

No: 2805/2025/NQ-ĐHĐCĐ/VHE

Hanoi, May 28, 2025

RESOLUTION
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Pursuant to:

- 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, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Pursuant to the Charter of organization and operation of Vietnam Herbs and Foods Joint Stock Company;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders dated May 28, 2025;

The 2025 Annual General Meeting of Shareholders (“AGM”) of Vietnam Herbs and Foods Joint Stock Company held at No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City on May 28, 2025 passed this Resolution with the following contents:

DECISION

Article 1. Approval of the Report on the Board of Directors' activities in 2024, orientation for 2025.

Article 2. Approval of the Report on activities of the independent member of the Board of Directors in the Audit Committee in 2024.

Article 3. Approval of the Report of the Board of Management on the business performance in 2024 and the business plan for 2025.

Article 4. Approval of the 2024 audited financial statements (According to Proposal No. 01/2025/TTr-ĐHĐCĐ dated May 28, 2025).

Article 5. Approval of the profit distribution for 2024 and the profit distribution plan for 2025 (According to the Proposal No. 02 /2025/TTr-ĐHĐCĐ dated May 28, 2025).

Article 6: Approval of remuneration for the Board of Directors and the Audit Committee in 2024 and the plan for 2025 (According to Proposal No. 03/2025/TTr-ĐHĐCĐ dated May 28, 2025).

Article 7: Approval of The selection of an independent auditing company to audit the financial statements for the 2025 fiscal year (According to the Proposal No. 04/2025/TTr-ĐHĐCĐ dated May 28, 2025) .



Article 8: Implementation provisions

The Resolution shall take effect from the date of issuance. The Board of Directors, the Board of Management and relevant departments are responsible for implementing this Resolution.

O.B.O 2025 GENERAL MEETING OF SHAREHOLDERS

CHAIRMAN



BUI TIEN VINH



No: 2805/2025/BBH-ĐHĐCĐ/VHE

Hanoi, May 28, 2025

MINUTES
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Company Name: Vietnam Herbs and Foods Joint Stock Company

Head office: No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City

Business registration number: 0107409148

Meeting time: Starting at 09:00 on 28/05/2025

Meeting venue: Company Office, No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City

Agenda and content: According to the agenda and content of the 2025 Annual General Meeting of Shareholders approved by the General Meeting of Shareholders

Number of voters attending: 6 shareholders and authorized representatives of shareholders attending the meeting (hereinafter referred to as “voters”), representing **18.079.499** shares with voting rights attending the meeting, equivalent to 18.079.499 votes, accounting for 54,5549% of the total votes of all shareholders entitled to vote of the Company.

A. PROCEDURES

❖ Voter Eligibility Verification Report

Ms. Do Thi Hanh, Head of the Voter Eligibility Verification Committee, reported the results of the examination of shareholders' eligibility attending the General Meeting, specifically:

- At 9:00, May 28, 2025: There were 6 voters attending the General Meeting, representing 18.079.499 votes, accounting for 54,5549 % of the total votes of all shareholders entitled to vote of the Company. (based on the List of Shareholders entitled to attend the 2025 Annual General Meeting of Shareholders prepared by the Vietnam Securities Depository and Clearing Corporation on April 22, 2025).
- According to the provisions of current law and the Company's Charter, the General Meeting is conducted when the number of shareholders attending the meeting, in person or by proxy, represents **more than 50%** of the total number of votes of Vietnam Herbs and Foods Joint Stock Company.

- Pursuant to the provisions of the current Law and the Company's Charter, the 2025 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company with the above participants is valid and qualified to proceed .

B. MEETING CONTENT

I. Ms. Nguyen Minh Phuong, on behalf of the Organizing Committee, announced the reason and opened the General Meeting.

II. Ms. Nguyen Minh Phuong, on behalf of the Organizing Committee, introduced the Presidium and Chair of the General Meeting, including:

- Mr. Bui Tien Vinh – Chairman of the Board of Directors – Chairman of the General Meeting
- Mr. Nguyen The Hung – Board Member and General Director
- Mr. Tran Nhat Thanh - Board Member
- Mr. Nguyen Tai Duc - Board Member
- Mr. Nguyen Dinh Cong – Board Member

III. The Chairman introduced the General Meeting Secretariat, including:

- Ms. Ta Thi Chi Vi Nhi– Head of Secretariat
- Ms. Nguyen Minh Phuong– Member of the Secretariat

IV. The Chairman nominates members of the Vote Counting Committee, including:

- Ms. Bui Thi Huong - Head of the Vote Counting Committee
- Ms. Nguyen Thi Hai Hoi - Member of the Vote Counting Committee

V. The Presidium presented the Agenda and Content of the 2025 Annual General Meeting of Shareholders and the Regulations on organizing the 2025 Annual General Meeting of Shareholders.

VI. Approval of the List of members of the Vote Counting Committee, Meeting content and agenda, Regulations on organizing the 2025 Annual General Meeting of Shareholders.

1. The General Meeting of Shareholders unanimously approved the List of members of the Vote Counting Committee with a voting rate of 100% of the total votes of all the Shareholders attended and voted approve.
2. The General Meeting of Shareholders unanimously approved the Content and Agenda of the meeting with a vote of approval of 100% of the total votes of all the Shareholders attended and voted approve.
3. The General Meeting of Shareholders unanimously approved the Regulations on organizing the 2025 Annual General Meeting of Shareholders with the approval rate of 100% of the total votes of all the Shareholders attended and voted approve.

VII. Present reports and proposals on matters that need to be voted on by shareholders at the General Meeting.

1. Mr. Bui Tien Vinh presented a summary of the Report on the Board of Directors' activities in 2024, orientation for 2025.
2. Mr. Nguyen Dinh Cong presented a summary of the Report on activities of the independent member of the Board of Directors in the Audit Committee in 2024.
3. Mr. Nguyen The Hung presented the Report of the Board of Management on the business performance in 2024 and the business plan for 2025.

4. Mr. Nguyen Dinh Cong presented the Proposal regarding the approval of The 2024 audited financial statements.
5. Mr. Nguyen Dinh Cong presented the Proposal regarding The profit distribution for 2024 and the profit distribution plan for 2025.
6. Mr. Nguyen Dinh Cong presented the Proposal regarding The remuneration for the Board of Directors and the Audit Committee in 2024 and the plan for 2025.
7. Mr. Nguyen Dinh Cong presented the Proposal regarding The selection of an independent auditing company to audit the financial statements for the 2025 fiscal year.

VIII. EXCHANGE AND DISCUSSION

Question 1: I have observed that your Company has achieved quite impressive growth every year. Therefore, with respect to the revenue target set out in the 2025 plan as stated in the report, is this figure somewhat conservative? When will the Company proceed with the dividend distribution to shareholders?

Response from the Presidium: Dear Shareholders, it is true that in recent years the Company has experienced strong growth. However, this year, the Company has assessed that the U.S.–China trade war remains tense. A clear example is the U.S. President, Mr. Donald Trump, introducing aggressive tariff policies, while China has responded strongly in return, significantly affecting the global economy. Due to concerns over this matter, the Company has set the abovementioned target for this year.

Question 2: Could the Company make arrangements to allow shareholders to visit the subsidiary located in Yen Bai?

Response from the Presidium: The Company is more than willing and would be pleased to welcome shareholders, provided that prior notice is given approximately 3–5 days in advance.

IX. VOTING ON REPORTS, PROPOSALS AND ANNOUNCEMENT OF VOTING RESULTS

1. Head of the Vote Counting Committee on behalf of the Organizing Committee:
 - Instructions on how to vote.
2. The General Meeting proceeded to vote.
3. The Vote Counting Committee counted the votes and announced the results:

At 9:00 Am, May 28, 2025: there were 6 voters attending the General Meeting, representing 18,079,499 votes, accounting for 54,5549 % of the total votes of all shareholders entitled to vote of the Company. Accordingly:

- 3.1. The vote counting results for each voting content regarding the approval of reports and Proposals are as follows:
 - Total number of ballots issued: 6 represents 18,079,499 votes, accounting for 100% of the total votes of the Shareholders attended the meeting.
 - Total number of ballots collected: 6 represents 18,079,499 votes, accounting for 100% of the total votes of the Shareholders attended the meeting.
 - Total number of ballots not collected: 0 represents 0 votes, accounting for 0% of the total votes of the Shareholders attended the meeting.

Content 01: Approval of the Report on the Board of Directors' activities in 2024, orientation for 2025 (According to Report No. 2805/2025/BCHĐQT-ĐHĐCĐ dated May 28, 2025 – Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 01 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

Content 02: Approval of the Report on activities of the independent member of the Board of Directors in the Audit Committee in 2024 (According to Report No. 2805/2025/BCHĐQTĐL-ĐHĐCĐ dated May 28, 2025 – Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 02 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

Content 03: Approval of the Report of the Board of Management on the business performance in 2024 and the business plan for 2025 (According to Report No. 2805/2025/BCBTGD-ĐHĐCĐ dated May 28, 2025 - Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 03 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

Content 04: Approval of The 2024 audited financial statements (According to Proposal No. 01/2025/TTr-DHĐCĐ) May 28, 2025 – Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 04 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

Content 05: Approval of The profit distribution for 2024 and the profit distribution plan for 2025 (According to Proposal No. 02/2025/TTr-DHĐCĐ) May 28, 2025 – Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 05 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

Content 06: Approval of The remuneration for the Board of Directors and the Audit Committee in 2024 and the plan for 2025 (According to Proposal No. 03/2025/TTr-DHĐCĐ) May 28, 2025 – Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 06 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

Content 07: Approval of The selection of an independent auditing company to audit the financial statements for the 2025 fiscal year (According to Proposal No. 04/2025/TTr-DHDCĐ) May 28, 2025 – Attached to this Minutes)

- Total number of valid votes: 6 representing: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to approve: 6 represents: 18.079.499 votes, accounting for: 100% of the total votes of shareholders attended and voted.
- Total number of votes to disapprove: 0 represents: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of abstentions: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.
- Total number of invalid votes: 0 representing: 0 votes, accounting for: 0% of the total votes of shareholders attended and voted.

Conclusion: Therefore, content 07 was approved with a rate of 100% of the total votes of shareholders attended and voted approve.

X. GENERAL MEETING CLOSING PROCEDURES

1. Ms. Ta Thi Chi Vi Nhi - Head of the General Meeting's Secretariat read the Draft Resolution of the 2025 Annual General Meeting of Shareholders
2. Ms. Ta Thi Chi Vi Nhi - Head of the General Meeting's Secretariat read the Draft Minutes of the 2025 Annual General Meeting of Shareholders
3. The General Meeting of Shareholders unanimously approved the full text of the Resolution and Minutes of the Meeting.
4. Mr. Bui Tien Vinh - Chairman of the General Meeting declared the General Meeting closed.

O.B.O General Meeting Secretariat

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TA THI CHI VI NHI

Chairman of the meeting



BUI TIEN VINH



VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Address: No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City
Business Registration Certificate: No. 0107409148 issued by the Hanoi Department of
Planning and Investment, first issued on April 25, 2016, and amended for the 7th time
on October 3, 2022.

MEETING INVITATION

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder:.....

Address :

Phone : Registration No.:Voter Code:

The Board of Directors ("BOD") of Vietnam Herbs and Foods Joint Stock Company ("the Company") respectfully announces the convening of the 2025 Annual General Meeting of Shareholders ("AGM") as follows:

1. Time : 09:00 AM, Wednesday, May 28, 2025 (Shareholder reception starts at 08:30 AM)

2. Venue: No. 277, Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi.

3. Eligibility to Attend: All shareholders of Vietnam Herbs and Foods Joint Stock Company whose names are included in the shareholder register list as of **April 22, 2025**, provided by the Vietnam Securities Depository and Clearing Corporation, and their duly authorized representatives.

4. Meeting Agenda: The agenda and related documents for the 2025 Annual General Meeting of Shareholders are available on the Company's website: <http://vinaherbfoods.com>, under the Shareholder Relations section.

5. Note:

- In case a shareholder is unable to attend, they may authorize another person in writing (using the attached letter of authorization or another form that complies with Clause 2, Article 144 of the Law on Enterprises 2020 and the Company's Charter). Authorization must be made in accordance with Article 18 of the Company's Charter. The authorized person must present the written letter of authorization upon registration at the meeting.

- When attending the General Meeting, shareholders or authorized representatives are kindly requested to bring the following documents:

- ID card/Citizen ID/Passport (for individual shareholders or authorized persons);
- A copy of the Business Registration Certificate (for institutional shareholders);
- The letter of authorization (if attending on behalf of a shareholder)

- All travel and accommodation expenses will be paid by the shareholders.





VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Address: No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City
Business Registration Certificate: No. 0107409148 issued by the Hanoi Department of Planning and Investment, first issued on April 25, 2016, and amended for the 7th time on October 3, 2022.

6. Confirmation of Attendance

To ensure thoughtful preparation, we kindly request shareholders (or their authorized representatives) to confirm attendance or send the letter of authorization to the **Company no later than 4:00 PM on May 23, 2025**, through one of the following channels:

- By post to: Vietnam Herbs and Foods Joint Stock Company, No. 277, Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi, Vietnam
- By email to: congbothongtin@vinaherbfoods.com
- By phone: (0243) 3816999

We look forward to welcoming you to the 2025 Annual General Meeting of Shareholders of the Company.

Hanoi, April 25, 2025

O.B.O BOARD OF DIRECTORS

Chairman



BUI TIEN VINH



....., date month ... year 2025

LETTER OF AUTHORIZATION
TO ATTEND THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

To: The Board of Directors of Vietnam Herbs and Foods Joint Stock Company (VHE)

1. AUTHORIZING PARTY:

Shareholder name:
ID card/Citizen ID/Passport/Business registration No.: issued on at
Address:
Phone number:
Number of shares owned as of April 22, 2025:
(In words:)
Name of legal representative (LPR) of institutional shareholders:
ID card/ Citizen ID/Passport of the legal representative: issued on at

2. AUTHORIZED PARTY:

Name of individual/organization:
ID card/Citizen ID /Passport/Business registration No.: issued on at
Address:
Phone number:
Name of legal representative for the institutional authorized party:
ID card/ Citizen ID /Passport of legal representative: issued on at

Or, shareholders can authorize all of their shares to one (01) of the members of the Board of Directors (BOD) of VHE according to the list below (mark X or √ in the square to the left box of the name of the authorized BOD member):

☐ Mr. Bui Tien Vinh - Chairman of the Board of Directors

☐ Mr. Nguyen The Hung - Board member

☐ Mr. Tran Nhat Thanh - Board member

☐ Mr. Nguyen Tai Duc - Board member

☐ Mr. Nguyen Dinh Cong - Board member

3. AUTHORIZATION CONTENT:

Number of authorized shares:
(In words:)

Scope of authorization: The Authorized party is authorized to represent the Authorizing party to attend the 2025 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company on 28/05/2025 and on behalf of the Authorizing party to exercise all rights and obligations of shareholders at the General Meeting of Shareholders related to the authorized shares.

Term of authorization: This authorization is effective from the date of signing until the end of the 2025 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company.

We are fully responsible for this authorization and commit to strictly comply with current regulations of the Law and the Charter of Vietnam Herbs and Foods Joint Stock Company./.

AUTHORIZING PARTY

(Sign, print full name, stamp)

AUTHORIZED PARTY

(Sign, print full name, stamp)

Note:

- If the authorizing party/authorized party is an organization, the signature of the legal representative and the organization's seal are required.
- Shareholders can send this letter of authorization via Fax: 02435990 555 or email: congbothongtin@vinaherbfoods.com or by post to Vietnam Herbs and Foods Joint Stock Company, Address: No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City before 16:00 on May 23, 2025.



VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Address: No. 277 Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi City
Business Registration Certificate: No. 0107409148 issued by the Hanoi Department of
Planning and Investment, first issued on April 25, 2016, amended for the 7th time on
October 3, 2022.

CONTENT AND AGENDA

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 08:30 AM, Wednesday, May 28, 2025

Venue: No. 277, Van Xuan Street, Ha Mo Commune, Dan Phuong District, Hanoi

No.	Time	Content (tentative)	Moderator
1	08:30 – 09:00	Welcoming shareholders and delegates	Organizing Committee
		Verification of shareholder eligibility, distribution of voting cards, ballots, and meeting documents	Voter Eligibility Verification Committee
2	09:00 – 09:05	Report on the verification of voter eligibility attending the General Meeting	Head of Voter Eligibility Verification Committee
3	09:05 – 09:15	Flag salute, Opening of the Meeting, Introduction of the Presidium, Secretariat, and approval of the Vote Counting Committee	Organizing Committee
4	09:15 – 09:30	Approval of: - Meeting agenda - Regulations on Organizing 2025 Annual General Meeting of Shareholders	Chairman
5	09:30 – 10:30	Contents of reports and proposals: - Report on the Board of Directors' activities in 2024, orientation for 2025; - Report on activities of the independent member of the Board of Directors in the Audit Committee in 2024; - Report of the Board of Management on the business performance in 2024 and the business plan for 2025;	Presidium



No.	Time	Content (tentative)	Moderator
		<ul style="list-style-type: none"> - Proposal regarding the approval of the 2024 audited financial statements; - Proposal regarding the profit distribution for 2024 and the profit distribution plan for 2025; - Proposal regarding the remuneration for the Board of Directors and the Audit Committee in 2024 and the plan for 2025; - Proposal regarding the selection of an independent auditing company to audit the financial statements for the 2025 fiscal year; 	
6	10:30 – 10:50	Discussion of voting matters	Chairman
7	10:50 – 11:05	Voting instructions The General Meeting proceeds to vote	General Meeting
8	11:05 – 11:20	Break	
9	11:20 – 11:30	Announcement of voting results	Vote Counting Committee
10	11:30 – 11:45	Read the draft Resolution and Meeting Minutes	Secretary, Presidium
11	11:45 – 11:50	Approval of the Resolution and Meeting Minutes	Chairman
12	11:50	Closing of the Meeting	Chairman

ORGANIZING COMMITTEE



CHỦ TỊCH HĐQT
Bùi Tiến Vinh



VIETNAM HERBS AND FOODS JOINT STOCK COMPANY
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

VOTING CARD

VOTER CODE:

.....

Full name of Voter:

Number of votes owned: votes

Number of authorized votes: votes

Total number of votes represented:..... votes

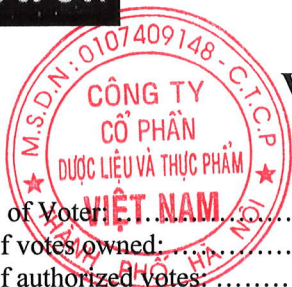


VIETNAM HERBS AND FOODS JOINT STOCK COMPANY
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

QR CODE

[print code]

VOTING BALLOT
VOTER CODE:



Full name of Voter:
Number of votes owned: votes
Number of authorized votes: votes
Total number of votes represented: votes

(Voters are kindly requested to mark the box corresponding to the selected opinion for each voting item)

ITEM	Approve	Disapprove	Abstain
Content 01: Approval of the Report on the Board of Directors' activities in 2024, orientation for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 02: Approval of the Report on activities of the independent member of the Board of Directors in the Audit Committee in 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 03: Approval of the Report of the Board of Management on the business performance in 2024 and the business plan for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 04: Approval of the 2024 audited financial statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 05: Approval of the profit distribution for 2024 and the profit distribution plan for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 06: Approval of the remuneration for the Board of Directors and the Audit Committee in 2024 and the plan for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 07: Approval of the selection of an independent auditing company to audit the financial statements for the 2025 fiscal year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Instructions:

Shareholders shall mark one of the three boxes: **Approve/**
Disapprove/ Abstain for each voting item.

May 28, 2025

VOTER

(Sign and Full Name)

Hanoi, May 28, 2025

REGULATIONS ON ORGANIZING
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

- 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, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;

- Pursuant to Law on Securities No. 54/2019/QH14 passed on November 26, 2019 and implementing documents;

- Pursuant to the Charter of organization and operation of Vietnam Herbs and Foods Joint Stock Company.

The 2025 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company (VHE) is organized and implemented according to the following Organization Regulation:

Article 1. Purpose

- To ensure the proper procedures, code of conduct, and voting principles are followed during the Annual General Meeting of Shareholders of Vietnam Herbal and Food Joint Stock Company, in accordance with regulations and to ensure a successful outcome.
- Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the shareholders' expectations and interests, and comply with the law.

Article 2. Subjects and scope

- **Subjects:** All shareholders and authorized representatives of shareholders attending the 2025 Annual General Meeting of Shareholders of VHE (hereinafter referred to as "voters/delegates") must comply with the provisions of this Regulation, the Charter of VHE and current regulations of law.
- **Scope of application :** These regulations are used for organizing the 2025 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company.

Article 3. Conditions for conducting the General Meeting of Shareholders

- The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total votes.
- If the required number of delegates is not present within thirty (30) minutes from the scheduled opening time of the meeting, a second invitation must be sent within thirty (30)

days from the intended date of the first General Meeting. The reconvened meeting may only be held if the attending members, including shareholders and their authorized representatives, represent at least 33% of the total votes.

- If the second meeting cannot proceed due to an insufficient number of delegates within thirty (30) minutes from the scheduled opening time, a third invitation must be sent within twenty (20) days from the intended date of the second meeting. In this case, the meeting may proceed regardless of the total number of votes represented by the attending shareholders and their authorized representatives and shall be considered valid and entitled to decide on all matters that the first General Meeting of Shareholders was authorized to approve.

Article 4. Voters attending the General Meeting of Shareholders

1. VHE shareholders and authorized representatives of shareholders owning voting shares (according to the list of shareholders on the record date on April 22, 2025) are entitled to attend the General Meeting of Shareholders;
2. Shareholders and/or authorized representatives hereinafter referred to as "*Voter/Delegates*" must be present at the General Meeting room at the specified time and complete registration procedures with the General Meeting Organizing Committee;
3. During the General Meeting of Shareholders, Voters must comply with the instructions of the Presidium, behave civilly, politely and maintain order at the Meeting;
4. Voters must keep secrets, properly follow the regulations on using and preserving documents, and not copy or record them to give to people outside the General Meeting without permission from the Presidium;
5. No smoking in the General Meeting room;
6. No private conversations, no use of mobile phones during the General Meeting, all mobile phones must be turned off or not ringing.

Article 5. Presidium

1. The Presidium consists of 05 people, including 01 Chairman and 04 members. The Chairman of the Board of Directors is the Chairman of the Presidium and the Chairman of the 2025 Annual General Meeting of Shareholders of VHE. Other members of the Presidium are introduced and appointed by the Chairman.
2. Duties of the Presidium:
 - a. Manage the activities of the General Meeting of Shareholders according to the Agenda approved by the General Meeting of Shareholders at the meeting;
 - b. Guide the Voters and the General Meeting to discuss the contents of the agenda;
 - c. Draft and conclude necessary issues for the General Meeting to vote on;
 - d. Respond to questions requested by the General Meeting;
 - e. Resolve issues arising during the General Meeting.
3. Working principles of the Presidium:

The Presidium works on the principles of collective, democratic centralism, and majority decision.

Article 6. General Meeting Secretariat

1. The Secretariat of the General Meeting consists of 02 people introduced by the Chairman (through the General Meeting Organizing Committee); Responsible to the Presidium and the General Meeting of Shareholders for their duties and under the direction of the Presidium.
2. Secretariat's duties:

- a. Assist the Presidium in checking the eligibility of voters attending the meeting (when necessary);
- b. Assist the Presidium in announcing draft documents, conclusions, and Resolutions of the General Meeting and sending notices of the Presidium to Voters when requested;
- c. Receive and review Discussion Ballots and Voters' opinions, and submit them to the Presidium for decision;
- d. Record fully and honestly all the content of the General Meeting and the issues that have been approved or are still being noted in the General Meeting Minutes;
- e. Draft Resolutions on issues passed at the General Meeting.

Article 7. Voter Eligibility Verification Committee

1. The Voter Eligibility Verification Committee consists of 02 people, including 01 Head of the Committee and 01 member. The Voter Eligibility Verification Committee is responsible to the Presidium and the General Meeting of Shareholders for its duties.
2. Duties of the Voter Eligibility Verification Committee:
 - a. The General Meeting's Voter Eligibility Verification Committee is responsible for checking the eligibility and status of shareholders attending the meeting.
 - b. The Head of the Voter Eligibility Verification Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the meeting has enough voters representing more than 50% of the total votes, the VHE General Meeting of Shareholders will be conducted.

Article 8. Vote counting committee

1. The General Meeting's Vote Counting Committee consists of 02 people, including 01 Head of the Committee and 01 member introduced by the Chairman (through the General Meeting Organizing Committee) and approved by the General Meeting.
2. Duties of the Counting Committee:
 - a. The vote counting committee must prepare the vote counting minutes and be responsible to the Presidium and the General Meeting of Shareholders when performing its duties;
 - b. Accurately determine the voting results at the General Meeting;
 - c. Promptly notify the Secretariat of the vote counting results;
 - d. Conduct vote counting according to the provisions of this Regulation.
 - e. Review and report to the General Meeting any violations of voting and election rules or complaints about vote counting results.

Article 9. Discussion at the General Meeting

1. Principle:
 - a. Discussions shall only be conducted within the prescribed time and within the scope of the issues presented in the agenda of the General Meeting of Shareholders;
 - b. Voters have their opinions registered on the Discussion Ballot and forwarded to the Secretariat;
 - c. The Secretariat will arrange the Voters' Discussion Ballots in order of registration and forward them to the Presidium;
 - d. When a Voter wishes to speak or engage in discussion, they must raise their hand and may only speak upon approval by the Presidium. Each Voter's speech should not exceed 5 minutes, and the content should be concise and avoid duplication.
2. Responding to Voter' questions:

- a. Based on the Voter's Discussion Ballot, the Chairperson or a designated member assigned by the Chairperson will answer the Voter's questions;
- b. In cases where time constraints prevent questions from being addressed during the meeting, VHE will provide written responses afterward.

Article 10. Voting to approve reports and proposals requiring approval of the General Meeting of Shareholders

1. Principles:

- a. All issues in the reports, proposals in the agenda and meeting content of the General Meeting must be discussed publicly by the General Meeting of Shareholders and voted on publicly by voting cards or secret ballots by voting ballots.
- b. Voting cards and ballots are printed, stamped and sent directly to voters at the meeting by VHE (attached with the documents for attending the General Meeting of Shareholders). Each voter is given a Voting Card and Voting Ballot. The Voting Card and Voting Ballot clearly state the voter's code, full name, number of shares owned and authorized to vote of that voter.
- c. The form of voting to approve issues at the General Meeting of Shareholders is as follows:

+ Voting by raising the Voting Card: this form is used to approve issues such as: approval of the Vote Counting Committee; Meeting agenda; Regulations on organizing the 2025 Annual General Meeting of Shareholders; Minutes of the General Meeting, Resolutions of the General Meeting and other contents at the General Meeting (if any) under the direction of the chairperson;

+ Voting by filling out the Voting Ballot: this form is used to approve the contents of reports and proposals presented to the General Meeting, which are identified and clearly stated in each voting ballot sent to each voter.

2. Voting method:

- a. Voters shall cast their vote as "Approve", "Disapprove" or "Abstain" on matters presented for voting at the General Meeting by either raising the Voting Card or filling in the options on the Voting Ballot corresponding to the contents to be voted on as prescribed in Clause 1 of this Article.

- b. Voting by raising Voting Card:

When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presidium. In case a voter does not raise the Voting Card in any of the three (03) voting rounds - "Approve", "Disapprove" or "Abstain" - for a given matter, it shall be considered as voting approve on that issue. In case a voter raises the Voting Card more than once during the three (03) voting rounds - "Approve", "Disapprove" or "Abstain" - on an issue, the vote shall be deemed invalid. In the form of voting by raising the Voting Card, the Member of the Vote Counting Committee will record the voter code and the corresponding number of votes of each shareholder for Approve, Disapprove, Abstain, or Invalid.

- c. Voting by Voting ballot:

+ When voting by filling in the Voting Ballot, for each voting content, voters choose one of the three options "Approve", "Disapprove" or "Abstain" printed in the Voting ballot by marking "X" or "✓" in the corresponding box, then signing and clearly stating their full name on the Voting Ballot.

+ After completing all the contents that need to be voted on at the General Meeting, the voters send the Voting Ballot to the sealed ballot box at the General Meeting according to the instructions of the Vote Counting Committee. The Voting Ballot must be signed and clearly state the full name of the voter.

+ In case a Voter or authorized representative arrives after the voting has ended, they may still be allowed to register as a voter and participate in voting on issues arising after their registration, but are not allowed to participate in voting on issues that have already been voted on. In this case, the validity of the votes that have been conducted is not affected.

3. Valid ballot:

- a. The ballot is issued by the Organizing Committee and stamped with the Company's seal.
- b. No erasures, scratches, repairs, tears,...and additional voting content.
- c. Sign and write full name of the Voter attending.
- d. On the ballot, the voting content is valid when the Voter ticks one (01) out of three (03) voting boxes of that content. Invalid voting content is content that does not comply with the regulations of valid voting content (voting content for which the Voter does not tick any voting box or ticks more than one voting box for the same voting content).
- e. If a valid ballot contains one or more invalid voting contents, the remaining valid contents will still be counted in the voting results for that valid content.

4. Invalid ballot:

- a. Voting ballots that are not issued by the Organizing Committee or are not stamped with the Company's seal.
- b. The ballot does not have full signatures and full names of the Voter;
- c. The ballot is torn, damaged, or crossed out, modified, or has additional voting content that is not in accordance with regulations;
- d. The ballot in which all voting contents are invalid.

5. Voting rules: According to the provisions of Article 23 of the Company Charter.

Article 11. Minutes and Resolutions of the General Meeting of Shareholders

The minutes and the Resolution of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

Article 12. Implementation of the Regulations

Other relevant contents not mentioned in this Regulation shall be applied according to the provisions of the Company Charter and the Internal Regulations on Corporate Governance. Voters attending the General Meeting must strictly comply with the Regulations on organizing the 2025 Annual General Meeting of Shareholders. Voters who violate this Regulation shall, depending on the specific level, be considered by the Presidium and handled in accordance with the VHE Charter and the Law on Enterprises.

This Regulation consists of 12 Articles and takes effect immediately after being voted and approved by the VHE General Meeting of Shareholders.

O.B.O BOARD OF DIRECTORS

CHAIRMAN

Bùi Tiến Vinh

**REPORT
ON THE BOARD OF DIRECTORS' ACTIVITIES IN 2024,
ORIENTATION FOR 2025**

Dear Esteemed Shareholders, Valued Customers, and Employees of Vietnam Herbs and Foods Joint Stock Company,

First and foremost, on behalf of the Board of Directors, we would like to extend our sincere and heartfelt gratitude to all shareholders, customers, and employees who have chosen to accompany and support VHE throughout our journey.

Pursuant to the Charter on the Organization and Operation of Vietnam Herbs and Foods Joint Stock Company and the Resolution of the 2025 Annual General Meeting of Shareholders, I hereby, on behalf of the Board of Directors, present to the General Meeting of Shareholders the Report on the Board of Directors' activities in 2024 and the orientation for 2025 as follows:

I. The performance of Vietnam Herbs and Foods Joint Stock Company (hereinafter referred to as "Vinaherbfoods" or "the Company") in 2024.

In 2024, Vietnam Herbs and Foods Joint Stock Company marked a significant breakthrough in both quantity and scale, successfully achieving the set business targets.

Regarding business performance, the Board of Directors ("BOD") assessed that the Company and the Board of Management demonstrated great flexibility and responsiveness to market developments. Observing the increasing demand in the export market, the Company actively sought new export markets while expanding the scale of its agricultural operations. As a result, revenue in 2024 reached VND 436.1 billion, and profit after tax was VND 1.93 billion.

In terms of business sectors, in 2024 the Company conducted additional research and development on new products to diversify its product portfolio.

The BOD adopted multiple strategic decisions to restructure and streamline the organizational apparatus to improve efficiency. The leadership also actively expanded and adjusted the market strategy to align with global trends, while implementing stringent control policies on input materials to ensure the quality of exported products and continuing to explore the herbal beverage market.

II. Activities and Board of directors

1. General activities:

In 2024, the BOD held four official meetings to collect opinions and make decisions on major Company matters. Drawing from previous experience and aligning with the orientation for the 2021-2026 term, the BOD planned and implemented its activities for



2025 in accordance with the Law on Enterprises, the Company Charter, and internal regulations. All meetings were conducted in compliance with procedural and legal requirements, during which orientations were approved and tasks were delegated to the Board of Management to handle specific matters and promptly address requests from the BOM that arise during the course of business operations.

In 2024, the BOD issued multiple resolutions approving key strategic orientations for the Company's development, including:

- Carefully and gradually proceeding with digital transformation in accordance with actual market requirements.
- Continuing to improve and restructure the organizational apparatus to ensure optimal performance.
- Raising loans to serve production and business operations.

In addition to regular and extraordinary meetings, the BOD also maintained weekly and monthly task handovers to monitor and evaluate its activities and oversee executive performance. All BOD resolutions and decisions were issued with a high level of consensus among members.

2. Supervisory activities of the BOD:

In accordance with the Company Charter, internal regulations, and applicable laws, the BOD conducted the following supervisory activities:

- Oversaw and managed the use of capital by the Board of Management to ensure efficiency and cost-effectiveness in line with the business plan.
- Directed the successful organization of the 2024 Annual General Meeting of Shareholders on 26th June 2024.
- Ensured compliance with financial reporting regulations for the fiscal year 2024.
- Supervised the implementation of BOD and AGM resolutions.
- Monitored executive management activities to improve business efficiency and achieve planned targets.
- Oversaw information disclosure to ensure transparency and timely compliance with regulations.

Evaluation of supervisory activities by Independent BOD Members regarding the General Director and the Board of Management:

- In 2024, the Independent Members of the Board of Directors fully participated in all Board meetings and provided their opinions in the spirit of serving the shareholders' interests and ensuring the sustainable development of the Company.
- Independent members made significant contributions to the enhancement of the Company's internal governance system and worked with the BOD to manage and supervise the executive operations, thereby contributing to the successful fulfillment of the 2024 business plan.

The Independent Members of the Company's Board of Directors carried out their duties in 2024 in accordance with their assigned responsibilities and with a strong sense of accountability; made great efforts to effectively fulfill their roles in directing and

overseeing all aspects of the Company's operations, in line with the 2024 Annual General Meeting's resolutions, aligned with the strategic orientation, and in the best interests of the shareholders and the Company's overall development.

3. Activities of the Audit Committee under the Board of Directors:

In 2024, the Audit Committee held four meetings to assist the BOD in performing its supervisory functions on corporate governance issues, especially those related to cash flow management, as detailed below:

No.	Meeting	Date	Content	Attendance
1	Meeting 1	31/03/2024	Review of Q1/2024 results and financial report	100%
2	Meeting 2	30/06/2024	Review of Q2/2024 results and financial report	100%
3	Meeting 3	30/09/2024	Review of Q3/2024 results and financial report	100%
4	Meeting 4	31/12/2024	Review of Q4/2024 results and financial report	100%

- The Audit Committee effectively fulfilled its roles and responsibilities by providing direction, orientation, and consultation to the Board of Management without intervening directly in the Company's operations or those of individual departments.
- The Audit Committee also played an important advisory role in supporting the BOD in making key decisions that significantly impacted the Company's overall operations.

4. Remuneration, Operating Expenses, and Other Benefits of the BOD and BOD members: Details are presented in Note No. 29 of the audited consolidated financial statements for the year 2024.

5. Report on Loan Mobilization Plan with a Maximum Limit of VND 400 billion: Not executed.

6. Report on the Private Placement Plan to Increase Charter Capital in 2024: Not executed

7. Transactions Between the Company and Related Parties, or Between the Company and Major Shareholders, Insiders, or Their Related Persons: None.

8. Transactions Between Insiders or Their Related Persons and Subsidiaries or Controlled Affiliates of the Company: None.

9. Transactions between the Company and other companies in which a member of the Board of Directors is either a founding member or a manager within the last three years prior to the transaction date: None.

III. Strategic Directions of the Board of Directors for 2025

In 2025, the Company must focus on ensuring stable supply, controlling costs, managing raw material quality to ensure food safety, and creating value for the local community.

- Strengthening inspection, control, and risk management efforts to ensure financial safety ratios. The Company should also establish a standardized, professional operational structure, comply with legal regulations, and remain flexible in its business operations.
- The Company aims to continue growing in the field of raw material exports for the pharmaceutical industry, while also expanding online sales to align with global trends.

The above is the report on the activities of the Board of Directors of Vietnam Herbs and Foods Joint Stock Company in 2024 and the plan for 2025, respectfully submitted for approval by the Annual General Meeting of Shareholders. Thank you for your attention!

Recipient:

- General Meeting of Shareholders;
- Board of Directors, Board of Management, Company Secretary
- Archive: Office, BOD

O.B.O BOARD OF DIRECTORS

CHAIRMAN



BUI TIEN VINH



**REPORT ON ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF
DIRECTORS IN THE AUDIT COMMITTEE IN 2024
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To: General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company

The independent members of the Board of Directors (“BOD”) in the Audit Committee report the 2024 performance results as follows:

1. General information

The Company operates under the Audit Committee model under the Board of Directors as prescribed in Point b Clause 1 Article 137 of Enterprise Law No. 59/2020/QH14. The Audit Committee was established in accordance with the provisions of the Enterprise Law and the Securities Law. The Audit Committee operates according to the tasks specified in the Charter, the Company's internal governance regulations and the Audit Committee's operating regulations.

The organizational structure of the Audit Committee in 2024 includes:

Member of Audit Committee	Position	
Nguyen Dinh Cong	Chairman of the Audit Committee	Independent Board Member
Nguyen Tai Duc	Member	Independent Board Member

2. Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee

In 2024, the Audit Committee members did not receive remuneration. Details have been disclosed in the Company's audited 2024 Financial Statements.

3. Summary of Audit Committee meetings and conclusions and recommendations of the Audit Committee

In 2024, the Audit Committee held 04 meetings to perform its tasks and functions in accordance with the Audit Committee's Operating Regulations. Through these meetings, the Audit Committee assigned tasks for 2024, organized the implementation of the Audit Committee's operating plan, discussed and agreed on the content of the assessment of the performance results during the year, monitored the honesty and objectivity of financial reporting, monitored the effectiveness of the

financial reporting audit process, monitored the effectiveness of the risk control system and reported the monitoring results and related contents to the Board of Directors and the General Director of the Company according to the issued procedures.

4. Results of monitoring of financial reports, operating situation, financial situation of the company

Financial statements are prepared and published in accordance with accounting standards and current legal regulations, reasonably and honestly reflecting the financial situation of the Company.

Resolutions and decisions are issued validly, within authority and in compliance with information disclosure regime for listed companies.

The selected auditing company must ensure reliability, honesty, compliance with audit deadlines, compliance with professional regulations, independence and objectivity when giving audit opinions and compliance with information disclosure regulations for large-scale public companies.

In 2024, the Company's consolidated net revenue reached VND 436.1 billion, an increase of 38.7% compared to 2023. Profit after tax reached more than VND 1.9 billion, an increase of 18.8% compared to the previous year.

5. Report on transactions between the Company, Subsidiaries, Companies controlled by the Company with the Company's insiders and related persons of the Company's insiders.

The Company has complied with relevant regulations on the authority to approve, monitor and explain transactions between the Company and its insiders; related persons of insiders with the Company, Subsidiaries, and Companies controlled by the Company. Details of the transactions are shown in the 2024 Audited Financial Statements (separate and consolidated), the 2024 Corporate Governance Report which have been disclosed and posted on the Company's website.

6. Assessment results of the company's internal control and risk management system

The Audit Committee has coordinated with the Company's Board of Directors to regularly monitor market developments, forecast and propose appropriate business plans to limit economic risks, legal risks, industry-specific risks and other risks.

The Company's Board of Directors has reviewed, supplemented and promptly issued regulations and rules related to operations, improving the effectiveness of the internal control system.

7. Results of supervision of the Board of Directors, the General Director and Other Executives of the Company

Complying with the provisions of the Charter of Vietnam Herbs and Foods Joint Stock Company ("Vinaherbfoods"), Vinaherbfoods Corporate Governance Regulations, internal management regulations and current laws, specifically:

- Preparing explanatory reports on matters requested for inspection by the Board of Directors, shareholders, or groups of shareholders upon request;
- Establishing a mechanism for receiving feedback and complaints from employees regarding violations or shortcomings in business management, operations, risk management, and internal control;

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- When detecting that a member of the Board of Directors or the General Director has violated their managerial duties, requiring the violator to immediately cease the misconduct and notifying the Board of Directors for resolution;
- Verifying the legality and integrity of the management and operation of business activities, and of the organization of accounting, statistics, and financial reporting;
- Reviewing accounting books and other relevant documents of the Company as authorized by the Board of Directors;
- Recommending to the Board of Directors measures to amend, supplement, and improve the Company's organizational structure;
- Appraising the Company's Business Performance Report and its annual, semi-annual, and quarterly Financial Statements.

8. Results of the assessment of the coordination of activities between the Audit Committee, the Board of Directors, the General Director and shareholders

In 2024, the Audit Committee closely coordinated with the Board of Directors, the Board of Management and other management staff to complete the assigned tasks. The Audit Committee actively participated in supervising the Board of Management's implementation of the Resolutions of the Board of Directors and the General Meeting of Shareholders, contributing opinions and making recommendations when deemed necessary. The Audit Committee complied with and implemented tasks according to the Company's Charter, Internal Regulations on Corporate Governance and the Audit Committee's Operating Regulations, seriously performing the assigned functions and obligations.

Respectfully submit to the General Meeting of Shareholders for consideration.

Sincerely,

Recipient :

- Shareholders of Vietnam Herbs and Foods Joint Stock Company;
- Board of Directors, Board of Management, Company Secretary
- Archive: Office, BOD

**O.B.O. INDEPENDENT MEMBERS
OF THE AUDIT COMMITTEE**



Nguyễn Đình Công

REPORT OF THE BOARD OF MANAGEMENT ON THE BUSINESS PERFORMANCE IN 2024 AND THE BUSINESS PLAN FOR 2025

**To : GENERAL MEETING OF SHAREHOLDERS OF
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY**

On behalf of the Board of Management, I would like to respectfully present to the General Meeting of Shareholders the business performance in 2024 and the business plan for 2025:

I. Advantages and disadvantages affecting business operations in 2024

Advantages and difficulties affecting the production and business activities of Vietnam Herbs and Foods Joint Stock Company in 2024.

**** Advantages:***

According to the General Statistics Office, Vietnam's GDP growth in 2024 reached 7.09%, exceeding the set target and significantly higher than the 5.05% growth recorded in 2023. Exports increased by 14.3% to USD 405.53 billion, while imports rose by 16.7% to USD 380.76 billion, resulting in a trade surplus of USD 24.77 billion. The Consumer Price Index (CPI) increased by 3.63% in 2024, indicating that inflation was effectively controlled.

**** Difficulties:***

Despite the achievements, Vietnam's economy faced challenges due to natural disasters such as Typhoon Yagi, which caused an estimated economic loss of USD 3.2 billion, mainly affecting the agricultural sector. This impacted the livelihoods of many people and placed additional pressure on the national budget. The trade war remained intense, especially with the recent imposition of high tariffs by the United States on imports from Vietnam, negatively impacting approximately 2% of Vietnam's GDP and causing a significant decline in revenues for many businesses.

In light of this situation, Vinaherbfoods' management must take proactive measures to handle all scenarios, especially the emerging difficulties and challenges..

II. Business performance in 2024

In the context of a highly challenging market environment, the Board of Management remained committed to the mission of "Delivering the beneficial values of Vietnamese herbs to community health in the most natural way." We promoted solidarity and focused leadership in implementing the resolutions of the Board of Directors, while developing a capable workforce to address difficulties encountered in 2024.

Business performance in 2024

Unit: Dong

No	Indicators	2023	2024	% Increase/decrease in 2024/2023
1	Total assets	412,444,006,102	494,110,591,646	19.80%
2	Owner's Equity	334,083,051,139	358,485,975,182	7.30%
3	Net revenue	314,415,407,093	436,101,869,536	38.70%
4	Net operating profit	2,111,815,688	2,117,406,990	0.26%
5	Other profits	-69,452,285	217,779,564	-413.57%
6	Profit before tax	2,042,363,403	2,335,186,554	14.34%
7	Profit after tax	1,627,278,785	1,933,740,152	18.83%

(Source: 2024 Audited Consolidated Financial Statements)

- Profit after Corporate Income Tax in 2024 increased by 18.83% compared to 2023 due to the following:

+ Net revenue increased by 38.7% year-on-year. Revenue from agricultural products rose by VND 133.517 billion, equivalent to 43.79%. This growth was driven by rising market demand for agricultural products and the expansion of the Company's scale in this segment through the addition of a subsidiary. Meanwhile, revenue from herbal beverage products decreased by VND 5.85 billion, equivalent to 63%, due to domestic and global economic difficulties, heightened inflation, and intensified trade tensions, which have led consumers to tighten their spending.

+ Other income of VND 386.38 million arose from the acquisition of a subsidiary at a value below its fair valuation.

+ Selling expenses in 2024 slightly increased by 11.1% compared to 2023 due to increased direct export revenue. Administrative expenses rose by 22.1% year-on-year as the Company expanded its management personnel to match its growing scale. Financial expenses rose by 41.54% compared to 2023, as the Company accessed more bank credit facilities.

In summary, the increase in revenue was mainly attributed to the acquisition of a subsidiary and expansion of the agricultural product market to meet growing consumer demand. Although the cost of goods sold increased proportionally, and selling, financial, and administrative expenses also rose, their growth rates were lower than the revenue growth rate. Additionally, the acquisition of the subsidiary at a favorable price contributed to an increase in post-tax profit of VND 306.46 million, equivalent to 18.83% year-on-year.

III. Objectives and Solutions for the 2025 Business Plan

1. Industry Outlook and 2025 Business Targets

- Amid the US-China trade war and the Russia-Ukraine conflict, Vietnam is increasingly seen as an attractive investment destination.
- Vietnam's political environment remains stable and is undergoing positive reforms in administrative structure, facilitating investment attraction both domestically and internationally.
- Rising public health awareness is creating significant opportunities for herbal and functional food products.
- Herbal beverages are not subject to the 46% tariff recently imposed by the United States on certain Vietnamese exports, offering a strategic advantage to expand export markets.

Based on the achievements in 2024 and considering the ongoing complexity and unpredictability of domestic and international economic and political conditions, the Board of Management has developed the 2025 business plan with the following key targets:

- Estimated revenue from business activities approximately VND 448 billion
- Estimated profit before corporate income tax approximately VND 2 billion.

2. Implementation solutions of the Board of Managements:

To achieve the set objectives in 2025, the Board of Management will focus on the following key solutions:

- Streamlining and optimizing operations across subsidiaries, linking employee income to efficiency and productivity.

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- Enhancing workforce quality, creating a positive working environment, and improving employee welfare and benefits,;
- Expanding the sales network and improving product and service quality;
- Strengthening enterprise-wide risk management, controlling receivables to minimize capital appropriation, managing inventory efficiently, and improving capital turnover to maximize capital efficiency.

The above is the report of on the business performance in 2024 and the business plan for 2025, respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely!

Recipient :

- General Meeting of Shareholders;
- Board of Directors, Board of Management, Company Secretary
- Archive: Office, BOD

GENERAL DIRECTOR



**VIETNAM HERBS AND FOODS
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 01/2025/TTr-DHĐCĐ

Hanoi, May 28, 2025

PROPOSAL

Re: Approval of The 2024 audited financial statements

- 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, as amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Pursuant to the Charter on the organization and operation of Vietnam Herbs and Foods Joint Stock Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following matter:

Approval of the separate and consolidated financial statements for the fiscal year 2024 of Vietnam Herbs and Foods Joint Stock Company, audited by AASC Auditing Firm Company Limited and signed on March 27, 2025.

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Save: Office; BOD.

O.B.O BOARD OF DIRECTORS

CHAIRMAN


CHỦ TỊCH HĐQT
Bùi Tiến Vinh

No.: 02/2025 /TTr-DHĐCĐ

Hanoi, May 28, 2025

PROPOSAL

Re: Approval of The profit distribution for 2024 and the profit distribution plan for 2025

- 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, as amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and its implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Pursuant to the Charter of organization and operation of Vietnam Herbs and Foods Joint Stock Company;
- Pursuant to the 2024 audited financial statements (both separate and consolidated) of Vietnam Herbs and Foods Joint Stock Company, which were audited by AASC Auditing Firm Company Limited;

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders of the Company for approval the following contents:

1. Profit distribution plan for 2024

Indicators	2024 (Unit: VND)
1. Profit after tax of the Parent Company (as per the 2024 audited consolidated financial statements)	1,884,016,989
2. Retained earnings accumulated to December 31, 2023	3,101,091,139
3. Other adjustments	(97,234,470)
4. Total retained earnings accumulated to December 31, 2024 (4=1+2+3)	4,887,873,658
5. Profit carried forward to the following year	4,887,873,658

-Profit distribution: Based on the business results for 2024, the Board of Directors of the Company held a meeting and agreed to propose to the 2025 Annual General Meeting of Shareholders to consider not paying dividends for 2024 in order to stabilize the Company's capital structure and reinvest in business operations.

2. Profit distribution plan for 2025:

According to the business plan for 2025, the Board of Directors anticipates using the after-tax profit of 2025 for reinvestment in the following year.

The above presents the profit distribution plan for 2024 and the profit and profit distribution plan for 2025. This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Save: Office; BOD.



CHỦ TỊCH HĐQT
Bùi Tiến Vinh

**VIETNAM HERBS AND FOODS
JOINT STOCK COMPANY**

No.: 03/2025 /TTr-ĐHĐCĐ

**THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

Hanoi, May 28, 2025

PROPOSAL

***Re: Approval of The remuneration for the Board of Directors and the Audit Committee
in 2024 and the plan for 2025***

- 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, as amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Pursuant to the Charter on the organization and operation of Vietnam Herbs and Foods Joint Stock Company.

The Board of Directors respectfully submits the following matters for consideration and approval by the General Meeting of Shareholders:

1. In order to ensure the operations of the Board of Directors and the Audit Committee in carrying out their assigned tasks, based on the business results of Vietnam Herbs and Foods Joint Stock Company in 2024 and the relevant regulations of the State, the Company reports the total remuneration for the Board of Directors and the Audit Committee in 2024:

Full name	Position	2024 (Million VND)
Bui Tien Vinh	Chairman of the Board of Directors	196.1
Tran Nhat Thanh	Board member	170.4
Nguyen The Hung	Board member, General Director	239.5
Nguyen Dinh Cong	Board member, Chairman of the Audit Committee	-
Nguyen Tai Duc	Board member, Member of the Audit Committee	-
Total remuneration for the Board of Directors and Audit Committee		606.0

The other benefits for the members of the Board of Directors and the Audit Committee will be implemented in accordance with the legal regulations, the Company's Charter, and the regulations.

2. In order to ensure the operations of the Board of Directors in carrying out their assigned tasks, the Company proposes that the total remuneration for the Board of Directors in 2025 be a maximum of 20% of the after-tax profit.

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Save: Office; BOD.

O.B.O BOARD OF DIRECTORS

CHAIRMAN



CHỦ TỊCH HĐQT
Bùi Tiến Vinh



**VIETNAM HERBS AND FOODS
JOINT STOCK COMPANY**

No.: 04/2025/TTr-DHĐCĐ

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, May 28, 2025

PROPOSAL

***Re: The selection of an independent auditing company to audit the financial statements
for the 2025 fiscal year***

- 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, as amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022, and its guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Pursuant to the Charter on the organization and operation of Vietnam Herbs and Foods Joint Stock Company.

The Board of Directors respectfully submits the following matters for consideration and approval by the General Meeting of Shareholders:

In order to ensure proactive selection of a suitable auditing firm that meets the Company's requirements for execution time and service quality, the Board of Directors respectfully proposes that the General Meeting of Shareholders authorize the Board of Directors to select one (01) auditing firm from the list of independent auditing companies that are qualified and approved by the State Securities Commission of Vietnam to audit public companies and listed organizations, in order to audit the Company's financial statements for the year 2025 and to review the quarterly and semi-annual financial statements (if required by the State management authorities).

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Save: Office; BOD.

O.B.O BOARD OF DIRECTORS

CHAIRMAN

BUI TIEN VINH