities.
2. The plan for charter capital reduction will be decided by the AGM at the meeting for the 2025 financial year, ensuring compliance with current legal regulations.

The above are the contents that the Board of Directors of Nam Bay Investment Corporation submits for shareholders' opinions at the Annual General Meeting of Shareholders for the 2025 financial year.

Respectfully submitted./.

**On Behalf Of The Board Of Directors  
CHAIRMAN**

*(signed)*

**Luu Hải Ca**