

No.: 01/BC-HDQT

Ho Chi Minh City, May 19, 2026.

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

**To: 2026 Annual General Meeting of Shareholders of  
Protrade Garment Joint Stock Company**

- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/NF-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to the Charter of Protrade Garment Joint Stock Company (the "Company");
- Pursuant to Resolution No. 01/NQ-DHDCD dated June 26, 2025, of the 2025 Annual General Meeting of Shareholders;
- Pursuant to Resolution No.13/NQ-HDQT dated May 19, 2025, of the Board of Directors of Protrade Garment Joint Stock Company.

The Board of Directors (the "**BOD**") of Protrade Garment Joint Stock Company respectfully reports to the Annual General Meeting of Shareholders (the "**AGM**") on the Business Performance for 2025 and the Orientations for 2026 as follows:

**I. ASSESSMENT OF BUSINESS PERFORMANCE IN 2025**

In 2025, the Vietnamese textile and garment industry operated amidst a global economic environment fraught with uncertainties due to geopolitical conflicts, trade protectionism trends, supply chain disruptions, and intensifying competition among textile-exporting countries. However, with global inflation trends gradually being controlled and consumer demand in major markets slowly recovering, Vietnam's textile and garment exports showed positive improvement compared to the downturn in 2023 – 2024. According to data from the Vietnam Textile and Apparel Association (VITAS), the export turnover of textiles and garments in 2025 is estimated to reach approximately USD 46 billion, an increase of nearly 5.6% compared to 2024.

Alongside signs of recovery, the textile and garment industry continues to face numerous challenges and competitive pressures. Vietnam must compete directly with countries such as Bangladesh, India, Indonesia, and Cambodia, which have advantages in labor costs and increasingly improved supply capabilities. Additionally, the requirements for sustainable development, traceability, environmental standards, and social responsibility in major export markets are becoming more stringent, necessitating enterprises to continue investing in enhancing management capabilities, production capacity, and market adaptability. Furthermore, recent U.S. trade and tariff policies continue to exert pressure and pose risks for exporting countries, including Vietnam,

requiring enterprises to proactively diversify markets, optimize costs, and enhance competitiveness.

In this context, the year 2025 continues to present numerous challenges for the Company as production costs, labor costs, and operational expenses continue to rise while sales prices face significant competitive pressure. In response to this situation, the Company has proactively implemented various flexible management solutions, such as enhancing collaboration with customers, promoting design development, accepting small-scale orders with fast delivery requirements, and flexibly restructuring production to maintain employment, stabilize operations, and improve the efficiency of production capacity utilization. As a result, the Company's output and revenue have continued to grow despite market volatility.

In 2025, the Company continues to implement both FOB garment production and processing, with FOB activities still accounting for the majority share. The Company maintains stable relationships with traditional customers such as Olymp, Rock Revival, Miss Me, Pacsun, Eunina, Yody, and Evolution 3, while also expanding to new customers like Mek and receiving additional processing orders from domestic partners such as Q&A, Nha Be, and J&B. The total production volume for the year reached approximately 4.2 million products, with revenue amounting to VND 1,762.4 billion.

The Company's customer and market structure continues to reflect its focus on export activities, particularly the U.S. market, which is large in scale, has stable demand, and provides high order value, significantly contributing to the Company's revenue growth over the past year. However, concentrating a large proportion on certain export markets also poses risks due to fluctuations in trade policies, tariffs, and international consumer trends.

For the European market, although the revenue share is not yet large, it continues to maintain stable growth, while increasingly demanding higher standards for quality, sustainability, and traceability. This market is identified as a potential area for the Company to gradually increase its share in the medium and long term by enhancing its capacity to meet technical and environmental standards. Meanwhile, the domestic market currently accounts for a small proportion of the revenue structure but still serves as an important supplementary channel, helping to leverage production capacity, maintain stable employment, and support risk diversification in the context of potential export market fluctuations.

Overall, in 2025, the Company has essentially maintained stability in its business operations and ensured growth in output and revenue despite challenging market conditions. However, the Company's operations also clearly reveal challenges related to cost pressures, increasing competition, and the need to enhance growth quality and sustainability in business operations. This also serves as a basis for the Company to continue reviewing customer structure, market orientation, improving production management efficiency, controlling costs, and developing appropriate management solutions for the next phase.

**Details of these business activities have been presented in the Report of the Board of Management submitted to the General Meeting of Shareholders.**

## II. SUMMARY OF THE OPERATION OF THE BOARD OF DIRECTORS IN 2025

The Board of Directors consistently defines the responsibilities and roles of the company's management body, with the obligation to direct and supervise the Board of Management and other management departments and individuals in the company's operations. Concurrently, the Board of Directors ensures compliance with legal regulations, the Company Charter, internal governance regulations, and resolutions of the General Meeting of Shareholders. Additionally, the Board of Directors continues to enhance the governance capacity of the Company, aiming for optimal business efficiency in line with modern governance practices and standards.

In 2025, the Board of Directors convened two meetings as summoned by the Chairman of the Board and conducted two written consultations, with full participation from the Supervisory Board.

### 1. Board of Directors meetings in 2025

No.	BOD Member	Number of BOD Meetings Attended	Attendance Rate	Reason for Non-Attendance
1	Mr. Nguyen An Dinh	04/04	100%	
2	Ms. Pham Thi Vuong	04/04	100%	
3	Mr. Phan Thanh Duc	04/04	100%	
4	Mr. Nguyen Xuan Quan	04/04	100%	
5	Mr. Nguyen Vinh Bao	04/04	100%	
6	Mr. Nguyen Hong Anh	02/02	100%	End of term
7	Ms. Nguyen Thi Truc Thanh	02/02	100%	End of term

**Invitation to Meetings:** Members of the Supervisory Board and the Company Secretary were fully invited to attend all Board of Directors meetings in 2025.

**2. Details of the Board of Directors' Resolutions/Decisions in 2025 are as follows:**

No.	Resolution No.	Date	Content	Approval Rate	Implementation
1	07/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of the 13th-month salary bonus for employees for the year 2024.	100%	Completed
2	08/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of additional Board of Management bonuses for 2023 and approval of the advance from the Board of	100%	Completed

No.	Resolution No.	Date	Content	Approval Rate	Implementation
			Management Reward Fund for 2024.		
3	09/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of the nomination of the Authorized Representative to Stand for Election to the Supervisory Board of Fashion Development Joint Stock Company.	100%	Completed
4	10/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of borrowing from Vietnam Joint Stock Commercial Bank for Industry and Trade – Ho Chi Minh City Branch.	100%	Completed
5	11/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of borrowing from Joint Stock Commercial Bank for Foreign Trade of Vietnam – Binh Duong Branch.	100%	Completed
6	12/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of borrowing from Joint Stock Commercial Bank for Investment and Development of Vietnam – Binh Duong Branch.	100%	Completed
7	13/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of certain investment activities and purchase and sale contracts under the authority of the Board of Directors.	100%	Completed
8	14/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of the signing of the 2025 garment processing agreement between Protrade Garment Joint Stock Company and Fashion Development Joint Stock Company, and authorization for the Company's General Director to act as the representative and sign the Contract and its appendices on behalf of the Company.	100%	Completed
9	15/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of the land lease contract between Protrade Garment Joint Stock Company and Protrade International One Member Company Limited, and authorization for the Company's General Director to	100%	Completed

No.	Resolution No.	Date	Content	Approval Rate	Implementation
			act as the representative and sign the Contract and its appendices on behalf of the Company.		
10	16/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Approval of the investment in machinery and equipment for 2025.	100%	Completed
11	17/NQ-HDQT (2020-2025 term)	17/04/2025 (by written consent)	Extension of the time for holding the 2025 Annual General Meeting of Shareholders: No later than June 30, 2025, and authorization for the General Director to decide the record date to finalize the shareholder list, the time, and the form of the 2025 Annual General Meeting of Shareholders at an appropriate time but no later than June 30, 2025.	100%	Completed
12	18/NQ-HDQT (2020-2025 term)	04/06/2025	<p>1. Approval of the contents and documents submitted to the 2025 Annual General Meeting of Shareholders:</p> <ul style="list-style-type: none"> <li>- Report on the operation of the Board of Directors in 2024 and the orientation plan for 2025;</li> <li>- Report on business performance in 2024 and the business plan for 2025;</li> <li>- Report on the operation of the Supervisory Board;</li> <li>- Proposal on the election of Members to the Board of Directors and Supervisory Board of Protrade Garment Joint Stock Company for the 2025-2030 term;</li> <li>- Proposal for the approval of the audited separate and consolidated financial statements for 2024;</li> <li>- Proposal for the distribution of profits for 2024 and the profit distribution plan for 2025;</li> </ul>	100%	Completed

No.	Resolution No.	Date	Content	Approval Rate	Implementation
			<p>- Proposal for the approval of remuneration for the Board of Directors, Supervisory Board, and Company Secretary for 2024 and the remuneration plan for the Board of Directors, Supervisory Board, and Company Secretary for 2025;</p> <p>- Proposal for the selection of the audit firm for the 2025 financial statements of Protrade Garment Joint Stock Company;</p> <p>- Proposal on the Regulations for nomination, self-nomination, and election of members to the Board of Directors and Supervisory Board for the 2025-2030 term;</p> <p>2. Approval of the Proposal on the number of members of the Board of Directors and Supervisory Board of Protrade Garment Joint Stock Company for the 2025-2030 term.</p>		
13	20/NQ-HDQT (2020-2025 term)	04/06/2025	<p>Approval of transactions and contracts for the purchase and sale of goods and services in 2025 between Protrade Garment Joint Stock Company and entities classified as "Related Parties" of members of the Board of Directors/Supervisory Board of the Company. Specifically:</p> <ul style="list-style-type: none"> <li>- Palm - Song Be Golf Company Limited;</li> <li>- Thuan An General Trading Joint Stock Company.</li> </ul> <p>The General Director is authorized to represent and act on behalf of the Company to decide/execute specific contracts and agreements for each transaction.</p>	100%	Completed

No.	Resolution No.	Date	Content	Approval Rate	Implementation
12	01/QD-HDQT (2020-2025 term)	25/04/2025	Decision to establish the Project Committee for the implementation of the relocation plan of Protrade Garment Joint Stock Company. The Project Committee is tasked with organizing and executing tasks related to the relocation policy of Protrade Garment Joint Stock Company.		
13	02/QD-HDQT (2020-2025 term)	12/06/2025	Decision to establish the Organizing Committee for the 2025 Annual General Meeting of Shareholders.		
14	03/QD-HDQT (2020-2025 term)	16/06/2025	Decision to approve the list of candidates for members of the Board of Directors and Supervisory Board of Protrade Garment Joint Stock Company for the 2025-2030 term.		
15	01/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously elected Mr. Nguyen An Dinh, Member of the Board of Directors, to the position of Chairman of the Board of Directors of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.	100%	Completed
16	02/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously elected Ms. Pham Thi Vuong, Member of the Board of Directors, to the position of Vice Chairman of the Board of Directors of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.	100%	Completed
17	03/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously appointed Mr. Phan Thanh Duc, Member of the Board of Directors, to the position of General Director of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.	100%	Completed

No.	Resolution No.	Date	Content	Approval Rate	Implementation
18	04/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously appointed Mr. Nguyen Xuan Quan, Member of the Board of Directors, to the position of Standing Deputy General Director of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.	100%	Completed
19	05/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously appointed Ms. Nguyen Thi Truc Thanh to the position of Deputy General Director of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025 until retirement age as stipulated by the Labor Code.	100%	Completed
20	06/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously appointed Ms. Le Thi Thanh Thuy to the position of Corporate Governance Officer cum Company Secretary cum Information Disclosure Officer of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.	100%	Completed
21	07/NQ-HDQT (2025-2030 term)	26/06/2025	Unanimously appointed Ms. Nguyen Minh Thuy to the position of Chief Accountant of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.	100%	Completed
22	08/NQ-HDQT (2025-2030 term)	26/06/2025	<ul style="list-style-type: none"> <li>- Unanimously assigned Mr. Nguyen An Dinh, Member of the Board of Directors, to preside over the development of the Regulations of the Board of Directors for the 2025-2030 term, and to allocate specific tasks to each member.</li> <li>- Assigned the Board of Management to report on the plan for renewing employment</li> </ul>	100%	<p>Incomplete, currently in progress.</p> <p>Renewal of contracts with the Board of Management for the new term has been</p>

No.	Resolution No.	Date	Content	Approval Rate	Implementation
			<p>contracts for the new term; organize the reappointment of management personnel for the 2025-2030 term; study, review, and propose a plan to increase the number of legal representatives of the Company from one to two; search for and select personnel for the position of Deputy General Director to serve the goal of market expansion and customer development; review, report, and propose solutions to address the recommendations of the Supervisory Board; study and consider the application of artificial intelligence (AI) in corporate governance and management.</p>		<p>completed; the plan to increase the number of legal representatives of the Company from one to two has been studied, and specific reports on the recommendations of the Supervisory Board have been made; the remaining items are incomplete, specifically:</p> <p><b>1. Organization of the reappointment of management personnel for the 2025–2030 term:</b> Currently, the Company is in the process of reviewing and restructuring its organizational structure; the new organizational chart has not yet been approved by the competent authority and requires further study and completion, thus the reappointment of management personnel has not been carried out.</p> <p><b>2. Search for and selection of personnel for the position of Deputy General Director</b> to serve the goal of market expansion and customer development. The Company has initiated recruitment postings; however, no suitable candidates have been found to meet the actual requirements to date.</p> <p><b>3. Study and consideration of the application of artificial intelligence (AI)</b> in corporate governance and management. In 2025, the Company established a</p>

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No.	Resolution No.	Date	Content	Approval Rate	Implementation
					Research Committee and is currently in the process of developing and completing standard procedures for governance and business management. Based on research results and actual implementation, the Board of Management will continue to report and propose to the Board of Directors for consideration in the near future.
23	01/QD-HDQT (2025-2030 term)	26/06/2025	Decision to appoint Mr. Phan Thanh Duc as General Director of Protrade Garment Joint Stock Company for the 2025-2030 term, Legal Representative, effective from 26/06/2025.		
24	02/QD-HDQT (2025-2030 term)	26/06/2025	Decision to appoint Mr. Nguyen Xuan Quan as Standing Deputy General Director of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025.		
25	03/QD-HDQT (2025-2030 term)	26/06/2025	Decision to appoint Ms. Nguyen Thi Truc Thanh as Deputy General Director of Protrade Garment Joint Stock Company for the 2025-2030 term, effective from 26/06/2025 until retirement age as stipulated by the Labor Code.		
26	09/NQ-HDQT (2025-2030 term)	17/07/2025 (by written consent)	Approval of the dividend payment for 2024.	100%	

### **III. REMUNERATION AND OPERATING EXPENSES OF THE BOARD OF DIRECTORS AND EACH MEMBER**

In 2025, the General Meeting of Shareholders agreed to pay the Board of Directors' remuneration for 2024 according to Resolution No. 01/NQ-DHDCD dated June 26, 2025, with an amount of VND 5,776,544,802.

Based on Resolution No. 01/NQ-DHDCD dated June 26, 2025, the remuneration plan for the Board of Directors, Supervisory Board, and Company Secretary for 2025 shall not exceed 3.5% of the after-tax profit.

Based on the 2025 business performance, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the remuneration for the Board of Directors, Supervisory Board, and Company Secretary for 2025 at 3.5% of the after-tax profit for 2025, amounting to VND 4,377,686,149.

### **IV. RELATED TRANSACTIONS:**

Detailed reports have been provided in the 2025 Corporate Governance Report dated January 21, 2026.

### **V. OPERATIONS OF THE SUB-COMMITTEES UNDER THE BOARD OF DIRECTORS**

In 2025, the Company experienced a transition between two terms of the Board of Directors. Accordingly, during the 2020–2025 term, the Board of Directors established several assisting committees, including the Strategy Committee, the Human Resources and Remuneration Committee, and the Internal Audit Committee. However, due to the unique nature of the transitional year and the Board's focus on addressing the Company's critical and urgent issues, as well as implementing the relocation plan as approved, these committees were not fully staffed and did not engage in activities during the first half of 2025.

As of June 26, 2025, the Board of Directors for the 2025–2030 term commenced operations. Consequently, the assisting committees from the 2020–2025 term concluded with the end of their term, and the new Board of Directors did not establish any assisting committees.

Therefore, in the first six months of 2025, the assisting committees of the Board of Directors did not engage in activities while the 2020–2025 Board of Directors was still in effect. Furthermore, the 2025–2030 Board of Directors did not establish any assisting committees, resulting in no committee structure during the last six months of 2025.

### **VI. SUPERVISION RESULTS FOR THE BOARD OF MANAGEMENT**

Pursuant to the Company Charter and internal governance regulations, the Board of Directors (“BOD”) has performed its governance, inspection, and supervisory functions over executive operations through organizing meetings, obtaining written opinions, and issuing resolutions and decisions within its authority to ensure the Company's operations are conducted in a timely manner, in accordance with the strategic direction and legal regulations. In 2025, the BOD issued numerous resolutions and decisions related to business operations, human resources, corporate governance, investment, finance, credit, and the organization of the General Meeting of Shareholders.

Regarding business operations and finance, the BOD reviewed and approved several important matters such as borrowing plans from credit institutions, investment in machinery and equipment, contracts for purchase, processing, land leasing, and transactions within the BOD's authority to support business operations and the Company's development direction. Additionally, the BOD also reviewed and approved policies related to employees and the Board of Management, such as the 13th-month salary bonus for 2024, reward disbursement, and advance from the Board of Management Reward Fund to contribute to personnel stability and motivation in executive operations.

In terms of governance and organizational structure, the BOD directed the implementation of matters related to the Company's relocation plan, established a Project Committee to execute the relocation policy, and directed the consolidation of governance and human resources after the 2025 Annual General Meeting of Shareholders. Based on the election results for the 2025–2030 term, the BOD elected the Chairperson, Vice Chairperson of the BOD, and appointed key management positions including the General Director, Deputy General Directors, Chief Accountant, and the Corporate Governance Officer cum Company Secretary in accordance with authority and legal regulations.

Additionally, the Board of Directors has tasked the Board of Management with researching, developing, and implementing various initiatives to enhance corporate governance quality, such as reviewing the plan for renewing employment contracts for the new term, reappointing management personnel, exploring options to increase the number of legal representatives, recruiting personnel to support market expansion and customer development goals, and researching the application of artificial intelligence (AI) in corporate governance and management.

The Board of Directors' oversight operations are conducted regularly through reports, inspections, and discussions with the Board of Management and related units to promptly direct the resolution of arising issues, ensuring that management operations are conducted transparently, effectively, and in alignment with the Company's governance orientation. The Board of Directors also regularly monitors information disclosure activities to ensure that information is disclosed fully, promptly, and in compliance with securities and stock market regulations.

Overall, in 2025, the Board of Management has diligently implemented the resolutions, decisions, and directives of the Board of Directors, contributing to maintaining stable business operations, ensuring corporate governance, and achieving the objectives and plans approved by the General Meeting of Shareholders and the Board of Directors.

## **VI. PLANS AND OPERATIONAL ORIENTATIONS OF THE BOARD OF DIRECTORS FOR 2026.**

### **1. Business Plan for 2026**

#### **a. Business Plan on Separate and Consolidated Financial Statements for 2026:**

<b>Target</b>	<b>Plan for Separate Financial Statements for 2026</b>	<b>Plan for Consolidated Financial Statements for 2026</b>
Total Revenue	1,789,545,431,964	1,783,470,431,964
+ <i>Net Revenue from Business Operations</i>	1,772,037,431,964	1,772,037,431,964
+ <i>Revenue from Financial Activities</i>	6,000,000,000	6,075,000,000
+ <i>Other Income</i>	11,508,000,000	5,358,000,000
Total Expenses	1,662,240,092,979	1,651,010,088,356
Profit Before Tax	127,305,338,985	132,460,343,608
Profit After Corporate Income Tax	101,244,271,188	113,173,593,501

**b. Profit Distribution Plan for 2026:**

**- Appropriation of Funds and Dividend Payments:**

<b>Indicator</b>	<b>Profit Distribution Plan for 2026</b>
Development Investment Fund	20% of Profit After Tax for 2026
Bonus and Welfare Fund	5% of Profit After Tax for 2026
Executive Bonus Fund	1.5% of Profit After Tax for 2026
Cash Dividend Payment	Not less than 10% of Charter Capital

**c. Remuneration for the Board of Directors, Supervisory Board, and Company Secretary**

Based on the Company's business plan for 2026, the Board of Directors anticipates remuneration for the Board of Directors, Supervisory Board, and Company Secretary for 2026 not exceeding 3.5% of the profit after tax for 2026.

**2. Orientations of the Board of Directors for 2026**

Based on the 2025 operational results and the strategic orientations for the 2025–2030 term, the Board of Directors ("BOD") identifies 2026 as a year focused on consolidating governance foundations, enhancing competitive capacity, and gradually restructuring business operations towards greater specialization, flexibility, and sustainability. In the context of ongoing volatility in the international textile market, increasing competitive pressures, and heightened sustainability requirements, the BOD will focus on directing the Board of Management to implement several key orientations as follows:

**a. Continue to perfect the Garment – Wash ecosystem model between BDG and FDC**

The BOD identifies the development of a closed-loop production ecosystem model between Protrade Garment Joint Stock Company ("BDG") and Fashion Development Joint Stock Company ("FDC") as a strategic orientation throughout the 2025–2030 term. Accordingly, in 2026, the BOD will focus on directing the Board of Management to review and reassess the entire existing production chain to optimize the

integration between garment manufacturing and washing operations, enhance quality control, shorten delivery times, and increase product value.

The Company will focus on developing high value-added product lines that require advanced technical and wash processing technology, while continuing to effectively leverage FDC's washing capabilities to enhance product quality and meet the increasingly stringent demands of international customers, particularly concerning sustainability and ESG standards.

In addition, the Board of Directors directs the Board of Management to continue restructuring the customer portfolio by prioritizing strategic partners with stability, efficiency, and long-term cooperation orientation, gradually reducing reliance on short-term orders that primarily compete on price, in order to enhance growth quality and long-term operational efficiency.

**b. Focus on implementing the plan to relocate the factory to Protrade International Industrial Park**

In 2026, the Board of Directors will focus on directing the Board of Management to implement tasks related to the plan to relocate the Company's factory to Protrade International Industrial Park as per the approved policy. This is identified as a key task to lay the foundation for restructuring production activities, strengthening the integration between Garment and Wash operations, and enhancing operational efficiency across the entire system.

The relocation of the factory is expected to contribute to optimizing production processes, shortening the turnaround time between stages, reducing internal logistics costs, and increasing flexibility in order processing. Additionally, the new production environment at Protrade International Industrial Park will facilitate the Company's investment in technological improvements, enhance working conditions, and attract and stabilize a high-quality workforce to serve the long-term development strategy.

**c. Enhance corporate governance quality and operational efficiency**

The Board of Directors will continue to review and complete the internal governance regulations, assigning specific tasks to each member of the Board of Directors and the Board of Management to enhance professionalism, efficiency, and accountability in corporate governance. Concurrently, the Board of Directors will strengthen the inspection and supervision of the implementation of resolutions, business production plans, cost management, and capital utilization efficiency to ensure the Company's operations are aligned with the strategic direction and effectively control arising risks.

Simultaneously, the Board of Directors directs research and gradual application of technology and artificial intelligence (AI) in governance, operations, and production management to enhance operational efficiency, increase data connectivity, and support decision-making in the context of digital transformation becoming an inevitable trend.

**d. Develop a successor workforce and stabilize human resources**

To meet development requirements in the new phase, the Board of Directors identifies human resource development, particularly the successor and middle management team, as one of the key tasks in 2026. The Board of Directors will direct the Board of Management to review the personnel structure, build competency

frameworks for key management positions, and implement training, nurturing, and development programs for personnel towards specialization, in line with the requirements of transforming the production model and enhancing the Company's competitive capacity.

In addition, the Company will continue to research and refine salary, welfare policies, and the working environment to stabilize human resources, attract quality personnel, and retain experienced employees in the context of the highly competitive textile labor market.

**e. Strengthen financial control, optimize costs, and enhance operational efficiency**

In the context of increasing production costs, labor expenses, and order competition, the Board of Directors shall focus on directing the Board of Management to enhance cost management, control investment efficiency, improve the utilization of machinery and equipment, and optimize existing production capacity. Concurrently, the Company shall proactively review its revenue structure, enhance customer development efficiency, and develop additional high-value orders to improve profit margins and enhance sustainability in business operations.

With the aforementioned orientations, the Board of Directors expects that 2026 will be a year in which the Company continues to consolidate its governance foundation, gradually perfecting its operational model according to the strategic orientations for the 2025–2030 term, laying the groundwork for a more stable, efficient, and sustainable development phase in the following years.

Respectfully submitted.

**Recipients:**

- As above;
- Members of the BOD;
- Supervisory Board;
- Board of Management;
- Filed at: Secretariat.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**NGUYEN AN DINH**



**REPORT  
2025 BUSINESS PERFORMANCE REVIEW  
AND 2026 BUSINESS PLAN.**

**To: General Meeting of Shareholders of Protrade Garment Joint Stock Company.**

*- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020, issued by the Ministry of Finance, providing guidance on certain provisions of corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Law on Securities;*

*- Pursuant to the Charter on Organization and Operation of Protrade Garment Joint Stock Company (“the Company”);*

*- Pursuant to Resolution No. 01/NQ-ĐHĐCĐ dated June 26, 2025, of the Annual General Meeting of Shareholders for the year 2025;*

*- Pursuant to Resolution No. 13/NQ-HDQT dated May 19, 2026 of the Board of Directors of Protrade Garment Joint Stock Company.*

The Executive Board of Protrade Garment Joint Stock Company respectfully reports to the General Meeting of Shareholders ("GMS") on the Business Performance in 2025 and Business Plan for 2026 as follows:

**I. ASSESSMENT OF 2024 BUSINESS PERFORMANCE:**

**1. Market Overview**

In 2025, Vietnam’s textile and garment industry recorded positive signs of recovery following a prolonged downturn during the 2023–2024 period. Improvements in the global economy, particularly in key export markets such as the United States, the European Union, Japan, and South Korea, created favorable conditions for enterprises in the industry to gradually restore production activities and order volumes. According to data from the Vietnam Textile and Apparel Association (VITAS), Vietnam’s textile and garment export turnover in 2025 reached USD 46 billion, representing an increase of nearly 5.6% compared to 2024.

However, despite the recovery signals, Vietnam’s textile and garment industry continued to face significant challenges. Global trade policy fluctuations and increasingly intense regional competition have placed Vietnam in direct competition with countries such as Bangladesh, India, Indonesia, and Cambodia, which possess advantages in labor costs and increasingly improving supply capabilities.

In particular, the global reciprocal tariff policies introduced under the administration of President Donald Trump have created and continue to create considerable impacts on exporting countries, including Vietnam. This has posed an

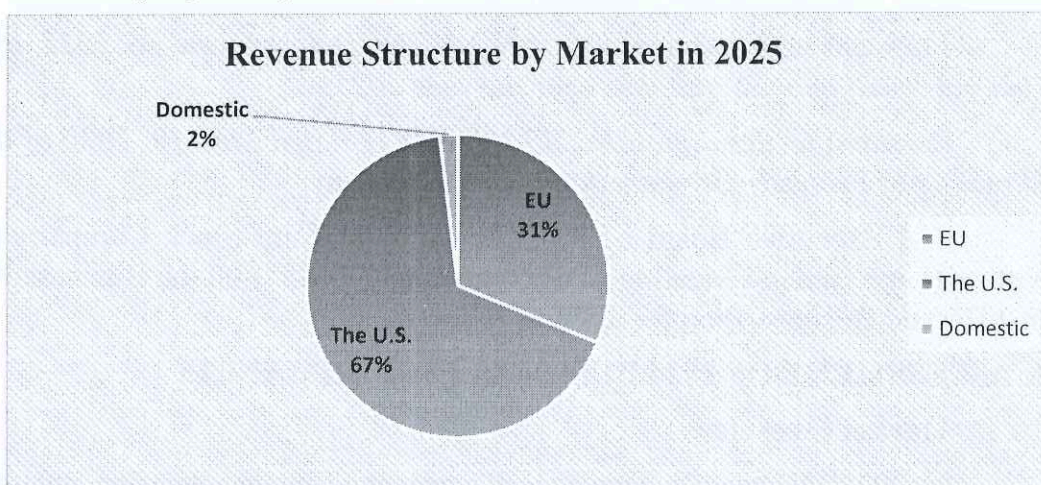
urgent requirement for enterprises to enhance competitiveness, diversify markets, and proactively adapt to changes in international trade policies.

## 2. Customer Structure

Against such backdrop, 2025 continued to be a challenging year for the Company as production costs increased while selling prices remained under downward pressure. The Company proactively implemented flexible operational solutions, strengthened coordination with customers, intensified sample development activities, and accepted smaller orders requiring shorter delivery lead times. As a result, production output and revenue still recorded growth, contributing to the maintenance of operational efficiency amid ongoing market volatility.

In 2025, the Company continued to operate both FOB and CMT garment production models, with FOB remaining the principal business model. The Company focused on its traditional customers such as Olymp, Rock Revival, Miss Me, PacSun, Eunina, Yody, and Evolution 3. At the same time, the Company expanded its customer portfolio by developing a new customer, Mek, and receiving additional CMT orders from domestic partners including Q&A, Nha Be, and J&B. Total production output for the year reached 4.2 million units, generating revenue of VND 1,762.4 billion.

The Company's major customers in 2025 were as follows:



Customer	Product	Market	Business Model	Output (pcs.)	Revenue (VND billion)
Olymp	Shirts	EU	FOB	1,546,736	511.7
Rock Revival	Jeans	United States	FOB	643,609	581.2
Miss me	Jeans	United States	FOB	711,963	424.2
Pac sun	Jeans	United States	FOB	332,100	94.3
Evolution 3	Jeans	EU	Gia công	496,156	41.4
Eunina	Jeans	United States	FOB	215,486	67.1
Mek	Jeans	United States	FOB	7,330	5.2
Yody	Jeans	Domestic	FOB	159,740	30.9
Other CMT customers	Jeans	Domestic	CMT	63,170	5.1
Others	Scrap materials	Domestic			1.3
<b>Total</b>				<b>4,176,290</b>	<b>1,762.4</b>

This structure clearly reflects the Company’s strategic orientation toward export activities, while also indicating a relatively high level of dependence on the United States market. The U.S. market is characterized by large scale, stable demand, and high order values, which significantly contributed to revenue growth during the year. However, the concentration on a single market also exposes the Company to potential risks arising from changes in trade policies, tariffs, and consumer trends.

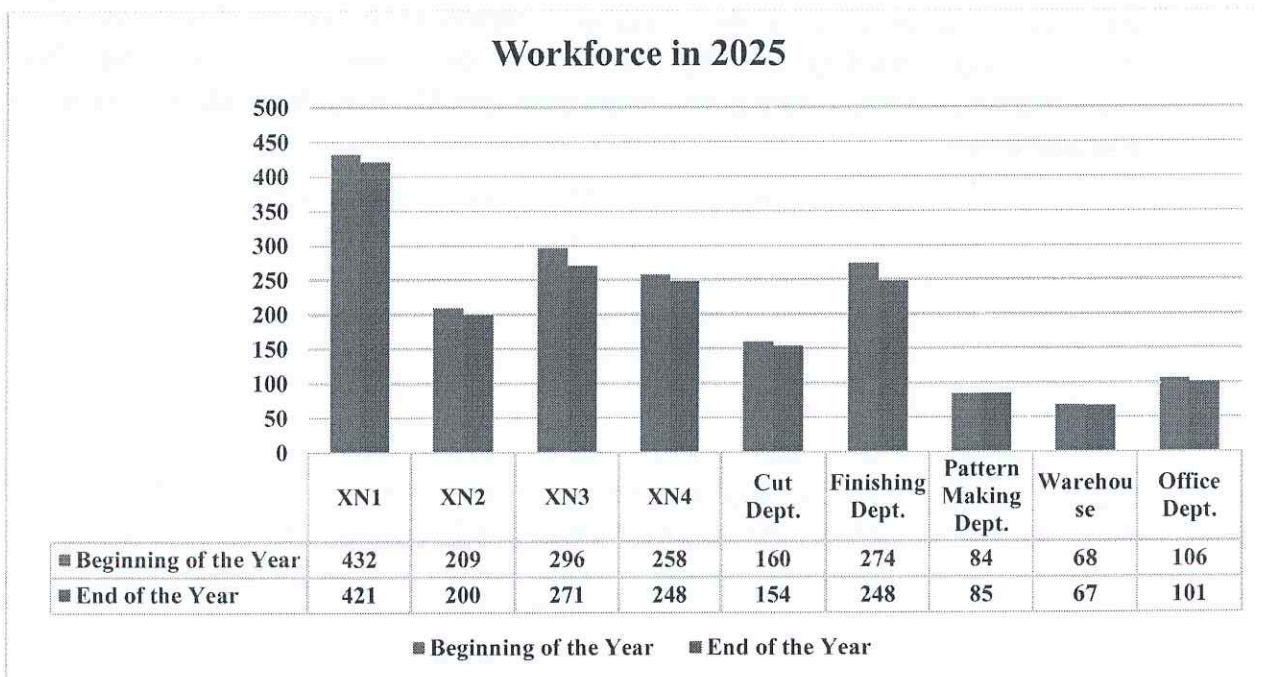
With respect to the European market, although it accounts for a smaller proportion of revenue, it continued to maintain stable growth, accompanied by increasingly stringent requirements regarding quality standards, sustainability, and traceability. This market has been identified as a potential growth market for the Company to increase its market share over the medium and long term through enhancing its capability to meet technical and environmental standards.

The domestic market currently represents a relatively small proportion of the Company’s revenue structure. Nevertheless, it remains an important supporting channel that enables the Company to optimize production capacity, stabilize employment, and diversify risks amid fluctuations in export markets.

### 3. Labor Situation – Employees’ Income and Welfare

#### a. Recruitment and Workforce Fluctuation

As of December 31, 2025, the Company’s total workforce consisted of 1,796 employees, representing a decrease of 91 employees compared to the beginning of the year (1,887 employees). During the year, the Company recorded 506 employee resignations and recruited 415 new employees, which generally met the requirements of its production and business operations.



In 2025, the demand for new recruitment showed a declining trend compared to 2024, mainly focusing on replacing employees who resigned, particularly in the Shirt Factory. Other units carried out supplementary recruitment based on actual workforce fluctuations. For indirect staff, recruitment activities were primarily intended to replace employees who resigned or took maternity leave, with no significant increase in headcount requirements.

Recruitment activities during the year continued to face several challenges. Although the recruitment process was implemented in a comprehensive and rigorous manner, including interviews, skills assessments, and profile verification, the rate of employees resigning or withdrawing their applications shortly after onboarding remained relatively high (approximately 10% of total resignations). The primary reason stemmed from the mismatch between employees' expectations and actual working conditions, particularly regarding the working environment and the piece-rate wage mechanism, which were not fully understood during the recruitment stage. In addition, the Company's high requirements in terms of skills and workforce stability also limited its ability to attract new employees, especially young and inexperienced workers.

In 2025, the turnover rate among newly recruited employees remained high, reflecting the unstable mindset of employees during the probationary period, together with the tendency to compare working conditions and welfare policies among enterprises within the industry.

The reasons for employee resignations were mainly influenced by the general economic context, as rising living costs led to a trend of workers returning to their hometowns to stabilize their lives. Workforce fluctuations, whether caused by objective or subjective factors, inevitably affected production productivity and quality to a certain extent. Although the Company proactively implemented timely replacement recruitment, newly recruited employees still required time for training and adaptation to operational processes, thereby causing short-term impacts on production and business efficiency.

#### **b. Training Activities**

In 2025, the demand for new recruitment remained relatively high, accounting for approximately 25% of the workforce. Newly recruited employees demonstrated stable quality, enabling training activities to be closely monitored and effectively implemented, thereby helping new employees quickly adapt to production requirements and schedules.

In 2025, the Company researched and developed a new skill-level assessment method aimed at encouraging employees to enhance their competencies and multi-skilled capabilities. Salary adjustments for employees showing improvement were determined objectively and fairly based on their actual work performance. This initiative contributed to motivating employees to make greater efforts in improving their professional skills.

During the first half of 2025, the Human Resources Department continued to organize regular training programs for line supervisors and team leaders on a weekly basis, and for middle management personnel once every two weeks. Through discussions, exchanges, and the sharing of perspectives and experiences, these programs helped equip the management team with additional knowledge and methods in workforce management and employee communication. In addition, the Company organized specialized training courses for middle management personnel, including courses on "Professional Negotiation and Communication Skills" and "3P Salary Structure Development Methodology." Furthermore, the Company conducted an advanced "Design Thinking" training program for the business development team.

#### **c. Salaries and Employees' Income**

The Company consistently complies with labor regulations, ensuring appropriate salary levels and making full and timely salary payments in accordance with labor contracts and the Collective Labor Agreement.

In addition to mandatory insurance policies, the Company continued to maintain and improve welfare policies aimed at enhancing employees' material and spiritual well-being. Benefits such as transportation allowances, attendance allowances, housing support, and employee care programs during public holidays, Tet holidays, weddings, and funerals were fully and promptly implemented, contributing to workforce stability and employee engagement.

Furthermore, in order to motivate employees to improve productivity, encourage work performance, and support employee income, the Company continued to implement team-based and productivity bonus policies for units achieving or exceeding planned targets.

❖ Average Income in 2025:

- The average income of direct workers working 208 hours per month reached VND 10.0 million per person per month.
- The average income of direct workers working 241 hours per month reached VND 11.6 million per person per month.
- The average income of indirect employees reached VND 15.8 million per person per month.

The Company also provided the 13th-month salary bonus to recognize employees' contributions: For direct production workers, the bonus was equivalent to 2.2 months of skill-grade salary, corresponding to approximately 1.5–1.6 months of actual take-home pay; For office and professional staff, the bonus was equivalent to 1.7 months of monthly salary. The total amount paid for the 13th-month salary bonus in 2025 was VND 30.2 billion, which was lower than in 2024. Nevertheless, this payment continued to contribute to supporting employees' income and stabilizing their living conditions amid ongoing market fluctuations.

**d. Employee Welfare Policies**

The Company consistently recognizes employees as valuable assets and a key factor in its sustainable development. In 2025, the Company continued to implement various policies aimed at improving employees' living conditions, health, and well-being, specifically as follows:

- Periodic health check-ups were organized for all employees in compliance with legal regulations, contributing to the monitoring and early detection of occupational health issues.
- Mid-shift meals were provided at a rate of VND 22,000 per serving, with menus changed daily to ensure nutritional balance and suit employees' preferences. Since August 2025, the Company has cooperated with VinaStory, a large-scale catering service provider with full certifications and standardized management procedures, ensuring safe and high-quality food supplies.
- Regarding the working environment, the Company annually engaged specialized service providers to conduct workplace environmental monitoring, ensuring that all

indicators complied with regulations on occupational safety, hygiene, and a healthy working environment.

- In terms of occupational safety and hygiene, the Company fully provided labor protection equipment suitable for the specific requirements of each department. At the same time, the Company regularly inspected, repaired, and upgraded systems related to workplace safety, including automatic fire protection systems and wastewater treatment systems, to ensure safe and efficient operations.

- The Company organized sightseeing and annual trips for all employees with a support budget of VND 2.5 million per employee, contributing to enhancing employees' well-being and strengthening internal engagement.

- During the Lunar New Year (Tet) holiday in 2025, the Company provided travel allowances for employees returning to their hometowns for Tet, demonstrating practical care and support for employees' spiritual well-being and workforce cohesion.

Overall, the welfare policies implemented in 2025 were carried out comprehensively and effectively, contributing to improved working conditions, enhanced employee welfare, and the maintenance of workforce stability.

#### 4. Investment Activities

##### a. Investment in Machinery and Equipment:

In 2025, the Company mainly focused on replacing machinery and equipment that had become damaged or had been used for a long period of time, in order to maintain stable production capacity. A total of 111 machines and equipment units were invested during the year, with a total investment value of VND 9.8 billion. Details are as follows:

Unit	Machinery and Equipment	Quantity (units)	Value (VND)
Factory 1	Single-needle sewing machines, buttonhole machines, air compressors	19	1,348,251,774
Factory 2	Kansai machines, brushing machines, overlock machines, buttonhole machines, waistband attaching machines	10	1,743,412,925
Factory 3	Bartack machines, single-needle sewing machines, double-needle sewing machines, Kansai machines, buttonhole machines, hemming machines	33	2,221,785,975
Factory 4	Single-needle sewing machines, double-needle sewing machines, overlock machines, hemming machines, programmable sewing machines, waistband attaching machines	22	1,465,798,089
Cutting Factory	Cutting machines, fabric spreading machines, air compressors, drying machines, tagging machines	9	1,314,257,876

Unit	Machinery and Equipment	Quantity (units)	Value (VND)
Finishing Factory	Bartack machines, drying machines, automatic button attaching machines, decorative programmable sewing machines, leather label machines	7	1,082,145,499
Sample Factory	Bartack machines, button attaching machines, Kansai machines, pattern cutting machines	7	357,367,039
Canteen	Industrial ceiling fans	4	230,232,000
<b>Total</b>		<b>111</b>	<b>9,763,251,177</b>

**b. Factory Repair and Capital Construction Activities**

Đơn vị	Tên công trình	Giá trị (VNĐ)
Factory 2	Factory painting and waterproofing works	459,538,149
Factory 3		458,936,787
Factory 4		249,328,861
Cutting Factory		349,358,139
Sample Factory		131,820,632
Warehouse		65,750,441
Office		349,358,139
Finishing Factory	Relocation, installation, and construction of the boiler house in the new area	544,139,125
Canteen	Repair of canteen roofing system	389,814,500
<b>Total</b>		<b>3,044,594,46</b>

**c. Financial Investment:**

With the objective of enhancing competitiveness and pursuing sustainable development in both the garment manufacturing and washing sectors, the Company is making a long-term financial investment in Fashion Development Joint Stock Company (FDC). This investment is expected to establish a foundation for expanding the value chain, increasing production capacity, and gradually strengthening the Company's position within the garment industry supply chain. Details are as follows:

Beginning Balance			Investment During the Year (VND billion)	Số cuối năm		
Value (VND billion)	Ownership Ratio (%)	Ownership Ratio (%)		Value (VND billion)	Ownership Ratio (%)	Ownership Ratio (%)
173.291	74.000	76.08%	-	173.291	41.041	76.08%

To effectively oversee the investment capital, the Board of Directors of the Company appointed personnel to participate in the Supervisory Board of FDC, specifically:

- Mr. Le Van Dong – General Accountant of the Company: appointed as a member of the Supervisory Board of Fashion Development Corporation since June 27, 2025.

❖ FDC's Business Performance in 2025:

- Sales revenue reached VND 257.1 billion, achieving 117% of the annual plan.
- Profit after tax reached VND 43.1 billion, achieving 178% of the annual plan.

The enhancement of governance and supervisory roles by the Company at Fashion Development Joint Stock Company delivered clear effectiveness in 2025, as reflected in the company's performance exceeding planned targets in both revenue and profit. This represented one of the highlights of the Company's financial investment activities in 2025, contributing to increased ownership value for the parent company while establishing a foundation for synchronized development among member entities within the group.

#### **d. Company Relocation Project:**

In implementation of the Scheme on "Surveying and assessing the operational status and proposing mechanisms and policies to support enterprises located outside industrial parks and industrial clusters in the southern area to convert functions and relocate into industrial parks and clusters in Binh Duong Province," approved by the People's Committee of Binh Duong Province under Decision No. 3210/QD-UBND dated October 31, 2019, the 2023 Annual General Meeting of Shareholders approved the Company's relocation policy. Based on such approval, the Board of Directors developed the relocation plan, which was subsequently approved under Resolution No. 06/NQ-HDQT dated November 6, 2024.

According to the plan, the Company Relocation Project will be implemented during the period from early 2025 to the end of 2027, including major items such as land leasing, design consultancy, and construction of factory facilities in accordance with modern standards. The initially estimated total investment capital for the project, excluding machinery and equipment investment, is approximately VND 394 billion.

In 2025, the Company completed procedures for subleasing land at Protrade International Industrial Park with a total contract value, excluding VAT, of VND 95,304,418,000. In November 2025, the Company signed a contract with Industrial and Civil Designing Consulting Joint Stock Company (IDCo) for design consultancy services, with a total contract value of VND 6 billion (excluding VAT), and the project is currently in the initial design phase.

### **5. Business Performance Results:**

#### **a. Business Performance Indicators (Separate Financial Statements):**

No.	Indicators	Unit	2025			Vs. 2024	
			Plan	Actual	% Actual/Plan	Actual	% Actual/2024
1	Net revenue from sales and service rendering	VND billion	1,600.6	1,762.4	110%	1,816.5	97%
2	Profit before tax	VND billion	107.5	159.3	148%	201.2	79%
3	Corporate income tax	VND billion	23.1	38.6	167%	41.9	92%
4	Profit after tax	VND billion	84.4	120.7	143%	159.3	76%

**b. Business Performance Indicators (Consolidated Financial Statements):**

No.	Indicators	Unit	2025			Vs. 2024	
			Plan	Actual	% Actual/Plan	TH	% Actual/2024
1	Net revenue from sales and service rendering	VND billion	1,600.6	1,762.4	110%	1,816.5	97%
2	Profit before tax	VND billion	110.2	167.4	152%	210.3	80%
3	Current corporate income tax	VND billion	23.1	38.7	167%	41.9	92%
4	Deferred corporate income tax	VND billion	(3.1)	(6.6)	210%	7.2	90%
5	Profit after tax	VND billion	90.2	135.3	150%	175.6	77%
	Including:						
	- Profit after tax attributable to the parent company	VND billion	85.3	125.0	147%	164.3	76%
	- Profit after tax attributable to non-controlling interests	VND billion	4.9	10.3	210%	11.4	91%

In 2025, the Company continued to maintain stable cooperative relationships with its traditional customers, thereby securing order volumes and exceeding the planned business performance targets. Specifically, actual revenue achieved 110% of the annual plan, while profit reached 143% of the planned target.

However, the Company's operations were significantly affected by its export market structure, in which the United States accounted for approximately 70% of total export turnover. The implementation of reciprocal tariff policies from April 2025 under the administration of Donald Trump directly impacted the Company's export activities. In the context of intense competition, increasing selling prices to offset rising costs was not feasible due to the risk of reducing the Company's competitiveness.

Since April 2025, several key customers in the U.S. market, including Rock, Miss Me, and PacSun, requested price reductions in order to share difficulties arising from market conditions. These customers are all long-term and stable partners that play an important role in the Company's revenue structure. Accordingly, the Company proactively negotiated and agreed to an average selling price reduction of approximately 5% in order to maintain sustainable long-term cooperation.

In addition to market pressures, the Company's internal costs continued to increase, affecting profit margins. In compliance with government regulations and with the objective of ensuring employee income and workforce stability, the Company implemented a salary increase of approximately 6% in accordance with Government Decree No. 74/2024/ND-CP (effective from July 1, 2024). As a result, salary expenses and insurance contributions increased significantly in 2025. The average income of direct production workers reached approximately VND 10 million per person per month, contributing to workforce stability while simultaneously increasing pressure on production costs.

Despite continued pressure on profit margins, the Company still achieved business results exceeding its annual plan thanks to the effective implementation of strategic directions set by the Board of Directors, the flexible management of the Executive Board, and the dedication and responsibility demonstrated by all employees.

In addition, the positive operating results of the subsidiary, Fashion Development Corporation, driven by increased output of fashion products and effective quality control, made a significant contribution to the overall performance. Furthermore, foreign exchange gains amounting to approximately VND 7.5 billion during the year also positively supported the Company's business results.

Specific results were as follows:

- Profit after tax under the separate financial statements exceeded the annual plan by 43%;
- Profit after tax under the consolidated financial statements exceeded the annual plan by 50%.

## 6. Assessment of Financial Position

In 2025, the Company's financial position continued to be closely managed, ensuring liquidity, financial safety, and efficient utilization of capital. Key financial indicators remained within safe levels; however, certain indicators reflected a decline in profitability efficiency amid rising costs. Several key financial indicators are presented as follows:

<b>Indicators</b> <i>(Separate Financial Statements)</i>	<b>2025</b>	<b>2024</b>	<b>Notes</b>
<b>1. Liquidity Ratios</b>			
Current ratio	2.02	2.31	Times
Quick ratio	0.07	0.09	Times
<b>2. Capital Structure Ratios</b>			
Debt-to-total assets ratio	37.49%	37.42%	
Debt-to-equity ratio	59.98%	59.80%	
<b>3. Operating Efficiency Ratios</b>			
Inventory turnover	6.98	6.85	Times
Receivables turnover	6.03	7.32	Times
Net revenue to total assets	1.72	1.99	Times
<b>4. Profitability Ratios</b>			
Profit after tax to net revenue	6.85%	8.77%	
Return on equity (ROE)	18.81%	27.80%	
Return on assets (ROA)	11.77%	17.45%	
Operating profit to net revenue	8.88%	10.34%	

### a. Management of Current Assets and Short-term Liabilities:

- Cash and cash equivalents: The Company continued to prioritize the use of cash flows for production and business operations while also making short-term financial

investments in the form of bank deposits to optimize idle cash resources and improve capital utilization efficiency.

- Inventories: Inventory turnover reached 6.98 times per year, increasing from 6.85 times in 2024, corresponding to a shorter inventory holding period. This result demonstrates improvements in inventory management, production coordination, and order management, thereby contributing to reduced capital tied up in inventories and enhanced efficiency in the utilization of current assets.

- Trade receivables: Receivables turnover decreased from 7.32 times to 6.03 times, reflecting a slower debt collection rate compared to the previous year. However, the Company did not incur any bad debts and continued to strictly control receivables while implementing measures to accelerate collection progress.

- Short-term liabilities: The current ratio decreased from 2.31 to 2.02 but remained within a safe range. The Company fulfilled all payment obligations to suppliers and employees fully and on schedule. During the year, outstanding bank borrowings increased in order to meet working capital requirements and optimize cash flow for production and business activities.

#### **b. Management of Long-term Assets:**

The Company's long-term asset structure mainly comprised: Tangible fixed assets directly serving production activities; Investments in subsidiaries aimed at supporting synchronized business and production development.

The investment and management of long-term assets were carried out prudently and in line with the Company's medium- and long-term development orientation. Asset utilization was effectively controlled without significant waste or loss, thereby contributing to improved capital efficiency and establishing a foundation for sustainable development in the coming years.

### **7. Profit Distribution and Dividend Payment in 2025**

Pursuant to Resolution No. 01/NQ-ĐHĐCĐ dated June 26, 2025 of the 2025 Annual General Meeting of Shareholders approving the 2025 profit distribution plan, the Executive Board hereby reports the implementation results as follows:

In 2025, despite facing numerous difficulties and challenges from the market, particularly pressures from declining selling prices, rising production costs, and changes in trade policies in key export markets, the Company made continuous efforts to maintain stable operations and exceeded the planned business performance targets. These results were reflected in the Company's growth in revenue, profit, and overall operational efficiency during the year.

Based on the achieved business results, together with accumulated undistributed after-tax profits from previous years, the Company formulated a profit distribution plan aimed at balancing shareholders' interests with the need to maintain financial resources for key investment plans in the coming period, particularly the factory relocation project and machinery and equipment investments.

Accordingly, in 2025, the Company plans to pay dividends at a rate of 50% of charter capital, representing a significant increase compared to the 25% rate applied in the previous year. This dividend payout reflects the Company's appreciation for shareholders' continued support, while also demonstrating the Executive Board's efforts

in balancing financial resources to maintain an attractive dividend policy while ensuring sufficient capital for the Company's long-term investment and development strategy.

Specifically, the after-tax profit for 2025 is proposed to be distributed as follows:

No.	Description	Plan	Actual	Amount (VND)
***	Charter capital			247,999,200,000
1	Accumulated undistributed after-tax profits carried forward from previous years			181,716,874,467
2	Profit after tax for 2025			120,699,060,963
3	Appropriation to funds			31,985,251,155
	- <i>Development investment fund</i>	20% of 2025 profit after tax	20% of 2025 profit after tax	24,139,812,193
	- <i>Bonus and welfare fund</i>	5% of 2024 profit after tax	5% of 2025 profit after tax	6,034,953,048
	- <i>Executive Board bonus fund</i>	1.5% of 2024 profit after tax	1.5% of 2025 profit after tax	1,810,485,914
4	Cash dividend payment	Not lower than 10% of charter capital	50% of charter capital (VND 5,000/share)	123,999,600,000
5	Total undistributed after-tax profits			146,431,084,275

## 8. General Assessment of Management and Operations in 2025

### a. Achievements

In 2025, under the close direction of the Board of Directors, together with the flexible management of the Executive Board and the efforts of all employees, the Company successfully achieved its planned business and production targets. In addition to meeting financial targets, corporate governance and operational management continued to be effectively implemented across various aspects, specifically as follows:

- Maintaining and further developing cooperative relationships with traditional customers, while continuing to explore the domestic market, thereby contributing to a stable order volume.
- Organizing production activities in a flexible manner and adapting effectively to workforce fluctuations, thereby maintaining stable production operations.
- Operating the factory quality control system effectively, with no major incidents arising that could adversely affect the Company's reputation and brand image.
- Strengthening governance at the subsidiary through the Company's capital representative, thereby promoting improvements in quality and operational efficiency.

- Focusing on salary, bonus, and employee welfare policies. These policies played a significant role in maintaining workforce stability.

#### **b. Limitations and Challenges**

In addition to the positive results achieved, the Executive Board also recognizes several limitations and challenges that need to be further addressed in the coming period, specifically as follows:

- Difficulties arising from trade policies and reciprocal tariffs in the United States market continued to be the most significant challenge during the year. These new policies increased pressure in negotiations with customers, particularly in balancing the objectives of maintaining order volumes and preserving profit margins amid rising input costs.

- The development of new customers and diversification of markets did not achieve the expected results. The Company still mainly depends on its traditional customer base, which poses potential risks in the event of unfavorable market fluctuations or changes in trade policies.

- The organizational structure has not yet been sufficiently streamlined, affecting operational efficiency. During the year, the Company identified organizational restructuring as a key task aimed at improving labor productivity and controlling costs. However, the implementation process encountered various difficulties due to the broad scope of review involving multiple departments and individuals. The restructuring process requires the establishment of an objective and transparent competency evaluation system, as well as the design of an organizational model aligned with the Company's strategic orientation and operational realities. This is a process that must be carried out prudently, according to a specific roadmap, and requires time for completion.

- The most significant challenge at present lies in reorganizing and reallocating the management team in accordance with new operational requirements, while also addressing redundant labor arising from organizational streamlining. This process requires careful consideration to ensure a balance between human factors, internal stability, and the Company's long-term development objectives.

- Management capabilities and professional competencies remain uneven across different levels, which has partially affected implementation progress and coordination efficiency during the Company's process of innovation, restructuring, and enhancement of corporate governance capacity.

### **9. BUSINESS PLAN FOR 2026:**

#### **1. Overview of the Market Outlook for 2026**

In 2026, the textile and garment industry is expected to continue its recovery trend following a prolonged period of global economic volatility. Consumer demand in several key export markets, such as the United States and the European Union, has shown signs of improvement, creating opportunities for enterprises with stable production capabilities to gradually increase order volumes.

In this context, enterprises with strong quality management systems, flexible production organization capabilities, and reliable delivery performance will have advantages in maintaining and expanding cooperation with customers. The trend of shifting orders toward suppliers with more comprehensive capabilities in supply chain

management, compliance with international standards, and sustainable development also presents opportunities for enterprises that are well prepared and strategically positioned.

Although the market is showing signs of recovery, the pace of recovery is forecast to be uneven and selective. Price competition is expected to remain intense, while input costs, including raw materials, labor, and compliance-related expenses, are likely to remain high, placing continued pressure on profit margins.

In addition, risks related to trade policies and tariffs in key markets remain present, particularly those associated with rules of origin and trade remedy measures. At the same time, requirements regarding traceability, sustainability standards, social responsibility, and environmental compliance are increasingly becoming mandatory conditions in order negotiations and order retention. This requires enterprises not only to enhance production capacity but also to strengthen supply chain governance and compliance management in accordance with international standards.

In particular, the global geopolitical situation continues to develop in a complex manner. Conflicts and wars in certain regions have significantly affected global supply chains, logistics costs, raw material prices, and international trade activities. These factors directly impact both the supply market for raw materials and consumer demand in export markets, thereby increasing instability and risks for the textile and garment industry's production and business activities in 2026.

## **2. Company Situation and Customer Structure in 2026**

Against the above backdrop, the Company identifies maintaining and further developing stable relationships with its traditional customers as a continued key focus of its business strategy. This customer group provides a relatively stable source of orders, enabling the Company to be more proactive in production planning, cash flow management, and market risk control.

The Company will focus on increasing the proportion of orders from traditional customers with strong financial capability, stable order volumes, and long-term cooperation orientation, while gradually enhancing the added value of each order. Instead of competing on price, the Company aims to leverage its strengths in production organization, quality control, operational flexibility, and delivery reliability to maintain existing orders, while also expanding cooperation into product lines with higher technical requirements, better profit margins, and lower volatility.

Accordingly, 2026 is identified as a period for continuing to strengthen the foundation of traditional customers in parallel with restructuring the customer portfolio, aiming to achieve a balance between scale and operational efficiency, particularly in relation to workforce scale under the current context. Enhancing production efficiency, controlling costs, improving labor productivity, and selecting suitable orders will be key factors enabling the Company to maintain stable growth, protect profit margins, and establish a foundation for further development in the coming years.

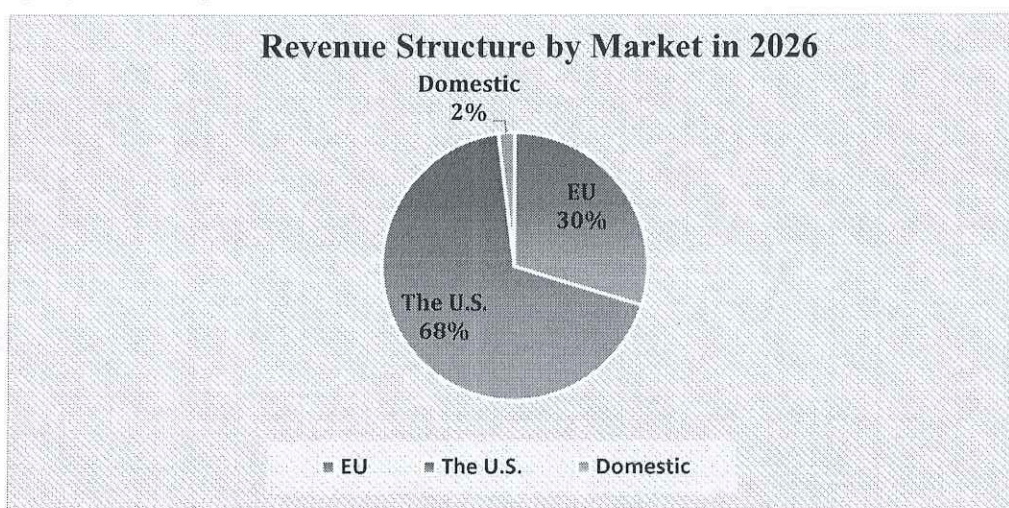
On that basis, the 2026 business plan has been developed under a prudent approach, prioritizing cash flow safety, cost control, and excluding the impact of foreign exchange fluctuations during the year.

In 2026, the Company will continue to operate both FOB and CMT production models, with FOB remaining the principal business model within the order structure.

The Company will maintain stable cooperation with its key traditional customers, including Olymp, Rock, Miss Me, PacSun, Eunina, Yody, and Evolution 3, thereby ensuring a relatively stable source of orders for the annual production plan.

Based on the projected order plan, production output in 2026 is estimated to reach approximately 4.3 million products, representing an increase of approximately 5% compared to 2025. Total planned revenue is estimated at approximately VND 1,772 billion, an increase of approximately 1% compared to 2025.

The projected shipment volume for 2026 is as follows:



Customer	Product	Market	Business Model	Estimated Output (pcs.)	Estimated Revenue (VND billion)
Olymp	Shirts	Europe	FOB	1,609,886	494.5
Rock Revival	Jeans	United States	FOB	683,100	583.2
Miss Me	Jeans	United States	FOB	700,920	414.9
PacSun	Jeans	United States	FOB	680,668	189.5
Evolution 3	Jeans	Europe	CMT	446,262	31.8
Eunina	Jeans	United States	FOB	78,400	21.9
Yody	Jeans	Domestic	FOB	191,941	36.2
<b>Total</b>				<b>4,391,177</b>	<b>1,772.1</b>

### 3. Business Targets for 2026:

Based on the above market outlook and assessments of the Company's operational situation, the business targets for 2026 are determined as follows:

No.	Indicators	2026 (Separate Financial Statements)	2026 (Consolidated Financial Statements)
1	Charter capital	247,999,200,000	247,999,200,000
2	Production output, including:	4,391,177	4,391,177
	- Shirts	1,609,886	1,609,886

No.	Indicators	2026 (Separate Financial Statements)	2026 (Consolidated Financial Statements)
	- <i>Fashion jeans</i>	1,384,020	1,384,020
	- <i>Basic jeans</i>	1,397,271	1,397,271
3	Total revenue	1,789,545,431,964	1,783,470,431,964
	<i>Including: Revenue from sales and service rendering</i>	1,772,037,431,964	1,772,037,431,964
4	Total expenses	1,662,240,092,979	1,651,010,088,356
5	Profit before tax	127,305,338,985	132,460,343,608
6	Current corporate income tax expense	26,061,067,797	26,061,067,797
	Deferred corporate income tax expense		(6,774,317,690)
7	Profit after tax	101,244,271,188	113,173,593,501
	- <i>Profit after tax attributable to the parent company</i>		103,307,669,588
	- <i>Profit after tax attributable to non- controlling interests</i>		9,865,923,913

In 2026, amid continued market challenges, particularly pricing pressure from major customers in key export markets, while production costs, especially labor costs, are expected to increase, the Company's production and business activities are anticipated to face considerable pressure, directly affecting business efficiency. Specifically:

❖ *Based on the 2026 Separate Financial Statements:*

➤ Estimated export revenue is expected to increase slightly by 1% compared to 2025;

➤ Profit after tax is expected to decrease by 16% compared to 2025.

❖ *Based on the 2026 Consolidated Financial Statements:*

➤ Estimated export revenue is expected to increase slightly by 1% compared to 2025;

➤ Profit after tax is expected to decrease by 16% compared to 2025.

✚ **Reasons for the Decline in Profit in 2026:**

The lower growth rate of revenue compared to production output is mainly attributable to the expected continued decline in average selling prices throughout 2026, under the impact of tariff policies in the United States market. Meanwhile, in 2025, the selling price reduction only took effect from April 2025 onward; therefore, its impact was not fully reflected for the entire year.

In addition, although revenue is expected to increase slightly in 2026, the Company will continue to face increasing cost pressures, particularly labor costs. Pursuant to Government Decree No. 293/2025/ND-CP dated November 10, 2025 on adjustments to regional minimum wages, effective from January 1, 2026, salary expenses and mandatory insurance contributions based on salary levels are expected to increase, resulting in an estimated increase in labor costs of approximately 7% compared to the previous year.

According to the plan, the salary fund in 2026 is projected to increase by approximately VND 9.2 billion (equivalent to approximately 4%), together with an additional increase of approximately VND 10 billion in insurance expenses due to adjustments in insurance contribution levels for direct production workers based on skill grades, in order to ensure compliance with regulations and improve employee welfare policies.

Regarding financial expenses, the 2026 plan has been prepared on the assumption that there will be no foreign exchange fluctuations; therefore, no foreign exchange gains or losses are expected to arise. However, interest expenses are projected to increase by approximately 15% due to prevailing interest rate levels and capital demand for investment and production and business activities.

To address the above-mentioned pressures, the Company will continue to implement comprehensive cost control measures, focusing on reviewing and improving consumption norms for raw materials and accessories, enhancing labor productivity, and optimizing production processes in order to reduce material wastage, minimize outsourcing activities, and save direct costs. At the same time, the Company will strengthen budget management for indirect expenses and conduct periodic evaluations of spending efficiency to ensure the effective use of resources and improve overall financial performance.

#### **4. Profit Distribution Plan for 2026:**

Based on the 2026 business plan, and in the context of continued market challenges, rising input costs, and increasing operational pressures, the Company's profit after tax for 2026 is projected to decrease by 16% compared to the actual results achieved in 2025.

In addition, in order to implement the Company relocation plan in accordance with the policy approved under the Resolution of the General Meeting of Shareholders dated April 26, 2023, the Company identifies this as a key long-term strategic project requiring thorough preparation in terms of technical matters, human resources, and financial capacity. Due to the significant scale of investment, the Company plans to utilize a combination of funding sources, including retained earnings accumulated from previous years as well as profits generated during the 2026–2027 period, together with additional borrowings from credit institutions. Accordingly, from 2025 onward, the Company's financial pressure is expected to increase significantly, particularly during the investment and construction phases.

Therefore, in 2026, the Company determines that it is necessary to proactively balance financial resources in order to both fulfill obligations to shareholders through a reasonable profit distribution policy and maintain sufficient resources for the relocation plan and expansion investments, thereby supporting stable and sustainable development in the coming periods.

On that basis, the proposed 2026 after-tax profit distribution plan is as follows:

No.	Description	Proposed Profit Distribution Plan for 2026
1	Appropriation to funds	
	- <i>Development investment fund</i>	20% of 2026 profit after tax
	- <i>Bonus and welfare fund</i>	5% of 2026 profit after tax
	- <i>Executive Board bonus fund</i>	1.5% of 2026 profit after tax
2	Cash dividend payment	Not lower than 10% of charter capital

## 5. Key Solutions and Strategic Directions for 2026

In the context of continued challenges in 2026, including pricing pressure from key customers, market volatility, and increasing input costs, the Executive Board has identified the need to implement comprehensive key solutions, with particular focus on streamlining the organizational structure, improving labor utilization efficiency, and optimizing operating costs, specifically as follows:

### a. Market and Customer Development

- Continue to maintain and strengthen cooperative relationships with traditional customers, particularly in the United States market, which accounts for a significant proportion of the Company's export structure. Proactively negotiate and cooperate with customers to share difficulties, stabilize production volumes, while improving products and developing new product lines aligned with market demand.

- Promote the expansion of export markets, prioritizing the exploration of potential markets outside the United States, especially countries that have signed Free Trade Agreements (FTAs) with Vietnam, in order to diversify markets and minimize dependency risks.

### b. Strengthening Corporate Governance

- Enhance quality control and risk management throughout the entire production chain, from internal operations to subcontractors and subsidiaries, thereby ensuring stable product quality and maintaining the Company's reputation with customers.

- Focus on optimizing production processes in association with cost control through reviewing and improving material consumption norms, negotiating cost reductions within the supply chain, minimizing defective and waste products, and limiting unnecessary expenses.

- Accelerate the application of technology and investment in automation equipment to improve labor productivity, reduce dependence on manual labor, and enhance production efficiency.

- Continue implementing corporate restructuring toward a leaner organizational model by reducing intermediate layers, minimizing overlapping functions, and enhancing operational proactiveness, thereby contributing to lower management costs and improved operational efficiency.

- Gradually reform salary policies, particularly for direct production workers, in a manner that encourages multi-skilling and multi-tasking capabilities, supporting the Company's orientation toward workforce streamlining and more effective human resource utilization.

#### **c. Human Resources Orientation**

- Restructuring and streamlining the workforce will continue to be a key task in 2026. The Company will conduct a comprehensive review of the functions and responsibilities of each department in order to reorganize the workforce toward a leaner structure, reduce overlapping responsibilities, improve labor productivity, and enhance personnel utilization efficiency.

- Implement appropriate employee allocation, reassignment, and concurrent responsibilities to broaden management scope, enhance the versatility of indirect staff, and gradually reduce the proportion of indirect labor within the Company's total workforce.

- Improve recruitment efficiency through diversifying recruitment channels and applying technology in workforce data management, thereby ensuring timely fulfillment of personnel needs in the event of workforce fluctuations.

- Strengthen vocational and skill training for direct production workers toward multi-skilled capabilities and operational improvements in order to enhance productivity, stabilize the workforce, and reduce labor costs per unit of product.

- Continue training and enhancing the capabilities of managers and professional staff to meet operational requirements in the new context, while also developing succession personnel for key positions within the Company.

#### **d. Orientation for the Subsidiary (FDC)**

- Strengthen governance and operational mechanisms through enhancing the role of capital representatives, ensuring close coordination between the parent company and Fashion Development Joint Stock Company in implementing business and production strategies.

- Issue and complete regulations governing the activities of capital representatives in order to enhance management accountability, strengthen supervisory effectiveness, and ensure transparency and consistency in management and operations between the parent company and the subsidiary.

- The solutions implemented at FDC are aimed not only at maintaining stable operations during challenging periods but also at enhancing competitiveness, governance effectiveness, and establishing a foundation for sustainable development across the entire system in the coming years.

This concludes the Executive Board's 2025 Operational Report and 2026 Business Plan. We respectfully submit it to the General Meeting of Shareholders for review and feedback.

**Distribution:**

- As above;
- Board of Directors Members;
- Supervisory Board;
- Executive Management;
- Filing: Administration Department.

**CHIEF EXECUTIVE OFFICER  
GENERAL DIRECTOR**



**PHAN THANH ĐỨC**

No.: 02/2026/BC-BKS

*Ho Chi Minh City, May 15, 2026*

**REPORT OF THE SUPERVISORY BOARD  
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**To: - 2026 Annual General Meeting of Shareholders;  
- Protrade Garment Joint Stock Company.**

*- Pursuant to Enterprise Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020;*

*- Pursuant to the Charter of Protrade Garment Joint Stock Company.*

The Supervisory Board of Protrade Garment Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the Supervisory Board's report for 2025, including the following contents:

**I. ACTIVITIES OF THE SUPERVISORY BOARD**

**1. Inspection of operational activities during the period**

The Supervisory Board elected by the General Meeting of Shareholders consists of three members:

1. Mr. Le Trong Nghia - Head of the Board.
2. Mr. Hua Tuan Cuong - Member.
3. Ms. Nguyen Thi Kim Phuong - Member

In 2025, the Supervisory Board conducted supervision and control of the activities of Protrade Garment Joint Stock Company (“BDG”) in accordance with the Enterprise Law and the Charter. The Supervisory Board assigned and delegated tasks among its members to focus on supervisory and inspection activities in several areas of the company as follows:

- Supervised the activities of the Board of Directors and the Board of Management in managing business operations and implementing the plans approved by the General Meeting of Shareholders.

- Proposed the selection of an auditing firm for the 2025 financial statements.

- Participated in meetings of the Board of Directors to understand the direction, management, and implementation of the resolutions of the General Meeting of Shareholders.

- Provided feedback and recommendations on management and operations to the Board of Management.

- Appraised the semi-annual financial statements and the 2025 Financial Statements.

## 2. Supervision of the Board of Directors' activities in 2025

In 2025, the Board of Directors held two direct meetings and conducted two written consultations, issuing 22 resolutions to decide on matters within the Board's authority. Details include the following contents:

Date of Meeting	Content
<p><b>First Session:</b> June 4, 2025</p>	<ul style="list-style-type: none"> <li>- Unanimous approval of the contents and documents presented at the 2025 Annual General Meeting of Shareholders, including the following:               <ul style="list-style-type: none"> <li>+ Summary report on the activities of the Board of Directors in 2024 and the operational direction for 2025.</li> <li>+ Summary report on business operations in 2024 and the business plan for 2025.</li> <li>+ Report on the activities of the Supervisory Board in 2024 and the operational plan for 2025.</li> <li>+ Proposal for approval of the audited separate and consolidated financial statements for 2024.</li> <li>+ Proposal for the selection of the auditing firm for the 2025 financial statements of Protrade Garment Joint Stock Company.</li> <li>+ Proposal for Approval of the Profit Distribution for 2024 and the Profit Distribution Plan for 2025.</li> <li>+ Proposal for Approval of Remuneration for the Board of Directors, Supervisory Board, and Company Secretariat for 2024 and the Remuneration Plan for the Board of Directors, Supervisory Board, and Company Secretariat for 2025.</li> <li>+ Proposal on the Election of Members to the Board of Directors and Supervisory Board for the 2025–2030 Term.</li> <li>+ Proposal on the Regulations for Nomination and Candidacy for Election of Members to the Company's Board of Directors for the 2025–2030 Term.</li> </ul> </li> <li>- Unanimous Approval of the Proposal on the Number of Members of the Board of Directors of Protrade Garment Joint Stock Company for the 2025–2030 Term.</li> <li>- Unanimous Agreement to assign the General Director to compile a List of Candidates for the Board of Directors and Supervisory Board for the 2025–2030 term to be submitted to the</li> </ul>

<b>Date of Meeting</b>	<b>Content</b>
	<p>Chairman of the Board of Directors as a basis for approval at the 2025 Annual General Meeting of Shareholders.</p> <ul style="list-style-type: none"> <li>- Unanimous Approval of the Proposal on the approval of transactions and contracts for the sale of goods and services in 2025 between Protrade Garment Joint Stock Company and entities considered "related persons" of members of the Board of Directors/Supervisory Board of the company, specifically as follows: <ul style="list-style-type: none"> <li>+ Palm - Song Be Golf Company Limited.</li> <li>+ Thuan An General Trading Joint Stock Company.</li> </ul> </li> </ul>
<p><b>Second Session:</b> June 26, 2025</p>	<ul style="list-style-type: none"> <li>- Unanimous Election of Mr. Nguyen An Dinh as Chairman of the Board of Directors for the 2025–2030 term.</li> <li>- Unanimous Nomination of Ms. Pham Thi Vuong as Vice Chairperson of the Board of Directors for the 2025–2030 term.</li> <li>- Unanimous Nomination of Mr. Phan Thanh Duc as General Director of the Company for the term of the Board of Directors 2025–2030 and as the Legal Representative from June 20, 2025.</li> <li>- Unanimous Nomination of Mr. Nguyen Xuan Quan as Standing Deputy General Director of the Company for the 2025–2030 term from June 26, 2025.</li> <li>- Unanimous Nomination of Ms. Nguyen Thi Truc Thanh as Deputy General Director of the Company for the 2025–2030 term from June 26, 2025.</li> <li>- Unanimous Nomination of Ms. Le Thi Thanh Thuy as the Person in Charge of Governance cum Company Secretary cum Information Disclosure Officer for the term of the Board of Directors 2025–2030 from June 20, 2025.</li> <li>- Unanimous Appointment of Ms. Nguyen Minh Thuy as Chief Accountant of the Company for the term of the Board of Directors 2025–2030 from June 20, 2025.</li> </ul>
<b>Content for Board of Directors' Opinion</b>	
<p><b>April 17, 2025</b></p>	<ul style="list-style-type: none"> <li>- Approval of the 13th month salary for employees for 2024 with an estimated cost of VND 43,068,469,742.</li> <li>- Unanimous Approval of the Payment of the remaining portion of the Executive Bonus Fund for 2023.</li> </ul>

<b>Date of Meeting</b>	<b>Content</b>
	<ul style="list-style-type: none"> <li>- Unanimous Approval of the Executive Bonus Fund for 2024 at 1.5% of Profit After Tax and Approval of a 90% advance on the Bonus Fund.</li> <li>- Unanimous Nomination of Mr. Le Van Dong to run for the Supervisory Board of Fashion Development Joint Stock Company.</li> <li>- Approval of the credit limit and mortgage/pledge of assets at Vietnam Joint Stock Commercial Bank for Industry and Trade – Ho Chi Minh City branch, and Joint Stock Commercial Bank for Foreign Trade of Vietnam – Binh Duong branch for 2025 is VND 150 billion.</li> <li>- Approval of the credit limit and mortgage/pledge of assets at Joint Stock Commercial Bank for Investment and Development of Vietnam – Binh Duong Branch for 2025 is VND 250 billion.</li> <li>- Approval of investment activities and savings deposits and authorization for Mr. Phan Thanh Duc – General Director to sign related documents with BIDV, Vietcombank, Vietinbank from January 2, 2025 to December 31, 2025, with specific savings limits at the banks as follows: BIDV VND 240 billion, Vietinbank HCM VND 60 billion, VCB VND 60 billion.</li> <li>- Approval of authorization for Mr. Phan Thanh Duc to decide on the sale price, sign contracts, and appendices for sales contracts with Rcrv Inc DbA customers.</li> <li>- Approval of the signing of the 2025 wash processing contract with Fashion Development Joint Stock Company, with a contract value of approximately VND 298 billion. Mr. Phan Thanh Duc is authorized to represent and act on behalf of Protrade Garment Joint Stock Company to sign the contract and appendices.</li> <li>- Approval of the signing of the land lease contract between Protrade Garment Joint Stock Company and Protrade International One Member Company Limited, with an estimated contract value of approximately VND 95 billion. Mr. Phan Thanh Duc is authorized to represent and act on behalf of Protrade Garment Joint Stock Company to sign the contract and appendices.</li> <li>- Approval of the investment in machinery and equipment for 2025, approximately VND 6 billion.</li> <li>- Agreement to extend the organization of the 2025 Annual General Meeting of Shareholders no later than June 30, 2025.</li> </ul>
<b>July 17, 2025</b>	<ul style="list-style-type: none"> <li>- Approval of the dividend payment for 2024.</li> </ul>

**Evaluation:** The contents of the meeting minutes were consistent with the meeting proceedings, and the contents of the vote counting record for written consultations of the Board of Directors were consistent with the consultation results. The resolutions and decisions of the Board of Directors were issued in accordance with the contents approved at the meetings, complying with legal regulations, the company charter, and the resolutions of the General Meeting of Shareholders.

### **3. Plans and orientations of the Supervisory Board for 2026**

- Supervise the implementation of the Charter and the regulations that have been issued.

- Supervise the development and implementation of the 2026 business and production plan.

- Appraise quarterly, semi-annual, and 2026 Financial Statements.

- Inspect and supervise the activities of the Board of Directors and the Board of Management regarding the implementation of the resolutions set forth by the Annual General Meeting of Shareholders.

- Supervise the issuance of financial regulations, operational regulations, and policy provisions by the Board of Directors and the Board of Management during the year; ensure compliance with legal regulations.

- The Supervisory Board shall conduct other inspection and supervision activities as required by the Owner, the Board of Directors, and such inspections and supervision shall be carried out periodically or unexpectedly as notified by the Head of the Supervisory Board.

## **II. EVALUATION OF MANAGEMENT AND OPERATION OF BUSINESS ACTIVITIES IN 2025**

### **1. Management activities of the Board of Directors**

Pursuant to the Company Charter and internal regulations on corporate governance, the Board of Directors has conducted inspections and supervision of the Board of Management and other management personnel in the operation of business activities and the implementation of Resolutions of the General Meeting of Shareholders and the Board of Directors through exchanges, discussions, and questioning of the Board of Management at regular and extraordinary meetings of the Board of Directors, through monthly periodic reports, and through various forms of communication regarding the company's business activities to ensure effectiveness, efficiency, appropriateness, and timeliness. The Resolutions and decisions of the Board of Directors direct the Board of Management in accordance with the authority of the Board of Directors as stipulated in the Company Charter and legal regulations.

The direction and management of the Board of Directors towards the Company's Board of Management are ensured based on the principles of open discussion and transparent decision-making, in compliance with legal regulations.

The Board of Directors has also supervised the implementation of information disclosure in accordance with regulations, ensuring the provision of all important information affecting the legitimate interests of investors or information affecting the company's stock price. The company's website has a dedicated section on Shareholder Relations and provides comprehensive information for investors to easily search and access information.

The Board of Directors has effectively fulfilled its supervisory role over the activities of the Board of Management in accordance with its functions and duties, with caution and transparency, ensuring the interests of the company and shareholders.

In 2025, the Board of Directors focused on addressing key and important issues as well as on implementing objectives for the Relocation Subcommittee (developing a relocation plan for the Company as approved by the 2023 Annual General Meeting of Shareholders). During the year, the Board of Directors approved the relocation plan of the Relocation Subcommittee. Therefore, the consolidation of personnel and the implementation of the set objectives of the three subcommittees: Strategic Subcommittee, Human Resources and Salary Subcommittee, and Internal Audit Subcommittee have not been realized. Consequently, the Supervisory Board recommends that the Board of Directors pay attention to directing the subcommittees to organize activities according to their functions to enhance corporate governance efficiency.

## **2. Operational activities of the Board of Management**

In 2025, the business operations of the Company were significantly impacted by changes in U.S. tax policy starting from April 2025. In this context, the Board of Management made considerable efforts to organize and implement the resolutions and decisions of the Board of Directors (BOD), proactively managing business operations to maintain the Company's stability.

However, alongside the achievements, the Board of Management has not fully implemented certain directives of the BOD, specifically as follows:

- **Regarding cost control:**

Based on Monitoring Report No. 04/BB-BKS-BDG dated October 9, 2025, from the Company's Supervisory Board, recommending that the Board of Management enhance control and rectify the occurrence of invalid and undocumented expenses. Upon reviewing the 2025 records, the Supervisory Board noted that although invalid and undocumented expenses have decreased compared to previous years, they still occur. The Supervisory Board continues to recommend that the Board of Management intensify the review and control of documents and take corrective measures to minimize non-deductible expenses, ensuring compliance with legal regulations and maximizing shareholder benefits.

- **Regarding management personnel:**

According to Article 1 of Resolution No. 08/NQ-HDQT dated June 26, 2025, the BOD assigned the Board of Management to organize the reappointment of

management personnel for the 2025–2030 term, ensuring compliance with the procedures stipulated in the Company Charter and current laws. However, the progress of this task has been slower than required, failing to ensure timeliness in consolidating the management apparatus.

### **3. Evaluation of the coordination between the Supervisory Board, the Board of Directors, and the Board of Management.**

In 2025, the Supervisory Board, the Board of Directors, and the Board of Management closely coordinated their activities. Meetings of the BOD invited the Board of Management and the Supervisory Board to participate and provide input. Resolutions and Decisions of the Board of Directors were fully and promptly provided to the Supervisory Board and the Board of Management. The Board of Directors, Board of Management, and the Company's departments and management staff facilitated the work and provided all necessary information and documents for the Supervisory Board's inspection and supervision.

#### **I. APPRAISAL OF THE 2025 FINANCIAL STATEMENTS**

The Supervisory Board concurs with the Separate Financial Statements of Protrade Garment Joint Stock Company, accompanied by Review Report No. 270326.002/BCTC.HCM dated March 27, 2026.

The Supervisory Board concurs with the Consolidated Financial Statements for 2025, accompanied by Review Report No. 270326.003/BCTC.HCM dated March 27, 2026.

However, readers should note the recommendations of the Supervisory Board mentioned in the reported content and Note 37b of the Explanatory Notes to the Consolidated Financial Statements. Accordingly, during the year, the Company conducted a review and implemented procedures for retroactive payment of mandatory insurance contributions (Social Insurance, Health Insurance, Unemployment Insurance) for 317 employees for the period from April 2021 to June 2024.

#### **II. BUSINESS OPERATIONS STATUS**

##### **1. Key indicators of business operation results**

##### **❖ Business Results According to the Reviewed Separate Financial Statements**

*Unit: VND*

<b>Indicator</b>	<b>Plan for 2025</b>	<b>Actual for 2025</b>	<b>% Actual vs. Plan</b>
<b>Total production volume</b>	<b>4,275,957</b>	<b>4,176,290</b>	<b>98%</b>
- Shirts	1,620,835	1,546,736	95%
- Fashion Jeans	1,100,926	1,355,572	123%
ROCK	524,612	643,609	123%
MISS ME	576,314	711,963	124%

Indicator	Plan for 2025	Actual for 2025	% Actual vs. Plan
- Basic Jeans	1,554,196	1,273,982	82%
<b>1. Revenue from sales and service provision</b>	<b>1,603,761,873,597</b>	<b>1,765,786,454,641</b>	<b>110%</b>
2. Deductions	3,207,523,747	3,387,808,366	
<b>3. Net revenue from sales and service provision (10 = 01 - 02)</b>	<b>1,600,554,349,850</b>	<b>1,762,398,646,275</b>	<b>110%</b>
4. Cost of goods sold	1,437,470,565,596	1,547,208,485,111	108%
<b>5. Gross profit from sales and service provision (20 = 10 - 11)</b>	<b>163,083,784,254</b>	<b>215,190,161,164</b>	<b>132%</b>
6. Financial income	7,200,000,000	43,772,847,258	608%
7. Financial expenses	(11,974,512,146)	(2,475,587,058)	21%
- In which: Interest expenses	3,600,000,000	5,208,271,166	145%
8. Selling expenses	15,602,836,007	15,697,384,950	101%
9. General and administrative expenses	70,475,026,698	89,292,050,986	127%
<b>10. Net profit from business activities {30 = 20 + (21 - 22) - (24 + 25)}</b>	<b>96,180,433,695</b>	<b>156,449,159,544</b>	<b>163%</b>
11. Other income	12,540,000,000	8,707,455,559	69%
12. Other expenses	1,200,000,000	5,815,310,896	485%
<b>13. Other profit (40 = 31 - 32)</b>	<b>11,340,000,000</b>	<b>2,892,144,663</b>	<b>26%</b>
<b>14. Total accounting profit before tax (50 = 30 + 40)</b>	<b>107,520,433,695</b>	<b>159,341,304,207</b>	<b>148%</b>
15. Current corporate income tax expenses	23,104,086,739	38,642,243,244	167%
<b>17. Profit after corporate income tax (60 = 50 - 51 - 52)</b>	<b>84,416,346,956</b>	<b>120,699,060,963</b>	<b>143%</b>

**❖ Business Results According to the Reviewed Consolidated Financial Statements**

*Unit: VND*

Indicator	Plan for 2025	Actual for 2025	% Actual vs. Plan
<b>Total output</b>	<b>4,275,957</b>	<b>4,176,290</b>	<b>98%</b>
- Shirts	1,620,835	1,546,736	95%
- Fashion jeans	1,100,926	1,355,572	123%
- Basic jeans	1,554,196	1,273,982	82%
<b>1. Revenue from sales and service provision</b>	<b>1,603,761,873,597</b>	<b>1,765,786,732,420</b>	<b>110%</b>

Indicator	Plan for 2025	Actual for 2025	% Actual vs. Plan
2. Deductions	3,207,523,747	<b>3,387,808,366</b>	106%
<b>3. Net revenue from sales of goods and provision of services (10 = 01 - 02)</b>	<b>1,600,554,349,850</b>	<b>1,762,398,924,054</b>	<b>110%</b>
4. Cost of goods sold	1,388,215,899,820	1,475,508,740,504	106%
<b>5. Gross profit from sales of goods and provision of services (20 = 10 - 11)</b>	<b>212,338,450,030</b>	<b>286,890,183,550</b>	<b>135%</b>
6. Revenue from financial activities	7,212,000,000	43,854,064,592	608%
7. Financial expenses	9,955,606,210	35,136,302,929	353%
- In which: Interest expenses	9,955,606,210	10,056,977,408	101%
9. Selling expenses	16,804,216,007	17,239,385,273	103%
10. General and administrative expenses	85,047,331,623	107,594,022,475	127%
<b>11. Net profit from business activities {30 = 20 + (21 - 22) - (24 + 25)}</b>	<b>107,743,296,190</b>	<b>170,774,537,465</b>	<b>159%</b>
12. Other income	3,650,448,912	3,277,216,189	90%
13. Other expenses	1,200,000,000	6,639,992,583	553%
<b>14. Other profit (40 = 31 - 32)</b>	<b>2,450,448,912</b>	<b>-3,362,776,394</b>	<b>-137%</b>
<b>15. Total accounting profit before tax (50 = 30 + 40)</b>	<b>110,193,745,102</b>	<b>167,411,761,071</b>	<b>152%</b>
16. Current corporate income tax expenses	23,104,086,739	38,648,344,335	167%
17. Deferred corporate income tax expenses	(3,114,902,429)	(6,552,636,749)	210%
<b>18. Profit after corporate income tax (60 = 50 - 51 - 52)</b>	<b>90,204,560,792</b>	<b>135,316,053,485</b>	<b>150%</b>
19. Profit after tax attributable to the parent company	85,308,376,494	125,019,390,165	147%
20. Profit after tax attributable to non-controlling interests	4,896,184,298	10,296,663,320	210%
21. Basic earnings per share	3,440	5,041	

The year 2025 marked a relatively clear recovery of the Vietnamese textile and garment industry following a prolonged downturn during 2023–2024. The improvement in consumer demand in major export markets such as the United States, EU, Japan, and South Korea contributed to the growth in orders, enabling enterprises in the industry to gradually restore capacity and stabilize production activities. According to data from the Vietnam Textile and Apparel Association (VITAS), the total export turnover of the industry reached approximately USD 46 billion, an increase of nearly 5.6% compared to the previous year, reflecting a positive recovery trend that is not yet fully sustainable.

However, the business environment still harbors many adverse factors. Increasing competitive pressure from regional countries such as Bangladesh, India, Indonesia, and Cambodia - nations with labor cost advantages - continues to erode the competitive margin of Vietnamese enterprises. Additionally, the heavy reliance on imported raw materials causes input costs to fluctuate with international markets. Furthermore, cost factors such as labor, logistics, and energy remain high, exerting direct pressure on the profit margins of the entire industry.

In this context, Protrade Garment Joint Stock Company has maintained a stable operational foundation and achieved business results exceeding the set targets. Specifically, according to the separate financial statements, revenue in 2025 reached 110% of the plan, and profit reached 143% of the plan. These results reflect the company's flexible management capabilities, ability to maintain relationships with traditional customers, and good adaptability to market fluctuations.

**❖ Profit Distribution Situation Based on the Audited Separate Financial Statements for 2025**

- In 2025, BDG executed profit distribution according to Resolution No. 01/NQ-DHDCD of the 2025 Annual General Meeting of Shareholders on June 26, 2025. Details of fund allocations are as follows:

*Unit: VND.*

Indicator	2024 Plan	Implementation for 2024 recorded in 2025	
		Value	Ratio
1. Reward and Welfare Fund	6% of profit after tax for 2024	31,853,518,479	5% of profit after tax for 2024
2. Development Investment Fund	20% of profit after tax for 2024	2,389,013,886	20% of profit after tax for 2024
3. Executive Bonus Fund	1% of profit after tax for 2024	61,999,800,000	1.5% of profit after tax for 2024
4. Dividend Distribution	No less than 10% of charter capital		25% of charter capital

**❖ Liquidity Situation**

No.	Payment Indicator	31/12/2025	31/12/2024
1	Overall Solvency	2.67	2.67
2	Current Solvency	2.02	2.31
3	Quick Solvency	1.46	1.71
4	Immediate Solvency	0.07	0.10

- The company's liquidity indicators in 2025 generally maintained a high and stable level. The current, quick, and immediate liquidity ratios decreased compared to 2024, primarily due to the company reducing cash and bank deposits to optimize the efficiency of working capital use amid rising loan interest rates. The indicators demonstrate a good ability to ensure liquidity under normal operating conditions and in cases of risk or emergency.

- The company has no medium to long-term debt. Total liabilities amount to VND 399.2 billion, of which loans and financial lease liabilities are VND 148.79 billion, and payables to state agencies, partners, and employees are VND 250.49 billion. The company has no overdue bank debt and no complaints regarding the fulfillment of payment obligations.

#### ❖ Situation of Basic Construction Investment and Procurement of Fixed Assets

With the approval pursuant to Resolution No. 06/NQ-HDQT dated November 6, 2024, and Resolution No. 16/NQ-HDQT dated April 17, 2025, the Company has invested in the acquisition of fixed assets amounting to VND 9,557,767,242. Specifically, investment in machinery and equipment is VND 8,427,830,779, transportation means and transmission equipment is VND 552,000,000, factory buildings is VND 212,614,125, and management equipment is VND 365,321,684. Details are as follows:

No.	Asset Name	Quantity	Original Price
<b>I- TANGIBLE FIXED ASSETS</b>			
<b>Machinery and Equipment</b>			
1	Juki LH-3578AGF-7-WB/SC920/CP18A	4	262,787,356
2	Juki LH-3588AGF-7-WB/SC920/CP18A	4	277,702,642
3	JUKI MO6914S-BE6-44H/SV-860A-SM7 3570JK3B-PATK	4	163,622,316
4	Kansai Special DLR-1509SPF	2	102,936,700
5	JUKI LK-1900BNWS/MC-672KNN	1	65,696,839
6	JUKI LK-1900BNWS/MC-672KNN	1	65,696,839
7	JUKI LK-1900BNWS/MC-672KNN	8	525,574,712
8	EASTMAN EC-700N Circular Cutting Machine	1	111,972,540
9	Brother RH-982A-02-L2230 Buttonhole Machine	1	269,535,000
10	XLS125 GERBER Automatic Fabric Spreader	1	730,595,652
11	JUKI DMN-5420NFA-7-WB/SC920/CP18A	2	166,052,500
12	GRAPHTEC FC9000-160 Pattern Cutting Machine	1	180,000,000
13	Kansai Special FBX1106P	1	83,439,000
14	JUKI DLN-9010ASS-WB/SC-920/CP-180A/RACING	5	409,901,250

<b>No.</b>	<b>Asset Name</b>	<b>Quantity</b>	<b>Original Price</b>
15	JUKI DDL8000ASMSNBAKK/RACING	5	206,585,000
16	JUKI LBH-1790ANB/MC-672KNN	2	226,255,748
17	JUKI DMN-5420NFA-7-WB/SC920/M92/CP18A	2	169,612,800
18	JUKI DMN-5420NFA-7-WB/SC920/M92/CP18A	2	169,612,800
19	Kansai Special FBX1106P	2	167,862,000
20	Pegasus W664P-21ABX100/MS100/UT333/Y2205 Overlock Machine	1	137,757,214
21	PEGASUS MXT3244-A04/435K-5X3X4/KH9B Three-Needle Six-Thread Overlock Machine	2	104,726,160
22	JUKI LK-1900CHS000K	1	75,530,700
23	Golden Wheel CSU-4150BT Single-Needle Walking Foot Machine	8	436,670,640
24	Golden Wheel CSU-4250BT Double-Needle Walking Foot Machine	3	192,356,028
25	VIBEMAC V263 Hemming Machine	1	396,414,151
26	VIBEMAC VM03 Hemming Machine	3	658,970,400
27	VIBEMAC VM03 Hemming Machine	1	219,656,800
28	JIAKE DKJ-M603 Automatic Button Press Machine	2	389,980,000
29	VIBEMAC VM12 Leather Label Programming Machine	1	241,824,000
30	Nisho Brand Decorative Programming Machine Model NAS-2015XZ-CB 3020	1	271,113,960
31	Nisho Brand Decorative Programming Machine Model NTS-G2010	2	186,541,680
32	VIBEMAC 3022BHE Trousers Hemming Machine	1	241,582,176
33	VIBEMAC 3022BHE Trousers Hemming Machine	1	241,582,176
34	Brother RH-982A-02 Eyelet Buttonhole Machine	1	277,683,000
<b>Total</b>		<b>78</b>	<b>8,427,830,779</b>
<b>Management Equipment</b>			
1	System Fan Sax-7300 Industrial Ceiling Fan	4	230,232,000
2	RF Init Machine Card Issuer	1	135,089,684
<b>Total</b>		<b>5</b>	<b>365,321,684</b>

No.	Asset Name	Quantity	Original Price
	<b>Transport Means + Transmission Equipment</b>		
1	Fusheng SA22A 30HP (3P-380V) High-Pressure Screw Air Compressor	1	207,580,000
2	Lode Star LD30HA Dryer	1	31,420,000
3	Fusheng SA37 50HP (3P-380V) High-Pressure Screw Air Compressor	1	275,000,000
4	Lode Star LD30HA Dryer	1	38,000,000
	<b>Total</b>	<b>4</b>	<b>552,000,000</b>
	<b>Factory</b>		
1	Boiler House (Finishing Factory)		212,614,125
	<b>Total</b>	<b>0</b>	<b>212,614,125</b>
	<b>TOTAL INCREASE IN TANGIBLE FIXED ASSETS</b>	<b>87</b>	<b>9,557,766,588</b>

#### ❖ Capital investment situation at Fashion Development Joint Stock Company

Fashion Development Joint Stock Company with a total investment capital of VND 173,291,000,000, holding a benefit and voting ratio of 76.08%. As of December 31, 2025, the subsidiary has an accumulated loss of VND 54.21 billion. However, in 2025 alone, the subsidiary achieved a pre-tax profit of VND 43.05 billion, exceeding the profit target of VND 24 billion by 79%. Thus, the subsidiary's business activities are gradually stabilizing and developing well, with income progressively offsetting the accumulated losses incurred since its establishment.

#### ❖ Other outstanding issues

Upon reviewing the records and inspection conclusions from the relevant authorities in the first nine months of 2025, the Supervisory Board noted that the Company incurred additional collections and late payment penalties from the Ho Chi Minh City Social Insurance and the Ho Chi Minh City Tax Department, specifically as follows:

- Regarding taxes, based on the Tax Inspection Record dated September 23, 2025, concerning the tax obligations inspection for the period 2020–2024 for Protrade Garment Joint Stock Company, the Company was subject to additional collection and penalties totaling **VND 1,284,114,121**, including:

+ Administrative violation penalty: VND 176,700,490.

+ Additional corporate income tax collection from 2020-2024: VND 863,502,452.

+ Late tax payment penalty: VND 243,911,179.

- Regarding social insurance, based on the Working Record dated August 30, 2025, between the Company and Ho Chi Minh City Social Insurance, the Company was subject to additional social insurance collection for **308 current employees**, with a

supplementary payment amounting to **VND 22,788,173,742** (*Of which: Company contribution: VND 15,182,497,771, Employee contribution: VND 7,606,661,781*), along with **late payment penalties** amounting to **VND 4,631,902,159**. The Supervisory Board recommends that the Company enhance its control and compliance with the law, particularly in fulfilling tax and social insurance obligations, to mitigate legal and financial risks in subsequent periods.

### **III. COMMENTS, ASSESSMENTS, AND RECOMMENDATIONS**

#### **1. Comments and assessments**

In 2025, the global economy experienced significant fluctuations that greatly impacted the management and business operations of the unit. However, the Board of Management made considerable efforts in operating business activities to achieve the objectives set by the 2024 Annual General Meeting of Shareholders, according to the separate financial statements, with post-tax profit reaching VND 159 billion, an increase of 79% compared to the planned target.

#### **2. Recommendations**

- The Board of Directors and the Board of Management shall continue to manage and operate the Company's activities in compliance with the law, the Company Charter, internal regulations, processes, and the resolutions of the General Meeting of Shareholders.

- It is proposed that the Board of Directors and the Board of Management continue to promote a sense of responsibility and strive in management and operation to ensure the Company meets the production and business targets for 2026.

- It is recommended that the Company enhance supervision, management, and operation at Fashion Development Joint Stock Company to help this unit stabilize operations, leverage competitive advantages, improve business efficiency, and create added value for shareholders.

- It is recommended that the Board of Management promptly develop and submit to the Board of Directors for issuance the internal management regulations, including: Debt Management Regulations, Financial Regulations, and Sales Regulations. The issuance of these regulations is necessary to enhance cost management efficiency, control pricing, and support transparent and effective operations. The delay in issuance is currently affecting the Company's management and operational results.

- It is recommended that the Board of Management develop and issue the Representative Capital Management Regulations at subsidiaries to enhance responsibility, authority, and control mechanisms in investment activities and capital management.

The above is the report on the implementation of tasks in 2025 and the operational plan for 2026 of the Supervisory Board of Protrade Garment Joint Stock Company, respectfully submitted to the 2025 Annual General Meeting of Shareholders for approval.

Respectfully./.

**Recipients:**

- AGM;
- Board of Directors, Board of Management;
- Archived: BOD Secretariat, Supervisory Board.

**SUPERVISORY BOARD**

**HEAD OF THE BOARD**



**LE TRONG NGHIA**

**MEMBER**



**HUA TUAN CUONG**

**MEMBER**



**NGUYEN THI KIM PHUONG**

**PROPOSAL**

*Re: Approval of the 2025 Audited Separate and Consolidated Financial Statements*

**To: THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PROTRADE GARMENT JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (the “Law on Enterprises”);

- Pursuant to the Charter on Organization and Operation of Protrade Garment Joint Stock Company (“the Company”);

- Pursuant to the 2025 audited separate financial statements, which were audited by the AASC Auditing Firm Company Limited – Branch and disclosed by the Company on its website on March 27, 2026;

- Pursuant to the 2025 audited consolidated financial statements, which were audited by the AASC Auditing Firm Company Limited – Branch and disclosed by the Company on its website on March 27, 2026;

- Pursuant to Resolution No. 13/NQ-HĐQT dated May 19, 2026 of the Board of Directors of Protrade Garment Joint Stock Company.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the 2025 audited separate and consolidated financial statements of the Company, which were audited by AASC Auditing Firm Company Limited and officially issued on March 27, 2026.

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

Sincerely./.

**Recipients:**

- As above;
- BOD;
- BOS;
- BOM;
- Filing: Secretary.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



NGUYEN AN DINH

**PROPOSAL**

*V Re: Approval of the 2025 Profit Distribution and  
the 2026 Profit Distribution Plan*

**To: THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PROTRADE GARMENT JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (the “Law on Enterprises”);

- Pursuant to the Charter on Organization and Operation of Protrade Garment Joint Stock Company (“the Company”);

- Pursuant to Resolution No. 01/NQ- ĐHĐCĐ dated June 26, 2025 of the 2025 Annual General Meeting of Shareholders;

- Pursuant to the 2025 audited financial statements;

- Pursuant to Resolution No. 13/NQ-HĐQT dated May 19, 2026 of the Board of Directors of Protrade Garment Joint Stock Company.

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the 2025 profit distribution plan and the 2026 profit distribution plan as follows:

**1. The 2025 Profit Distribution Plan:**

No.	Item	Planned Allocation of 2025 Net Profit	Actual Allocation of 2025 Net Profit	Amount (VND)
1	Accumulated undistributed net profit as of the end of the previous year			181,716,874,467
2	Net profit after tax in 2025			120,699,060,963
3	Fund allocation			31,985,251,155
-	Development Investment Fund	20% of 2025 net profit	20% of 2025 net profit	24,139,812,193
-	Bonus and Welfare Fund	5% of 2025 net profit	5% of 2025 net profit	6,034,953,048
-	Executive Board Bonus Fund	1% of 2025 net profit	1,5% of 2025 net profit	1,810,485,914

No.	Item	Planned Allocation of 2025 Net Profit	Actual Allocation of 2025 Net Profit	Amount (VND)
4	Cash dividend payment	Not less than 10% of charter capital	50% charter capital (5,000 VND/share)	123,999,600,000
5	Total accumulated undistributed net profit			146,431,084,275

## 2. The 2026 Profit Distribution Plan:

No.	Item	2026 Profit Distribution Plan
1	Fund allocation	
-	Development Investment Fund	20% of 2026 net profit
-	Bonus and Welfare Fund	5% of 2026 net profit
-	Executive Board Bonus Fund	1,5% of 2026 net profit
2	Cash dividend payment	Not less than 10% of charter capital

We respectfully submit to the General Meeting of Shareholders for consideration and approval, and propose that the General Meeting authorizes the Board of Directors to organize the implementation of the dividend payment.

Sincerely./.

**Recipients:**

- As above;
- BOD;
- BOS;
- BOM;
- Filing: Secretary.

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



**NGUYEN AN DINH**

## **PROPOSAL**

*Re: Approval of the 2025 remuneration payment for the Board of Directors, the Board of Supervisors, and the Company Secretary, and the 2026 remuneration payment plan for the Board of Directors, the Board of Supervisors, and the Company Secretary*

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**To: THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PROTRADE GARMENT JOINT STOCK COMPANY**

*- Pursuant to the Charter on Organization and Operation of Protrade Garment Joint Stock Company (“the Company”);*

*- Pursuant to Resolution No. 01/NQ- ĐHĐCĐ dated June 26, 2025 of the 2025 Annual General Meeting of Shareholders;*

*- Pursuant to the business performance results for 2025 and the business plan for 2026;*

*- Pursuant to Resolution No. 13/NQ-HĐQT dated May 19, 2026 of the Board of Directors of Protrade Garment Joint Stock Company.*

The Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the remuneration payment for the Board of Directors, the Board of Supervisors, and the Company Secretary in 2025, as well as the remuneration payment plan for 2026, as follows:

### **1. Remuneration for the Board of Directors (“BOD”), the Board of Supervisors (“BOS”), and the Company Secretary in 2025**

Pursuant to Resolution No. 01/NQ- ĐHĐCĐ dated June 26, 2025 of the 2025 Annual General Meeting of Shareholders, the total remuneration for the Board of Directors, the Board of Supervisors, and the Company Secretary in 2025 was planned to not exceed 3.5% of the 2025 net profit after tax.

Based on the 2025 business performance results, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the remuneration amount for the BOD, BOS, and Company Secretary in 2025 at the rate of 3.5% of the 2025 net profit after tax, equivalent to VND 4,377,686,149.

### **2. Remuneration for the Board of Directors, the Board of Supervisors, and the Company Secretary in 2026:**

Based on the Company’s 2026 business plan, the Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the 2026 remuneration plan for the Board of Directors, the Board of Supervisors, and the Company Secretary, with the total amount not exceeding 3.5% of the 2026 net profit after tax.

The 2026 Annual General Meeting of Shareholders authorizes the Chairman of the Board of Directors to determine the specific remuneration amounts for each member of the Board of Directors, the Board of Supervisors, and the Company Secretary.

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

Sincerely./.

**Recipients:**

- As above;
- BOD;
- BOS;
- BOM;
- Filing: Secretary.

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



**NGUYEN AN DINH**



**PROTRADE GARMENT JOINT  
STOCK COMPANY**

No.: 01/TTr-BKS

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

*Ho Chi Minh City, May 19, 2026*

## **PROPOSAL**

*Re: Selection of the Auditing Firm for the 2026 Financial Statements  
of Protrade Garment Joint Stock Company*

**To: THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PROTRADE GARMENT JOINT STOCK COMPANY**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (the “Law on Enterprises”);*

*- Pursuant to the Charter on Organization and Operation of Protrade Garment Joint Stock Company (“the Company”);*

To achieve the objective of enhancing professionalism in management and transparency in the business operations of Protrade Garment Joint Stock Company, the Board of Supervisors respectfully submits to the 2026 Annual General Meeting of Shareholders for approval the selection of an independent auditing firm to audit the Company’s 2026 financial statements, with details as follows:

### **1. Objective of selecting an auditing firm:**

The selected auditing firm must meet the following criteria:

- Be a reputable independent auditing firm approved by the State Securities Commission to audit issuing organizations, listed companies, and securities business organizations;

- Have extensive experience in auditing financial statements in accordance with Vietnamese accounting standards;

- Have no related person relationships with the Company as defined under the Law on Enterprises;

- Have no conflicts of interest in performing the audit of the Company’s financial statements;

- Offer reasonable and competitive audit service fees;

- Having previously audited the Company and its subsidiaries shall be considered an advantage.

### **2. Proposed recommendation**

The Company proposes to select one of the following three auditing firms:

1. AASC Auditing Firm Company Limited (AASC);

2. Moore AISC Auditing And Informatics Services Company Limited (Moore AISC);

3. NVA Auditing Company Limited (NVA).

Based on the selection criteria and the audit results of financial statements in recent years, the Board of Supervisors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the selection of AASC Auditing Firm Company Limited to conduct the review of the semi-annual financial statements for the first six months of 2026 and the audit of the 2026 annual financial statements of the Company.

The Board of Supervisors respectfully submits this to the General Meeting of Shareholders for consideration and approval.

Sincerely./.

**ON BEHALF OF THE BOARD OF SUPERVISORS  
HEAD OF THE BOARD OF SUPERVISORS**

**Recipients:**

- *As above;*
- *BOD;*
- *BOS;*
- *BOM;*
- *Filing: Secretary.*



**LE TRONG NGHIA**

No.: 04/TTr-HDQT

Ho Chi Minh City, 19 May 2026

## **PROPOSAL**

*Re: Approval of the Policy to Increase Charter Capital in 2026  
and Amend the Company Charter*

**To: 2026 Annual General Meeting of Shareholders**

**Protrade Garment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, as amended and supplemented in 2022 and 2025, and its guiding documents (the "Law on Enterprises");
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, as amended and supplemented in 2024, and its guiding, amending and supplementing documents;
- Pursuant to Decree 155/ND-CP dated December 31, 2020, detailing the implementation of certain articles of the Securities Law and Decree 245/2025/ND-CP dated September 11, 2025, regarding amendments and supplements to certain articles of Decree No. 155/2020/ND-CP dated December 31, 2020;
- Pursuant to the Charter on the organization and operation of Protrade Garment Joint Stock Company ("**the Company**");
- Pursuant to Resolution No. 13/NQ-HDQT dated May 19, 2025, of the Board of Directors of Protrade Garment Joint Stock Company.

The Board of Directors of the Company ("BOD") respectfully submits to the 2026 Annual General Meeting of Shareholders ("GMS") for approval the policy on increasing the Company's charter capital, specifically as follows:

### **1. Purpose of the Charter Capital Increase**

The charter capital increase is intended to support the Company's investment plan, factory relocation project, and enhancement of financial capacity to meet the needs of business and production development in the coming period.

The initially estimated total investment for the factory relocation and investment project (excluding interest expenses) is VND 701,252,269,300, specifically as follows:

- Land lease expenses: VND 95,304,418,000;
- LEED-standard factory construction costs: VND 305,947,851,300;
- Machinery and equipment investment: VND 300,000,000,000.

Based on the Company's asset scale and capital structure as of December 31, 2025, the investment capital structure for the Project has been developed to ensure financial feasibility and efficient capital utilization, specifically as follows:

- Equity capital (70%): VND 490,876,588,510;



- Loan capital (30%): VND 210,375,680,790.

The equity capital portion will be financed from accumulated undistributed after-tax profits, the accumulated Development Investment Fund and additional capital contributions raised from shareholders when necessary, in accordance with applicable laws and the Company's Charter.

## **2. Charter Capital Increase Plan**

The charter capital increase is planned to be implemented in two phases:

- Phase 1: Expected amount of VND 198,399,360,000, financed from undistributed after-tax profits and the Development Investment Fund;
- Phase 2: The value of the capital increase shall be determined and adjusted as appropriate based on the Company's actual investment needs and financial capacity. The proposed sources of funds shall comprise retained earnings, the Development Investment Fund, and additional capital raised from shareholders, where necessary, in accordance with applicable laws and the Company's Charter.

The capital increase will be implemented in phases in line with actual capital requirements and the legal progress of the Project, thereby avoiding an increase in charter capital beyond actual needs at each stage, while maintaining flexibility in the Company's profit distribution policy for shareholders.

## **3. Form of Capital Increase – Phase 1**

Increasing charter capital through the issuance of shares to increase share capital from owners' equity, with the following details:

**1. Name of Shares:** Shares of Protrade Garment Joint Stock Company

**2. Type of Shares:** Common Shares

**3. Par Value of Shares:** 10,000 VND per share

**4. Current Charter Capital:** 247,999,200,000 VND

**5. Total Issued Shares:** 24,799,920 shares

Of which:

- Number of Outstanding Shares: 24,799,920 shares
- Number of Treasury Shares: 0 shares

## **6. Projected Increase in Charter Capital:**

- Charter Capital Before Issuance: 247,999,200,000 VND
- Projected Increase in Charter Capital: 198,399,360,000 VND
- Projected Charter Capital After Issuance: 446,398,560,000 VND

*Details of the share issuance plan to increase share capital from owner's equity are attached to this Proposal.*

The General Meeting of Shareholders assigns and authorizes the Board of Directors to organize and implement the plan for issuing shares to increase share capital from the owner's equity as approved by the General Meeting of Shareholders; to determine the appropriate timing for issuance; to carry out necessary procedures in

accordance with legal regulations; and to adjust the issuance ratio and related contents (if necessary) based on the actual number of shares in circulation at the time of implementation to ensure that the total number of shares issued does not exceed the number of shares projected and approved by the General Meeting of Shareholders.

At the same time, the General Meeting of Shareholders assigns and authorizes the Board of Directors to amend and supplement the Company Charter concerning the charter capital level post-issuance; to carry out procedures for registering changes in enterprise registration content and related legal procedures with competent state authorities in accordance with legal regulations and other authorized contents stated in the plan for issuing shares to increase share capital from the owner's equity attached to this Proposal.

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

Respectfully submitted.

**Recipients:**

- As above;
- Members of the Board of Directors;
- Members of the Supervisory Board;
- Board of Management;
- Archived by: Secretariat.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**NGUYEN AN DINH**



**PLAN FOR ISSUANCE OF SHARES  
TO INCREASE CHARTER CAPITAL IN 2026  
PROTRADE GARMENT JOINT STOCK COMPANY**

*(Attached to Proposal No. 04/TTr-HDQT dated 19/05/2026)*

**I. INTRODUCTION TO THE ISSUING ORGANIZATION**

- Company Name : **Protrade Garment Joint Stock Company**
- English Name : **PROTRADE GARMENT JOINT STOCK COMPANY**
- Current Charter Capital : **247,999,200,000 VND.**
- Head Office : **No. 7/128 Binh Duc 1 Quarter, Binh Hoa Ward, Ho Chi Minh City, Vietnam.**
- Telephone Number : **0274 3755 143**
- Website : **<https://www.protradegarment.com>**
- Enterprise Registration Certificate with enterprise code 3700769438 issued by the Department of Planning and Investment of Ho Chi Minh City (now the Department of Finance of Ho Chi Minh City) first issued on December 1, 2015, and amended for the fifth (05) time on March 27, 2025.
- Main Business Activities: **Manufacture of ready-made garments.**

**II. PLAN TO INCREASE CHARTER CAPITAL**

**1. Legal Basis**

- Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, as amended and supplemented in 2022, 2025, and the guiding documents;
- Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, as amended and supplemented in 2024, and the guiding documents;
- Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing and guiding the implementation of certain articles of the Securities Law and Decree No. 245/2025/ND-CP dated September 11, 2025, of the Government amending and supplementing certain articles of Decree No. 155/2020/ND-CP dated December 31, 2020;
- Pursuant to the Charter on organization and operation of Protrade Garment Joint Stock Company (“Charter”).



## 2. Purpose of the share issuance to increase charter capital in 2026

To serve the investment plan, relocate the factory, and enhance financial capacity to meet the development needs of production and business activities in the upcoming period, the Board of Directors (“BOD”) respectfully submits to the 2026 Annual General Meeting of Shareholders (“AGM”) for approval of the policy to increase charter capital in 2026 by issuing shares to increase share capital from the owner's equity.

## 3. Detailed plan to increase charter capital by issuing shares from the owner's equity

- Issuing Organization : Protrade Garment Joint Stock Company
  - Stock Code : BDG
  - Type of Issued Shares : Common Shares
  - Par Value of Shares : 10,000 VND/share
  - Current Charter Capital : 247,999,200,000 VND
  - Number of Shares Issued : 24,799,920 shares
  - Number of Shares Expected to be Issued : 19,839,936 shares
  - Number of shares after completion of issuance (estimated) : 44,639,856 shares
  - Total issuance value at par value : 198,399,360,000 VND
  - Estimated charter capital after completion of the issuance : 446,398,560,000 VND
  - Form of issuance : Issuance of shares to increase share capital from owners' equity
  - Issuance subjects : Existing shareholders listed on the shareholder list at the record date for exercising the right to receive shares to increase capital from owner's equity.
  - Source of funds for issuance : Owners' equity based on the audited financial statements for 2025, including the development investment fund and undistributed after-tax profits used to supplement charter capital in accordance with laws and regulations.
    - Development Investment Fund as of December 31, 2025: VND 115,154,590,525, based on the audited
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separate financial statements for 2025;

- Undistributed after-tax profits as of December 31, 2025: VND 302,415,935,430, based on the audited separate financial statements for 2025.
- Exercise ratio : **Ratio 5:4.** On the record date for exercising the right, shareholders holding 5 shares will receive an additional 4 new shares;  
The right to receive shares from owner's equity is non-transferable. These issued shares are not restricted in transferability.
- Rounding method and handling of fractional shares : The additional shares issued to each shareholder will be rounded down to the nearest whole number, and any resulting fractional shares (if any) will be canceled.  
Example: On the record date for exercising the right to receive shares issued to increase share capital from owner's equity, shareholder A holds 101 shares. With an exercise ratio of 5:4, shareholder A will receive:  $101 \times 4 / 5 = 80.8$  shares. According to the rounding principle, shareholder A will receive 80 shares. The fractional share of 0.8 will be canceled.
- Purpose of using the proceeds from the issuance : Supplement capital for investment projects, relocation of the factory.
- Plan to ensure compliance with foreign ownership ratio regulations : Authorize and delegate the Board of Directors to approve the plan ensuring the issuance of shares complies with foreign ownership ratio regulations.
- Estimated issuance timing : Expected in the last 6 months of 2026, with the specific issuance timing to be decided by the Board of Directors and after the State Securities Commission notifies the receipt of complete issuance report documents.

#### 4. Additional securities depository registration and additional trading registration

The entire number of shares issued as mentioned above will be additionally registered for depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally registered for trading on the Hanoi Stock Exchange after completion of the issuance in accordance with regulations.



## 5. The General Meeting of Shareholders authorizes the Board of Directors

The AGM assigns and authorizes the BOD to carry out related tasks to complete the aforementioned issuance plan, including:

- Implement the issuance and distribution of shares in accordance with the issuance plan;
- Decide on the detailed contents of the issuance plan and/or amend, supplement or change the issuance plan as necessary according to the actual situation of the Company or as required by competent authorities, to ensure the success of the issuance and that the Company's capital mobilization is carried out in accordance with laws and regulations;
- Balance and decide in detail the source of funds used for the issuance of shares to increase share capital from owners' equity;
- Select the appropriate timing for the share issuance after receiving written notification from the State Securities Commission of its receipt of the complete share issuance report documents;
- Approve the plan to ensure that the share issuance complies with regulations on foreign ownership ratio;
- Handle fractional shares and undistributed shares, if any;
- Carry out procedures to amend and supplement the Company's Charter to record the increase in charter capital resulting from the issuance of shares to increase share capital from owners' equity;
- Approve the increase in charter capital and implement necessary legal procedures to amend the Enterprise Registration Certificate corresponding to the total par value of shares actually issued after completion of the share issuance;
- Carry out procedures for additional depository registration of the newly issued shares at the Vietnam Securities Depository and Clearing Corporation and additional trading registration on the Hanoi Stock Exchange in accordance with laws and regulations.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN AN DINH