



**THE VEGETEXCO PORT JOINT STOCK COMPANY**  
Business registration number: 0302336158  
No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City  
Phone : (028) 37731120 Fax : (028) 38733342

No.: 94/2026/TM - HDQT

Ho Chi Minh City, April 2, 2026

**INVITATION LETTER**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

**To: Shareholders of The Vegetexco Port Joint Stock Company (VGP)**

The Board of Directors of The Vegetexco Port Joint Stock Company(VGP) respectfully announces and invites shareholders and investors to attend the Annual General Meeting of Shareholders 2026 of THE VEGETEXCO PORT JOINT STOCK COMPANY.

1. **Time:** 8:30 AM **April 24, 2026**
2. **Location:** Meeting hall of The Vegetexco Port Joint Stock Company located at No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City.
3. **Attendees:** Shareholders and investors owning shares of The Vegetexco Port Joint Stock Company as listed at the time of closing the list on **March 23, 2026** of Vietnam Securities Depository and Clearing Corporation - Ho Chi Minh City Branch or those who are duly authorized to attend.
4. **General Meeting program:** According to the attached agenda.
5. **Documents for the General Meeting:** Dear shareholders, please refer to the Company's website at the following link: [www.vegeport.com.vn](http://www.vegeport.com.vn)
6. **Confirmation and authorization to attend the General Meeting:**
  - When attending the General Meeting, shareholders or their authorized representatives are kindly requested to bring their Invitation Letter, Identity Card, Citizen ID Card, Passport, and other valid legal documents as prescribed by law, and the Power of Attorney (for the authorized person) to register for the General Meeting.
  - In the event that shareholders are unable to attend the General Meeting, they may authorize another person or one of the delegates proposed by The Vegetexco Port Joint Stock Company to attend on their behalf (using the Company's power of attorney form and the attached list of delegates). The original power of attorney must be submitted to the General Meeting Organizing Committee before 17:00 on April 23, 2026.
  - To ensure the smooth organization of the General Meeting, shareholders or their authorized representatives are kindly requested to confirm their attendance by contacting and sending the Attendance Confirmation Form to the General Meeting Organizing Committee before 17:00 on April 23, 2026.

Shareholders who have not received the Meeting Invitation Letter are requested to bring their Identity Card, Citizen ID Card, or Passport and other valid legal documents as prescribed by law to register their attendance at the meeting venue.



We are pleased to announce!

Recipients:

- As above;
- Archive: Office;
- Office of the Board of Directors.

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



HOANG HAI





Ho Chi Minh City, date month 2026

## AGENDA

### ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

NO.	TIME	CONTENT	PERFORMED BY
	8:00 – 8:30	Welcoming and registering shareholders	Organizing Committee
<b>I</b>		<b>Opening of the General Meeting</b>	
1	8:30	Opening of the meeting; Report on the results of the shareholder eligibility verification.	Shareholder Eligibility Verification Committee
2	08:45	- Adopt the Presidium, the Vote Counting Committee, the Secretariat. - Read and approve the Rules of Procedure, the Regulations on Nomination, Candidacy and Election at the Annual General Meeting of Shareholders 2026.	Organizing Committee
<b>II</b>		<b>The Board of Directors, the Executive Board, and the Supervisory Board present their reports and proposals.</b>	
1	08:45 - 9:00	- Report of the Board of Directors on the results of operations for the term 2021-2026 and for the year 2025. Action plan for the term 2026-2031 and for the year 2026 - Report of the Independent Member of the Board of Directors	Board of Directors
2		Report on business performance in 2025 and business plan for 2026 by the Executive Board	Executive Board
3	09:15	Report of the Supervisory Board on the results of supervisory activities in 2025 and the plan for 2026.	Representative of the Supervisory Board
4	09:30	Presentation of the Board of Directors' Proposals + Proposal for approval of audited financial statements 2025; + Adoption of the selection of the auditing firm for the financial statements 2026; + Report on remuneration for the Board of Directors and the Supervisory Board in 2025 and plan for 2026; + Adoption of the profit distribution plan for 2025; + Adoption of the Proposal to amend and supplement the Company's business lines; + Adoption of the Proposal for the Approval of the Company's Charter of Organization and Operation (Newly Issued).	Board of Directors, Supervisory Board

5	10:00	Discuss and vote on the Reports and Proposals.	Presidium
<b>III</b>		<b>Dismissal and election of additional members of the Board of Directors and the Supervisory Board for the term 2026-2031</b>	
1	10:30	+ Report on the list of candidates for the Board of Directors and the Supervisory Board for the term 2026-2031 + Proposal for the election of members of the Board of Directors and the Supervisory Board for the term 2026-2031	Presidium
2	10:45	Adoption of the election results of members of the Board of Directors and members of the Supervisory Board.	Presidium
<b>IV</b>	<b>11:00</b>	<b>Break</b>	
<b>V</b>		<b>Adoption of the Minutes, Resolutions, and closing of the Meeting</b>	
1	11:15	Adoption of the voting results, the election of members of the Board of Directors.	Vote Counting Committee
2	11:30	Adoption of the Minutes/Resolutions of the Meeting	Secretariat
3	11:45	Closing of the Meeting	

**ON BEHALF OF GENERAL  
MEETING ORGANIZING  
COMMITTEE  
CHAIRMAN**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**  
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....., date month year.....

**POWER OF ATTORNEY**

**ATTENDING THE ANNUAL MEETING OF SHAREHOLDERS 2026**  
**THE VEGETEXCO PORT JOINT STOCK COMPANY**

**Dear: ORGANIZING COMMITTEE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Shareholder Name:.....Shareholder Code:.....

Citizen ID Card/ Business Registration Number:.....Issued on.....At.....

Address:.....

Legal Representative (for Organizations):

- Name of Legal Representative:.....Position:.....

- Citizen ID Card Number:.....Date of Issue:.....Place of Issue:.....

Total number of shares owned:.....

(In words:.....)

I/We hereby authorize:

Mr/ (Ms.):.....

Citizen ID Card Number:.....Date of issue.....Place of issue.....

Address:.....

Authorized to represent me/us at the Annual General Meeting of Shareholders 2026 of The Vegetexco Port Joint Stock Company held on . ... **hour on ..../...../2026** and have the right to exercise all rights and obligations at the General Meeting of Shareholders related to the authorized shares.

Number of shares authorized:.....

Authorization period:.....

I/We assume full responsibility for this authorization and commit to strictly complying with all applicable laws and regulations and the Charter of The Vegetexco Port Joint Stock Company.

**AUTHORIZER**

*(Signature, seal, and full name)*

**AUTHORIZED PERSON**

*(Signature and full name)*

*Note: In the absence of an authorized person, shareholders may consider authorizing one of the nominated individuals to attend the General Meeting on their behalf, using the Power of Attorney provided on the back..*

*Please fax and send the original Power of Attorney to the following address before 12:00 on \_\_/\_\_/2026*

**ORGANIZING COMMITTEE OF THE GENERAL SHAREHOLDER MEETING OF THE VEGETEXCO PORT JOINT STOCK COMPANY**

Headquarters: No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone: 028.38731122 Email: rauqua@gmail.com

Contact: Mr. Doan Duy Hien Mobile Phone: 0988 571 484

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**POWER OF ATTORNEY**

**ATTENDING THE ANNUAL MEETING OF SHAREHOLDERS 2026**

**THE VEGETEXCO PORT JOINT STOCK COMPANY**

**Dear: ORGANIZING COMMITTEE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Shareholder Name:.....Shareholder Code:.....

Citizen ID Card/ Business Registration Number:.....Issued on.....At.....

Address:.....

Legal Representative (for Organizations):

- Name of Legal Representative:.....Position:.....

- Citizen ID Card Number:.....Date of Issue:.....Place of Issue:.....

Total number of shares owned:.....

(In words:.....)

I hereby authorize (*Choose one of the following options*):

Mr. Hoang Hai Position: Chairman of the Board of Directors of The Vegetexco Port Joint Stock Company

Mr. Pham Ngoc Quynh Position: Director of The Vegetexco Port Joint Stock Company

Ms. Nguyen Thi Khanh Position: Member of the Board of Directors of The Vegetexco Port Joint Stock Company  
Hai

Mr. Nguyen Manh Position: Head of the Supervisory Board of The Vegetexco Port Joint Stock Company  
Hoang

Authorized to represent me/the Company at the Annual General Meeting of Shareholders 2016 of The Vegetexco Port Joint Stock Company held on ..... hour on .../.../2026 and have the right to exercise all rights and obligations at the General Meeting of Shareholders related to the authorized shares.

Number of shares authorized:.....

Authorization period:.....

We assume full responsibility for this authorization and commit to strictly complying with all applicable laws and regulations and the Charter of The Vegetexco Port Joint Stock Company.

**AUTHORIZER**

(*Signature, seal, and full name*)

**AUTHORIZED PERSON**

(*Signature and full name*)

*Please fax and send the original Power of Attorney to the following address before 12:00 on \_\_/\_\_/2026*

**ORGANIZING COMMITTEE OF THE GENERAL SHAREHOLDER MEETING OF THE VEGETEXCO PORT JOINT STOCK COMPANY**

Headquarters: No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone: 028.38731122 Email: rauqua@gmail.com

Contact: Mr. Doan Duy Hien Mobile Phone: 0988 571 484

....., date      month      year.....

## **POWER OF ATTORNEY**

### **ATTENDING THE ANNUAL MEETING OF SHAREHOLDERS 2026 THE VEGETEXCO PORT JOINT STOCK COMPANY**

**Dear: ORGANIZING COMMITTEE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Today, .../.../2026, at ....., we, the shareholders of The Vegetexco Port Joint Stock Company, currently owning a total of ..... shares, unanimously authorize:

Mr/ (Ms.):.....

Citizen ID Card Number:.....Date of issue.....Place of issue.....

Address:.....

to represent us to attend the Annual General Meeting of Shareholders 2026 of The Vegetexco Port Joint Stock Company held at ...on ...../...../2026 and have the right to exercise all rights and obligations at the General Meeting of Shareholders related to the authorized shares.

Number of shares authorized:.....

Authorization period:.....

We assume full responsibility for this authorization and commit to strictly complying with all applicable laws and regulations and the Charter of The Vegetexco Port Joint Stock Company

We are attaching the list of shareholders and the number of shares they own.

**AUTHORIZER**

*(Signature, seal, and full name)*

**AUTHORIZED PERSON**

*(Signature and full name)*

*Note: In the absence of an authorized person, shareholders may consider authorizing one of the nominated individuals to attend the General Meeting on their behalf, using the Power of Attorney provided on the back..*

*Please fax and send the original Power of Attorney to the following address before 12:00 on \_\_/\_\_/.*

**ORGANIZING COMMITTEE OF THE GENERAL SHAREHOLDER MEETING OF THE  
VEGETEXCO PORT JOINT STOCK COMPANY**

Headquarters: No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone: 028.38731122      Email: rauqua@gmail.com

Contact: Mr. Doan Duv Hien Mobile Phone: 0988 571 484

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

**POWER OF ATTORNEY**

**ATTENDING THE ANNUAL MEETING OF SHAREHOLDERS 2026  
THE VEGETEXCO PORT JOINT STOCK COMPANY**

**Dear: ORGANIZING COMMITTEE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Shareholder Name:..... Shareholder Code:.....

Citizen ID Card/ Business Registration Number:.....Issued on.....At.....

Address:.....

Legal Representative (for Organizations):

- Name of Legal Representative:.....Position:.....

- Citizen ID Card Number:.....Date of Issue:.....Place of Issue:.....

Total number of shares owned:.....

(In words:.....)

I hereby authorize (*Choose one of the following options*):

Mr. Hoang Hai Position: Chairman of the Board of Directors of The Vegetexco Port Joint Stock Company

Mr. Pham Ngoc Quynh Position: Director of The Vegetexco Port Joint Stock Company

Ms. Nguyen Thi Khanh Hai Position: Member of the Board of Directors of The Vegetexco Port Joint Stock Company

Mr. Nguyen Manh Hoang Position: Head of the Supervisory Board of The Vegetexco Port Joint Stock Company

Authorized to represent me/the company at the General Meeting of Shareholders ..... of The Vegetexco Port Joint Stock Company held at .... **on** ...../...../..... and have the right to exercise all rights and obligations at the General Meeting of Shareholders related to the authorized shares.

Number of shares authorized:.....

Authorization period:.....

We assume full responsibility for this authorization and commit to strictly complying with all applicable laws and regulations and the Charter of the Company.

**AUTHORIZER**

(*Signature, seal, and full name*)

**AUTHORIZED PERSON**

(*Signature and full name*)

*Please fax and send the original Power of Attorney to the following address before 12:00 on \_\_\_/\_\_\_/\_\_\_.*

**ORGANIZING COMMITTEE OF THE GENERAL SHAREHOLDER MEETING OF THE  
VEGETEXCO PORT JOINT STOCK COMPANY**

Headquarters: No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone: 028.38731122 Email: rauqua@gmail.com

Contact: Mr. Doan Duy Hien Mobile Phone: 0988 571 484

**LIST OF AUTHORIZED SHAREHOLDERS BY GROUP**  
**ATTENDING THE ANNUAL MEETING OF SHAREHOLDERS 2026**  
**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No.	Shareholder Code	Full name	Citizen ID Card/Business Registration Number	Number of shares	Signature
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
.....					



**THE VEGETEXCO PORT JOINT STOCK COMPANY**  
No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City  
Phone: (028) 37731120 Fax : (028) 38733342  
Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

Number: ...../2026/TB-CRQ

*Ho Chi Minh City, April \_\_, 2026*

## **NOTICE**

### **Re: Nomination of candidates for election to the Board of Directors and the Supervisory Board.**

#### **The Vegetexco Port Joint Stock Company, term 2026-2031**

Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; Law No. 03/2022/QH15 dated January 11, 2022 of the National Assembly amending and supplementing some articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership Method, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Enterprise Law, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement; Law No. 76/2025/QH15 dated June 17, 2025 of the National Assembly amending and supplementing some articles of the Enterprise Law;

To ensure that the organizational structure of The Vegetexco Port Joint Stock Company (“the Company”) complies with the Enterprise Law, the Company hereby informs its shareholders of the election of members of the Board of Directors and the Supervisory Board of The Vegetexco Port Joint Stock Company for the term 2026-2031 as follows:

**1. Number of members of the Board of Directors and Supervisory Board for the term 2026-2031.**

a) Number of members of the Board of Directors for this term:

- The Board of Directors, as stipulated in the company's charter, is structured as follows: 3 members, including 1 non-executive member (independent board member).

b) Number of members of the Supervisory Board for this term:

The Supervisory Board, as stipulated in the company's charter, is structured as follows: 3 members.

**2. Conditions for nominating and electing members of the Board of Directors and Supervisory Board:**

Based on Clause 3 of Article 12 and Clause 2 of Article 25 of the Company’s Charter + Shareholders or groups of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate individuals to the Board of Directors.

+ Shareholders or groups of shareholders holding at least 10% to 20% of the total number of ordinary shares have the right to nominate one person to the Board of Directors and one person to the Supervisory Board;

*BM 12: Notice of nominations and candidacies for membership in the Board of Directors and Supervisory Board.*

+ Shareholders or groups of shareholders holding 20% to 30% or more of the total number of ordinary shares are entitled to nominate 2 people to the Board of Directors and 2 people to the Supervisory Board;

+ Shareholders or groups of shareholders holding 30% or more of the total number of ordinary shares are entitled to nominate a sufficient number of candidates for the Board of Directors and the Supervisory Board.

**3. Criteria for candidates nominated for the Board of Directors and the Supervisory Board.**

**a) Criteria for members of the Board of Directors (as stipulated in the Company's Charter and the Regulations on Nomination of the Board of Directors and the Supervisory Board):**

- They possess full legal capacity and are not subject to the restrictions on managing a business as stipulated in the Enterprise Law and the Company's Charter.
- They possess the necessary qualifications, business acumen, and organizational and management skills.
- They must be healthy, possess good moral character, be honest and incorruptible, and have knowledge of the law.
- Other conditions as prescribed by law.

**b) Criteria for members of the Board of Directors (as stipulated in the Company's Charter and the Regulations on Nomination of the Board of Directors and the Supervisory Board):**

- They possess full legal capacity and are not subject to the restrictions on managing a business as stipulated in the Enterprise Law and the Company's Charter.
- They possess the necessary qualifications, business acumen, and organizational and management skills.
- They must be healthy, possess good moral character, be honest and incorruptible, and have knowledge of the law.
- Other conditions as prescribed by law.

**4. Documents for nominating members of the Board of Directors and the Supervisory Board.**

- Nomination form for candidates to participate in the Board of Directors and the Supervisory Board (according to template);
- The candidate's self-written resume (using the provided template);
- Copies of the Citizen ID Card, passport (if Vietnamese expatriate or foreigner), and diplomas, certificates, and other qualifications certifying educational and professional standards.

Nomination documents should be submitted to The Vegetexco Port Joint Stock Company no later than **12:00 on /04/2026** by address:

**THE VEGETEXCO PORT JOINT STOCK COMPANY**

Address : No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone : 028.38731121 Fax: 028.38733342

*BM 12: Notice of nominations and candidacies for membership in the Board of Directors and  
Supervisory Board.*

Contact : Mr./Ms. Doan Duy Hien – Position: Deputy Head of the  
Administrative and Organizational Department  
Phone : 0988571484

The Organizing Committee of the Annual General Meeting of Shareholders of The Vegetexco Port Joint Stock Company will compile a list of eligible individuals to be nominated and elected as members of the Board of Directors and the Supervisory Board for the term 2026-2031 at the Annual General Meeting of Shareholders 2026.

We respectfully announce./.

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

**HOANG HAI**

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**APPLICATION FORM FOR NOMINATION AND CANDIDACY  
TO ELECT MEMBERS OF THE BOARD OF DIRECTORS AND THE  
SUPERVISORY BOARD  
TERM 2026-2031**

**Dear: The Board of Directors of The Vegetexco Port Joint Stock Company**

Based on Notice No. .... dated ..... of the Board of Directors of the Company regarding the nomination and candidacy of members of the Board of Directors and the Supervisory Board, I/we are a shareholder/group of shareholders owning/voluntarily forming a group of shareholders owning ... ordinary shares of the Company for a continuous period of at least six (06) months up to the date of this Notice, including:

NO.	SHAREHOLDER'S FULL NAME	ID Card/Business Registration Number	NUMBER OF SHARES HELD CONTINUOUSLY FOR 6 MONTHS UP TO THE DATE OF NOTICE	RATIO/ TOTAL OF SHARES IN THE COMPANY	SIGNATURE AND SEAL IF THE SHAREHOLDER IS AN ORGANIZATION/LEGAL ENTITY/ENTERPRISE)
1					
2					
3					
	<b>TOTAL</b>				

I/we hereby inform and make the following commitment to the Board of Directors:

1. We unanimously nominate the following individuals for election to the Board of Directors/Supervisory Board for the term 2026-2031 as follows:

NO.	Candidate's full name	Titles for candidacy/nomination <sup>1</sup>			Conditions and standards as stipulated by law.
		Member of the Board of Directors	Independent Member of the Board of Directors	Member of the Supervisory Board	
1					
2					
3					

<sup>1</sup> Mark "x" in the box next to the desired nomination title.

*BM 12: Notice of nominations and candidacies for membership in the Board of Directors and Supervisory Board.*

2. The aforementioned candidates meet the eligibility criteria as stipulated by law;

3. I/we will always ensure that we maintain the required shareholding ratio of the Company within the legally mandated period to guarantee the legal validity of the nominations and candidacies of the aforementioned candidates, so that the General Meeting of Shareholders can elect them to the Board of Directors and/or the Supervisory Board for the new term of the Company.

I/we hereby enclose with this notice the list and relevant documents of the candidates, compiled in accordance with the law and the Company's requirements.

For further information, please contact Mr./Ms.:.....  
Phone number:.....representing the group of shareholders.

Best regards!

....., Date.....Month.....Year 20...

SHAREHOLDERS/REPRESENTATIVES OF SHAREHOLDER GROUPS

(Signature, full name and seal)

4x6 photo

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**CURRICULUM VITAE**

1. Full name: \_\_\_\_\_ Gender: *Female/Male*
2. Date of birth: \_\_\_\_\_ Place of birth: \_\_\_\_\_
3. Nationality: *Vietnamese*
4. Citizen ID Card number: \_\_\_\_\_ Date of issue: \_\_\_\_\_ at \_\_\_\_\_
5. Permanent residence: \_\_\_\_\_
6. Current address: \_\_\_\_\_
7. Mobile phone: \_\_\_\_\_ Landline phone: \_\_\_\_\_ Fax: \_\_\_\_\_
8. Email: \_\_\_\_\_
9. Educational level: \_\_\_\_\_
10. Qualifications: \_\_\_\_\_
11. Educational and professional training process; certifications:

Time	Training institution	Field of study	Awards	Disciplines

12. Work process:

Time	Workplace	Position	Awards	Disciplines

13. Current positions

Workplace	Position	Time in office
		From...../.../..... to .../.../.....
		From...../.../..... to .../.../.....
		From...../.../..... to .../.../.....

14. Relative relationship:

*BM 12: Notice of nominations and candidacies for membership in the Board of Directors and Supervisory Board.*

<b>Relationship</b>	<b>Full name</b>	<b>Year of birth</b>	<b>Permanent residence</b>	<b>Job</b>	<b>Workplace (if any)</b>
Father					
Mother					
Siblings					
Husband					
Child					

I hereby pledge to take full legal responsibility for the accuracy and truthfulness of the above content.

....., *Date* ..... *Month*..... 2026

**DECLARANT**

**(Signature and full name)**

*BM 18: Report on the list of candidates and nominees for members of the Board of Directors and the Supervisory Board.*



**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone: (028) 37731120

Fax : (028) 38733342

Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

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Number: /2026/BC -HDQT

*Ho Chi Minh City, April 2026*

## **REPORT**

***Re: List of candidates and nominees for election to the Board of Directors and Supervisory Board for the term 2026 - 2031***

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***Dear: GENERAL MEETING OF SHAREHOLDERS***

According to legal regulations, The Vegetexco Port Joint Stock Company (the Company) will elect members of the Board of Directors and the Supervisory Board for the term 2026-2031 at the Annual General Meeting of Shareholders 2026.

To ensure objectivity and compliance with the provisions of the Enterprise Law regarding the organizational structure of the Board of Directors and the Supervisory Board of a joint-stock company, and to enhance the company's governance and control capacity during its term. The Company's Board of Directors has requested that eligible shareholders, as stipulated in the Enterprise Law and the Company's Charter, participate in nominating and running for positions on the Board of Directors and Supervisory Board for the term 2026-2031.

The number of members expected to be nominated is as follows:

- Board of Directors: 3 members
- Supervisory Board: 3 members

On \_\_\_/04/2026, the Company's Board of Directors issued a Notice regarding the nomination and candidacy of members of the Board of Directors and Supervisory Board to shareholders, requesting shareholders or groups of shareholders to nominate or propose individuals who meet the conditions stipulated by law and the Company's Charter to participate in the Board of Directors and Supervisory Board of the Company for the term 2026 – 2031.

By the end of the application deadline, the company has received.... The nomination is valid. After reviewing the eligibility and nomination conditions stipulated by law and the company's charter, the Board of Directors hereby reports to the General Meeting of Shareholders the list of eligible candidates for election to the Board of Directors and Supervisory Board for the term 2026 – 2031, including the following individuals:

*BM 18: Report on the list of candidates and nominees for members of the Board of Directors and the Supervisory Board.*

<b>NO.</b>	<b>Full name</b>	<b>Nominating shareholder group</b>
<b>CANDIDATES FOR THE BOARD OF DIRECTORS</b>		
1	Mr. Hoang Hai	Nominated by a group of shareholders owning .....% of the voting shares.
2	Mr. Pham Ngoc Quynh	Nominated by a group of shareholders owning .....% of the voting shares.
3	Ms. Nguyen Thi Khanh Hai	Nominated by a group of shareholders owning .....% of the voting shares.
<b>CANDIDATES FOR THE SUPERVISORY BOARD</b>		
1	Mr. Nguyen Manh Hoang	Nominated by a group of shareholders owning .....% of the voting shares.
2	Ms. Ho Thi Linh	Nominated by a group of shareholders owning .....% of the voting shares.
3	Ms. Tran Thi Mai Huong	Nominated by a group of shareholders owning .....% of the voting shares.

Respectfully submitted to the General Meeting of Shareholders./.

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

**HOANG HAI**

**REGULATIONS ON  
NOMINATION, APPLICATION, AND ELECTION OF MEMBERS OF THE BOARD OF  
DIRECTORS AND SUPERVISORY BOARD AT THE ANNUAL GENERAL MEETING  
OF SHAREHOLDERS 2026  
THE VEGETEXCO PORT JOINT STOCK COMPANY**

**CHAPTER I  
GENERAL PROVISIONS**

**Article 1. Purpose, scope, and applicable subjects**

1. These regulations shall be used for the nomination, candidacy, and election of members of the Board of Directors and members of the Supervisory Board at the Annual General Meeting of Shareholders 2026, ensuring compliance with the Company's Charter of Organization and Operation and applicable laws and regulations.
2. These regulations govern the nomination, candidacy, and election of members of the Board of Directors and members of the Supervisory Board, including:
  - Regulations on the nomination and candidacy of members of the Board of Directors and members of the Supervisory Board;
  - Regulations regarding the election of members of the Board of Directors and members of the Supervisory Board.
3. Applicable subjects: Shareholders holding voting shares and authorized representatives of shareholders holding voting shares (according to the shareholder list closed by the Securities Depository Center **on March 23, 2026**, members of the Vote Counting Committee and units involved in organizing the Annual General Meeting of Shareholders 2026.

**Article 2. Rights and obligations of shareholders**

**1. Rights of shareholders when attending the General Meeting**

Each shareholder or shareholder representative attending the General Meeting of Shareholders will receive 01 (one) ballot for electing members of the Board of Directors and 01 (one) ballot for electing members of the Supervisory Board. The ballot will clearly state the number of shares held by that shareholder and the corresponding number of ballots the shareholder is entitled to use for voting.

**2. Shareholders' obligations when attending the General Meeting**

- Comply with the conditions and procedures for elections as stipulated in these Regulations;
- Shareholders and shareholder representatives attending the General Meeting must complete the registration procedures with the General Meeting Organizing Committee.
- Shareholders and their representatives, upon receiving the ballot, must verify the number of shares recorded on the ballot. If there are any errors, they must immediately notify the Organizing Committee at the time of receiving the ballot.
- Strictly adhere to the election regulations at the General Meeting of Shareholders and respect the voting results at the meeting.

**CHAPTER II**  
**REGULATIONS ON NOMINATION AND CANDIDACY OF MEMBERS OF THE**  
**BOARD OF DIRECTORS AND SUPERVISORS OF THE SUPERVISORY**  
**BOARD**

**Article 3. Standards and conditions for becoming a member of the Board of Directors**

**1. General standards:**

a) Possess full legal capacity and not be subject to the restrictions on managing businesses as stipulated in Clause 2, Article 17 of the Enterprise Law;

b) Possess professional qualifications and experience in the company's business management, but do not necessarily have to be a shareholder of the company.

c) Not a person who has previously been prosecuted for a criminal offense, sentenced to imprisonment but whose criminal record has not been expunged, or is currently being prosecuted for a criminal offense, sentenced to imprisonment, or whose right to practice a profession has been revoked by a court in accordance with the law.

d) At the time of appointment, not directly involved in the case that has been prosecuted by the competent authority in accordance with the law.

e) A member of the Company's Board of Directors may only simultaneously be a member of the Board of Directors or Board of Members in a maximum of other five companies.

**2. Other criteria for members of the Board of Directors:**

a) the general standards stipulated in Clause 1 of this Article.

**3. Standards and conditions for Independent Board Members:**

a) Not currently employed by the company, its parent company, or its subsidiary; not previously employed by the company, its parent company, or its subsidiary at least in the three years prior to that;

b) Not a person currently receiving a salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled according to regulations;

c) Not being a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the company; is not a manager of the company or its subsidiary;

d) Not being a person who directly or indirectly owns at least 1% of the total voting shares of the company;

e) Not a person who has previously served as a member of the Board of Directors or Supervisory Board of the company for at least 05 consecutive years prior to the appointment, except in the case of being appointed for two consecutive terms.

**Article 4: Standards and conditions for becoming a member of the Supervisory Board**

a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;

b) The auditor must not hold a management position in the Company and must not be a member of the Company's accounting department. The auditor may not be a shareholder of the company.

c) The auditor is not a member or employee of the independent auditing firm conducting the audit of the Company's financial statements.

d) The auditor must not be related to any member of the Board of Directors, the Chief Executive Officer, or other management personnel of the Company.

**Article 5: Election rules**

**a) Principles for nominating and electing members of the Board of Directors and members of the Supervisory Board**

Shareholders who meet the eligibility requirements specified in Articles 3 and 4 of these Regulations may nominate themselves for the list to elect members of the Board of Directors or members of the Supervisory Board.

Shareholders or groups of shareholders who meet the conditions stipulated in the Company's Charter have the right to nominate other individuals who meet the conditions stipulated in Articles 3 and 4 of these Regulations to the list of candidates for election to members of the the Board of Directors or members of the Supervisory Board.

**b) Right to nominate candidates for the Board of Directors**

Shareholders holding voting shares have the right to combine their individual voting rights to nominate candidates for the Board of Directors.

Shareholders or groups of shareholders holding voting shares are nominated as follows:

Shareholders or groups of shareholders holding at least 10% to 20% of the total number of common shares or more have the right to nominate one person to the Board of Directors;

Shareholders or groups of shareholders holding 20% or more up to 30% are entitled to nominate two people to the Board of Directors;

Shareholders or groups of shareholders holding 30% or more of the shares are entitled to nominate a sufficient number of candidates to the Board of Directors.

**c) The right to nominate candidates for the Supervisory Board**

Shareholders have the right to combine their individual voting rights to nominate candidates for the Supervisory Board:

Shareholders or groups of shareholders holding at least 10% to 20% or more of the total number of common shares have the right to nominate one person to the Supervisory Board;

Shareholders or groups of shareholders holding 20% or more up to 30% are entitled to nominate two people to the Supervisory Board.

Shareholders or groups of shareholders holding 30% or more of the shares are entitled to nominate a sufficient number of candidates for the Supervisory Board.

**d) Principles of elections:**

- The election of members of the Board of Directors and members of the Supervisory Board will be conducted by secret ballot with cumulative voting.
- The total number of votes for each shareholder corresponds to the total number of voting shares (including shares owned by the individual and shares represented by proxy) multiplied by the number of elected members of the Board of Directors or the number of elected Supervisory Board members. Shareholders have the right to use or not use part or all of their total votes for a candidate.
- **Ballot:** Issued by the Organizing Committee, bearing the company seal, these ballots include both ballots for electing Board of Directors members and ballots for electing Supervisory Board members; each ballot contains the full name of the candidate, arranged alphabetically; clearly stating the shareholder's name and the total number of votes.
- **Election:** Shareholders or authorized representatives and members of the Organizing Committee, members of the Vote Counting Committee shall cast their votes according to the detailed instructions at **Appendix attached to these Regulations.**
- Shareholders or their authorized representatives will receive ballot papers for the Board of Directors and Supervisory Board issued by the Organizing Committee immediately upon registering to attend the General Meeting. After the election is conducted (recording the number of votes for each candidate), shareholders sign the ballot and submit it (cast the ballot into the ballot box) to the Organizing Committee as instructed.

- In case of an error in recording the number of votes, if a shareholder wishes to correct it, they must cross out the incorrect number, sign their name next to the crossed-out number, and record the correct number of votes.

**e) Vote Counting Committee**

- The Vote Counting Committee consists of 3 members, nominated by the Chairman and approved by the General Meeting of Shareholders. Members of the vote counting committee must not be on the list of nominees or candidates for the Board of Directors or the Supervisory Board;
- The Vote Counting Committee is responsible for carrying out the necessary procedures for voting to elect members of the Board of Directors and members of the Supervisory Board, including: Announcing the list of candidates for the Board of Directors and Supervisory Board; disseminating election regulations and voting procedures; instructing on how to fill out ballots; preparing ballot boxes; supervising voting and conducting vote counting;

The Vote Counting Committee is responsible for preparing the vote counting results report, ensuring the honesty and accuracy of the results; announcing the election results to the Congress, and handing over the Vote Counting Report and all ballot papers to the Meeting Secretariat.

**f) Voting and vote counting principles**

- The Vote Counting Committee conducts an inspection of the ballot box in the presence of the shareholders;
- Voting begins after the Vote Counting Committee approves the election rules and invites shareholders to vote, and ends when the last shareholder to attend the election casts their vote into the ballot box (or the Organizing Committee collects the ballots).
- The vote counting must begin immediately after voting ends; the Vote Counting Committee is not permitted to make any erasures or corrections on the ballot papers.
- The vote count results are documented and announced by the Head (or a member) of the Vote Counting Committee to the General Assembly.

**g) Cases of Invalid Ballots**

- The ballot papers were not issued by the convention organizing committee and do not bear the company's seal.
- Ballots that are crossed out, altered, or have candidates added that are not on the list of candidates approved by the General Meeting of Shareholders before voting takes place;
- Voting slips that have been crossed out or altered in terms of the number of votes without the shareholder's signature next to the amendment;
- The ballot shows that the total number of votes cast by a shareholder for a candidate exceeds the total number of votes that shareholder is entitled to.

**h) Principles for electing members of the Board of Directors and members of the Supervisory Board**

- The elected members of the Board of Directors or Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the required number of members is reached.
- In the event that several candidates receive an equal number of votes and need to be eliminated to reach the required number of elected members, the candidate who owns or represents a larger number of shares will be selected. If the number of shares owned or represented is equal, a re-election will be held among these candidates to select one.

**i) Preparation and publication of the vote count report.**

- After counting the votes, the Vote Counting Committee must prepare a vote counting report. The vote counting minutes include the following:

- Total number of shareholders attending the General Meeting; number of shares with voting rights and attendance rate at the General Meeting;
  - Number of ballots issued; number of ballots collected, including: Number and percentage of valid, invalid, and blank ballots;
  - The number of votes and the percentage received by each candidate for the Board of Directors and Supervisory Board;
  - The list of elected members of the Board of Directors and Supervisory Board is arranged in order of the number of votes received, from highest to lowest.
- The full text of the vote count report must be published before the General Meeting, and its content must reflect the election results of the Board of Directors members and Supervisory Board members, ensuring they are arranged in order from the person with the highest number of votes to the person with the lowest number of votes.

**Article 6.** Any complaints regarding the election and vote counting will be handled by the Chairman of the General Meeting and recorded in the minutes of the Shareholders' General Meeting.

**Article 7.** This regulation, consisting of 7 articles, was approved by the General Meeting of Shareholders of the Fruit and Vegetable Port Joint Stock Company, in compliance with the provisions of the law and the Company's charter.

Shareholders, Supervisory Board members, Board of Directors members, and members of the Organizing Committee for the Annual General Meeting of Shareholders 2026 of The Vegetexco Port Joint Stock Company are responsible for implementing this./.

**APPENDIX**  
**INSTRUCTIONS FOR FILLING OUT THE BALLOTS FOR THE BOARD OF**  
**DIRECTORS AND SUPERVISORY BOARD**  
*(Using cumulative voting method)*

**1. Type of Ballot:**

- Blue A4 form: Election of Board of Directors
- Yellow A4 form: Election of Supervisory Board

**2. Vote:**

- Cast your ballots for the Board of Directors and Supervisory Board into the ballot box (or the Organizing Committee will collect the ballots).

**3. Fill out the ballot:**

- Each shareholder has a total number of votes corresponding to the total number of voting shares (including owned and authorized shares) multiplied by the number of elected members of the Board of Directors and Supervisory Board.
- The total number of votes cast by each shareholder has been recorded on the ballot.
- Shareholders may divide the total number of votes among all candidates, or concentrate all their votes on one or more candidates, but must ensure that the total number of votes for all candidates does not exceed the total number of votes indicated on the ballot.

**For example:**

*Let's assume the General Meeting of Shareholders votes to select 5 members of the Board of Directors from a total of 9 candidates. Shareholder Nguyen Van A holds (including ownership and authorization) 1,000 voting shares. At that time, the total number of votes from shareholder Nguyen Van A was:*

$$(1,000 \times 5) = 5,000 \text{ votes.}$$

*Shareholder Nguyen Van A can cast cumulative votes using one of the following methods:*

**Case 1: Shareholder Nguyen Van A divided his total number of votes equally among 5 candidates, so each candidate received 1,000 votes.**

<b>Candidate's full name</b>	<b>Number of Votes</b>
1. Candidate 1	<b>1,000</b>
2. Candidate 2	<b>1,000</b>
3. Candidate 3	<b>1,000</b>
4. Candidate 4	<b>1,000</b>
5. Candidate 5	<b>1,000</b>
<b>Total number of votes</b>	<b>5,000</b>

**Case 2: Shareholder Nguyen Van A casts all his votes for one candidate, let's say Candidate 2.**

<b>Candidate's full name</b>	<b>Number of votes</b>
1. Candidate 1	<b>0</b>
2. Candidate 2	<b>5,000</b>
3. Candidate 3	<b>0</b>
4. Candidate 4	<b>0</b>
5. Candidate 5	<b>0</b>
<b>Total number of votes</b>	<b>5,000</b>

**Case 3: Shareholder Nguyen Van A voted for all 9 candidates, but the number of votes was not equal.**

<b>Candidate's full name</b>	<b>Number of votes</b>
1. Candidate 1	<b>2,000</b>
2. Candidate 2	<b>1,000</b>
3. Candidate 3	<b>500</b>
4. Candidate 4	<b>500</b>
5. Candidate 5	<b>1,000</b>
<b>Total number of votes</b>	<b>5,000</b>

**Case 4: Shareholder Nguyen Van A divides his voting rights among several candidates – let's say he concentrates them among 2 candidates: Candidate 2 and Candidate 3**

<b>Candidate's full name</b>	<b>Number of voting rights elected</b>
1. Candidate 1	<b>0</b>
2. Candidate 2	<b>3,000</b>
3. Candidate 3	<b>2,000</b>
4. Candidate 4	<b>0</b>
5. Candidate 5	<b>0</b>
<b>Total number of votes cast</b>	<b>5,000</b>

#### **4. Invalid ballot**

- The ballot was not issued by the General Meeting Organizing Committee and does not bear the company's seal.

- Ballots that are crossed out, altered, or have candidates added that are not on the list of candidates approved by the General Meeting of Shareholders before voting takes place;
- Voting slips that have been crossed out or altered in terms of the number of votes without the shareholder's signature next to the amendment;
- The ballot shows that the total number of votes for the candidates exceeds the total number of votes indicated on the ballot.

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN**

*(signed)*



*Ho Chi Minh City, April 2026*

## **WORKING REGULATIONS ANNUAL GENERAL MEETING OF SHAREHOLDER 2026**

### **CHAPTER I GENERAL REGULATIONS**

#### **Article 1. Scope of application**

The regulations governing the organization of the General Meeting of Shareholders are used for organizing the Annual General Meeting of Shareholders of The Vegetexco Port Joint Stock Company

**Article 2.** These regulations specify the rights and obligations of the parties participating in the General Meeting, as well as the conditions and procedures for conducting the General Meeting.

**Article 3.** Shareholders and participants in the General Meeting are responsible for complying with the regulations set forth in these Statutes.

### **CHAPTER II RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE GENERAL MEETING**

#### **Article 4. Shareholders attending the General Meeting of Shareholders**

##### **1. Conditions for attending the General Meeting**

All shareholders owning shares of The Vegetexco Port Joint Stock Company as listed at the time of closing the list **dated March 23, 2026 of Vietnam Securities Depository and Clearing Corporation - Ho Chi Minh City Branch** or those who are duly authorized to attend.

##### **2. Rights and obligations of eligible shareholders when attending the General Meeting.**

a) Shareholders or their authorized representatives attending the General Meeting should bring the following documents:

- Meeting invitation notice;
- Valid ID card or passport as required by law;
- Power of Attorney (if authorized to attend the General Meeting).

b) Registration to attend the General Meeting: Shareholders or their authorized representatives must present the above documents to the Shareholder Eligibility Verification Committee and receive the meeting documents and **Pink voting card** including the following content: **Shareholder**

**ID; Number of voting shares** (Owned and/or authorized); **Issues requiring a vote should be marked in the corresponding boxes** (Agree, disagree, no opinion).

c) Authorized in writing to delegate authority to attend and vote on their behalf at the General Meeting of Shareholders. A person authorized to attend the General Meeting may not authorize another person to attend the General Meeting on their behalf.

d) Shareholders attending the General Meeting who wish to speak or participate in discussions must obtain the approval of the Presidium, and their statements should be concise and focused on the key issues to be discussed, in accordance with the approved agenda of the General Meeting. Issues that have already been raised by previous speakers should not be repeated to avoid duplication. Shareholders attending the General Meeting may also fill out question forms and submit them to the Secretariat.

e) Participate in voting on matters within the authority of the General Meeting of Shareholders in accordance with the provisions of the Company's Charter.

f) Shareholders and their representatives attending the General Meeting of Shareholders, after hearing reports on the items to be approved, will discuss and approve them by voting.

g) During the General Meeting, shareholders must follow the instructions of the Presidium, behave in a civilized and courteous manner, and not cause any disturbances.

h) Shareholders or their authorized representatives who arrive after the General Meeting has commenced, and after completing the registration procedures, are entitled to attend and participate in voting on the remaining items to be voted on according to the approved General Meeting agenda. In this case, the validity of the votes already taken is not affected.

#### **Article 5. Presidium, Chairman of the General Meeting**

1. The Presidium is elected by the General Meeting of Shareholders; the Chairman of the Board of Directors is the Chairperson of the General Meeting of Shareholders.

2. Rights and responsibilities of the Presidium:

a) Conduct the activities of the General Meeting according to the program approved by the Shareholders' General Meeting. Carry out the necessary tasks to ensure the Shareholders' General Meeting proceeds in an orderly manner, meeting the expectations of the majority of attending shareholders.

b) Guide the delegates and the General Meeting in their discussions.

c) A draft of the necessary content is being presented for the General Meeting to vote on.

d) Answer questions requested by the General Meeting or designate a person to answer them.

#### **Article 6. The Eligibility Verification Committee for Shareholders to Attend the General Meeting**

The Eligibility Verification Committee for Shareholders to Attend the the General Meeting of Shareholders is established by a decision of the Board of Directors. The shareholder eligibility verification committee is responsible for verifying the eligibility of shareholders or their authorized representatives to attend the meeting, determining their validity in accordance with the law and regulations. according to the final list at the time the list was finalized **on March 23, 2026** of Vietnam Securities Depository and Clearing Corporation - Ho Chi Minh City Branch; Distributes

meeting documents and voting ballots; Reports to the General Meeting and is responsible for the results of verifying the eligibility of shareholders attending the General Meeting before the meeting officially commences.

#### **Article 7. Secretariat of the General Meeting**

1. The chairperson appoints one or more people to act as meeting secretaries.
2. The Secretariat performs support tasks as assigned by the Chairperson, including:
  - a) Record all the contents of the General Meeting fully and truthfully.
  - b) Assist the Presidium in announcing the draft Minutes and Resolutions of the General Meeting and the Presidium's announcements to shareholders when requested.
  - c) Receive shareholder opinion polls.

#### **Article 8. Vote Counting Committee**

The Vote Counting Committee consists of 3 members nominated by the Organizing Committee and selected and approved by the General Meeting of Shareholders. The Vote Counting Committee has the following responsibilities:

- a) Supervise the voting activities of shareholders or their representatives attending the General Meeting;
- b) Compile the number of voting shares for each item and notify the Chairman and the Secretariat of the results;

### **CHAPTER III CONDUCTING THE GENERAL MEETING**

#### **Article 9. Conditions for holding the General Meeting**

1. The General Shareholders' Meeting is held when the number of shareholders in attendance represents more than 50% of the total number of voting shares according to the final shareholder list, deadline for finalizing the list date is March 23, 2026 of Vietnam Securities Depository and Clearing Corporation - Ho Chi Minh City Branch or those who are duly authorized to attend.

2. If the first meeting fails to meet the quorum requirements as stipulated in Clause 1 of this Article, a notice inviting the second meeting shall be sent within 30 days from the date of the first scheduled meeting. The second General Meeting of Shareholders is held when the number of shareholders in attendance represents 33% or more of the total voting rights.

3. If the second meeting fails to meet the quorum requirements as stipulated in Clause 2 of this Article, a notice inviting the third meeting must be sent within 20 days of the date of the planned second meeting. The third General Meeting of Shareholders was conducted regardless of the total number of votes cast by the shareholders present.

#### **Article 10. The method of voting on issues at the General Meeting.**

1. All items on the General Meeting agenda must be approved by a vote of all shareholders attending the meeting by **Voting Card** according to the number of shares owned and represented.

Voting method:

a) Voting by Raising your hand to vote / Raising Voting card (pink): Some issues that shareholders raise hands to vote/Raise voting card at the General Assembly, at the request of the Chairman, a vote will be taken on the following items: Agree; Disagree; or No opinion, specifically:

- Adopt the composition of the Presidium, the Secretariat, the Vote Counting Committee, and the approval of the Agenda;
- Adopt the Rules of Procedure and the Rules of Election;
- Adopt the Minutes and Resolutions of the General Meeting;

b) Voting by **write (or mark) on the voting card**: The details are recorded on the Voting Card (pink) Shareholders vote by marking the corresponding box. (Agree, disagree, no opinion) on the following issues:

- Through the financial result report 2025; the business plan 2026; and the report of the Supervisory Board.
- Other reports and presentations (details according to the Agenda)

c) Specifically, the election of members of the Board of Directors and members of the Supervisory Board for the 2026-2031 term will use ballot papers as stipulated in the Regulations on nomination, candidacy and election of members of the Board of Directors and members of the Supervisory Board approved by the General Meeting of Shareholders.

2. The total number of votes in favor, against, and abstentions for each item will be announced by the Head of the Vote Counting Committee at the General Meeting.

### **Article 11. Adoption of Resolution of the General Meeting of Shareholders**

1. Except as provided in Clauses 2 and 3 of this Article and Clause 3 of Article 148 of the Enterprise Law, resolutions of the General Meeting of Shareholders on matters on the agenda of the General Meeting shall be adopted when approved by shareholders representing more than 50% of the total voting shares of all shareholders and shareholder representatives present at the meeting.

2. Except as provided in Clause 3 of this Article and Clause 3 of Article 148 of the Enterprise Law, resolutions of the General Meeting of Shareholders on the following matters shall be adopted when approved by shareholders representing at least 65% of the total voting shares of all shareholders and shareholder representatives present at the meeting:

- The type of shares and the total number of shares of each type;
- Changes in industry, occupation, and business sector;
- Changes to the company's organizational and management structure;
- Investment projects or asset sales valued at 35% or more of the total asset value recorded in the company's most recent financial statement.
- Reorganization or dissolution of the company.

3. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if it is approved by preferred shareholders of the same class present at the meeting, holding at least 75% of the total number of preferred shares of that class, or if approved by preferred shareholders of the

same class holding at least 75% of the total number of preferred shares of that class in the case of a resolution adopted by written ballot.

**Article 12. Minutes and Resolutions of the Shareholders' General Meeting**

1. Minutes and resolutions of the General Shareholders' Meeting must be prepared and approved before the meeting adjourns.
2. Minutes and resolutions of the General Meeting of Shareholders must be kept by the meeting secretary at the Company.

**CHAPTER IV  
ENFORCEMENT CLAUSES**

**Article 13.** These regulations, comprising 13 articles, are issued by the General Meeting of Shareholders of The Vegetexco Port Joint Stock Company in compliance with legal regulations and the Company's Charter.

Shareholders, members of the Supervisory Board, members of the Board of Directors, and members of the Organizing Committee for the Annual General Meeting of Shareholders 2026 of The Vegetexco Port Joint Stock Company are responsible for implementing this./.

**ON BEHALF OF GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN**

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THE VEGETEXCO PORT JOINT  
STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

Ho Chi Minh City, date month 2026

Number:  
/BC\_HDQT/2026

## REPORT OF THE BOARD OF DIRECTORS

*(Regarding the results of activities during the term 2021-2026 and the year 2025;  
Action plan for the term 2026-2031 and for the year 2026)*

**Dear: GENERAL MEETING OF SHAREHOLDERS**

### I. RESULTS OF THE BOARD OF DIRECTORS' ACTIVITIES FOR THE TERM 2021-2026

1. The structure of the Board of Directors during the term 2021-2026.

According to the Charter, the Company's Board of Directors consists of 3 members. During the term, there were changes and fluctuations in personnel and the number of members of the Board of Directors; however, all were reported and approved at the annual General Meeting of Shareholders. In that position, Mr. Hoang Hai holds the title of Chairman of the Board of Directors elected by the Board of Directors with their trust.

The list of Board of Directors members over the years is as follows:

No	Board Member	Position	Change
1	Mr. Nguyen Binh Nghiep	Chairman of the Board of Directors	Member of the Board of Directors since September 24, 2020 Resigned from December 9, 2021
2	Mr. Vo Thanh Danh	Chairman of the Board of Directors	Additionally elected from March 15, 2018. Resigned from September 24, 2020
3	Mr. Phan Ba Ngoc Phuong	Member of the Board of Directors	Additionally elected from June 30, 2020. Resigned from September 24, 2020
4	Ms. Le Thi Xuan Tuyen	Member of the Board of Directors	Additionally elected from May 22, 2019. Resigned from June 30, 2020
5	Ms. Tran Thi Anh Tho	Member of the Board of Directors/ Chairman of the Board of Directors	Additionally elected from September 24, 2020. Dismissed on June 29, 2024
6	Mr. Nguyen Van Tung	Chairman of the Board of Directors	Member of the Board of Directors from December 9, 2021 Resigned from April 21, 2023

7	Mr. Pham Ngoc Quynh	Member of the Board of Directors	Member of the Board of Directors from December 9, 2021 to present.
8	Ms. Nguyen Thi Khanh Hai	Member of the Board of Directors independent	Member of the Board of Directors from June 28, 2023 to present.
9	Mr. Hoang Hai	Chairman of the Board of Directors	Member of the Board of Directors from June 29, 2024 to present.

## 2. Activities of the Board of Directors during the term 2021-2026.

During the past term, the Company's Board of Directors focused on improving the corporate governance mechanism, based on compliance with legal regulations and with the approval of shareholders. During the term, the Board of Directors finalized amendments to the Charter, the Internal Regulations on Governance, and the Regulations on the Organization and Operation of the Board of Directors. Throughout its operation, the Board of Directors has continuously improved its advisory and support staff to ensure compliance with legal regulations and internal governance rules.

During its term, the Board of Directors successfully organized 05 annual general meetings of shareholders in accordance with regulations regarding time, procedure, and content. This process allows for the evaluation and summation of activities each year, as well as the planning and major policy decisions for the following years. The Board of Directors also maintains quarterly meetings to review and evaluate the Company's business results, make timely directive decisions, create favorable conditions for the Executive Board to fulfill its tasks, and provide written opinions on matters within the Board's authority with a high sense of responsibility.

In addition to providing operational guidance to the Executive Board, the Board of Directors also regularly monitors the Executive Board to ensure compliance and effectiveness. The Board of Directors also collaborates with the Supervisory Board in directing comprehensive inspection and audit programs, and regularly communicates with the Executive Board, the Supervisory Board, and business units to understand the company's operational situation and develop practical solutions to help the Executive Board fulfill its tasks.

The remuneration of the Board of Directors members has been paid in accordance with the budget approved by the General Meeting of Shareholders. According to the independent board member's assessment, the Board of Directors has a clear strategic direction and provides decisive leadership to help the Company achieve its goals and successfully complete its business plan, ensuring the interests of shareholders and employees. The flexible, decentralized leadership mechanism facilitates the smooth implementation of business operations by the Board of Directors and member companies. Approve proposals within the Board of Directors' authority promptly and within the stipulated timeframe.

## II. RESULTS OF THE BOARD OF DIRECTORS' ACTIVITIES IN 2025.

### 1. Structure of the Board of Directors in 2025

As of now, the structure of the Board of Directors is as follows:

<b>No.</b>	<b>Board Member</b>	<b>Position</b>	<b>Commencement of membership on the Board of Directors for the term 2021-2026.</b>
1	Mr. Hoang Hai	Chairman	At the General Meeting of Shareholders 2024
2	Mr. Pham Ngoc Quynh	Member	General Meeting of Shareholders 2021 - Term Meeting
3	Ms. Nguyen Thi Khanh Hai	Independent Member of the Board of Directors	At the General Meeting of Shareholders 2023

## 2. Activities of the Board of Directors in 2025

In 2025, the Board of Directors performed its function of directing and supervising to ensure that the results achieved from the management's work were in line with the objectives, directions, and plans set forth. At the same time, the Board of Directors promptly addressed each obstacle and difficulty arising from the company's practical situation.

The above results were achieved because in 2025, the Board of Directors took decisive, timely, and accurate actions in governance and directed the company's operations through the following specific activities:

### a. **Implementing the Shareholders' General Meeting Resolution**

The company's Board of Directors has implemented the Resolution of the 2025 Annual General Meeting of Shareholders, including:

- Direct the Board of Directors to achieve the business plan targets for 2025;
- Pay remuneration to the Board of Directors and Supervisory Board in 2025 at the rates approved by the General Meeting of Shareholders;
- On May 19, 2025, the company has signed a contract with International Auditing and Valuation Company Limited (IAV) for the review of the interim financial statements for the six months ending June 30, 2025, and the audit of the financial statements for the fiscal year ending December 31, 2025, of The Vegetexco Port Joint Stock Company.

### b. **Regarding the organization of Board of Directors meetings**

The Board of Directors has held regular meetings in accordance with the law, the Charter, and the working regulations, and has also held extraordinary meetings to address issues as required by the company's production and business activities. The meetings followed the proper procedures as stipulated in the company's charter and the Enterprise Law to address any issues that required approval from the Board of Directors.

Minutes of the Board of Directors meetings were fully prepared, signed by all attending members of the Board, ensuring compliance with legal regulations regarding content and format. All relevant documents were sent to the attending members of the Board for their reference and review before the meeting.

The members of the Board of Directors have demonstrated a spirit of unity and consensus, and have shown a high sense of responsibility, fulfilling their rights and obligations as members of the Board of Directors in accordance with the company's charter and the Board's operating regulations.

In 2025, the Board of Directors issued resolutions/decisions related to many key issues of the Company, serving as a basis and direction for the Management Board to implement its tasks;

specifically:

<b>No</b>	<b>Resolution /Decision number</b>	<b>Date</b>	<b>Content</b>	<b>Approval rate</b>
1	80/2025/NQ-HDQT	07/03/2025	Approval of the Plan for Organizing the Annual General Meeting of Shareholders in 2025	100%
2	81/2025/NQ-HDQT	07/03/2025	Approval of the Business Results Report in 2024 and the Plan for 2025	100%
3	139/2025/NQ-HDQT	29/04/2025	Approval of the payment of remuneration to the Board of Directors and Supervisory Board in 2025	100%
4	158/2025/NQ-HDQT	19/05/2025	Approval of the selection of an independent auditing firm to prepare the financial statements 2025.	100%
5	207/2025/NQ-HDQT	20/07/2025	Approval of the Business Result Report for the first six months of 2025 and the Business Plan for the last six months of 2025	100%
6	404/2025/NQ-HDQT	20/11/2025	Approval of the payment of cash dividends for 2023.	100%
7	405/2025/NQ-HDQT	20/11/2025	Approval of the business results report of Quarter 3 in 2025 and the business plan for the last three months of the year.	100%

c. The Board of Directors' oversight of the General Management Board.

The management board has proactively and diligently implemented the tasks and targets approved by the annual General Meeting of Shareholders, consistently demonstrating a high sense of responsibility and overcoming difficulties to achieve development.

Comply with legal regulations, the Charter, and resolutions of the Board of Directors; absorb and implement necessary solutions in corporate governance as directed by the Board of Directors and proposed by the Supervisory Board of the Company. The financial situation is well controlled, and equity capital is preserved and growing at a higher rate than the previous year.

The Board of Directors has directed and supervised the Executive Board and management staff of the Company in strictly complying with the legal regulations related to corporate governance and the Company's production and business tasks.

Overseeing the use and management of assets, and monitoring the implementation of resolutions and decisions of the Board of Directors.

Method of supervision: The Board of Directors met with the company's Executive Board to review quarterly business performance. Through inspection and supervision, the Board of Directors has promptly grasped the operational situation and the results of the company's business plan implementation, enabling timely guidance to ensure stable and effective business results, and minimize errors and risks.

During the year, the Board of Directors held numerous meetings to discuss and approve various strategic issues of the Company, and made decisions on matters within the Board's

authority, such as:

- Directing the development and submission to the General Shareholders' Meeting for approval of the 2025 plan and the business plan orientation for 2026;
- The Board of Directors directs the Executive Board to continue researching and developing a plan for the next phase of the Commercial Service Center - Hotel and Office for Rent project in the Kim Thanh Border Economic Zone, Lao Cai province, in accordance with the revised planning.
- The Board of Directors instructed the Executive Board to continue working with the Department of Agriculture and Environment to sign a land lease contract for the land plot at No. 1 Nguyen Van Quy Street, Phu Thuan Ward, Ho Chi Minh City, and to work with the Department of Planning and Architecture to update the economic and planning indicators into the ratio 1/2000 planning project.

**d. Report on transactions between the Company and members of the Board of Directors and related parties of members of the Board of Directors**

In 2025, the company shall not have any transactions between the company, its subsidiaries, or companies in which the company holds a controlling stake of 50% or more of the charter capital with members of the Board of Directors and related parties; or transactions between the company and companies in which a member of the Board of Directors is a founding member or a business manager in the three (3) years immediately preceding the transaction.

**e. Report of contents approved by the General Meeting of Shareholders but have not yet been implemented.**

The Board of Directors has not yet paid dividends for 2024 because the Company needs to prioritize capital for production and business operations, maintain cash flow, and meet financial obligations due. In addition, the economic situation remains volatile, requiring the assurance of financial security and fulfillment of committed targets. The Board of Directors will consider paying dividends when financial conditions are suitable in the near future.

**f. Board of Directors' Remuneration**

Board members are compensated in accordance with their job positions and performance levels. The total remuneration paid was approved by the General Meeting of Shareholders; the remuneration paid to the Board of Directors in 2025 is as follows:

No.	Full name	Quantity	Remuneration (VND)
1	Chairman of the Board of Directors	1 person	180,000,000
2	Member of the Board of Directors	2 people	240,000,000
3	Secretary of the Board of Directors	1 person	36,000,000
		<b>Total</b>	<b>456,000,000</b>

**III. PLAN, PROGRAM, OBJECTIVES, AND TASKS OF THE BOARD OF DIRECTORS FOR THE TERM 2026-2031**

**1. Long-term goals of Company**

*The objective is to stabilize and develop core business operations:* Continue to maintain and improve the efficiency of warehouse and port leasing operations based on existing

infrastructure while implementing new investment projects; optimize operating capacity, control costs, and ensure stable profitability.

*Implement key projects:*

- ✚ Focus on implementing the project at No. 1 Nguyen Van Quy Street, Phu Thuan Ward, Ho Chi Minh City in accordance with the approved plan.
- ✚ Accelerate the implementation of the Kim Thanh Commercial Center Project in Lao Cai, gradually completing the legal framework and investment plan for the next phase.

## **2. Short-term goals**

**Business and Financial Performance:** Striving to maintain stable growth, with revenue and profit targets for the warehousing and port sector increasing by at least 5% compared to the same period last year, ensuring cash flow balance and financial security.

Completing the planning and legal work.

- ✚ Extend the land lease contract at No. 1 Nguyen Van Quy Street, Phu Thuan Ward, Ho Chi Minh City, ensuring the continuity and stability of land use rights.
- ✚ Implement and finalize the application dossier for the project at 1 Nguyen Van Quy in accordance with legal regulations.

**Upgrade and preserve existing assets:** Developing and implementing a plan to repair damage to the port and dock (phase 2) based on actual technical assessment, in order to ensure safe operation and extend the lifespan of the structure.

**Research and development of new projects:** Continue researching and updating the investment and development plan for the next phase of the Project in Lao Cai; analyze effectiveness and adjust strategies to suit market developments and the Company's development orientation.

## **IV. PLAN, PROGRAM, OBJECTIVES, AND TASKS OF THE BOARD OF DIRECTORS FOR 2026**

In 2026, the Board of Directors has defined the program, objectives, and tasks for several key areas of work as follows:

1. The Board of Directors will decisively direct and supervise the implementation of effective business solutions, in line with market developments, to achieve the business targets for 2026 as well as the operational goals of VGP during the term 2026-2031 of the Board of Directors. The focus is on achieving revenue growth while maintaining efficiency.
2. Successfully implement the strategic objectives assigned by the Shareholders' Meeting, and strictly comply with legal regulations and the company's charter. Comply with and effectively carry out the directives of the Board of Directors and the Chairman of the Board of Directors;
3. By closely monitoring market developments, we can adjust our business strategies accordingly at each stage and with a long-term perspective, setting business directions with flexible solutions to ensure stable and sustainable growth.
4. Closely monitor accounts receivable, actively urge and collect debts to avoid the risk of capital loss and misappropriation.
5. Comply with all legal regulations to avoid losses for the Company and its shareholders. The Company is committed to protecting the legitimate rights and interests of its shareholders, as well as the income, benefits, and working conditions of its employees.

6. In addition, based on the actual situation of the Company, the Board of Directors will be promptly directed to effectively carry out investment preparation work in order to implement investment projects according to the approved plan on time and achieve the highest efficiency.

Dear Shareholders!

The Board of Directors for the term 2021-2026 would like to express its gratitude to all shareholders, the Supervisory Board, the Executive Board, and all employees of the Company for their trust and support in fulfilling their duties over the past five years. The Board of Directors for the term 2021-2026 believes that the new Board of Directors, the Supervisory Board, the Executive Board, and all employees of the Company will continue to build upon the achievements of the past years, striving to implement the Company's strategies and the resolutions of the General Meeting of Shareholders in the coming period, bringing the Company to new heights for the benefit of shareholders and the Company's brand in the market.

We wish our shareholders good health, prosperity, and success!

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

**HOANG HAI**

*Ho Chi Minh City, March 20, 2026*

**REPORT**  
**BY INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS**  
**REGARDING THE ACTIVITIES OF THE BOARD OF DIRECTORS**  
**IN 2025**

Regarding the performance of the Company's Board of Directors in 2025, the independent members of the Board of Directors made the following general assessment:

- The company's Board of Directors has worked with a sense of responsibility and transparency in governance, strictly adhering to the regulations for public companies. The Board of Directors' meetings were convened promptly and conducted in accordance with the procedures stipulated in the Charter and the Internal Regulations on Corporate Governance. The content of each meeting is thoroughly and carefully discussed and evaluated by the Board of Directors members in order to provide directions and solutions that bring the greatest benefit to the Company.
- Issues related to business strategy, market, investment, and management system development are regularly reviewed and evaluated by the Board of Directors in both regular and extraordinary meetings.
- Decisions made by the Board of Directors at its meetings are approved by majority vote, and meeting minutes are fully recorded and signed by all attending members of the Board of Directors.

**1. Regarding the composition of the Board of Directors in 2025:**

- In 2025, the Board of Directors has a total of 4 members, including 1 independent member. All members of the Board of Directors fully and actively participate in planning, compliance control, policy review, and ensuring adherence to standard corporate governance practices.
- The composition of the Board of Directors in 2025 will be as follows:

<b>No</b>	<b>Board Member</b>	<b>Position</b>	<b>Commencement of membership on the Board of Directors for the term 2022-2026.</b>
1	Mr. Hoang Hai	Chairman	At the General Meeting of Shareholders 2024
2	Mr. Pham Ngoc Quynh	Member of the Board of Directors	General Meeting of Shareholders 2022 - Term Meeting
3	Ms. Nguyen Thi Khanh Hai	Independent Member of the Board of Directors	At the General Meeting of Shareholders 2023

## **2. Regarding the operating mechanism:**

- In 2025, the Board of Directors held meetings, including both in-person and written consultations with Board members. Board of Directors meetings were convened and conducted according to a specific schedule, with full documentation prepared, in compliance with the Company's Articles of Association and applicable laws. The content of the meetings is discussed, debated, and evaluated thoroughly and carefully by the members of the Board of Directors.
- Issues related to strategy, business plans, finance, and the development of management systems within the company are discussed and closely monitored between the Board of Directors and the Executive Board.
- Changes to plans and new policies are all independently researched, scientifically based, and subject to review between the Board of Directors and the Executive Board.

## **3. Regarding the results of management and supervision work:**

- Overall, the Board of Directors, in coordination with the Management Board, has effectively fulfilled its role in guiding and implementing the action plan to improve the effectiveness of internal control, as well as the plans, policies, and strategic directions set forth by the General Meeting of Shareholders to manage the Company's risks in 2025 and the key areas to be implemented in 2026.
- The Board of Directors has complied with corporate governance regulations, convening regular and extraordinary meetings to provide timely guidance and issue decisions appropriate to the company's actual situation.
- The Board of Directors has fulfilled its role and responsibilities in directing, supporting, and supervising the Executive Board in implementing the contents approved by the General Meeting of Shareholders and the Board of Directors, ensuring compliance with legal regulations while harmonizing the interests of the Company and its shareholders.
- Board members proactively identify their roles and responsibilities in supporting the management board and share experiences, interact, and exchange information with the management board regarding corporate governance.

## **4. Regarding the Board of Directors' activities in 2025 and the Board's plans, objectives, and tasks for 2026:**

### **❖ Regarding the Board of Directors' activities in 2025:**

- The Board of Directors agrees with the Supervisory Board's recommendation on choosing International Auditing and Valuation Company Limited (IAV) as the auditing firm for the Company's financial statements prepared for the fiscal year ended December 31, 2025. This is a reputable auditing firm known for its quality, approved by the Ministry of Finance to conduct independent audits for issuers, listed companies, and securities trading organizations in 2025, and offering the most competitive proposed fees for corporate financial reporting services. Financial statements 2025 truthfully and fairly presented by International Auditing and Valuation Company Limited (IAV) in accordance with Vietnamese accounting standards and applicable legal regulations.
- In 2025, the Board of Directors performed its function of directing and supervising to

ensure that the results achieved from the management's work were in line with the objectives, directions, and plans set forth. At the same time, the Board of Directors promptly addressed each obstacle and difficulty arising from the company's practical situation. Thanks to the efforts of the Board of Directors, the Management Board, and all employees of the Company over the past year, the Company has completed its planned targets with total revenue reaching 11,875.4 billion VND, equivalent to that of 2024 and equal to 98% compared to the plan. Net profit after tax reached VND 12.658 billion, equivalent to 98% compared to 2024 and achieving 100% of the planned target.

*Details are shown in the Business Operation Plan 2025:*

*(Unit: billion VND)*

<b>Targets</b>	<b>Implementati on 2024</b>	<b>Plan 2025</b>	<b>Implementati on 2025</b>	<b>% of Implementati on compared to Plan</b>	<b>% Implementati on compared to NT</b>
Charter capital	82,147	82,147	82,147		
Total assets	4,787		5,495		
Total revenue	10,581.1	10,624.8	11,875.4	111.7%	112.2%
Total profit	21.29	21.72	21.66	99.7%	101.7%
Net profit after tax	16.95	17.29	17.24	99.7%	101.7%
Dividend (expected)	DK4%		DK4%		

❖ **Regarding the Board of Directors' plans, objectives, and tasks for 2026:**

In 2026, the Board of Directors has defined the program, objectives, and tasks for several key areas of work as follows:

- The Board of Directors will decisively direct and supervise the implementation of effective business solutions, in line with market developments, to achieve the business targets for 2026, as well as the Company's operational goals during the term 2026-2031 of the Board of Directors. The focus is on achieving revenue growth while maintaining efficiency.
- Successfully implement the strategic objectives assigned by the Shareholders' Meeting, and strictly comply with legal regulations and the company's charter. Comply with and effectively carry out the directives of the Board of Directors;
- By closely monitoring market developments, we can adjust our business strategies accordingly at each stage and with a long-term perspective, setting business directions with flexible solutions to ensure stable and sustainable growth.
- Closely monitor accounts receivable, actively urge and collect debts to avoid the risk of capital loss and misappropriation.
- Comply with all legal regulations to avoid losses for the Company and its shareholders. Protect the legitimate rights and interests of its shareholders, as well as the income, benefits, and working conditions of its employees.
- In addition, based on the actual situation of the Company, the Board of Directors will

be promptly directed to effectively carry out investment preparation work in order to implement investment projects according to the approved plan on time and achieve the highest efficiency.

## **5. Conclusion:**

- The Board of Directors has fully performed its function as the owners' representative in overseeing the Company's operations, providing appropriate direction and timely guidance to ensure the efficient use of resources to achieve the targets set by the General Meeting of Shareholders, based on compliance with the law and the Company's Charter.
- In addition to performing its management and supervisory functions regarding the Executive Board's operations, the Board of Directors has implemented the resolutions of the General Meeting of Shareholders and the resolutions of the Board of Directors, effectively fulfilling its functions and duties according to the company's charter and closely coordinating with the Executive Board to find solutions to overcome difficulties in production and business in 2025.
- Overall, the year 2025 presented many difficulties and challenges, but with a high sense of responsibility, unity, and cooperation in carrying out tasks honestly and carefully, the Board of Directors successfully completed the assigned goals, plans, and tasks as stipulated.

**Independent Board Member**

**Nguyen Thi Khanh Hai**

*Ho Chi Minh City, April 2026*

Number: /BC-BDH/2026

**REPORT**  
**BUSINESS RESULTS IN 2025**  
**BUSINESS PLAN ORIENTATION FOR 2026**

**Dear: GENERAL MEETING OF SHAREHOLDERS**

The Vegetexco Port Joint Stock Company (VGP) reports on its business results for 2025 and its orientation and business plan for 2026 with the following contents:

**PART I: OVERVIEW OF THE MARKET IN 2025**

In 2025, the port and shipping market is expected to continue its recovery after a period of significant volatility. Global consumer demand is gradually improving as inflation cools and monetary policies in many countries tend to be more stable, contributing to boosting trade and import-export activities.

However, the market remains affected by geopolitical instability, conflicts in some key maritime areas, and fluctuations in fuel prices. Freight rates tend to adjust to more reasonable levels compared to peak periods, while competition among shipping companies intensifies.

For the port operations sector, the market for general cargo and bulk cargo transportation and circulation maintains a stable recovery and growth trend thanks to the recovery of domestic production, trade, and import/export activities..

- General merchandise: Circulation demand increased slightly, mainly from consumer goods, production materials, and goods for export. Logistics and distribution activities continue to grow, driving up the demand for warehousing and goods transshipment.
- Loose cargo: The volume of goods transported, such as sand, stone, clinker, fertilizers, and agricultural products, remains stable, serving the needs of construction, manufacturing, and agriculture.

**PART II: COMPANY'S BUSINESS RESULTS FOR 2025**

**I. Results of achieving the plan targets for 2025**

*Unit: Billion VND*

<b>Targets</b>	<b>Implementat ion 2024</b>	<b>Plan 2025</b>	<b>Implementat ion 2025</b>	<b>% of Implementat ion compared to Plan</b>	<b>% Implementat ion compared to NT</b>
Total revenue	10,581.1	10,624.8	11,875.4	111.7%	112%
Total profit	21.29	21.72	21.66	99.7%	102%
Net profit after tax	16.95	17.29	17.24	99.7%	102%
%	DK4%	DK4%	DK4%	100%	100%

## **II. Evaluating business performance:**

### **1. Achievements:**

Despite facing numerous difficulties and challenges in 2025, thanks to the decisive, innovative, flexible, timely, and consistent leadership of the Board of Directors, and with a sense of responsibility and determination, the Company has achieved the following business results: Revenue reached 11,875.4, achieving 100% of the annual plan and increasing by 12% compared to 2024. Profit in 2025 reached 21.66, equivalent to 99.7% of the plan and a 2% increase compared to 2024. Net profit after tax reached 17.24, achieving 99.7% of the annual plan and increasing by 2% compared to the same period last year. Overall, the results for 2025 show that the Company has strived to maintain revenue growth while ensuring business efficiency and meeting basic financial targets as planned and approved by the General Meeting of Shareholders.

### **2. Existing shortcomings and limitations:**

The warehouse/storage system is over 20 years old; to be operational, it requires investment in repairs and upgrades. Due to the nature of port and warehouse/storage services, which are affected by project development directions and city planning, business operations are primarily based on existing infrastructure.

Regarding the project at 1 Nguyen Van Quy Street: The conversion of the facility's function was approved by the City People's Committee in 2013, but it was handled by the Department of Agriculture and Environment. Currently, there is no consensus on the procedures for extending land use rights, annual land leases, and the adjustment of project planning updates into the master plan from 2017 to the present has not yet been approved.

Regarding the project in Kim Thanh Economic Zone, Lao Cai: Although located within the Kim Thanh Commercial and Industrial Zone, the project is situated far from residential areas, administrative centers, commercial centers, and the city center. The area lacks basic social infrastructure to serve its residents.

## **III. Other jobs:**

### **1. Phu Thuan Housing Project:**

- Proceed with the procedures for renewing the land lease contract for the land use rights at No. 1 Nguyen Van Quy Street, Phu Thuan Ward, Ho Chi Minh City.

- The company continues to update the optimal planning indicators in the Master Plan and the Sub-division Plan.

- The study proposes implementing a pilot project in accordance with Resolution 171/2024/QH15 dated November 30, 2024, on piloting the implementation of commercial housing projects through existing land use rights, and studying the possibility of increasing capital to meet financial capacity requirements. *(Based on Decree 75/2025/ND-CP detailing the implementation of Resolution 171/2024/QH15, the company prepares legal land documents and capacity documents proving compliance with conditions regarding land, housing, real estate business, investment, and fulfillment of financial obligations; ensuring that it meets the conditions for project registration within the deadline announced by the Ho Chi Minh City Department of Agriculture and Environment.)*

### **2. Projects in Kim Thanh Economic Zone - Lao Cai:**

For the 6-story office building: The company continues to seek business solutions that are appropriate to the current situation.

The company is continuing to study the feasibility of implementing phase 2 of the Commercial Service Center - Hotel and office rental project in the Kim Thanh Border Economic Zone, Lao Cai Province, in accordance with the revised planning. Implement the necessary legal procedures to comply with the plan.

## **PART III: BUSINESS ORIENTATION FOR 2026**

### **1. Market outlook for 2026**

In 2026, the port and shipping industry will continue its recovery trend, but with cautious growth. Better-controlled inflation and gradually easing monetary policy are contributing to supporting global trade and demand for goods transportation. However, the market still faces risks from geopolitical tensions, volatile fuel prices, and pressure from oversupply of container ships. Freight rates are expected to be more stable than in the previous period, but profit margins may narrow.

Overall, 2026 will be a period of consolidating growth, requiring businesses to focus on optimizing costs, digital transformation, and meeting increasingly stringent environmental standards.

#### **1.1 Advantages:**

Fruit and Vegetable Port is a seaport located near the center of Ho Chi Minh City, which is an advantage for the development of goods circulation and the economy of Ho Chi Minh City and the southern region. Fruit and Vegetable Port connects to the road transport system leading to the South Central provinces, the Central Highlands, the Southeast provinces, and the Southwest provinces. The warehouse/storage system and port facilities are interconnected by an internal transportation network, ensuring fast and efficient cargo transportation from the port to the warehouse, saving time and transportation costs. The Port's current warehouse tenants are all large clients who have been loyal to the Port for many years.

#### **1.2 Difficulties:**

Besides the advantages, the company also faces many difficulties because the Fruit and Vegetable Port is one of five ports in Ho Chi Minh City that must undergo a change in land use and continue operating on the existing basis. Therefore, investment in new facilities is not permitted.

Legal policies regarding port operation and business are subject to numerous changes, resulting in increased costs, procedures, and implementation time.

Natural conditions are complex and unpredictable: Tidal surges continuously reach new peaks every year, land subsidence is increasing, riverbed sedimentation is rapid, ...

### **2. Business orientation for 2026.**

#### **2.1 Orientation:**

Continue to maintain the existing warehouse, yard, and port leasing business during the period of functional conversion according to the planning. The company effectively leverages existing infrastructure, reducing costs and increasing annual profits. Comply with legal regulations to ensure efficient and safe operation of wharves, warehouses/storage areas. Maintain a stable customer base, fostering long-term loyalty to the company, minimizing warehouse/storage space downtime; Reduce business costs: Repair, brokerage...

The Company's short-term and medium-term sustainable development goals (environment, social, and community) and related programs.

## 2.2 Objectives:

### 2.2.1 Financial goals.

**Port and dock operations:** In 2026, the company aims to maintain the stability of its customers' business operations. The projected revenue for 2026 is: 23.75 billion VND (equivalent to the implementation in 2025).

**Agricultural activities:** The company plans for revenue equivalent to the 2025 performance; the projected revenue for 2026 is VND 12,218 billion.

### 2.2.2 Non-financial objectives

#### - **Project legal status:**

Extend the land lease contract at No. 1 Nguyen Van Quy Street, Phu Thuan Ward, Ho Chi Minh City, ensuring the continuity and stability of land use rights. Implement and finalize the application dossier for the project at 1 Nguyen Van Quy in accordance with legal regulations.

Lao Cai Project: Continue researching and updating the investment and development plan for the next phase of the Project in Lao Cai; analyze effectiveness and adjust strategies to suit market developments and the Company's development orientation.

#### - **Human resources and management tools:**

Human resources and management tools: As of December 31, 2025, the total number of employees in the company is 21, currently arranged in a rational and streamlined manner to suit the actual situation, ensuring stable income for employees.

## 2.3 Planning targets:

*Unit: Billion VND*

<b>Targets</b>	<b>Implementation 2025</b>	<b>Plan 2026</b>	<b>% Plan / Implementation</b>
Total revenue	11,875.4	12,241.75	103.08%
Total profit	21.66	21.66	100%
Net profit after tax	17.24	17.24	100%
Dividend (expected)	DK 4%	DK 4%	100%

## 3. Key solutions

To ensure the successful completion of the plan, the company needs to implement the following solutions:

#### - **Solutions regarding production and business operations:**

In 2026, the company aims to maintain stable port operations, ensuring consistent revenue and profit levels as planned.

Conduct an overall assessment of the company's operations, evaluate target customers and strategic customers to determine appropriate and effective development directions.

Strengthen marketing efforts, maintain existing customers, and proactively seek new customers and new markets.

#### - **Solutions regarding financial operations:**

Strengthen measures to expedite the collection of outstanding debts from customers.

Invest in necessary equipment that is appropriate to the company's actual situation and job requirements.

**- *Human resource solutions:***

Since the company will not invest in expanding production and business, it will not recruit additional workers. However, it will strengthen management and supervision, improve the efficiency of the organizational structure and the quality of human resources by creating opportunities for employees to participate in professional training courses, and developing and adjusting internal documents, regulations, and rules in accordance with the Joint Stock Company's Charter.

The above is the Business Result Report for 2025 and the Business Plan for 2026 of The Vegetexco Port Joint Stock Company.

Respectfully report./.

**DIRECTOR**

**PHAM NGOC QUYNH**

**THE VEGETEXCO PORT JOINT  
STOCK COMPANY**

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

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Number: ...../2026/BC-BKS

*Ho Chi Minh City, date ..... month ..... 2026*

## **REPORT OF THE SUPERVISORY BOARD**

*(Regarding the results of inspection and supervision work for the term 2021-2026 and the plan of activities for the term 2026-2031)*

**Dear: GENERAL MEETING OF SHAREHOLDERS**

### **I. ACTIVITIES OF THE SUPERVISORY BOARD FOR THE TERM 2021 - 2026**

#### **1. For the Board of Directors**

During the term 2021-2026, the Board of Directors successfully organized the annual General Meeting of Shareholders in accordance with the Enterprise Law and the Company's Charter. The Supervisory Board acknowledges the Board of Directors' efforts in implementing several tasks to fulfill their assigned powers and duties as stipulated in the Company's Charter.

Tasks performed by the Board of Directors:

- Maintain the functioning of the Board of Directors, ensuring the smooth, safe, and efficient operation of the Company in compliance with the law and the Company's charter.
- Assign specific tasks to the members of the Board of Directors to carry out the duties and responsibilities of the Board.
- Direct and guide the strategic direction of production and business in each stage, in accordance with the company's resources and market needs.
- Maintain regular board meetings and organize extraordinary meetings to evaluate the board's work, approve business production plans, and address matters within the board's authority.

#### **2. For the Management Board**

During the term 2021-2026, the Management Board built the organizational structure, human resource management system, and production and business operation system of the Company, ensuring efficiency, cost-effectiveness, and compliance with the Company's Charter, Shareholders' Meeting Resolutions, and Board of Directors' Decisions. Including:

- Develop annual business production plans and periodically report on their implementation to the Board of Directors and the Supervisory Board.
- Establish annual goals and action plans, and report on their implementation at the Board of Directors meeting.
- Take responsibility for reviewing and issuing new internal documents, including regulations, rules, and operational guidelines.
- Direct and resolve obstacles in business operations contributes to maintaining a stable, smooth, and efficient production and business system.

#### **3. Remuneration of the Board of Directors and the Supervisory Board**

The total annual remuneration for the Board of Directors and Supervisory Board during the term 2021-2026 is included in the remuneration plan for the Board of Directors and Supervisory Board developed by the Company and submitted to the Shareholders' Meeting for approval.

#### **4. Activities of the Supervisory Board**

During the term 2021-2026, the Supervisory Board regularly conducted accounting audits, organized thematic audits on compliance, and evaluated the effectiveness of the Company's production and business operations according to the plan submitted to the Board of Directors and the Management Board. Ensure the Board of Directors and the Management Board's activities comply with the law and the Company's charter, and at the same time, urge the Board of Directors and the Management Board to implement short-term and medium-term production and business plans, as well as carry out the contents approved at the General Meeting of Shareholders.

The Supervisory Board has conducted an assessment of the periodic financial statements and audited financial statements for the fiscal years 2021-2026. Annually, the Supervisory Board reports on the results of its audit of financial statements, assessing the accuracy and reasonableness of the financial statements regarding the financial position, business results, and cash flow for each fiscal year.

Maintain the operation of the Supervisory Board in compliance with the Enterprise Law. Conduct regular quarterly meetings of the Supervisory Board to assess the performance of its assigned duties and powers each quarter and to set directions and tasks for the Supervisory Board in the next period.

Maintain the Company's internal control system through monitoring the activities of the Board of Directors and the Management Board, providing written or direct advice at Board of Directors meetings, and coordinating with the Board of Directors and the Management Board to finalize the development of institutional documents in the Company's governance and operations.

## **II. ACTIVITIES OF THE SUPERVISORY BOARD IN 2025**

In 2025, in order to organize and maintain operations, the Supervisory Board implemented the following:

- Convene and preside over the working sessions of the Supervisory Board.
- Develop a work plan for 2025 and assign tasks among the members of the Supervisory Board.
- The Supervisory Board's monitoring report has been forwarded to the Board of Directors and the Management Board.

The total remuneration paid to the Supervisory Board in 2025 is as follows:

Unit: VND

<b>No.</b>	<b>Supervisory Board</b>	<b>Quantity</b>	<b>Remuneration</b>
1	Head of the Supervisory Board	1	84,000,000
2	Member of the Supervisory Board	2	48,000,000
	<b>Total</b>		<b>132,000,000</b>

In 2025, the Supervisory Board submitted periodic reports on its operational monitoring activities and also participated in monitoring the Company's production and business activities by attending Board of Directors meetings.

The Supervisory Board has organized a competitive bidding process and selected an auditing firm for the 2025 financial statements. International Auditing and Valuation Company Limited (IAV), a reputable and capable firm, was selected as the audit firm.

### **III. RESULTS OF MONITORING THE OPERATIONAL AND FINANCIAL SITUATION OF THE SUPERVISORY BOARD IN 2025**

#### **1. Supervision of the Board of Directors and the Management Board's compliance with legal regulations and the company's charter.**

##### **1.1 Supervision of the Board of Directors' activities**

Board of Directors (BOD) has fully organized and exercised its powers, functions, and duties as stipulated in the Company's Charter and other relevant legal regulations.

The activity report of the Board of Directors fully and truthfully reflects the activities and operational direction of the Company, and the documents and resolutions of the Board of Directors are in accordance with the Enterprise Law, the Company's Charter, and the resolutions of the General Meeting of Shareholders.

In carrying out its duties and responsibilities, the Board of Directors assigns specific tasks to its members and management levels, and summarizes and evaluates the performance of these tasks through Board meetings held throughout 2025, in order to maintain and ensure the stable operation of the Company's production and business activities.

##### **1.2 Supervision of the Board of Directors' activities**

The Management Board (MB) organizes and manages operations in accordance with its duties, powers, and resolutions passed at the General Meeting of Shareholders, implementing the Board's decisions to essentially achieve the operational plan objectives for 2025. Specifically:

- Net revenue and after-tax profit reached 111.8% and 73.3% of the plan, respectively.
- Dividend payment from undistributed profits in 2024 (4% of charter capital).
- Collect 100% of accounts receivable from customers leasing port facilities, warehouses, and storage yards.
- Continue implementing project development activities and completing the company's legal procedures at the current land and property location:
  - (i) No. 1 Nguyen Van Quy Street, Phu Thuan Ward, District 7, Ho Chi Minh City
  - (ii) Lot K34-47 in Kim Thanh Industrial and Commercial Zone - Lao Cai

The Management Board' activity report fully and truthfully reflects the business operations, in accordance with the Enterprise Law, the Company's Charter, and the Board of Directors' resolutions.

#### **2. Coordination between the Supervisory Board, the Board of Directors, the Management Board, and the shareholders.**

##### **2.1 Coordination with the Board of Directors**

The Supervisory Board maintains close coordination with the Board of Directors by fully attending all Board meetings as an observer, promptly grasping the policies, operational directions, and resolutions of the Board of Directors. The Supervisory Board reviews the

reasonableness, legality, and compliance with legal regulations and Company's Charter regarding resolutions and decisions of the Board of Directors.

The Supervisory Board regularly exchanges views and proposes recommendations to ensure that corporate governance is transparent, compliant with regulations, and in line with the interests of shareholders. In addition, the Supervisory Board also conducts independent oversight of the Board of Directors' activities, thereby detecting and providing early warnings of potential risks arising in the company's governance and operation.

## **2.2 Coordination with the Management Board**

The Supervisory Board maintains effective communication and coordination with the Management Board through regular or ad hoc meetings to gather necessary information and documents for inspection and supervision purposes. The Supervisory Board evaluates the implementation of the Board of Directors' resolutions, examines the financial and accounting situation, and verifies the Management Board's compliance with the law in its operational activities.

The Supervisory Board acknowledges the active cooperation of the Management Board in providing information and promptly explaining matters related to production and business operations, financial accounting, investment, and other areas related to the interests of shareholders and the Company.

## **2.3 Collaboration with shareholders**

The Supervisory Board acts as a bridge between shareholders and the company's regulatory bodies, ensuring that the legitimate rights of shareholders are respected and enforced. The Supervisory Board records and relays the opinions and suggestions of shareholders to the Board of Directors and the Management Board, and monitors the process of handling and responding to those opinions in an open and transparent manner.

At shareholder meetings, the Supervisory Board presents comprehensive reports on the monitoring of governance and management, financial statements, and assessments of the company's legal compliance, thereby providing shareholders with complete information to make informed decisions. The Supervisory Board also actively answered and clarified shareholders' questions related to inspection, supervision, and the company's operational situation.

## **3. Financial supervision**

Coordinate and supervise with the Board of Directors in financial and accounting activities, especially with the Finance and Accounting Department, to perform important tasks including:

- Assess the auditor's opinion on issues arising during the semi-annual and full-year audits of 2025. Supervise the company's Board of Directors' work in explaining, completing documentation, and handling accounting entries in response to auditor's recommendations;
- Work with and communicate with independent auditors before and during the issuance of audited financial statements;
- Review accounting records and documents periodically on a monthly, quarterly, and annual basis.

Supervise the Board of Directors and the Management Board in the implementation of the procurement of machinery and equipment, and the issuance of internal regulations of the Company.

The Supervisory Board also noted that the planning of production and business activities for 2025 has received special attention from the Board of Directors and the Management Board,

and has been directed early on at Board meetings with the goal of improving business efficiency and completing the legal basis for land and property.

#### 4. Review of financial statements for the year ended December 31, 2025

##### 4.1. Basis

- Financial statements are prepared by the Board of Directors according to the forms issued by the Ministry of Finance in Circular 200/2014/TT-BTC dated December 22, 2014, guiding the Accounting Regime for Enterprises, and Circular 53/2017/TT-BTC dated March 21, 2017, amending and supplementing some articles of Circular 200/2014/TT-BTC.
- The audit report on the financial statements was conducted, completed, and issued on March 30, 2026, by International Auditing and Valuation Company Limited (IAV).
- The accounting records and original documents are kept at the company.

##### 4.2. Confirmation of financial statements

###### 4.2.1. Financial statement audit opinion

The audit report on the financial statements, conducted by International Auditing and Valuation Company Limited (IAV), completed and issued on March 30, 2026, gives a fully unqualified opinion.

The audited financial statements fairly and accurately reflect the financial position as of December 31, 2025, the results of business operations, and the cash flow for the fiscal year ended on the same date of The Vegetexco Port Joint Stock Company, in accordance with Vietnamese accounting standards, current Vietnamese corporate accounting regulations, and relevant legal provisions on the preparation and presentation of financial statements.

###### 4.2.2. Key financial performance indicators as of December 31, 2025 (Unit: billion VND)

Target	31/12/2025	01/01/2025	Fluctuations	%
<b>Other current assets</b>	<b>5,608,647</b>	<b>4,756,778</b>	<b>851,869</b>	<b>18%</b>
Cash and cash equivalents	42,687	106,787	(64,099)	-60%
Short-term financial investments	11,100	13,700	(2,600)	-19%
Short-term receivables	5,417,524	4,629,868	787,656	17%
Inventory	137,020	2	137,017	5731384%
Other current assets	316	6,421	(6,105)	-95%
<b>Long-term assets</b>	<b>29,084</b>	<b>30,528</b>	<b>(1,444)</b>	<b>-5%</b>
Fixed assets	7,304	8,951	(1,647)	-18%
Long-term work-in-progress assets	21,683	21,575	109	1%
Other long-term assets	97	3	94	3277%
<b>Total assets</b>	<b>5,637,731</b>	<b>4,787,306</b>	<b>850,424</b>	<b>18%</b>
<b>Liabilities</b>	<b>5,389,197</b>	<b>4,552,696</b>	<b>836,500</b>	<b>18%</b>
Short-term debt	5,389,197	4,552,696	836,500	18%
<b>Equity</b>	<b>248,534</b>	<b>234,610</b>	<b>13,924</b>	<b>6%</b>
Charter capital	82,147	82,147	-	0%
Share and fund surplus	70,143	70,143	-	0%
Undistributed Net Profit	78,999	82,319	(3,320)	-4%
<b>Total capital</b>	<b>5,637,731</b>	<b>4,787,306</b>	<b>850,424</b>	<b>18%</b>
<b>Asset structure</b>				
Current assets/Total assets	0.99	0.99		0%

Target	31/12/2025	01/01/2025	Fluctuations	%
Long-term assets/Total assets	0.01	0.01		-19%
<b>Capital structure</b>				
Liabilities/Total Capital	0.96	0.95		1%
Equity/Total Capital	0.04	0.05		-10%
<b>Payment ability</b>				
Overall payment ratio	1.05	1.05		-1%
Current ratio	1.04	1.04		0%
Quick Ratio	1.02	1.04		-3%

#### 4.2.3. Business results for 2025 (Unit: billion VND)

No.	Category	Results of implementation		Plan 2025	Fluctuations (increases and decreases)		% perform	
		2025	2024		Implementation 25/ Implementation 24	Implementation 25/ Plan 25	Implementation 25/ Implementation 24	Implementation 25/ Plan 25
1	Total net revenue	11,875.36	10,581.07	10,624.80	1,294	1,251	112.23%	111.77%
2	Profit before corporate income tax	21.66	21.29	21.72	0.36	(0.06)	101.71%	99.71%
3	Net profit after corporate income tax	17.24	16.95	17.29	0.29	(0.05)	101.72%	99.74%
4	Earnings per share (VND/share)	2,179.22	2,166.28	-	12.94	-	100.60%	-
5	Dividend (expected)	4.00%	4.00%	4.00%			100.00%	100.00%
6	Return on Equity (ROE)	7.14%	7.42%				-3.79%	
7	Return on Sales (ROS)	0.18%	0.20%				-9.38%	
8	Return on Assets (ROA)	0.33%	0.30%				9.33%	

#### 4.3. Capital situation and fund allocations as of December 31, 2025 (billion VND)

NO.	Target	31/12/2025	31/12/2024	% Implementation
1	Charter capital	82,147	82,147	100%
2	Share premium	32,390	32,390	100%
3	Treasury stock	(8,157)	(8,157)	100%
4	Development Investment Fund	36,918	36,918	100%

5	Undistributed after-tax profit	78,999	82,319	96%
6	Capital investment for basic construction	8,993	8,993	100%
	<b>Total equity</b>	<b>231,289</b>	<b>234,609</b>	<b>99%</b>

**4.4. This report assesses transactions between the Company and its Board members, directors, other executives, and related parties.**

In 2025, the Company will not have any transactions with members of the Board of Directors, Directors, other executives of the Company and related parties; or transactions between the Company and companies in which members of the Board of Directors, Directors, or other executives of the Company are founding members or business managers in the three years immediately preceding the transaction.

**IV. RECOMMENDATIONS OF THE SUPERVISORY BOARD**

Based on the results of inspections and monitoring during the year, the Supervisory Board would like to make the following recommendations:

- 1. Regarding management and administration:** The Board of Directors and the Management Board will continue to review and improve internal processes and corporate governance regulations to enhance transparency and governance efficiency, especially in investment, finance, and bidding activities.

The Supervisory Board recommends that the Board of Directors and the Management Board implement the 2026 operational plan decisively and seriously, ensuring the achievement of the following objectives:

1. Revenue, after-tax profit, and dividend plan
2. Plan for recovering bad debts
3. Legal implementation plan at the Company's land and property.
4. Disclosure of information in accordance with the Securities Law applicable to listed companies.

At the same time, the Board of Directors and the Management Board regularly update the progress and report on operational activities on a quarterly basis to the Board of Supervisors and the Supervisory Board for monitoring and support in the implementation process.

- 2. Regarding financial and accounting matters:** It is recommended to strengthen internal controls in the recording of revenue and expenses, managing accounts receivable and fixed assets; and to promptly handle overdue receivables to minimize financial risks.
- 3. Regarding human resources and training:** We propose that the Board of Directors and the Management Board develop a training plan to enhance the professional capacity of the accounting, finance, and internal control staff, ensuring that the workforce meets the requirements for the sustainable development of the enterprise.

**V. OPERATIONAL ORIENTATION OF THE SUPERVISORY BOARD FOR THE TERM 2026 - 2031**

**1. Long-term goals**

Strengthening the independent, objective, and effective role of the Supervisory Board in the company's governance system.

Enhancing the professional capacity and expertise of Supervisory Board members, gradually approaching international standards for corporate governance and control.

Ensuring effective oversight helps the company operate transparently and sustainably, while maximizing the protection of shareholders' legitimate interests.

## **2. Short-term goals**

Improve the internal audit and monitoring toolkit in a proactive, risk-prevention-oriented manner.

Strengthen control over financial, accounting, investment, and procurement activities.

Establish an effective coordination mechanism with the Board of Directors, the Executive Board, and the internal control department.

## **3. Plan for achieving the objectives of the Supervisory Board**

The Supervisory Board will coordinate the review of the Board of Directors' action programs and develop appropriate monitoring plans for each stage.

Participate in providing feedback on policies and operating procedures developed by the Board of Directors and the Management Board, especially those related to development strategy, risk management, and corporate governance.

Monitor the implementation of strategic targets and plans, and alert the Board of Directors to potential deviations or failure to meet objectives so that timely action can be taken.

## **VI. OPERATIONAL ORIENTATION OF THE SUPERVISORY BOARD IN 2026**

Based on the functions and duties of the Supervisory Board as stipulated in the Charter of Organization and Operation of the Fruit and Vegetable Port Joint Stock Company and the Company's internal regulations, the Supervisory Board develops the direction and tasks for 2025 as follows:

1. Monitor compliance with legal regulations and Company's Charter in governance and operations across the following aspects:
  - Supervise the management and operation of the Company in accordance with the Articles of Association and the Resolutions of the Shareholders' General Meeting.
  - Advise the Board of Directors and the Management Board on improving the internal control system to align with the company's objectives.
2. Review and evaluate the annual business plan and action plan of the Board of Directors and the Management Board.
3. Conduct an audit of the semi-annual and annual financial statements.
4. Review investment and development activities related to land and housing.
5. The Supervisory Board holds regular quarterly meetings to review work and set plans for the next quarter.
6. Promptly inform the Board of Directors of any violations committed by managers or executives: The offender is required to immediately cease the infringing behavior and take remedial measures as stipulated in the Company's Articles of Association.

The above is the Report of the Supervisory Board, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

We wish our shareholders good health, prosperity, and success!

**ON BEHALF OF THE SUPERVISORY BOARD**

**HEAD OF BOARD**

**(Signed)**

**NGUYEN MANH HOANG**



**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

Phone: (028)37731120

Fax : (028) 38733342

Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

Number: /2026/TTr -HDQT

*Ho Chi Minh City, April 2026*

**REPORT**

***Re: Election of members of the Board of Directors and Supervisory Board for the term  
2026 - 2031.***

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***Dear: GENERAL MEETING OF SHAREHOLDERS***

- *Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Based on the Charter of The Vegetexco Port Joint Stock Company dated December 9, 2021;*

To ensure objectivity and compliance with the provisions of the Enterprise Law regarding the organizational structure of the Board of Directors and the Supervisory Board of the joint-stock company, and to enhance the company's governance and control capacity during the term, the Company's Board of Directors has requested eligible shareholders, as stipulated in the Enterprise Law and the Company's Charter, to participate in nominating and electing members of the Board of Directors and the Supervisory Board for the term 2026 - 2031.

In accordance with legal regulations and the Company's Charter, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the structure of the Board of Directors and Supervisory Board for the term 2026 - 2031, as follows:

+ Board of Directors: The Board of Directors consists of 3 members, including at least 1 independent member.

+ Supervisory Board: 3 members.

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

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

**HOANG HAI**



**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No. 1 Nguyen Van Quy, Phu Thuan Ho Chi Minh City

Phone: (028) 37731120

Fax : (028) 38733342

Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

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Number: /2026/TTr -HDQT

Ho Chi Minh City, date month 2026

**REPORT**

***Re: Adoption of the audited financial statements 2025***

***Dear: GENERAL MEETING OF SHAREHOLDERS***

- *Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company, approved by the General Meeting on December 9, 2021.*

In accordance with the Resolution of the Annual General Meeting of Shareholders 2025, the Company's Board of Directors has selected International Auditing and Valuation Company Limited (IAV) as the auditor for the Company's financial statements 2025. The Board of Directors of The Vegetexco Port Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the contents of the Financial Statements 2025, audited by International Auditing and Valuation Company Limited (IAV).

We respectfully submit this matter to the General Meeting of Shareholders for consideration and approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**Chairman**

**HOANG HAI**



**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No. 1 Nguyen Van Quy, Phu Thuan Ho Chi Minh City

Phone: (028) 37731120

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Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

Number: /2026/TTr -HDQT

Ho Chi Minh City, April 2026

## **REPORT**

### ***Re: Adoption of the profit distribution plan***

**Dear: GENERAL MEETING OF SHAREHOLDERS**

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company, approved by the General Meeting on December 9, 2021;
- Based on the Company's audited financial statements and business results for 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders of The Vegetexco Port Joint Stock Company for approval the Profit Distribution Plan for 2025 as follows:

#### **1. Profit distribution plan for 2025**

*Unit: VND*

No.	Content	Proportion	Amount
1	Net profit after corporate income tax in 2025 according to the financial statements <b>after audit</b> :		<b>17,244,435,748</b>
	<b><i>Profit distribution plan:</i></b>		
2	Expected dividend payout for 2025	4%	3,130,368,800
3	Allocation from the reward and welfare fund		230,000,000
4	Remaining profit on the financial statements		13,884,066,948

**2. The Board of Directors is responsible** deciding on and implementing procedures for finalizing the list of shareholders receiving dividends, allocating funds and deciding on fund disbursements, and deciding on related procedures to ensure compliance with the law, the Charter, the company's regulations, and resolutions of the Company's General Meeting of Shareholders.

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

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**Chairman**

**HOANG HAI**



**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City

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Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

Number: /2026/TTr-BKS

Ho Chi Minh City, date month 2026

**REPORT**

***Re: Adoption of the selection of an auditing and review firm of the financial statements in 2026.***

***Dear: GENERAL MEETING OF SHAREHOLDERS***

- *Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company, approved by the General Meeting on December 9, 2021;*

The Supervisory Board of The Vegetexco Port Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the list of auditing firms to audit the financial statements 2026 and review the semi-annual financial statements 2026 of the Company as follows:

**I. LIST OF AUDITING UNITS**

1. AASC Auditing Firm Company Limited
2. Viet Nam Auditing And Valuation Company Limited (AVA)
3. UHY Auditing and Consulting Company Limited
4. NVA Auditing Company Limited
5. BDO Audit Services Company Limited
6. International Auditing and Valuation Company Limited (IAV)

**II. PROPOSAL FROM THE SUPERVISORY BOARD**

1. We respectfully submit to the General Meeting of Shareholders for approval the list mentioned in Part I of this Report and authorize the Board of Directors to select the auditing firm for the Financial Statements 2026 as well as to review the Company's Semi-Annual Financial Statements 2026. At the same time, the Director of the Company is authorized to sign the audit contract and decide on other matters related to the audit contract.
2. In the event that the Board of Directors is unable to select an auditing firm from the list in Part I of this Proposal to audit and review the Company's financial statements, the Supervisory Board respectfully requests the General Meeting of Shareholders to authorize the Board of Directors to proactively select another firm based on ensuring maximum benefit for the Company.

We respectfully submit this to the General Meeting of Shareholders of the Company for consideration, comments, and approval.

Best regards./.

**ON BEHALF OF THE SUPERVISORY BOARD**

**HEAD OF BOARD**

***Recipients:***

*- As above;*

*- Archive: Supervisory*

*Board, Secretary of*

*Board of Directors,*

*File.*

**NGUYEN MANH HOANG**



**THE VEGETEXCO PORT JOINT STOCK COMPANY**

No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City, Vietnam

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Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

Number: /2026/TTr -HDQT

Ho Chi Minh City, date month 2026

**REPORT**

**Re: Adoption of the Report on Remuneration of the Board of Directors and Supervisory Board in 2025 and the Remuneration Plan for 2026**

**Dear: GENERAL MEETING OF SHAREHOLDERS**

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company, approved by the General Meeting on December 9, 2021;
- Based on Article \_\_ of Resolution No. \_\_/NQ-DHDCD dated April 28, 2025, of the Annual General Meeting of Shareholders 2025 on the approval of the remuneration plan of the Board of Directors and Supervisory Board in 2025;
- Based on the audited financial statements and business results in 2025.

According to Article \_\_ of the Resolution of the Annual General Meeting of Shareholders 2025, the remuneration plan for the Board of Directors and the Supervisory Board in 2025 is VND 588,000,000.

The Board of Directors would like to report that the expenses paid to the Board of Directors and the Supervisory Board in 2025 are VND 588,000,000.

The Company's Board of Directors respectfully submits to the General Meeting of Shareholders for approval the budget 2026 to pay remuneration to the Board of Directors and the Supervisory Board as follows: VND 588,000,000; details as follows:

<b>NO.</b>	<b>Position</b>	<b>Quantity (People)</b>	<b>Remuneration (VND/year)</b>
<b>I</b>	<b>Board of Directors</b>		<b>456,000,000</b>
1	Chairman of the Board of Directors	01	180,000,000
2	Member of the Board of Directors	02	240,000,000
3	Secretary of the Board of Directors	01	36,000,000
<b>II</b>	<b>Supervisory Board</b>		<b>132,000,000</b>
1	Head of the Supervisory Board	01	84,000,000
2	Member of the Supervisory Board	02	48,000,000
			<b>588,000,000</b>

The General Meeting of Shareholders authorizes the Board of Directors and approves the Board of Directors' authorization to the Chairman of the Board of

Directors to decide on the allocation of remuneration for 2026 to each member of the Board of Directors and the Supervisory Board.

We respectfully submit this matter to the General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS**  
**Chairman**

**HOANG HAI**



Number: /2026/TTr -HDQT

Ho Chi Minh City, April 2026

## **REPORT**

***Regarding the approval of the Company's Charter of Organization and Operation.***  
*(Newly issued – replacing the Charter 2021)*

**Respectfully submitted to: GENERAL MEETING OF SHAREHOLDERS**

### **I. GROUNDS:**

- *Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020*
- *Based on the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Based on Circular 116/2020/TT-BTC guiding corporate governance applicable to public companies;*
- *Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company, approved by the company's General Meeting of Shareholders on December 9, 2021,*

### **II. THE NECESSITY OF ISSUING NEW CHARTER**

The Company's current Charter of Organization and Operation was adopted on December 9, 2021. After more than four years of implementation, the Charter 2021 have revealed some limitations that need to be addressed, specifically:

#### **1. Corporate and securities laws have undergone significant changes:**

Law No. 76/2025/QH15 amending and supplementing the Enterprise Law (effective from July 1, 2025) and Law No. 56/2024/QH15 amending the Securities Law promulgate many new regulations on corporate governance of public companies, information transparency, and shareholder protection that were not reflected in the Charter 2021.

#### **2. The new national economic classification system has been issued:**

Decision No. 36/2025/QD-TTg dated September 29, 2025, of the Prime Minister promulgating the new Vietnamese Economic Sector Classification System (effective from November 15, 2025), requires the Company to update the industry codes in its Charter and business registration information.

#### **3. Requirements for improving internal governance:**

Several provisions in the Charter 2021 need clarification and supplementation to ensure consistency, transparency, and effectiveness in governance, including: Mechanisms for ensuring the independence of the Board of Directors, procedures for finalizing the list of shareholders entitled to dividends, the authority of the Board of

Directors regarding executive personnel, and requirements for storing information on beneficial owners.

Based on that, the Board of Directors proposes that the General Meeting of Shareholders approve the issuance of a new Charter of Organization and Operation of the Company (“Charter 2026”) to replace the entire Charter 2021.

### III. MAJOR CHANGES COMPARED TO THE CHARTER 2021

The Charter 2026 is newly issued based on the Form of Charter for Public Joint Stock Companies issued with Circular 116/2020/TT-BTC and has been amended and supplemented to suit the Company's practical situation. Below is a table explaining the key changes:

NO.	Content / Terms	Charter 2021	Charter 2026 (newly issued)
<b>I. UPDATE OF LEGAL BASIS</b>			
1	<b>Introduction</b> (Legal basis)	The Charter 2021 is based on the Enterprise Law 59/2020, the Securities Law 54/2019, Law 03/2022/QH15 and Decree 155/2020/ND-CP.	The Charter 2026 add two new provisions: - Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Enterprise Law (effective on July 1, 2025); - Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing the Securities Law and related laws.
<b>II. TERM OF OPERATION</b>			
2	<b>Article 2.5</b> (Term of operation)	The Charter 2021 stipulates that the company's term of operation is 30 years from the date of establishment.	The Charter 2026 extend the term of operation to indefinitely since its establishment. Reason: The company's long-term development strategy focuses on port operations, transportation, and logistics; creating a stable legal framework for long-term infrastructure investment plans and attracting strategic partners. The decision falls under the authority of the General Meeting of Shareholders

NO.	Content / Terms	Charter 2021	Charter 2026 (newly issued)
			in accordance with Article 138.1.(a) of the Enterprise Law.
<b>III. ADJUSTMENT OF LINES OF BUSINESS</b>			
3	<b>Article 4</b> (Lines of business)	The Charter 2021 lists 35 business lines according to the old catalog, with industry codes based on the classification system prior to 2025.	The Charter 2026 update business lines according to Decision No. 36/2025/QĐ-TTg dated September 29, 2025, of the Prime Minister on the System of Vietnamese Economic Sectors (effective from November 15, 2025). The detailed list of business lines will be included in the new Charter after approval by the General Meeting of Shareholders.
<b>IV. BOARD OF DIRECTORS</b>			
4	<b>Article 27</b> (Authorities of the Board of Directors – Annual Report)	The Charter 2021 does not specify the mandatory contents of the Board of Directors' report submitted to the Annual General Meeting of Shareholders.	The Charter 2026 enhances transparency requirements and adds mandatory content to the Board of Directors' reports: (a) Remuneration and benefits of each Board member; (b) Transactions with related parties; (c) Performance of independent Board members; (d) Activities of the Audit Committee (if any); (e) Performance of supervision of the Director and other executives. In accordance with Circular 116/2020/TT-BTC.
5	<b>Article 27.2 (i)</b> (Authority of the Board of Directors – Personnel Appointment)	The Charter 2021 stipulates that the Board of Directors appoints and dismisses the Director and other key managers as prescribed in the company's charter.	The Charter 2026 adds the positions of Deputy Director and Chief Accountant to the authority of the Board of Directors: Appointing, dismissing, signing contracts with, and terminating contracts with the Director,

NO.	Content / Terms	Charter 2021	Charter 2026 (newly issued)
			Deputy Director, and Chief Accountant. Clearly defining the mechanisms for controlling senior personnel.
6	<b>Article 29.5</b> (Absent Chairman of the Board – authorization and replacement mechanism)	The Charter 2021 stipulates that when the Chairman of the Board of Directors is absent, he/she must authorize another member; if no authorized person is available, the remaining members shall elect a replacement by majority vote.	The Charter 2026 expands and details the circumstances that trigger the mechanism for replacing the Chairman of the Board of Directors, fully incorporating legal situations as stipulated in the Enterprise Law: Death, disappearance, detention, serving a prison sentence, undergoing administrative sanctions, fleeing from residence, having limited/lost civil capacity, prohibited from holding office by the Court. Pursuant to Article 156.4 of the Enterprise Law 2020, as amended in 2025, the Board of Directors' operations must be ensured to remain uninterrupted under all circumstances.
7	<b>Articles 30.8 and 30.13</b> (Conditions for Board of Directors' Meeting and Voting)	The Charter 2021 stipulates that a Board of Directors' meeting is valid when at least 3/4 of the members are present; if not, it must be reconvened within 7 days provided that more than half of the members are present. There are four ways to participate (in person, by proxy, online, or by submitting a form). The Resolution is adopted when a majority of those present at the meeting approve.	The Charter 2026 retain the same participation rates and formats, while adding and clarifying the following:  - Clause 13: Detailed regulations regarding the responsibilities of the chairperson and the person recording the minutes when refusing to sign – the minutes remain valid if all other attending members sign; the chairperson/person recording the minutes is personally liable for damages caused by refusing

NO.	Content / Terms	Charter 2021	Charter 2026 (newly issued)
			<p>to sign (according to Article 158 of the Enterprise Law).</p> <p>- The content approved in the minutes must be formalized into a Resolution.</p>
8	<p><b>Article 31</b> (Minutes of the Board of Directors' meeting – bilingual version)</p>	<p>The Charter 2021 stipulates that minutes of the Board of Directors meeting must be prepared in Vietnamese, and may also be prepared in a foreign language, listing 09 main contents.</p>	<p>The Charter 2026 add provisions clarifying the legal validity of bilingual minutes:</p> <p>“Minutes is made in Vietnamese and in a foreign language with the same legal effect. In case of any discrepancies in content, the content in the Vietnamese version of the minutes shall prevail.”</p> <p>Establishing a clear legal basis for international transactions is especially important in cases involving foreign board members or foreign investment partners.</p>
9	<p><b>Article 32</b> (Right of information supply of the Board of Directors)</p>	<p>The Charter 2021 stipulates that members of the Board of Directors have the right to request information from “[Director], [Deputy Director]” (in parentheses – specific job titles not yet defined).</p>	<p>The Charter 2026 clearly defines the job titles: Board members have the right to request that “Directors, Deputy Directors, and other managers” provide information and documents regarding the financial situation and business operations. Eliminate ambiguity regarding job titles and increase the feasibility of the Board of Directors' oversight authority.</p>
10	<p><b>Article 33</b> (Addition of Board Members – Independent Members)</p>	<p>The Charter 2021 only stipulates one case where the election of additional members to the Board of Directors is mandatory: when the number of members decreases by more</p>	<p>The Charter 2026 adds point b) to clause 4:</p> <p><i>“b) The number of independent members of the Board of Directors falls below the minimum level stipulated in Clause 3, Article 26 of this</i></p>

NO.	Content / Terms	Charter 2021	Charter 2026 (newly issued)
		than one-third.	<p><i>Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of independent members decreases.”</i></p> <p>Ensure that the Company always maintains an independent Board of Directors structure in accordance with the legal regulations on public joint-stock companies.</p>
<b>V. SHAREHOLDER’S RIGHTS AND ACCOUNTING RECORDS</b>			
11	<b>Article 47.4</b> (Company records)	The Charter 2021 stipulates that the Company shall store basic legal documents at its head office or a location determined by the General Meeting of Shareholders.	The Charter 2026 updates two points: (1) Add “List of beneficial owners of the enterprise (if any)” to the list of documents required to be stored – in accordance with the transparency requirements of anti-money laundering law; (2) The storage location is decided by the “Board of Directors” in accordance with administrative management practices.
<b>VI. TECHNICAL ADJUSTMENTS AND TEXT REFINEMENT</b>			
12	<b>Full Charter</b>	The Charter 2021 uses some inconsistent terminology; some provisions refer to the old chapter/section numbering system; and the chapter/section structure is inconsistent with the standard Circular 116/2020.	<p>The Charter 2026 implements synchronized technical adjustments:</p> <ul style="list-style-type: none"> <li>- Updated reference number according to the consolidated Enterprise Law 2025;</li> <li>- Standardize the structure of 21 Chapters and 62 Articles according to the model Charter issued with Circular 116/2020/TT-BTC;</li> </ul>

<b>NO.</b>	<b>Content / Terms</b>	<b>Charter 2021</b>	<b>Charter 2026 (newly issued)</b>
			- Add provisions regarding information disclosure.

### **III. SUGGESTIONS**

The Board of Directors respectfully submits to the General Meeting of Shareholders:

1. The full text of the new Charter of Organization and Operation of The Vegetexco Port Joint Stock Company (attached) (hereinafter referred to as the “Charter 2026”) has been adopted.
2. This Charter 2026 takes effect from the date of its approval by the General Meeting of Shareholders, replacing entirely the Charter approved on December 9, 2021 and all previous amendments and supplements.

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

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN**

**HOANG HAI**



Number: /2026/TTr -HDQT

Ho Chi Minh City, April 2026

## REPORT

***Re: Amendments and additions to business lines, amendments and additions to the Charter.***

***The Vegetexco Port Joint Stock Company***

**Dear: GENERAL MEETING OF SHAREHOLDERS**

Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Based on the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

Based on Decision No. 36/2025/QD-TTg promulgating the Vietnamese economic sector classification system dated September 29, 2025, effective on November 15, 2025;

Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company, approved by the company's General Meeting of Shareholders on December 9, 2021.

To ensure that the Company's operations are in compliance with changes in legal regulations and are consistent with operational realities, the Board of Directors respectfully submits to the General Meeting of Shareholders the following amendments and additions to the Company's business lines:

### 1. Adding business lines and activities:

No.	Name of business lines added	Code	Main business lines
1	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4679	
2	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4661	
3	Other real estate activities on a fee or contract basis	6829	

4	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4299	
5	Logging Details: Logging of planted forests (not operating at the headquarters)	0220	
6	Forest planting, forest care, and forestry seedling cultivation. (Not operating at the headquarters)	0210	
7	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified. Details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.	4759	
8	Retail of other new goods (excluding automobiles, motorcycles, and their accessories) Details: Retail of souvenirs, wickerwork, and handicrafts.	4773	
9	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4672	
10	Rental of machinery, equipment and other tangible goods without operators. Details: Lease of ships, marine equipment, and containers.	7730	
11	Commodity agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610	
12	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.	4673	

## 2. Abandoning the business lines:

No.	The business line name has been removed from the registered list.	Code	Note
1.	Other specialized wholesale not elsewhere classified	4669	Business lines

	<p>Details:</p> <ul style="list-style-type: none"> <li>- Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials;</li> <li>- Wholesale of handicrafts and art products;</li> <li>- Wholesale of plastic granules and raw materials for the plastics industry.</li> <li>- Wholesale of ships and containers.</li> </ul>		eliminated according to Decision No. 36/2025/QD-TTg
2.	<p>Wholesale of automobiles and other motor vehicles.</p> <p>Details: Import and export of transport vehicles.</p>	4511	Business lines eliminated according to Decision No. 36/2025/QD-TTg
3.	<p>Real estate consulting, brokerage, and auction services; land use right auction services.</p> <p>Details: Real estate broker. Real estate services.</p>	6820	Business lines eliminated according to Decision No. 36/2025/QD-TTg
4.	<p>Construction of other civil engineering works</p> <p>Details: Construction of civil and industrial buildings.</p>	4290	Business lines eliminated according to Decision No. 36/2025/QD-TTg
5.	<p>Logging</p> <p>Details: Logging of planted forests (not operating at the headquarters)</p>	0221	Business lines eliminated according to Decision No. 36/2025/QD-TTg
6.	<p>Forest planting and forest care (Not operating at the headquarters)</p>	0210	Business lines changed according to Decision No. 36/2025/QD-TTg
7.	<p>Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified in specialized stores.</p> <p>Details:</p> <ul style="list-style-type: none"> <li>- Retail of beds, wardrobes, tables, chairs and similar furniture;</li> <li>- Retail of plastic household goods.</li> </ul>	4759	Business lines changed according to Decision No. 36/2025/QD-TTg
8.	<p>Retail of other new goods in specialized stores</p> <p>Details: Retail of souvenirs, wickerwork, and</p>	4773	Business lines changed according

	handicrafts.		to Decision No. 36/2025/QD-TTg
9.	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4662	Business lines changed according to Decision No. 36/2025/QD-TTg
10.	Rental of machinery, equipment and other tangible goods. Details: Lease of ships, marine equipment, and containers.	7730	Business lines changed according to Decision No. 36/2025/QD-TTg
11.	Agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610	Business lines changed according to Decision No. 36/2025/QD-TTg
12.	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.	4663	Business lines changed according to Decision No. 36/2025/QD-TTg

**3. Amending Article 4 of the company's charter as follows:**

***ARTICLE 4. COMPANY'S OPERATIONAL OBJECTIVES AND BUSINESS LINES***

*1. The company's business lines:*

No.	Name of business lines	Code
01	<b>Activities that directly support water transport services. Details: Port operations, mooring buoys.</b>	<b>5222 (Main)</b>
02	Logging Details: Logging of planted forests (not operating at the headquarters)	0220
03	Manufacture of other ceramic products (Not operating at the headquarters)	2393
04	Manufacture of cement, lime, and gypsum (Not operating at the headquarters)	2394
05	Extraction of stone, sand, gravel, and clay. (Not operating at the headquarters)	0810
06	Road freight transport Details: Containerized road freight transport, freight transport by	4933

	automobiles (excluding liquefied gas for transport)	
07	Coastal and ocean freight transport	5012
08	Inland waterway freight transport	5022
09	Rental of machinery, equipment and other tangible goods without operators. Details: Lease of ships, marine equipment, and containers.	7730
10	Commodity agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610
11	Wholesale of foods Details: Trading in vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products, direct import and export: vegetables, fruits, vegetable and fruit seeds; vegetable and fruit products, agricultural, forestry, and aquatic products.	4632
12	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4661
13	Loading and unloading goods Details: Loading and unloading services. Loading and unloading goods. (excluding cargo handling at airports).	5224
14	Packaging services Details: Packaging of goods for import and export (excluding packaging of plant protection products).	8292
15	Other support services related to transportation Details: Shipping agents and maritime brokers. Shipping agency services. Sea freight forwarding agency services. Goods delivery and receipt. Activities of customs clearance agents. (excluding liquefaction of gas for transport and activities related to air transport)	5229
16	Financial service support activities not classified anywhere. Details: Investing in the construction of infrastructure for residential and industrial areas.	6619
17	Other real estate activities on a fee or contract basis	6829
18	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4299
19	Tour operator Details: Domestic and international travel business.	7912

20	Processing and preserving fruits and vegetables Details: Processing of agricultural, forestry, and aquatic products (excluding processing at the headquarters).	1030
21	Wholesale of agricultural and forestry raw materials (excluding wood, bamboo, and rattan) and live animals; details: - Buying and selling forest products; - Wholesale of feed and feed ingredients for livestock, poultry, and aquaculture (not operating at the headquarters).	4620
22	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.	4673
23	Wholesale of other household goods Details: - Wholesale of household electrical appliances, lamps and lighting fixtures; - Wholesale of beds, wardrobes, tables, chairs and similar furniture; - Wholesale of plastic household goods.	4649
24	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4672
25	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified. Details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.	4759
26	Retail of other new goods (excluding automobiles, motorcycles, and their accessories) Details: Retail of souvenirs, wickerwork, and handicrafts.	4773
27	Production of animal feed, poultry feed, and aquatic feed. (Not operating at the headquarters).	1080
28	Manufacturing plastic products (Not operating at the headquarters).	2220
29	Manufacture of primary plastics and synthetic rubber Details: Manufacture of primary plastic granules (not operating at the headquarters).	2013

30	Business of real estate, land use rights belonging to the owner, user or lessee. Details: Warehouse and office rental business. House business	6810
31	Wholesale of other machinery, equipment and spare parts Details: Import and export of machinery, equipment, and spare parts. Wholesale of marine equipment.	4659
32	Manufacture of building materials from clay Details: Manufacture of floor tiles and wall tiles (not operating at the headquarters)	2392
33	Forest planting, forest care, and forestry seedling cultivation. (Not operating at the headquarters)	0210
34	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4679
35	Sawing, splitting, planing, and preserving wood. (Not operating at the headquarters)	1610

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

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

**HOANG HAI**

**APPENDIX AMENDING AND SUPPLEMENTING ARTICLES, CLAUSES, AND POINTS  
OF THE CHARTER**

<b>No.</b>	<b>Contents of the company's charter.</b>	<b>Proposed amendments and additions</b>	<b>Basis</b>



## VOTING BALLOT

### AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 THE VEGETEXCO PORT JOINT STOCK COMPANY

#### I. SHAREHOLDER INFORMATION

- Shareholder/Representative's Name:
- Shareholder ID:
- Number of shares owned/authorized:                      share.
- Total number of votes:

#### II. VOTING CONTENT

1. Adoption of the Board of Directors' operation report on operations in 2025 and plans for 2026, and adoption of the report of the independent Board member.  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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2. Adoption of the Business Result Report 2025 and Plan 2026 of the Executive Board  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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3. Adoption of the operation result report 2025 and the plan 2026 of the Supervisory Board.  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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4. Adoption of the approval of the audited financial statements 2025.  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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5. Adoption of the selection of the auditing firm for the financial statements 2026.  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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6. Adoption of Board of Directors & Supervisory Board Remuneration for 2025 and plan for 2026  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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7. Adoption of the profit distribution plan for 2025  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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8. Adoption of the amendment and supplementation of the Company's business lines.  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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9. Adoption of the approval of the Company's Charter of Organization and Operation (Newly issued – replacing the Charter 2021)  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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10. Adoption of the Report on the list of candidates for the Board of Directors and Supervisory Board for the term 2026-2031  

<b>Approval</b>	<input type="checkbox"/>	<b>Disapproval</b>	<input type="checkbox"/>	<b>No comment</b>	<input type="checkbox"/>
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11. Adoption of the approval of the election of members of the Board of Directors for the term 2026-2031

12. **Approval**  **Disapproval**  **No comment**   
Adoption of the approval of the election of members of the Supervisory Board for the term 2026-2031

**Approval**  **Disapproval**  **No comment**

*Ho Chi Minh City, date month 2026*  
**Shareholders sign and clearly state their full names.**



Number: /2026/BB-DHCD

Ho Chi Minh City, April 24, 2026

## **MINUTES OF THE MEETING OF ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

**A. Company name: THE VEGETEXCO PORT JOINT STOCK COMPANY**

Business registration certificate no. 0302336158 initially issued by the Department of Planning and Investment of Ho Chi Minh City on May 25, 2001, and the 13th amendment registered on October 11, 2022, by the Department of Planning and Investment of Ho Chi Minh City.

The company's s headquarters is located at No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City.

**B. Time of meeting commencement: 8:30 on April 24, 2026.**

**C. Meeting location: At the company's headquarters located at No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City**

**D. Participants: Members of the Board of Directors, the Supervisory Board, the Executive Board, Shareholders and Authorized Representatives of Shareholders of The Vegetexco Port Joint Stock Company.**

**E. Personnel structure of the Presidium and supporting committees at the General Meeting:**

**1. *Presidium:***

- Chairman of the General Meeting

- Member

- Member

**2. *Secretariat:***

- Team leader

- Member

**3. *Vote counting committee***

- Team leader

- Member

#### ***4. Shareholder Eligibility Verification Team***

- Team leader

- Member

### **F. Conditions for holding the General Meeting**

The Head of the Shareholder Eligibility Verification Committee reports to the General Meeting the results of the verification of shareholder eligibility to attend the Annual General Meeting of Shareholders ....., at the time of opening (.... hours..... minutes), the General Meeting is eligible to proceed according to the provisions of the Law and the Company's Charter with the following shareholder structure:

The number of shareholders attending the meeting in person and those who authorized representatives to attend is ..... Shareholders, representing ..... shares, accounting for .....% of the total voting shares at the General Meeting, including:

- The number of shareholders attending in person is..... shareholders, representing ..... shares, accounting for .....% of the total voting shares at the General Meeting.
- The number of authorized shareholders is ..... shareholders, representing ..... shares, accounting for .....% of the total voting shares at the General Meeting.

### **G. Meeting agenda**

1. **Presidium, Secretariat, Vote Counting Committee** are unanimously approved by the General Meeting of Shareholders with \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting, in favor by raising their Voting Cards.
2. **Rules of Procedure, Regulations on Nomination, Candidacy and Election of Members of the Board of Directors and Supervisory Board** are unanimously approved by the General Meeting of Shareholders with \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting, in favor by raising their voting cards.
3. **Contents of the Meeting Agenda** are unanimously approved by the General Meeting of Shareholders with \_\_\_\_\_% of the total voting shares of all shareholders present and voting at the meeting, by raising their voting cards.
4. **The reports and presentations submitted by the Board of Directors, the Supervisory Board, and the Executive Board at the General Meeting include:**
  - Board of Directors' report on performance for the term 2021-2026 and the year 2025; and operational plan for the term 2026-2031 and the year 2026.
  - Report by independent board member on the board's activities in 2025
  - Report on business performance in 2025 and plan for 2026 by the Executive Board

- Report on the performance results for 2025 and the plan for 2026 of the Supervisory Board
- Report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 regarding the approval of the audited financial statements for 2025 (attached Report);
- ReportNo. /2026/TTr-BKS dated \_\_/\_\_/2026 regarding the approval of the selection of an auditing and review firm for the financial statements 2026 (attached Report);
- Report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 regarding remuneration for the Board of Directors and Supervisory Board in 2025 and remuneration plan for 2026 (attached Report);
- Report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 regarding the approval of the profit distribution plan for 2025 (attached Report);
- Report No. /2026/BC-HDQT dated \_\_/\_\_/2026 regarding the List of Candidates for the Board of Directors and Supervisory Board for the term 2026-2031 (attached Report);
- Report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 regarding the election of members of the Board of Directors and Supervisory Board for the term 2026-2031 (attached Report);

**5. Regarding the amendment and supplementation of the business lines of The Vegetexco Port Joint Stock Company as per Report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 as follows:**

**5.1. Adding business lines:**

No.	Name of business lines added	Code	Main business lines
1	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4679	
2	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4661	
3	Other real estate activities on a fee or contract basis	6829	

4	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4299	
5	Logging Details: Logging of planted forests (not operating at the headquarters)	0220	
6	Forest planting, forest care, and forestry seedling cultivation. (Not operating at the headquarters)	0210	
7	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified. Details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.	4759	
8	Retail of other new goods (excluding automobiles, motorcycles, and their accessories) Details: Retail of souvenirs, wickerwork, and handicrafts.	4773	
9	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4672	
10	Rental of machinery, equipment and other tangible goods without operators. Details: Lease of ships, marine equipment, and containers.	7730	
11	Commodity agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610	
12	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware.	4673	

	Wholesale of bamboo, rattan, timber and processed wood.		
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## 5.2. Abandoning the business lines:

No.	The business line name has been removed from the registered list.	Code	Note
1.	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4669	Business lines eliminated according to Decision No. 36/2025/QD-TTg
2.	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4511	Business lines eliminated according to Decision No. 36/2025/QD-TTg
3.	Real estate consulting, brokerage, and auction services; land use rights auction services. Details: Real estate broker. Real estate services.	6820	Business lines eliminated according to Decision No. 36/2025/QD-TTg
4.	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4290	Business lines eliminated according to Decision No. 36/2025/QD-TTg
5.	Logging Details: Logging of planted forests (not operating at the headquarters)	0221	Business lines eliminated according to Decision No. 36/2025/QD-TTg
6.	Forest planting and forest care (Not operating at the headquarters)	0210	Business lines changed according to Decision No. 36/2025/QD-TTg

7.	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified in specialized stores. Details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.	4759	Business lines changed according to Decision No. 36/2025/QD-TTg
8.	Retail of other new goods in specialized stores Details: Retail of souvenirs, wickerwork, and handicrafts.	4773	Business lines changed according to Decision No. 36/2025/QD-TTg
9.	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4662	Business lines changed according to Decision No. 36/2025/QD-TTg
10.	Rental of machinery, equipment and other tangible goods. Details: Lease of ships, marine equipment, and containers.	7730	Business lines changed according to Decision No. 36/2025/QD-TTg
11.	Agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610	Business lines changed according to Decision No. 36/2025/QD-TTg
12.	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.	4663	Business lines changed according to Decision No. 36/2025/QD-TTg

5.3. Update the Company's business activities information in the Company Charter: The updated content regarding the Company's business lines has been incorporated into Article 4 of the Company's Charter, which was submitted to the General Meeting of Shareholders for approval in the Report on the Approval of the Company's Charter of Organization and Operation (Newly Issued – Replacing the Charter 2021).

**6. Presentation on the adoption of the Company's Charter of Organization and Operation (Newly issued – replacing the Charter 2021) as per Report No.**

**7. Discussions at the General Meeting:**

The Chairman invites shareholders to provide opinion on the Reports and Reports at the General Meeting. The shareholders enthusiastically participated and contributed their opinions. With high consensus on the reports and reports from the Board of Directors, the Supervisory Board, and the Executive Board, the shareholders did not raise any questions for the Presidium.

At 10:00 AM (the time for voting on the Reports and Proposals at the General Meeting), the Shareholder Eligibility Verification Committee reported to the General Meeting that the number of shareholders present and shareholders authorized to attend was \_\_ Shareholders, representing \_\_ shares, accounting for \_\_% of the voting rights at the General Meeting.

**H. Voting results**

1. The results of the voting on the items submitted to the Congress for approval using “Votes” are as follows:

- Total number of valid votes: \_\_\_\_\_ votes equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
- Total number of invalid votes: \_\_\_\_\_ votes equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the

No.	Content	Approval		Disapproval		No comment	
		Number of votes	Percentage %	Number of votes	Percentage %	Number of votes	Percentage %
1	Adoption of the Board of Directors' report on the results of operations for the term 2021-2026, year 2025, and the operational plan for the term 2026-2031, year 2026.						
2	Adoption of the Independent Board Member's Report on the Board's Activities in 2025						

3	Adoption of report on business performance in 2025 and plan for 2026 by the Executive Board						
4	Adoption of the operation result report 2025 and the plan 2026 of the Supervisory Board.						
5	Adoption of the audited financial statements 2025						
6	Adoption of the selection of the auditing and review firm for the financial statements 2026.						
7	Approval of remuneration for the Board of Directors and Supervisory Board in 2025 and the remuneration plan for 2026.						
8	Adoption of the profit distribution plan for 2025						
9	Approval of the list of candidates for the Board of Directors and Supervisory Board for the term 2026-2031.						

10	Adoption of the election of members of the Board of Directors and the Supervisory Board for the term 2026-2031						
11	Approval of amendments and additions to the business lines of The Vegetexco Port Joint Stock Company.						
12	Approval of the Company's Charter of Organization and Operation (Newly issued – replacing the Charter 2021)						

**2. Results of the vote count for members of the Board of Directors and Supervisory Board for the term 2026–2031:**

- Total number of valid votes:                    votes equal to            % of the total voting rights of all shareholders present and voting at the meeting.
- Total number of invalid votes:    votes equal to            % of the total voting rights of all shareholders present and voting at the meeting.

No.	FULL NAME	NUMBER OF VOTES	PERCENTAGE %
<b>I</b>	<b>BOARD OF DIRECTORS</b>		
1	Mr./Ms.		%
2	Mr./Ms.		%
3	Mr./Ms.		%
<b>II</b>	<b>SUPERVISORY BOARD</b>		
1	Mr./Ms.		%
2	Mr./Ms.		%
3	Mr./Ms.		%

## **I. Approved issues**

After reviewing the presentations and reports, discussing and voting on related issues in person, the Annual General Meeting of Shareholders 2026 of The Vegetexco Port Joint Stock Company unanimously approved the following contents:

1. **Adoption of the Board of Directors' Report on the results of operations for the term 2021-2026, year 2025, and the operational plan for the term 2026-2031, year 2026.** with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
2. **Adoption of the Independent Board Member's Report on the Board's Activities in 2025** with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by shareholders attending and voting at the meeting.
3. **Adoption of the Report on Business Performance in 2025 and the Plan for 2026 of the Executive Board** with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
4. **Adoption of the Report on the results of operations in 2025 and the plan for 2026 of the Supervisory Board** with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
5. **Adoption of the audited financial statements 2025** according to the content of Report No. /2026/TTr-HDQT with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
6. **Adoption of the selection of the auditing and review firm of the financial statements for the year 2026** according to Report No. /2026/TTr-BKS with \_\_\_\_\_ votes of approval, equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.
7. **Approval of remuneration for the Board of Directors and Supervisory Board in 2025 and the remuneration plan for 2026** according to the content of Report No. /2026/TTr-HDQT with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total voting shares of all shareholders attending and voting at the meeting.
8. **Approval of the profit distribution plan for 2025** according to content of the Report No. /2026/TTr-HDQT with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
9. **Approval of the list of candidates for the Board of Directors and Supervisory Board for the term 2026-2031, according to content of the Report No. ..../2026/BC-HDQT** with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.
10. **Approval of the election of members of the Board of Directors and the Supervisory Board for the term 2026-2031** according to the content of the Report No. \_\_/2026/TTr-HDQT with \_\_\_\_ votes of approval, equal to \_\_\_\_% of the total voting shares of the Shareholders attending and voting at the meeting.

11. **Approval of amendments and additions to the business lines of The Vegetexco Port Joint Stock Company** according to Report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 with \_\_\_\_\_ votes of approval, equal to \_\_\_\_\_% of the total votes cast by all shareholders attending and voting at the meeting.

12. **Approval of the Company's Charter of Organization and Operation (Newly issued – replacing the Charter 2021)** according to report No. /2026/TTr-HDQT dated \_\_/\_\_/2026 with \_\_\_\_\_ votes of approval, equal to \_\_\_\_\_% of the total voting shares of all shareholders attending and voting at the meeting.

**13. Election results:**

The following individuals have been elected as members of the Board of Directors and the Supervisory Board for the term 2026-2031, from ... /04/2026.

No.	FULL NAME
I	<b>BOARD OF DIRECTORS</b>
1	Mr./Ms.
2	Mr./Ms.
3	Mr./Ms.
II	<b>SUPERVISORY BOARD</b>
1	Mr./Ms.
2	Mr./Ms.
3	Mr./Ms.

**J. The Annual General Meeting of Shareholders 2026 ended at 11:30 AM on the same day.**

The contents of the meeting were recorded in the Minutes and unanimously approved by the General Meeting of Shareholders.

The General Shareholders' Meeting unanimously agreed to entrust the Board of Directors and the Director – the legal representative of The Vegetexco Port Joint Stock Company – with the implementation of the contents approved at the Meeting in accordance with the Company's Charter and current laws.

The minutes consist of 5 pages, prepared in 2 copies, kept in the Annual General Meeting of Shareholders' Documents file at the Company's headquarters located at 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City.

The resolution of the Annual General Meeting of Shareholders 2026 will be put in writing and published in full on the website of The Vegetexco Port Joint Stock Company ([www.vegeport.com.vn](http://www.vegeport.com.vn)) to inform all Shareholders in accordance with the provisions of the Law./.

**PRESIDIUM**

**Member**

**Member**

**Chairman**

**SECRETARIAT**

**Member**

**TEAM LEADER**



**THE VEGETEXCO PORT JOINT STOCK COMPANY**  
No. 1 Nguyen Van Quy, Phu Thuan Ward, Ho Chi Minh City  
Phone: (028) 37731120 Fax : (028) 38733342  
Website: [www.vegeport.com.vn](http://www.vegeport.com.vn)

Number: /2026/NQ-DHCD

Ho Chi Minh City, April 2026

**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**  
**THE VEGETEXCO PORT JOINT STOCK COMPANY**

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Based on the Charter of Organization and Operation of The Vegetexco Port Joint Stock Company;
- Based on Minutes of the Annual General Meeting of Shareholders 2026 No.: /2026/BB-DHCD dated /04/2026.

**DECIDES:**

**Article 1:** Report of the Board of Directors on the results of operations for the term 2021-2026, year 2025 and the operational plan for the term 2026-2031, year 2026 with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 2:** Report by independent board member on the board's activities in 2025 with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 3:** Report on business performance in 2025 and plan for 2026 by the Executive Board with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 4:** Report on the performance results for 2025 and the plan for 2026 of the Supervisory Board with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 5:** Adoption of the audited financial statements 2025 as per Report No. \_\_\_/2026/TTr-HDQT dated \_\_\_/04/2026 with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 6:** Adoption of the selection of the auditing and review firm of the financial statements for the year 2026 as per Report No. /2026/TTr-BKS dated /04/2026 with \_\_\_\_\_ votes of approval, equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 7:** Adoption of the remuneration for the Board of Directors and Supervisory Board in 2025 and the remuneration plan for 2026 as per Report No. /2026/TTr-HDQT dated \_\_\_/04/2026 with \_\_\_\_\_ votes of approval, equal to \_\_\_\_\_% of the total votes

cast by all shareholders present and voting at the General Meeting.

**Article 8:** Adoption of the profit distribution plan for 2025 as per Report No. \_\_\_/2026/TTr-HDQT dated \_\_\_/04/2026 with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the General Meeting.

**Article 9:** Adoption of the list of candidates of Board of Directors and Supervisory Board for the term 2026-2031, as per Report No. \_\_\_/2026/BC-HDQT dated \_\_\_/04/2026 with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.

**Article 10.** Adoption of election of members of the Board of Directors and Supervisory Board for the term 2026-2031, as per the content of Report No. /2026/TTr-HDQT dated \_\_\_/04/2026 with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.

**Article 11:** Adoption of **amendment and supplementation of the business lines of The Vegetexco Port Joint Stock Company as per Report No. /2026/TTr-HDQT dated \_\_\_/\_\_\_/2026** with \_\_\_\_\_ votes of approval equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting **as follows:**

**11.1. Adding business lines:**

No.	Name of business lines added	Code	Main business lines
1	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4679	
2	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4661	
3	Other real estate activities on a fee or contract basis	6829	
4	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4299	
5	Logging Details: Logging of planted forests (not operating at the headquarters)	0220	
6	Forest planting, forest care, and forestry seedling cultivation. (Not operating at the headquarters)	0210	
7	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps	4759	

	and electric lighting fixtures, and other household goods not elsewhere classified. Details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.		
8	Retail of other new goods (excluding automobiles, motorcycles, and their accessories) Details: Retail of souvenirs, wickerwork, and handicrafts.	4773	
9	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4672	
10	Rental of machinery, equipment and other tangible goods without operators. Details: Lease of ships, marine equipment, and containers.	7730	
11	Commodity agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610	
12	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.	4673	

### 11.2. Abandoning the business lines:

No.	The business line name has been removed from the registered list.	Code	Note
1.	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4669	Business lines eliminated according to Decision No. 36/2025/QD-TTg
2.	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4511	Business lines eliminated according to Decision No. 36/2025/QD-TTg
3.	Real estate consulting, brokerage, and auction services;	6820	Business lines

	land use right auction services. Details: Real estate broker. Real estate services.		eliminated according to Decision No. 36/2025/QD-TTg
4.	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4290	Business lines eliminated according to Decision No. 36/2025/QD-TTg
5.	Logging Details: Logging of planted forests (not operating at the headquarters)	0221	Business lines eliminated according to Decision No. 36/2025/QD-TTg
6.	Forest planting and forest care (Not operating at the headquarters)	0210	Business lines changed according to Decision No. 36/2025/QD-TTg
7.	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified in specialized stores. Details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.	4759	Business lines changed according to Decision No. 36/2025/QD-TTg
8.	Retail of other new goods in specialized stores Details: Retail of souvenirs, wickerwork, and handicrafts.	4773	Business lines changed according to Decision No. 36/2025/QD-TTg
9.	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4662	Business lines changed according to Decision No. 36/2025/QD-TTg
10.	Rental of machinery, equipment and other tangible goods. Details: Lease of ships, marine equipment, and containers.	7730	Business lines changed according to Decision No. 36/2025/QD-TTg
11.	Agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610	Business lines changed according to Decision No. 36/2025/QD-TTg
12.	Wholesale of other building materials and installation equipment.	4663	Business lines changed according

Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.		to Decision No. 36/2025/QD-TTg
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11.3. Update the Company's business activities information in the Company Charter: The updated content regarding the Company's business lines has been included in Article 4 of the Company's Charter of Organization and Operation (Newly issued – replacing the Charter 2021) of the company was approved by the General Meeting of Shareholders as referred to in Article 12 of this Resolution.

**Article 12.** The Company's Charter of Organization and Operation (Newly Issued – Replacing the Charter 2021) was approved according to submission No. /2026/TTr-HDQT dated \_\_/\_\_/2026 with \_\_\_\_\_ votes of approval, equal to \_\_\_\_\_% of the total votes cast by all shareholders present and voting at the meeting.

**Article 13.** The following individuals have been elected as members of the Board of Directors and the Supervisory Board for the term 2026-2031, effective from /04/2026.

No.	FULL NAME
I	<b>BOARD OF DIRECTORS</b>
1	Mr./Ms.
2	Mr./Ms.
3	Mr./Ms.
II	<b>SUPERVISORY BOARD</b>
1	Mr./Ms.
2	Mr./Ms.
3	Mr./Ms.

**Article 14:** The Board of Directors and the Director – the legal representative of The Vegetexco Port Joint Stock Company – are tasked with implementing and executing the contents approved at the General Meeting in accordance with the Company's Charter and current laws.

**Article 15:** This Resolution takes effect from \_\_/04/2026. The Board of Directors, the Supervisory Board, the Management Board, and all Shareholders of The Vegetexco Port Joint Stock Company are responsible for implementing this Resolution.

**Article 16:** The Board of Directors is responsible for publishing the Minutes and Resolutions of the General Meeting of Shareholders of The Vegetexco Port Joint Stock Company and posting them on the website of The Vegetexco Port Joint Stock Company ([www.vegeport.com.vn](http://www.vegeport.com.vn)) in accordance with the law on information disclosure.

**Recipient:**

*-As per Article 15;*

*-Archive: File.*

**ON BEHALF OF GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN**

**HOANG HAI**

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

**CHARTER**

**THE VEGETEXCO PORT JOINT STOCK COMPANY**

- *Based on the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and the guiding documents for the implementation of the Securities Law;*
- *Based on the Law amending and supplementing a number of articles of the Securities Law, the Law on Accounting, the Law on Independent Auditing, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Management, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling Administrative Violations No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024;*
- *Based on the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Based on Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022;*
- *Based on the Law amending and supplementing a number of articles of the Enterprise Law No. 76/2025/QH15, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025;*
- *This charter is drafted and adopted pursuant to Resolution No. ... of the General Meeting of Shareholders of the Company dated .../4/2026*

**CHAPTER I**

**DEFINITION OF TERMS IN THE CHARTER**

**ARTICLE 1. EXPLANATION OF TERMS**

1. In this Charter, the following terms are understood as follows:

- a) *Registered capital* is the total par value of shares sold or subscribed for upon the establishment of the joint-stock company and as stipulated in Article 6 of this Charter;
- b) *Capital with voting rights* is shares, whereby the owner has the right to vote on matters within the authority of the General Meeting of Shareholders;
- c) *Enterprise Law* refers to the Enterprise Law No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and subsequent amendments, supplements, and replacements.
- d) *Securities Law* refers to the Securities Law No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and subsequent amendments, supplements, and replacements.
- e) *Vietnam* is the Socialist Republic of Vietnam;

f) *Date of establishment* is the date the Company was first issued its Business Registration Certificate (Business Registration Certificate and other equivalent documents).

g) *Business executives* include the Director, Deputy Director, Chief Accountant, and other executives (if any) as stipulated in this Charter;

h) *Business manager* is the company's manager, including the Chairman of the Board of Directors, members of the Board of Directors, and Directors;

i) *People involved* are individuals or organizations as defined in Clause 46, Article 4 of the Securities Law;

k) *Shareholders* are individuals or organizations that own at least one share of the Company;

l) *Founding shareholders* are shareholders who own at least one ordinary share and sign the list of founding shareholders of the Company;

m) *Major shareholder* is a shareholder who owns 5% or more of the Company's voting shares;

n) *Term of operation* refers to the Company's term of operation as stipulated in Article 2 of this Charter and any extension period (if any) approved by the Company's General Meeting of Shareholders;

o) *Stock exchange* refers to the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to one or more other regulations or documents, including amendments, supplements, or replacements.

3. The Chapter and Article headings of this Charter are used for convenience in understanding the content and do not affect the content of this Charter.

**CHAPTER II**  
**NAME, FORM, HEADQUARTERS, BRANCHES, REPRESENTATIVE OFFICES,**  
**BUSINESS LOCATIONS, TERM OF OPERATION, AND LEGAL**  
**REPRESENTATIVE OF THE COMPANY**

**ARTICLE 2. NAME, FORM, HEADQUARTERS, BRANCHES,**  
**REPRESENTATIVE OFFICES, BUSINESS LOCATIONS AND TERM OF**  
**OPERATION OF THE COMPANY**

1. Company Name:

- Company name in Vietnamese: **CÔNG TY CỔ PHẦN CẢNG RAU QUẢ**
- Company name in foreign language: **THE VEGETEXCO PORT JOINT STOCK COMPANY**
- Company name abbreviation: **VEGEPORT J.CO**

2. The company is a joint-stock company with legal personality in accordance with current Vietnamese law.

3. Company's registered headquarters:

- Headquarters address: No. 1 Nguyen Van Quy Street, Phu Thuan Ward, Ho Chi Minh City
- Phone: 028 3773 1120 Fax:
- Email: [vegeportjco@gmail.com](mailto:vegeportjco@gmail.com) Website: <https://vegeport.com.vn/>

4. The company may establish branches and representative offices to achieve its operational objectives. The Board of Directors decides on the establishment of branches and representative offices within the limits permitted by law.

5. Unless the Company ceases operations ahead of time stipulated in Clause 2 of Article 57 or extends its operations as stipulated in Article 58 of this Charter, the Company's term of operation is indefinite since its establishment.

**ARTICLE 3. LEGAL REPRESENTATIVE OF THE COMPANY**

1. The company has 01 legal representative: The director is the legal representative of the company.
2. The legal representative of the Company is an individual who represents the Company in exercising the rights and obligations arising from the Company's transactions, representing the Company as a party requesting the resolution of civil matters, plaintiff, defendant, or party with related rights and obligations before Arbitration, Courts, and other rights and obligations as prescribed by law.
3. The legal representative of the company must reside in Vietnam. When leaving Vietnam, the legal representative must authorize another individual residing in Vietnam in writing to exercise the rights and obligations of the legal representative. In this case, the legal representative is still responsible for the implementation of the authorized rights and obligations.

**CHAPTER III**  
**COMPANY'S OBJECTIVES, SCOPE OF BUSINESS AND OPERATIONS**

**ARTICLE 4. COMPANY'S OPERATIONAL OBJECTIVES AND BUSINESS LINES**

1. The company's business lines:

No.	Name of business lines	Code
01	<b>Activities that directly support water transport services.</b> <b>Details: Port operations, mooring buoys.</b>	<b>5222 (Main)</b>
02	Logging Details: Logging of planted forests (not operating at the headquarters)	0221
03	Manufacture of other ceramic products (Not operating at the headquarters)	2393
04	Manufacture of cement, lime, and gypsum (Not operating at the headquarters)	2394
05	Extraction of stone, sand, gravel, and clay. (Not operating at the headquarters)	0810
06	Road freight transport Details: Containerized road freight transport, freight transport by automobiles (excluding liquefied gas for transport)	4933
07	Coastal and ocean freight transport	5012
08	Inland waterway freight transport	5022
09	Rental of machinery, equipment and other tangible goods. Details: Lease of ships, marine equipment, and containers.	7730
10	Agents, brokers, auctioneers Details: Agents for vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products; machinery, equipment and consumer goods.	4610
11	Wholesale of foods Details: Trading in vegetable and fruit seeds, processed vegetable and fruit products, agricultural and seafood products, direct import and export: vegetables, fruits, vegetable and fruit seeds; vegetable and fruit products, agricultural, forestry, and aquatic products.	4632
12	Wholesale of automobiles and other motor vehicles. Details: Import and export of transport vehicles.	4511
13	Loading and unloading goods Details: Loading and unloading services. Loading and unloading goods. (excluding cargo handling at airports).	5224

14	Packaging services Details: Packaging of goods for import and export (excluding packaging of plant protection products).	8292
15	Other support services related to transportation Details: Shipping agents and maritime brokers. Shipping agency services. Sea freight forwarding agency services. Goods delivery and receipt. Activities of customs clearance agents. (excluding liquefaction of gas for transport and activities related to air transport)	5229
16	Financial service support activities not classified anywhere. Details: Investing in the construction of infrastructure for residential and industrial areas.	6619
17	Real estate consulting, brokerage, and auction services; land use rights auction services. Details: Real estate broker. Real estate services.	6820
18	Construction of other civil engineering works Details: Construction of civil and industrial buildings.	4290
19	Tour operator Details: Domestic and international travel business.	7912
20	Processing and preserving fruits and vegetables Details: Processing of agricultural, forestry, and aquatic products (excluding processing at the headquarters).	1030
21	Wholesale of agricultural and forestry raw materials (excluding wood, bamboo, and rattan) and live animals; details: - Buying and selling forest products; - Wholesale of feed and feed ingredients for livestock, poultry, and aquaculture (not operating at the headquarters).	4620
22	Wholesale of other building materials and installation equipment. Details: Wholesale of building bricks, roof tiles, stone, sand, gravel, paving tiles, and sanitary ware. Wholesale of bamboo, rattan, timber and processed wood.	4663
23	Wholesale of other household goods Details: - Wholesale of household electrical appliances, lamps and lighting fixtures; - Wholesale of beds, wardrobes, tables, chairs and similar furniture; - Wholesale of plastic household goods.	4649
24	Wholesale of metals and metal ores Details: Wholesale of iron and steel.	4662

25	Retail of household electrical appliances, beds, wardrobes, tables, chairs and similar furniture, lamps and electric lighting fixtures, and other household goods not elsewhere classified in specialized stores; details: - Retail of beds, wardrobes, tables, chairs and similar furniture; - Retail of plastic household goods.	4759
26	Retail of other new goods in specialized stores Details: Retail of souvenirs, wickerwork, and handicrafts.	4773
27	Production of animal feed, poultry feed, and aquatic feed. (Not operating at the headquarters).	1080
28	Manufacturing plastic products (Not operating at the headquarters).	2220
29	Manufacture of primary plastics and synthetic rubber Details: Manufacture of primary plastic granules (not operating at the headquarters).	2013
30	Business of real estate, land use rights belonging to the owner, user or lessee. Details: Warehouse and office rental business. House business	6810
31	Wholesale of other machinery, equipment and spare parts Details: Import and export of machinery, equipment, and spare parts. Wholesale of marine equipment.	4659
32	Manufacture of building materials from clay Details: Manufacture of floor tiles and wall tiles (not operating at the headquarters)	2392
33	Forest planting and forest care (Not operating at the headquarters)	0210
34	Other specialized wholesale not elsewhere classified Details: - Import and export of ornamental plants, spices, handicrafts, consumer goods, and chemical raw materials; - Wholesale of handicrafts and art products; - Wholesale of plastic granules and raw materials for the plastics industry. - Wholesale of ships and containers.	4669
35	Sawing, splitting, planing, and preserving wood. (Not operating at the headquarters)	1610

2. Company's operational objectives: Continuously develop production, business, trade, and service activities. Maximize the company's potential profits, improve working conditions, raise the income and living standards of employees, ensure shareholder benefits, and fulfill obligations to the state budget.

## **ARTICLE 5. SCOPE OF BUSINESS AND OPERATIONS OF THE COMPANY**

The company is permitted to conduct business activities in the registered business lines specified in this Charter, has notified the business registration authority of any changes to its registration, and has published this information on the National Business Registration Portal. In cases where the company engages in business activities subject to conditional investment regulations, it must meet all business conditions as stipulated in the Investment Law and relevant specialized laws.

### **CHAPTER IV**

#### **CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS**

##### **ARTICLE 6. CHARTER CAPITAL, SHARES, FOUNDING SHAREHOLDERS**

1. The company's registered capital is **82,146,920,000** Vietnamese Dong (*In words: Eighty-two billion one hundred forty-six million nine hundred twenty thousand Vietnamese dong.*

a) Total number of shares in the Company: **8,214,692** shares.

b) Type of shares:

- Ordinary shares: **8,214,692** shares;

- Preferred shares: 0 shares.

c) Par value of shares: VND 10,000/share (*In words: Ten thousand Vietnamese dong.*

2. The company may change its charter capital with the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.

3. The rights and obligations of shareholders holding each type of share are stipulated in Articles 12 and 13 of this Charter.

4. The company may issue other types of preferred shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of the law.

5. The company was transformed from a state-owned enterprise, so it has no founding shareholders.

Ordinary shares must be offered preferentially to existing shareholders in proportion to their shareholding in the Company, unless the General Meeting of Shareholders decides otherwise. The Company's Board of Directors will decide on the number of shares that shareholders do not subscribe to. The Board of Directors may distribute those shares to shareholders and others under conditions no more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders.

6. The Company may repurchase shares issued by itself in the manner prescribed in this Charter and applicable law.

7. The company may issue other types of securities as prescribed by law.

##### **ARTICLE 7. STOCK CERTIFICATE**

1. Shareholders of the Company are issued stock certificates corresponding to the number and type of shares they own.
2. A stock is a type of security that confirms the legal rights and interests of the owner in a portion of the company's share capital. Stock certificates must contain all the information as prescribed in Clause 1, Article 121 of the Enterprise Law.
3. Within 30 days from the date of submission of complete application documents for transfer of share ownership as prescribed by the Company or within 60 days after the full payment for the shares is made as stipulated in the Company's stock issuance plan (or another period as stipulated in the issuance terms), the shareholder will be issued a stock certificate. Shareholders are not required to pay the Company the cost of printing their stock certificates.
4. In the event of errors in the content or form of the stocks issued by the Company, the legal rights and interests of the shareholders will not be affected. The company's legal representative is liable for damages caused by such errors.
5. In the event that a stock certificate is lost, damaged, or otherwise destroyed, the shareholder will be reissued the certificate by the Company upon the shareholder's request. A shareholder's proposal must include the following:
  - a) Information about stocks that have been lost, damaged, or otherwise destroyed;
  - b) Commitment to assume responsibility for any disputes arising from the reissuance of new stocks.

#### **ARTICLE 8. OTHER SECURITIES CERTIFICATES**

The Company's bond certificates or other securities certificates are issued bearing the signature of the legal representative and the Company's seal.

#### **ARTICLE 9. SHARE TRANSFER**

1. All shares are freely transferable unless otherwise provided for by law. Shares listed and traded on the stock exchange are transferred in accordance with the regulations of the Securities Law and the securities market.
2. Unpaid shares are not transferable and do not entitle the holder to related rights such as the right to receive dividends, the right to receive newly issued shares to increase share capital from equity, the right to purchase newly offered shares, and other rights as stipulated by law.

#### **ARTICLE 10. RECOVERY OF SHARES (IN CASE OF BUSINESS REGISTRATION)**

1. In the event that a shareholder fails to pay the full amount due for the purchase of shares on time, the Board of Directors shall notify and have the right to demand that the shareholder pay the remaining amount and be liable for the Company's financial obligations arising from the failure to pay in full and on time, corresponding to the total par value of the registered shares.

2. The aforementioned payment notice must clearly state the new payment deadline (at least 7 days from the date of sending the notice), the payment location, and must specify that in case of non-payment as required, any outstanding shares will be forfeited.
3. The Board of Directors has the right to reclaim shares that have not been fully and timely paid for if the requirements in the aforementioned notice are not met.
4. Recalled shares are considered to be shares authorized for public offering as stipulated in Clause 3, Article 112 of the Enterprise Law. The Board of Directors directly sells and redistributes the goods under the conditions and in the manner that the Board of Directors deems appropriate.
5. Shareholders holding repurchased shares must relinquish their shareholder status with respect to those shares, but remain liable for the Company's financial obligations arising at the time of repurchase, as decided by the Board of Directors, from the date of repurchase until the date of payment, in proportion to the total par value of the registered shares. The Board of Directors has the full authority to decide whether to enforce payment of the full value of the shares at the time of redemption.
6. The recall notice is sent to the holders of the recalled shares before the recall takes place. The repurchase of shares remains valid even in the event of errors or negligence in sending the notification.

## **CHAPTER V ORGANIZATION, GOVERNANCE AND CONTROL STRUCTURE**

### **ARTICLE 11. ORGANIZATION, GOVERNANCE AND CONTROL STRUCTURE**

The Company's organization, management, administration, and control structure includes:

1. General Shareholders' Meeting.
2. Board of Directors.
3. Supervisory Board
4. Director.

## **CHAPTER VI SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS**

### **ARTICLE 12. SHAREHOLDER'S RIGHTS**

1. Ordinary shareholders have the following rights:
  - a) To attend and speak at the General Meeting of Shareholders and exercise the right to vote directly or through an authorized representative or other forms as prescribed by this Charter and the law. Each ordinary share has one voting right;
  - b) Receive dividends at the rate decided by the General Meeting of Shareholders;
  - c) Have priority for purchasing new shares in proportion to each shareholder's ownership of ordinary shares in the Company;

- d) Freely transfer one's shares to others, except as stipulated in Clause 3 of Article 120, Clause 1 of Article 127 of the Enterprise Law and other relevant legal provisions;
  - e) Review, search, and retrieve information regarding names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information;
  - f) Review, search, extract, or copy the Company Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;
  - g) When the Company is dissolved or goes bankrupt, receive a portion of the remaining assets in proportion to their shareholding in the Company;
  - h) Request the Company to repurchase shares in the cases stipulated in Article 132 of the Enterprise Law;
  - i) Be treated equally. Each share of the same class gives the shareholder equal rights, obligations, and benefits. In cases where the Company has preferred shares, the rights and obligations associated with those preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;
  - k) Have full access to periodic and extraordinary information disclosed by the Company in accordance with the law;
  - l) Have their legitimate rights and interests protected; to request the suspension or annulment of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Enterprise Law;
  - m) Other rights as prescribed by law and this Charter.
2. Preferred shareholders (if any) have the rights and obligations as prescribed by law, as stated in their respective share certificates, and as stipulated in this Charter.
3. Shareholders or groups of shareholders owning 5% or more of the ordinary shares have the following rights:
- a) Request the Board of Directors to convene a General Meeting of Shareholders in accordance with the regulations at Paragraphs 3 and 4 of Article 115 and Article 140 of the Enterprise Law;
  - b) Review, search, and extract minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial reports, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets;
  - c) Request the Supervisory Board to examine specific issues related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following information: The following information must be included: full name, contact address, nationality, and legal document number for individual shareholders; name, business registration number or legal document number of the organization, and registered office address for organizational shareholders; the number of shares and registration date of each shareholder, the total number of shares of the entire

group of shareholders, and their ownership percentage in the total shares of the Company; the issue to be inspected and the purpose of the inspection;

d) Propose issues to be included in the agenda of the Shareholders' General Meeting. Proposals must be in writing and submitted to the Company no later than 3 working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the issue proposed for inclusion in the meeting agenda.

e) Other rights as prescribed by law and this Charter.

4. Shareholders or groups of shareholders specified in Clause 3 of this Article have the right to request the convening of a General Meeting of Shareholders in the following cases:

a) The board of directors seriously violates the rights of shareholders, the duties of managers, or makes decisions exceeding its delegated authority;

b) Other cases as prescribed by law.

5. The request to convene a General Meeting of Shareholders as stipulated in Clause 4 of this Article must be in writing and must include the following contents: The following information must be provided for individual shareholders: full name, contact address, nationality, and legal document number; for organizational shareholders, the name, business registration number, or legal document number and registered office address; the number of shares and registration date of each shareholder, the total number of shares held by the entire group of shareholders, and their ownership percentage in the total shares of the Company; and the basis and reason for requesting the convening of the General Meeting of Shareholders. The request to convene a meeting must be accompanied by documents and evidence regarding violations by the Board of Directors, the extent of the violations, or decisions exceeding their authority. Shareholders, or groups of shareholders, are fully responsible before the law for the accuracy and truthfulness of the documents and evidence provided to the competent authority when requesting the convening of a General Meeting of Shareholders.

6. Shareholders or groups of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate individuals to the Board of Directors and the Supervisory Board. The nomination process for the Board of Directors and the Supervisory Board is as follows:

a) Ordinary shareholders forming a group to nominate candidates for the Board of Directors and the Supervisory Board must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Supervisory Board, the shareholder or group of shareholders specified in this clause has the right to nominate one or more individuals, as decided by the General Meeting of Shareholders, as candidates for the Board of Directors and the Supervisory Board. If the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General

Meeting of Shareholders, the remaining candidates will be nominated by the Board of Directors, the Supervisory Board, and other shareholders.

### **ARTICLE 13. SHAREHOLDER'S OBLIGATIONS**

Ordinary shareholders have the following obligations:

1. Pay for the shares you committed to purchase in full and on time.
2. Capital contributed in the form of ordinary shares may not be withdrawn from the Company in any form, except in the case where the shares are repurchased by the Company or another party. If a shareholder withdraws part or all of their contributed share capital in violation of the provisions of this clause, that shareholder and any related parties in the Company shall be jointly and severally liable for the Company's debts and other financial obligations to the extent of the value of the withdrawn shares and any resulting damages.
3. Comply with the Company's Charter and Internal Management Regulations.
4. Comply with the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. Keep confidential the information provided by the Company in accordance with this Charter and the law; to use the provided information only to exercise and protect their legitimate rights and interests; and to strictly prohibit the dissemination, copying, or sending of information provided by the Company to other organizations or individuals.
6. Attend the General Shareholders' Meeting and exercise your voting rights through the following methods:
  - a) Attend and vote directly at the meeting;
  - b) Authorize other individuals or organizations to attend and vote at the meeting;
  - c) Attend and vote via online conference, electronic voting, or other electronic means;
  - d) Send voting ballots to the meeting via mail, fax, or email;
  - e) Submit voting ballots by other means not contrary to the law and approved by the General Meeting of Shareholders..
7. Individuals shall be held personally liable for any of the following acts committed in the name of the Company:
  - a) Violate the law;
  - b) Conduct business and other transactions for personal gain or to serve the interests of other organizations or individuals;
  - c) Pay off debts that are not yet due in order to mitigate financial risks to the Company.
8. Fulfill other obligations as required by applicable law.

### **ARTICLE 14. GENERAL MEETING OF SHAREHOLDERS**

1. The General Meeting of Shareholders, comprising all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders is held annually, once a year, and within four months of the end of the fiscal year. The

Board of Directors may decide to postpone the Annual General Meeting of Shareholders if necessary, but not for more than 06 months from the end of the financial year. In addition to the annual meeting, the General Meeting of Shareholders may hold extraordinary meetings. The location for the General Shareholders' Meeting is determined by where the chairperson attends the meeting, and it must be within the territory of Vietnam.

2. The Board of Directors convenes the annual General Meeting of Shareholders and selects a suitable venue. The Annual General Meeting of Shareholders decides on matters in accordance with the law and this Charter, in particular approving the audited annual financial statements. In the event that the audit report on the Company's annual financial statements contains material exceptions, adverse audit opinions, or disclaimers, the Company must invite a representative of the approved auditing firm that performed the audit of the Company's financial statements to attend the Annual General Meeting of Shareholders, and the aforementioned representative of the approved auditing firm is obligated to attend the Company's Annual General Meeting of Shareholders.

3. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:

- a) The Board of Directors deems it necessary for the benefit of the Company;
- b) The remaining number of members of the Board of Directors and the Supervisory Board is less than the minimum number of members required by law;
- c) As requested by the shareholder or group of shareholders as stipulated in Clause 3, Article 12 of this Charter, the request to convene a General Meeting of Shareholders must be in writing, clearly stating the reasons and purpose of the meeting, and bearing the signatures of all relevant shareholders, or the request must be made in multiple copies and include the signatures of all relevant shareholders.
- d) At the request of the Supervisory Board;
- d) Other cases as prescribed by law and this Charter.

4. Convening an extraordinary general meeting of shareholders.

a) The Board of Directors must convene a General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board is as stipulated in point b, Clause 3 of this Article, or upon receiving the request as stipulated in points c and d, Clause 3 of this Article;

b) If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a, clause 4 of this Article, then within the next 30 days, the Supervisory Board shall replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in paragraph 3 Article 140 of the Enterprise Law;

c) If the Supervisory Board fails to convene a General Meeting of Shareholders as prescribed in point b, clause 4 of this Article, the shareholder or group of shareholders specified in point c, clause 3 of this Article has the right to represent the Company in convening a General Meeting of Shareholders as prescribed in the Enterprise Law;

In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the Shareholders' General Meeting will be reimbursed by the Company. This cost excludes expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

d) Procedures for organizing a General Meeting of Shareholders as stipulated in Clause 5, Article 140 of the Enterprise Law.

## **ARTICLE 15. RIGHTS AND OBLIGATIONS OF THE GENERAL MEETING OF SHAREHOLDERS**

1. The General Meeting of Shareholders has the following rights and obligations:

- a) Adopting the company's development strategy;
- b) Deciding on the types of shares and the total number of shares of each type authorized for sale; deciding on the annual dividend rate for each type of share;
- c) Electing, dismissing, and removing members of the Board of Directors and members of the Supervisory Board;
- d) Decisions to invest in or sell assets valued from 50% The total value of assets or more as recorded in the Company's most recent financial statement;
- e) Decisions to amend or supplement the Company's Charter;
- f) Adoption of annual financial statements;
- g) Decision to repurchase more than 10% of the total number of shares sold of each class;
- h) Reviewing and handling violations by members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and its shareholders;
- i) Decisions on reorganizing or dissolving the Company;
- k) Decisions on the budget or total amount of remuneration, bonuses, and other benefits for the Board of Directors and the Supervisory Board;
- L) Approval of the Internal Governance Regulations; the Operating Regulations of the Board of Directors and the Supervisory Board;
- m) Approval of the list of approved auditing firms; decide which auditing firm is approved to conduct an audit of the Company's operations, and dismiss approved auditors when deemed necessary;
- n) Other rights and obligations as prescribed by law.

2. The Annual General Meeting of Shareholders discussed and approved the following matters:

- a) The company's annual business plan;
- b) Annual financial statements;

- c) Reports from the Board of Directors on the governance and performance of the Board of Directors and each member of the Board of Directors;
  - d) Report of the Supervisory Board on the Company's business results, the performance of the Board of Directors and the Director;
  - e) Self-assessment report on the performance of the Supervisory Board and the Supervisors;
  - f) The dividend rate per share for each class;
  - g) Other matters falling within the authority of the General Meeting of Shareholders as prescribed by law and this Charter.
3. All resolutions and matters on the agenda must be discussed and voted on at the General Meeting of Shareholders.

#### **ARTICLE 16. AUTHORIZATION TO ATTEND THE GENERAL MEETING OF SHAREHOLDERS**

1. Shareholders, or authorized representatives of shareholders that are organizations, may attend the meeting in person or authorize one or more other individuals or organizations to attend on their behalf, or attend the meeting through one of the forms stipulated at Clause 6 of Article 13 of this Charter.

2. The authorization of individuals or organizations to represent shareholders at the General Meeting of Shareholders as stipulated in Clause 1 of this Article must be in writing. The power of attorney document must be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of shares authorized, the content of the authorization, the scope of the authorization, the duration of the authorization, and the signatures of both the authorizing party and the authorized party.

Authorized representatives to attend the General Meeting of Shareholders must submit a letter of authorization when registering to attend. In the case of sub-authorization, the meeting participant must present the original authorization document from the shareholder, or the authorized representative of the shareholder (if not previously registered with the Company).

3. The vote of an authorized representative attending the meeting within the scope of their authorization remains valid in the event that any of the following situations occur:

- a) The grantor has died, is restricted in their legal capacity, or has lost their legal capacity;
- b) The person who granted the authorization has revoked the designation;
- c) The grantor has revoked the authority of the grantee.

This clause does not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

#### **ARTICLE 17. CHANGE OF RIGHTS**

1. Changes to or cancellations of special rights associated with a preferred stock take effect when approved by shareholders representing 65% or more of the total voting rights of all shareholders present at the meeting. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if it is approved by preferred shareholders of the same class present at the meeting, holding at least 75% of the total number of preferred shares of that class, or if approved by preferred shareholders of the same class holding at least 75% of the total number of preferred shares of that class in the case of a resolution adopted by written ballot.
2. The holding of a meeting of shareholders holding a class of preferred shares to approve the aforementioned change of rights is only valid if there are at least two shareholders (or their authorized representatives) and they hold at least one-third of the par value of the issued shares of that class. If the required number of delegates is not present, the meeting will be rescheduled within the following 30 days, and those holding shares of that class (regardless of the number of people or shares) who are present in person or through authorized representatives will be considered to have met the required number of delegates. At meetings of preferred shareholders as mentioned above, those holding such shares, either in person or through a representative, may request a secret ballot. Each share of the same class has equal voting rights at the aforementioned meetings.
3. The procedure for conducting such separate meetings is carried out in accordance with the provisions of Articles 19, 20 and 21 of this Charter.
4. Unless otherwise stipulated in the terms of the share issuance, the special rights associated with preferred shares concerning some or all matters relating to the distribution of the Company's profits or assets remain unchanged when the Company issues additional shares of the same class.

#### **ARTICLE 18. CONVOCATION OF MEETING, MEETING AGENDA, AND NOTICE OF INVITATION TO THE GENERAL MEETING OF SHAREHOLDERS**

1. The Board of Directors convenes annual and extraordinary general meetings of shareholders. The Board of Directors convenes an extraordinary general meeting of shareholders in accordance with the provisions of Clause 3 Article 14 of this Charter.
2. The person convening the General Meeting of Shareholders must perform the following tasks:
  - a) Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders.
  - b) Prepare the program and content for the congress;
  - c) Prepare documents for the conference;
  - d) Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors and Supervisory Board;
  - e) Determine the time and location for holding the congress;

f) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

g) Other tasks related to the congress.

3. The meeting notice must include the name, registered office address, and business registration number of the shareholder; the name and contact address of the shareholder; the time and place of the meeting; and any other requirements for attendees. The notice inviting shareholders to the General Meeting is sent to all shareholders by a method that ensures it reaches the shareholders' contact addresses, and is also published on the Company's website and the website of the State Securities Commission and the stock exchange where the Company's shares are listed or registered for trading. The person convening the General Meeting of Shareholders must send a notice of meeting to all shareholders on the List of Shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting (calculated from the date the notice is duly sent or transmitted). The agenda for the General Shareholders' Meeting, and documents related to the issues to be voted on at the meeting, are sent to shareholders and/or posted on the Company's website. In cases where documents are not included with the notice of the General Meeting of Shareholders, the notice must clearly state the link to all meeting documents so that shareholders can access them, including:

a) Meeting agenda and materials to be used in the meeting;

b) A list and detailed information of candidates in the case of electing members of the Board of Directors and members of the Supervisory Board;

c) Voting ballot;

d) Draft resolutions for each item on the meeting agenda.

4. Shareholders or groups of shareholders as stipulated in Clause 3, Article 12 of this Charter have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Proposals must be in writing and submitted to the Company no later than 3 working days before the start of the meeting. The proposal must clearly state the name of the shareholder, the number of each type of share held by the shareholder, and the issue proposed for inclusion in the meeting agenda.

5. The person convening the General Meeting of Shareholders has the right to reject the proposal stipulated in Clause 4 of this Article if it falls under one of the following cases:

a) The petition was submitted in violation of the provisions of Clause 4 of this Article;

b) At the time of the proposal, the shareholder or group of shareholders does not hold at least 5% of the ordinary shares as stipulated in Clause 3, Article 12 of this Charter;

c) The proposed issue falls outside the scope of authority of the General Meeting of Shareholders;

d) Other cases as prescribed by law and this Charter.

6. The person convening the General Meeting of Shareholders must accept and include the proposal stipulated in Clause 4 of this Article in the proposed agenda and content of the meeting, except as provided in Clause 5 of this Article; the proposal shall be officially

added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

#### **ARTICLE 19. CONDITIONS FOR CONDUCTING A GENERAL MEETING OF SHAREHOLDERS**

1. A general meeting of shareholders is considered valid when the number of shareholders present represents more than 50% of the total voting rights.
2. If the first meeting fails to meet the quorum requirements as stipulated in Clause 1 of this Article, a notice inviting the second meeting shall be sent within 30 days from the date of the first scheduled meeting. The second General Meeting of Shareholders is held when the number of shareholders in attendance represents 33% or more of the total voting rights.
3. If the second meeting fails to meet the quorum requirements as stipulated in Clause 2 of this Article, a notice inviting the third meeting must be sent within 20 days of the date of the planned second meeting. The third General Meeting of Shareholders was conducted regardless of the total number of votes cast by the shareholders present.
4. Only the General Meeting of Shareholders has the right to decide on changes to the meeting agenda sent with the meeting invitation notice as stipulated in Article 18 of this Charter.

#### **ARTICLE 20. PROCEDURES FOR CONDUCTING MEETINGS AND VOTING AT THE GENERAL MEETING OF SHAREHOLDERS**

1. Before the meeting commences, the Company must conduct shareholder registration and continue the registration process until all shareholders entitled to attend the meeting have registered, following this procedure:
  - a) When registering shareholders, the Company issues each shareholder or authorized representative with voting rights a voting card, which includes the registration number, the shareholder's full name, the authorized representative's full name, and the shareholder's voting rights. The shareholders' general meeting discussed and voted on each item on the agenda. The voting was conducted using votes for, against, and abstentions. At the Congress, ballots approving the resolution are collected first, followed by ballots rejecting it. Finally, the total number of votes in favor or against is counted to make a decision. The results of the vote count were announced by the Chairperson just before the meeting adjourned. The meeting elects those responsible for counting or supervising the vote count, as proposed by the Chairman. The number of members of the vote counting committee is decided by the General Meeting of Shareholders based on the proposal of the Chairman of the meeting;
  - b) Shareholders, authorized representatives of institutional shareholders, or authorized persons arriving after the meeting has commenced have the right to register immediately and subsequently have the right to participate and vote at the meeting immediately after registration. The chairperson is not responsible for stopping the meeting to allow late-arriving shareholders to register, and the validity of any previously voted-on items remains unchanged.

2. The election of the chairperson, secretary, and vote counting committee is regulated as follows:

a) The Chairman of the Board of Directors shall preside over or authorize another member of the Board of Directors to preside over the General Meeting of Shareholders convened by the Board of Directors. In the event that the Chairman is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting by majority vote. If no chairperson is elected, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect a chairperson from among those present, and the person with the highest number of votes shall be the chairperson.

b) Except as provided in point a of this clause, the signatory convening the General Meeting of Shareholders shall preside over the meeting so that the General Meeting of Shareholders can elect the chairman of the meeting, and the person with the highest number of votes shall be the chairman of the meeting;

c) The chairperson appoints one or more people to act as meeting secretaries;

d) The General Meeting of Shareholders shall elect one or more members to the vote counting committee upon the recommendation of the meeting chairman.

3. The agenda and content of the meeting must be approved by the General Shareholders' Meeting during the opening session. The agenda must clearly and specifically define the time allocated to each item on the meeting agenda.

4. The chairperson of the meeting has the right to take necessary and reasonable measures to conduct the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda, and reflecting the wishes of the majority of attendees.

a) Arrange seating at the venue for the Shareholders' General Meeting;

b) Ensure the safety of everyone present at the meeting venues;

c) Facilitate shareholders' attendance (or continued attendance) at the general meeting. The person convening the General Meeting of Shareholders has the full authority to change the aforementioned measures and apply all necessary measures. Measures that can be implemented may include issuing entry passes or using other alternative methods.

5. The shareholders' general meeting discussed and voted on each item on the agenda. The voting was conducted using votes for, against, and abstentions. The results of the vote count were announced by the Chairperson just before the meeting adjourned.

6. Shareholders or their authorized representatives who arrive after the meeting has commenced are still registered and have the right to participate in voting immediately after registration; in this case, the validity of any previously voted-on items remains unchanged.

7. The person convening or presiding over the General Meeting of Shareholders has the following rights:

a) Require all meeting attendees to undergo security checks or other lawful and reasonable security measures;

b) Request the competent authority to maintain order at the meeting; expel those who do not comply with the chairman's authority, intentionally disrupt order, hinder the normal progress of the meeting, or fail to comply with security checks from the General Meeting of Shareholders.

8. The chairperson has the right to postpone a General Meeting of Shareholders that has reached the maximum number of registered attendees for no more than 3 working days from the scheduled opening date, and may only postpone or change the meeting location in the following cases:

- a) The meeting venue does not have enough convenient seating for all attendees;
- b) The communication facilities at the meeting venue do not ensure that shareholders attending the meeting can participate in discussions and vote;
- c) Some attendees obstruct or disrupt the meeting, potentially preventing it from being conducted fairly and lawfully.

9. If the chairperson postpones or suspends the General Meeting of Shareholders in violation of the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the chairperson and conduct the meeting until its conclusion; all resolutions passed at that meeting shall be effective and enforceable.

## **ARTICLE 21. CONDITIONS FOR A RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS TO BE PASSED**

1. The General Meeting of Shareholders approves all matters within its authority by direct voting at the meeting or by obtaining shareholder opinions in writing.

2. A resolution on the following matters shall be adopted if it is approved by shareholders representing 65% or more of the total voting rights of all shareholders present and voting at the meeting, except as provided for in provisions of Clauses 4, 5 and 6 of this Article :

- a) The type of shares and the total number of shares of each type;
- b) Changes in industry, occupation, and business sector;
- c) Changes to the company's organizational and management structure;
- d) Investment projects or sale of assets with a value of from 50% of total value of assets or more as recorded in the Company's most recent financial statement;
- d) Reorganizing or dissolving the Company;
- e) Amending, supplementing, or replacing the Company's Charter.

3. Resolutions are adopted when approved by shareholders holding more than 50% of the total voting rights of all shareholders present and voting at the meeting, except as provided in Clauses 2, 4, 5 and 6 of this Article.

4. In cases where a resolution is adopted through written consultation, the General Meeting of Shareholders' resolution is considered adopted if it is approved by shareholders holding more than 50% of the total voting rights of all shareholders entitled to vote.

5. Voting for members of the Board of Directors and the Supervisory Board must be conducted using the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board, and shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected members of the Board of Directors or the Supervisory Board are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in this Charter is reached. In the event that two or more candidates receive the same number of votes for the last remaining member of the Board of Directors or the Supervisory Board, a re-election will be held among the candidates with the equal number of votes, or a selection will be made according to the criteria stipulated in the election regulations, ensuring compliance with the law and the Company's Charter.

6. A resolution of the General Meeting of Shareholders concerning matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be adopted if it is approved by preferred shareholders of the same class present at the meeting, holding at least 75% of the total number of preferred shares of that class, or if approved by preferred shareholders of the same class holding at least 75% of the total number of preferred shares of that class in the case of a resolution adopted by written ballot.

7. Resolutions passed by 100% of the total voting shares at the General Meeting of Shareholders are legal and effective even if the procedures for convening the meeting and passing the resolution violate the provisions of the Enterprise Law and this Charter.

## **ARTICLE 22. AUTHORITY AND PROCEDURES FOR OBTAINING SHAREHOLDER OPINIONS IN WRITING TO APPROVE RESOLUTIONS OF THE GENERAL MEETING OF SHAREHOLDERS**

The authority and procedures for obtaining shareholder opinions in writing to approve resolutions of the General Meeting of Shareholders are carried out according to the following regulations:

1. The Board of Directors has the right to solicit shareholder opinions in writing to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company.

2. The Board of Directors must prepare ballots, draft resolutions for the General Meeting of Shareholders, and explanatory documents for the draft resolutions, and send them to all shareholders with voting rights no later than 10 days<sup>1</sup> before the feedback form must be returned. The requirements and procedures for submitting opinion forms and accompanying documents shall be carried out in accordance with the provisions of Clause 3, Article 18 of this Charter.

3. The survey form must include the following key information:

a) Name, address of headquarters, business registration number;

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- b) Purpose of soliciting opinions;
- c) Full name, contact address, nationality, and legal document number of the individual shareholder; name, business registration number or legal document number of the organization, and headquarters address of the organization shareholder; or full name, contact address, nationality, and legal document number of the representative of the organization shareholder; number of shares of each class and voting rights of the shareholder;
- d) Issues requiring consultation before a decision can be made;
- e) The voting options include “approval” “disapproval” and “no comment” for each issue being considered;
- f) Deadline for returning the answered feedback forms to the Company;
- g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may submit their completed opinion ballots to the Company by mail, fax, or email in accordance with the following regulations:

- a) In the case of letters or opinion ballots that have been answered, the signatures of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder are required. The ballots sent to the Company must be enclosed in sealed envelopes, and no one is allowed to open them before the ballots are counted.
- b) In case of sending by fax or email, the opinion poll forms sent to the Company must be kept confidential until the time of vote counting;
- c) Opinion forms sent to the Company after the deadline specified in the form, or that have been opened (in the case of mail) or disclosed (in the case of fax or email), are invalid. Unreturned ballots will be considered as non-voting ballots.

5. The Board of Directors counts the votes and prepares a vote count report in the presence of the Supervisory Board or shareholders who do not hold management positions in the Company. The vote counting record must include the following key information:

- a) Name, address of headquarters, business registration number;
- b) The purpose and issues requiring consultation for the resolution to be adopted;
- c) The number of shareholders and the total number of votes cast, distinguishing between valid and invalid votes, and the method of submitting the ballots, along with an appendix listing the shareholders who participated in the vote;
- d) The total number of votes in favor, against, and abstentions for each issue;
- d) The issue that was approved and the corresponding percentage of votes in favor;
- e) Full name and signature of the Chairman of the Board of Directors, the vote counter, and the vote counting supervisor.

Board members, vote counters, and vote supervisors shall be jointly liable for the integrity and accuracy of the vote count record; and jointly liable for any damages arising from decisions made due to dishonest or inaccurate vote counting.

6. The vote count minutes and resolutions must be sent to shareholders within 15 days of the completion of the vote count. Sending the vote count minutes and resolution may be replaced by posting them on the Company's website within 24 hours of the vote count completion.

7. The completed survey forms, vote counting records, adopted resolutions, and related documents accompanying the survey forms must all be kept at the Company's headquarters.

## **ARTICLE 23. RESOLUTIONS AND MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS**

1. Shareholders' general meetings must be recorded in minutes and may also be audio-recorded or recorded and stored in other electronic forms. The minutes must be written in Vietnamese, and may also be written in a foreign language, containing the following main contents:

- a) Name, address of headquarters, business registration number;
- b) Time and location of the General Meeting of Shareholders;
- c) Meeting agenda and content;
- d) Full names of the chairperson and secretary;
- e) Summary of the proceedings and the opinions expressed at the General Shareholders' Meeting on each item on the agenda;
- f) The number of shareholders and the total number of voting rights of shareholders attending the meeting, an appendix listing registered shareholders, and shareholder representatives attending the meeting with their respective shareholdings and voting rights;
- g) The total number of votes cast for each voting issue, specifying the voting method, the total number of valid, invalid, affirmative, and abstention votes; and the corresponding percentage of the total votes cast by shareholders present at the meeting;
- h) Issues that were approved and the corresponding percentage of votes in favor;
- i) Full name and signature of the chairperson and secretary. If the chairperson or secretary refuses to sign the meeting minutes, these minutes shall be valid if signed by all other members of the Board of Directors present at the meeting and contain all the information as stipulated in this clause. The meeting minutes clearly state that the chairperson and secretary refused to sign the minutes.

2. The minutes of the General Shareholders' Meeting must be prepared and approved before the meeting concludes. The meeting chair and secretary, or any other person who signs the meeting minutes, shall be jointly responsible for the truthfulness and accuracy of the minutes' contents.

3. Minutes is made in both Vietnamese and foreign languages with equal legal validity. In case of discrepancies in content between the minutes in Vietnamese and those in a foreign language, the content in the Vietnamese version shall prevail.

4. Resolutions, minutes of the General Meeting of Shareholders, appendices listing registered shareholders with their signatures, proxies for attending the meeting, all documents attached to the minutes (if any), and related documents accompanying the meeting invitation notice must be disclosed in accordance with the law on information disclosure in the securities market and must be kept at the Company's headquarters.

5. A resolution of the General Meeting of Shareholders takes effect from the date of its adoption or from the effective date specified in the resolution.

#### **ARTICLE 24. REQUEST TO ANNUL THE RESOLUTION OF THE GENERAL SHAREHOLDER MEETING**

Within 90 days from the date of receiving the resolution or minutes of the General Meeting of Shareholders or the minutes of the vote count results of the General Meeting of Shareholders, the shareholder or group of shareholders specified in Clause 3 of the Article 12 of this Charter grants the right to request a Court or Arbitration body to review and annul a resolution or part thereof of a resolution of the General Meeting of Shareholders in the following cases:

1. The sequence and procedures for convening meetings and making decisions of the General Meeting of Shareholders seriously violated the provisions of the Enterprise Law and this Charter, except as provided in Clause 7, Article 21 of this Charter.
2. The resolution's content violates the law or this Charter.

### **CHAPTER VII BOARD OF DIRECTORS**

#### **ARTICLE 25. NOMINATION AND CANDIDACY OF MEMBERS FOR THE BOARD OF DIRECTORS**

1. Once candidates for the Board of Directors have been identified, the Company must publish information related to these candidates on the Company's website at least 10 days before the opening of the General Meeting of Shareholders so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must provide a written commitment regarding the truthfulness and accuracy of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. Information regarding the board member candidates that has been released includes:

- a) Full name, date of birth (day, month, year);
- b) Professional qualifications;
- c) Work experience;
- d) Other managerial positions (including board positions in other companies);
- e) Interests related to the Company and its related parties;
- f) Other information (if any) as required by the Company;

g) The company is responsible for disclosing information about the companies in which the candidate holds positions as a member of the Board of Directors, other management positions, and any related interests of the candidate in the Board of Directors (if any).

2. Shareholders or groups of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and this Charter.

3. In the event that the number of candidates for the Board of Directors, through nomination and candidacy, is still insufficient to meet the required number as stipulated in the regulations. Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors may nominate additional candidates or organizations in accordance with the provisions of this Charter, the Internal Regulations on Corporate Governance, and the Operating Regulations of the Board of Directors. The nomination of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors, as required by law.

4. Members of the Board of Directors must meet the standards and conditions stipulated in Clause 1, Clause 2, Article 155 of the Enterprise Law and this Charter. A member of the Board of Directors may simultaneously be a member of the Board of Directors or the Board of Members in a maximum of 05 other companies.

## **ARTICLE 26. COMPOSITION AND TERMS OF OFFICE OF MEMBERS OF THE BOARD OF DIRECTORS**

1. The number of members of the Board of Directors is 3 people.

2. The term of office for a member of the Board of Directors is 5 years, and they may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of a company's board of directors for no more than two consecutive terms. If all members of the Board of Directors complete their terms at the same time, those members will continue to be members of the Board of Directors until new members are elected to replace them and take over the work.

3. The composition of the Board of Directors must comply with the following regulations:

a) There must be at least one independent member in the case where the Board of Directors has between 3 and 5 members;

b) There must be at least two independent members in the case where the Board of Directors has between six and eight members;

c) There must be at least 3 independent members in the case where the Board of Directors has between 9 and 11 members.

4. A member of the Board of Directors loses their status as a member of the Board of Directors if they are dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with the provisions of Article 160 of the Enterprise Law.

5. The appointment of Board members must be disclosed in accordance with the legal regulations on information disclosure in the securities market.

6. Members of the Board of Directors do not necessarily have to be shareholders of the Company.

## **ARTICLE 27. POWERS AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS**

1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.

2. The Board of Directors has the following rights and obligations:

a) Deciding on the Company's strategic plan, medium-term development plan, and annual business plan;

b) Proposing the types of shares and the total number of shares authorized for sale for each type;

c) Proposing to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;

d) Deciding on the selling price of the Company's shares and bonds;

e) Decision to repurchase shares as stipulated in Clauses 1 and 2 of Article 133 of the Enterprise Law;

f) Decisions on investment options and investment projects with a value of 50% or more of the total asset value recorded in the Company's most recent financial statement;

g) Deciding on solutions for market development, marketing, and technology;

h) Adopting the purchase, sale, loan, lending contracts and other contracts and transactions with a value of from 50% of the total value of assets or more as recorded in the Company's most recent financial statements, excluding contracts and transactions subject to the decision-making authority of the General Meeting of Shareholders as stipulated by law and this Charter;

i) Electing, dismissing, and removing the Chairman of the Board of Directors; deciding on the appointment, dismissal, signing of contracts, and termination of contracts for the Director, Deputy Director, and Chief Accountant; deciding on the salaries, remuneration, bonuses, and other benefits of those managers; appointing authorized representatives to participate in the Board of Members or General Meeting of Shareholders in other companies, deciding on the remuneration and other benefits of those representatives; deciding on matters within the Company's authority (*as the owner*) at enterprises where the Company owns 100% of the charter capital;

k) Supervising and directing the Director and other managers in the daily operation of the Company's business;

l) Deciding on the organizational structure and internal management regulations of the Company; deciding on the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises; deciding on increasing or decreasing capital contributions, changing the ratio of capital contributions,

transferring investment capital, and the right to purchase shares/capital contributions of the Company in other enterprises, except in cases falling under the authority of the General Meeting of Shareholders as prescribed by law and this Charter;

m) Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;

n) Submitting the audited annual financial statements to the General Meeting of Shareholders;

o) Proposing the dividend rate to be paid; deciding on the timeframe and procedures for paying dividends or handling losses incurred during business operations;

p) Proposing the reorganization or dissolution of the Company; request the Company's bankruptcy;

q) Decisions on the promulgation of the Board of Directors' operating regulations and internal regulations on corporate governance after approval by the General Meeting of Shareholders; decisions on the promulgation of the operating regulations of the Audit Committee under the Board of Directors (if any), and regulations on information disclosure of the Company;

s) Other rights and obligations as prescribed by the Enterprise Law, the Securities Law, other legal regulations, and the Company's Charter.

3. The Board of Directors adopts resolutions and makes decisions by voting at meetings and by soliciting opinions in writing. Each member of the Board of Directors has one vote.

4. In cases where a resolution or decision passed by the Board of Directors is contrary to the law, a resolution of the General Meeting of Shareholders, or the Company's Charter, and causes damage to the Company, the members who approved the resolution or decision shall be jointly and severally liable for the individual responsibility for that resolution or decision and shall compensate the Company for the damage; members who opposed the resolution or decision shall be exempt from liability. In this case, the company's shareholders have the right to request the court to suspend or annul the aforementioned resolution or decision.

5. The Board of Directors must report the results of the Board of Directors' activities to the General Meeting of Shareholders as stipulated in Point c, Clause 3, Article 139 of the Enterprise Law. The Board of Directors' activity report submitted to the Annual General Meeting of Shareholders must comply with the provisions of point c, clause 3, Article 139 of the Enterprise Law and this Charter, and must ensure that it includes the following contents:

a) Remuneration, operating expenses, and other benefits of the Board of Directors and each member of the Board of Directors as stipulated in Clause 3, Article 163 of the Enterprise Law and this Charter.

b) Summarizing the meetings of the Board of Directors and the decisions made by the Board of Directors.

- c) Reports on transactions between the Company, its subsidiaries, and companies in which the Company holds a controlling stake of 50% or more of the charter capital, and members of the Board of Directors and their related parties; and transactions between the Company and companies in which a member of the Board of Directors is a founding member or a business manager during the three years immediately preceding the transaction.
- d) The performance of independent board members and the results of each independent member's evaluation of the board's performance.
- e) Activities of the Audit Committee reporting to the Board of Directors.
- f) Activities of other subcommittees of the Board of Directors (if any).
- g) Results of monitoring the Director.
- h) Monitoring results for other executives.
- i) Future plans (if any).

#### **ARTICLE 28. REMUNERATION, BONUSES, AND OTHER BENEFITS FOR MEMBERS OF THE BOARD OF DIRECTORS**

1. The company has the right to pay remuneration and bonuses to members of the Board of Directors based on business results and performance.
2. Board members receive compensation for their work and bonuses. Remuneration is calculated based on the number of working days required to complete the tasks of the Board member and the daily rate. The board of directors determines the compensation for each member by mutual agreement. The total remuneration and bonuses for the Board of Directors are decided by the General Meeting of Shareholders at its annual meeting.
3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with the law on corporate income tax, is shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Board members holding executive positions, or board members working in subcommittees of the Board, or performing duties outside the normal scope of a board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, commission, percentage of profits, or other forms as determined by the Board of Directors.
5. Board members are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as board members, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors, or subcommittees of the Board of Directors.
6. Board members may have their liability insurance purchased by the Company after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover the liability of Board members for violations of the law and this Charter.

#### **ARTICLE 29. CHAIRMAN OF THE BOARD OF DIRECTORS**

1. The Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among its members.
2. The Chairman of the Board of Directors cannot also hold the position of director.
3. The Chairman of the Board of Directors has the following rights and responsibilities:
  - a) Develop the program and plan of activities for the Board of Directors;
  - b) Prepare the agenda, content, and documents for the meeting; convene, preside over, and chair the Board of Directors meeting;
  - c) Organize the adoption of resolutions and decisions by the Board of Directors;
  - d) Monitor the implementation of resolutions and decisions of the Board of Directors;
  - e) Preside over the General Meeting of Shareholders;
  - f) Other rights and obligations as stipulated by the Enterprise Law and this Charter.
4. In the event that the Chairman of the Board of Directors submits a resignation or is dismissed or removed from office, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation or dismissal/removal notice.
5. In the event that the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. In the event that there is no authorized representative or the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative measures at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is restricted or incapacitated, has difficulties in understanding or controlling his/her behavior, or is prohibited by the Court from holding office, practicing a profession, or performing a certain job, the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

### **ARTICLE 30. BOARD OF DIRECTORS' MEETING**

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 7 working days from the date of the conclusion of that Board of Directors election. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest and equal number of votes or percentage of votes, the members shall vote by majority to select one of them to convene a meeting of the Board of Directors.
2. The board of directors must meet at least once every quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:
  - a) Upon the recommendation of the Supervisory Board or an independent member of the Board of Directors;

- b) Based on a proposal from the Director or at least 05 other managers;
- c) A proposal must be submitted by at least two members of the Board of Directors;
- d) Other cases as stipulated in this Charter.

4. The proposals stipulated in Clause 3 of this Article must be in writing, clearly stating the purpose, the issues to be discussed, and the decisions falling within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 7 working days from the date of receiving the proposal stipulated in Clause 3 of this Article. If the Board of Directors fails to convene a meeting as requested, the Chairman of the Board of Directors shall be liable for any damages incurred by the Company; the person making the request has the right to replace the Chairman of the Board of Directors in convening the Board of Directors' meeting.

6. The Chairman of the Board of Directors or the person convening the Board meeting must send the notice of meeting no later than 3 working days before the meeting. The meeting notice must specify the time and place of the meeting, the agenda, and the issues to be discussed and decided. The meeting notice must include the materials to be used at the meeting and the members' voting ballots.

Notices inviting members to the Board of Directors meeting may be sent by invitation, telephone, fax, electronic means, or other methods as stipulated in the company's charter, and must be ensured to reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the person convening the meeting sends the notice of meeting and accompanying documents to the members of the Supervisory Board in the same way as to the members of the Board of Directors.

Members of the Supervisory Board have the right to attend Board of Directors meetings; they have the right to participate in discussions but do not have the right to vote.

8. A Board meeting is considered valid when at least three-quarters of the total number of members are present. If the meeting convened in accordance with this clause does not have the required number of attendees, a second meeting may be convened within 7 days from the date of the first scheduled meeting. In this case, the meeting proceeds if more than half of the Board of Directors members are present.

9. A member of the Board of Directors is deemed to have attended and voted at the meeting in the following circumstances:

- a) Attend and vote directly at the meeting;
- b) Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;
- c) Attend and vote via online conference, electronic voting, or other electronic means;
- d) Send the ballot to the meeting via mail, fax, or postal service. electronics.

10. If ballots are sent to the meeting by mail, they must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than one hour before the

meeting begins. The ballot papers may only be opened in the presence of all those attending the meeting.

11. Members must attend all Board of Directors meetings. A member may authorize another person to attend meetings and vote on their behalf if approved by a majority of the Board of Directors.

12. Resolutions and decisions of the Board of Directors are adopted if approved by a majority of the members present; in case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.

13. The minutes of the Board of Directors meeting must be detailed and clear, including the full name and signature of the chairperson and the person recording the minutes. In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors present and agree to approve and sign the minutes, and the minutes contain all the content as prescribed in points a, b, c, d, e, g, and h of Clause 1, Article 158 of the Enterprise Law, then these minutes are valid. The meeting minutes clearly state that the chairperson and the person recording the minutes refused to sign the minutes. The person signing the minutes of the meeting is jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson and the person recording the minutes shall be held personally liable for any damages incurred by the enterprise due to their refusal to sign the meeting minutes as required by the Enterprise Law, this Charter, and relevant laws.

The content approved by a majority of the members present at the Board of Directors meeting must be formalized into a Resolution. Minutes of Board of Directors meetings must be kept in accordance with the law and this Charter.

### **ARTICLE 31. MINUTES OF THE BOARD OF DIRECTORS MEETING**

1. Board meetings must be recorded in minutes and may be audio-recorded, transcribed, and otherwise stored electronically. The minutes must be written in Vietnamese and may also be written in a foreign language, containing the following main contents:

- a) Name, address of headquarters, business registration number;
- b) Time and place of the meeting;
- c) Purpose, agenda, and content of the meeting;
- d) The full names of each member attending the meeting or their authorized representatives, and the manner of attendance; the full names of members absent from the meeting and the reasons for absence;
- e) Issues discussed and voted on at the meeting;
- f) Summary of the statements made by each meeting participant in chronological order of the meeting's proceedings;
- g) The voting results clearly indicate which members approved, disapproved, and abstained;
- h) The issue that was approved and the corresponding percentage of votes in favor;

- i) Full name and signature of the presiding officer and the person recording the minutes, except as provided in Clause 2 of this Article.
2. The chairperson, the minutes recorder, and those who sign the minutes are responsible for the truthfulness and accuracy of the content of the Board of Directors meeting minutes.
3. Minutes of Board of Directors meetings and documents used in the meetings must be kept at the Company's headquarters.
4. Minutes is made in Vietnamese and in a foreign language with the same legal validity. In case of discrepancies in content between the minutes in Vietnamese and those in a foreign language, the content in the Vietnamese version shall prevail.

### **ARTICLE 32. RIGHT OF INFORMATION SUPPLY FOR BOARD OF DIRECTORS MEMBERS**

1. Members of the Board of Directors have the right to request the Director, Deputy Director, and other managers in the Company to provide information and documents regarding the financial situation and business operations of the Company and its units.
2. Managers are required to provide timely, complete, and accurate information and documents as requested by members of the Board of Directors.

### **ARTICLE 33. DISMISSAL, REMOVAL, REPLACEMENT, AND APPOINTMENT OF MEMBERS OF THE BOARD OF DIRECTORS**

1. The General Meeting of Shareholders may dismiss a member of the Board of Directors in the following cases:
  - a) Does not meet the qualifications and conditions stipulated in Article 155 of the Enterprise Law and Clause 4, Article 25 of this Charter;
  - b) A resignation letter has been submitted and accepted;
2. The General Meeting of Shareholders may dismiss a member of the Board of Directors if that member fails to participate in the Board's activities for six consecutive months, except in cases of force majeure.
3. When deemed necessary, the General Meeting of Shareholders may decide to replace members of the Board of Directors; dismiss or remove members of the Board of Directors except in the cases stipulated in Clauses 1 and 2 of this Article.
4. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:
  - a) The number of Board of Directors members is reduced by more than one-third compared to the number stipulated in the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members is reduced by more than one-third;
  - b) The number of independent members of the Board of Directors falls below the minimum level stipulated in Clause 3, Article 26 of this Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of independent members decreases;

c) Except as provided in point a, b in this regard, the General Meeting of Shareholders will elect new members to replace the members of the Board of Directors who were dismissed or removed from office at the most recent meeting.

#### **ARTICLE 34. SUBCOMMITTEES OF THE BOARD OF DIRECTORS**

1. The board of directors may establish subcommittees to oversee development policy, human resources, compensation, internal auditing, and risk management. The number of members of the subcommittee is determined by the Board of Directors. The subcommittee's activities must comply with the regulations of the Board of Directors. A subcommittee resolution is only effective when a majority of the members present and voting on it at the subcommittee meeting are present.

2. The implementation of decisions of the Board of Directors, or of subcommittees under the Board of Directors, must comply with applicable laws and regulations and the provisions of this Charter and the Internal Regulations on Corporate Governance.

#### **ARTICLE 35. PERSON IN CHARGE OF MANAGEMENT OF THE COMPANY**

1. The company's board of directors must appoint at least one person to be in charge of corporate governance to support the company's governance activities. The person in charge of company administration may also serve as the company secretary, as stipulated in Clause 5, Article 156 of the Enterprise Law.

2. The person in charge of corporate governance may not simultaneously work for the approved auditing firm that is auditing the Company's financial statements.

3. The person in charge of corporate governance has the following rights and responsibilities:

a) Advising the Board of Directors on organizing the General Meeting of Shareholders in accordance with regulations and on related matters between the Company and shareholders;

b) Preparing for meetings of the Board of Directors, Supervisory Board, and General Shareholders' Meeting as requested by the Board of Directors or the Supervisory Board;

c) Providing advice on meeting procedures;

d) Attending meetings;

e) Advising on procedures for drafting resolutions of the Board of Directors in accordance with legal regulations;

e) Providing financial information, copies of Board of Directors meeting minutes, and other information to members of the Board of Directors and members of the Supervisory Board;

g) Monitoring and report to the Board of Directors on the Company's information disclosure activities;

h) Serving as the point of contact with relevant stakeholders;

i) Maintaining confidentiality of information in accordance with the law and this Charter;

k) Other rights and obligations as prescribed by law and this Charter.

## **CHAPTER VIII DIRECTOR AND OTHER OPERATIONS**

### **ARTICLE 36. ORGANIZATIONAL STRUCTURE**

The company's management system must ensure that the management team is accountable to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the company's daily business operations. The Company's management system, as decided by the Board of Directors, shall ensure compliance with the law and this Charter.

### **ARTICLE 37. COMPANY MANAGER**

1. The company's management team includes the Director, Deputy Director, and Chief Accountant.
2. Upon the recommendation of the Director and with the approval of the Board of Directors, the Company may recruit other executives in a number and with qualifications consistent with the Company's structure and management regulations as stipulated by the Board of Directors. Company manager has responsibility for supporting the company in achieving its operational and organizational goals.
3. The director receives a salary and bonuses. The Director's salary and bonuses are determined by the Board of Directors.
4. Company manager's salaries are included in the Company's business expenses in accordance with corporate income tax regulations, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Shareholders' Meeting at the annual meeting.

### **ARTICLE 38. APPOINTMENT, DISMISSAL, DUTIES AND AUTHORITY OF THE DIRECTOR**

1. The Board of Directors appoints one member of the Board of Directors or hires another person to serve as Director.
2. The Director is responsible for managing the company's day-to-day business operations; is supervised by the Board of Directors; and is accountable to the Board of Directors and to the law for the exercise of assigned rights and obligations.
3. The Director's term of office shall not exceed 5 years and may be reappointed for an unlimited number of terms. The director must meet the standards and conditions stipulated by law and this Charter as follows:
  - a) Not subject to the provisions of Clause 2, Article 17 of the Enterprise Law;
  - b) They must not be related to the business managers, members of the Supervisory Board of the Company and its parent company; representatives of state capital, representatives of enterprise capital in the Company and its parent company;

- c) Possess professional qualifications and experience in business management within the Company;
  - d) Other standards and conditions as prescribed by law (if any).
4. The director has the following rights and responsibilities:
- a) To decide on matters relating to the Company's day-to-day business operations that do not fall within the authority of the Board of Directors;
  - b) To organize the implementation of resolutions and decisions of the Board of Directors;
  - c) To organize the implementation of the Company's business plan and investment plan;
  - d) To propose organizational structure and internal management regulations for the Company;
  - e) To appoint, dismiss, and remove management positions within the Company, except for positions under the authority of the Board of Directors;
  - f) To decide on salaries and other benefits for employees in the Company, including managers appointed by the Director;
  - g) To recruit employees;
  - h) To propose a plan for paying dividends or handling business losses;
  - i) Other rights and obligations as prescribed by law, this Charter, and resolutions and decisions of the Board of Directors.
5. The Director must manage the Company's day-to-day business operations in accordance with the law, this Charter, the employment contract signed with the Company, and the resolutions and decisions of the Board of Directors. If the Director acts contrary to this Charter and causes damage to the Company, the Director shall be held legally responsible and must compensate the Company for the damages.

## **CHAPTER IX SUPERVISORY BOARD**

### **ARTICLE 39. NOMINATION AND CANDIDACY OF MEMBERS FOR THE SUPERVISORY BOARD**

1. The nomination and election of members of the Supervisory Board shall be carried out in accordance with the provisions of Clauses 1 and 2 of Article 25 of this Charter.
2. If the number of candidates for the Supervisory Board nominated through application is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the provisions of this Charter, the Internal Regulations on Corporate Governance, and the Regulations on the Operation of the Supervisory Board. The nomination of additional candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board, as required by law.

### **ARTICLE 40. COMPOSITION OF THE SUPERVISORY BOARD**

1. The number of members of the Company's Supervisory Board is 03 people. The term of office for a member of the Supervisory Board shall not exceed 5 years and they may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must meet the standards and conditions stipulated in Article 169 of the Enterprise Law and must not fall under the following categories:

- a) Working in the accounting and finance department of the Company;
- b) Being a member or employee of an independent auditing firm that audited the Company's financial statements for the three consecutive years preceding the audit.

3. Members of the Supervisory Board shall be dismissed in the following cases:

- a) No longer meeting the qualifications and conditions to be a member of the Supervisory Board as stipulated in Clause 2 of this Article;
- b) A resignation letter has been submitted and accepted;
- c) Other cases as stipulated in this Charter.

4. Members of the Supervisory Board may be dismissed in the following cases:

- a) Failure to complete assigned tasks or duties;
- b) Failing to exercise one's rights and fulfill one's obligations for six consecutive months, except in cases of force majeure;
- c) Repeated and serious violations of the obligations of a member of the Supervisory Board as stipulated in the Enterprise Law and this Charter;
- d) Other cases as decided by the General Meeting of Shareholders.

#### **ARTICLE 41. HEAD OF THE SUPERVISORY BOARD**

1. The Head of the Supervisory Board is elected by the Supervisory Board from among its members; the election, dismissal, and removal are governed by a majority vote. The Supervisory Board must have more than half of its members residing in Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the following fields: economics, finance, accounting, auditing, law, business administration, or a field related to the business operations of the enterprise.<sup>2</sup>2. Rights and responsibilities of the Head of the Supervisory Board:

- a) Convene a meeting of the Supervisory Board;
- b) Request the Board of Directors, the Director, and other executives to provide relevant information for reporting to the Supervisory Board;
- c) Prepare and sign the Supervisory Board's report after consulting with the Board of Directors, for submission to the General Meeting of Shareholders.

#### **ARTICLE 42. RIGHTS AND RESPONSIBILITIES OF THE SUPERVISORY BOARD**

The Supervisory Board has the rights and obligations as stipulated in Article 170 of the Enterprise Law and the following rights and obligations:

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1. Propose and recommend that the General Meeting of Shareholders approve the list of auditing firms approved to audit the Company's financial statements; decide on the auditing firm approved to conduct the Company's operational inspection, and dismiss approved auditors when deemed necessary.
2. Take responsibilities to shareholders for their supervisory activities.
3. Monitor the company's financial situation and ensuring compliance with the law in the activities of the Board of Directors members, director, other managers.
4. Ensure coordinated operations with the Board of Directors, director, and shareholders.
5. In the event of discovering any violation of the law or of this Charter by a member of the Board of Directors, the Director, or other executives of the Company, the Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the person committing the violation to cease the violation and take measures to remedy the consequences.
6. Develop the operating regulations for the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. Report to the General Shareholders' Meeting as stipulated in Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government providing detailed regulations for the implementation of several articles of the Securities Law.
8. They have the right to access the company's records and documents kept at the headquarters, branches, and other locations; and the right to visit the workplaces of the company's managers and employees during working hours.
9. They have the right to request the Board of Directors, members of the Board of Directors, Directors, and other managers to provide complete, accurate, and timely information and documents regarding the management, operation, and business activities of the Company.
10. Other rights and obligations as prescribed by law and this Charter.

#### **ARTICLE 43. SUPERVISORY BOARD'S MEETING**

1. The Supervisory Board must meet at least twice a year, with at least two-thirds of its members attending each meeting. The minutes of the Supervisory Board meeting were prepared in detail and clearly. The person recording the minutes and the members of the Supervisory Board who attended the meeting must sign the minutes of the meeting. Minutes of Supervisory Board meetings must be kept to determine the responsibilities of each Supervisory Board member.
2. The Supervisory Board has the right to request members of the Board of Directors, the Director, and representatives of approved auditing firms to attend and answer questions requiring clarification.

#### **ARTICLE 44. SALARY, REMUNERATION, BONUSES, AND OTHER BENEFITS FOR MEMBERS OF THE SUPERVISORY BOARD**

Salaries, remuneration, bonuses, and other benefits for members of the Supervisory Board shall be implemented in accordance with the following regulations:

1. Members of the Supervisory Board are paid salaries, remuneration, bonuses, and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total amount of salaries, remuneration, bonuses, other benefits, and the annual operating budget of the Supervisory Board.
2. Members of the Supervisory Board are reimbursed for reasonable expenses such as meals, accommodation, travel, and the use of independent consulting services. The total amount of these remuneration and expenses shall not exceed the total annual operating budget of the Supervisory Board as approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.
3. Salaries and operating expenses of the Supervisory Board are included in the Company's business expenses in accordance with the law on corporate income tax and other relevant laws, and must be presented as a separate item in the Company's annual financial statements.

## **CHAPTER X**

### **RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, DIRECTORS AND OTHER EXECUTIVES**

Members of the Board of Directors, members of the Supervisory Board, directors, and other executives are responsible for performing their duties, including those as members of subcommittees of the Board of Directors, in good faith and with due diligence for the benefit of the Company.

#### **ARTICLE 45. RESPONSIBILITY FOR HONESTY AND AVOIDING CONFLICTS OF INTEREST**

1. Members of the Board of Directors, members of the Supervisory Board, Directors, and other managers must disclose their related interests in accordance with the Enterprise Law and relevant legal documents.
2. Members of the Board of Directors, members of the Supervisory Board, Directors, other managers, and their related parties may only use information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Supervisory Board, Directors, and other managers are obligated to notify the Board of Directors and the Supervisory Board in writing of transactions between the Company, its subsidiaries, and other companies in which the Company holds more than 50% control of the charter capital, with those entities or with their related parties as prescribed by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the securities law regulations on information disclosure.
4. Members of the Board of Directors are not permitted to vote on transactions that benefit that member or their related parties, as stipulated by the Enterprise Law and this Charter.

5. Members of the Board of Directors, members of the Supervisory Board, directors, other managers, and related parties of these entities are prohibited from using or disclosing insider information to others for the purpose of conducting related transactions.

#### **ARTICLE 46. LIABILITY FOR DAMAGES AND COMPENSATION**

1. Members of the Board of Directors, members of the Supervisory Board, directors, and other executives who violate their duties and responsibilities of integrity and care, or fail to fulfill their obligations, shall be held liable for any damages caused by their misconduct.

2. The Company shall compensate persons who have been, are, or may become parties involved in claims, lawsuits, or prosecutions (including civil, administrative, and non-civil cases initiated by the Company) if such persons have been or are members of the Board of Directors, members of the Supervisory Board, Directors, other executives, employees, or authorized representatives of the Company who have been or are performing duties under the Company's authorization, acting in good faith and with due diligence in the interests of the Company in compliance with the law, and there is no evidence to confirm that such persons have violated their responsibilities.

3. Compensation costs include judgment fees, fines, and actual payments incurred (including attorney fees) in resolving these cases within the framework of the law. The company can purchase insurance for these individuals to avoid the aforementioned compensation liabilities.

### **CHAPTER XI RIGHT TO EXAMINE COMPANY RECORDS AND ACCOUNTING**

#### **ARTICLE 47. RIGHT TO EXAMINE RECORDS AND ACCOUNTING**

1. Ordinary shareholders have the right to access the books and records, specifically as follows:

a) Ordinary shareholders have the right to review, search, and extract information about their names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information about themselves; review, search, extract, or copy the Company's Charter, minutes of the General Meeting of Shareholders, and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 5% or more of the total number of ordinary shares have the right to review, examine, and extract minutes and resolutions of the Board of Directors, interim and annual financial statements, reports of the Supervisory Board, contracts, transactions requiring approval from the Board of Directors, and other documents, except for documents related to the Company's trade secrets and business secrets.

2. In cases where an authorized representative of a shareholder or group of shareholders requests a search of books and records, they must include the authorization letter from the shareholder or group of shareholders they represent, or a copy of such authorization letter.

3. Members of the Board of Directors, members of the Supervisory Board, Directors, and other executives have the right to access the Company's shareholder register, shareholder list, books, and other records for purposes related to their positions, provided that such information is kept confidential.

4. The company must retain this Charter and any amendments to them, the Certificate of Business Registration, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Supervisory Board, annual financial statements, and accounting books List of beneficial owners of the business (if any) and other documents as required by law at the headquarters or another location decided by the Board of Directors.

5. The company's charter must be published on the company's website.

## **CHAPTER XII EMPLOYEES AND UNIONS**

### **ARTICLE 48. EMPLOYEES AND UNIONS**

1. The Director must develop a plan for the Board of Directors to approve matters related to recruitment, employee termination, salaries, social insurance, benefits, rewards, and disciplinary actions for employees and company executives.

2. The Director must develop a plan for the Board of Directors to approve matters relating to the Company's relationship with trade unions in accordance with the provisions of this Charter, the Company's regulations, and applicable laws.

## **CHAPTER XIII PROFIT DISTRIBUTION**

### **ARTICLE 49. PROFIT DISTRIBUTION**

1. The General Meeting of Shareholders decides on the dividend payout rate and the form of annual dividend payment from the Company's retained earnings.

2. The company does not pay interest on dividend payments or payments related to a particular stock.

3. The Board of Directors may propose to the General Meeting of Shareholders the approval of the payment of all or part of the dividend in shares, and the Board of Directors is the body responsible for implementing this decision.

4. In the event that dividends or other payments related to a stock are paid in cash, the Company must pay them in Vietnamese Dong. Payments can be made directly or through banks based on the bank account details provided by the shareholders. If the Company has transferred funds according to the bank details provided by the shareholder, but the shareholder does not receive the money, the Company shall not be liable for the amount transferred to that shareholder. Dividend payments for shares listed/registered for trading

on the stock exchange can be made through securities companies or the Vietnam Securities Depository and Clearing Corporation.

5. Based on the Enterprise Law and the Securities Law, the Board of Directors passes a resolution or decision to determine a specific date for closing the shareholder list. Based on that date, those registered as shareholders or holders of other securities are entitled to receive cash or stock dividends, notices, or other documents.

6. Other matters related to profit distribution are handled in accordance with the law.

## **CHAPTER XIV BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING SYSTEM**

### **ARTICLE 50. BANK ACCOUNT**

1. The company opens accounts at Vietnamese banks or at branches of foreign banks licensed to operate in Vietnam.

2. With prior approval from the competent authority, the Company may, if necessary, open bank accounts overseas in accordance with the law.

3. The company conducts all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at the banks where the company has opened accounts.

### **ARTICLE 51. ACCOUNTING PERIOD**

1. The company's accounting period is 12 months, calculated from January 1 to December 31 of the calendar year. The Company's first accounting period runs from the date the Business Registration Certificate is issued until the last day of the accounting year.

2. In cases where the first or last accounting year lasts no more than three consecutive monthly periods, it is permitted to combine them with the following or preceding accounting year to form a single annual accounting period; the first or last accounting year must not exceed 15 months.

### **ARTICLE 52. ACCOUNTING STANDARDS AND ACCOUNTING REGULATIONS OF THE COMPANY**

1. The company applies Vietnamese accounting standards and accounting standard guidance documents issued by competent authorities; it applies the current enterprise accounting system or a specific accounting system issued and approved by competent authorities.

2. The company maintains accounting records in Vietnamese and keeps accounting records in accordance with accounting laws and related regulations. These records must be accurate, up-to-date, systematic, and sufficient to substantiate and explain the Company's transactions.

3. The currency used by the Company in accounting is the Vietnamese Dong, with the national symbol "đ" and the international symbol "VND". The use of foreign currency as a monetary unit (if any) or its recording in economic and financial transactions (if any) must comply with the relevant provisions of Vietnamese law.

**CHAPTER XV**  
**FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITIES**  
**FOR**  
**INFORMATION DISCLOSURE**

**ARTICLE 53. ANNUAL, SEMI-ANNUAL, AND QUARTERLY FINANCIAL STATEMENTS**

1. The company must prepare annual financial statements, and these annual financial statements must be audited in accordance with legal regulations. The company publishes its audited annual financial statements in accordance with legal regulations and submits them to the competent state authority. In the event that relevant laws contain other regulations and requirements regarding the preparation, auditing, and disclosure of the Company's financial statements, the Company shall fully comply.
2. Annual financial statements must include all reports, appendices, and explanatory notes as required by law on corporate accounting. Annual financial statements must accurately and objectively reflect the company's operational performance.
3. The company must prepare and publish audited semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure in the securities market and submit them to the competent state authority.

**ARTICLE 54. ANNUAL REPORT**

The company must prepare and publish an Annual Report in accordance with the laws and regulations on securities and the securities market.

**CHAPTER XVI**  
**COMPANY AUDIT**

**ARTICLE 55. AUDIT**

1. The General Meeting of Shareholders shall appoint an independent auditing firm or approve a list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these firms to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed upon with the Board of Directors.
2. The audit report is attached to the Company's annual financial statements.
3. Independent auditors conducting the audit of the Company's financial statements are entitled to attend Shareholders' General Meetings, receive notices and other information related to the Shareholders' General Meetings, and express their opinions at the meeting on matters related to the audit of the Company's financial statements.

## **CHAPTER XVII COMPANY'S SEAL**

### **ARTICLE 56. COMPANY'S SEAL**

1. The seals include seals made at seal-making establishments or seals in the form of digital signatures as prescribed by law on electronic transactions.
2. The Board of Directors decides on the type, quantity, form, and content of the seals of the Company, its branches, and representative offices (if any).
3. The Board of Directors and the Director shall use, retain, and manage the seal in accordance with current laws and regulations.

## **CHAPTER XVIII COMPANY DISSOLUTION**

### **ARTICLE 57. COMPANY DISSOLUTION**

1. A company may be dissolved in the following circumstances:
  - a) The term of operation stipulated in Clause 5, Article 2 of this Charter expires without a decision to extend it;
  - b) In accordance with resolutions and decisions of the General Meeting of Shareholders;
  - c) The business registration certificate is revoked, except where the Law on Tax Administration provides otherwise;
  - d) Other cases as prescribed by law.
2. The premature dissolution of the Company (including any extended term) is decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) as prescribed by law.

### **ARTICLE 58. EXTENSION OF OPERATIONS**

1. The Board of Directors shall convene a General Meeting of Shareholders at least 7 months before the end of the operating term so that shareholders can vote on extending the Company's operating term as proposed by the Board of Directors.<sup>3</sup>
2. The term of operation will be extended if the number of shareholders representing 65% or more of the total voting rights of all shareholders attending and voting at the General Meeting of Shareholders approves it.

### **ARTICLE 59. LIQUIDATION**

1. At least six months before the end of the Company's operating term or after the decision to dissolve the Company is made, the Board of Directors must establish a Liquidation Committee consisting of three members, of which two members are appointed by the General Meeting of Shareholders and one member is appointed by the

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<sup>3</sup> If the Charter does not specify a term of operation for the Company, then this Article shall be omitted.

Board of Directors from an independent auditing firm. The liquidation committee is preparing its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All costs related to liquidation will be prioritized for payment by the Company before other debts of the Company.

2. The liquidation committee is responsible for reporting the date of establishment and the date of commencement of operations to the Business Registration Authority. From that point onwards, the Liquidation Board has acted on behalf of the Company in all matters related to the Company's liquidation before the Courts and administrative bodies.

3. The proceeds from the liquidation will be paid out in the following order:

- a) Liquidation costs;
- b) Outstanding wages, severance pay, social insurance contributions, and other employee benefits as stipulated in collective bargaining agreements and signed employment contracts;
- c) Tax debt;
- d) Other liabilities of the Company;
- e) The remaining amount after all debts from points a) to d) above have been paid shall be distributed to the shareholders. Preferred shares are given priority in payment.

## **CHAPTER XIX RESOLVING INTERNAL DISPUTES**

### **ARTICLE 60. RESOLVING INTERNAL DISPUTES**

1. In the event of disputes or claims arising from the Company's operations, the rights and obligations of shareholders shall be governed by the Enterprise Law, the Company's Charter, other legal regulations, or agreements between:

- a) Shareholders and the Company;
- b) Shareholders with the Board of Directors, Supervisory Board, Directors or other executives;

The parties involved attempted to resolve the dispute through negotiation and mediation. Except in cases involving disputes concerning the Board of Directors or the Chairman of the Board, the Chairman of the Board shall preside over the dispute resolution process and require each party to present information related to the dispute within 30 working days from the date the dispute arises. In the event of a dispute involving the Board of Directors or the Chairman of the Board, either party may request or appoint an independent expert to mediate the dispute resolution process.

2. If a settlement is not reached within six weeks of the start of the mediation process, or if the mediator's decision is not accepted by the parties, either party may bring the dispute to arbitration or court.

3. Each party shall bear its own costs related to the negotiation and mediation process. Payment of court costs is made according to the court's judgment.

## **CHAPTER XX SUPPLEMENTS AND AMENDMENTS TO THE CHARTER**

### **ARTICLE 61. COMPANY'S CHARTER**

1. Amendments and additions to this Charter must be considered and decided upon by the General Meeting of Shareholders.
2. In cases where the law provides provisions relating to the Company's operations that are not mentioned in this Charter, or where new legal provisions differ from the provisions in this Charter, those provisions shall apply to govern the Company's operations.

## **CHAPTER XXI EFFECTIVE DATE**

### **ARTICLE 62. EFFECTIVE DATE**

1. This charter, comprising 21 chapters and 62 articles, was unanimously approved by the General Meeting of Shareholders of The Vegetexco Port Joint Stock Company on day ... month ... year ... at the Annual General Meeting of Shareholders 2026, and the full text of this charter was also accepted as effective.
2. The Charter is made in .... copies, all of which are equally valid and must be kept at the Company's headquarters.
3. This Charter are the sole and official document of the Company.
4. Copies or extracts of the Company's Charter are valid only when signed by the Chairman of the Board of Directors or at least half of the total number of members of the Board of Directors.

## **LEGAL REPRESENTATIVE THE VEGETEXCO PORT JOINT STOCK COMPANY**

**Appendix 2**  
**LIST OF THE COMPANY'S BRANCHES AND REPRESENTATIVE OFFICES**  
*(At the time the Charter was issued)*

<b>No.</b>	<b>Name of branch, representative office</b>	<b>Address</b>
1.		
2.		
3.		
4.		
5.		