

No: 01/2026/TTr-HDQT

Hanoi, April 22, 2026

## PROPOSAL

(Re: General Matters Under the Authority of the General Meeting of Shareholders)

**To:** The 2026 Annual General Meeting of Shareholders  
MST Investment Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2026/QH15 dated June 17, 2026 of the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Securities Law No. 54/2019/QH14 issued on November 26, 2019;
- Pursuant to the Charter of MST Investment Joint Stock Company (“Company”);
- Based on the Company's operational status,

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

### 1. Approval of the Company’s audited financial statements for the year 2025.

The Company’s separate financial statements for 2025 were audited by PKF-TTG Auditing and Consulting Co., Ltd. and have been disclosed and published on the Company’s official Website.

### 2. Approval of the report on the use of proceeds from the private placement of shares to professional securities investors conducted from November 11, 2025 to November 24, 2025, as audited.

Report on the use of proceeds as of November 27, 2025 from the private placement of shares to professional securities investors conducted from November 11, 2025 to November 24, 2025, as audited (attached documents).

### 3. Selection of the Audit Firm for the 2026 Financial Statements

The BOD requests the GMS to authorize the BOD to select one of the audit firms approved by the State Securities Commission to conduct the independent audit of the Company’s 2026 financial statements, in accordance with the Securities Law and regulations on independent auditing.

### 4. Remuneration and Operating Expenses of the BOD and Supervisory Board (SB)

#### 4.1. Report on the Remuneration and Operating Expenses of the BOD and SB for 2025

##### 4.1.1. Remuneration of the BOD Members in 2025

In 2025, the Company paid remuneration to the BOD members for 2024 with a total amount of VND 324,000,000 (Three hundred twenty-four million VND). Details are as follows:

Stt	Position	Number of people	Remuneration Payment for 2024 (VND/person/month)	Total Remuneration for 2024
1	Chairman of the BOD	1	7.000.000	84.000.000

2	Member of the BOD	4	5.000.000	240.000.000
<b>Total</b>		<b>5</b>		<b>324.000.000</b>

4.1.2. The remuneration and operational expenses of the Supervisory Board for 2025 are: 0 VND.

4.2. Proposal for the Approval of the Remuneration for the Board of Directors (BOD) and the Supervisory Board (SB) for the Fiscal Year 2026:

No.	Position	Number of people	Remuneration Payment for 2026 (VND/person/month)	Remuneration Plan for 2026
1	Chairman of the BOD	1	7.000.000	84.000.000
2	BOD member	4	5.000.000	240.000.000
3	Head of the SB	1	0	0
4	Member of the SB	2	0	0
<b>Total</b>		<b>8</b>		<b>324.000.000</b>

## 5. Approval of Transactions Between the Company and Its Related Parties

To enhance coordination between the Company, its subsidiaries, affiliates, and other related parties to maximize economic benefits for the Company and its shareholders, the BOD submits the following transactions for approval by the GMS for the year 2026:

### 5.1. Approval of Transactions Between the Company and Its Related Parties

The GMS is requested to approve transactions between the Company and its related parties as defined by law ("Related Transactions"), including but not limited to the following transactions between the Company and its subsidiaries, affiliates, and other related parties:

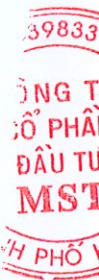
- a. Transactions involving the purchase and sale of goods;
- b. Transactions involving the transfer of ownership or granting of usage rights for trademarks, inventions, technical improvements, copyrights, and other intellectual property assets, whether registered or not;
- c. Transactions related to loans, borrowings, guarantees, pledges, and mortgages of assets to optimize cash flow and financial activities among related parties;
- d. Other transactions as determined by the BOD or the General Director from time to time.

### 5.2. Definition of Related Parties

Pursuant to Clause 46, Article 4 of the Law on Securities No. 54/2019/QH14 dated November 26, 2019; Clause 23, Article 4 of the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; and the Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025 of the National Assembly of the Socialist Republic of Vietnam.

### 5.3. List of Subsidiaries and Affiliates

- Urban Infrastructure and Transport Construction JSC – Affiliate
- Vina2 Investment and Construction JSC – Affiliate



#### 5.4. Authorization to the Chairman of the BOD or General Director

The GMS is requested to authorize the Chairman of the BOD or the General Director, and/or their authorized representatives, to:

- a. Determine the specific terms and conditions of the Related Transactions and relevant agreements, contracts, and documents, including any amendments, supplements, terminations, or replacements of these transactions (if applicable);
- b. Sign and execute the Related Transactions, including relevant contracts, agreements, and documents, as well as amendments, supplements, terminations, or replacements of these transactions (if applicable).

#### 6. Authorization for the BOD to Decide on Certain Matters Within the GMS's Authority

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) for consideration and approval of the authorization for the BOD to execute matters already approved by the GMS. This includes carrying out necessary procedures and working with competent state authorities to achieve the Company's objectives and plans for 2026, in compliance with legal regulations.

In the event of any arising issues related to the resolutions passed by the GMS—including matters typically under the GMS's authority—the BOD shall have full discretion to make decisions and take necessary actions without convening an additional GMS meeting.

We respectfully request the GMS to review and approve the above matters.

**Sincerely!**

**Recipients:**

- As stated above;
- Company records.

**BOARD OF DIRECTORS  
CHAIRMAN**



**NGUYEN HUY QUANG**

