

No.: 01/NQ-ĐHĐCĐ

Vinh Long, April 15, 2026

RESOLUTION
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SAIGON-BACLIEU BEER JOINT STOCK COMPANY

- Pursuant to the Charter of Saigon-Baclieu Beer Joint Stock Company;

- Pursuant to the Meeting Minutes of the 2026 Annual General Meeting of Shareholders of Saigon-Baclieu Beer Joint Stock Company dated April 15, 2026;

HEREBY RESOLVES:

Article 1. Approve the Report of the Board of Directors on the 2025 operational results and the 2026 orientation;

2025 Business Performance Results:

Unit: VND

| No. | Item | Under 2025 GMS Resolution | 2025 Implementation | Ratio (Imp./Res.) |
|-----|-------------------|---------------------------|---------------------|-------------------|
| 1 | Net revenue | 134,600,500,666 | 115,997,309,667 | 86.2% |
| 2 | Profit before tax | 470,198,586 | 1,189,369,648 | 253.0% |
| 3 | Profit after tax | 16,158,868 | 646,887,688 | 4,003.3% |

2026 Business Plan:

Unit: VND

| No. | Item | 2025 Implementation | 2026 Plan | Plan 2026/ Imp. 2025 |
|-----|-------------------|---------------------|-----------------|----------------------|
| 1 | Net revenue | 115,997,309,667 | 121,023,901,162 | 104.3% |
| 2 | Profit before tax | 1,189,369,648 | 505,150,410 | 42.5% |
| 3 | Profit after tax | 646,887,688 | 12,230,771 | 1.9% |

The Annual General Shareholders' Meeting has tasked the Board of Directors with reviewing all expenses (including the 2026 payroll fund) to ensure they align with the company's challenging business and production situation.

Article 2. Approve the 2025 Operational Report of the Supervisory Board;

Article 3. Approve the 2025 Audited Financial Statements;

Article 4. Approve the Proposal on the selection of an independent auditing unit for the 2026 fiscal year;

The Annual General Meeting of Shareholders (AGM) authorizes the Board of Directors (BOD) to select an independent auditing firm for the 2026 fiscal year and other related periods of the Company, consistent with the independent auditing firm of Saigon Beer - Alcohol - Beverage Corporation (SABECO).

Article 5. Approve the Proposal on the 2025 profit distribution;

| No. | Description | 2025 Plan | | 2025 Implementation | |
|-----|---|-----------|--------------------------|---------------------|--------------------------|
| | | Ratio | Amount (million dong) | Ratio | Amount (million dong) |
| 1 | Undistributed profit at the beginning of the period | | 29,778.48 | | 29,778.48 |
| 2 | Profit after tax | | 16.16 | | 646.89 |
| 3 | Profit distribution | | | | 0.00 |
| 3.1 | Cash dividend (%/charter capital) * | * | | | 0.00 |
| 3.2 | Welfare and reward fund * | * | | | 0.00 |
| 4 | Undistributed profit at the end of the period | | 29,794.64 | | 30,425.37 |

Article 6. Approve the Proposal on the 2026 profit distribution plan;

| No. | Description | 2025 Implementation | | 2026 Plan | |
|-----|---|---------------------|--------------------------|-----------|--------------------------|
| | | Ratio | Amount (million dong) | Ratio | Amount (million dong) |
| 1 | Undistributed profit at the beginning of the period | | 29,778.48 | | 30,425.37 |
| 2 | Profit after tax | | 646.89 | | 12.23 |
| 3 | Profit distribution | | 0.00 | | |
| 3.1 | Cash dividend (%/charter capital) * | | 0.00 | | * |
| 3.2 | Welfare and reward fund * | | 0.00 | | |
| 4 | Undistributed profit at the end of the period | | 30,425.37 | | 30,437.60 |

(*) If the 2026 business performance is favorable, the BOD will submit the dividend payment and welfare fund appropriation to the GMS.

Article 7. Approve the Proposal on the 2025 remuneration settlement for the Board of Directors and the Supervisory Board;

For Members of the Board of Directors:

| No. | Description | Unit | Plan | Implementation |
|-----|----------------------------------|--------|-------------|----------------|
| | | | 2025 | 2025 |
| 1 | Number of concurrent BOD members | Person | 05 | 05 |
| 2 | Remuneration fund | dong | 696,000,000 | 660,000,000 |

For Members of the Supervisory Board:

| No. | Description | Unit | Plan | Implementation |
|------------|---------------------------|-------------|--------------------|--------------------|
| | | | 2025 | 2025 |
| I | Full-time members | | | |
| 1 | Number of members | Person | 1 | 1 |
| 2 | Remuneration fund | dong | 96,000,000 | 96,000,000 |
| II | Concurrent members | | | |
| 1 | Number of members | Person | 2 | 2 |
| 2 | Remuneration fund | Dong | 96,000,000 | 96,000,000 |
| III | Total | dong | 192,000,000 | 192,000,000 |

Article 8. Approve the Proposal on the 2026 remuneration plan for the Board of Directors and the Supervisory Board;

For Members of the Board of Directors:

| No. | Description | Unit | Implementation | Plan |
|-----|----------------------------------|--------|----------------|-------------|
| | | | 2025 | 2026 |
| 1 | Number of concurrent BOD members | Person | 05 | 05 |
| 2 | Remuneration fund | dong | 660,000,000 | 696,000,000 |

For Members of the Supervisory Board:

| No. | Description | Unit | Implementation | Plan |
|------------|---------------------------|-------------|--------------------|--------------------|
| | | | 2025 | 2026 |
| I | Full-time members | | | |
| 1 | Number of members | Person | 1 | 1 |
| 2 | Remuneration fund | dong | 96,000,000 | 96,000,000 |
| II | Concurrent members | | | |
| 1 | Number of members | Person | 2 | 2 |
| 2 | Remuneration fund | Dong | 96,000,000 | 96,000,000 |
| III | Total | dong | 192,000,000 | 192,000,000 |

Article 9. To approve the Proposal on the execution of contracts with Saigon Beer – Alcohol – Beverage Corporation in 2026. The Annual General Meeting of Shareholders authorizes the Director of SAIGON-BACLIEU BEER JOINT STOCK COMPANY to enter into contracts in 2026 with a value equal to or exceeding 35% of the Company’s total assets as recorded in the most recent audited financial statements, between the Company and its related parties as follows:

1. *Production and supply contracts between the Company and Saigon Beer – Alcohol – Beverage Corporation (Enterprise Code: 0300583659) and Saigon Beer Trading One Member Limited Liability Company (Enterprise Code: 0303140574).*
2. *Contracts for the purchase and sale of raw materials and production control between the Company and Saigon Beer – Alcohol – Beverage Corporation (Enterprise Code: 0300583659).*

The legal representative of the Company is authorized to carry out all necessary procedures to execute and implement the contracts, including any amendments, supplements, replacements, or termination of such contracts (if any), in line with the Company’s annual business plan.

Article 10. To approve the Proposal on amendments to the Company’s Charter in accordance with current legal regulations.

Article 11. Implementation provisions:

This Resolution of the 2026 Annual General Meeting of Shareholders of SAIGON-BACLIEU BEER JSC.NY has been unanimously approved by the Meeting.

This Resolution takes effect from the date of signing.

All shareholders of SAIGON-BACLIEU BEER JOINT STOCK COMPANY, members of the Board of Directors, members of the Board of Supervisors, the Director, and all employees of the Company are responsible for the implementation of this Resolution.

Recipients:

- Shareholders (Website);
- Board of Directors, Board of Supervisors, Board of Management;
- Hanoi Stock Exchange;
- Filed at: Secretary of the Board of Directors.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRWOMAN**



Pham Thi Hong Hanh

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

Business Name: Saigon-Baclieu Beer Joint Stock Company (Stock symbol: SBL)

Headquarters Address: Lot B5, Tra Kha Industrial Park, Bac Lieu Ward, Ca Mau Province

Business Registration Number: 1900333973

Time: 11:45 AM, April 15, 2026

Location: Hall of Saigon-Vinh Long Beer Joint Stock Company (Address: No. 11, Tan Vinh Thuan Hamlet, Tan Ngai Ward, Vinh Long City, Vinh Long Province)

PART I: INTRODUCTION AND OPENING OF THE MEETING

I. Participants:

1. Total number of shareholders and authorized representatives in attendance is persons, representing 7.023.206 shares, equivalent to 58,47% of the total voting shares.

2. Representatives of Saigon-Baclieu Beer Joint Stock Company include:

- Mrs. Pham Thi Hong Hanh Chairwoman of the Board of Directors
- Mr. Tran Nguyen Trung Member of the Board of Directors
- Mr. Nguyen Van Doi Member of the Board of Directors
- Mr. Pham Hong Minh Member of the Board of Directors
- Mr. Nguyen Xuan Hai Member of the Board of Directors
- Mr. Nguyen Tan Phien Head of the Supervisory Board
- Mrs. Tran Thị Ngọc Diệp Member of the Supervisory Board
- Mrs. Duong Thị Thuy Hong Member of the Supervisory Board
- Along with members of the Executive Management and management staff of Saigon-Baclieu Beer Joint Stock Company.

II. Shareholder Eligibility Verification Report:

The Shareholder Eligibility Verification Committee:

- Mr. Nguyen Tan Phien – Head of the Supervisory Board – Head of the Committee
- Mr. Quach Xieu Pen – Acting Workshop Manager of Finished Products – Member

Mr. Nguyen Tan Phien – Head of the Shareholder Eligibility Verification Committee reported the results:

Total shareholders invited to attend: All shareholders named in the list finalized on March 13, 2026, owning 12,012,000 voting shares of Saigon-Baclieu Beer Joint Stock Company.

As of 10:00 AM, April 15, 2026, the total number of shareholders and authorized representatives attending the Meeting is 07 persons, representing 7.023.206 shares, equivalent to 58,47% of the total voting shares of SBL.

Thus, pursuant to Clause 1, Article 19 of the Charter of Saigon-Baclieu Beer Joint Stock Company, the 2026 Annual General Meeting of Shareholders is eligible to proceed.

All shareholders and authorized representatives are eligible to attend the 2026 Annual General Meeting of Shareholders.

III. Introduction of the Presidium, Secretariat, and Vote Counting Committee:

1. Presidium:

- | | | |
|---------------------------|--|---------------|
| - Mrs. Pham Thi Hong Hanh | - Chairwoman of the Board of Directors | - Chairperson |
| - Mr. Trinh Cong Vinh | - Director of the Company | - Member |
| - Mrs. Tran Thi Chat | - Chief Accountant | - Member |

1. Secretariat of the Meeting:

- | | | |
|----------------------|-------------------------------------|-------------------------|
| - Mr. Huynh Van Dong | - Deputy Director | - Head of the Committee |
| - Mr. Le Van Linh | - Administration-General Department | - Member |

3. Vote Counting Committee:

- | | | |
|----------------------------|---|-------------------------|
| - Mr. Truong Quoc Toan | - Head of Technical Department | - Head of the Committee |
| - Mrs. Phan Thi Mong Tuyen | - Acting Workshop Manager of Brewing-Fermentation | - Member |
| - Mrs. Huynh Thu Ly | - Accounting Department Staff | - Member |

The General Meeting of Shareholders unanimously approved the list of personnel for the Presidium, Secretariat, and Vote Counting Committee.

IV. Meeting Program and Regulations:

The Chairperson announced the meeting program and the draft Regulations for Organizing the Meeting.

The General Meeting of Shareholders voted to approve the meeting program and the Regulations for Organizing the 2026 Annual General Meeting of Shareholders with a ratio of 100% of the voting shares present at the Meeting.

PART II. CONTENT OF THE MEETING

I. Presentation of Meeting Content:

Content 1: Report of the Board of Directors on 2025 operational results and 2026 orientation;

The Chairwoman presided over the presentation to the General Meeting of Shareholders of the report on the information disclosed by the Board of Directors on March 21, 2026.

Content 2: 2025 Operational Report of the Supervisory Board;

Content 3: Proposal to approve the 2025 audited Financial Statements;

Content 4: Proposal to select an auditing unit for the 2026 fiscal year;

Content 5: Proposal on 2025 profit distribution;

Content 6: Proposal on 2026 profit distribution plan;

Content 7: Proposal on 2025 remuneration settlement for the Board of Directors and the Supervisory Board;

Content 8: Proposal on 2026 remuneration plan for the Board of Directors and the Supervisory Board;

Content 9: Proposal on signing contracts and transactions in 2026 subject to approval by the General Meeting of Shareholders;

Content 10: Proposal on amending and supplementing the Company's Charter in 2026.

II. Discussion

Mr. Nguyen Van Doi: The business plan for 2026 is very low profits. Suggested that the company review all costs and use resources rationally to suit the company's difficult business situation, such as the total payroll fund for 2026....

III. Voting:

Mr. Truong Quoc Toan – Head of the Vote Counting Committee read the voting instructions.

Shareholders and authorized representatives attending the Meeting proceeded to vote on the contents presented at the Meeting.

IV. Voting Results:

Mr. Truong Quoc Toan – Head of the Vote Counting Committee reported the specific voting results as follows:

| No. | Content | Number of ballots | Representing (shares) | Ratio (%) |
|------------|---------------------------------------|--------------------------|------------------------------|------------------|
| 01 | Total number of ballots issued | 07 | 7.023.206 | 100% |
| 02 | Total number of ballots collected | 07 | 7.023.206 | 100% |
| 03 | Total number of ballots not collected | 00 | 00 | 00 |
| 04 | Total number of valid ballots | 07 | 7.023.206 | 100% |
| 05 | Total number of invalid ballots | 00 | 00 | 00 |

The vote counting results for each content are as follows:

1. Content 1: Report of the Board of Directors on 2025 operational results and 2026 orientation

| Voting Option | Number of shares | Ratio (%) |
|---------------|------------------|---|
| Approve | 5.429.338 shares | Holding 77,31 % of the voting rights present at the meeting |
| Disapprove | 1.593.868 shares | Holding 22,69 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

2. Content 2: 2025 Operational Report of the Supervisory Board

| Voting Option | Number of shares | Ratio (%) |
|---------------|------------------|--|
| Approve | 7.023.206 shares | Holding 100% of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

3. Content 3: Proposal to approve the 2025 audited Financial Statements

| Voting Option | Number of shares | Ratio (%) |
|---------------|------------------|--|
| Approve | 7.023.206 shares | Holding 100% of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

4. Content 4: Proposal to select an auditing unit for the 2026 fiscal year

(This content has 4.620.806 voting shares, 2.402.400 shares without voting rights due to related interests)

| Voting Option | Number of shares | Ratio (%) |
|---------------|------------------|---|
| Approve | 4.620.806 shares | Holding 100 % of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

5. Content 5: Proposal on 2025 profit distribution

| Voting Option | Number of shares | Ratio (%) |
|----------------------|-------------------------|---|
| Approve | 7.023.206 shares | Holding 100 % of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

6. Content 6: Proposal on 2026 profit distribution plan

| Voting Option | Number of shares | Ratio (%) |
|----------------------|-------------------------|---|
| Approve | 7.023.206 shares | Holding 100 % of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

7. Content 7: Proposal on 2025 remuneration settlement for the Board of Directors and the Supervisory Board

| Voting Option | Number of shares | Ratio (%) |
|----------------------|-------------------------|--|
| Approve | 4.620.806 shares | Holding 65,79% of the voting rights present at the meeting |
| Disapprove | 2.402.400 shares | Holding 34,21% of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

8. Content 8: Proposal on 2026 remuneration plan for the Board of Directors and the Supervisory Board

| Voting Option | Number of shares | Ratio (%) |
|----------------------|-------------------------|--|
| Approve | 4.620.806 share | Holding 65,79% of the voting rights present at the meeting |
| Disapprove | 2.402.400 shares | Holding 34,21% of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

9. Content 9: Proposal on signing contracts and transactions in 2026 subject to approval by the General Meeting of Shareholders

(This content has 4.620.806 voting shares, 2.402.400 shares without voting rights due to related interests)

| Voting Option | Number of shares | Ratio (%) |
|---------------|------------------|---|
| Approve | 4.620.806 shares | Holding 100 % of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

10. Content 10: Proposal on amending the Company's Charter in 2026

| Voting Option | Number of shares | Ratio (%) |
|---------------|------------------|--|
| Approve | 7.023.206 shares | Holding 100% of the voting rights present at the meeting |
| Disapprove | 00 shares | Holding 00 % of the voting rights present at the meeting |
| No ideas | 00 shares | Holding 00 % of the voting rights present at the meeting |
| Invalid | 00 shares | Holding 00 % of the voting rights present at the meeting |

⇒ As such, all contents have been approved by the General Meeting of Shareholders with the corresponding approval ratios as stated above.

PART III. APPROVAL OF THE MEETING MINUTES AND RESOLUTION

- Mr. Huynh Van Dong, on behalf of the Secretariat of the Meeting, read the draft Meeting Minutes and the draft Resolution of the 2026 Annual General Meeting of Shareholders.

- The General Meeting of Shareholders voted to approve the Meeting Minutes and the Resolution of the 2026 Annual General Meeting of Shareholders with 100% approval.

PART IV. CLOSING OF THE MEETING:

- The Chairperson declared the closing of the Meeting.
- These minutes are prepared in one (01) copy and archived at the Company.
- The Meeting ended at 12:00 on the same day.

**ON BEHALF OF THE
SECRETARIAT
HEAD OF THE COMMITTEE**



Huynh Van Dong

**ON BEHALF OF THE PRESIDIUM
CHAIRWOMAN**



Phạm Thị Hồng Hạnh



SAI GON – BAC LIEU BEER JSC.

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DOCUMENTS
ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2026

Vinh Long, April 15th, 2026

**PROGRAMME
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Time : 10:00 AM, April 15, 2026

Location : Hall of Saigon – Vinh Long Ber JSC.

No. 11, Tan Vinh Thuan Hamlet, Tan Ngai Ward, Vinh Long Province.

| Time | Programme |
|-----------------|---|
| 09:30 – 10:00 | - Welcoming delegates and shareholders ; |
| 10:00 – 10:10 | - Verify shareholder eligibility and distribute meeting materials ; |
| 10:10 – 10:15 | - Introducing the guests ; |
| 10:15 – 10:20 | - Report on verification of shareholder eligibility to attend the General Meeting ; |
| 10:20 – 10:25 | Introducing: Presidium, Secretariat , and Vote Counting Committee . |
| 10:25 – 10:30 | - Through the personnel of the Congress |
| 10:30 – 10:35 | - Through the Congress Program; |
| 10:35 – 10:40 | - Through the Rules of Procedure of the Congress; |
| | Reports and presentations at the Congress |
| | 1. Board of Directors' Report on the results of operations in 2025 and direction for 2026 |
| | 2. Report on the activities of the Supervisory Board in 2025 |
| | 3. The proposal for approval of the audited financial statements for 2025 has been submitted. |
| | 4. Proposal for selecting an independent auditing firm in 2026 |
| | 5. Profit Distribution Report for 2025 |
| 10:20 – 11:10 | 6. Report on the profit distribution plan for 2026 |
| | 7. Report on the settlement of remuneration for the year 2025 of the Board of Directors and the Supervisory Board . |
| | 8. Report on the 2026 remuneration plan of the Board of Directors and the Supervisory Board |
| | 9. The proposal regarding the signing of contracts and transactions requires approval from the General Shareholders' Meeting. |
| | 10. Proposal for amending the company's charter in 2026 |
| | Other matters fall under the authority of the General Meeting of Shareholders |
| 11:10 – 11:25 | Discussion |
| | - Voting instructions |
| 11:25 – 11:45 | - The Congress voted to approve the following : Reports and presentations at the Congress |
| | - The vote counting committee announces the results of the vote count. |
| 11:45 – 11:55 | Through the Minutes and Resolutions of the Congress |
| 11:55 – 12:00pm | Closing Statement of the Congress |

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**



Pham Thi Hong Hanh

**SAIGON - BACLIEU BEER
JOINT STOCK COMPANY**

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

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Vinh Long, April 15, 2026

**WORKING REGULATIONS OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
SAIGON-BACLIEU BEER JOINT STOCK COMPANY**

Pursuant to the Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; and the Law amending certain articles of the Enterprise Law, No. 76/2025/QH15, passed by the National Assembly on June 17, 2025.

Pursuant to the Charter of Saigon - BacLieu Beer Joint Stock Company

In order to ensure the success of Saigon - BacLieu Beer Joint Stock Company Annual General Meeting of Shareholders in 2026, the Board of Directors (BOD) has set up the following regulations, principles of working, conducting and voting in the Annual General Meeting of Shareholders:

I. OBJECTIVES OF PROMULGATING:

- This Regulation was established for specifically ensuring the order and principles of conducting and voting at the Annual General Meeting of Shareholders of Saigon-BacLieu beer Joint Stock Company in 2026 (hereinafter referred to as AGM).
- All shareholders, the representatives (the authorized persons) and invited guests shall abide by the provisions of this Regulation, the Charter of the Company and current regulations of the law.

II. CONTENT OF THE REGULATION:

1. Condition for convening AGM:

- a. The meeting is conducted when the number of shareholders/authorized persons attending represents more than 50% of the total voting shares.
- b. If the first meeting fails to meet the conditions prescribed in Section II, Clause 1, Point a, the notice of invitation to the second meeting shall be sent within 30 days from the date of attending the first meeting. The second General Meeting of Shareholders shall be conducted when the number of shareholders attending the meeting represents 33% of the total number of votes or more..
- c. If the second meeting is not convened, it shall not be eligible to proceed according to the provisions at Section II, Clause 1, the notice of invitation to the third meeting must be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders shall be conducted regardless of the total number of votes of the attending shareholders.

2. Condition of shareholders attending the AGM:

The shareholders of Saigon-BacLieu beer Joint Stock Company as listed on **March 13, 2026** are entitled to attend the AGM; they can directly attend or authorize their representatives to attend. **If more than one authorized representative is**

appointed, the number of shares and the number of votes of each representative must be specified.

- **Guest at AGM:** They are the managers of Saigon-BacLieu beer Joint Stock Company, advisors, guests, members of the AGM's Convening Committee that are not shareholders of the Company but invited to attend AGM.
 - Guests do not participate in providing any opinion or speak at the AGM (unless invited by the Chairperson of AGM or registered in advance with the AGM's Convening Committee)
- 3. Shareholders and guests attending AGM must comply with the following provisions:**
- Be punctual, polite, comply with the security check (if any), bring personal documents, etc. as requested by the AGM's Convening Committee.
 - Register and receive documents for AGM at the reception.
 - Shareholders coming late shall register immediately and then have the right to participate and vote at the meeting. The Chairperson does not have the responsibility for suspending the AGM for the late arrival of shareholders. The voting results of agenda item before attendance of that shareholder will not be affected.
 - Keep the phone in vibrate mode or turn off the phone, when necessary, go out for the conversation.
 - No smoking in meeting room.
 - Comply with the regulations of the AGM's Convening Committee, Chairperson.
 - In case shareholders do not comply with the inspection regulations or the above rules and regulations, the Chairperson, after careful consideration, may expel the above shareholders from the place of AGM to ensure that the meeting is in order.

4. Chairperson of AGM:

- The Chairperson of AGM is the Chairman of the BOD. In case the Chairman is absent or temporarily incapable of working, the remaining members shall elect one of the Members of BOD to act as the Chairperson of AGM; In case there is no person who can act as the Chairman, the Head of the Supervisory Board shall direct the General Meeting of Shareholders to elect the Chairman of the meeting from among the attendees and the person with the highest votes as the Chairman of the meeting.
- In other cases, the person who signs the convening of the General Meeting of Shareholders will act so that the General Meeting of Shareholders elects the Chairman of the meeting and the person with the highest votes is appointed as the Chairman of the meeting.
- Rights and obligations of the Chairperson:
 - ✓ The Chairperson shall decide the order, procedures and events arising outside the AGM's agenda in accordance with the Laws and the Saigon-BacLieu beer Joint Stock Company Charter.
 - ✓ Instruct shareholders and the General meeting to discuss the contents of the agenda and conclude the necessary issues for the General meeting to vote.
 - ✓ Response or appoint relevant person to response to issues/question raised by the shareholders and resolve issues arising during AGM.

- ✓ Other rights and obligations stipulated in the Saigon-BacLieu beer Joint Stock Company Charter.

5. Secretary of AGM:

- AGM's Secretary shall be appointed by the Chairperson.
- Rights and Obligations of AGM's Secretary:
 - ✓ Carry out the tasks as assigned.
 - ✓ Receive shareholders' query forms and/ or written opinion.
 - ✓ Record and reflect true and accurate contents of AGM in the minutes of AGM and the resolutions of AGM.
- The chairman and secretary of the General Meeting of Shareholders have the right to take necessary measures to conduct the meeting in a reasonable and orderly manner, in accordance with the approved agenda and reflect the wishes of the majority of attendees.

6. Shareholders' eligibility Examination Committee

- Shareholders' eligibility Examination Committee elected by AGM's Convening Committee.
- Rights and Obligations of the Shareholders' eligibility Examination Committee
 - ✓ Shareholders' eligibility Examination Committee is responsible for receiving and checking the documents on the eligibility of delegates attending the AGM.
 - ✓ Report on the results of examining eligibility of delegates before the General meeting.
 - ✓ In case the attendees fail to prove their eligibility for shareholders attending the AGM, the Shareholders' eligibility Examination Committee shall have the right to refuse to provide Voting Ballots and AGM's documents.

7. Vote Counting Committee:

- The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee may be employees of SABECO, shareholders and/ or consultant of the organizing the General Meeting of Shareholders. Members of the Vote Counting Committee are not concurrently Chairperson or Secretary of AGM.
- The Vote Counting Committee has the following tasks:
 - ✓ Check the content, form and number of voting ballot and voting card
 - ✓ Disseminate principles, rules, guidelines on voting method
 - ✓ Inspect and supervise the voting of shareholders and authorized representatives
 - ✓ Organize the counting of votes and make the minutes of counting votes
 - ✓ Announce the results of the vote counting in an honest and accurate manner and take responsibility for the vote counting results before the AGM.

8. Participation at AGM:

- Shareholders who wish to speak must have the consent of the Chairperson of AGM. Shareholders shall make short speeches and focus on the key contents to be discussed,



in accordance with the agenda contents approved by the AGM or send written opinions to the secretary of AGM to report to the Chairperson.

- The Chairperson of AGM will arrange for the shareholders to speak in the order of registration, at the same time answer questions at AGM or record for later response in writing.

9. Rules of Voting at AGM:

a. General provisions on voting:

- ✓ Each share owned or represented has one vote counted.
- ✓ Each shareholder attended AGM will be directly provided by the AGM's Convening Committee the following: **01 Voting Card and 01 Voting Ballot** with the code of ownership and/ or representative stamped with the Company's seal for voting of the contents under the AGM's Agenda.

b. Method of voting, order of voting:

Any issues raised at AGM under the authority of the General Meeting of Shareholders shall be voted in the following order:

- ✓ Approve the content as submitted
- ✓ Disapprove the content as submitted
- ✓ Abstain the content as submitted

At AGM, the shareholder shall vote by one of the following forms:

- ❖ **Raising "Voting Card"**: Each shareholder/authorized person(s) is given one (01) Voting Card. When voting at AGM, the shareholders/authorized persons raise the Voting Card towards the Chairperson.

- ✓ In cases where a shareholder/authorized person(s) do not raise his/her vote in all three votes, it is considered that he/ she voted for agreement with the issue.
- ✓ In cases where a shareholder/authorized person(s) raises his/her vote in all three votes or two of three votes, it is considered that he/ she voted for disagreement with the issue.
- ✓ In the form of voting by raising Voting Card, the members of Vote Counting Committee shall mark the voting code and the corresponding number of votes of each shareholder on approval, disapproval or abstain.
- ✓ This form is used to through subjects such as: The AGM's agenda, The Working Regulations; Regulations on the nomination, through the Presiding Delegation, the Vote Counting Committee; approve the minutes of the meeting, the resolution of the meeting and other contents at the meeting (if any).

- ❖ **Fill in "Voting Ballot"**: Each shareholder/authorized person(s) is given one (01) Voting Ballot with three (03) kind of voting: approve, disapprove, and abstain on each agenda. Shareholders/authorized persons may mark "X" or "✓" for the selected vote content. This method is used to approve the contents of the Report/Proposals at the General Meeting.

c. The validity of Voting Ballot:

- ❖ Valid Voting Ballot:

- ✓ Vouchers according to the pre-printed form issued by the Organizing Committee.
 - ✓ Not be erased nor changed in printed content. When additional content is added, write the correct number of the content to be voted on, do not write other content except the content required by the Organizing Committee.
 - ✓ Must be signed and, must have full name of shareholder/ authorized person under the signature.
 - ✓ For separate content: Choose one (1) of three (03) voting status on Voting Ballot.
- ❖ Invalid Voting Ballot:
- ✓ These are votes that do not satisfy one of the conditions of a valid Voting Card. However, the remaining voting contents that are validly voted will still be counted in the voting results.
- d. Record the voting results:**
- ✓ The Vote Counting Committee is responsible for recording, checking the number of votes on approval, disapproval and abstain of each content adopted at AGM. At the same time, it is responsible for statistics and reporting results of vote counting at AGM.
- e. Minimum rate to be achieved when voting:**
- ✓ For decisions on the contents related to the class of shares, the total number of shares of each type; changing business lines; changing the organizational structure of Saigon-BacLieu beer Joint Stock Company; Investment projects or sales of assets valued at 35% or more of the total value of assets recorded in Saigon-BacLieu beer Joint Stock Company; latest financial statements; reorganizing, dissolving Saigon-BacLieu beer Joint Stock Company; activities, it shall be approved when having at least 65 % of the total number of votes of all attending shareholders.
 - ✓ For other matters which are adopted when the number of shareholders / authorized representatives represents more than 50% of the total voting shares of all shareholders attending the meeting approved.

Noted:

- ✓ Shareholders/authorized representatives with related interests do not have the right to vote on contracts and transactions valued at 35% (total value of assets of the Company recorded in the latest financial statements; These contracts or transactions are only approved when there are shareholders/authorized representatives accounting for 65% of the total remaining votes in favor (according to Clause 4, Article 167, Enterprise Law 2020).
- ✓ Shareholders/authorized representatives of shareholders owning 51% or more of the total number of voting shares or their related persons do not have voting rights for contracts and transactions of greater value more than 10% (total value of assets of the Company recorded in the latest financial statement) with that shareholder (according to Point b, Clause 3 and Clause 4, Article 167 of the Law on Enterprises 2020).

10. Minutes and resolutions of the General Meeting of Shareholders

- Contents of the Annual General Meeting of Shareholders 2026 must be recorded by the Secretariat in the minutes of the AGM.
- Minutes and resolutions of the Annual General Meeting of Shareholders 2026 must be approved before the closing of the General Meeting and be kept at Saigon-BacLieu beer Joint Stock Company's office.

III. IMPLEMENTATION:

- All shareholders, representatives and guests attending the General Meeting are responsible for compliance with the provisions of this Regulation, current regulations, rules and provisions of Saigon-BacLieu beer Joint Stock Company and relevant legal provisions, obey the decisions of the Chairman, the AGM's Convening Committee. If there is any violation, the Chairman shall be entitled to handle and use measurement to restrict a person to speak, expel him/her from the AGM and/ or take necessary legal action in accordance with the law.
- The contents not specified in this Regulation shall be applied in accordance with Saigon-BacLieu beer Joint Stock Company Charter, Law on Enterprises 2020, Law amending certain articles of the Enterprise Law 2020 and related legal documents.

This Regulation takes effect immediately after being approved by the General Meeting of Shareholders.

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



Pham Thi Hong Hanh

**REPORT OF THE BOARD OF DIRECTORS ON THE RESULTS OF
OPERATIONS IN 2025 AND ORIENTATION FOR 2026**

Respectfully to: Shareholders of Saigon-Baclicu Beer Joint Stock Company

The Board of Directors respectfully reports to the General Meeting of Shareholders on the implementation of the rights and duties assigned to the Board of Directors in 2025, with the main contents as follows:

I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

1. Structure of the Board of Directors in 2025:

The Board of Directors of the Company consists of the following members:

1. Mrs. Pham Thi Hong Hanh – Chairman of the Board of Directors
2. Mr. Tran Nguyen Trung – Member of the Board of Directors
3. Mr. Nguyen Van Doi – Member of the Board of Directors
4. Mr. Pham Hong Minh – Member of the Board of Directors
5. Mr. Nguyen Xuan Hai – Member of the Board of Directors

2. Evaluation of the Company's operational performance in 2025

2.1 Results of implementation of the 2025 plan:

Unit: VND

| No. | Indicator | According to Resolution of the 2025 General Meeting of Shareholders | Actual Implementation 2025 | Ratio (Implementation /Resolution) |
|-----|-------------------|--|----------------------------------|--|
| 1 | Net revenue | 134,600,500,666 | 115,997,309,667 | 86.2% |
| 2 | Profit before tax | 470,198,586 | 1,189,369,648 | 253.0% |
| 3 | Profit after tax | 16,158,868 | 646,887,688 | 4.003.3% |

- The Company's delivery volume reached only 82.8% of the 2025 plan; therefore, actual net revenue was VND 116 billion, equivalent to 86.2% of the plan.

- Profit before tax in 2025: VND 1.18 billion / Plan: VND 470 million.

In which:

+ The main production and business operations recorded a loss of VND 2.4 billion, due to low delivery volume which had not yet reached the break-even point.

+ Profit mainly arose from non-recurring items, including:

- Liquidation of bottles and crates: 3.3 billion dong;
- Liquidation of a truck: 0.2 billion dong.

+ Financial performance improved as the Company obtained preferential interest rate loans within the Sabeco group, deposited funds at higher interest rates, and during the year the Company was granted tax deferral in accordance with State regulations.

2.2. To achieve the above business results, the Board of Directors directed the timely and decisive implementation of the following solutions:

- The Board of Directors directed the Executive Board to continue organizing lean and efficient production, promote cost-saving measures, and encourage technical improvement initiatives to reduce technical-economic norms under unstable production conditions and low output. The Company's staffing level was maintained at 86 employees.

- The Company developed synchronized production plans aligned with market consumption to save energy and reduce losses. Technological processes were strictly controlled to ensure that all beer batches delivered remained stable and met the quality standards stipulated by Sabeco.

- The Company continued implementing technical and rationalization solutions in production, thereby reducing material and energy consumption norms: electricity consumption decreased by 0.33 kWh/1,000 liters of beer and steam consumption decreased by 20.78 kg/1,000 liters, compared with the same period in 2024.

- The Company proactively conducted inspection, supervision, maintenance, and servicing of equipment, replacing spare parts only based on the actual operating condition of the machinery to ensure stable operation. The cost of spare parts in 2025 was 1.8 billion VND (equivalent to 104 VND per 1,000 liters of beer).

- The Company continued to closely and regularly coordinate with Sabeco and regional trading companies to receive support for timely production and delivery on a weekly, monthly, and quarterly basis. The Company also proactively cooperated with the regional trading company to implement sales support programs for C1 distributors in November and December 2025, with a total value of 1.33 billion VND, in order to promote the consumption of Saigon Lager 355 bottled beer produced by the factory and achieve a production volume that would avoid losses.

- The Company balanced the demand for bottles and crates in line with the actual production and delivery plan, and proactively liquidated unused materials and supplies to recover capital.

- Regarding investment activities: due to ongoing difficulties in production and business operations, the Company only carried out essential investments and equipment repairs, including: Investment in a wort heat exchanger to save electricity and steam (305 million VND);

Installation of an automatic vent control probe for non-condensable gas discharge in the CO₂ recovery system (158.5 million VND); Replacement of the NH₃ liquefaction heat exchanger of the CO₂ recovery system (354.7 million VND). The Company also completed the greenhouse gas inventory and energy audit in accordance with legal regulations, with a total cost of 93 million VND.

3. Results of the Board of Directors' Activities

3.1 Meetings and Resolutions of the Board of Directors:

- Meetings of the Board of Directors were organized and conducted in accordance with the Charter of organization and operation of the Company and the provisions of the current Law on Enterprises. Minutes and resolutions of the Board of Directors were agreed upon by all members and archived in accordance with regulations.

- Resolutions of the General Meeting of Shareholders and the Board of Directors were implemented by the Executive Board in a synchronized, consistent, and effective manner. Reports were submitted in a timely manner, and implementation plans were adjusted appropriately in line with the actual situation and the requirements of the Board of Directors.

- Resolutions/Decisions issued by the Board of Directors in 2025 (attached in Appendix 01).

- The Board of Directors maintained quarterly periodic meetings. In 2025, the Board of Directors held 05 meetings, collected 12 written opinions, and issued Resolutions/Decisions in a timely manner to support the Company's production and business operations.

3.2 Fulfillment of responsibilities to shareholders

Information disclosure was given due attention and implemented fully and transparently in accordance with legal regulations.

3.3 Results of the Board of Directors' supervision of the Board of Management:

- In 2025, the Board of Directors performed its functions and authority in accordance with legal regulations and the Company's Charter of organization and operation, discussing and approving resolutions on matters related to the Company's production and business activities.

- The Board of Directors worked directly and regularly, providing timely direction and support to the Board of Management in implementing tasks and business plans for 2025.

- The Board of Management regularly reported implementation results for each period and proposed timely solutions to improve business efficiency, ensuring that all Company operations complied with the law, the resolutions of the General Meeting of Shareholders, and the resolutions of the Board of Directors.

Evaluation of the Board of Directors regarding the Board of Management and the Company's management staff:

- The Executive Board effectively implemented the directions of the Board of Directors.

- The Executive Board proactively and actively coordinated with Sabeco and the regional trading company, closely monitored the market, and proposed solutions to support distributors to ensure the best possible delivery volume. In production management, product quality control, technical-economic norms, cost-saving measures, and sound financial management, their efforts contributed to generating profits for the Company and its shareholders in 2025.

- Despite the extremely difficult production and business conditions, the Board of Directors, the Executive Board, and employees made great efforts to ensure that the Company did not incur losses.

4. Remuneration and allowances of the Board of Directors

In 2025, the Board of Directors received remuneration in accordance with the level approved by the 2025 Annual General Meeting of Shareholders.

5. Contracts or transactions with internal persons

Detailed information is presented in the audited Financial Statements for 2025 attached to the Meeting documents.

II. ORIENTATION OF ACTIVITIES IN 2026

1. General assessment

- The Company's production and business situation in 2026 is expected to remain difficult as the bottled beer consumption market in the Song Hau region continues to decline. The production and delivery plan allocated by SABECO for 2026 accounts for only 38% of the plant's capacity.

- The prolonged suspension of production significantly affects labor productivity, machinery and equipment, energy consumption, and overall business efficiency, etc.

2. Some planned targets for 2026:

Unit: dong

| No. | Indicator | Actual 2025 | Plan 2026 | Ratio (Plan 2026 / Actual 2025) |
|-----|-------------------|-----------------|-----------------|---------------------------------|
| 1 | Net Revenue | 115,997,309,667 | 121,023,901,162 | 104.3% |
| 2 | Profit Before Tax | 1,189,369,648 | 505,150,410 | 42.5% |
| 3 | Profit After Tax | 646,887,688 | 12,230,771 | 1.9% |

3. Investment:

In 2026, the Company plans a total investment and repair cost for equipment and factory facilities of approximately 2.56 billion VND, including the following items:

| No. | Investment and Repair Items | Value (VND) | Notes |
|-----|---|----------------------|-------|
| 1 | Renovation, upgrading and repair of machinery and equipment | 1,826,270,000 | |
| 2 | Repair of factory buildings and internal roads | 741,600,000 | |
| | Total | 2,567,870,000 | |

4. Implementation solutions:

- Regarding delivery operations: closely coordinate with Sabeco, Saigon Beer Trading Company – Song Hau, Song Tien, branches, and transportation units to identify effective delivery solutions in order to complete the allocated delivery plan.

- Arrange labor appropriately under conditions of unstable production and low output; pay waiting wages on days when production is suspended.

- Continue reviewing and strictly controlling costs, promoting savings, applying technical improvement initiatives to reduce technical-economic norms, and applying information technology in management to enhance production and business efficiency.

- Implement the installation of solar power systems to reduce electricity costs from EVN.

- Continue strengthening product quality control to ensure compliance with Sabeco regulations.

- Use barley to replace 20% of malt in accordance with Sabeco's orientation from January 2026 in order to reduce production costs.

- Regarding repair and maintenance of machinery and equipment:

✓ Carry out maintenance, servicing, and spare parts replacement based on the actual condition of equipment to ensure stable operation of machinery and equipment.

✓ Procure spare parts economically, diversify supply sources, and connect with breweries within the system to exchange backup spare parts, thereby reducing spare parts inventory value.

✓ Train and improve the skills of maintenance staff so that the factory can proactively handle on-site maintenance and limit outsourcing.

✓ Participate in the implementation of the Maintenance Hub project of the Corporation.

III. CONCLUSION

- The Board of Directors of Saigon-Bacieu Beer Joint Stock Company sincerely thanks our valued shareholders, partners, local authorities, banks, and related organizations for their support and assistance.

- The above is the report of the Board of Directors on the Company's performance in 2025 and the operational orientation for 2026. We sincerely hope that our

shareholders will provide valuable opinions and suggestions to further improve the Company's governance for stronger and more sustainable development.

Sincerely yours,

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**



PHAM THI HONG HANH

APPENDIX 01

(Attached to the Report of the Chairman of the Board of Directors dated April 15, 2026)

List of Resolutions / Decisions of the Board of Directors in 2025:

| No. | Resolution/ Decision No. | Date of issue | Content | Approval Rate |
|-----|-----------------------------|------------------|---|------------------|
| 1 | 01/2025/NQ-HĐQT | 25/02/2025 | Approval of the time and list of shareholders attending the 2025 Annual General Meeting of Shareholders | 100% |
| 2 | 02/2025/NQ-HĐQT | 20/03/2025 | Approval of the agenda of the Board of Directors meeting for Q4 2024 | 100% |
| 3 | 03/2025/NQ-HĐQT | 24/03/2025 | Approval of transactions between the Company and related parties | 100% |
| 4 | 04/2025/NQ-HĐQT | 25/07/2025 | Approval of the final registration date for dividend payment for 2024 | 100% |
| 5 | 05/2025/NQ-HĐQT | 21/10/2025 | Approval of the agenda of the Board of Directors meeting for Q3 2025 | 100% |
| 6 | 06/2025/NQ-HĐQT | 09/12/2025 | Approval of the application for extension of credit limit and borrowing | 100% |
| 7 | 01/2025/QĐ-HĐQT | 25/02/2025 | Liquidation of plastic crates for Saraco | 100% |
| 8 | 02/2025/QĐ-HĐQT | 24/04/2025 | Approval of the 2025 financial plan | 100% |
| 9 | 03/2025/QĐ-HĐQT | 21/07/2025 | Selection of the auditing firm for 2025 | 100% |
| 10 | 04/2025/QĐ-HĐQT | 04/08/2025 | Liquidation of plastic crates for Saraco and refrigerated trucks | 100% |
| 11 | 05/2025/QĐ-HĐQT | 16/09/2025 | Establishment of the Project Management Board for the investment in the can filling line | 100% |
| 12 | 06/2025/QĐ-HĐQT | 24/10/2025 | Approval of contractual terms with MK Solar Co., Ltd. | 100% |
| 13 | 07/2025/QĐ-HĐQT | 31/12/2025 | Final settlement of the salary fund for 2025 | 100% |
| 14 | 08/2025/QĐ-HĐQT | 31/12/2025 | Allocation to the salary provision fund for 2025 to supplement the salary fund for 2026 | 100% |
| 15 | 09/2025/QĐ-HĐQT | 31/12/2025 | Provision for inventory price reduction | 100% |

REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD IN 2025

Respectfully to: The General Meeting of Shareholders of Saigon-Baclieu Beer Joint Stock Company

Pursuant to the Law on Enterprises 2020 regarding the rights and obligations of the Supervisory Board;

Pursuant to the Charter and regulations of SAIGON-BACLIEU BEER JOINT STOCK COMPANY;

Pursuant to the Company's business performance results for 2025;

Pursuant to the operational results of the Board of Directors (BOD), the Management Board and the Supervisory Board (SB) in 2025;

The Supervisory Board of SAIGON-BACLIEU BEER JOINT STOCK COMPANY respectfully submits to the General Meeting of Shareholders the Report on the activities of the Supervisory Board in 2025 as follows:

1. Remuneration, operating expenses and other benefits of the Supervisory Board and each Supervisor in accordance with the Law on Enterprises 2020 and the Charter of Saigon-Baclieu Beer Joint Stock Company

- During the year, remuneration and bonuses of the Supervisory Board were implemented in accordance with the Resolution of the 2025 Annual General Meeting of Shareholders as follows:

- Remuneration of the Head of the Supervisory Board: 8 million dong/month; Members: 4 million dong/month.

2. Activities of the Supervisory Board in 2025

2.1. Summary of the number of meetings of the Supervisory Board in 2025

- In 2025, the Supervisory Board held periodic quarterly meetings.

- The Supervisory Board reviewed the legality and procedures for promulgation of Resolutions and Decisions of the Board of Directors and the Management Board.

- Supervised and monitored the implementation of the Resolution of the 2025 Annual General Meeting of Shareholders.

- Examined the Company's financial statements to assess the truthfulness and reasonableness of financial data and compliance with the law and the Company's Charter.

- Fully attended meetings of the Board of Directors and the Management Board, kept informed of operational activities and provided opinions within its authority and responsibilities.

- The Company selected KPMG Company Limited as the independent auditor to audit the semi-annual and annual financial statements for 2025.

2.2. Results of supervision of the Company's operational and financial situation

- Business performance results: Net revenue in 2025 reached 86,2% of the plan. The 2025 after-tax profit plan was 16 million dong; actual after-tax profit achieved was 647 million dong.

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- The Board of Directors held periodic quarterly meetings to provide timely direction and support to the Board of Management in implementing tasks and the 2025 business plan.
- The Management Board focused on production management, maintained stable norms, and ensured product quality in accordance with the standards of the Corporation.
- The Management Board promptly monitored and implemented policies on tax payment extension to reduce loan interest expenses, and reviewed and liquidated unused materials and packaging to recover capital.

2.3. Results of supervision of the Board of Directors, the Director and the Management Board

- During the year, the Board of Directors organized meetings to implement the Resolution of the General Meeting of Shareholders.
- The Board of Directors operated in accordance with its functions and duties, focusing on the objectives set out in the Resolution of the General Meeting of Shareholders.
- The Resolutions of the Board of Directors were consistent with the Resolution of the General Meeting of Shareholders and the Company's Charter.
- The Management Board performed its duties effectively, complied with the Resolutions of the Board of Directors, and acted in accordance with its functions, duties and authority as stipulated in the Company's Charter.

2.4. Assessment of coordination between the Supervisory Board and the Board of Directors, the Director and shareholders

- The Supervisory Board acknowledges that the Board of Directors and the Management Board created favorable conditions for the Supervisory Board to operate and fulfill the duties assigned by shareholders. During the year, the Supervisory Board participated in meetings of the Board of Directors and the Management Board to carry out supervisory activities and directly provide opinions on matters within its authority.

2.5. Evaluation report on transactions between the Company and members of the Board of Directors, the Director, other managers of the enterprise and their related persons; and transactions between the Company and other companies in which members of the Board of Directors, the Director or other managers were founding members or managers within the three (03) most recent years prior to the transaction

- Transactions between the Company and the above-mentioned persons in 2025 are detailed as follows:

Unit: VND

| No. | Name of organization | Relationship with the Company | Enterprise Registration Certificate No. | Transaction value | Transaction |
|-----|--|-------------------------------------|---|-------------------|---------------------------|
| 1 | Saigon Beer - Alcohol - Beverage Corporation | Company related to internal persons | 0300583659 | 108,365,544,902 | Sale of beer |
| | | | | 38,736,213,853 | Purchase of raw materials |
| 2 | Western - Sai Gon Beer Joint Stock Company | Company related to internal persons | 1800586579 | 1,201,200,000 | Dividend payment |

| No. | Name of organization | Relationship with the Company | Enterprise Registration Certificate No. | Transaction value | Transaction |
|-----|--|-------------------------------------|---|-------------------|---|
| 3 | Sai Gon Beer Trading Company Limited | Company within Sabeco system | 0303140574 | 1,595,159,799 | Warehouse lease; warehouse services and operation; packaging screening fees; electricity and water charges; pallet usage fees |
| | | | | 733,900,000 | Sale of packaging |
| | | | | 393,621,799 | Packaging usage fees; pallet surcharge |
| 4 | Sa Be Co Mechanical Co., Ltd | Company within Sabeco system | 0305815166 | 24,000,000 | Spare parts repair costs |
| 5 | Saigon Song Hau Beer Trading Joint Stock Company | Company within Sabeco system | 1800620445 | 1,330,120,000 | Sales support expenses |
| 6 | The Branch of Malaya - Vietnam Glass Limited | Company within Sabeco system | 0300692986-001 | 18,343,500 | Sale of bottle caps |
| 7 | Bacliieu Tourist Joint Stock Company | Company related to internal persons | 1900135234 | 238,191,624 | Purchase of catering, accommodation and air ticket services |

- The Supervisory Board respectfully submits to the General Meeting of Shareholders the Report on the activities of the Supervisory Board for 2025.

Sincerely yours,

HEAD OF THE SUPERVISORY BOARD



NGUYEN TAN PHIEN

**SAIGON - BACLIEU
BEER JOINT STOCK COMPANY**

No: 01 /TTr-HDQT

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

Vinh Long, April 15, 2026

**PROPOSAL
Re: 2025 Audited Financial Statements**

Dear: Shareholders of Saigon Baclieu beer joint stock company

Pursuant to Point f, Clause 1 Article 15 of Charter of Saigon-Baclieu Beer Joint Stock Company prescribed about the rights and duties of AGM on approving Annual Audited Financial Statements of Company. BOD of Saigon-Baclieu Beer Joint Stock Company kindly submits to AGM for voting 2025 Financial Statements audited by KPMG Limited Company.

The Shareholders of Saigon Bac Lieu beer joint stock company is reviewing through.

Respectfully yours,

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

Recipients:

- As above;;
- Saved at BOD Office/ Archives.



Pham Thi Hong Hanh



Saigon-Bac Lieu Beer Joint Stock Company

Financial statements for the year ended
31 December 2025



**Saigon-Bac Lieu Beer Joint Stock Company
Corporate Information**

**Enterprise Registration
Certificate No.**

6003000028

22 December 2006

The Company's enterprise registration certificate has been amended several times, the most recent of which is by Enterprise Registration Certificate No. 6003000028 dated 24 July 2025. The initial enterprise registration certificate and its amendments were issued by the Department of Finance of Ca Mau Province (formerly known as "the Department of Planning and Investment of Bac Lieu Province").

Board of Directors

| | |
|------------------------|------------|
| Ms. Pham Thi Hong Hanh | Chairwoman |
| Mr. Nguyen Van Doi | Member |
| Mr. Nguyen Xuan Hai | Member |
| Mr. Pham Hong Minh | Member |
| Mr. Tran Nguyen Trung | Member |

Board of Supervisors

| | |
|-------------------------|------------------------------|
| Mr. Nguyen Tan Phien | Head of Board of Supervisors |
| Ms. Duong Thi Thuy Hong | Member |
| Ms. Tran Thi Ngoc Diep | Member |

Board of Management

| | |
|---------------------|-----------------|
| Mr. Trinh Cong Vinh | Director |
| Mr. Huynh Van Dong | Deputy Director |

Registered Office

Lot B5, Tra Kha Industrial Zone
Bac Lieu Ward
Ca Mau Province
Vietnam

Auditor

KPMG Limited
Vietnam

Saigon-Bac Lieu Beer Joint Stock Company Statement of the Board of Management

The Board of Management of Saigon-Bac Lieu Beer Joint Stock Company (“the Company”) presents this statement and the accompanying financial statements of the Company for the year ended 31 December 2025.

The Board of Management is responsible for the preparation and true and fair presentation of the financial statements in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting. In the opinion of the Board of Management:

- (a) the financial statements set out on pages 5 to 30 give a true and fair view of the financial position of the Company as at 31 December 2025, and of its results of operations and its cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting; and
- (b) at the date of this statement, there are no reasons to believe that the Company will not be able to pay its debts as and when they fall due.

The Board of Management has, on the date of this statement, authorised the accompanying financial statements for issue.

On behalf of the Board of Management



Trinh Cong Vinh
Director

On behalf of the Board of Directors



Pham Thi Hong Hanh
Chairwoman

Cà Mau Province, 19 March 2026



KPMG Limited Branch
No. 115 Nguyen Hue Street,
Sai Gon Ward, Ho Chi Minh City, Vietnam
+84 (28) 3821 9266 | kpmg.com.vn

INDEPENDENT AUDITOR'S REPORT

To the Shareholders Saigon-Baclicu Beer Joint Stock Company

We have audited the accompanying financial statements of Saigon-Baclicu Beer Joint Stock Company ("the Company"), which comprise the balance sheet as at 31 December 2025, the statements of income and cash flows for the year then ended and the explanatory notes thereto which were authorised for issue by the Company's Board of Management on 19 March 2026, as set out on pages 5 to 30.

Management's Responsibility

The Company's Board of Management is responsible for the preparation and true and fair presentation of these financial statements in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting, and for such internal control as the Board of Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and true and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Company's Board of Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Auditor's Opinion

In our opinion, the financial statements give a true and fair view, in all material respects, of the financial position of Saigon-Baclieu Beer Joint Stock Company as at 31 December 2025 and of its results of operations and its cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting.

KPMG Limited Branch

Vietnam

Audit Report No.: 25-01-00547-26-1



Nguyen Thuy Ninh
Practicing Auditor Registration
Certificate No. 4623-2023-007-1
Deputy General Director

Ho Chi Minh City, 19 March 2026

Nguyen Anh Tuan
Practicing Auditor Registration
Certificate No. 0436-2023-007-1



Saigon-Baclieu Beer Joint Stock Company
Balance sheet as at 31 December 2025

Form B 01 – DN
(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)

| | Code | Note | 31/12/2025 VND | 1/1/2025 VND |
|--|------------|----------|------------------------|------------------------|
| ASSETS | | | | |
| Current assets (100 = 110 + 130 + 140 + 150) | 100 | | 67,123,498,302 | 84,278,188,421 |
| Cash and cash equivalents | 110 | 5 | 55,796,993,548 | 57,738,492,583 |
| Cash | 111 | | 296,993,548 | 278,492,583 |
| Cash equivalents | 112 | | 55,500,000,000 | 57,460,000,000 |
| Accounts receivable – short-term | 130 | | 2,646,798,645 | 13,032,954,188 |
| Accounts receivable from customers | 131 | 6 | 5,594,172,350 | 15,938,630,012 |
| Prepayments to suppliers | 132 | | 95,078,407 | 93,602,237 |
| Other short-term receivables | 136 | | 37,718,888 | 80,892,939 |
| Allowance for doubtful debts | 137 | 7 | (3,080,171,000) | (3,080,171,000) |
| Inventories | 140 | 8 | 8,421,125,859 | 13,357,325,168 |
| Inventories | 141 | | 10,207,726,870 | 13,357,325,168 |
| Allowance for inventories | 149 | | (1,786,601,011) | - |
| Other current assets | 150 | | 258,580,250 | 149,416,482 |
| Short-term prepaid expenses | 151 | | 258,580,250 | 149,416,482 |
| Long-term assets (200 = 220 + 260) | 200 | | 156,145,068,104 | 172,961,146,693 |
| Fixed assets | 220 | | 155,028,472,823 | 171,807,200,677 |
| Tangible fixed assets | 221 | 9 | 155,028,472,823 | 171,807,200,677 |
| Cost | 222 | | 490,942,850,924 | 491,430,816,022 |
| Accumulated depreciation | 223 | | (335,914,378,101) | (319,623,615,345) |
| Intangible fixed assets | 227 | | - | - |
| Cost | 228 | | - | 211,446,165 |
| Accumulated amortisation | 229 | | - | (211,446,165) |
| Other long-term assets | 260 | | 1,116,595,281 | 1,153,946,016 |
| Long-term prepaid expenses | 261 | 10 | 759,275,079 | 1,153,946,016 |
| Deferred tax assets | 262 | | 357,320,202 | - |
| TOTAL ASSETS (270 = 100 + 200) | 270 | | 223,268,566,406 | 257,239,335,114 |

The accompanying notes are an integral part of these financial statements

Saigon-Bac Lieu Beer Joint Stock Company
Balance sheet as at 31 December 2025 (continued)

Form B 01 – DN
*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

| | Code | Note | 31/12/2025 VND | 1/1/2025 VND |
|--|------------|-----------|------------------------|------------------------|
| RESOURCES | | | | |
| LIABILITIES (300 = 310 + 330) | 300 | | 44,803,464,999 | 73,215,121,395 |
| Current liabilities | 310 | | 43,758,987,993 | 72,604,647,964 |
| Accounts payable to suppliers | 311 | 11 | 2,563,051,471 | 4,673,453,801 |
| Taxes payable to State Treasury | 313 | 12 | 20,140,894,210 | 24,099,194,752 |
| Payables to employees | 314 | | 3,681,527,373 | 2,210,413,978 |
| Accrued expenses | 315 | 13 | 2,560,106,122 | 1,166,511,393 |
| Unearned revenue – short-term | 318 | | 144,581,819 | 138,181,819 |
| Other payables – short-term | 319 | 14 | 882,098,662 | 603,574,250 |
| Short-term borrowings | 320 | 15 | 13,770,218,855 | 39,696,808,490 |
| Bonus and welfare fund | 322 | 16 | 16,509,481 | 16,509,481 |
| Long-term liabilities | 330 | | 1,044,477,006 | 610,473,431 |
| Deferred tax liabilities | 341 | 17 | 1,044,477,006 | 610,473,431 |
| EQUITY (400 = 410) | 400 | | 178,465,101,407 | 184,024,213,719 |
| Owners' equity | 410 | 18 | 178,465,101,407 | 184,024,213,719 |
| Share capital | 411 | 19 | 120,120,000,000 | 120,120,000,000 |
| - Ordinary shares with voting rights | 411a | | 120,120,000,000 | 120,120,000,000 |
| Investment and development fund | 418 | 21 | 27,919,729,439 | 27,919,729,439 |
| Retained profits | 421 | | 30,425,371,968 | 35,984,484,280 |
| - Retained profits brought forward | 421a | | 29,778,484,280 | 34,049,209,469 |
| - Retained profit for the current year | 421b | | 646,887,688 | 1,935,274,811 |
| TOTAL RESOURCES | 440 | | 223,268,566,406 | 257,239,335,114 |
| (440 = 300 + 400) | | | | |

19 March 2026

Prepared by:



Tran Thi Thao
General Accountant

Reviewed by:



Tran Thi Chat
Chief Accountant

Approved by:

Trinh Cong Vinh
Director

The accompanying notes are an integral part of these financial statements

Saigon-Bac Lieu Beer Joint Stock Company
Statement of income for the year ended 31 December 2025

Form B 02 – DN
(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)

| | Code | Note | 2025 VND | 2024 VND |
|---|-----------|-----------|------------------------|------------------------|
| Revenue from sales of goods and provision of services | 01 | 23 | 115,997,309,667 | 140,320,358,640 |
| Cost of goods sold and services provided | 11 | 24 | 103,402,155,064 | 126,768,239,679 |
| Gross profit (20 = 01 - 11) | 20 | | 12,595,154,603 | 13,552,118,961 |
| Financial income | 21 | | 2,695,036,944 | 1,023,691,462 |
| Financial expenses | 22 | | 1,507,780,364 | 737,326,424 |
| <i>In which: Interest expense</i> | 23 | | <i>1,507,780,364</i> | <i>737,326,424</i> |
| Selling expenses | 25 | 25 | 1,918,629,627 | 2,069,459,265 |
| General and administration expenses | 26 | 26 | 10,789,232,793 | 8,994,060,744 |
| Net operating profit {30 = 20 + (21 - 22) - (25 + 26)} | 30 | | 1,074,548,763 | 2,774,963,990 |
| Other income | 31 | | 197,521,886 | 38,500,000 |
| Other expenses | 32 | | 82,701,001 | 15,349,429 |
| Results of other activities (40 = 31 - 32) | 40 | | 114,820,885 | 23,150,571 |
| Accounting profit before tax (50 = 30 + 40) | 50 | | 1,189,369,648 | 2,798,114,561 |
| Income tax expense – current | 51 | 28 | 465,798,587 | 1,244,938,865 |
| Income tax expense/(benefit) – deferred | 52 | 28 | 76,683,373 | (382,099,115) |
| Net profit after tax (60 = 50 - 51 - 52) | 60 | | 646,887,688 | 1,935,274,811 |
| Earnings per share | | | | |
| Basic earnings per share | 70 | 29 | 54 | 161 |

19 March 2026

Prepared by:



Tran Thi Thao
General Accountant

Reviewed by:



Tran Thi Chat
Chief Accountant

Approved by:



Trinh Cong Vinh
Director



The accompanying notes are an integral part of these financial statements

Saigon-Bac Lieu Beer Joint Stock Company
Statement of cash flows for the year ended 31 December 2025
(Indirect method)

Form B 03 – DN
(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)

| | Code | 2025 VND | 2024 VND |
|---|-----------|-----------------------|-----------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Accounting profit before tax | 01 | 1,189,369,648 | 2,798,114,561 |
| Adjustments for | | | |
| Depreciation and amortisation | 02 | 17,373,273,453 | 20,952,232,210 |
| Allowances and provisions | 03 | 1,786,601,011 | - |
| Profits from investing activities | 05 | (2,860,525,528) | (1,062,191,462) |
| Interest expense | 06 | 1,507,780,364 | 737,326,424 |
| Operating profit before changes in working capital | 08 | 18,996,498,948 | 23,425,481,733 |
| Change in receivables | 09 | 10,386,155,543 | 11,358,608,605 |
| Change in inventories | 10 | 3,149,598,298 | (509,133,747) |
| Change in payables and other liabilities | 11 | (1,570,997,017) | (24,692,762,524) |
| Change in prepaid expenses | 12 | 285,507,169 | 298,506,256 |
| | | 31,246,762,941 | 9,880,700,323 |
| Interest paid | 14 | (1,523,863,144) | (709,688,407) |
| Corporate income tax paid | 15 | (1,178,917,126) | (1,888,185,478) |
| Other payments for operating activities | 17 | (200,000,000) | - |
| Net cash flows from operating activities | 20 | 28,343,982,671 | 7,282,826,438 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Payments for additions to fixed assets and other long-term assets | 21 | (1,526,578,901) | (93,438,456) |
| Proceeds from disposals of fixed assets | 22 | 207,521,886 | 38,500,000 |
| Placements for term deposits at banks | 23 | (54,100,000,000) | - |
| Collections of term deposits at banks | 24 | 54,100,000,000 | - |
| Receipts of interests | 27 | 2,695,036,944 | 1,023,691,462 |
| Net cash flows from investing activities | 30 | 1,375,979,929 | 968,753,006 |

The accompanying notes are an integral part of these financial statements

Saigon-Bac Lieu Beer Joint Stock Company
Statement of cash flows for the year ended 31 December 2025
(Indirect method – continued)

Form B 03 – DN
(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)

| | Code | 2025 VND | 2024 VND |
|---|-----------|-------------------------|-----------------------|
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Proceeds from borrowings | 33 | 154,817,319,757 | 215,479,542,978 |
| Payments to settle loan principals | 34 | (180,743,909,392) | (175,782,734,488) |
| Payments of dividends | 36 | (5,734,872,000) | (5,973,396,000) |
| Net cash flows from financing activities | 40 | (31,661,461,635) | 33,723,412,490 |
| Net cash flows during the year (50 = 20 + 30 + 40) | 50 | (1,941,499,035) | 41,974,991,934 |
| Cash and cash equivalents at the beginning of the year | 60 | 57,738,492,583 | 15,763,500,649 |
| Cash and cash equivalents at the end of the year (70 = 50 + 60) (Note 5) | 70 | 55,796,993,548 | 57,738,492,583 |

19 March 2026

Prepared by:



Tran Thi Thao
General Accountant

Reviewed by:



Tran Thi Chat
Chief Accountant

Approved by:



Trinh Cong Vinh
Director

The accompanying notes are an integral part of these financial statements

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Saigon-Baclieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025

Form B 09 – DN
*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. Reporting entity

(a) Ownership structure

Saigon-Baclieu Beer Joint Stock Company (“the Company”) is incorporated as a joint stock company in Vietnam.

On 23 January 2017, the Company’s shares were officially traded on the unlisted public companies market (UPCOM) with the code of SBL.

(b) Principal activities

The principal activities of the Company are to produce and trade beer, alcohol and beverages; to produce and trade alcohol – liquor products; and to provide warehousing and inter-provincial cargo transportation services.

(c) Normal operating cycle

The normal operating cycle of the Company is generally within 12 months.

(d) Company structure

As at 31 December 2025, the Company had 86 employees (1/1/2025: 87 employees).

2. Basis of preparation

(a) Statement of compliance

These financial statements have been prepared in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for enterprises and the relevant statutory requirements applicable to financial reporting.

(b) Basis of measurement

The financial statements, except for the statement of cash flows, are prepared on the accrual basis using the historical cost concept. The statement of cash flows is prepared using the indirect method.

(c) Annual accounting period

The annual accounting period of the Company is from 1 January to 31 December.

Saigon-Baclieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

(d) Accounting and presentation currency

The Company's accounting currency is Vietnam Dong ("VND"), which is also the currency used for financial statements presentation purpose.

3. Significant accounting policies

The following significant accounting policies have been adopted by the Company in the preparation of these financial statements.

(a) Foreign currency transactions

Transactions in currencies other than VND during the year have been translated into VND at rates of exchange ruling at the transaction dates.

Monetary assets and liabilities denominated in currencies other than VND are translated into VND at the account transfer buying rate and account transfer selling rate, respectively, at the end of the annual accounting period quoted by the commercial bank where the Company most frequently conducts transactions.

All foreign exchange differences are recorded in the statement of income.

(b) Cash and cash equivalents

Cash comprises cash balances and call deposits. Cash equivalents are short-term highly liquid investments that are readily convertible to known amounts of cash, are subject to an insignificant risk of changes in value, and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

(c) Accounts receivable

Trade and other receivables are stated at cost less allowance for doubtful debts.

(d) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis and includes all costs incurred in bringing the inventories to their present location and condition. Cost in the case of finished goods and work in progress includes raw materials, direct labour and attributable manufacturing overheads. Net realisable value is the estimated selling price of inventory items, less the estimated costs of completion and estimated costs to sell.

The Company applies the perpetual method of accounting for inventories.

Saigon-Baclieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN

*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

(e) Tangible fixed assets

(i) Cost

Tangible fixed assets are stated at cost less accumulated depreciation. The initial cost of a tangible fixed asset comprises its purchase price, including import duties, non-refundable purchase taxes and any directly attributable costs of bringing the asset to its working condition for its intended use. Expenditure incurred after tangible fixed assets have been put into operation, such as repair and maintenance and overhaul costs, is charged to the statement of income in the year in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of tangible fixed assets beyond their originally assessed standard of performance, the expenditure is capitalised as an additional cost of tangible fixed assets.

(ii) Depreciation

Depreciation is computed on a straight-line basis over the estimated useful lives of tangible fixed assets. The estimated useful lives are as follows:

| | |
|----------------------------|--------------|
| ▪ buildings and structures | 5 – 50 years |
| ▪ machinery and equipment | 3 – 20 years |
| ▪ motor vehicles | 10 years |
| ▪ office equipment | 3 – 8 years |

(f) Intangible fixed assets

Software

Cost of acquiring new software, which is not an integral part of the related hardware, is capitalised and treated as an intangible asset. Software cost is amortised on a straight-line basis over 8 years.

(g) Construction in progress

Construction in progress represents the costs of tangible and intangible fixed assets which have not been fully completed or installed. No depreciation is provided for construction in progress during the year of construction and installation.

(h) Long-term prepaid expenses

(i) Maintenance expenses

Maintenance expenses include maintenance expenses for machineries which incurred periodically but not qualified for recognition of fixed assets under prevailing regulation. Maintenance expenses are stated at cost and amortised on straight-line basis over 2 to 3 years.

Saigon-Baclieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

(ii) Tools and instruments

Tools and instruments include assets held for use by the Company in the normal course of business whose costs of individual items are less than VND30 million and therefore not qualified for recognition as fixed assets under prevailing regulation. Costs of tools and instruments are amortised on a straight-line basis over 2 to 3 years.

(i) Trade and other payables

Trade and other payables are stated at their cost.

(j) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(k) Share capital

Ordinary shares

Ordinary shares are stated at par value. Excess of cash received from shares issue over par value is recorded as share premium. Incremental costs directly attributable to the issue of shares, net of tax effects, are recognised as a deduction from share premium.

(l) Taxation

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the statement of income except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the end of the annual accounting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using the tax rates enacted or substantively enacted at the end of the annual accounting period.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Saigon-Ba lieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

(m) Revenue and other income

(i) Goods sold

Revenue from sales of goods is recognised in the statement of income when significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due or possible return of goods. Revenue on sales of goods is recognised at the net amount after deducting sales discounts stated on the invoice.

(ii) Services rendered

Revenue from services rendered is recognised in the statement of income in proportion to the stage of completion of the transaction. The stage of completion is assessed by reference to surveys of work performed. No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due.

(iii) Interest income

Interest income is recognised in the statement of income on a time proportion basis with reference to the principal outstanding and the applicable interest rate.

(n) Operating lease payments

Leases in terms of which the Company, as lessee, does not assume substantially all the risks and rewards of ownership are classified as operating leases and are not recognised in the Company's balance sheet.

Payments made under operating leases are recognised in the statement of income on a straight-line basis over the term of the lease. Lease incentives received are recognised in the statement of income as an integral part of the total lease expense over the term of the lease.

(o) Borrowing costs

Borrowing costs are recognised as an expense in the year in which they are incurred, except where the borrowing costs relate to borrowings in respect of the construction of qualifying assets, in which case the borrowing costs incurred during the year of construction are capitalised as part of the cost of the assets concerned.

(p) Earnings per share

The Company presents basic earnings per share ("EPS") for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to the ordinary shareholders (after deducting any amounts appropriated to bonus and welfare fund for the annual accounting period) of the Company by the weighted average number of ordinary shares outstanding during the year.

The Company did not have potentially dilutive shares, and therefore does not present diluted earnings per share.

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Saigon-Balieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

(q) Segment reporting

A segment is a distinguishable component of the Company that is engaged either in providing related products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The Company's primary format for segment reporting is based on business segments.

(r) Related parties

Parties are considered to be related to the Company if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions, or where the Company and the other party are subject to common control or significant influence. Related parties may be individuals or corporate entities and include close family members of any individual considered to be a related party.

(s) Comparative information

Comparative information in these financial statements is presented as corresponding figures. Under this method, comparative information for the prior year is included as an integral part of the current year financial statements and is intended to be read only in relation to the amounts and other disclosures relating to the current year. Accordingly, the comparative information included in these financial statements is not intended to present the Company's financial position, results of operations or cash flows for the prior year.

4. Segment reporting

The Company's principal business activities are to produce and trade beers. Other activities are to provide warehousing and inter-provincial cargo transportation services. During the year, other business activities accounted for an insignificant proportion of the total revenue and operating results of the Company, accordingly the financial information presented in the balance sheet as at 31 December 2025 and 1 January 2025 and revenue and expenses presented in the statement of income for the years ended 31 December 2025 and 31 December 2024 were mainly related to the Company's principal business activities.

Geographically, the Company only operates in the territory of Vietnam.

Saigon-Bacliieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)

5. Cash and cash equivalents

| | 31/12/2025 | 1/1/2025 |
|----------------------|-------------------|-----------------|
| | VND | VND |
| Cash on hand | 76,094,717 | 41,589,789 |
| Cash in banks | 220,898,831 | 236,902,794 |
| Cash equivalents (*) | 55,500,000,000 | 57,460,000,000 |
| | 55,796,993,548 | 57,738,492,583 |

(*) Cash equivalents represented term deposits at banks with original terms to maturity of three months or less and earned interest at rates 4.75% per annum (1/1/2025: 4.7% per annum).

6. Accounts receivable from customers

(a) Accounts receivable from customers detailed by significant customers

| | 31/12/2025 | 1/1/2025 |
|--|-------------------|-----------------|
| | VND | VND |
| Vietnam Development Bank - Bac Lieu Transaction Office | 3,080,171,000 | 3,080,171,000 |
| Saigon Beer - Alcohol - Beverage Corporation | 2,355,397,000 | 12,783,020,316 |
| Other customers | 158,604,350 | 75,438,696 |
| | 5,594,172,350 | 15,938,630,012 |

(b) Accounts receivable from customers who are related parties

| | 31/12/2025 | 1/1/2025 |
|--|-------------------|-----------------|
| | VND | VND |
| Saigon Beer - Alcohol - Beverage Corporation | 2,355,397,000 | 12,783,020,316 |
| Saigon Beer Trading Company Limited | 106,968,590 | 74,838,696 |
| | 2,462,365,590 | 12,857,859,012 |

The trade related amounts due from related parties were unsecured, interest free and are receivable upon demand.

Saigon-Bac Lieu Beer Joint Stock Company

Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN

*(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***7. Allowance for doubtful debts**

| | 31/12/2025 and 1/1/2025 | | |
|---|-------------------------|------------------|------------------------------|
| | Cost VND | Allowance VND | Recoverable amount VND |
| Vietnam Development Bank - Bac Lieu Transaction Office | 3,080,171,000 | (3,080,171,000) | - |

8. Inventories

| | 31/12/2025 | | 1/1/2025 | |
|--------------------|----------------|------------------|----------------|------------------|
| | Cost VND | Allowance VND | Cost VND | Allowance VND |
| Raw materials | 1,940,281,857 | - | 3,304,393,164 | - |
| Tools and supplies | 2,477,930,094 | (1,786,601,011) | 2,871,251,558 | - |
| Work in progress | 5,208,861,049 | - | 6,737,649,513 | - |
| Finished goods | 580,653,870 | - | 444,030,933 | - |
| | 10,207,726,870 | (1,786,601,011) | 13,357,325,168 | - |

Movements in the allowance for inventories during the year were as follows:

| | 2025 VND |
|---|---------------|
| Additions during the year and closing balance | 1,786,601,011 |

Saigon-Baclieu Beer Joint Stock Company

Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN

*(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***10. Long-term prepaid expenses**

| | Maintenance expenses VND | Tools and instruments VND | Total VND |
|---------------------------|--------------------------------|---------------------------------|---------------|
| Opening balance | 722,662,686 | 431,283,330 | 1,153,946,016 |
| Additions | 354,720,000 | 27,314,815 | 382,034,815 |
| Amortisation for the year | (553,043,710) | (223,662,042) | (776,705,752) |
| Closing balance | 524,338,976 | 234,936,103 | 759,275,079 |

11. Account payable to suppliers**(a) Accounts payable to suppliers detailed by significant suppliers**

| | Cost/Amount within repayment capacity | |
|--|--|-----------------|
| | 31/12/2025 VND | 1/1/2025 VND |
| Saigon Song Hau Beer Trading Joint Stock Company | 1,436,529,600 | 1,354,176,000 |
| Cuu Long Trading and Service Joint Stock Company | 372,375,551 | - |
| Phu Hung Boiler Company Limited | 270,698,814 | 314,911,532 |
| Saigon Beer Trading Company Limited | 160,462,886 | 106,143,272 |
| Truong Thang Food Company Limited | 100,000,000 | 491,979,200 |
| Camic Vietnam Company Limited | - | 204,187,500 |
| Other suppliers | 222,984,620 | 2,202,056,297 |
| | 2,563,051,471 | 4,673,453,801 |

(b) Accounts payable to supplier who are related parties

| | Cost/Amount within repayment capacity | |
|--|--|-----------------|
| | 31/12/2025 VND | 1/1/2025 VND |
| Saigon Song Hau Beer Trading Joint Stock Company | 1,436,529,600 | 1,354,176,000 |
| Saigon Beer Trading Company Limited | 160,462,886 | 106,143,272 |
| Sa Be Co Mechanical Company Limited | - | 202,834,800 |

The trade related amounts due to related parties were unsecured, interest free and are payable upon demand.

Saigon-Bac Lieu Beer Joint Stock Company

Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN

(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)

12. Taxes payable to State Treasury

| | 1/1/2025 VND | Incurred VND | Paid/Net-off VND | 31/12/2025 VND |
|------------------------|-----------------|-----------------|---------------------|-------------------|
| Special sales tax | 19,582,356,576 | 115,103,904,368 | (117,795,964,424) | 16,890,296,520 |
| Corporate income tax | 1,178,917,126 | 465,798,587 | (1,178,917,126) | 465,798,587 |
| Value added tax | 3,182,958,696 | 22,889,700,741 | (23,318,192,837) | 2,754,466,600 |
| Personal income tax | 147,283,954 | 663,641,522 | (790,746,973) | 20,178,503 |
| Natural resource taxes | 7,678,400 | 94,683,360 | (92,207,760) | 10,154,000 |
| Other taxes | - | 2,156,317,958 | (2,156,317,958) | - |
| | 24,099,194,752 | 141,374,046,536 | (145,332,347,078) | 20,140,894,210 |

13. Accrued expenses

| | 31/12/2025 VND | 1/1/2025 VND |
|---|-------------------|-----------------|
| Electricity expense | 175,243,006 | 170,699,816 |
| Interest expenses | 11,555,237 | 27,638,017 |
| Land rental expense | 829,765,478 | 829,765,478 |
| Remuneration and fees for Board of Management and Board of Supervisors member | 193,000,000 | - |
| Salary and remuneration | 1,200,000,000 | - |
| Others | 150,542,401 | 138,408,082 |
| | 2,560,106,122 | 1,166,511,393 |

14. Other payables – short-term

| | 31/12/2025 VND | 1/1/2025 VND |
|--|-------------------|-----------------|
| Dividends | 310,596,000 | 39,468,000 |
| Short-term deposits and collaterals received | 210,000,000 | 210,000,000 |
| Others | 361,502,662 | 354,106,250 |
| | 882,098,662 | 603,574,250 |

Saigon-Baclieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)

15. Short-term borrowings

| | 1/1/2025 Carrying amount/ Amount within repayment capacity VND | Movements during the year | | 31/12/2025 Carrying amount/ Amount within repayment capacity VND |
|-----------------------|--|---------------------------|-------------------|--|
| | | Increase VND | Decrease VND | |
| Short-term borrowings | 39,696,808,490 | 154,817,319,757 | (180,743,909,392) | 13,770,218,855 |

Terms and conditions of outstanding short-term borrowings were as follows:

| | Currency | Annual interest rate | 31/12/2025 VND | 1/1/2025 VND |
|--|----------|-------------------------|-------------------|-----------------|
| ▪ Vietnam Joint Stock Commercial Bank for Industry and Trade (“Vietinbank”) – Branch 4 | VND | 4.3% - 4.4% | 13,770,218,855 | 39,696,808,490 |

The loans from Vietinbank – Branch 4 are secured by tangible fixed assets with net book value as at 31 December 2025 of VND 125,411 million (1/1/2025: 138,473 million) (Note 9).

Saigon-Bac Lieu Beer Joint Stock Company**Notes to the financial statements for the year ended 31 December 2025 (continued)****Form B 09 – DN***(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***16. Bonus and welfare fund**

This fund is established by appropriating amounts from retained profits as approved by shareholders at the General Meeting of shareholders. This fund is used to pay bonus and welfare to the Company's employees in accordance with the Company's bonus and welfare policies.

Movements of bonus and welfare fund during the year were as follows:

| | 2025 VND | 2024 VND |
|---|---------------------------|---------------------------|
| Opening balance | 16,509,481 | 261,508,032 |
| Appropriation during the year (Note 18) | 200,000,000 | - |
| Utilisation | (200,000,000) | - |
| Adjustment (Note 18) | - | (244,998,551) |
| | <hr/> | <hr/> |
| Closing balance | 16,509,481 | 16,509,481 |
| | <hr/> | <hr/> |

17. Deferred tax liabilities

| | Tax rate | 31/12/2025 VND | 1/1/2025 VND |
|-----------------------------------|-----------------|---------------------------------|-------------------------------|
| Deferred tax liabilities | | | |
| Fixed assets depreciation changed | 20% | 1,044,477,006 | 610,473,431 |
| | | <hr/> | <hr/> |

Saigon-Baclicu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN
(Issued under Circular No. 200/2014/TT-BTC
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18. Changes in owners' equity

| | Share capital VND | Investment and development fund VND | Retained profits VND | Total VND |
|--|----------------------|---|-------------------------|-----------------|
| Balance as at 1 January 2024 | 120,120,000,000 | 27,919,729,439 | 39,565,212,367 | 187,604,941,806 |
| Net profit for the year | - | - | 1,935,274,811 | 1,935,274,811 |
| Adjustment for social activities fund | - | - | 244,998,551 | 244,998,551 |
| Adjustment for bonus and welfare fund (Note 16) | - | - | 244,998,551 | 244,998,551 |
| Dividends (Note 20) | - | - | (6,006,000,000) | (6,006,000,000) |
| Balance as at 1 January 2025 | 120,120,000,000 | 27,919,729,439 | 35,984,484,280 | 184,024,213,719 |
| Net profit for the year | - | - | 646,887,688 | 646,887,688 |
| Appropriation for bonus and welfare fund (Note 16) | - | - | (200,000,000) | (200,000,000) |
| Dividends (Note 20) | - | - | (6,006,000,000) | (6,006,000,000) |
| Balance as at 31 December 2025 | 120,120,000,000 | 27,919,729,439 | 30,425,371,968 | 178,465,101,407 |

Saigon-Bac Lieu Beer Joint Stock Company

Notes to the financial statements for the year ended 31 December 2025 (continued)

Form B 09 – DN

(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)

19. Share capital

The Company's authorised and issued share capital are:

| | 31/12/2025 and 1/1/2025 | |
|--|-------------------------|-----------------|
| | Number of shares | VND |
| Authorised and issued share capital | | |
| Ordinary shares | 12,012,000 | 120,120,000,000 |
| Shares currently in circulation | | |
| Ordinary shares | 12,012,000 | 120,120,000,000 |

All ordinary shares have a par value of VND10,000. Each share is entitled to one vote at meetings of the Company. Shareholders are entitled to receive dividends as declared from time to time. All ordinary shares are ranked equally with regard to the Company's residual assets.

There was no movement in share capital during the years ended 31 December 2025 and 31 December 2024.

20. Dividends

The General Meeting of Shareholders of the Company resolved to declare dividends to shareholders during the year were as follows:

| | Year ended | | | |
|------------------------------------|-------------------------|---------------|-------------------------|---------------|
| | 31/12/2025 | | 31/12/2024 | |
| | Percentage on par value | VND | Percentage on par value | VND |
| Dividends declared during the year | 5% | 6,006,000,000 | 5% | 6,006,000,000 |

21. Investment and development fund

Investment and development fund was appropriated from retained profits in accordance with the resolution of General Meeting of Shareholders. This fund was established for the purpose of future business expansion.

Saigon-Baclieu Beer Joint Stock Company**Notes to the financial statements for the year ended 31 December 2025 (continued)****Form B 09 – DN***(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***22. Off balance sheet items****Lease**

The future minimum lease payments under non-cancellable operating leases were:

| | 31/12/2025 VND | 1/1/2025 VND |
|------------------------|---------------------------------|-------------------------------|
| Within one year | 1,748,327,643 | 476,708,749 |
| From two to five years | 5,297,818,714 | 1,906,834,997 |
| More than five years | 13,870,580,268 | 14,347,289,017 |
| | <hr/> | <hr/> |
| | 20,916,726,625 | 16,730,832,763 |

23. Revenue from sales of goods and provision of services

Total revenue represents the gross value of goods sold and services rendered, exclusive of value added tax and special sales tax.

| | 2025 VND | 2024 VND |
|---------------------------|---------------------------|---------------------------|
| Total revenue | | |
| ▪ Sales of finished goods | 108,365,544,902 | 133,785,628,680 |
| ▪ Provision of services | 1,967,520,149 | 2,267,145,677 |
| ▪ Others | 5,664,244,616 | 4,267,584,283 |
| | <hr/> | <hr/> |
| | 115,997,309,667 | 140,320,358,640 |

24. Cost of goods sold and services provided

| | 2025 VND | 2024 VND |
|--|---------------------------|---------------------------|
| Total cost of goods sold and services provided | | |
| ▪ Finished goods sold | 102,413,971,249 | 125,857,781,512 |
| ▪ Services provided | 988,183,815 | 910,458,167 |
| | <hr/> | <hr/> |
| | 103,402,155,064 | 126,768,239,679 |

Saigon-Bac Lieu Beer Joint Stock Company**Notes to the financial statements for the year ended 31 December 2025 (continued)****Form B 09 – DN***(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***25. Selling expenses**

| | 2025 VND | 2024 VND |
|------------------------------------|---------------------------|---------------------------|
| Selling support expenses | 1,330,120,000 | 1,253,866,667 |
| Marketing and advertising expenses | 150,408,219 | 312,850,867 |
| Others | 438,101,408 | 502,741,731 |
| | <hr/> | <hr/> |
| | 1,918,629,627 | 2,069,459,265 |
| | <hr/> | <hr/> |

26. General and administration expenses

| | 2025 VND | 2024 VND |
|-------------------------------|---------------------------|---------------------------|
| Staff costs | 4,915,412,128 | 5,067,233,803 |
| Outside services | 4,011,248,401 | 1,663,674,143 |
| Depreciation and amortisation | 11,158,457 | 19,439,757 |
| Others | 1,851,413,807 | 2,243,713,041 |
| | <hr/> | <hr/> |
| | 10,789,232,793 | 8,994,060,744 |
| | <hr/> | <hr/> |

27. Production and business costs by elements

| | 2025 VND | 2024 VND |
|---|---------------------------|---------------------------|
| Raw material costs included in production costs | 58,736,128,828 | 82,532,530,762 |
| Labour costs and staff costs | 20,394,335,975 | 19,391,601,422 |
| Depreciation and amortisation | 17,373,273,453 | 20,952,232,210 |
| Outside services | 8,128,620,367 | 6,759,737,135 |
| Other expenses | 10,085,493,334 | 9,298,263,950 |
| | <hr/> | <hr/> |

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Saigon-Baclieu Beer Joint Stock Company

Notes to the financial statements for the year ended 31 December 2025 (continued)

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*(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***28. Corporate income tax****(a) Recognised in the statement of income**

| | 2025 VND | 2024 VND |
|---|-------------|---------------|
| Current tax expense | | |
| Current year | 465,798,587 | 1,244,938,865 |
| Deferred tax expense/(benefit) | | |
| Origination and reversal of temporary differences | 76,683,373 | (382,099,115) |
| | 542,481,960 | 862,839,750 |

(b) Reconciliation of effective tax rate

| | 2025 VND | 2024 VND |
|-------------------------------|---------------|---------------|
| Accounting profit before tax | 1,189,369,648 | 2,798,114,561 |
| Tax at the Company's tax rate | 237,873,930 | 559,622,912 |
| Non-deductible expenses | 304,608,030 | 303,216,838 |
| | 542,481,960 | 862,839,750 |

(c) Applicable tax rates

Under the terms of Income Tax Law, the Company has an obligation to pay the government income tax at the normal income tax rate of taxable profits. The normal income tax rate applicable to enterprises before any incentives is 20%.

Saigon-Bac Lieu Beer Joint Stock Company**Notes to the financial statements for the year ended 31 December 2025 (continued)****Form B 09 – DN***(Issued under Circular No. 200/2014/TT-BTC dated 22 December 2014 of the Ministry of Finance)***29. Basic earnings per share**

The calculation of basic earnings per share for the years ended was based on the profit attributable to ordinary shareholders after deducting the amounts appropriated to bonus and welfare fund and a weighted average number of ordinary shares, calculated as follows:

(i) Net profit attributable to ordinary shareholders

| | 2025 | 2024 |
|--|-------------|---------------|
| | VND | VND |
| Net profit attributable to ordinary shareholders | 646,887,688 | 1,935,274,811 |

(ii) Weighted average number of ordinary shares

There was no movement in the number of shares for the years ended 31 December 2025 and 31 December 2024. The weighted average number of ordinary shares used to calculate basic earnings per share for two presented years is 12,012,000 shares.

(iii) Basic earnings per share

| | 2025 | 2024 |
|--------------------------|-------------|-------------|
| | VND | VND |
| Basic earnings per share | 54 | 161 |

30. Significant transactions with related parties

In addition to related party balances disclosed in other notes to the financial statements, the Company had the following significant transactions with related parties during the year:

| | Transaction value | |
|--|--------------------------|-----------------|
| | 2025 | 2024 |
| | VND | VND |
| Saigon Beer - Alcohol - Beverage Corporation | | |
| Sales of finished goods (exclusive of special sales tax) | 108,365,544,902 | 133,785,628,680 |
| Purchases of raw materials | 38,736,213,853 | 56,053,841,204 |
| Western - Sai Gon Beer Joint Stock Company | | |
| Dividends | 1,201,200,000 | 1,201,200,000 |
| Sa Be Co Mechanical Company Limited | | |
| Purchases of services | 24,000,000 | 312,810,000 |

Saigon-Bac Lieu Beer Joint Stock Company

Notes to the financial statements for the year ended 31 December 2025 (continued)

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| | Transaction value | |
|---|-------------------|---------------|
| | 2025 VND | 2024 VND |
| Saigon Beer Trading Company Limited | | |
| Provision of services | 1,595,159,799 | 1,966,629,123 |
| Sales of packaging | 733,900,000 | - |
| Bottle replacement fees and pallet charges | 393,621,799 | 406,604,044 |
| Saigon Song Hau Beer Trading Joint Stock Company | | |
| Purchases of goods | - | 79,420,800 |
| Selling support expenses | 1,330,120,000 | 1,253,866,667 |
| Bac Lieu Tourist Joint Stock Company | | |
| Purchases of services | 238,191,624 | 201,678,246 |
| The Branch of Malaya - Vietnam Glass Limited | | |
| Sales of other | 18,343,500 | 17,355,500 |
| Board of Directors members | | |
| <i>Fees</i> | | |
| Ms. Pham Thi Hong Hanh – Chairwoman | 216,000,000 | 216,000,000 |
| Mr. Nguyen Van Doi – Member | 120,000,000 | 120,000,000 |
| Mr. Nguyen Xuan Hai – Member | 120,000,000 | 120,000,000 |
| Mr. Pham Hong Minh – Member | 120,000,000 | 120,000,000 |
| Mr. Tran Nguyen Trung – Member | 84,000,000 | 120,000,000 |
| Board of Management | | |
| Salary, bonus and remuneration | 1,915,032,217 | 2,166,587,808 |
| Board of Supervisors members | | |
| <i>Fees</i> | | |
| Mr. Nguyen Tan Phien – Head of Board of Supervisors | 96,000,000 | 96,000,000 |
| Ms. Duong Thi Thuy Hong – Member | 48,000,000 | 48,000,000 |
| Ms. Tran Thi Ngoc Diep – Member | 48,000,000 | 48,000,000 |



31. Fees paid and payable to the auditors

| | 2025 VND | 2024 VND |
|--|-------------|-------------|
| Fees for financial statement audit | 89,000,000 | 85,000,000 |
| Fees for review of financial information | 63,000,000 | 60,000,000 |
| | 152,000,000 | 145,000,000 |



Saigon-Bac Lieu Beer Joint Stock Company
Notes to the financial statements for the year ended 31 December 2025 (continued)

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*(Issued under Circular No. 200/2014/TT-BTC
dated 22 December 2014 of the Ministry of Finance)*

32. Comparative information

The comparative information as at 1 January 2025 were derived from the balances and amounts reported in the Company's financial statements for the year ended 31 December 2024.

19 March 2026

Prepared by:



Tran Thi Thao
General Accountant

Reviewed by:



Tran Thi Chat
Chief Accountant

Approved by:



Trinh Cong Vinh
Director



**SAIGON - BAC LIEU BEER
JOINT STOCK COMPANY**

No.: 01/TTr-BKS

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

Vinh Long, April 15, 2026

SUBMISSION

Re: Selecting an Auditor for the 2026 Fiscal Year

To: General Meeting of Shareholders of Saigon - Bac Lieu Beer Joint Stock Company

Pursuant to Corporate Law No. 59/2020/QH14 and the Law amending and supplementing a number of articles of the Law on Enterprises 2025;

In accordance with the Articles of Association and Regulations of Saigon - Bac Lieu Beer Joint Stock Company.

The Board of Auditors of Saigon - Bac Lieu Beer Joint Stock Company, from the list of independent audit firms qualified to audit public interest companies and approved by the State Securities Commission to audit listed companies for the year 2026 and the company, including the independent audit firm of Company such as the independent auditing company of Saigon Beer - Alcohol - Beverage Corporation. The Board of Directors will respectfully submit to the General Meeting of Shareholders its consideration and approval for the Board's selection of an independent audit firm for other relevant periods of the Company.

We sincerely hope that you will consider and approve our proposal at the General Meeting of Shareholders.

Thank you in advance for your cooperation.

ON BEHALF OF THE BOARD OF SUPERVISORS

Recipient:

- As above.
- Board of Directors and Supervisory Board
- Note: Secretary to the Board of Directors.



Nguyễn Tấn Phiên

PROPOSAL
Re: 2025 Profit Distribution

Dear Shareholders of Saigon Bac Lieu beer joint stock company

Pursuant to 2025 actual results, the Board of Directors of Saigon Bac Lieu beer joint stock company would like to propose the 2025 profit distribution plan for Shareholders' approval as follows:

| No. | Categories | 2025 Budget | | 2025 Actual | |
|-----|--|-------------|-----------------------|-------------|-----------------------|
| | | Ratio | Amount (Mil. Dong) | Ratio | Amount (Mil. Dong) |
| 1 | Undistributed profit - beginning | | 29,778.48 | | 29,778.48 |
| 2 | Profit after tax | | 16.16 | | 646.89 |
| 3 | Profit distribution: | | | | 0 |
| 3.1 | <i>Dividend</i> | | | | 0 |
| 3.2 | <i>Bonus of Board of Directors and Board of Supervisors.</i> | | (*) | | 0 |
| 4 | Undistributed profit - ending | | 29,794.64 | | 30,425.37 |

(*) Subject to favorable 2025 business performance, the Board of Directors will present the 2025 dividend distribution and reward fund plans at the next AGM.

Proposing to the General Meeting of Shareholders for consideration and approval.
Respectfully yours,

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Recipients:

- As above;
- Saved at BOD Office/ Archives.



Pham Thi Hong Hanh

No: 03/TTr-HĐQT

Vinh Long, April 15, 2026

PROPOSAL

Re: 2026 Profit distribution plan

Dear Shareholders of Saigon Baclieu beer joint stock company

Pursuant to 2026 production and business plan, the Board of Directors of Saigon - Baclieu Beer Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval of the profit distribution plan for 2026 as follows:

| No | Contents | Actual 2025 | | Plan 2026 | |
|-----|--|-------------|--------------------------|-----------|--------------------------|
| | | Ratio | Amount (Mil. Dong) | Ratio | Amount (Mil. Dong) |
| 1 | Undistributed profit - beginning | | 29,778.48 | | 30,425.37 |
| 2 | Profit after tax | | 646.89 | | 12.23 |
| 3 | Profit distribution | | 0 | | |
| 3.1 | <i>Dividend</i> | | 0 | | |
| 3.2 | <i>Bonus of Board of Directors and Board of Supervisors.</i> | | 0 | (*) | |
| 4 | Undistributed profit - ending | | 30,425.37 | | 30,437.60 |

(*) Subject to favorable 2026 business performance, the Board of Directors will present the 2026 dividend distribution and reward fund plans at the next Annual General Meeting.

Proposing to the General Meeting of Shareholders for consideration and approval.

Respectfully yours.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Recipients:

- As above;
- Saved at BOD Office/ Archives.



Pham Thi Hong Hanh

Vinh Long, April 15, 2026

PROPOSAL
Re: Remuneration in 2025
for the Board of Directors and the Supervisory Board

Dear Shareholders of Saigon Bac Lieu beer joint stock company

Pursuant to the Resolution No. 01/2025/NQ-ĐHĐCĐ dated 18/04/2025 of the Annual General Meeting of Shareholders in 2025 of Saigon Bac Lieu beer joint stock Company;

The Board of Directors of Saigon Bac Lieu beer joint stock company would like to propose the 2025 settlement of remuneration for Members of the Board of Directors and the Supervisory Board for Shareholders' approval as follows:

1. Members of the Board of Directors:

| No. | Contents | Unit | Plan 2025 | Actual 2025 |
|-----|------------------------------|--------|-------------|-------------|
| 1 | Number of concurrent Members | People | 5 | 5 |
| 2 | Remuneration Fund | VND | 696,000,000 | 660,000,000 |

2. Members of the Supervisory Board:

| No. | Contents | Unit | Plan 2025 | Actual 2025 |
|------------|------------------------------|------------|--------------------|--------------------|
| I | Full-time Members | | | |
| 1 | Number of full-time Members | People | 1 | 1 |
| 2 | Remuneration Fund | VND | 96,000,000 | 96,000,000 |
| II | Concurrent Members | | | |
| 1 | Number of concurrent Members | People | 2 | 2 |
| 2 | Remuneration Fund | VND | 96,000,000 | 96,000,000 |
| III | Total Amount | VND | 192,000,000 | 192,000,000 |

Proposing to the General Meeting of Shareholders for consideration and approval.

Respectfully yours.

Recipients:

- As above;
- Saved at BOD Office/ Archives.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN


Pham Thi Hong Hanh

PROPOSAL

Re: Remuneration plan in 2026 for the Board of Directors and the Supervisory Board

Dear Shareholders of Saigon Baclieu beer joint stock company

Pursuant to the production and business targets for 2026 of Saigon Baclieu beer joint stock company,

The Board of Directors of Saigon Baclieu beer joint stock company would like to propose the 2026 settlement of remuneration for Members of the Board of Directors and the Supervisory Board for Shareholders' approval as follows:

1. Members of the Board of Directors:

| No. | Contents | Unit | Actual 2025 | Plan 2026 |
|-----|------------------------------|--------|-------------|-------------|
| 1 | Number of concurrent Members | People | 5 | 5 |
| 2 | Remuneration Fund | VND | 660,000,000 | 696,000,000 |

2. Members of the Supervisory Board:

| No. | Contents | Unit | Actual 2025 | Plan 2026 |
|------------|------------------------------|--------|--------------------|--------------------|
| I | Full-time Members | | | |
| 1 | Number of full-time Members | People | 1 | 1 |
| 2 | Remuneration Fund | VND | 96,000,000 | 96,000,000 |
| II | Concurrent Members | | | |
| 1 | Number of concurrent Members | People | 2 | 2 |
| 2 | Remuneration Fund | VND | 96,000,000 | 96,000,000 |
| III | Total Amount | VND | 192,000,000 | 192,000,000 |

Proposing to the General Meeting of Shareholders for consideration and approval.

Respectfully yours.

Recipients:

- As above;
- Saved at BOD Office/ Archives.

ON BEHALE OF THE BOARD OF DIRECTORS
CHAIRWOMAN



Pham Thi Hong Hanh

PROPOSAL

Re: Signing contracts with related parties under the authority of the General Meeting of Shareholders for approval in 2026

To: The General Meeting of Shareholders of Sai Gon - Bac Lieu Beer JSC.

- Pursuant to the Law on Enterprises 2020 and the Law amending and supplementing a number of articles of the Law on Enterprises 2025;
- Pursuant to the Charter of Sai Gon - Bac Lieu Beer Joint Stock Company;
- Pursuant to the business plan for 2026;

According to Point q, Clause 2, Article 15 of the Company's Charter, which stipulates: "The General Meeting of Shareholders shall decide on the Company's signing of contracts and transactions with the subjects specified in Clause 1, Article 167 of the Law on Enterprises when the contract value is equal to or greater than 35% of the Company's total asset value as recorded in the latest financial statement."

To ensure the Company's business operations comply with legal regulations and the Charter, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the signing of contracts with a value equal to or greater than 35% of the Company's total asset value as recorded in the latest audited financial statement, between the Company and related parties as follows:

1. *Production and supply contract between the Company and Sai Gon Beer - Alcohol - Beverage Corporation (Enterprise Code: 0300583659) and Sai Gon Beer Trading One Member Limited Liability Company (Enterprise Code: 0303140574).*
2. *Raw material purchase and production control contract between the Company and Sai Gon Beer - Alcohol - Beverage Corporation (Enterprise Code: 0300583659).*

Authorize the Company's legal representative to carry out necessary procedures to sign and implement the Contracts, including agreements on amendments, supplements, replacements, or terminations (if any) in accordance with the Company's annual business and production plan.

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for review and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

Recipients:

- As above;
- Saved at BOD Office/ Archives.



Pham Thi Hong Hanh

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

**SOME MAIN CONTENTS OF THE SALE AND PURCHASE CONTRACT OF
RAW MATERIALS AND PRODUCTION CONTROL IN 2026**

This Contract is made on day ...month....year 2026 by and between:

PARTY A: SAIGON BEER - ALCOHOL - BEVERAGE CORPORATION

Address: 187 Nguyen Chi Thanh Street, Cho Lon, Ho Chi Minh City

Tel: 028.38294083

Fax: 028.38227142

Tax Code: 0300583659

Representative:

Position:

PARTY B: SAIGON-BACLIEU BEER JOINT STOCK COMPANY

Address: Lot B5, Tra Kha Industrial Park, Bac Lieu Ward 8, Ca Mau Province

Tel: 0291 3780 781

Tax Code: 1900333973

Representative:

Position:

After negotiation and mutual agreement, both parties agree to enter into and perform this Contract under the following terms and conditions:

1. Contract contents

Party A agrees to sell to Party B the materials and raw materials used in beer production and to control the production process of Saigon Beer products.

2. Product name – Quantity – Unit price of raw materials

a. Product name: Materials and raw materials used for beer production.

b. Quantity of raw materials: Based on the 2026 production plan and may vary depending on the quantity of products assigned by Party A to Party B for production. In the event of any changes, both parties shall negotiate and sign a supplementary annex to the contract to adjust the volume of raw materials in accordance with the actual production and business situation.

c. Unit price of raw materials: Planned price based on the annual production plan, the annual raw material procurement contract plan, and estimates for the raw material supply process developed by Party A.

d. Each month, Party A shall send Party B a selling price notification to serve as the basis for issuing the sales invoice for that month.

3. Method of delivery and receipt of raw materials

a. Form of delivery: Goods shall be delivered in original sealed packaging; all markings on the accompanying documents must match those on the product packaging. Deliveries shall be made in multiple batches throughout the term of the Contract.

b. Quantity and delivery schedule: To be agreed upon by both parties, and Party A shall notify Party B at least two (02) days in advance.

c. Delivery location: At Party A's warehouse at a location to be specified by Party A.

d. Transportation:

Means of transportation and transportation costs: Party B shall be responsible. The transportation unit must inspect the vehicle, cargo box, and container to ensure safety and hygiene.

e. Loading and unloading costs: Each party shall bear the cost at their respective end.

4. Terms and payment method

a. Form of payment:

Party B shall make payment to Party A via bank transfer in full (100%) in Vietnamese Dong to the designated bank account.

b. Payment method:

Payment shall be made immediately after the invoice is issued and the goods are delivered and received. In case the payment due date falls on a Saturday, Sunday, or public holiday, the payment date shall be the first working day following the non-working day(s).

In the event that both parties agree to different payment terms, such agreement must be formalized in an annex to the contract.

5. Production control

Party B shall be responsible for strictly controlling the input raw materials provided by Sabeco. Party B shall ensure the production of products in accordance with the technical standards specified in Party A's ISO documentation.

Party B is also responsible for controlling the production process in accordance with the relevant terms of this Contract and the production-related guidelines/regulations provided and transferred by Party A to Party B.

6. Technology confidentiality

Responsibilities of Party B:



Party B shall maintain the confidentiality of all documents provided by Party A and shall not disclose any technological secrets to third parties. Party B is responsible for ensuring its employees do not divulge Party A's technological secrets.

Party B shall not use the technological processes transferred by Party A for the production of any type of beer that does not bear the Saigon Beer brand.

Party B is responsible for organizing training and assigning personnel to attend training courses organized and scheduled by Party A to enhance the knowledge and skills of the production team.

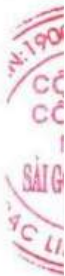
7. Contract validity

This Contract shall be effective from January 1, 2026, to March 31, 2027. After that, both parties shall conduct debt reconciliation and finalize the Contract, but the termination shall not occur until both parties have fully performed their contractual obligations.

This Contract is made in four (04) original copies, each party holding two (02) copies of equal legal validity.

REPRESENTATIVE OF PARTY A

REPRESENTATIVE OF PARTY B



**DRAFT PRODUCTION AND SUPPLY AGREEMENT
2026**

Contract No.: ...

This Production and Supply Agreement ("Agreement") made on the day ...

BY and BETWEEN:

SAIGON BEER-ALCOHOL-BEVERAGE CORPORATION

Enterprise Registration Certificate No: 0300583659

Address at No: 187 Nguyen Chi Thanh Street, Ward Cho Lon, Ho Chi Minh City

Represented in this act its by: ...

(hereinafter referred to as the "SABECO")

And

SAI GON - BAC LIEU BEER JOINT STOCK COMPANY

Enterprise Registration Certificate No: 1900333973

Address at No: Lot B5, Tra Kha IDZ, Bac Lieu Ward, Ca Mau Province

Represented in this act its by: ...

(hereinafter referred to as the "Brewer")

And

SAIGON BEER TRADING COMPANY LIMITED

Enterprise Registration Certificate No: 0303140574

Address at No: 12 Dong Du Street, Sai Gon Ward, Ho Chi Minh City

Represented in this act its by: ...

(hereinafter referred to as the "SATRACO")

1. OBJECTIVE AND SCOPE OF AGREEMENT

- SABECO hereby grants Brewer the right and license to brew Products in accordance with the Production Processes and Quality Standards by SABECO from time to time.
- Brewer hereby undertakes to sell and SABECO hereby undertakes to purchase Products brewed under this Agreement. Brewer shall not sell any Products to any party other than SABECO, unless otherwise agreed by SABECO in writing.
- SABECO hereby agrees to sell and SATRACO hereby agrees to purchase Products brewed by Brewer under this Agreement for distribution in accordance with SABECO's orientation from time to time.
- List of Products, Quality Standards and Production Processes are specifically describes in Appendix of this Agreement.

2. PRODUCTION PLAN

- SABECO shall decide and advise Brewer and SATRACO an Annual Production Plan. Accordingly, Annual Production Plan shall provide in detailed categories and respective quantities of Products to be produced and distributed for arrangement and execution of the same by Brewer and SATRACO. SABECO, at it own discretion, may adjust the Annual

Production depending on the circumstances. Based on the Annual Production Plan, SABECO provides the Production Plan on a weekly basis which will include the detailed list and the corresponding quantity of the Products that SABECO plans to order for the Brewer to arrange and carry out production.

- In any case, Brewer shall always prioritize all of its resources to brew Products as required by SABECO. Accordingly, during the Term of this Agreement, Brewer shall not simultaneously produce any other kind of beer products rather than Products as defined in Article 1 in any way, unless otherwise agreed by SABECO in writing or under another agreement between the parties.

3. DELIVERY PLAN

- Products shall be delivered at Brewer's warehouse.
- SATRACO shall advise Brewer and SABECO delivery time for Products.
- Brewer and SATRACO shall coordinate each other to arrange delivery of Products purchased by SATRACO, however, SABECO, shall reserve the right to supervise the delivery process. Freight for delivery of such shall be born by SATRACO, but loading Products on vehicles and unloading Returnable Containers from vehicles shall be arranged by Brewer in accordance with requirement of SATRACO.
- Products to be delivered must base on the finished products with traceable records, production process, and qualification testing by SABECO upon delivery.
- The Brewer shall deliver the Products when SATRACO has fully prepared the means at the Brewer's warehouse.

4. PRICES AND PAYMENT

- Purchasing Unit prices of Products purchased by SABECO from Brewers and selling Unit prices of Products sold by SABECO to SATRACO are provided in Appendix of the Agreement. SABECO reserves the right to adjust Unit prices from time to time at it's own discretion by a notice for signing an Addendum by all Parties.
- All prices hereof are inclusive of applicable Value Added Tax and Special Consumption Tax under applicable regulations at the time of payment.
- Payment currency is Vietnamese Dong.

5. TAXES

- Each Party shall be responsible exclusively for its own taxes and expenses related to doing business. For avoidance of doubt, Brewer shall declare and pay all special consumption tax and value-added tax applicable to Products in accordance with laws.

6. QUALITY CONTROL AND LIABILITY

- Brewer shall be fully responsible for the quality of Products from producing, packaging, inspecting, testing, handling, storing, and

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load/unload Products on/off the transport vehicles in accordance with Quality Standards and Specifications of SABECO. Brewer shall comply with requirements on production of Products as required by SABECO and relevant provisions of laws. SABECO, however, reserves the right to appoint personnel to perform inspection of Products at any time during the process of production of Products by Brewer.

- When any Products is found not in conformity with Production Processes, Quality Standards, and Specifications, the Party who found nonconforming Products must immediately notify of the same to other Parties so that Parties shall appoint their authorized representatives to consider the situation and determine damages and record on a written minute.

7. INTELLECTUAL PROPERTY

- Brewer and SATRACO acknowledges and agrees that SABECO is the sole owner of any intellectual property rights in relation to Products.

8. TERM AND TERMINATION

- This Agreement shall come into force and effect from January 01st, 2026 and end by a mutual agreement in writing by the Parties.

**ON BEHALF
OF SABECO**

**ON BEHALF
OF THE BREWER**

**ON BEHALF
OF SATRACO**



**SAIGON-BACLIEU BEER
JOINT STOCK COMPANY**

No.: 07/TTr-HĐQT

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

Vinh Long, April 15, 2026

PROPOSAL

Re: Amendment and supplementation of the Charter on Organization and Operation of Saigon-Baclieu Beer Joint Stock Company

Respectfully to: The General Meeting of Shareholders of Saigon-Baclieu Beer Joint Stock Company

- Pursuant to the Law on Enterprises 2020 and the Law amending and supplementing a number of articles of the Law on Enterprises 2025;

- Pursuant to the Charter of Saigon-Baclieu Beer Joint Stock Company;

The Board of Directors of Saigon-Baclieu Beer Joint Stock Company respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the amended and supplemented Charter to ensure compliance with the prevailing laws and regulations. The details of these amendments are attached to this Proposal.

Sincerely yours,

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**



PHAM THI HONG HANH

**APPENDIX ON AMENDMENTS TO THE CHARTER OF ORGANIZATION AND OPERATION
OF SAIGON-BACLIEU BEER JOINT STOCK COMPANY**

(Attached to Submission No./TTTr-DHDCD dated March 10, 2026)

Notes:

- Articles not specified in detail in this Appendix remain unchanged.
- The contents proposed for amendment in the section "Provisions in the Current Charter" are indicated by underlined text.
- The contents to be amended or supplemented in the section "Provisions in the Amended Charter" are indicated in bold text.
- The Law on Enterprises refers to the Law on Enterprises No. 59/2020/QH14, adopted by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020.
- The Law on Securities refers to the Law on Securities No. 54/2019/QH14, adopted by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019.
- Decree No. 155/2020/ND-CP refers to Decree No. 155/2020/ND-CP (as amended and supplemented by Decree No. 245/2025/ND-CP) dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.
- Circular No. 116/2020/TT-BTC refers to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance, guiding a number of provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government, detailing the implementation of certain articles of the Law on Securities.

| CURRENT CHARTER DATED APRIL 06, 2021 | | AMENDED AND SUPPLEMENTED CHARTER | LEGAL BASIS |
|---|---|---|--------------------------------------|
| Article 2. Name, Legal Form, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company | Article 2. Name, Legal Form, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company | Article 2. Name, Legal Form, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company | Update of administrative boundaries. |
| 3. Registered head office of the Company: - Head office address: Lot B5, Tra Kha | 3. Registered head office of the Company: Head office address: Lot B5, Tra Kha Industrial Park, Bac Lieu | | |

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**CURRENT CHARTER
DATED APRIL 06, 2021**

AMENDED AND SUPPLEMENTED CHARTER

LEGAL BASIS

Industrial Park, Ward 8, Bac Lieu City,
Bac Lieu Province, Vietnam.

Ward, Ca Mau Province, Vietnam.

Article 4. Objectives of operation of the company

Article 4. Objectives of operation of the company

1. The main lines of business of the Company are:
- Manufacture of beer (fresh beer, draft beer, bottled beer, canned beer) and malt for beer brewing;
 - Manufacture of spirits;
 - Provision of specialty food and beverage services;
 - Production and processing of animal feed for livestock, poultry and aquaculture;
 - Manufacture of purified drinking water, bottled mineral water, and other non-alcoholic beverages;
 - Trading of non-alcoholic beverages (fruit juice, soft drinks, mineral water, purified water); trading of alcoholic beverages (wine and beer);

1. The main lines of business of the Company are:

- 1103 (Main)** **Manufacture of beer**
- 1104** **Manufacture of malt for beer brewing**
- 1101** **Distillation, rectification and blending of spirits**
- 5629** **Other food service activities**
- 1080** **Manufacture of prepared feeds for livestock, poultry and aquatic animals**
- 1105** **Manufacture of non-alcoholic beverages and mineral water**
- 4633** **Wholesale of beverages**
- 4632** **Wholesale of food products**
- 4631** **Wholesale of rice, wheat, other cereal products and flour**

Revision of business line codes in accordance with Decision No. 36/2025/QĐ-TTg on the Vietnam Standard Industrial Classification, officially effective from November 15, 2025, replacing Decision No. 27/2018/QĐ-TTg with various updates to economic sector classifications.



**CURRENT CHARTER
DATED APRIL 06, 2021**

AMENDED AND SUPPLEMENTED CHARTER

LEGAL BASIS

| | | |
|---|---|--|
| <ul style="list-style-type: none"> - <u>Trading of food, foodstuffs, and preliminarily processed agricultural products;</u> - <u>Trading of scrap materials, glass, waste rubber, waste materials, scrap metal; trading of spent grain; trading of animal feed and raw materials for the Manufacture of feed for livestock, poultry and aquaculture;</u> - <u>Freight transport by road;</u> - <u>Warehousing and storage of goods..</u> | <p>Wholesale of agricultural and forestry raw materials (excluding wood, bamboo and rattan) and live animals</p> <p>Other specialized wholesale not elsewhere classified</p> <p>Freight transport by road</p> <p>Warehousing and storage of goods</p> <p>Production of electricity from renewable energy sources</p> | <p>4620</p> <p>4679</p> <p>4933</p> <p>5210</p> <p>3512</p> |
| <p>Article 26. Participants and terms of members of the Board of Directors</p> <p>1. The number of members of the Board of Directors shall be from three (03) to eleven (11) persons.</p> <p>3. The composition of the Board of Directors shall be as follows: The structure of the Board of Directors must ensure that at least one-third (1/3) of the total number of members of the Board of Directors are non-executive members. The Company shall minimize the number</p> | <p>Article 26. Participants and term of office of members of the Board of Directors</p> <p>1. The Board of Directors shall consist of from three (03) to eleven (11) members. A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council of no more than five (05) other companies.</p> <p>3. The composition of the Board of Directors shall be as follows: The structure of the Board of Directors must ensure the following minimum number of non-executive members:</p> | <p>Clause 78, Article 1 of Decree No. 245/2025/ND-CP, effective from September 11, 2025 (amending and supplementing Decree No. 155/2020/ND-CP), stipulates that: "A member of the Board of Directors of a public company may concurrently serve as a member of the Board of Directors or the Members' Council of no more than five (05) other companies," and</p> |



**CURRENT CHARTER
DATED APRIL 06, 2021**

AMENDED AND SUPPLEMENTED CHARTER

LEGAL BASIS

of members of the Board of Directors concurrently holding executive positions in the Company in order to ensure the independence of the Board of Directors.

- a) At least one (01) non-executive member in case the Company has from 03 to 05 members of the Board of Directors;*
- b) At least two (02) non-executive members in case the Company has from 06 to 08 members of the Board of Directors;*
- c) At least three (03) non-executive members in case the Company has from 09 to 11 members of the Board of Directors.*

expands the scope to include limited liability companies.
Clause 79, Article 1 of Decree No. 245/2025/ND-CP, effective from September 11, 2025 (amending and supplementing Decree No. 155/2020/ND-CP), stipulates the minimum number of non-executive members of the Board of Directors.

Article 42. Duty of honesty and avoidance of conflicts of interest

Article 42. Duty of honesty and avoidance of conflicts of interest
7. The Director must not be a related person of the Company's managers, Supervisors, or those of the parent company; the representative of state capital; or the representative of an enterprise's capital contribution in the Company and the parent company, in accordance with Point d, Clause 46, Article 4 of the Law on Securities.

Clause 83, Article 1 of Decree No. 245/2025/ND-CP, effective from September 11, 2025 (amending and supplementing Decree No. 155/2020/ND-CP), stipulates that:

“The Director or General Director must not be a related person of the Company's managers, Supervisors, or those of the parent company; the representative of state capital; or the representative of an enterprise's capital contribution in the Company

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**CURRENT CHARTER
DATED APRIL 06, 2021**

AMENDED AND SUPPLEMENTED CHARTER

LEGAL BASIS

and the parent company, in accordance with Point d, Clause 46, Article 4 of the Law on Securities.”

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SAIGON-BACLIEU BEER JOINT STOCK COMPANY

செயலாங்க

**CHARTER
OF ORGANIZATION AND OPERATION**

(Issued together with Resolution No. 01/NQ-DHDCD dated 15/04/2026)

Vinh Long, April 15, 2026

1/3/2026 14:11

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PREAMBLE

This Charter is adopted pursuant to the Resolution of the General Meeting of Shareholders No. 01/NQ-ĐHĐCĐ on day 15 month 04 year 2026.

I. DEFINITIONS AND INTERPRETATION OF TERMS IN THE CHARTER

Article 1. Interpretation of Terms

In this Charter, the following terms shall be construed as follows:

- a) *Charter Capital* means the total par value of shares sold or registered for subscription upon the establishment of the joint stock company and in accordance with Article 6 of this Charter;
- b) *Voting Capital* means share capital under which the holder has the right to vote on matters falling within the decision-making authority of the General Meeting of Shareholders;
- c) *Law on Enterprises* means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- d) *Law on Securities* means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- e) *Vietnam* means the Socialist Republic of Vietnam;
- f) *Date of Establishment* means the date on which the Company is first issued the Enterprise Registration Certificate (Business Registration Certificate or equivalent legal documents);
- g) *Executive(s)* means the Director, Deputy Director, Chief Accountant and other executives appointed by the Board of Directors;
- h) *Manager(s)* means managers of the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the Director and other individuals holding managerial positions appointed by the General Meeting of Shareholders or the Board of Directors;
- i) *Related Person(s)* means individuals or organizations as defined in Clause 46, Article 4 of the Law on Securities;
- j) *Shareholder(s)* means any individual or organization owning at least one share of the joint stock company;
- k) *Founding Shareholder(s)* means shareholders owning at least one ordinary share and signing the list of founding shareholders of the joint stock company;

l) *Major Shareholder(s)* means shareholders as defined in Clause 18, Article 4 of the Law on Securities;

m) *Term of Operation* means the operating duration of the Company as stipulated in Article 2 of this Charter and any extension thereof (if any) approved by the General Meeting of Shareholders;

n) *Stock Exchange* means the Vietnam Stock Exchange and its subsidiaries.

2. In this Charter, references to any provision or legal document shall include any amendments, supplements or replacement documents thereof.

3. Headings (Sections and Articles of this Charter) are inserted for convenience of reference only and shall not affect the interpretation or substance of this Charter.

II. NAME, LEGAL FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES, BUSINESS LOCATIONS, TERM OF OPERATION AND THE LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, Legal Form, Head Office, Branches, Representative Offices, Business Locations and Term of Operation of the Company

1. Name of the Company

- Vietnamese name: CÔNG TY CỔ PHẦN BIA SÀI GÒN – BẠC LIÊU
- Foreign name: SAIGON-BACLIEU BEER JOINT STOCK COMPANY
- Abbreviated name: SAIGON-BACLIEU BEER JSC

2. SAIGON-BACLIEU BEER JOINT STOCK COMPANY (hereinafter referred to as the “Company”) is a joint stock company having legal status in accordance with the applicable laws of Vietnam.

3. Registered Head Office of the Company:

- Head office address: Lot B5, Tra Kha Industrial Park, Bac Lieu Ward, Ca Mau Province, Vietnam
- Tel: 02913 780781
- Fax: 02913 780 567
- E-mail: bsgbaclieu@gmail.com
- Website: <http://www.biasaigonbaclieu.com>

4. The Company may establish branches and representative offices within its business areas in order to achieve its operational objectives in accordance with resolutions of the Board of Directors and within the scope permitted by law.

5. Unless the Company is terminated prior to the prescribed term under Clause 2, Article 54, or its operation is extended pursuant to Article 55 of this Charter, the Term of Operation of the Company shall be indefinite from the Date of Establishment.

Article 3. Legal representative of the company

3.1. The Legal Representative of the Company is an individual representing the Company in exercising the rights and performing the obligations arising from transactions of the Company; representing the Company as petitioner in civil matters, plaintiff, defendant, or person with related rights and obligations before Arbitration, Courts, and in exercising other rights and obligations in accordance with law.

3.2. The Legal Representative of the Company shall have the following responsibilities:

- a) To exercise assigned rights and perform assigned obligations honestly, prudently and to the best of his/her ability in order to ensure the lawful interests of the Company;
- b) To act loyally in the interests of the Company; not to abuse his/her position or office, and not to use information, know-how, business opportunities or other assets of the Company for personal gain or for the benefit of other organizations or individuals;
- c) To promptly, fully and accurately notify the Company of any enterprise in which he/she or his/her Related Persons act as owner or hold shares or capital contributions in accordance with law and this Charter.

3.3. The Legal Representative shall bear personal liability for any damage caused to the Company due to breach of the responsibilities stipulated in this Charter and in accordance with law.

3.4. The Chairman of the Board of Directors and the Director shall be the two (02) Legal Representatives of the Company. Each Legal Representative shall bear separate and corresponding responsibility within the scope of rights and obligations assigned to him/her in accordance with the Resolution or Decision of the Board of Directors of the Company (without joint liability).

3.5. Other provisions relating to the Legal Representative shall comply with the Law on Enterprises.

III. OBJECTIVES, BUSINESS SCOPE AND OPERATION OF THE COMPANY

Article 4. Objectives of operation of the company

1. The main lines of business of the Company are:

- 1103 (main) Manufacture of beer

| | |
|------|---|
| 1104 | Manufacture of malt for beer brewing |
| 1101 | Distillation, rectification and blending of spirits |
| 5629 | Other food service activities |
| 1080 | Manufacture of prepared feeds for livestock, poultry and and |
| 1105 | Manufacture of non-alcoholic beverages and mineral water |
| 4633 | Wholesale of beverages |
| 4632 | Wholesale of food products |
| 4631 | Wholesale of rice, wheat, other cereal products and flour |
| 4620 | Wholesale of agricultural and forestry raw materials (excluding |
| 4679 | Other specialized wholesale not elsewhere classified |
| 4933 | Freight transport by road |
| 5210 | Warehousing and storage of goods |
| 3512 | Production of electricity from renewable energy sources |

2. The objectives of the Company are to mobilize capital and use capital efficiently for the development of its business and service activities with the aim of maximizing profits; creating stable employment; improving working conditions and enhancing the living standards of employees of the Company; ensuring benefits for shareholders; and fulfilling obligations to the State budget.

Article 5. Business scope and operation of the Company

The Company is entitled to conduct business activities in accordance with the lines of business specified in this Charter which have been duly registered, any changes thereto have been notified to the business registration authority, and have been published on the National Enterprise Registration Portal.

IV. CHARTER CAPITAL AND SHARES

Article 6. Charter capital and shares

1. The Charter capital of the Company is 120,120,000,000 dong (in words: One hundred twenty billion one hundred twenty million dong).

The total Charter capital of the Company is divided into 12,012,000 shares with a par value of 10,000 dong per share.

2. The Company may change its Charter capital upon approval by the General Meeting of Shareholders and in compliance with applicable laws.

3. The shares of the Company at the time of adoption of this Charter consist of ordinary shares and preference shares (if any). The rights and obligations of shareholders holding each type of shares are stipulated in Articles 12 and 13 of this Charter.

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4. The Company may issue other types of preference shares upon approval by the General Meeting of Shareholders and in accordance with law.

Ordinary shares shall be offered on a pre-emptive basis to existing shareholders in proportion to their respective holdings of ordinary shares in the Company, unless otherwise decided by the General Meeting of Shareholders. Any shares not subscribed for shall be decided upon by the Board of Directors. The Board of Directors may distribute such shares to shareholders and other persons provided that the conditions are not more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or otherwise provided by securities laws.

6. The Company may repurchase shares it has issued in accordance with this Charter and applicable laws.

7. The Company may issue other types of securities in accordance with law.

Article 7. Share certificates

1. Shareholders of the Company shall be issued share certificates corresponding to the number and class of shares owned.

2. A share certificate is a type of security certifying the lawful rights and interests of its holder with respect to a portion of the share capital of the issuing organization. A share certificate must contain all contents as prescribed in Clause 1, Article 121 of the Law on Enterprises.

3. Within 30 days from the date of submission of a complete dossier requesting the transfer of share ownership in accordance with the Company's regulations, or within 02 months from the date of full payment for shares in accordance with the Company's share issuance plan (or within another time limit as provided in the issuance terms), the owner of such shares shall be issued a share certificate. The shareholder shall not be required to pay the Company any cost for printing the share certificate.

4. In case a share certificate is lost, damaged or otherwise destroyed, the shareholder shall be re-issued a share certificate upon request. The request must include the following contents:

- a) Information relating to the lost, damaged or otherwise destroyed share certificate;
- b) A commitment to bear responsibility for any disputes arising from the re-issuance of the new share certificate.

Article 8. Other securities certificates

Bond certificates or other securities certificates issued by the Company shall bear the signature of the Legal Representative and the seal of the Company.



Article 9. Transfer of shares

1. All shares shall be freely transferable unless otherwise provided in this Charter or by law. Shares registered for trading on the Stock Exchange shall be transferred in accordance with the laws on securities and the securities market.
2. Shares which have not been fully paid for shall not be transferred and shall not be entitled to related rights and benefits, including the right to receive dividends, the right to receive newly issued shares for the purpose of increasing share capital from equity sources, the right to purchase newly offered shares, and other rights and benefits in accordance with law.

Article 10. Share recovery

1. In the event that a shareholder fails to fully and punctually pay the amount payable for subscribed shares, the Board of Directors shall notify and has the right to request such shareholder to pay the outstanding amount and to bear liability corresponding to the total par value of the shares subscribed for in respect of the financial obligations of the Company arising from such failure to make full payment.
2. The above notice of payment must clearly state the new payment deadline (which shall be at least 07 days from the date of dispatch of the notice), the place of payment, and must specify that if payment is not made as required, the unpaid shares shall be recovered.
3. The Board of Directors shall have the right to recover shares which have not been fully and timely paid for if the requirements stated in the above notice are not fulfilled.
4. Recovered shares shall be deemed shares authorized for offering as prescribed in Clause 3, Article 112 of the Law on Enterprises. The Board of Directors may directly or authorize others to sell or reallocate such shares under such conditions and in such manner as it deems appropriate.
5. A shareholder holding recovered shares shall cease to be a shareholder with respect to such shares but shall remain liable corresponding to the total par value of the subscribed shares for the financial obligations of the Company arising up to the time of recovery, in accordance with the decision of the Board of Directors, from the date of recovery until full payment is made. The Board of Directors shall have full authority to decide on enforcement of payment of the full value of the shares at the time of recovery.
6. The notice of recovery shall be sent to the holder of the recovered shares prior to the recovery date. The recovery shall remain valid even in the event of any error or negligence in sending the notice.

V. ORGANIZATIONAL STRUCTURE, MANAGEMENT AND CONTROL

Article 11. Organizational structure, management and control

The organizational structure for management, governance and control of the Company comprises:

1. The General Meeting of Shareholders;
2. The Board of Directors and the Board of Supervision;
3. The Director.

VI. SHAREHOLDERS AND THE GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Ordinary shareholders shall have the following rights:
 - a) To attend and speak at meetings of the General Meeting of Shareholders and to exercise voting rights directly or through an authorized representative or by other methods as prescribed in the Company's Charter and by law. Each ordinary share shall carry one vote;
 - b) To receive dividends at a rate decided by the General Meeting of Shareholders;
 - c) To be given priority in subscribing for new shares in proportion to their respective holdings of ordinary shares in the Company;
 - d) To freely transfer their shares to others, except in the cases provided in Clause 3, Article 120 and Clause 1, Article 127 of the Law on Enterprises and other relevant laws;
 - e) To examine, look up and extract information relating to their names and contact addresses in the list of shareholders entitled to vote; to request correction of inaccurate information relating to themselves;
 - f) To examine, look up, extract or copy the Company's Charter, minutes of meetings of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;
 - g) Upon dissolution or bankruptcy of the Company, to receive a portion of the remaining assets corresponding to their shareholding ratio in the Company;
 - h) To request the Company to repurchase their shares in the cases provided in Article 132 of the Law on Enterprises;
 - i) To be treated equally. Each share of the same class shall confer upon its holder equal rights, obligations and interests. Where the Company has different classes of



preference shares, the rights and obligations attached to such preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

j) To have full access to periodic and ad hoc information disclosed by the Company in accordance with law;

k) To have their lawful rights and interests protected; to request suspension or annulment of Resolutions or decisions of the General Meeting of Shareholders or the Board of Directors in accordance with the Law on Enterprises;

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

2. A shareholder or a group of shareholders owning five percent (05%) or more of the total ordinary shares shall have the following rights:

a) To request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with Clause 3, Article 115 and Article 140 of the Law on Enterprises;

b) To examine, look up and extract minutes, Resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervision, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents relating to trade secrets or business secrets of the Company;

c) To request the Board of Supervision to inspect specific matters relating to the management and operation of the Company where deemed necessary. Such request must be made in writing and must include the following contents: full name, contact address, nationality, and legal identification documents for individual shareholders; name, enterprise code or legal documents, and head office address for organizational shareholders; number of shares and date of registration of shares of each shareholder; total number of shares of the group of shareholders and their ownership ratio in the total shares of the Company; matters to be inspected and purpose of inspection;

d) To propose matters for inclusion in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Company no later than three (03) working days prior to the opening date. The proposal must clearly state the name of the shareholder, the number of each class of shares held, and the matter proposed for inclusion in the meeting agenda;

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

3. A shareholder or a group of shareholders owning ten percent (10%) or more of the total ordinary shares shall have the right to nominate candidates to the Board of

Directors and the Board of Supervision. The nomination of candidates to the Board of Directors and the Board of Supervision shall be carried out as follows:

- a) Ordinary shareholders forming a group to nominate candidates to the Board of Directors and the Board of Supervision must notify the meeting of their grouping prior to the opening of the General Meeting of Shareholders;
- b) Based on the number of members of the Board of Directors and the Board of Supervision, shareholders or groups of shareholders as stipulated in this Clause shall be entitled to nominate one or more persons as candidates for the Board of Directors and the Board of Supervision in accordance with the decision of the General Meeting of Shareholders. Where the number of candidates nominated by such shareholders or groups of shareholders is fewer than the number they are entitled to nominate pursuant to the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervision and other shareholders.

Article 13. Obligations of shareholders

Ordinary shareholders shall have the following obligations:

1. To fully and timely pay for the number of shares committed to be purchased.
2. Not to withdraw contributed capital in the form of ordinary shares from the Company in any form, except where such shares are repurchased by the Company or another person. In case a shareholder withdraws part or all of the contributed share capital in violation of this Clause, such shareholder and persons with related interests in the Company shall be jointly liable for the Company's debts and other property obligations within the value of the shares withdrawn and any damages arising.
3. To comply with the Charter of organization and operation and the Internal management regulations of the Company.
4. To comply with Resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
5. To keep confidential the information provided by the Company in accordance with the Charter of organization and operation and law; to use such information only for the exercise and protection of their lawful rights and interests; and not to disseminate, copy or send such information to other organizations or individuals.
6. To attend meetings of the General Meeting of Shareholders and exercise voting/election rights through the following forms:
 - a) Attending and voting/electing directly at the meeting;



- b) Authorizing another individual or organization to attend and vote/elect at the meeting;
 - c) Attending and voting/electing via online conference, electronic voting or other electronic forms;
 - d) Sending voting/election ballots to the meeting by mail, fax or email;
 - e) Sending voting/election ballots by other means as prescribed in the Charter of organization and operation.
7. To bear personal responsibility when acting in the name of the Company in any form to perform one of the following acts:
- a) Violating the law;
 - b) Conducting business or other transactions for personal gain or for the benefit of other organizations or individuals;
 - c) Paying debts not yet due in the presence of financial risks to the Company.
8. To fulfill other obligations as prescribed by current law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of the Company. The General Meeting of Shareholders shall convene annually within four (04) months from the end of the financial year. Unless otherwise provided in the Charter of organization and operation, the Board of Directors may decide to extend the time for holding the annual General Meeting of Shareholders when necessary, but not exceeding 06 months from the end of the financial year. In addition to the annual meeting, extraordinary meetings may be held. The location of the meeting of the General Meeting of Shareholders shall be determined as the place where the chairperson attends the meeting and must be within the territory of Vietnam.
2. The Board of Directors shall convene the annual General Meeting of Shareholders and select an appropriate venue. The annual General Meeting of Shareholders shall decide matters as prescribed by law and the Charter of organization and operation, particularly the approval of audited annual financial statements. Where the audit report on the Company's annual financial statements contains material qualifications, adverse opinions or disclaimers, the Company must invite a representative of the approved auditing organization that conducted the audit to attend the annual General Meeting of Shareholders, and such representative shall be responsible for attending the meeting.
3. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases:

- a) When deemed necessary for the interests of the Company;
- b) When the remaining number of members of the Board of Directors or the Supervisory Board is fewer than the minimum number prescribed by law;
- c) At the request of a shareholder or group of shareholders specified in Clause 2 Article 115 of the Law on Enterprises. Such request must be made in writing, clearly stating the reasons and purposes of the meeting, and bearing full signatures of the relevant shareholders or being made in multiple copies with sufficient signatures of the relevant shareholders;
- d) At the request of the Supervisory Board;
- e) Other cases as prescribed by law and this Charter of organization and operation.

4. Convening an extraordinary meeting of the General Meeting of Shareholders:

The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date when the number of remaining members of the Board of Directors or the Supervisory Board falls below the level specified in Point b Clause 3 of this Article or from the date of receipt of the request specified in Points c and d Clause 3 of this Article.

- a) If the Board of Directors fails to convene the meeting as prescribed in this Clause, within the next 30 days, the Supervisory Board shall replace the Board of Directors in convening the meeting in accordance with Clause 3 Article 140 of the Law on Enterprises;
- b) If the Supervisory Board fails to convene the meeting as prescribed above, the shareholder or group of shareholders specified in Point c Clause 3 of this Article shall have the right to request a representative of the Company to convene the meeting in accordance with the Law on Enterprises;
- c) Procedures for organizing the meeting shall comply with Clause 5 Article 140 of the Law on Enterprises.

Article 15. Rights and obligations of the General Meeting of Shareholders

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

- a) To approve the development orientation of the Company;
- b) To decide on the types of shares and the total number of shares of each type authorized to be offered; to decide the annual dividend rate for each type of share;
- c) To elect, dismiss and remove members of the Board of Directors and members of the Supervisory Board;

- d) To decide on investment or sale of assets with a value equal to or exceeding 35% of the total value of assets recorded in the most recent financial statements of the Company;
- e) To decide on amendments and supplements to the Charter of organization and operation;
- f) To approve the annual financial statements;
- g) To decide on the repurchase of more than 10% of the total number of issued shares of each type;
- h) To examine and handle violations committed by members of the Board of Directors or members of the Supervisory Board causing damage to the Company and its shareholders;
- i) To decide on the reorganization or dissolution of the Company;
- j) To decide the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
- k) To approve, amend and supplement the Internal governance regulations and the Operating regulations of the Board of Directors and the Supervisory Board;
- l) To approve the list of approved auditing firms; to decide on the approved auditing firm to audit the Company's operations; to dismiss an approved auditor when deemed necessary;
- m) Other rights and obligations as prescribed by law.

2. The General Meeting of Shareholders shall discuss and approve the following matters:

- a) The Company's annual business plan;
- b) The audited annual financial statements;
- c) The report of the Board of Directors on corporate governance and on the performance of the Board of Directors and each member thereof;
- d) The report of the Supervisory Board on the Company's business results and on the performance of the Board of Directors and the Director;
- e) The self-assessment report on the performance of the Supervisory Board and each member thereof;
- f) The dividend level for each share of each type;
- g) The number of members of the Board of Directors and the Supervisory Board;

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- h) The election, dismissal and removal of members of the Board of Directors and members of the Supervisory Board;
- i) The decision on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Supervisory Board;
- j) The approval of the list of approved auditing firms; the decision on the approved auditing firm to audit the Company's operations when deemed necessary;
- k) Amendments and supplements to the Charter of organization and operation;
- l) The types and number of new shares to be issued for each type of share and the transfer of shares of founding shareholders within the first 03 years from the date of establishment;
- m) The division, separation, consolidation, merger or conversion of the Company;
- n) The reorganization and dissolution (liquidation) of the Company and the appointment of a liquidator;
- o) The decision on investment or sale of assets with a value equal to or exceeding 35% of the total value of assets recorded in the most recent financial statements of the Company;
- p) The decision on the repurchase of more than 10% of the total number of issued shares of each type;
- q) The Company's entry into contracts or transactions with persons specified in Clause 1 Article 167 of the Law on Enterprises with a value equal to or exceeding 35% of the total value of assets recorded in the most recent financial statements of the Company;
- r) The approval of transactions specified in Clause 4 Article 293 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing a number of articles of the Law on Securities;
- s) The approval, amendment and supplementation of the Internal governance regulations and the Operating regulations of the Board of Directors and the Supervisory Board;
- t) Other matters as prescribed by law and this Charter of organization and operation.
3. All Resolutions and matters included in the meeting agenda must be discussed and voted on at the meeting of the General Meeting of Shareholders.

Article 16. Authorization to attend the General Meeting of Shareholders

1. A shareholder or an authorized representative of an organizational shareholder may attend the meeting in person or authorize one or more individuals or organizations to



attend the meeting, or attend the meeting in one of the forms prescribed in Clause 3 Article 144 of the Law on Enterprises.

2. The authorization of an individual or organization to attend the meeting of the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing. The power of attorney shall comply with 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, scope and term of authorization; and the signatures of both the authorizing and authorized parties.

The authorized person attending the meeting must submit the power of attorney upon registration for attendance. In case of re-authorization, the attending person must additionally present the original power of attorney from the shareholder or the authorized representative of the organizational shareholder (if not previously registered with the Company).

3. Voting ballots/Election ballots of the authorized person attending the meeting within the scope of authorization shall remain valid even in one of the following cases, except where:

- a) The authorizing person has died, has limited civil act capacity or has lost civil act capacity;
- b) The authorizing person has revoked the authorization;
- c) The authorizing person has revoked the authority of the person performing the authorization.

This Clause shall not apply if the Company has received notice of one of the above events before the opening time of the meeting of the General Meeting of Shareholders or before the reconvened meeting.

Article 17. Changes to rights

1. Any change or cancellation of special rights attached to a class of preference shares shall be effective only when approved by shareholders representing 65% or more of the total votes of all attending shareholders. A Resolution of the General Meeting of Shareholders on matters adversely affecting the rights and obligations of shareholders holding preference shares shall be adopted only if approved by preference shareholders of the same class attending the meeting and representing 75% or more of the total number of such preference shares, or by preference shareholders of the same class representing 75% or more of the total number of such preference shares in case the Resolution is passed in the form of written consultation.

2. A meeting of shareholders holding a particular class of preference shares to approve changes to the aforementioned rights shall be valid only when attended by at least 02

shareholders (or their authorized representatives) holding at least one-third (1/3) of the total par value of the issued shares of that class. If the required quorum is not met, the meeting shall be reconvened within the following 30 days, and the shareholders holding shares of that class who attend in person or through authorized representatives (regardless of the number of attendees and shares held) shall be deemed sufficient to constitute a quorum. At such meetings, shareholders holding shares of that class who attend in person or through authorized representatives may request secret ballot voting. Each share of the same class shall carry equal voting rights at such meetings.

3. Procedures for conducting such separate meetings shall be implemented in accordance with Articles 19, 20 and 21 of this Charter of organization and operation.

4. Unless otherwise provided in the terms of issuance of shares, the special rights attached to classes of shares with preferential rights in respect of certain or all matters relating to the distribution of profits or assets of the Company shall not be altered when the Company issues additional shares of the same class.

Article 18. Convening of meetings, meeting agenda and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors shall convene annual and extraordinary meetings of the General Meeting of Shareholders. The Board of Directors shall convene extraordinary meetings in the cases specified in Clause 3 Article 14 of this Charter of organization and operation.

2. The person convening the meeting of the General Meeting of Shareholders shall perform the following tasks:

a) To prepare the list of shareholders eligible to attend and vote/elect at the meeting. The list of shareholders entitled to attend the meeting shall be prepared no more than 10 days before the date of sending the notice of invitation. The Company must disclose information regarding the preparation of the list of shareholders entitled to attend the meeting at least 20 days before the record date;

b) To prepare the agenda and contents of the meeting;

c) To prepare documents for the meeting;

d) To draft Resolutions of the General Meeting of Shareholders in accordance with the proposed agenda;

e) To determine the time and venue of the meeting;

f) To notify and send the notice of invitation to the meeting to all shareholders entitled to attend;

g) To perform other tasks serving the meeting.

3. The notice of invitation to the meeting of the General Meeting of Shareholders shall be sent to all shareholders by a method ensuring delivery to their contact addresses, and simultaneously published on the Company's website and on the websites of the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading. The person convening the meeting must send the notice to all shareholders on the list of shareholders entitled to attend no later than *21 days* before the opening date of the meeting (calculated from the date the notice is duly sent or dispatched).

The meeting agenda and documents relating to matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. Where documents are not enclosed with the notice, the notice must clearly state the link to all meeting documents so that shareholders may access them, including:

- a) The meeting agenda and documents used at the meeting;
- b) The list and detailed information of candidates in case of election of members of the Board of Directors or members of the Supervisory Board;
- c) Voting/Election ballots;
- d) Draft Resolutions for each matter on the agenda.

4. A shareholder or group of shareholders specified in Clause 2 Article 12 of this Charter of organization and operation shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. Such proposal must be made in writing and sent to the Company no later than 03 working days before the opening date of the meeting. The proposal must clearly state the shareholder's name; number of each class of shares held; contact address; nationality; Citizen Identification Card number, Identity Card number, Passport number or other lawful personal identification (for individual shareholders); name, enterprise code or establishment decision number and head office address (for organizational shareholders); number and class of shares held; and the matter proposed to be included in the agenda.

5. The person convening the meeting shall have the right to refuse a proposal specified in Clause 4 of this Article in any of the following cases:

- a) The proposal is not submitted in accordance with 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 prescribed in Clause 2 Article 12 of this Charter of organization and operation;
- c) The proposed matter does not fall within the decision-making authority of the General Meeting of Shareholders;
- d) Other cases as prescribed by law and this Charter of organization and operation.

6. The person convening the meeting must accept and include the proposal specified in Clause 4 of this Article in the proposed agenda and contents of the meeting, except for the cases specified in Clause 5 of this Article; such proposal shall be officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

Article 19. Conditions for conducting a meeting of the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total voting shares.
2. If the first meeting does not meet the quorum as prescribed in Clause 1 of this Article, a notice of invitation to the second meeting must be sent within 30 days from the scheduled date of the first meeting. The second meeting shall be conducted when the attending shareholders represent 33% or more of the total voting shares.
3. If the second meeting does not meet the quorum as prescribed in Clause 2 of this Article, a notice of invitation to the third meeting must be sent within 20 days from the scheduled date of the second meeting. The third meeting shall be conducted regardless of the total number of voting shares represented by the attending shareholders.

Article 20. Procedures for conducting meetings and voting at meetings of the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out shareholder registration procedures and continue registration until all shareholders entitled to attend have registered, in the following order:
 - a) Upon registration, the Company shall issue to each shareholder or authorized representative with voting rights a voting card/voting ballot/election ballot, indicating the registration number, full name of the shareholder, full name of the authorized representative, and the number of votes/election votes of such shareholder.

The General Meeting of Shareholders shall discuss and vote on each matter in the agenda. Voting shall be conducted by votes in favor, votes against, and abstentions. At the meeting, votes in favor of a Resolution shall be collected first, votes against shall be collected thereafter, and finally the total number of votes in favor or against shall be counted to determine the result. The vote-counting results shall be announced by the Chairperson immediately before the closing of the meeting. The General Meeting of Shareholders shall elect persons responsible for vote counting or supervision of vote counting as proposed by the Chairperson. The number of members of the vote-counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson;



b) Shareholders, authorized representatives of organizational shareholders, or authorized persons arriving after the opening of the meeting shall have the right to register immediately and thereafter to participate and vote/elect at the meeting. The Chairperson shall not be required to suspend the meeting to allow late registration, and the validity of matters already voted/elected prior thereto shall remain unchanged.

2. The election of the Chairperson, secretary, the Shareholder/Delegate Eligibility Verification Committee and the Vote-counting Committee shall be conducted as follows:

a) The Chairman of the Board of Directors shall act as Chairperson or authorize another member of the Board of Directors to act as Chairperson of the meeting convened by the Board of Directors. In case the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of them as Chairperson according to the majority principle. If no Chairperson can be elected, the Head of the Supervisory Board shall preside over the meeting for the General Meeting of Shareholders to elect a Chairperson from among the attendees, and the person receiving the highest number of votes shall act as Chairperson;

b) Except as provided in Point a of this Clause, the person signing the notice convening the meeting shall preside over the election of the Chairperson, and the person receiving the highest number of votes shall act as Chairperson;

c) The Chairperson shall appoint one or more persons as secretary(ies) of the meeting and the Shareholder/Delegate Eligibility Verification Committee to serve the meeting;

d) The General Meeting of Shareholders shall elect one or more persons to the Vote-counting Committee as proposed by the Chairperson.

3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically determine the time allocated for each matter.

4. The Chairperson shall have the right to take necessary and reasonable measures to conduct the meeting in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees, including:

a) Arranging seating at the meeting venue;

b) Ensuring safety for all persons present at the meeting venue;

c) Facilitating shareholders to attend (or continue attending) the meeting.

The person convening the meeting shall have full authority to change the above measures and apply all necessary measures. Such measures may include issuing entry cards or applying other selection methods.

5. Shareholders or authorized persons arriving after the opening of the meeting may still register and have the right to vote immediately after registration; in this case, the validity of matters previously voted on shall remain unchanged.

6. The person convening the meeting or the Chairperson shall have the following rights:

a) To require all attendees to comply with inspection procedures or other lawful and reasonable security measures;

b) To request competent authorities to maintain order at the meeting; to expel persons who do not comply with the Chairperson's authority, intentionally cause disorder, obstruct the normal progress of the meeting, or fail to comply with security inspection requirements from the meeting.

7. The Chairperson shall have the right to adjourn a meeting that has met the required quorum for a period not exceeding 03 working days from the scheduled opening date and may only adjourn the meeting or change the meeting venue in the following cases:

a) The meeting venue does not have sufficient seating for all attendees;

b) The information and communication facilities at the meeting venue do not ensure that attending shareholders can participate, discuss and vote;

c) There are attendees who obstruct or cause disorder, posing a risk that the meeting cannot be conducted in a fair and lawful manner.

8. If the Chairperson adjourns or suspends the meeting contrary to Clause 7 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 adopted at such meeting shall remain valid and effective.

9. Where the Company applies modern technology to organize the General Meeting of Shareholders via online meetings, the Company shall be responsible for ensuring that shareholders may attend and vote by electronic voting or other electronic means in accordance with Article 144 of the Law on Enterprises and Clause 3 Article 273 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing a number of articles of the Law on Securities.

Article 21. Conditions for adoption of Resolutions of the General Meeting of Shareholders

1. A Resolution on the following matters shall be adopted if approved by shareholders representing 65% or more of the total voting shares of all attending shareholders, except as provided in Clauses 3, 4 and 6 Article 148 of the Law on Enterprises:

a) Types of shares and total number of shares of each type;

- b) Changes to business lines, trades and sectors;
- c) Changes to the Company's management organizational structure;
- d) Investment projects or sale of assets valued at 35% or more of the total asset value recorded in the Company's most recent financial statements, unless the Charter provides for a different ratio or value;
- e) Reorganization or dissolution of the Company;
- f) Extension of the Company's operation term.

2. Other Resolutions shall be adopted when approved by shareholders holding more than 50% of the total voting shares of all attending shareholders, or by shareholders holding more than 50% of the total voting shares through written opinion collection, except for the cases specified in Clause 1 of this Article and Clauses 3, 4 and 6 Article 148 of the Law on Enterprises.

3. Election of members of the Board of Directors or the Supervisory Board:

If the number of candidates exceeds the number of members of the Board of Directors or Supervisors to be elected, the election shall be conducted by the cumulative voting method, whereby each shareholder shall have a total number of votes equal to the number of shares owned multiplied by the number of members to be elected to the Board of Directors or the Supervisory Board. A shareholder may allocate all or part of his/her total votes to one or several candidates.

Elected members of the Board of Directors or Supervisors shall be determined in descending order of votes received, starting from the candidate with the highest number of votes until the required number of members as prescribed in the Company Charter is reached.

In case two or more candidates receive an equal number of votes for the last position, a re-election shall be conducted among those candidates with equal votes or selection shall be made in accordance with the election regulations.

If the number of candidates equals the number of members of the Board of Directors or Supervisors to be elected, the election may be conducted either by the cumulative voting method as stated above or by direct voting (approval, disapproval, abstention). The approval ratio under the direct voting method shall comply with Clause 2 of this Article.

4. Resolutions of the General Meeting of Shareholders adopted by 100% of the total voting shares shall be lawful and effective even if the order and procedures for convening the meeting and adopting such Resolution violate provisions of the Law on Enterprises and the Company Charter.

Article 22. Authority and procedures for collecting shareholders' written opinions to adopt Resolutions of the General Meeting of Shareholders

1. The Board of Directors has the right to collect shareholders' written opinions to adopt decisions of the General Meeting of Shareholders when deemed necessary for the interests of the Company, except for the case specified in Clause 2 Article 147 of the Law on Enterprises.

2. The Board of Directors shall prepare the written opinion ballots, draft Resolution of the General Meeting of Shareholders, explanatory documents for the draft Resolution, and send them to all shareholders entitled to vote at least 10 days before the deadline for returning the ballots. The requirements and method of sending opinions and accompanying documents shall comply with Clause 3 Article 18 of this Charter.

3. A written opinion ballot must contain the following principal contents:

- a) Name, address of the head office, and enterprise registration number;
- b) Purpose of collecting opinions;
- c) Full name, contact address, nationality, and legal identification number of an individual shareholder; name, enterprise registration number or legal document number, and head office address of an organizational shareholder; or full name, contact address, nationality, and legal identification number of the representative of an organizational shareholder; number of shares of each type and number of voting shares of the shareholder;
- d) Matters to be voted on for approval;
- e) Voting options including approval, disapproval, and abstention for each matter;
- f) Deadline for returning the completed ballot to the Company;
- g) Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may return completed ballots to the Company by mail, fax, or email as follows:

- a) In case of mailing, the ballot must bear the signature of the individual shareholder, the authorized representative, or the legal representative of the organizational shareholder. The ballot must be placed in a sealed envelope and must not be opened before vote counting;
- b) In case of fax or email, the ballots must be kept confidential until the time of vote counting;
- c) Ballots returned after the prescribed deadline, or ballots opened before vote counting (in case of mailing), or disclosed before vote counting (in case of fax/email), shall be invalid. Ballots not returned shall be deemed as non-participating votes.

5. The Board of Directors shall conduct vote counting and prepare the vote-counting minutes under the supervision of the Supervisory Board or shareholders who do not hold managerial positions in the Company. The vote-counting minutes must include the following principal contents:

- a) Name, address of the head office, and enterprise registration number;
- b) Purpose and matters to be voted on;
- c) Number of shareholders and total voting/election votes participating, clearly stating the number of valid and invalid votes and the method of submission, attached with a list of participating shareholders;
- d) Total number of approval votes, disapproval votes, and abstentions for each matter; total votes for each candidate (if any);
- e) Matters approved and corresponding approval ratios;
- f) Full names and signatures of the Chairman of the Board of Directors, vote counters, and vote-counting supervisors.

Members of the Board of Directors, vote counters, and vote-counting supervisors shall be jointly liable for the truthfulness and accuracy of the vote-counting minutes and jointly liable for any damage arising from Resolutions adopted due to dishonest or inaccurate vote counting.

6. The vote-counting minutes and Resolution must be sent to shareholders within 15 days from the completion of vote counting. Such sending may be replaced by posting on the Company's website within 24 hours from the completion of vote counting.

7. Completed ballots, vote-counting minutes, adopted Resolutions, and related documents must be archived at the Company's head office.

8. A Resolution adopted through written opinion collection shall be valid if approved by shareholders holding more than 50% of the total voting shares of all shareholders entitled to vote, and shall have the same validity as a Resolution adopted at a meeting of the General Meeting of Shareholders.

Article 23. Resolutions and Minutes of the General Meeting of Shareholders

1. Meetings of the General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, and shall contain the following principal contents:

- a) Name, address of the head office, and enterprise registration number;
- b) Time and venue of the General Meeting of Shareholders;

- c) Meeting agenda and contents of the meeting;
- d) Full name of the Chairperson and the secretary;
- e) Summary of the meeting proceedings and opinions expressed at the General Meeting of Shareholders regarding each matter on the agenda;
- f) Number of shareholders and total voting shares of attending shareholders; appendix listing registered shareholders and their representatives attending the meeting, together with the corresponding number of shares and votes;
- g) Total number of votes for each voting matter, clearly stating the voting method, total number of valid votes, invalid votes, votes in favor, votes against, and abstentions; and the corresponding ratio based on the total voting shares of attending shareholders;
- h) Total votes received by each candidate (if any);
- i) Matters approved and the corresponding approval ratios;
- j) Full names and signatures of the Chairperson and the secretary. In case the Chairperson or the secretary refuses to sign the minutes, such minutes shall be valid if signed by all other attending members of the Board of Directors and containing all contents as prescribed in this Clause. The minutes must clearly state the refusal of the Chairperson and/or the secretary to sign.

2. The minutes of the General Meeting of Shareholders must be completed and approved before the closing of the meeting. The Chairperson and the secretary of the meeting or other persons signing the minutes shall be jointly liable for the truthfulness and accuracy of the contents thereof.

3. Minutes prepared in Vietnamese and in a foreign language shall have equal legal validity. In case of any discrepancy between the Vietnamese and the foreign language versions, the Vietnamese version shall prevail.

4. Resolutions and minutes of the General Meeting of Shareholders, the appendix listing shareholders registered to attend the meeting, powers of attorney for attending the meeting, all documents attached to the minutes (if any), and documents related to the meeting notice must be archived at the Company's head office.

Resolutions and minutes of the General Meeting of Shareholders and attached documents must be disclosed in accordance with the laws on information disclosure in the securities market.



Article 24. Request for Annulment of Resolutions of the General Meeting of Shareholders

Within 90 days from the date of receipt of the Resolution or the minutes of the General Meeting of Shareholders, or the vote-counting minutes of the written opinion collection of the General Meeting of Shareholders, a shareholder or group of shareholders specified in Clause 2 Article 115 of the Law on Enterprises shall have the right to request a Court or Arbitration to review and annul the Resolution or part thereof in the following cases:

1. The order and procedures for convening the meeting and adopting decisions of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company Charter, except for the case specified in Clause 3 Article 21 of this Charter.
2. The contents of the Resolution violate the law or this Charter.

VII. BOARD OF DIRECTORS

Article 25. Nomination and candidacy for members of the Board of Directors

1. Where candidates for the Board of Directors have been identified, the Company must disclose information relating to such candidates at least 10 days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders may review the candidates before voting.

Candidates for the Board of Directors must provide a written commitment to the truthfulness and accuracy of the disclosed personal information and undertake to perform their duties honestly, prudently, and in the best interests of the Company if elected as members of the Board of Directors.

Information to be disclosed regarding candidates for the Board of Directors includes:

- a) Full name; date of birth;
- b) Professional qualifications;
- c) Working experience;
- d) Other managerial positions (including membership of the board of directors of other companies);
- e) Related interests with respect to the Company and its related persons;
- f) Other information (if any) as prescribed by the Company Charter.

The Company shall be responsible for disclosing information about companies in which the candidate is serving as a member of the Board of Directors, holding other

managerial positions, and any related interests of such candidate with those companies (if any).

2. Shareholders holding ordinary shares shall have the right to aggregate their voting rights to nominate candidates to the Board of Directors.

A shareholder or group of shareholders holding from 5% to under 10% of the total voting shares may nominate one (01) candidate;

from 10% to under 30%, may nominate up to two (02) candidates;

from 30% to under 50%, may nominate up to three (03) candidates;

from 50% to under 65%, may nominate up to four (04) candidates;

from 65% or more, may nominate the full number of candidates.

3. Where the number of candidates nominated and self-nominated remains insufficient as prescribed in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance, and the Operational Regulations of the Board of Directors.

The introduction of additional candidates by the incumbent Board of Directors must be clearly disclosed before the General Meeting of Shareholders conducts the election in accordance with law.

4. Members of the Board of Directors must satisfy the standards and conditions prescribed in Clauses 1 and 2 Article 155 of the Law on Enterprises and the Company Charter.

Article 26. Participants and terms of members of the Board of Directors

1. The Board of Directors shall consist of from three (03) to eleven (11) members. A member of the Company's Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council of no more than five (05) other companies.

2. The term of office of a member of the Board of Directors shall not exceed 05 years and members may be re-elected for an unlimited number of terms. Where all members of the Board of Directors simultaneously expire, such members shall continue to serve until new members are elected and assume their duties.

3. The composition of the Board of Directors shall be structured as follows:

The structure of the Board of Directors must ensure the following minimum number of non-executive members:

a) At least one (01) non-executive member in case the Company has from 03 to 05 members of the Board of Directors;



- b) At least two (02) non-executive members in case the Company has from 06 to 08 members of the Board of Directors;
- c) At least three (03) non-executive members in case the Company has from 09 to 11 members of the Board of Directors.
- 4. A member of the Board of Directors shall cease to hold office upon being dismissed, removed, or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.
- 5. The appointment of members of the Board of Directors must be disclosed in accordance with the laws on information disclosure in the securities market.
- 6. A member of the Board of Directors is not required to be a shareholder of the Company.

Article 27. Rights and obligations of the Board of Directors

- 1. The Board of Directors is the management body of the Company and has full authority, on behalf of the Company, to decide and exercise the rights and obligations of the Company, except for those falling within the authority of the General Meeting of Shareholders.
- 2. The rights and obligations of the Board of Directors shall be prescribed by law, the Company Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:
 - a) To decide on the Company's development strategies, medium-term development plans, and annual business plans;
 - b) To propose types of shares and the total number of shares of each type to be offered for sale;
 - c) To decide on the sale of unsold shares within the number of shares authorized for offering of each type; and to decide on other forms of capital mobilization;
 - d) To decide on the selling price of shares and bonds of the Company;
 - e) To decide on share repurchase in accordance with Clauses 1 and 2 Article 133 of the Law on Enterprises;
 - f) To decide on investment strategies and investment projects within its authority and limits as prescribed by law;
 - g) To decide on market development, marketing, and technology solutions;
 - h) To approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions with a value of 35% or more of the total asset value recorded in the most recent financial statements of the Company, except for contracts and transactions falling under the authority of the General Meeting of Shareholders as prescribed in

Point d Clause 2 Article 138, and Clauses 1 and 3 Article 167 of the Law on Enterprises;

- i) To elect, dismiss, or remove the Chairman of the Board of Directors; to appoint, dismiss, enter into, or terminate contracts with the Director and other key managers as prescribed in the Company Charter; to decide on salaries, remuneration, bonuses, and other benefits of such managers; to appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders of other companies and decide on their remuneration and other benefits;
- j) To supervise and direct the Director and other managers in the daily business operations of the Company;
- k) To decide on the organizational structure and internal management regulations of the Company; to decide on the establishment of subsidiaries, branches, representative offices, and the contribution of capital or purchase of shares in other enterprises;
- l) To approve the agenda and materials for the General Meeting of Shareholders; to convene meetings of the General Meeting of Shareholders or collect written opinions for adoption of Resolutions;
- m) To submit audited annual financial statements to the General Meeting of Shareholders;
- n) To propose dividend levels; to decide on the time limit and procedures for dividend payment or handling of business losses;
- o) To propose reorganization or dissolution of the Company; to request bankruptcy of the Company;
- p) To issue the Operational Regulations of the Board of Directors and the Internal Regulations on Corporate Governance after approval by the General Meeting of Shareholders; to issue the Operational Regulations of the Audit Committee under the Board of Directors (if any) and the Company's Information Disclosure Regulations;
- q) To request the Director, Deputy Director or General Director, Deputy General Director, and other managers of the Company to provide information and documents regarding the Company's financial status, business operations, and those of its affiliated units;
- r) Managers so requested must provide timely, complete, and accurate information and documents as requested by members of the Board of Directors. The order and procedures for requesting and providing information shall be specified in the Operational Regulations of the Board of Directors;
- s) Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other relevant laws, and the Company Charter.

3. The Board of Directors must report to the General Meeting of Shareholders on its operational results in accordance with Article 280 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing a number of articles of the Law on Securities.

Article 28. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The Company is entitled to pay remuneration and bonuses to members of the Board of Directors based on business results and performance efficiency.

2. Members of the Board of Directors shall be entitled to remuneration and bonuses. Remuneration shall be calculated based on the number of working days required to fulfill the duties of a member of the Board of Directors and the daily remuneration rate. The Board of Directors shall determine the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

3. Remuneration of each member of the Board of Directors shall be recorded as a business expense of the Company in accordance with the laws on corporate income tax, separately presented in the Company's annual financial statements, and reported to the General Meeting of Shareholders at the annual meeting.

4. A member of the Board of Directors holding an executive position, or a member serving on committees of the Board of Directors or performing tasks beyond the ordinary scope of duties of a Board member, may be paid additional remuneration in the form of a lump-sum payment per assignment, salary, commission, percentage of profits, or other forms as decided by the Board of Directors.

5. Members of the Board of Directors shall be entitled to reimbursement of all travel, accommodation, subsistence, and other reasonable expenses incurred in the performance of their duties, including expenses arising from attending meetings of the General Meeting of Shareholders, the Board of Directors, or committees of the Board of Directors.

6. Members of the Board of Directors may be covered by liability insurance purchased by the Company upon approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities arising from violations of law or the Company Charter.

Article 29. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members.

2. The Chairman of the Board of Directors shall not concurrently hold the position of Director.

3. The Chairman of the Board of Directors shall have the following rights and obligations:

- a) To formulate programs and plans for activities of the Board of Directors;
- b) To prepare agendas, contents, and documents for meetings; to convene, preside over, and act as chairperson of meetings of the Board of Directors;
- c) To organize the adoption of Resolutions and decisions of the Board of Directors;
- d) To supervise the implementation of Resolutions and decisions of the Board of Directors;
- e) To act as chairperson of the General Meeting of Shareholders;
- f) Other rights and obligations as prescribed by the Law on Enterprises and this Charter.

4. In case the Chairman of the Board of Directors submits a resignation letter or is dismissed or removed, the Board of Directors must elect a replacement within 10 days from the date of receipt of the resignation letter or the dismissal/removal decision.

5. In case the Chairman of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize in writing another member to perform the rights and obligations of the Chairman. If no authorization is made, or in case the Chairman dies, is declared missing, is detained, is serving a prison sentence, is subject to compulsory administrative measures at a compulsory detoxification center or compulsory education institution, absconds from his/her place of residence, has limited or lost civil act capacity, has difficulties in cognition or behavior control, or is prohibited by a Court from holding certain positions, practicing certain professions, or performing certain jobs, the remaining members shall elect one among themselves as Chairman of the Board of Directors based on the majority vote of the remaining members, until a new decision of the Board of Directors is issued.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the date of completion of the election of that Board of Directors. This meeting shall be convened and presided over by the member having the highest number of votes or the highest voting ratio. In case more than one member has the same highest number of votes or voting ratio, the members shall elect, based on the majority principle, one among them to convene the meeting of the Board of Directors.



2. The Board of Directors shall meet at least once every quarter and may hold extraordinary meetings.

3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

- a) At the request of the Supervisory Board;
- b) At the request of the Director or at least five (05) other managers;
- c) At the request of at least two (02) members of the Board of Directors;
- d) Other cases (if any).

4. Requests specified in Clause 3 of this Article must be made in writing, clearly stating the purpose and matters to be discussed and decided within the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting within 07 working days from the date of receipt of the request specified in Clause 3 of this Article. If the Chairman fails to convene the meeting as requested, he/she shall be liable for any damage caused to the Company; the requesting person(s) shall have the right to convene the meeting in replacement of the Chairman.

6. The Chairman or the person convening the meeting must send a notice of invitation at least 07 working days prior to the meeting date. The notice must clearly specify the time and venue, agenda, matters to be discussed and decided. The notice must be accompanied by documents to be used at the meeting and voting ballots of members.

The notice of invitation may be sent by invitation letter, telephone, fax, electronic means, or other methods as prescribed in the Company Charter, provided that it is delivered to the registered contact address of each member of the Board of Directors.

7. The Chairman or the convener shall send the meeting notice and accompanying documents to members of the Supervisory Board in the same manner as to members of the Board of Directors.

Members of the Supervisory Board have the right to attend meetings of the Board of Directors and to participate in discussions but shall not have voting rights.

8. A meeting of the Board of Directors shall be conducted when at least three-quarters (3/4) of the total members are present. If the meeting convened under this Clause does not have sufficient attendance, a second meeting shall be convened within 07 days from the intended date of the first meeting. In such case, the meeting shall be conducted if more than half of the members of the Board of Directors attend.

9. A member of the Board of Directors shall be deemed to attend and vote at a meeting in the following cases:

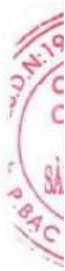
- a) Attending and voting directly at the meeting;
- b) Authorizing another person to attend and vote in accordance with Clause 11 of this Article;
- c) Attending and voting via online conference, electronic voting, or other electronic means;
- d) Sending voting ballots to the meeting by mail, fax, or email;
- e) Sending voting ballots by other means.

10. In case of sending voting ballots by mail, such ballots must be placed in a sealed envelope and delivered to the Chairman of the Board of Directors at least 01 hour before the opening of the meeting. Ballots shall be opened only in the presence of all attendees.

11. Voting:

- a) Except as provided in Point b Clause 11 of this Article, each member of the Board of Directors or authorized person as provided in Clause 8 of this Article attending the meeting in person shall have one (01) vote;
- b) A member of the Board of Directors shall not vote on contracts, transactions, or proposals in which such member or his/her related person has interests that conflict or may conflict with the interests of the Company. Such member shall not be counted in the minimum number of members required to be present for meetings deciding on matters in which he/she has no voting right;
- c) In accordance with Point d Clause 11 of this Article, where an issue arises at a meeting relating to the interest or voting right of a member who does not voluntarily waive his/her voting right, the ruling of the Chairperson shall be final, except where the nature or scope of the member's interest has not been fully disclosed;
- d) A member of the Board of Directors benefiting from a contract as specified in Points a and b Clause 6 Article 43 of this Charter shall be deemed to have a significant interest in such contract;
- e) Supervisors have the right to attend meetings of the Board of Directors and to participate in discussions but shall not vote.

12. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is proposed to be signed with the Company, and who is aware of his/her interest therein, must disclose such interest at the first meeting of the Board of Directors discussing the execution of such contract or transaction.



If the member is not aware of his/her interest at the time the contract or transaction is signed, such member must disclose the related interests at the first meeting of the Board of Directors held after becoming aware that he/she has or will have such interest.

13. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend and vote if approved by the majority of the members of the Board of Directors.

14. A Resolution or decision of the Board of Directors shall be adopted if approved by the majority of attending members; in case of a tie vote, the final decision shall follow the opinion of the Chairman of the Board of Directors.

15. The Board of Directors may collect written opinions of its members to adopt a Resolution when deciding on matters within its authority as specified in Clause 2 Article 27 of this Charter.

A Resolution adopted by written opinion shall be approved based on the majority of votes of members entitled to vote and shall have the same validity and effect as a Resolution adopted at a meeting.

16. The Chairman of the Board of Directors is responsible for sending Resolutions and minutes of meetings to members. Such Resolutions and minutes shall serve as conclusive evidence of matters conducted at the meeting unless objections to the contents of the minutes are raised within ten (10) days from the date of dispatch.

Resolutions and minutes of meetings of the Board of Directors shall be prepared in Vietnamese and may also be prepared in English. The minutes must bear the signatures of the Chairperson and the minute-taker.

Article 31. Person in charge of corporate governance

1. The Board of Directors must appoint at least one (01) person in charge of corporate governance to assist in corporate governance matters of the Company. The person in charge of corporate governance may concurrently act as the Company Secretary in accordance with Clause 5 Article 156 of the Law on Enterprises.

2. The person in charge of corporate governance must not concurrently work for an approved auditing firm that is auditing the Company's financial statements.

3. The person in charge of corporate governance has the following rights and obligations:

a) To advise the Board of Directors in organizing meetings of the General Meeting of Shareholders in accordance with regulations and in matters relating to the relationship between the Company and shareholders;

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- b) To prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;
- c) To advise on meeting procedures;
- d) To attend meetings;
- e) To advise on procedures for preparation of Resolutions of the Board of Directors in compliance with law;
- f) To provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and the Supervisory Board;
- g) To supervise and report to the Board of Directors on the Company's information disclosure activities;
- h) To act as a focal contact point with related stakeholders;
- i) To maintain confidentiality of information in accordance with law and this Charter;
- j) Other rights and obligations as prescribed by law and this Charter.

VIII. DIRECTOR AND OTHER EXECUTIVES

Article 32. Organization of the management apparatus

The management system of the Company must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business operations of the Company.

The Company shall have a Director, Deputy Directors, a Chief Accountant and other managerial positions appointed by the Board of Directors. The appointment, dismissal or removal of the above positions must be approved by Resolution or decision of the Board of Directors.

Article 33. Executives

1. At the proposal of the Director and subject to approval by the Board of Directors, the Company may recruit other executives in such number and with such qualifications as appropriate to the organizational structure and management regulations of the Company as prescribed by the Board of Directors. Executives shall be responsible for supporting the Company in achieving its operational and organizational objectives.
2. The Director shall be entitled to salary and bonuses. The salary and bonuses of the Director shall be decided by the Board of Directors.

3. Salaries of executives shall be recorded as business expenses of the Company in accordance with corporate income tax laws, separately presented in the annual financial statements of the Company, and reported to the General Meeting of Shareholders at the annual meeting.

Article 34. Appointment, dismissal, rights and obligations of the Director

1. The Board of Directors shall appoint one (01) member of the Board of Directors or hire another person to act as Director.

2. The Director is the person in charge of the daily business operations of the Company; is subject to supervision by the Board of Directors; and is responsible to the Board of Directors and before the law for the performance of assigned rights and obligations.

3. The term of office of the Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The Director must satisfy the standards and conditions prescribed by law and the Company Charter.

4. The Director has the following rights and obligations:

a) To decide on matters relating to the daily business operations of the Company which are not within the authority of the Board of Directors;

b) To organize implementation of Resolutions and decisions of the Board of Directors;

c) To organize implementation of the Company's business plans and investment plans;

d) To propose organizational structure plans and internal management regulations of the Company;

e) To appoint, dismiss or remove managerial 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 of the Company, including managers under the appointment authority of the Director;

g) To recruit employees;

h) To propose dividend distribution plans or solutions for handling business losses;

i) Other rights and obligations as prescribed by law, the Company Charter, and Resolutions or decisions of the Board of Directors.

5. The Board of Directors may dismiss the Director upon approval by the majority of voting members attending the meeting and appoint a new Director to replace him/her.



Article 35. Company Secretary

When deemed necessary, the Board of Directors shall appoint one (01) or more persons as Company Secretary for a term as decided by the Board of Directors. The Board of Directors may dismiss the Company Secretary when necessary, provided that such dismissal does not contravene current labor laws.

The Company Secretary has the following rights and obligations:

- a) To assist in organizing the convening of meetings of the General Meeting of Shareholders and the Board of Directors; to record meeting minutes;
- b) To assist members of the Board of Directors in performing their assigned rights and obligations;
- c) To assist the Board of Directors in applying and implementing corporate governance principles;
- d) To assist the Company in building shareholder relations and protecting lawful rights and interests of shareholders; ensuring compliance with obligations on information provision, disclosure and administrative procedures;
- e) Other rights and obligations as prescribed in the Company Charter and the Company's Internal Regulations.

IX. Board SUPERVISORY BOARD

Article 36. Nomination and candidacy for members of the Supervisory Board (Supervisors)

1. The nomination and candidacy for members of the Supervisory Board shall be implemented in accordance with Clause 1 Article 25 of this Charter. Shareholders holding voting shares have the right to aggregate their voting rights to nominate Supervisors. Shareholders holding ordinary shares may combine their voting rights to nominate candidates to the Supervisory Board.

A shareholder or group of shareholders holding from five percent (5%) to less than ten percent (10%) of the total voting shares may nominate one (01) candidate; from ten percent (10%) to less than thirty percent (30%) may nominate up to two (02) candidates; and more than thirty percent (30%) may nominate the full number of candidates.

2. Where the number of candidates for the Supervisory Board through nomination and candidacy is insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nominations in accordance with the Company Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Supervisory Board.

The nomination of additional candidates by the incumbent Supervisory Board must be clearly disclosed before the General Meeting of Shareholders conducts the election in accordance with law.

Article 37. Composition of the Supervisory Board

1. The Supervisory Board shall consist of three (03) members. The term of office of a member of the Supervisory Board shall not exceed five (05) years and members may be re-elected for an unlimited number of terms.

2. Members of the Supervisory Board must satisfy the standards and conditions prescribed in Article 169 of the Law on Enterprises and must not fall into the following cases:

- a) Working in the accounting or finance department of the Company;
- b) Being a member or employee of an independent auditing firm that has audited the Company's financial statements during the preceding three (03) consecutive years.

3. A member of the Supervisory Board shall be dismissed in the following cases:

- a) No longer meeting the standards and conditions prescribed in Clause 2 of this Article;
- b) Submitting a resignation letter which is accepted;
- c) Other cases as prescribed by law and this Charter.

4. A member of the Supervisory Board shall be removed from office in the following cases:

- a) Failing to fulfill assigned duties and responsibilities;
- b) Failing to exercise his/her rights and perform obligations for six (06) consecutive months, except in cases of force majeure;
- c) Repeatedly or seriously violating obligations of a member of the Supervisory Board as prescribed by the Law on Enterprises and the Company Charter;
- d) Other cases as decided by Resolution of the General Meeting of Shareholders.

Article 38. Head of the Supervisory Board

1. The Head of the Supervisory Board shall be elected by the Supervisory Board from among its members on the basis of majority voting; the election, dismissal and removal shall follow the majority principle.

More than half of the members of the Supervisory Board must reside in Vietnam. The Head of the Supervisory Board must hold a university degree or higher in one of the

following majors: economics, finance, accounting, auditing, law, business administration, or a major relevant to the Company's business activities.

2. Rights and obligations of the Head of the Supervisory Board:

- a) To convene meetings of the Supervisory Board;
- b) To request the Board of Directors, the Director and other executives to provide relevant information for reporting to the Supervisory Board;
- c) To prepare and sign reports of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Supervisory Board

The Supervisory Board has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

1. To propose and recommend that the General Meeting of Shareholders approve the list of approved auditing firms to audit the Company's financial statements; to decide on the approved auditing firm conducting inspections of the Company's operations; and to dismiss the approved auditor when deemed necessary.
2. To be responsible before shareholders for its supervisory activities.
3. To supervise the financial status of the Company and the compliance with law in the operations of members of the Board of Directors, the Director and other managers.
4. To ensure coordination with the Board of Directors, the Director and shareholders.
5. Upon detecting violations of law or of the Company Charter by members of the Board of Directors, the Director or other executives, the Supervisory Board must notify the Board of Directors in writing within forty-eight (48) hours, request the violator to cease the violation and implement remedial measures.
6. To develop the Operating Regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
7. To report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing implementation of a number of articles of the Law on Securities.
8. To access records and documents of the Company kept at the head office, branches and other locations; to access workplaces of managers and employees during working hours.
9. To request the Board of Directors, its members, the Director and other managers to provide full, accurate and timely information and documents relating to management, administration and business operations of the Company.

10. Other rights and obligations as prescribed by law and this Charter.

Article 40. Meetings of the Supervisory Board

1. The Supervisory Board shall meet at least two (02) times per year. The number of attending members must be at least two-thirds (2/3) of the total members of the Supervisory Board.

Minutes of meetings of the Supervisory Board must be prepared in detail and clearly. The minute-taker and attending members of the Supervisory Board must sign the meeting minutes. Such minutes must be retained to determine the responsibility of each member of the Supervisory Board.

2. The Supervisory Board has the right to request members of the Board of Directors, the Director and representatives of the approved auditing firm to attend meetings and respond to matters requiring clarification.

Article 41. Salary, remuneration, bonuses and other benefits of members of the Supervisory Board

Salary, remuneration, bonuses and other benefits of members of the Supervisory Board shall be implemented as follows:

1. Members of the Supervisory Board shall be paid salary, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders shall decide the total amount of salary, remuneration, bonuses, other benefits and the annual operating budget of the Supervisory Board.

2. Members of the Supervisory Board shall be reimbursed for reasonable expenses for meals, accommodation, travel and the use of independent consulting services. The total amount of such remuneration and expenses shall not exceed the annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. Salaries and operating expenses of the Supervisory Board shall be recorded as business expenses of the Company in accordance with corporate income tax laws and other relevant laws, and must be separately presented in the annual financial statements of the Company.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, THE DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Supervisory Board, the Director and other executives are responsible for performing their duties, including duties as

members of sub-committees of the Board of Directors, honestly and prudently in the best interests of the Company.

Article 42. Duty of honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Supervisory Board, the Director and other managers must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.

2. Members of the Board of Directors, members of the Supervisory Board, the Director, other managers and their related persons may only use information obtained by virtue of their positions for the benefit of the Company.

3. Members of the Board of Directors, members of the Supervisory Board, the Director and other managers are obliged to notify in writing the Board of Directors and the Supervisory Board of transactions between the Company, its subsidiaries, or other companies in which the Company holds more than fifty percent (50%) of the charter capital, and themselves or their related persons in accordance with law.

For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on such Resolutions in accordance with securities laws on information disclosure.

4. A member of the Board of Directors shall not vote on any transaction that brings benefits to himself/herself or to his/her related persons in accordance with the Law on Enterprises and the Company Charter.

5. Members of the Board of Directors, members of the Supervisory Board, the Director, other managers and their related persons must not use or disclose internal information to others to conduct related transactions.

6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, the Director, other executives and related individuals or organizations shall not be invalid in the following cases:

a) For transactions with a value of less than thirty-five percent (35%) of the total assets recorded in the most recent financial statements, where the material contents of the contract or transaction and the relationships and interests of the relevant member have been reported to the Board of Directors and approved by a majority of non-interested members of the Board of Directors;

b) For transactions with a value equal to or greater than thirty-five percent (35%), or transactions resulting in cumulative transaction value within twelve (12) months from the date of the first transaction reaching thirty-five percent (35%) or more of the total assets recorded in the most recent financial statements, where the material contents of such transaction and the relationships and interests of the relevant member have been

disclosed to shareholders and approved by the General Meeting of Shareholders by votes of non-interested shareholders;

c) Loan agreements or asset sale transactions with a value exceeding ten percent (10%) of the total assets recorded in the most recent financial statements between the Company and a shareholder holding fifty-one percent (51%) or more of the total voting shares or such shareholder's related persons, provided that such transactions have been disclosed to shareholders and approved by the General Meeting of Shareholders by votes of non-interested shareholders.

7. The Director must not be a related person of the Company's managers, Supervisors, or those of the parent company; the representative of state capital; or the representative of an enterprise's capital contribution in the Company and the parent company, in accordance with Point d, Clause 46, Article 4 of the Law on Securities.

Article 43. Liability for damages and indemnification

1. Members of the Board of Directors, members of the Supervisory Board, the Director and other executives who breach their duties of honesty and prudence or fail to properly perform their obligations shall be liable for damages caused by their violations.

2. The Company shall indemnify persons who have been, are, or may become a party to claims, lawsuits or legal proceedings (including civil and administrative cases and cases not initiated by the Company) if such person has been or is a member of the Board of Directors, member of the Supervisory Board, the Director, other executive, employee or authorized representative of the Company, and has acted honestly, prudently and in the interests of the Company on the basis of compliance with law, and there is no evidence that such person has breached his/her responsibilities.

3. Indemnifiable expenses include court judgments, fines, actual payable amounts (including attorney's fees) or amounts considered reasonable in settling such matters within the limits permitted by law. The Company may purchase insurance for these persons to cover the above indemnification liabilities.

XI. RIGHT TO INSPECT BOOKS AND COMPANY RECORDS

Article 44. Right to inspect books and records

1. Ordinary shareholders have the right to inspect books and records as follows:

a) Ordinary shareholders have the right to examine, inspect and extract information relating to names and contact addresses in the list of shareholders with voting rights; to request correction of their inaccurate information; and to examine, inspect, extract or

copy the Company Charter, minutes of meetings of the General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders;

b) A shareholder or group of shareholders holding five percent (05%) or more of the total ordinary shares has the right to examine, inspect and extract minutes and Resolutions or decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors, and other documents, except for documents relating to the Company's trade secrets or business secrets.

2. Where an authorized representative of a shareholder or group of shareholders requests inspection of books and records, such request must be accompanied by a power of attorney of the shareholder or group of shareholders represented, or a notarized copy thereof.

3. Members of the Board of Directors, members of the Supervisory Board, the Director and other executives have the right to inspect the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that such information must be kept confidential.

4. The Company must retain this Charter and any amendments or supplements thereto, the Enterprise Registration Certificate, internal regulations, documents evidencing ownership of assets, Resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of meetings 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, accounting books and other documents as prescribed by law at its head office or another location, provided that shareholders and the business registration authority are notified of the location where such documents are kept.

5. The Company Charter must be published on the Company's website.

XII. EMPLOYEES AND TRADE UNION

Article 45. Employees and Trade Union

1. The Director shall prepare plans for submission to the Board of Directors for approval regarding matters relating to recruitment, termination of employment, salaries, social insurance, welfare, rewards and disciplinary actions applicable to employees and executives.

2. The Director shall prepare plans for submission to the Board of Directors for approval regarding the Company's relationship with trade union organizations in accordance with best standards, practices and governance policies, the provisions of this Charter, the Company's internal regulations and applicable laws.

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XIII. PROFIT DISTRIBUTION

Article 46. Profit distribution

1. The General Meeting of Shareholders shall decide the annual dividend rate and form of dividend payment from the retained earnings of the Company.
2. The Board of Directors may decide on interim dividend payments under authorization of the General Meeting of Shareholders if such payment is deemed consistent with the profitability of the Company.
3. The Company shall not pay interest on any dividend amount or other amount payable in respect of a class of shares.
4. The Board of Directors may propose to the General Meeting of Shareholders for approval the payment of all or part of dividends in shares, and the Board of Directors shall implement such decision.
5. Where dividends or other amounts related to a class of shares are paid in cash, the Company must make payment in Vietnam dong. Payment may be made directly or through banks based on the bank account details provided by shareholders.

If the Company has transferred funds in accordance with the bank details provided by a shareholder but such shareholder does not receive the payment, the Company shall not be liable for the amount transferred.

Payment of dividends for shares listed or registered for trading on a Stock Exchange may be conducted through securities companies or the Vietnam Securities Depository and Clearing Corporation.

6. In accordance with the Law on Enterprises and the Law on Securities, the Board of Directors shall adopt a Resolution or decision determining a specific record date. Based on such date, persons registered as shareholders or owners of other securities shall be entitled to receive cash or share dividends, notices or other documents.
7. Other matters relating to profit distribution shall be implemented in accordance with law.

XIV. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank accounts

1. The Company shall open accounts at Vietnamese banks or branches of foreign banks licensed to operate in Vietnam.
2. Subject to prior approval by competent authorities, where necessary, the Company may open bank accounts overseas in accordance with law.

3. The Company shall conduct all payments and accounting transactions through its Vietnam dong or foreign currency accounts opened at banks.

Article 48. Fiscal year

The fiscal year of the Company shall commence on 01 January and end on 31 December each year.

The first fiscal year shall commence on the date of issuance of the Enterprise Registration Certificate and end on 31 December immediately following the date of issuance of such Enterprise Registration Certificate.

Article 49. Accounting regime

1. The accounting regime applied by the Company shall be the enterprise accounting regime or a specialized accounting regime issued or approved by competent authorities.

2. The Company shall prepare accounting books in Vietnamese and retain accounting records in accordance with accounting laws and relevant laws. Such records must be accurate, updated, systematic and sufficient to evidence and explain the Company's transactions.

3. The accounting currency of the Company shall be Vietnam dong. In cases where the Company's primary economic transactions arise mainly in a foreign currency, the Company may select such foreign currency as its accounting currency, shall be responsible for such selection before the law, and must notify its directly managing tax authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORT AND INFORMATION DISCLOSURE OBLIGATIONS

Article 50. Annual, semi-annual and quarterly financial statements

1. The Company shall prepare annual financial statements, and such annual financial statements must be audited in accordance with the law. The Company shall disclose the audited annual financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

2. The annual financial statements must include all reports, appendices and explanatory notes as prescribed by the laws on corporate accounting. The annual financial statements must present fairly and objectively the Company's operating results and financial position.

3. The Company shall prepare and disclose reviewed semi-annual financial statements and quarterly financial statements in accordance with the laws on information disclosure in the securities market and submit them to the competent state authorities.

Article 51. Annual report

The Company shall prepare and disclose the Annual Report in accordance with the laws on securities and the securities market.

XVI. AUDIT OF THE COMPANY

Article 52. Audit

1. The General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to select one of such entities to audit the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors.
2. The audit report shall be attached to the Company's annual financial statements.
3. The independent auditor auditing the Company's financial statements may attend meetings of the General Meeting of Shareholders, has the right to receive notices and other information relating to meetings of the General Meeting of Shareholders, and may express opinions at such meetings on matters relating to the audit of the Company's financial statements.

XVII. SEAL OF THE ENTERPRISE

Article 53. Seal of the enterprise

1. The seal includes a seal made by a seal-engraving establishment or a seal in the form of a digital signature in accordance with the laws on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form and content of the seal of the Company, its branches and representative offices (if any).
3. The Board of Directors and the Director shall use and manage the seal in accordance with applicable laws.

XVIII. DISSOLUTION OF THE COMPANY

Article 54. Dissolution of the Company

1. The Company may be dissolved in the following cases:
 - a) Upon expiry of the operation term stated in the Company's Charter without a decision on extension;
 - b) Pursuant to a resolution or decision of the General Meeting of Shareholders;
 - c) Upon revocation of the Enterprise Registration Certificate, except where otherwise provided by the Law on Tax Administration;
 - d) Other cases as prescribed by law.

2. The early dissolution of the Company (including any extended operation term) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. Such dissolution decision must be notified to or approved by the competent authority (if required) in accordance with regulations.

Article 55. Extension of operation term

1. The Board of Directors shall convene a meeting of the General Meeting of Shareholders at least seven (07) months prior to the expiry of the operation term so that shareholders may vote on the extension of the Company's operation term as proposed by the Board of Directors.

2. The operation term shall be extended when shareholders representing at least 65% of the total voting rights of all shareholders attending the meeting of the General Meeting of Shareholders vote in favor.

Article 56. Liquidation

1. At least six (06) months prior to the expiry of the Company's operation term or after a decision on dissolution of the Company, the Board of Directors must establish a Liquidation Committee comprising three (03) members, of whom two (02) members shall be appointed by the General Meeting of Shareholders and one (01) member shall be appointed by the Board of Directors from an independent auditing company. The Liquidation Committee shall prepare its operating regulations. Members of the Liquidation Committee may be selected from among the Company's employees or independent experts. All expenses relating to liquidation shall be prioritized for payment by the Company before other debts of the Company.

2. The Liquidation Committee shall report to the Business Registration Authority on the date of its establishment and commencement of operation. From that time, the Liquidation Committee shall represent the Company in all matters relating to the liquidation of the Company before the Courts and administrative authorities.

3. Proceeds from liquidation shall be distributed in the following order:

a) Liquidation expenses;

b) Outstanding salaries, severance allowances, social insurance premiums and other benefits of employees in accordance with collective labor agreements and signed labor contracts;

c) Tax liabilities;

d) Other debts of the Company;

e) The remaining amount after payment of all debts from items (a) to (d) above shall be distributed to shareholders. Preferred shares shall be given priority in payment.

XIX. SETTLEMENT OF INTERNAL DISPUTES

Article 57. Settlement of internal disputes

1. In the event of disputes or complaints arising in connection with the Company's operations or the rights and obligations of shareholders under the Law on Enterprises, the Company's Charter, other applicable laws or agreements between:

- a) Shareholders and the Company;
- b) Shareholders and the Board of Directors, the Supervisory Board, the Director or other managers;

The relevant parties shall attempt to resolve such disputes through negotiation and mediation. Except for disputes relating to the Board of Directors or the Chairperson of the Board of Directors, the Chairperson of the Board of Directors shall preside over the settlement and request each party to present relevant information within seven (07) working days from the date the dispute arises. In cases relating to the Board of Directors or the Chairperson of the Board of Directors, any party may request the Head of the Supervisory Board to appoint an independent expert as mediator for the dispute resolution process.

2. If no mediation decision is reached within six (06) weeks from the commencement of the mediation process, or if the mediator's decision is not accepted by the parties, either party may refer the dispute to Arbitration or the Court.

3. The parties shall bear their own costs relating to negotiation and mediation procedures. Payment of Court costs shall be implemented in accordance with the Court's judgment.

XX. AMENDMENTS AND SUPPLEMENTS TO THE CHARTER

Article 58. The Company's Charter

1. Any amendment or supplement to this Charter must be considered and decided by the General Meeting of Shareholders.

2. In cases where laws contain provisions relating to the Company's operations that are not mentioned in this Charter, or where new legal provisions differ from the provisions of this Charter, such legal provisions shall apply to regulate the Company's operations.

XXI. EFFECTIVENESS

Article 59. Effectiveness

1. This Charter consists of twenty-one (21) sections and fifty-nine (59) articles and was unanimously adopted by the General Meeting of Shareholders of Saigon-Baclieu Beer Joint Stock Company on day....month....year 2026, and the entire Charter is approved to take full effect as of that date.

2. This Charter is made in ten (10) copies of equal validity and shall be kept at the Company's head office.
3. This Charter is the sole and official Charter of the Company.
4. Copies or extracts of the Company's Charter shall be valid when signed by the Chairperson of the Board of Directors or by at least one-half (1/2) of the total members of the Board of Directors.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**



PHAM THI HONG HANH

No.: 01/BCKT-ĐHĐCĐ

Vinh Long, April 15, 2026

**REPORT ON VERIFICATION OF DELEGATE ELIGIBILITY
ANNUAL GENERAL MEETING OF SHAREHOLDERS
SAIGON-BACLIEU BEER JOINT STOCK COMPANY IN 2026**

At 09:30 on April 15, 2026, at Saigon-Vinh Long Beer Joint Stock Company (Address: No. 11, Tan Vinh Thuan Hamlet, Tan Ngai Ward, Vinh Long Province).

The Shareholder Eligibility Verification Committee includes:

- Mr. Nguyen Tan Phien – Head of the Committee
- Mr. Pham Ngoc Giang – Member

The Delegate Eligibility Verification Committee conducted a verification of the delegates attending the Meeting with the following results:

I. Valid attending delegates:

Number of participating delegates: 07
Number of authorized delegates: 18
Representing for: **7,023,206** shares
Holding: **58.47%** of the total voting shares

II. Number of absent shareholders:

Number of shareholders: 216
Representing for: **4,988,794** shares
Holding: **41.53%** of the total voting shares

Based on the provisions of current Law and the Charter of the Company, the 2026 Annual General Meeting of Shareholders of Saigon-Baclieu Beer Joint Stock Company with the aforementioned attendance composition is valid and eligible to proceed with the Meeting.

The Delegate Eligibility Verification Report was prepared at 10:00 AM on April 15, 2026, and was publicly reported before the General Meeting of Shareholders.

**ON BEHALF OF THE DELEGATE ELIGIBILITY
VERIFICATION COMMITTEE
HEAD OF THE COMMITTEE**



Nguyen Tan Phien

**MINUTES OF VOTE COUNTING
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Today, at 11:35 a.m. on April 15, 2026, at Saigon – Vinh Long Beer Joint Stock Company (No. 11, Tan Vinh Thuan Hamlet, Tan Ngai Ward, Vinh Long Province), the Vote Counting Committee consists of the following members:

1. Mr. Truong Quoc Toan : Head of the Vote Counting Committee
2. Mrs. Huynh Thu Ly : Member of the Vote Counting Committee
3. Mrs. Phan Thi Mong Tuyen : Member of the Vote Counting Committee

The Committee has conducted the vote counting for the matters presented at the Meeting.

Vote counting results:

| | |
|-----------------------------------|--------------|
| Total number of ballots issued | : 07 ballots |
| Total number of ballots collected | : 07 ballots |
| Total number of invalid ballots | : 00 ballots |
| Total number of valid ballots | : 07 ballots |

Detailed results for each Content:

| Content | In Favor (votes) | Against (votes) | No Opinion (votes) | In Favor (%) | Against (%) | No Opinion (%) |
|----------------|-----------------------------|----------------------------|-----------------------------------|-------------------------|------------------------|-------------------------------|
| Content 1 | 5,429,338 | 1,593,868 | 0 | 77,31% | 22,69% | 0,00% |
| Content 2 | 7,023,206 | 0 | 0 | 100,00% | 0,00% | 0,00% |
| Content 3 | 7,023,206 | 0 | 0 | 100,00% | 0,00% | 0,00% |
| Content 4 | 4,620,806 | 0 | 0 | 100,00% | 0,00% | 0,00% |
| Content 5 | 7,023,206 | 0 | 0 | 100,00% | 0,00% | 0,00% |
| Content 6 | 7,023,206 | 0 | 0 | 100,00% | 0,00% | 0,00% |
| Content 7 | 4,620,806 | 2,402,400 | 0 | 65,79% | 34,21% | 0,00% |
| Content 8 | 4,620,806 | 2,402,400 | 0 | 65,79% | 34,21% | 0,00% |
| Content 9 | 4,620,806 | 0 | 0 | 100,00% | 0,00% | 0,00% |
| Content 10 | 7,023,206 | 0 | 0 | 100,00% | 0,00% | 0,00% |

Notes:

- Content 4 has 4,620,806 voting shares, and 2,402,400 non-voting shares due to related interests.

- Content 9 has 4,620,806 voting shares, and 2,402,400 non-voting shares due to related interests.

Conclusion: All contents submitted for voting at the General Meeting of Shareholders have been approved with the respective approval rates as stated above.

The Minutes of Vote Counting of the 2026 Annual General Meeting of Shareholders were completed at 11:45 a.m. on the same day and were presented to the Meeting. The Meeting unanimously approved with 100% agreement and no dissenting opinions.

**ON BEHALF OF THE VOTE COUNTING
COMMITTEE
HEAD OF THE COMMITTEE**

A handwritten signature in blue ink, consisting of a series of fluid, connected strokes, positioned above a horizontal line.

Truong Quoc Toan