

Số/No.: 13/2025/DGW-ĐT

TP.HCM, ngày 28 tháng 03 năm 2025
HCMC, day 28 month 03 year 2025

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi/ To:

- Ủy ban Chứng khoán Nhà nước/ The State Securities Commission
- Sở Giao dịch chứng khoán TP.HCM/ Hochiminh Stock Exchange

1. Tên tổ chức / Name of organization: CÔNG TY CỔ PHẦN THẾ GIỚI SỐ/ DIGIWORLD CORPORATION

- Mã chứng khoán/ Stock code: DGW
- Địa chỉ / Address: Tầng 15, Tòa nhà Etown Central, số 11 Đoàn Văn Bơ, Phường 13, Quận 4, Tp Hồ Chí Minh
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2. Nội dung thông tin công bố/ Content of Information disclosure:

- Đường link đăng tải Tài liệu họp Đại hội đồng cổ đông 2025: <https://digiworld.com.vn/quan-he-nha-dau-tu>
- The 2025 Annual General Meeting of Shareholders documents at the following link: <https://digiworld.com.vn/en/investor>

3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 28/03/2025 tại đường dẫn: <http://digiworld.com.vn/> This information was published on Company's website on 28/03/2025 (date), as in the link: <http://digiworld.com.vn/>.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Đại diện tổ chức
Organization representative
Người đại diện pháp luật
Legal representative



ĐOÀN HỒNG VIỆT



DIGIWORLD CORPORATION

Document:

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Ho Chi Minh City, April 25th , 2025

**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS PROGRAM
DIGIWORLD CORPORATION**

No.	Time	Specific content
1	8h00 - 9h00	Registration for the Annual General Meeting
2	9h00 - 9h05	Report examining the validity of the Congress
3	9h05 - 9h10	Statement of reasons, introduction of Delegates
4	9h10 - 9h15	Through the Presidium, the Secretariat, the Vote Counting Committee and the program of the Congress, the Working Regulations at the Congress
5	9h15 - 9h35	<p>Submit to the Annual General Meeting for approval:</p> <ul style="list-style-type: none"> - Report of the Board of Directors (BOD) - Report of the Audit Committee (AC) - 2024 Audited Financial Statements - 2025 Business Plan - Appropriation of 2024 dividend plan - 2025 Employee Stock Ownership Plan - List of auditors for financial year 2025 - Remuneration of the Board of Directors and the Audit Committee - Amendment and supplement to the company's charter - Amendment and supplementation of the internal regulations on corporate governance
7	9h35 - 10h40	Discuss the contents of the proposal
8	10h40 - 10h50	Vote on all contents in the proposal
9	10h50 - 10h55	The vote counting committee announces the voting results
10	10h55 - 11h15	<p>Closing of the Congress</p> <ul style="list-style-type: none"> - Adoption of the Resolution of the 2025 Annual General Meeting of Shareholders - Closing Statement of the Congress

TABLE OF CONTENTS

REPORT OF THE BOARD OF DIRECTORS	1
REPORT OF AUDIT COMMITTEE	13
PROPOSAL APPROVAL OF THE AUDITED FINANCIAL STATEMENTS FOR 2024	20
PROPOSAL BUSINESS PLAN FOR 2025	21
PROPOSAL DIVIDEND DISTRIBUTION PLAN FOR 2024.....	22
PROPOSAL STOCK ISSUANCE PLAN UNDER THE EMPLOYEE STOCK OWNERSHIP PROGRAM (ESOP 2025).....	23
PROPOSAL LIST OF AUDITING FIRMS SELECTED FOR THE 2025 FINANCIAL YEAR	25
PROPOSAL PLAN FOR REMUNERATION PAYMENT TO THE BOARD OF DIRECTORS AND THE AUDIT COMMITTEE IN 2025	26
PROPOSAL AMENDMENT AND SUPPLEMENTATION OF THE COMPANY'S CHARTER.....	27
PROPOSAL AMENDMENT AND SUPPLEMENTATION OF THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE	30

Ho Chi Minh City, March 28th, 2025

**REPORT OF THE BOARD OF DIRECTORS
AT ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

The Board of Directors:

- Mr. Doan Hong Viet – Chairman
- Ms. Dang Kien Phuong – Member cum General Director
- Ms. To Hong Trang – Member cum Deputy General Director
- Mr. Nguyen Duy Tung – Independent Member
- Mr. Tran Bao Minh – Independent Member

Pursuant to the Charter of Company and relevant laws, the Board of Directors of the Company is pleased to report to the annual general meeting regarding corporate governance results the Board of Directors in 2024 and the direction for 2025 as follows:

I. Evaluation of the Board of Directors on the Company's Activities

1. Business Performance Evaluation

- The company's total revenue for 2024 reached 22,078 billion VND, an increase of 17% compared to the same period and achieving 96% of the planned target. After-tax profit reached 444 billion VND, an increase of 25% compared to 2023, equivalent to 91% of the annual plan. In 2024, the global economy shifted positively, inflation neared the target level, the job market was subdued, and central banks cut interest rates to stimulate economic growth. This was also the year Vietnam embraced comprehensive digital transformation, focusing on integrating advanced technologies such as artificial intelligence, cloud computing, and data analytics. Along with trends like 5G, the Internet of Things (IoT) was also rapidly deployed, promoting the digital transformation process to modernize technology infrastructure. This was a bright spot to strongly promote the expansion of the ICT industry in the coming time. With positive signals from the general market, the company's executive board leveraged its strengths and experience to lead the company to high achievements.
- Revenue from the laptop and tablet business segment contributed 28% of the company's total revenue, reaching 6,279 billion VND, an increase of 6% compared to 2023 and achieving 96% of the annual plan. Although the laptop market was considered saturated after the Covid pandemic, the cycle of new product replacement and the launch of a series of new AI-integrated laptops boosted revenue growth in this segment. Furthermore, in 2024, Digiworld signed agreements with two major brands, MSI and Gigabyte, which have high market shares in the gaming segment, expected to be growth drivers in the coming years. At the end of 2024, Digiworld maintained its position as the largest distributor in the Vietnamese market.
- The mobile phone business segment has consistently contributed the largest revenue for Digiworld in recent years. In 2024, this segment achieved revenue of 9,580 billion VND, an increase of 19% compared to 2023, completing 110% of the annual plan. This growth was driven by revenue contributions from new phone products from Xiaomi and Apple, such as Mi 14T, Mi Note 14, Redmi 14C, and iPhone 16. Additionally, the increase in Xiaomi's market share also played a significant role in revenue growth for the year

- In 2024, the office equipment segment grew by 27%, reaching 4,386 billion VND, completing 80% of the annual plan. Growth mainly came from revenue from server-client products with 27% (including workstations, servers, network devices) and IoT devices with a growth of 52%. Furthermore, the company continuously introduced new products and brands into its portfolio, such as smartwatches, gaming monitors, graphics cards
- The household appliances segment contributed 993 billion VND in revenue, achieving a growth of 36% compared to the same period and completing 95% of the annual plan. This growth was mainly driven by air purifiers and robot vacuum cleaners from Xiaomi. In 2024, Digiworld partnered with a new brand, Philips from the Netherlands, a long-established brand with a solid reputation in the Vietnamese market, to distribute household electrical products: Air treatment devices (air purifiers); Home care devices (corded and cordless vacuum cleaners, robot vacuum cleaners); Clothing care devices (dry irons, steam irons, standing steam irons); Kitchen appliances (blenders, meat grinders, juicers, rice cookers, air fryers).
- The consumer goods segment contributed 840 billion VND in revenue, achieving a growth of 24% compared to 2023 and completing 70% of the annual plan. This growth was driven by revenue contributions from fast-moving consumer goods, pharmaceuticals, and significant revenue contributions from ABInbev's beverage products. In 2024, after demonstrating exceptional capabilities in distributing beverage products, Digiworld was trusted by ABInbev to implement the on-trade channel from Q3/2024, which is the main distribution channel contributing the largest revenue share for ABInbev.

2. Results of Implementing Strategic Directions

- a) a) In 2024, Digiworld continued its strategy of diversifying its product and service portfolio, marking a significant milestone by merging with a company specializing in warranty services and expanding its business model. Details are as follows:

In August 2017, Digiworld made significant progress in providing warranty services by successfully partnering with B2X.

B2X is a renowned customer care service provider based in Munich, Germany, specializing in smartphones and internet-connected devices (IoT). B2X and Digiworld collaborated to establish the joint venture B2X Care Solutions Vietnam.

With B2X and Digiworld's DCare service center system, we have been providing professional warranty services to major partners since 2017, affirming a strong position in the market.

In Q2/2024, to optimize operations and enhance service quality, Digiworld decided to increase its shareholding from 49.1% to 90% in B2X Vietnam Group Joint Stock Company.

Currently, B2X offers a wide range of services, including:

- Technical solutions for various types of phones, electronics, home appliances, and refrigeration equipment, including official repairs, installation, maintenance, and servicing.
- Providing in-home service platforms for installation, maintenance, servicing, and repair of household devices.

Together with B2X, Digiworld integrates international-standard "after-sales service" capabilities to enhance services for brands and increase touchpoints with end consumers. Currently, we have established 18 professional service centers nationwide.

Our major partners include Samsung, Xiaomi, Acer, retail chains such as Dien May Xanh, FPT Shop, and many other prominent brands.

- b) With the orientation to diversify suppliers/products and expand distribution networks, Digiworld has also partnered with many new brands in current sectors:
- Laptops: Added MSI – the world's best gaming laptop brand with an 18% market share in gaming laptops in Vietnam, and Gigabyte – another renowned name in gaming.
 - Office Equipment:
 - Kospet: Mid-range smartwatches.
 - Suunto: Premium smartwatches.
 - Tp-link: Networking and security devices.
 - AOC: Computer monitors and gaming monitors.
 - MSI: Computer components, accessories, and graphics cards (VGA).
 - Gigabyte: Computer components and accessories.
 - Home Appliances: Digiworld has partnered with a new brand, Philips – Netherlands, a long-standing and reputable brand in the Vietnamese market, to distribute home appliance products: Air treatment devices (air purifiers); Home care devices (corded and cordless vacuum cleaners, robot vacuum cleaners); Garment care devices (dry irons, steam irons, standing steam irons); Kitchen appliances (blenders, meat grinders, juicers, rice cookers, air fryers)
 - Consumer Goods: Thanks to DGW's efficient operations, after just over a year of collaboration, the ABInBev brand has entrusted DGW with the implementation of the On-Trade channel. The on-trade or on-premise channel is currently the highest revenue-contributing channel in the beverage sector.

3. Activities of Board of Directors

In 2024, the Board of Directors held 23 meetings in various forms, including in-person, online, and written opinions. Board of Directors members actively participated in supervising the Company's activities, engaging in discussions at meetings, and proactively proposing necessary changes for the Company. The Board of Directors issued 23 Resolutions.

No.	Date	Content
1	16/01/2024	Approval of issuing guarantee letters for 1 Digital, CL, and A Chi Son.
2	21/02/2024	Approval of repurchasing ESOP 2022 shares from resigned employees to convert into treasury shares.
3	29/02/2024	Approval of increasing the credit limit at Techcombank to 800 billion VND.
4	04/03/2024	Approval of finalizing the registration date for the 2023 Annual General Meeting of Shareholders.
5	24/04/2024	Approval of investment in B2X Vietnam Group Joint Stock Company.
6	06/05/2024	Approval of appointing the Deputy General Director.
7	09/05/2024	Approval of borrowing from Asia Commercial Bank (ACB).
8	24/06/2024	Approval of borrowing capital from Vietcombank - Tan Binh Branch.

9	01/07/2024	Approval of selecting Ernst & Young Vietnam Co., Ltd. to conduct semi-annual financial report review and financial auditing for 2024.
10	03/07/2024	Approval of stock issuance under the employee stock option program for 2024.
11	29/07/2024	Approval of implementing the stock issuance plans for 2024 and issuing shares to pay dividends for 2023.
12	08/08/2024	Approval of borrowing, issuing guarantees, and opening LC at MSB – Ho Chi Minh City Branch.
13	13/08/2024	Approval of signing and executing transactions and contracts between Digiworld JSC and Related Persons.
14	30/08/2025	Approval of dismissing the Deputy General Director of Digiworld JSC.
15	04/09/2024	Approval of paying cash dividends for 2023 and issuing shares to pay dividends for 2023.
16	30/09/2024	Approval of increasing the charter capital of Digiworld JSC.
17	11/10/2024	Board resolution on implementing the stock issuance under the employee stock option program.
18	24/10/2024	Board resolution on proposing credit facilities for the Company at Vietnam International Bank (VIB).
19	25/10/2024	Board resolution on borrowing, issuing guarantees, and opening LC at BIDV.
20	28/10/2024	Board resolution on adjusting the implementation of the employee stock option program.
21	20/11/2024	Board resolution regarding Kasikornbank guarantee letter issuance for A Chi Son JSC.
22	04/12/2024	Board resolution on approving the results of stock issuance under the employee stock option program.
23	11/12/2024	Board resolution on increasing charter capital after issuing shares under the employee stock option program.

- **Dividend Payment Status**

In 2024, DGW distributed 2023 dividends as follows:

- Paid dividends in cash to shareholders at a rate of 5% (500 VND/share) on 25/09/2024. Total cash dividend payment: 82,495,280,850 VND (after deducting personal income tax).
- Paid dividends in shares at a ratio of 100:30 (At the time of finalizing the shareholder list, each shareholder holding 100 shares received 30 additional shares). Share transfer date: October 2024. Total number of shares issued for dividend payment: 50,115,426 shares..

- **Additional Share Issuance**

ESOP: In December 2024, DGW successfully issued 2,000,000 shares under the Employee Stock Option Program (ESOP) for employees with significant contributions to the company, in accordance with the Resolution of the 2024 Annual General Meeting of Shareholders. These shares are restricted from transfer for one year, with the official trading date set for 10/12/2025.

- **Treasury Stock Transactions**

In March 2024, the company repurchased 3,000 ESOP shares from employees who resigned to convert them into treasury shares. These treasury shares were canceled based on the Resolution of the 2024 Annual General Meeting of Shareholders.

- **Changes in Charter Capital**

- May 2024: The company reduced charter capital after recovering 19,700 ESOP shares from resigned employees. Charter capital after reduction: 1,672,047,430,000 VND.
- September 2024: The company increased charter capital by issuing shares to pay dividends to shareholders (30% ratio). Charter capital after increase: 2,173,201,690,000 VND.
- December 2024: The company increased charter capital by issuing 2,000,000 ESOP shares to employees. Charter capital after increase: 2,193,201,690,000 VND.

4. Activities of Independent Members of Board of Directors

4.1. 4. Activities of Independent Members of Board of Directors

- Digiworld has 02 independent members, Mr. Trần Bảo Minh and Mr. Nguyễn Duy Tùng. In 2024, the independent Board members participated in 100% of the Board's direct meetings, always providing objective and independent assessments of the Company's activities and ensuring an appropriate control and balance mechanism.

<p>Mr. Tran Bao Minh Independent Member</p> <p>With extensive experience in Marketing, especially in the consumer goods sector, which is expected to be one of the driving forces for Digiworld's long-term growth, Mr. Minh has made many proposals to boost activities and enhance product recognition in the market, contributing to revenue growth in this sector.</p>	<p>Mr. Nguyen Duy Tung Independent Member</p> <p>With extensive experience in Marketing, especially in the consumer goods sector, which is expected to be one of the driving forces for Digiworld's long-term growth, Mr. Minh has made many proposals to boost activities and enhance product recognition in the market, contributing to revenue growth in this sector.</p>
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- In addition to participating in Board meetings, in 2024, the two independent Board members held a separate meeting to review the Company's compliance with laws and governance rules, supervise the CEO's activities, and carefully and objectively evaluate issues within the company to ensure transparency is maintained and the legal rights of shareholders are protected.

4.2. Evaluation of the Independent Board of Directors

In 2024, the CEO and the Board of Directors of the Company fully adhered to high standards of corporate governance, which is essential to ensure the sustainability of the Company's operations and business, as well as to protect shareholder interests and maximize shareholder value in the long term. We confirm that the Company has complied with the principles and guidelines of Circular 116/2020/TT-BTC, consistently improving corporate governance quality according to the Vietnam Listed Company Corporate Governance Principles and the ASEAN Corporate Governance Scorecard.

With the results achieved in 2024, amidst economic fluctuations due to economic recession, inflation, interest rates, and legal adjustments, the Board of Directors acknowledges the CEO and the Executive Board's efforts to overcome difficulties affecting goods consumption, comply with current legal regulations, and the Company's Charter.

Evaluation of Mr. Tran Bao Minh

In 2024, although the consumer market showed signs of recovery compared to the previous year, it still faced many challenges due to weak purchasing power. In this context, DGW focused on enhancing team capabilities through internal training programs, improving the working environment, and taking care of employees' mental well-being. These efforts not only helped the team be ready to face challenges but also laid a solid foundation for new tasks. One of the significant milestones recognized by the Board of Directors is that DGW was granted the distribution rights for the On-trade channel in the consumer goods sector – the channel contributing the most revenue in the industry. This is an important step, affirming DGW's increasingly solid position in this field.

Evaluation of Mr. Nguyen Duy Tung

In 2024, the Board of Directors held 23 meetings to discuss and approve important decisions related to business activities, while supervising the CEO in implementing the Resolutions of the Board of Directors and the General Meeting of Shareholders. The Executive Board is always ready to listen to and absorb contributions from independent Board members regarding financial and investment strategies. At the same time, the Company also closely cooperates with the Audit Committee to supervise business activities and ensure that operational processes are efficient and transparent..

5. Activities of Investment and Development Subcommittee

5.1 Investment and Development Subcommittee

- Advise the Board of Directors on developing market development strategies, planning long-term strategic implementation for each sector, and always seeking potential partners in new sectors to expand the Company's product portfolio and distribution network.
- Conduct investment appraisal work to assess the potential and feasibility of new projects, mergers, and acquisitions.
- Approach and study trends to provide directions to improve operational efficiency and select appropriate implementation plans for 2025..

5.2 Compensation Subcommittee

- Propose review, support the Board of Directors in developing and implementing salary, bonus, and other benefit policies in 2024.
- Evaluate the scale, structure of salaries, bonuses, and other benefits for each member of the Board of Directors, the executive apparatus, and Company employees to make appropriate adjustments if necessary.
- Propose appropriate welfare and bonus policies for Company employees based on work results and in accordance with current laws.

6. Environmental and Social Responsibility

The Board of Directors always understands that to ensure long-term and sustainable development, Digiworld not only focuses on economic growth but also takes responsibility towards society and the community to fulfill its mission of elevating Vietnam.

Environment:

- The Board of Directors ensures the company always complies with environmental regulations.
- 0 is the number of environmental law violations by Digiworld in 2024.
- 0 is the amount of environmental fines in 2024.
- Regularly introduces policies and measures to minimize environmental impact, such as encouraging employees to reduce the use of paper cups and plastic bottles; reuse and economize office supplies; organize environmental activities, etc

Society:

- In 2024, Digiworld continued its 5th season of the "Green Seedling Journey," an annual event with nearly 5,000 participants. Specifically, each participant contributed steps with Digiworld towards a training program for 200 IT engineers worth 10 billion VND.
- Focuses on labor policies and regimes to ensure health, safety, and welfare for employees.
- Organizes internal training sessions for all employee levels within the company.
- Annually, Digiworld organizes charity programs, such as repairing schools for underprivileged children, awarding scholarships, donating books, collecting old clothes, organizing fun activities for children, raising funds for forest planting, and donating masks to hospitals.
- Digiworld always fulfills its tax obligations fully and on time..

II. Evaluation of the Board of Directors on the Activities of the General Director

In 2024, the Board of Directors (BOD) issued 23 resolutions related to business and investment plans based on the resolutions of the General Meeting of Shareholders. Accordingly, the BOD authorized the General Director to manage business operations following these resolutions.

Through monitoring and controlling the company's activities in 2024, the BOD noted:

- Overall, the General Director and the Executive Board of the company have implemented the resolutions of the General Meeting of Shareholders and the BOD in the spirit entrusted to them.
- In 2024, amidst economic fluctuations influenced by economic recession, inflation, interest rates, and adjustments in legal regulations, the BOD recognized the efforts of the General Director and the Executive Board to overcome difficulties affecting goods consumption, comply with current laws and the company charter. Thanks to the leadership's flexibility and multi-sector development policies, the company achieved revenue of 22,078 billion VND and profit of 444 billion VND, representing a 17% and 25% increase compared to the same period in 2023. The BOD acknowledged the efforts in managing and leading the company according to the established orientation over the years.
- Digiworld's policy is to always ensure transparency, accurate and timely disclosure of information as per regulations.
- The BOD highly appreciates the progress made in restructuring the company's personnel, reorganizing processes and standards with streamlined, accurate, and efficient criteria. This has significantly improved labor efficiency within the organization.
- Awards received by Digiworld in 2024:
 - Top 10 Best Corporate Governance 2024 in the mid-cap group organized by HOSE (Ho Chi Minh Stock Exchange), HNX (Hanoi Stock Exchange), and Investment News.
 - Top 100 Sustainable Development Enterprises in Vietnam 2023 – Digiworld was honored for the 9th consecutive year – organized by VCCI.
 - Top 3 Most Efficiently Operated Companies in Vietnam – Digiworld was honored for the 3rd consecutive year – selected by Nhịp Cầu Đầu Tư magazine.
 - Top 50 Best Listed Companies in Vietnam 2024 – Digiworld was honored in this list for the 3rd time – chosen by Forbes.
 - Top 100 Most Valuable Brands in Vietnam – organized by Brand Finance and Mibrand Vietnam.
 - Top 9 Retail Enterprises contributing most to the State Budget.
 - Digiworld was honored as a pioneering enterprise committed to improving corporate governance in Vietnam at the VNCG50 Corporate Governance Scorecard Announcement Ceremony – organized by VIOD (Vietnam Institute of Directors).
 - Digiworld was recognized as the leading distributor contributing to HP Vietnam's growth.
 - Digiworld was honored as the most efficient distributor of the year for DELL in the SnS Desktop category.

- Digiworld was recognized as Huawei's Outstanding Distributor of the Year.
- Digiworld was honored as the fastest-growing distributor for Schneider Electric.
- Digiworld was recognized as Lexmark's top contributing distributor.
- Digiworld led with an impressive 57.41% share of AMD RYZEN AI processors in Vietnam in 2024.
- Digiworld's headquarters in Ho Chi Minh City proudly received the "Best Design Award" at the Outstanding Property Award London (OPAL)

The BOD highly appreciates the efforts of the General Director in executing the business plan, achieving 96% of revenue and 91% of profit targets in a positively signaling economy. With its strength as a comprehensive, flexible, multi-sector market development service provider and the determination, experience, and enthusiastic leadership team, the BOD believes that the General Director will soon achieve the desired results in 2025.

III. Plans and Directions of the Board of Directors

1. On Business Activities

- Digiworld has developed a business plan for 2025 with growth compared to the 2024 plan, ensuring the company develops in the right direction and becomes "A billion-dollar company." Specifically:

Indicator	2025 Plan (Billion VND)	Growth Compared to 2024
Revenue	25,450	+15%
Profit After Tax	523	+18%

- Digiworld continues to maintain strong relationships with current partners and seeks new potential partners.
- Expands multi-sector distribution channels, upgrades infrastructure and teams to develop new product categories, and enhances market share, revenue, and profit.

2. On Corporate Governance and Sustainable Development

➤ Short-term Goals:

- Continue to expand and enhance the effectiveness of Investor Relations and Information Disclosure activities, ensuring transparency and fairness.
- Continuously improve the capabilities and expertise of Board members, the Executive Board, the Corporate Governance Officer, and other key leadership positions through internal training combined with specialized corporate governance courses from the State Securities Commission and reputable organizations.
- Promote stakeholder engagement strategies, collect feedback from shareholders, employees, customers, and the community to ensure alignment between the company's business activities and stakeholder interests.
- Maintain environmental impact assessments, identify solutions to reduce carbon emissions, limit waste, and optimize resource use.
- Establish a Sustainability Subcommittee to develop and oversee sustainable development strategies, ensuring a balance between economic growth, social responsibility, and environmental protection. The subcommittee also manages ESG indicators, proposes environmental, social, and governance initiatives to enhance sustainable operations.

Additionally, the subcommittee promotes corporate social responsibility (CSR) programs, supports the community, and employee welfare.

➤ **Long-term Goals**

- Focus on enhancing corporate governance capabilities by maximizing the application of international best practices to ensure efficient resource utilization and create sustainable long-term value.
- Seek and appoint new Board members with breakthrough thinking and strategic vision to drive strong innovation. At the same time, increase the participation of independent Board members, encouraging them to provide in-depth analysis and practical proposals, contributing to improving the quality of Board discussions and decisions.
- Regularly update knowledge and international practices on corporate governance, while proactively sharing information about governance and organizational models with major shareholders, such as foreign investment funds, leveraging their experience to develop governance models according to international standards.
- Promote the integration of ESG in governance towards sustainable development through a transition roadmap to realize the set goals and commitments. Collaborate with suppliers to promote sustainability throughout the supply chain, emphasizing responsible sourcing activities, ensuring workers' rights, and reducing environmental impact.
- Develop a roadmap to transition to renewable energy sources, such as solar or wind energy, to reduce dependence on fossil fuels and minimize carbon emissions.

IV. Remuneration of the Board of Directors

Detailed remuneration table for 2024:

Unit: VND

No.	Member of Board of Director	Position	Remuneration	Salary	Total
1	Mr. Doan Hong Viet	Chairman of Board of Director		194,797,639	194,797,639
2	Mrs. Đang Kien Phuong	Member cum General Director		198,275,228	198,275,228
3	Mrs. To Hong Trang	Member cum Deputy General Director		186,109,000	186,109,000
4	Mr. Tran Bao Minh	Independent Member	120,000,000		120,000,000
5	Mr. Nguyen Duy Tung	Independent Member	120,000,000		120,000,000
	Total		240,000,000	579,181,867	819,181,867

V. Report on Transactions with Related Parties.

In 2024, Digiworld conducted transactions with related parties, including its subsidiaries, through investment activities and service provision. Details are as follows:

No.	Organization/Individual	Relationship with the Company	Registration No.*, Issue Date, Issuing Authority	Address of Headquarters/Contact Address	Transaction Amount (VND)	Notes
1	Digiworld Venture Co., Ltd.	Indirect subsidiary	0313309149, 16/06/2015, Ho Chi Minh City Department of Planning and Investment	195 - 197 Nguyen Thai Binh, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City	57,200,000,000	Borrowing
					138,301,370	Loan interest
2	Viet Money Joint Stock Company	Indirect subsidiary	0314001526, 08/09/2016, Ho Chi Minh City Department of Planning and Investment	146 Ly Thuong Kiet Street, Ward 14, District 10, Ho Chi Minh City	10,100,913,512	Loan interest
					98,060,733,334	Lending
					79,000,000,000	Loan repayment
					66,860,733,334	Lending
3	B2x Care Solutions Vietnam Co., Ltd.	Indirect subsidiary	0314410575, 17/05/2017, Ho Chi Minh City Department of Planning and Investment	65A Ho Xuan Huong, Vo Thi Sau Ward, District 3, Ho Chi Minh City	18,333,334	Service and goods purchase
4	Bellvina Trading and Production JSC	Indirect subsidiary	0108458846, 04/10/2018, Hanoi Department of Planning and Investment	42 Ngo Quyen, Van Phuc Ward, Ha Dong District, Hanoi City	6,818,182	Sale of goods and services
5					37,773,606,356	Providing services & goods

					271,254,250	Advance for goods supply
					22,000,000,000	Lending
					144,069,488,915	Sale of goods and services
					3,637,563,123	Service and goods purchase
					1,817,901,368	Loan interest
					113,500,000,000	Lending
					120,000,000,000	Loan repayment
	1 Digital Technology Co., Ltd. and Branch	Indirect subsidiary	0313318520, 23/06/2015, Ho Chi Minh City Department of Planning and Investment	15th Floor, Etown Central, 11 Doan Van Bo, Ward 13, District 4, Ho Chi Minh City		
					17,600,000,000	Lending
					12,188,890,168	Sale of goods and services
					571,779,959	Service and goods purchase
					2,826,833,453	Loan interest
					148,879,367,040	Lending
					196,279,367,040	Loan repayment
					2,872,896,085	Providing services & goods
6	A Chi Son JSC and Branch	Indirect subsidiary	0303055657, 29/08/2003, Ho Chi Minh City Department of Planning and Investment	100 Nguyen Thi Minh Khai, Vo Thi Sau Ward, District 3, Ho Chi Minh City		
7	Dai Tin Pharmaceutical JSC	Indirect affiliate	0312587344, 13/12/2013, Ho Chi Minh City Department of Planning and Investment	Y1 Hong Linh Street, Bac Hai Residential Area, Ward 15, District 10, Ho Chi Minh City	26,294,839,583	Providing services & goods

8	C.L Market Development Service JSC	Indirect subsidiary	0301483375, 15/12/1998, Ho Chi Minh City Department of Planning and Investment	15th Floor, Etown Central, 11 Doan Van Bo, Ward 13, District 4, Ho Chi Minh City	189,029,116,897	Lending
					280,187,365	Sale of goods and services
					1,131,450,336	Service and goods purchase
					4,047,817,012	Loan interest
					239,165,089,677	Lending
					168,895,972,780	Loan repayment
9	Dpharma Co., Ltd.	Indirect subsidiary	0317147442 10/02/2022 Ho Chi Minh City Department of Planning and Investment	195-197 Nguyen Thai Binh Ward, District 1, Ho Chi Minh City	5,247,727,283	Service and goods purchase

Above is a report highlighting key activities of the Company's Board of Directors in 2024 and the operational directions for 2025. The Board of Directors respectfully submits this to the General Meeting of Shareholders for review and approval.

We sincerely extend our best wishes for health and success to all esteemed shareholders.

ON BEHALF OF BOARD OF DIRECTORS



Doan Hong Viet

**REPORT OF AUDIT COMMITTEE
AT ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- Pursuant to the powers and responsibilities of the Audit Committee specified in Article 161 of the Law on Enterprises; Pursuant to the Charter of Company; Based on the mandate, the plan of the Audit Committee has been approved by the 2024 Annual General Meeting of Shareholders.

The Audit Committee would like to report its activities in 2024 as follows:

1. Activities of the Audit Committee

The Audit Committee consistently cooperated closely with the Board of Directors and General Director in implementing resolutions of the General Meeting of Shareholders and the Board of Directors, ensuring compliance with laws and the company's internal governance regulations. In 2024, the Audit Committee held four (04) meetings with the following contents:

No.	Date	Number of Participants	Participation Rate	Key Content
	29/03/2024	2/2	100%	- Evaluated and reviewed the implementation of certain BOD resolutions in Q1. - Discussed and evaluated the 2024 financial report and business performance
2	28/06/2023	2/2	100%	- Summarized Audit Committee's activities for the first half of the year and directed work for the second half of 2024 - Evaluated and reviewed the implementation of certain BOD resolutions in Q2. - Discussed criteria for selecting and recommending an independent auditing company for the 2024 financial year.
3	30/09/2024	2/2	100%	- Reviewed and verified semi-annual financial data, monitored information disclosure, and evaluated activities in Q3.
4	31/12/2024	2/2	100%	- Evaluated and summarized activities for 2024. - Approved the activity plan for 2025

2. Evaluation of the Activities of the Audit Committee

➤ **Monitoring Conducted by the Audit Committee:**

- Monitored the accuracy and quality of the Company's financial reports and disclosure of information related to its financial results.
- Quarterly updated Risk Management Reports by the Audit Committee to enable the Board of Directors (BOD) to promptly identify risk fluctuations and propose timely responses and thorough solutions.
- Reviewed transactions with related parties requiring approval from the BOD or the General

- Reviewed transactions with related parties requiring approval from the BOD or the General Meeting of Shareholders and provided recommendations for transactions that should be approved by these bodies.
- Supervised the Company's internal audit department to ensure independence in its auditing activities.
- Improved activities by updating processes, regulations, and enhancing employee competence in internal auditing.
- Proposed an independent auditing company, remuneration levels, and contract terms to the BOD.
- Ensured the efficiency, quality, independence, and regulatory compliance of all Audit Committee operations.
- **Coordination Between the Audit Committee, BOD, Executive Board, and Other Management Personnel:**

In 2024, Audit Committee members maintained regular exchanges with the BOD, General Director, and management personnel regarding business operations and company management, ensuring the Audit Committee effectively completed its tasks.

Key Coordination Results:

- The BOD, Audit Committee, and Executive Board closely cooperated in their activities, ensuring they exercised their rights and responsibilities with high integrity, diligence, and accountability for the benefit of the company and its shareholders.
- The Executive Board provided necessary information promptly and created favorable conditions for the Audit Committee's monitoring requirements. During meetings with the BOD, the Audit Committee contributed candidly, analyzing and evaluating to make optimal decisions that complied with current legal regulations while optimizing benefits for all stakeholders.
- The Audit Committee submitted regular and ad-hoc reports to the BOD on monitoring results, risk reports, and updates on departmental activities and business-related issues.
- Regarding shareholders: In 2024, the Audit Committee received no complaints or grievances from shareholders as per the Company Charter and current legal provisions..

3. Monitoring Results on Financial Reports, Business Activities, and Company's Financial Status

- The Audit Committee reviewed the 2024 Financial Reports (including quarterly reports, semi-annual review reports, and annual audit reports), confirming they were prepared and presented accurately, compliant with accounting standards and current regulations, and reflected the company's financial and business status truthfully.
- The Audit Committee detected no abnormal transactions, irregular fluctuations in assets, or significant fraud or errors that might affect the accuracy of the financial reports.
- Although targets were not fully met, revenue and profit achieved high growth compared to the same period and industry peers. Financial indicators such as liquidity and financial leverage remained within safe limits.
- The Company's accounting department has outlined a clear roadmap to be ready to publish financial reports under IFRS starting in 2025, in accordance with the Ministry of Finance's plan.
- Independent audit services: Ernst & Young Vietnam and their auditors demonstrated adequate competence and independence, conducting audits objectively and impartially, fulfilling all obligations as per the signed audit contract, and complying with current auditing and accounting standards..

4. Results of Evaluations on the Company's Internal Control System and Risk Management

- The Audit Committee completed a comprehensive review of the internal audit system and company-wide risk management policies, including branch operations.
- Monitored compliance with legal regulations and internal operating rules/policies in managing and operating production and business activities.
- Supervised and managed activities between the company and suppliers to ensure fairness and transparency based on a mutually beneficial partnership, while preventing and minimizing risks in transactions.
- Proposed solutions to manage potential risks that may arise in the future, such as quality control processes, inventory management activities, delivery system operations, and logistics handling..

5. Monitoring Results of the Board of Directors, General Director, and Other Executive Officers;

- Supervised the Board of Directors and the General Director in managing, operating, and implementing the 2024 business plan while complying with laws and the Company's charter.
- Based on the Audit Committee's evaluation, the Executive Board closely adhered to and seriously implemented the resolutions issued by the Board of Directors during 2024
- Despite challenges in 2024, the Executive Board successfully managed business operations, achieving growth in revenue and profits compared to 2023.
- The Audit Committee maintained excellent collaboration with the members of the Board of Directors, Executive Board, and relevant management personnel, and consistently received cooperation. Moreover, the Audit Committee proposed and recommended measures to the Board of Directors to amend, supplement, and improve the organizational structure, management, monitoring, and business operations, along with enhancing controls and reducing risks.
- The Audit Committee worked with the Board of Directors to evaluate and select Ernst & Young Vietnam Co., Ltd. as the independent auditing firm for 2024. Ernst & Young Vietnam met all evaluation criteria, ensuring reliability, accuracy, and the quality of audit reports as per regulations..

6. Remuneration and Operating Costs of the Audit Committee

- Detailed Remuneration Table for the Audit Committee (2024):

No.	Name	Position	Remuneration	Notes
1	Nguyen Duy Tung	Chairman of Audit Committee	0	Cum Member of the Board of Directors
2	Tran Bao Minh	Member of Audit Committee	0	Cum Member of the Board of Directors

(Both Audit Committee members are independent members of the Board of Directors and only receive remuneration from the Board of Directors.)

- Operating Costs of the Audit Committee

Other operating expenses of the Audit Committee comply with the regulations and internal policies of Digiworld JSC

7. Report on Transactions with Related Parties

In 2024, Digiworld conducted transactions with related parties, including its subsidiaries, through investment activities and service provision. Details are as follows:

No.	Organization/Individual	Relationship with the Company	Registration No.*, Issue Date, Issuing Authority	Address of Headquarters/Contact Address	Transaction Amount (VND)	Notes
1	Digiworld Venture Co., Ltd.	Indirect subsidiary	0313309149, 16/06/2015, Ho Chi Minh City Department of Planning and Investment	195 - 197 Nguyen Thai Binh, Nguyen Thai Binh Ward, District 1, Ho Chi Minh City	57,200,000,000	Borrowing
					138,301,370	Loan interest
2	Viet Money Joint Stock Company	Indirect subsidiary	0314001526, 08/09/2016, Ho Chi Minh City Department of Planning and Investment	146 Ly Thuong Kiet Street, Ward 14, District 10, Ho Chi Minh City	10,100,913,512	Loan interest
					98,060,733,334	Lending
					79,000,000,000	Loan repayment
					66,860,733,334	Lending
3	B2x Care Solutions Vietnam Co., Ltd.	Indirect subsidiary	0314410575, 17/05/2017, Ho Chi Minh City Department of Planning and Investment	65A Ho Xuan Huong, Vo Thi Sau Ward, District 3, Ho Chi Minh City	18,333,334	Service and goods purchase
4	Bellvina Trading and Production JSC	Indirect subsidiary	0108458846, 04/10/2018, Hanoi	42 Ngo Quyen, Van Phuc Ward, Ha	6,818,182	Sale of goods and services

			Department of Planning and Investment	Dong District, Hanoi City		
5	1 Digital Technology Co., Ltd. and Branch	Indirect subsidiary	0313318520, 23/06/2015, Ho Chi Minh City Department of Planning and Investment	15th Floor, Etown Central, 11 Doan Van Bo, Ward 13, District 4, Ho Chi Minh City	37,773,606,356	Providing services & goods
					271,254,250	Advance for goods supply
					22,000,000,000	Lending
					144,069,488,915	Sale of goods and services
					3,637,563,123	Service and goods purchase
					1,817,901,368	Loan interest
					113,500,000,000	Lending
					120,000,000,000	Loan repayment
6	A Chi Son JSC and Branch	Indirect subsidiary	0303055657, 29/08/2003, Ho Chi Minh City Department of Planning and Investment	100 Nguyen Thi Minh Khai, Vo Thi Sau Ward, District 3, Ho Chi Minh City	17,600,000,000	Lending
					12,188,890,168	Sale of goods and services
					571,779,959	Service and goods purchase
					2,826,833,453	Loan interest
					148,879,367,040	Lending
					196,279,367,040	Loan repayment

					2,872,896,085	Providing services & goods
7	Dai Tin Pharmaceutical JSC	Indirect affiliate	0312587344, 13/12/2013, Ho Chi Minh City Department of Planning and Investment	Y1 Hong Linh Street, Bac Hai Residential Area, Ward 15, District 10, Ho Chi Minh City	26,294,839,583	Providing services & goods
8	C.L Market Development Service JSC	Indirect subsidiary	0301483375, 15/12/1998, Ho Chi Minh City Department of Planning and Investment	15th Floor, Etown Central, 11 Doan Van Bo, Ward 13, District 4, Ho Chi Minh City	189,029,116,897	Lending
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					4,047,817,012	Loan interest
					239,165,089,677	Lending
					168,895,972,780	Loan repayment
9	Dpharma Co., Ltd.	Indirect subsidiary	0317147442 10/02/2022 Ho Chi Minh City Department of Planning and Investment	195-197 Nguyen Thai Binh Ward, District 1, Ho Chi Minh City	5,247,727,283	Service and goods purchase

Above is the report on the activities of the Audit Committee in 2024. The Audit Committee respectfully submits this to the General Meeting of Shareholders for approval.

Wishing the General Meeting great success.

**ON BEHALF OF AUDIT COMMITTEE
CHAIRMAN**

(signed)

MR. NGUYEN DUY TUNG

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

APPROVAL OF THE AUDITED FINANCIAL STATEMENTS FOR 2024

To: General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Digiworld Corporation;

The Board of Directors (BOD) hereby submits to the General Meeting of Shareholders for approval of the financial statements for 2024 of Digiworld Corporation, which have been audited by Ernst & Young Vietnam Limited Liability Company.

The 2024 financial statements have been disclosed in accordance with regulations and are also published on the company's website (www.digiworld.com.vn), including:

1. Auditor's report;
2. Balance sheet as of December 31, 2024;
3. Income statement for 2024;
4. Cash flow statement;
5. Notes to the financial statement.

Key financial indicators for the year are as follows:

Indicators	Consolidated	Separate
Total revenue	22,561,138,071,715	21,149,689,158,718
Net revenue	22,078,260,362,207	20,652,561,610,253
Profit before tax	568,950,772,752	554,698,974,603
Profit after tax	448,547,310,254	442,192,627,536
Basic earnings per share (VND/share)	2,003	
Short-term assets	7,771,702,747,632	7,388,917,787,512
Long-term assets	727,621,646,739	809,512,734,587
Total assets	8,499,324,394,371	8,198,430,522,099
Liabilities	5,487,325,625,083	5,207,768,578,779
Owner's equity	3,011,998,769,288	2,990,661,943,320
Total capital	8,499,324,394,371	8,198,430,522,099

The Board of Directors of Digiworld Corporation respectfully submits this proposal to the General Meeting of Shareholders for approval of the audited financial statements for 2024.

Respectfully,

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



Mr. Doan Hong Viet

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

BUSINESS PLAN FOR 2025

To: General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Digiworld Corporation;

Based on the overall market situation, business performance, and financial status of the Company, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the most appropriate business plan for 2025 as follows:

No.	Indicators	Plan in 2025 (Billion VND)	Growth compared to 2024
1	Revenue	25,450	+15%
2	Profit after tax	523	+18%

The General Meeting of Shareholders authorizes the Board of Directors to develop and propose a profit distribution plan for 2025 based on the actual implementation of the business plan, to be submitted for approval at the nearest General Meeting.

We respectfully submit this proposal to the General Meeting of Shareholders for review and approval.

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



Mr. Doan Hong Viet

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

DIVIDEND DISTRIBUTION PLAN FOR 2024

To: General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Digiworld Corporation;
- Pursuant to the Company's business operation plan.

Based on the business results of 2024 and the audited financial statements, the Board of Directors respectfully submits to the General Meeting of Shareholders for discussion and voting on the 2024 dividend distribution plan as follows:

Key Indicators	Percentage (%)
✓ Cash dividend: 500 VND/share ✓ Implementation time: in 2025	5%

The General Meeting of Shareholders authorizes the Board of Directors to:

- Ensure the source of dividend payment for 2024 and choose the appropriate payment time in accordance with the law.
- Carry out relevant procedures in accordance with legal regulations and regulatory authorities.
- Provide a full report to the General Meeting of Shareholders.

Respectfully submit this proposal to the General Meeting of Shareholders for review and approval.

Sincerely

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



Mr. Doan Hong Viet

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

STOCK ISSUANCE PLAN UNDER THE EMPLOYEE STOCK OWNERSHIP PROGRAM (ESOP 2025)

To: General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Digiworld Corporation;
- Pursuant to the Company's business operation plan.

The Board of Directors respectfully presents to the General Meeting of Shareholders for discussion and vote on the plan to issue shares under the employee stock option program as follows:

I. APPROVAL OF THE PLAN TO ISSUE SHARES UNDER THE EMPLOYEE STOCK OWNERSHIP PLAN (ESOP 2025)

1. Name of the issued shares	Shares of Digiworld Corporation (DGW)
2. Type of issued shares	Common shares
3. Par value of shares	10,000 VND/share
4. Issuance Method	Issuing shares to employees according to the list determined by the Board of Directors
5. Target of issuance	Members of the Board of Directors and employees of DGW and its subsidiaries.
6. Employee Selection Criteria	<p>Seniority: Employees with at least two years of service at the company. Seniority is calculated from the date of signing the official contract to the ESOP review date.</p> <p>Outstanding Contributions: Exceptional achievements such as developing new projects, improving work processes, or implementing initiatives that bring significant economic benefits to the company.</p> <p>Work Performance: Evaluated annually through the KPI (Key Performance Indicators) system.</p> <p>The list of employees meeting these criteria and the principles for determining the number of allocated shares shall be authorized to the Board of Directors for final decision-making.</p>
7. Estimated number of shares to be issued	2.000.000 shares
8. Total par value of ESOP shares	20.000.000.000 VND
9. Selling price	10.000 VND/share
10. Transfer restriction	01 year from the end date of the issuance period
11. Expected implementation time	It is expected that in Q2 and Q3 of 2024, after receiving a written notice from the State Securities Commission (SSC) confirming the full submission of issuance report

documents and after the Company has completed the cash dividend payment to shareholders.

II. INCREASE IN CHARTER CAPITAL CORRESPONDING TO THE TOTAL PAR VALUE OF ISSUED SHARES

Approval of the increase in the company's charter capital corresponding to the total par value of the actual number of shares issued under the issuance plan stated in Section I above.

III. ADDITIONAL LISTING OF NEWLY ISSUED SHARES

Approval for registration, depository at the Vietnam Securities Depository and Clearing Corporation – Ho Chi Minh City Branch (“VSDC”), and additional listing at the Ho Chi Minh Stock Exchange (HOSE) for all the actual number of shares issued under the ESOP 2025 program after completing the reporting procedures to the State Securities Commission.

IV. AUTHORIZATION TO THE BOARD OF DIRECTORS

1. **Implement the employee stock issuance plan**
 - Issue regulations on Employee Stock Issuance within the Company;
 - Develop a detailed issuance plan;
 - Determine criteria, the list of employees, and the number of shares allocated to each recipient;
 - Select an appropriate timing for implementing the issuance plan.
2. **Apply for additional listing and depository registration:** Approve the necessary documents and complete all required procedures for additional listing and depository registration of the actual number of newly issued shares at the Ho Chi Minh Stock Exchange and the Vietnam Securities Depository and Clearing Corporation.
3. **Amend and supplement the Company’s Charter to reflect the adjusted charter capital resulting from the issuance.**
4. **Carry out the necessary procedures to amend the business registration with the competent authorities in accordance with the adjusted charter capital after the issuance.;**
5. **Depending on specific circumstances, the Board of Directors may authorize the General Director to carry out one or more of the above-mentioned tasks..**

Respectfully submit this proposal to the General Meeting of Shareholders for review and approval.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



Mr. Doan Hong Viet

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

LIST OF AUDITING FIRMS SELECTED FOR THE 2025 FINANCIAL YEAR AUDIT

To: The General Meeting of Shareholders

Based on the proposal of the Audit Committee, the Board of Directors of Digiworld Corporation respectfully submits to the General Meeting of Shareholders for approval the list of auditing firms and authorizes the Board of Directors to select an auditing firm from the list for the 2025 financial year. The selection will be based on the list of auditing firms approved by the State Securities Commission for auditing listed companies and securities businesses, as follows:

STT	Tên Công ty Kiểm toán	Địa chỉ liên hệ
1	Ernst & Young Vietnam Limited Liability Company	Add: Bitexco Financial Tower 28th Floor, No. 2 Hai Trieu Street, District 1, Ho Chi Minh City Tel: 028 38245252 Fax: 028 38245250
2	KPMG Vietnam Limited Liability Company	Add: 10th Floor, Sunwah Tower, 115 Nguyen Hue Street, District 1, Ho Chi Minh City Tel: 028 38219266 Fax: 028 38219267
3	Deloitte Vietnam Limited Liability Company	Add: 18th Floor, Times Square Building, 57, 69F Dong Khoi Street, Ben Nghe Ward, District 1, Ho Chi Minh City Tel: 028 39100751 Fax: 028 39100750
4	Price Waterhouse Coopers Vietnam Limited Liability Company	Add: 8th Floor, Saigon Tower, 29 Le Duan Street, District 1, Ho Chi Minh City Tel: 028 38230796

Respectfully submit this proposal to the General Meeting of Shareholders for review and approval.

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



Mr. Doan Hong Viet

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

PLAN FOR REMUNERATION PAYMENT TO THE BOARD OF DIRECTORS AND THE AUDIT COMMITTEE IN 2025

To: The General Meeting of Shareholders

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter of Digiworld Corporation;

Based on the Company's business operation plan and to ensure that the remuneration policy for the Board of Directors (BOD) and the Audit Committee (AC) aligns with increasing accountability, encouraging enhanced management by the BOD, and strengthening supervision by the AC in implementing the resolutions of the General Meeting of Shareholders (GMS) annually, the Board of Directors respectfully submits the following proposals to the General Meeting of Shareholders for consideration and approval:

I. Report on the Remuneration of the Board of Director and Audit Committee of Digiworld Corporation in 2024:

Total amount payment: 240.000.000 VND

- Board of Director members: 240.000.000 VND
- Supervisory Board members: 0 VND

(Mr. Nguyen Duy Tung and Mr. Tran Bao Minh serve as both Board of Director members and Audit Committee members; therefore, Digiworld Corporation does not provide separate remuneration for their roles in the AC.)

II. Remuneration Plan for the BOD and AC in 2025:

1. Audit Committee Remuneration in 2025:

- Number of AC members: 02 members
- Planned remuneration for each AC member in 2025: 5,000,000 VND / member / month

2. Board of Directors Remuneration in 2025

- Number of BOD members: 05 members.
- Planned remuneration for each BOD member in 2025: 10,000,000 VND / member / month

(Note: The above remuneration plan for the BOD and AC in 2025 applies only to BOD and AC members who do not receive a salary from Digiworld Corporation. No remuneration is provided for those holding concurrent positions in both the BOD and AC.)

Respectfully submit this proposal to the General Meeting of Shareholders for review and approval.

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



Mr. Doan Hong Viet



ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

AMENDMENT AND SUPPLEMENTATION OF THE COMPANY'S CHARTER

To: The General Meeting of Shareholders

- Pursuant to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, providing guidance on certain provisions of corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government;
- Pursuant to the Charter of Digiworld Corporation;

Pursuant to the applicable laws and the practical requirements of corporate governance at Digiworld Corporation (the "Company"), the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the amendment of the Company's Charter:

No.	Current Charter	Amended Content	Reason
1	<p>Article 15. Authorized Representatives, Proxy Attendees</p> <p>15.3. The authorization for a Proxy Attendee to attend the General Meeting of Shareholders must be made in writing using the Company's prescribed form and must be signed as follows:</p> <p>(a) In the case where an individual shareholder is the authorizing party, the power of attorney must bear the signatures of both the Shareholder and the Proxy Attendee;</p> <p>(b) In the case where the Authorized Representative of an organizational shareholder is the authorizing party, the power of attorney must bear the signatures of the Authorized</p>	<p>Article 15. Authorized Representatives, Proxy Attendees</p> <p>15.3. The authorization for a Proxy Attendee to participate in the General Meeting of Shareholders must be made in writing and must bear signatures. The power of attorney must be prepared in accordance with civil law regulations and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the scope of authorization, the duration of</p>	<p>Adjustment to ensure shareholder rights</p>

	<p>Representative, the legal representative of the Shareholder, and the Proxy Attendee; and</p> <p>(c) In other cases, the power of attorney must bear the signatures of the legal representative of the Shareholder and the Proxy Attendee.</p> <p>When attending the General Meeting of Shareholders, the Proxy Attendee must submit the written authorization before entering the meeting room</p>	<p>authorization, and the signatures of both the authorizing party and the authorized party.</p> <p>The authorized attendee must submit the power of attorney upon registration for the meeting. In the case of sub-authorization, the attendee must also present the original power of attorney from the shareholder or the authorized representative of the shareholder (if it has not been previously registered with the Company).</p>	
2	<p>Article 25. Composition and Term of Members of the Board of Directors</p> <p>25.1. The number of members of the Board of Directors shall be at least five (5) and no more than eleven (11) members. The term of the Board of Directors is five (5) years. The term of each member of the Board of Directors shall not exceed five (5) years; members of the Board of Directors may be re-elected for an unlimited number of terms. The total number of independent members of the Board of Directors must account for at least one-third (1/3) of the total number of Board members. Members of the Board of Directors may be non-Vietnamese nationals and/or non-residents of Vietnam.</p>	<p>Article 25. Composition and Term of Members of the Board of Directors</p> <p>25.1. The number of members of the Board of Directors shall be five (5) members. The term of the Board of Directors is five (5) years. The term of each member of the Board of Directors shall not exceed five (5) years; members of the Board of Directors may be re-elected for an unlimited number of terms. The total number of independent members of the Board of Directors must account for at least one-third (1/3) of the total number of Board members. Members of the Board of Directors may be non-Vietnamese nationals and/or non-residents of Vietnam.</p>	<p>Adjustment according to actual conditions.</p>
3	<p>Article 40. Responsibility for Honesty and Avoiding Conflicts of Interest</p> <p>(i) For contracts valued at or below twenty percent (20%) of the Company's total assets as recorded in the most recent audited consolidated financial statements, key elements of the contract or transaction, as well as the relationships and interests of the Managers or members of the Board of Directors, must be reported to the Board</p>	<p>Article 40. Duty of Integrity and Avoidance of Conflicts of Interest</p> <p>(i) For contracts with a value less than or equal to thirty-five percent (35%) of the total asset value of the Company as recorded in the most recent audited consolidated financial statements, the key elements of the contract or transaction, as well as the relationships</p>	<p>Adjustment for uniformity in value thresholds to determine the authority for approving transactions with related parties.</p>

<p>of Directors or the relevant subcommittee. Additionally, the Board of Directors or the subcommittee must have approved the execution of such contract or transaction in good faith by a majority vote of the Board members who have no related interests.</p> <p>(ii) For contracts with a value greater than twenty percent (20%) of the total asset value of the Company as recorded in the most recent audited consolidated financial statements, the key elements of the contract or transaction, as well as the relationships and interests of the Manager or Board Member, must be disclosed to shareholders who do not have related interests and hold voting rights on the matter. These contracts are approved when sixty-five percent (65%) of the non-related shareholders vote in favor; or</p> <p>(iii) The contract or transaction is deemed fair and reasonable in all respects concerning the Company's shareholders by an independent advisory organization at the time the transaction or contract is executed, approved, or ratified by the Board of Directors or a committee under the Board of Directors or by the shareholders.</p>	<p>and interests of the Manager or Board Member, must be reported to the Board of Directors and approved by the majority vote of Board Members without related interests.</p> <p>(ii) For transactions with a value greater than 35% or transactions resulting in cumulative transaction values reaching 35% or more within 12 months from the execution date of the first transaction, the important aspects of the transaction, as well as the relationships and interests of the Manager or Board Member, must be disclosed to shareholders and approved by the General Meeting of Shareholders through votes from shareholders without related interests.</p>	
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The General Meeting of Shareholders assigns the Board of Directors the authority to amend and update the stated provisions in the Company Charter.

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

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD



Mr. Doan Hong Viet



ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

April 25, 2025

PROPOSAL

AMENDMENT AND SUPPLEMENTATION OF THE INTERNAL REGULATIONS ON CORPORATE GOVERNANCE

To: The General Meeting of Shareholders

- Pursuant to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, providing guidance on certain provisions of corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government;
- Pursuant to the Charter of Digiworld Corporation;

Pursuant to the applicable laws and the practical requirements of corporate governance at Digiworld Corporation (the “Company”), the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following amendments:

No.	Current Regulation	Amendment	Reason
1	<p>Article 4: Procedure for convening the General Meeting of Shareholders and approving resolutions by voting at the meeting</p> <p>4.6 Authorization for representatives to attend the General Meeting of Shareholders:</p> <p>The authorization for the Representative to Attend the General Meeting of Shareholders must be made in writing according to the Company's template and signed in accordance with the following provisions:</p> <p>- In the case of an individual shareholder as the authorizer, the authorization document must bear the signatures of both the shareholder and the Authorized Representative to Attend.</p>	<p>Article 4: Procedure for convening the General Meeting of Shareholders and approving resolutions by voting at the meeting</p> <p>The authorization for the Representative to Attend the General Meeting of Shareholders must be made in writing and signed. The authorization document must comply with civil law regulations and clearly state the name of the authorizing shareholder, the name of the authorized individual/organization, the number of shares authorized, the scope and duration of authorization, and signatures of both the authorizer and the authorized party. The</p>	<p>Adjustment to ensure shareholder rights</p>

	<p>- In the case of the Authorized Representative of an organizational shareholder as the authorizer, the authorization document must bear the signatures of the Authorized Representative, the legal representative of the shareholder, and the Authorized Representative to Attend.</p> <p>- In other cases, the authorization document must bear the signatures of the legal representative of the shareholder and the Authorized Representative to Attend.
 When attending the General Meeting of Shareholders, the Authorized Representative to Attend must submit the authorization document before entering the meeting room.</p>	<p>Authorized Representative must submit the authorization document upon registration for the meeting. In the case of reauthorization, the attendee must present the original authorization document of the shareholder or the legal representative of the organizational shareholder (if not previously registered with the Company).</p>	
2		<p>Article 6: Procedure for convening the General Meeting of Shareholders and approving resolutions through online conferences</p>	<p>Adjustment to adapt to modern practices</p>
3	<p>Article 7: Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors</p> <p>7.1.a: The number of Board of Directors members shall be at least five (5) and no more than eleven (11). The term of the Board of Directors shall be five (5) years. The term of each member of the Board of Directors shall not exceed five (5) years; members may be reelected for an unlimited number of terms. The total number of independent members must comprise at least one-third (1/3) of the total members of the Board of Directors. Members may be non-Vietnamese nationals and/or non-residents of Vietnam.</p>	<p>Article 7: Nomination, candidacy, election, dismissal, and removal of members of the Board of Directors</p> <p>The number of Board of Directors members shall be five (5). The term of the Board of Directors shall be five (5) years. The term of each member of the Board of Directors shall not exceed five (5) years; members may be reelected for an unlimited number of terms. The total number of independent members must comprise at least one-third (1/3) of the total members of the Board of Directors. Members may be non-Vietnamese nationals and/or non-residents of Vietnam.</p>	<p>Adjustment based on practical considerations</p>

The General Meeting of Shareholders assigns the Board of Directors the authority to amend and update the stated provisions in the internal regulations on corporate governance.

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

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



Mr. Doan Hong Viet