

## SUBMISSIONS

### THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDER

Ref: Transactions with a related party  
which is Hung Yen Investment and Development Corporation

**Pursuant to:**

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup>, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 1<sup>st</sup>, 2022, amended and supplemented by Law No. 76/2025/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on June 17<sup>th</sup>, 2025 and guiding documents;*
- *Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam dated November 26<sup>th</sup>, 2019; amended and supplemented by Law No. 56/2024/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on November 29<sup>th</sup>, 2024 and guiding documents;*
- *Decree No. 155/2020/ND-CP passed by the Government on December 31<sup>st</sup>, 2020; amended and supplemented by Decree No. 245/2025/NĐ-CP passed by the Government on September 1<sup>st</sup>, 2025;*
- *Current Charter on organization and operation of Kinh Bac City Development Holding Corporation.*

**Dear Our Esteemed Shareholders!**

The Board of Directors (“**BOD**”) of Kinh Bac City Development Holding Corporation (“**KBC**”) would like to extend our respectful greetings to all Shareholders.

Hung Yen Investment and Development Corporation (“**Hung Yen Company**”) is a subsidiary directly owned by Kinh Bac City Development Holding Corporation, with a direct ownership of 60.24% of its charter capital, an indirect ownership/interest rate of 96.28%, and a voting rate of 98.69%. Specifically, Hung Yen Company is the Investor implementing the Khoai Chau Urban, Eco-tourism, and Golf Course Complex Project (“**Khoai Chau Golf Course Project**”; “**the Project**”) with a scale of 888.53 hectares, pursuant to Decision No. 1123/QĐ-UBND dated May 17, 2025, by the People's Committee of Hung Yen Province.

Based on current legal regulations, KBC and Hung Yen Company are related parties. Therefore, during the process of finalizing legal, investment, and construction procedures, arranging capital, utilizing collateral, performing guarantee obligations, and developing and operating the Khoai Chau Golf Course Project, Kinh Bac City Development Holding Corporation—in its capacity as the parent company and related party—shall approve Resolutions/Decisions when necessary concerning Hung Yen Company and Project activities, in accordance with applicable legal regulations from time to time.

**On that basis, the BOD of Kinh Bac City Development Holding Corporation hereby reports the following contents to the GMS:**

In 2025, within the scope of its authority, the BOD issued Board Resolutions approving transactions related to: (i) the purchase of shares in Hung Yen Company; and (ii) capital transfers (loans, lending) between KBC and Hung Yen Company, and the settlement of paid-on-behalf expenses or recovery of advanced costs related to the Khoai Chau Golf Course Project from Hung Yen Company, etc.

To facilitate the implementation of operational plans for the Khoai Chau Golf Course Project, with the goal of early exploitation, aiming to contribute to the deepening of Vietnam – United States relations, making them increasingly substantive, practical, and effective, **the BOD respectfully submits to the GMS for consideration and approval for the policy to implement key tasks and all transactions - including transactions with a value of 35% or more of the total asset value based on the Corporation's most recent consolidated financial statements - expected to arise in 2026 - 2027 between KBC or subsidiaries owned/controlled by KBC and Hung Yen Company & related parties as follows:**

- Contributing capital; deciding on investments, joint ventures, partnerships, investment cooperation, and business cooperation; or selling assets to support Hung Yen Company in Project implementation;
- Arranging capital sources for the Project through borrowing, issuance and offering of securities, investment cooperation, and other mechanisms ensuring compliance with relevant legal regulations;
- Executing commitments, guarantees, security measures, financial support, capital transfers, borrowing and lending transactions, and other contracts and transactions to ensure the Corporation's safety arising between KBC, Hung Yen Company, and the Project;
- Utilizing the Khoai Chau Golf Course Project, assets, property rights arising from the Project, and assets under the ownership/use rights of Hung Yen Company, KBC’s, KBC’s subsidiaries/entities controlled by KBC, or third parties to secure debt repayment for loans and other obligations related to the Khoai Chau Golf Course

Project, KBC, Hung Yen Company, subsidiaries, affiliated companies, or other related parties of KBC and Hung Yen Company;

- Other transactions within the authority of the BOD.

The BOD respectfully submits to the GMS for approval for the policy regarding the aforementioned transactions expected to arise in 2026 - 2027 and shall be responsible for reporting on the implementation status of these material transactions at the nearest General Meeting of Shareholders in 2027.

The BOD respectfully submits to the GMS for its authorization to develop and approve detailed plans for the aforementioned purposes as necessary, depending on the actual situation and in line with the Corporation's development strategy from time to time, ensuring the interests of shareholders and full compliance with legal regulations.

Respectfully submitted to the GMS for consideration and voting for approval.

With sincere thanks!

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

**Recipients:**

- The shareholders;
- Members of Board of Directors;
- Members of Supervisory Board;
- SSC, Stock Exchange;
- Stored: Admin

**(Signed)**

**DANG THANH TAM**