No. 01_2026/TT/DHDCD/MWG Ho Chi Minh City, March 26, 2026

PROPOSAL LETTER TO

ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2026

OF MOBILE WORLD INVESTMENT CORPORATION ("MWG")

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved on June 17, 2020, and amended and supplemented on June 17, 2025 ("Law on Enterprises");
- Pursuant to the Law on Securities No. 54/2019/QH14 approved on November 26, 2019, and amended and supplemented on November 29, 2025 ("Law on Securities");
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025, amending and supplementing several articles of Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities ("Decree 245");
- Pursuant to the Charter of Mobile World Investment Corporation approved on May 15, 2021, and amended from time to time ("Charter");
- Pursuant to the Internal Governance Regulations approved on April 09, 2023;
- Pursuant to the Resolution of the Board of Directors No. 02/NQ/HDQT-2026 issued on February 23, 2026;
- Pursuant to Resolution of the Board of Directors No. 03B/NQ/HĐQT-2026 issued on March 19, 2026.

The Board of Directors ("BOD") respectfully submits to the Annual General Meeting of Shareholders to discuss and approve the following issues:

ARTICLE 1. REPORT OF THE BOARD OF DIRECTORS IN 2025 AND THE IMPLEMENTATION OF THE RESOLUTION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025 NO. 01/NQ/DHDCD/2025 DATED APRIL 26, 2025

1.1 1.1 Reports of the Board of Directors in 2025

1.1.1 The Company's operations in 2025;

1.1.2 Report on the activities of the Board of Directors in 2025;

1.1.3 Report on the activities of the Audit Committee in 2025;

Please see the above reports in the Annual Report 2025 and the Corporate Governance Report 2025, which are published on the Company's website at: https://mwg.vn/eng/reports.

1.2 Report on dividend payment from retained earnings of 2025.

Pursuant to Article 4 of the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/NQ/DHDCD/2025 dated April 26, 2025 of Mobile World Investment Corporation, in July 2025, the Company completed the payment of cash dividends from retained earnings as follows:

1.2.1 Stock type: common stock

1.2.2 Par value: 10,000 VND/share

1.2.3 Dividend ratio: 10%/share, equivalent to VND1,000 /share

1.2.4 Beneficiaries: Existing shareholders whose names are recorded in the shareholder list as of July 25, 2025.

1.2.5 Dividend payment method: In cash

1.2.6 Payment period: August 08, 2025

1.2.7 Total amount paid: VND 1,478,456,763,000, of which:

- PIT deducted and paid on behalf of shareholders: VND 14,777,744,850
- The amount of dividend transferred to shareholders via Vietnam Securities Depository and Clearing Corporation ("VSDC"): VND 1,463,673,836,850
- The amount of dividend paid to shareholders (received at the head office): VND 0
- The amount not yet paid to shareholders (not yet received at the HO): VND 5,181,300

  Reason for the unpaid amount: The shareholders hold undeposited shares, and although the Company has contacted them to receive the cash dividend, they have not come to the Company's office to collect it.

1.3 Report on treasury shares repurchased from resigned employees.

As of the date of this Proposal, the total number of treasury shares repurchased by the Company from resigned employees is 1,269,648 shares, as follows:

No.	Transaction period	Number of treasury shares purchased (shares)	Repurchase value (VND)	Transaction parties
1	June 2024	328,789	3,287,890,000	Resigned employees
2	December 2024	431,179	4,311,790,000	Resigned employees
3	June 2025	324,161	3,241,610,000	Resigned employees
4	July 2025	152,285	1,522,850,000	Resigned employees
5	February 2026	33,234	332,340,000	Resigned employees
Total		**1,269,648**	**12,696,480,000**	

Pursuant to Article 31b, Clause 13 of the Law[1], the Company is not required to carry out procedures for charter capital reduction regarding shares repurchased from employees who resigned.

1.4 Report on completion of the share repurchase and charter capital reduction in 2025

Pursuant to Article 6 of the Resolution of the 2025 Annual General Meeting of Shareholders No. 01/NQ/DHDCD/2025 dated April 26, 2025, the Company carried out the repurchase of its own shares as follows:

1. Total number of shares registered for repurchase	:	10,000,000 shares.
2. Number of shares actually repurchased	:	10,000,000 shares.
3. Treasury shares before the transaction	:	1,236,414 shares.
4. Treasury shares after the transaction	:	11,236,414 shares.
5. Purpose of share repurchase	:	Repurchase shares to reduce charter capital. The Company will carry out procedures to reduce charter capital corresponding to the total par value of the repurchased shares in accordance with regulations.
6. Source of funds for repurchase	:	Using internal funds and undistributed retained earnings based on the audited separate and consolidated financial statements of 2024: VND 809,691,420,000.
7. Average repurchase price	:	VND 80,969
8. Implementation period	:	From November 19, 2025, to December 12, 2025
9. Transaction method	:	Order matching

After completing the share repurchase, the Company also completed procedures to reduce 10,000,000 (ten million) repurchased shares, equivalent to VND 100,000,000,000 in charter capital. The charter capital after the reduction is VND 14,696,931,770,000.

At the same time, the Company completed procedures to adjust the listing at the Ho Chi Minh City Stock Exchange (HOSE) and cancel the securities registration with the Vietnam Securities Depository and Clearing Corporation (VSDC) for the number of shares reduced accordingly.

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[1] Pursuant to the Law No. 56/2024/QH15 dated November 29, 2024 on amendments and supplements to a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations.

ARTICLE 2. APPROVAL OF THE 2025 AUDITED FINANCIAL STATEMENTS

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the audited financial statements for 2025, audited by Ernst & Young Vietnam Limited.

Details of the business results, balance sheet, and cash flow statement are included in the attached documents and published on the Company's Website at: https://mwg.vn/eng/reports.

ARTICLE 3. APPROVAL OF 2026 BUSINESS PLAN AND STRATEGIC DIRECTIONS

3.1 The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the business plan for 2026 as follows:

Unit: VND billion	2026 Target	2025 Actual (*)	2026 Target vs. 2025 Actual
Consolidated Net Revenue	185,000	155,928	+19%
Profit after tax	9,200	7,073	+30%

(*) 2025 Actual figures are based on the audited consolidated financial statements.

In 2026, the Government aims to achieve double-digit economic growth by accelerating infrastructure investment, promoting regional economic development, and stimulating consumption. Although global trade conflicts and geopolitical tensions may continue to pose risks to exports, employment, and domestic purchasing power, MWG remains well-positioned and proactive, focusing on strengthening internal capabilities and creating new demand for its products and services to overcome these challenges and capture emerging opportunities.

3.2 Key strategic directions for 2026:

a. The year 2026 marks the beginning of the strategic phase for 2026–2030, representing a shift toward "quality-driven growth", building upon the restructuring achievements under the philosophy of "Reduce Quantity - Enhance Quality" implemented during 2024-2025. The Company will focus on enhancing operational efficiency and elevating customer experience in the new consumption era. For retail segments that are expanding in scale, MWG will prioritize efficient network expansion to ensure sustainable profitability.

b. Specialization of subsidiaries:

- Clearly separating the retail business segments (Mobile phone retail, Consumer electronics, Grocery retail, Pharmaceutical retail, Mother and Baby retail) into independent legal entities.
- Strategic objective: Each business segment will operate independently with greater autonomy and flexibility in decision-making while enhancing corporate governance standards. This structure forms an important foundation for subsidiaries to accelerate growth and contribute effectively to MWG's ecosystem in the medium and long term.

c. In addition, the Company will accelerate the use of AI/ML across forecasting, procurement, distribution, merchandising, and automated systems to reduce costs, improve labor productivity, and enhance operational efficiency. The combination of Big Data and AI enables deeper customer insights, supporting personalized experiences and stronger customer engagement with the Company's brands.

d. MWG's competitive advantage lies in its end-to-end ecosystem, covering physical stores, e-commerce channels, the Super App, as well as in-house warehousing, logistics, delivery, installation, and after-sales services. This allows the Company to control service quality at every customer touchpoint and respond quickly to omnichannel demand.

e. In addition to financial goals, MWG prioritizes sustainable development through active emissions reduction, resource protection, and the promotion of a diverse, equitable workplace. The Company maintains transparent and ethical governance, fosters an "ownership mindset" throughout the organization, while continuously reinforcing its customer-centric service culture. For partners, MWG emphasizes operational efficiency and stability as the core pillars for enduring, mutually beneficial partnerships.

ARTICLE 4. APPROVAL OF THE CASH DIVIDEND PAYMENT PLAN FROM UNDISTRIBUTED RETAINED EARNINGS

The BOD respectfully submits to the General Meeting of Shareholders for approval the plan to pay dividends to existing shareholders as follows:

4.1	Stock type	:	Common shares (excluding treasury shares)
4.2	Par value	:	VND 10,000 per share
4.3	Dividend ratio	:	20% per share, equivalent to VND 2,000 per share
4.4	Eligible recipients	:	Existing shareholders listed in the shareholder register on the record date for determining shareholders entitled to receive cash dividends
4.5	Source of funds	:	Undistributed retained earnings based on the audited financial statements
4.6	Dividend payment method	:	In cash
4.7	Expected dividend payment schedule	:	The first interim dividend payment of VND 1,000 per share in Q3/2026, and the second interim dividend payment of VND 1,000 per share in Q4/2026.

4.8 The Board of Directors is authorized to:

4.8.1 Decide on the record date (for dividend entitlement) and the actual dividend payment schedule.

4.8.2 Decide and handle technical issues and arising situations during the implementation of the dividend payment process (including adjusting interim payment amounts or payment schedule, if necessary, provided the total dividend payment of VND 2,000 per share as approved by the General Meeting of Shareholders is maintained).

4.8.3 Prepare documents, sign necessary agreements, and complete all legal procedures with relevant authorities to implement the dividend payment in accordance with regulations.

4.8.4 Delegate part or all of the above responsibilities to the Chairman of the Board or the General Director in accordance with applicable laws and the Company's Charter.

ARTICLE 5. APPROVAL OF THE SUPPLEMENT TO THE EMPLOYEE STOCK OWNERSHIP PLAN FOR KEY LEADERS AND MANAGERS OF THE COMPANY AND ITS SUBSIDIARIES BASED ON THE GROWTH OF NET PROFIT AFTER TAX (NPAT) AND THE GROWTH OF MWG SHARE PRICE COMPARED TO THE GROWTH OF VNINDEX IN 2025 ("ESOP 2025")

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the ESOP 2025 share issuance plan as follows:

5.1 Issuance ratio:

Based on the 2025 General Meeting of Shareholders' resolution and the actual business performance, the ESOP 2025 issuance ratio is 0.5%, calculated as follows:

ESOP issuance ratio in 2025 (**A**)	=	Ratio for the completion of the NPAT target in 2025 **(B)**	+	Ratio for exceeding the NPAT target in 2025 and the growth rate of the MWG stock price in 2025 compared to 2024, higher than the growth rate of VN-Index in 2025 compared to 2024 at a minimum of +5% **(C)**

Based on the 2025 results, the ESOP 2025 issuance ratio is: A = B + C = 0.5% + 0 = 0.5%

<u>In which:</u>

- **B = 0.5%** as the actual 2025 NPAT = VND 7,073 bn > the 2025 NPAT target = VND 4,850 bn;
- **C = 0** as the growth rate of MWG's share price in 2025 compared to 2024 was higher than that of the VN-Index over the same period, but lower than the VN-Index growth rate plus 5%.

5.2 Number of shares to be issued:

Total ESOP shares of 2025 = ESOP 2025 issuance ratio × total number of outstanding shares at the time of issuance.

➢ **Total ESOP 2025 shares = 0.5% × 1,468,423,529 = 7,342,117 shares**

5.3 Detailed ESOP 2025 issuance plan:

5.3.1	Name of shares	:	Shares of Mobile World Investment Corporation
5.3.2	Stock type	:	Common shares
5.3.3	Stock code	:	MWG
5.3.4	Par value	:	VND 10,000 per share
5.3.5	Total number of outstanding shares	:	1,468,423,529 shares
5.3.6	Number of shares to be issued	:	7,342,117 shares
5.3.7	Total value at par value	:	VND 73,421,170,000
5.3.8	Issuance ratio	:	0.5%
5.3.9	Issuance price	:	VND 10,000 per share
5.3.10	Total issuance value at issuance price	:	VND 73,421,170,000
5.3.11	Purpose of issuance	:	- To recognize the contributions of key leaders and managers (collectively referred to as "Employees") in achieving the Company's targets and contributing to the long-term development of the Company and its subsidiaries; - To align the interests of Employees with those of shareholders and the sustainable development of the Company; - To retain talented personnel with strong professional ethics and long-term commitment, ensuring succession and stability in the management team amid labor market fluctuations.
5.3.12	Use of proceeds	:	The total proceeds from the ESOP 2025 issuance are expected to be used to supplement working capital for the Company's business operations.
5.3.13	Eligible participants	:	Employees who are leaders and key managers having official labor contracts with the Company or its subsidiaries and meeting the eligibility criteria for participation in the ESOP 2025 plan are categorized into the following groups:

			Group 1: General Directors; Group 2: National Sales Directors; Business Development Directors; Group 3: Category Directors; Functional Directors of the chains; Service Division Directors; Regional Sales Directors; Group 4: Department Managers (Service Divisions).
5.3.14	Eligibility criteria	:	Eligibility criteria for Employees to participate in the ESOP 2025 are as follows: - Falling under the category specified in Section 5.3.13 - Having official labor contracts with the Company or its subsidiaries on or before December 31, 2025, and still valid until the State Securities Commission confirms receipt of complete ESOP issuance documents; - Not falling into any of the following cases: • Violating internal labor regulations of the Company and its subsidiaries; • Having submitted resignation and currently under exit procedures; • Not having labor contracts renewed by the Company and its subsidiaries; • Being unilaterally terminated by the Company or its subsidiaries; • Being subject to disciplinary proceedings. - Achieving a performance completion rate of at least 80% in 2025.
5.3.15	Principles for allocation of shares	:	The number of shares allocated to each Employee shall be determined in accordance with the principles specified in Appendix I attached to this Proposal.
5.3.16	Foreign ownership limit compliance	:	- The Company's maximum foreign ownership ratio is 49% (based on the Company's submission of the notification on foreign ownership limits to the State Securities Commission on June 4, 2021, at the level of

49% , and the receipt of Official Letter No. 3239/UBCK-PTTT dated June 30, 2021 from the State Securities Commission acknowledging receipt of a complete and valid dossier for such notification).

- Under the issuance plan, the Company will carry out the issuance of shares only to employees who are Vietnamese nationals and will not issue shares to foreign investors; therefore, this issuance will not change the current foreign ownership ratio and will remain in compliance with the Company's maximum foreign ownership limit.

5.3.17	Transfer restrictions	:	A lock-up period of 02 (two) years from the completion date of the issuance (the date on which the collection of share subscription payments from Employees is completed). After each year, 50% of the purchased shares shall be released from transfer restrictions; specifically, 50% after the first year and 100% after the second year.
5.3.18	Treatment of unsubscribed shares	:	Any shares remaining unsubscribed due to employees not registering to purchase, or having registered but failing to pay or fully pay within the prescribed period, or due to employees no longer being eligible and/or meeting the criteria to participate in the ESOP 2025 during the period from the Board of Directors' approval of the list of eligible employees to the date the State Securities Commission confirms receipt of the complete ESOP issuance dossier, shall be reallocated at the full discretion of the Board of Directors to other employees from the initially approved list at the same issuance price. Such reallocated shares shall be subject to a transfer restriction of two (2) years from the completion date of the issuance; In the event that the Board of Directors does not fully distribute the remaining shares, such undistributed shares shall be cancelled, and the Board of Directors shall issue a decision to complete the issuance.

5.3.19	Withdrawal / Repurchase of ESOP shares	:	The Company shall withdraw/repurchase ESOP shares from Employees in the following cases: - Employees resign before the end of the lock-up period (including cases where the labor contract expires and is not renewed by the Company/the subsidiaries, except as otherwise decided by the Board of Directors). - Employees are subject to disciplinary action, dismissal in accordance with the regulations of the Company/the subsidiaries, or other forms of discipline under the Labor Code, or violate the internal labor regulations and/or other internal policies of the Company/the subsidiaries. - In the event of an Employee's death during the lock-up period, all restricted shares held by such Employee shall not be withdrawn and shall be fully released (after one year from the completion date of the issuance in accordance with applicable laws) and transferred to the lawful heirs of such Employee in accordance with applicable laws. Authorize the Board of Directors to determine specific cases for the withdrawal/repurchase of ESOP shares.
5.3.20	Payment method	:	Bank transfer
5.3.21	Expected issuance time	:	In 2026, at a time to be decided by the Board of Directors upon approval from the State Securities Commission.
5.3.22	Registration of additional securities and listing of additional securities	:	To register additional shares with the Vietnam Securities Depository and Clearing Corporation (VSDC) and to list/register additional shares for trading on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with regulations.
5.3.23	Plan for resale of repurchased ESOP shares	:	For ESOP shares repurchased/withdrawn from Employees as specified in Section 5.3.19 of this Proposal, the General Meeting of Shareholders authorizes the Board of Directors to decide, at its full discretion, on the plan for resale of such

repurchased/withdrawn shares to ensure compliance with applicable laws at the relevant time.

5.4 Approval of the increase in charter capital, with the amount of increase corresponding to the number of shares successfully issued. The Board of Directors is assigned to carry out procedures for the charter capital increase, amend the Company's Charter to reflect the increased charter capital based on the actual number of shares issued, and complete the procedures for updating the charter capital on the Enterprise Registration Certificate of the Company with the Ho Chi Minh City Department of Finance.

5.5 The General Meeting of Shareholders authorizes the Board of Directors, and allows the Board of Directors to re-delegate to the Chairman and/or General Director, to fully decide on and implement all necessary tasks and procedures to complete the ESOP 2025 share issuance, including but not limited to the following:

a. Organize the implementation of the ESOP 2025 issuance in accordance with the approved plan and ESOP Regulation;

b. Decide on the timing of the ESOP 2025 share issuance;

c. Decide on the final list of employees eligible to participate in the plan and determine the number of shares allocated to each participant, ensuring compliance with the eligibility criteria and standards approved by the General Meeting of Shareholders;

d. Decide on and authorize the Chairman of the Board of Directors to issue the ESOP 2025 Regulation in accordance with the plan approved by the General Meeting of Shareholders, and to amend, supplement, and clarify the criteria and allocation principles in line with the principles approved by the General Meeting of Shareholders to complete the ESOP 2025 issuance;

e. Decide on the treatment or cancellation of fractional shares (decimal fractions) arising during the allocation process (if any);

f. Decide on the treatment of shares not fully subscribed by employees, including shares not purchased, refused, or remaining undistributed, in accordance with applicable laws;

g. Select a commercial bank to open an escrow account for receiving subscription proceeds from the share issuance;

h. Decide on all matters relating to the ESOP 2025 plan and make any necessary adjustments (if any) to ensure compliance with applicable laws; and carry out all necessary tasks and procedures for the share issuance in accordance with the Company's Charter and applicable laws to ensure the successful implementation of the ESOP 2025 plan;

i. Amend or supplement the issuance plan and the ESOP 2025 Regulation as required by the State Securities Commission and/or for the purpose of ensuring compliance with applicable laws;

j. Carry out the registration, depository, and additional listing of all shares issued under the ESOP 2025 with the Vietnam Securities Depository and Clearing Corporation and the Ho Chi Minh City Stock Exchange upon completion of the issuance;

k. Amend and supplement the provisions relating to charter capital in the Company's Charter in accordance with the actual issuance results and report to the General Meeting of Shareholders at the nearest meeting;

l. Carry out procedures for registering changes to the charter capital and amending the Enterprise Registration Certificate with the competent authority (Ho Chi Minh City Department of Finance) upon completion of the issuance;

m. Depending on actual circumstances or requirements of competent authorities, decide on amendments, supplements, and corrections of technical or wording issues in the documents or unclear contents, provided that such changes do not affect the substance of the approved contents;

n. In addition to the above authorizations, during the implementation of the ESOP 2025 share issuance, the General Meeting of Shareholders authorizes the Board of Directors to fully decide on, finalize the issuance plan, and perform other related tasks as required by competent authorities and/or as deemed appropriate based on actual circumstances, to ensure that the ESOP 2025 issuance is implemented in compliance with applicable laws and in a manner that safeguards the interests of employees, shareholders, and the Company.

ARTICLE 6. APPROVAL OF THE EMPLOYEE STOCK OWNERSHIP PLAN FOR KEY LEADERS AND MANAGERS OF THE COMPANY AND ITS SUBSIDIARIES BASED ON THE 2026 CONSOLIDATED NET PROFIT AFTER TAX (NPAT) AND MWG SHARE PRICE PERFORMANCE RELATIVE TO THE VNINDEX PERFORMANCE IN 2026 ("ESOP 2026")

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the plan to issue shares under the Employee Stock Ownership Plan (ESOP) for key executives and management personnel of the Company and its subsidiaries in 2026 as follows:

6.1 The maximum number of ESOP shares to be issued is 3,000,000 (three million) shares. The actual number of shares to be issued shall be determined as follows:

6.1.1 The number of ESOP shares to be issued (A) shall be determined based on the level of achievement of the 2026 consolidated net profit after tax (NPAT) plan approved by the General Meeting of Shareholders, and shall be decided by the Board of Directors according to the following scenarios:

a) Scenario 1: If the Company does not achieve the 2026 NPAT plan (completion rate < 100%), no ESOP 2026 shares shall be issued.

b) Scenario 2: If the Company achieves the 2026 NPAT plan (completion rate = 100%), the number of shares to be issued shall be 2,000,000 shares;

c) Scenario 3: If the Company exceeds the 2026 NPAT plan (completion rate > 100%), for each additional 1% above 100%, an additional 50,000 shares shall be issued. Accordingly, the number of ESOP shares shall be determined as follows:

Formula: A = 2,000,000 + [(X − 100) × 50,000]

In which:

- A: Number of ESOP shares to be issued based on the 2026 NPAT actual performance (subject to A ≤ 3,000,000). If A results in a fractional number, such fractional portion shall be disregarded and A shall be rounded down to the nearest whole share.
- X: The percentage (%) of 2026 NPAT target achievement is calculated by dividing the actual NPAT from the consolidated financial statements by the 2026 NPAT target of VND 9,200 billion (this percentage is rounded to two decimal places).

Examples:

- If X = 109.73%, then: A = 2,000,000 + [(109.73 − 100) × 50,000] = 2,486,500 shares.
- If X = 125.02%, then: A = 2,000,000 + [(125.02 − 100) × 50,000] = 3,251,000 shares. As this exceeds the prescribed cap, the actual number of shares to be issued (A) shall be fixed at the maximum of 3,000,000 shares.

6.1.2 Condition for maintaining the number of ESOP shares to be issued (A):

The actual number of ESOP shares to be issued shall remain unchanged (i.e., equal to A as determined in Section 6.1.1) if the growth rate of the average share price of MWG in 2026 compared to 2025 is equal to or higher than the growth rate of the average closing value of the VN-Index over the same period.

In which:

- ***The average share price*** *is calculated as the average of the closing prices of MWG shares across all trading sessions in the year.*
- ***The average closing value*** *is calculated as the average of the closing values of the VN-Index across all trading sessions in the year.*

6.1.3 If the condition specified in Section 6.1.2 is not met, the actual number of ESOP shares to be issued shall be equal to 80% of A as determined in Section 6.1.1.

Example:

- X = 109.73%, then: A = 2,000,000 + [(109.73 − 100) × 50,000] = 2,486,500 shares.
- The growth rate of the average closing value of the VN-Index in 2026 compared to 2025 is 6%.
  - ➢ If the growth rate of the average closing price of MWG shares in 2026 compared to 2025 is equal to or higher than 6%, the actual number of ESOP shares to be issued remains unchanged at A = 2,486,500 shares.

- If the growth rate of the average closing price of MWG shares in 2026 compared to 2025 is lower than 6%, the actual number of ESOP shares to be issued = A × 80% = 2,486,500 × 80% = 1,989,200 shares.

6.2 Detailed ESOP 2026 issuance plan:

6.2.1	Name of shares	:	Shares of Mobile World Investment Corporation
6.2.2	Stock type	:	Common shares
6.2.3	Stock code	:	MWG
6.2.4	Par value	:	VND10,000
6.2.5	Number of 2026 ESOP shares to be issued	:	Up to 3,000,000 shares
6.2.6	Issuance price	:	VND 10,000 per share
6.2.7	Purpose of issuance	:	- To recognize the contributions of key leaders and managers (collectively referred to as "Employees") in achieving the Company's targets and contributing to the long-term development of the Company and its subsidiaries; - To align the interests of Employees with those of shareholders and the sustainable development of the Company; - To retain talented personnel with strong professional ethics and long-term commitment, ensuring succession and stability in the management team amid labor market fluctuations.
6.2.8	Use of proceeds	:	The total proceeds from the ESOP 2026 issuance are expected to be used to supplement working capital for the Company's business activities.
6.2.9	Eligible participants	:	Employees who are leaders and key managers having official labor contracts with the Company or its subsidiaries and meeting the eligibility criteria for participation in the ESOP 2026 plan are categorized into the following groups: Group 1: General Director; Group 2: National Sales Directors; Business Development Directors;

			Group 3: Category Directors; Functional Directors of the chains; Service Division Directors; Regional Sales Directors; Group 4: Department Managers (Service Division).
6.2.10	Eligibility criteria	:	Eligibility criteria for Employees to participate in the ESOP 2026 are as follows: - Falling under the category specified in Section 6.2.9. - Having official labor contracts with the Company or its subsidiaries on or before December 31, 2026, and still valid until the State Securities Commission confirms receipt of complete ESOP issuance documents. - Not falling into any of the following cases: • Violating internal labor regulations of the Company and its subsidiaries; • Having submitted resignation and currently under exit procedures; • Not having labor contracts renewed by the Company and its subsidiaries; • Being unilaterally terminated by the Company or its subsidiaries; • Being subject to disciplinary proceedings. - Achieving a performance rating of at least 80% in 2026.
6.2.11	Principles for the allocation of shares to employees	:	The number of shares allocated to each Employee shall be determined in accordance with the principles specified in Appendix I attached to this Proposal.
6.2.12	Foreign ownership limit compliance	:	- The Company's maximum foreign ownership ratio of the Company is 49% (based on the Company's submission of the notification on foreign ownership limits to the State Securities Commission on June 4, 2021, at the level of 49%, and the receipt of Official Letter No. 3239/UBCK-PTTT dated June 30, 2021 from the State Securities Commission acknowledging

receipt of a complete and valid dossier for such notification).

- Under the issuance plan, the Company will issue shares only to employees who are Vietnamese nationals and will not issue shares to foreign investors; therefore, this issuance will not change the current foreign ownership ratio and will remain in compliance with the Company's maximum foreign ownership limit.

6.2.13	Transfer restrictions	:	A lock-up period of 02 (two) years from the completion date of the issuance (being the date on which the collection of share subscription payments from Employees is completed). After each year, 50% of the purchased shares shall be released from transfer restrictions; specifically, 50% after the first year and 100% after the second year.
6.2.14	Treatment of unsubscribed shares	:	Any shares remaining unsubscribed due to employees not registering to purchase, or having registered but failing to pay or fully pay within the prescribed period, or due to employees no longer being eligible and/or meeting the criteria to participate in the ESOP 2026 during the period from the Board of Directors' approval of the list of eligible employees to the date the State Securities Commission confirms receipt of the complete ESOP issuance dossier, shall be reallocated at the full discretion of the Board of Directors to other employees from the initially approved list at the same issuance price. Such reallocated shares shall be subject to a transfer restriction of two (2) years from the completion date of the issuance; In the event that the Board of Directors does not fully distribute the remaining shares, such undistributed shares shall be cancelled, and the Board of Directors shall issue a decision to close the issuance.
6.2.15	Withdrawal / Repurchase of ESOP shares		The Company shall withdraw/repurchase ESOP shares from Employees in the following cases: - Employees resign before the end of the lock-up period (including cases where the labor contract

			expires and is not renewed by the Company/the subsidiaries, except as otherwise decided by the Board of Directors). - Employees are subject to disciplinary action, dismissal in accordance with the regulations of the Company/the subsidiaries or other forms of discipline under the Labor Code, or violate the internal labor regulations and/or other internal policies of the Company/the subsidiaries. - In the event of an Employee's death during the lock-up period, all restricted shares held by such Employee shall not be withdrawn and shall be fully released (after one (1) year from the completion date of the issuance in accordance with applicable laws) and transferred to the lawful heirs of such Employee in accordance with applicable laws. Authorize the Board of Directors to determine specific cases for the withdrawal/repurchase of ESOP shares.
6.2.16	Payment method	:	Bank transfer
6.2.17	Expected issuance time	:	In 2027, at a time to be decided by the Board of Directors upon approval from the State Securities Commission.
6.2.18	Registration of additional securities and listing of additional securities	:	To register additional shares with the Vietnam Securities Depository and Clearing Corporation (VSDC) and to list/register additional shares for trading on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with regulations.
6.2.19	Plan for resale of repurchased ESOP shares	:	For ESOP shares repurchased/withdrawn from Employees as specified in Section 6.2.15 of this Proposal, the General Meeting of Shareholders authorizes the Board of Directors to decide, at its full discretion, on the plan for resale of such repurchased/withdrawn shares to ensure compliance with applicable laws at the relevant time.

6.3 Approval of the increase in charter capital, with the amount of increase corresponding to the number of shares successfully issued. The Board of Directors is assigned to carry out procedures for the charter capital increase, amend the Company's Charter to reflect the increased charter

capital based on the actual number of shares issued, and complete the procedures for updating the charter capital on the Enterprise Registration Certificate of the Company with the Ho Chi Minh City Department of Finance.

6.4 The General Meeting of Shareholders authorizes the Board of Directors, and allows the Board of Directors to re-delegate to the Chairman of the Board of Directors and/or the General Director (depending on each matter in accordance with the Company's Charter and applicable laws), to fully decide on and implement all necessary tasks and procedures to complete the ESOP 2026 share issuance, including but not limited to the following:

a. Organize the implementation of the ESOP 2026 issuance in accordance with the approved plan and ESOP Regulation;

b. Decide on the timing of the ESOP 2026 share issuance;

c. Decide on the final list of employees eligible to participate in the plan and determine the number of shares allocated to each participant, ensuring compliance with the eligibility criteria and standards approved by the General Meeting of Shareholders;

d. Decide on and authorize the Chairman of the Board of Directors to issue the ESOP 2026 Regulation in accordance with the plan approved by the General Meeting of Shareholders, and to amend, supplement, and clarify the criteria and allocation principles in line with the principles approved by the General Meeting of Shareholders to complete the ESOP 2026 issuance;

e. Decide on the treatment or cancellation of any fractional share amounts (decimal fractions) arising during the allocation process (if any);

f. Decide on the treatment of shares not fully subscribed by employees, including shares not purchased, refused, or remaining undistributed, in accordance with applicable laws;

g. Select a commercial bank to open an escrow account for receiving subscription proceeds from the share issuance;

h. Decide on all matters relating to the ESOP 2026 plan and make any necessary adjustments (if any) to ensure compliance with applicable laws; and carry out all necessary tasks and procedures for the share issuance in accordance with the Company's Charter and applicable laws to ensure the successful implementation of the ESOP 2026 plan;

i. Amend or supplement the issuance plan and the ESOP 2026 Regulation as required by the State Securities Commission and/or for the purpose of ensuring compliance with applicable laws;

j. Carry out the registration, depository, and additional listing of all shares issued under the ESOP 2026 with the Vietnam Securities Depository and Clearing Corporation and the Ho Chi Minh City Stock Exchange upon completion of the issuance;

k. Amend and supplement the provisions relating to charter capital in the Company's Charter in accordance with the actual issuance results and report to the General Meeting of Shareholders at the nearest meeting;

l. Carry out procedures for registering changes to the charter capital and amending the Enterprise Registration Certificate with the competent authority (Ho Chi Minh City Department of Finance) upon completion of the issuance;

m. Depending on actual circumstances or requirements of competent authorities, decide on amendments, supplements, and corrections of technical or wording issues in the documents or unclear contents, provided that such changes do not affect the substance of the approved contents;

n. In addition to the above authorizations, during the implementation of the ESOP 2026 share issuance, the General Meeting of Shareholders authorizes the Board of Directors to fully decide on, finalize the issuance plan, and perform other related tasks as required by competent authorities and/or as deemed appropriate based on actual circumstances, to ensure that the ESOP 2026 issuance is implemented in compliance with applicable laws and in a manner that safeguards the interests of employees, shareholders, and the Company.

ARTICLE 7. APPROVAL OF AMENDMENTS AND SUPPLEMENTS TO BUSINESS LINES

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the amendments and supplements to the Company's business lines as follows:

No.	Current Business Line Code/Name	Amended Business Line Code/Name	Reason for Amendment
1	7020: Management consultancy activities (excluding auditing, accounting, and tax services)	7020: Business management consultancy activities and other management consultancy activities (excluding auditing and accounting consultancy)	Amendment of business line name in accordance with Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister on the Vietnam Standard Industrial Classification.
2	4651: Wholesale of computers, peripheral equipment, and software (excluding recorded media)	4651: Wholesale of computers, peripheral equipment, and software (excluding recorded media)	Amendment of business line name in accordance with Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister on the Vietnam Standard Industrial Classification.
3	4722: Retail sale of food in specialized stores (excluding rice and sugar)	4722: Retail sale of food (excluding rice and sugar)	Amendment of business line name in accordance with Decision No.

			36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister on the Vietnam Standard Industrial Classification.
4	4652: Wholesale of electronic and telecommunications equipment and components (excluding recorded media)	4652: Wholesale of electronic and telecommunications equipment and components (excluding recorded media)	Amendment of business line name in accordance with Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister on the Vietnam Standard Industrial Classification.
5	N/A	6920: Accounting, auditing, and tax-related activities (excluding auditing and accounting activities)	Addition of a new business line in line with the Company's operational objectives
6	N/A	6810: Real estate business and land use rights owned, used, or leased	Addition of a new business line in line with the Company's operational objectives *Explanation: Real estate activities shall primarily be conducted between the Company and its subsidiaries (if any). The Company does not invest in or develop real estate projects, nor provide services to external parties.*
7	N/A	6619: Other activities auxiliary to financial services not elsewhere classified. Details: investment and financial advisory activities	Addition of a new business line in line with the Company's operational objectives

ARTICLE 8. APPROVAL OF THE COMPANY'S CHARTER

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval the 2026 Charter and the summary of key amendments (*please refer to the attached documents).*

Reason for amendment: To update terminology and revise certain provisions to ensure compliance with current regulations *(Law on Enterprises, the Law on Securities, Decree 245, and other relevant legal documents).*

ARTICLE 9. APPROVAL OF THE REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval the 2026 Regulation on the Operation of the Board of Directors *(please refer to the attached document).*

Reason for amendment: To update terminology and revise certain provisions to ensure compliance with current regulations *(Law on Enterprises, the Law on Securities, Decree 245, and other relevant legal documents).*

ARTICLE 10. APPROVAL OF THE INTERNAL CORPORATE GOVERNANCE REGULATIONS

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval the 2026 Internal Corporate Governance Regulation *(please refer to the attached document).*

Reason for amendment: To update terminology and revise certain provisions to ensure compliance with current regulations *(Law on Enterprises, the Law on Securities, Decree 245, and other relevant legal documents).*

ARTICLE 11. SELECTION OF AN INDEPENDENT AUDIT FIRM FOR 2026

The Board of Directors respectfully submits to the General Meeting of Shareholders to authorize the Board of Directors to select an independent audit firm for the fiscal year 2026 from among the following top 4 auditing firms:

- Ernst & Young Vietnam Limited
- KPMG Limited
- PWC Vietnam Limited
- Deloitte Vietnam Limited

ARTICLE 12. APPROVAL OF REMUNERATION AND TRANSACTIONS WITH MEMBERS OF THE BOARD OF DIRECTORS AND MEMBERS OF THE AUDIT COMMITTEE FOR 2026

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the remuneration and transactions with members of the Board of Directors and the Audit Committee for 2026 as follows:

12.1 The total remuneration and/or other benefits for non-executive members of the Board of Directors in 2026 shall not exceed VND 2,000,000,000. Such remuneration and/or benefits shall be paid based on actual amounts incurred during 2026.

12.2 The remuneration for members of the Audit Committee for 2026 shall be VND 0.

12.3 Approval of a related-party transaction between the Company and Mr. Robert Alan Willett, a member of the Board of Directors, in the form of a Consultancy Agreement with an estimated value of VND 2,700,000,000.

End of Proposal

On behalf of the Board of Directors

Chairman

M.S.D.N: 0306731335 - C.T.C.P
CÔNG TY CỔ PHẦN ĐẦU TƯ THẾ GIỚI DI ĐỘNG
P. THỦ DẦU MỘT - T.P HỒ CHÍ MINH

Nguyen Duc Tai

APPENDIX I

ATTACHED TO PROPOSAL NO. 01_2026/TT/ĐHĐCĐ/MWG

(Applicable to ESOP 2025 and ESOP 2026)

PRINCIPLES FOR DETERMINING THE NUMBER OF ESOP SHARES ALLOCATED TO EACH EMPLOYEE OF MOBILE WORLD INVESTMENT CORPORATION AND ITS SUBSIDIARIES

I. Principles for allocation of ESOP shares

The number of ESOP shares allocated to each Employee shall be determined based on the following four criteria:

i. Position factor;

ii. Management-level direct reports factor (based on the number of employees managed);

iii. Division KPI performance factor; and

iv. Individual contribution score.

1. Criteria 1: Allocation based on position factor:

Group	Position	Position factor (Cvi)
1	General Director	4
2	National Sales Director; Business Development Director	3
3	Category Directors; Functional Directors of the chains; Service Division Directors; Regional Sales Directors	2
4	Department Managers (Service Division)	1

Note: *The position factor reflects the importance of each role in the Company's operations.*

2. Criteria 2: Allocation based on management-level direct reports factor (MLDR), cụ thể:

No.	Measure	MLDR factor (Qmi)
1	Manage from 0 to 1 employee	1

2	Manage from 2 – 4 employees	1.5
3	From 5 and above	2

Note: *The MLDR Factor (Qmi) reflects the scale of employees managed under each position. This factor is determined based on the number of employees participating in the ESOP who are directly managed by the Employee at the Company and/or its subsidiaries at the time of assessment. The number of employees under management shall be determined based on the Company's approved organizational structure and the actual list of employees participating in the ESOP who are under the direct supervision of such Employee.*

3. Criteria 3: Allocation based on Division KPI performance factor, specifically:

No.	Division KPI Completion Level	Performance factor (Division Kpi)
1	From 80% to below 90%	From 1 to below 2
2	From 90% to below 100%	From 2 to below 4
3	From 100% to below 105%	From 4 to below 6
4	From 105% to below 110%	From 6 to below 8
5	From 110% and above	From 8 to 10

Note: *The Division KPI performance factor is determined based on the level of achievement of the division's KPIs during the year. The specific factor within each range shall be determined by the Board of Directors/General Director based on approved KPI results, the division's contribution to the Company's overall objectives, and other factors relating to the division's operational effectiveness.*

4. Criteria 4: Allocation based on individual performance and organizational impact (Psi), which means individual contribution score.

The individual contribution score applicable to each position group is as follows:

Group	Position	Individual Contribution Score (Psi)
1	General Director	From 45 to 100
2	National Sales Director; Business Development Director	From 30 to 80

3	Category Directors; Functional Directors of the chains; Service Division Directors; Regional Sales Directors	From 15 to 60
4	Department Managers (Service Division)	From 0 to 40

Note: *The individual contribution score of each Employee participating in the ESOP shall be evaluated and proposed by the Board of Directors/General Director based on (i) Position group (reflecting the value contribution of each role to the Company's operations); (ii) Performance results (reflecting the level of achievement of individual targets during the year); and (iii) Organizational impact (reflecting the level of influence on strategy, corporate culture, management systems, employees and company capabilities). Based on such evaluation, the Board of Directors shall determine the final contribution score of each Employee on a scale from 0 to 100 (where 100 represents the highest level of contribution).*

5. Formula for determining ESOP shares for each Employee:

Based on the above principles, the number of ESOP shares allocated to each Employee shall be calculated as follows:

Individual ESOP score (Ai)	=	Cvi x Qmi x Kpi x Psi
Number of ESOP shares allocated to each Employee (ESOPi)	=	$\frac{Total\ ESOP\ shares\ issued\ x\ Ai}{\sum Ai}$

❖ Example: Mr. Nguyen Van A:

Full name	**Position factor (Cvi)**	**MLDR factor (Qmi)**	**Division KPI factor (Kpi)**	**Individual contribution score (Psi)**	**Esop score Cvi x Qmi x Kpi x Psi (Ai)**
Nguyen Van A	3	1,5	6	50	1,350

- $\sum Ai = 90{,}000$

➢ **Number of shares allocated to Nguyen Van A =** $\frac{Total\ ESOP\ shares\ issued\ x\ Ai}{\sum Ai}$

$$= \frac{7{,}342{,}117 \text{ x } 1{,}350}{90{,}000} = \mathbf{110{,}131.76}$$

II. Rounding principle:

After determining the number of ESOP shares allocated to each Employee based on the above formula, the number of shares shall be rounded down to the nearest whole share. Any fractional portion (if any) shall be disregarded to ensure that the allocated shares are whole numbers and facilitate implementation.

❖ Example:

The number of shares allocated to Mr. Nguyen Van A as calculated above is **110,131.76** shares. In accordance with the rounding-down principle, the Employee shall receive **110,131** shares.

The Board of Directors is authorized to, based on the above principles for determining the number of shares, to select the appropriate list of Employees. Depending on actual circumstances or requirements of competent authorities, the Board of Directors is authorized to amend, supplement, and finalize any wording or technical aspects of the documents, or clarify any unclear content, provided that such changes do not alter the substance of these Principles.