

VIETNAM EDUCATION PUBLISHING
HOUSE
SOUTH BOOKS AND EDUCATIONAL
EQUIPMENT JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIET NAM
Independence – Freedom – Happiness

Ho Chi Minh City, April 24th, 2025

**VOTE COUNTING MINUTES ON THE RESOLUTIONS AT THE
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
SOUTH BOOKS AND EDUCATIONAL EQUIPMENT JOINT STOCK
COMPANY**

Today, April 24th, 2025, we were elected by the 2025 Annual General Meeting of Shareholders of South Books and Educational Equipment Joint Stock Company to serve on the Vote Counting Board, consisting of the following members:

1. Mr. Pham Ngoc Anh Tai – Head of Board
2. Mrs. Huynh Thi My Duyen
3. Mrs. Huynh Thi Thanh Tam
4. Mrs. Tran Thi Loan
5. Mr. Bui Tien Hung

The Vote Counting Board collected votes through secret ballots and open voting on matters submitted for shareholder approval at the 2025 Annual General Meeting of Shareholders by the Meeting's Working Regulations. After counting the votes under the supervision of the Company's Supervisory Board, the Vote Counting Board mutually recorded the following minutes:

- Total number of voting ballots issued: 35 ballots, representing 2.851.100 voting shares, equivalent to 100% of the voting shares present at the meeting.
- Total number of ballots collected: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the voting shares present at the meeting.
- Total number of ballots not returned: 03 ballots, representing 29.700 voting shares, equivalent to 1.04% of the voting shares present at the Meeting.
- Total number of valid ballots: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the voting shares present at the meeting.

- Total number of invalid ballots: 0 ballots, representing 0 voting shares, equivalent to 0% of the voting shares present at the Meeting.

Voting Results for the Agenda Items are as follows:

Item 1: Report on the Business Operations Results for the year 2024

Total revenue and other income: 471,081,022,536 VND / 459,000,000,000 VND, achieving 102.63%.

Profit before tax: 12,690,138,566 VND / 9,700,000,000 VND, achieving 130.83%.

Profit margin on charter capital: 28.81% / 22.02%, achieving 130.83%.

Labor cost per unit: 581 VND / 1,000 VND; Profit before tax already includes wage expenses.

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- Item 2: Audited Financial Statement for the year 2024

The Audited Financial Statement for the year 2024 of the South Company were independently audited by ECOVIS AFA VIETNAM Audit – Valuation and Consulting Co., Ltd., signed on March 5th, 2025.

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- Item 3: Report on the Activities of the Board of Directors for the 2020–2025 Term and the Directions for the 2025–2030 Term

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

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+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 4:** Report on the Supervisory Board's Activities for the 2020-2025 Term and Directions for the 2025-2030 Term

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 5:** Distribution of After-Tax Profit for the year 2024

Dividend: 11% per annum

Allocation to Bonus Fund: 10%

Allocation to Welfare Fund: 15%

Allocation to Executive Bonus Fund: 5%

Allocation to Development Investment Fund: The remaining after-tax profit after dividend payment and mandatory fund allocations as per the above ratios (maximum 30%).

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 6:** Remuneration and Bonuses for the Board of Directors and the Supervisory Board in 2024 and Payment Plan for the year 2025

Payment of remuneration for the BOD and Supervisory Board in 2024: 5% of after-tax profit.

Payment of remuneration for the BOD and Supervisory Board in 2025: 5% of after-tax profit.

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Nội dung 7:** Chỉ tiêu kế hoạch sản xuất kinh doanh và phương án phân phối lợi nhuận năm 2025

- **Item 7:** 2025 Business Plan Targets and Profit Distribution Plan

Total revenue and other income: 403,300,000,000 VND.

Profit before tax: 9,500,000,000 VND.

Return on charter capital: 21.57%.

Dividend: 11% per annum.

Authorization for the Board of Directors to determine the distribution of after-tax profits in accordance with the Company's Charter and the salary unit rate to ensure stable employee income.

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 8:** Expansion of Business Lines

<i>No.</i>	<i>Business Line</i>	<i>Business Code</i>
1	Other uncategorized specialized wholesale Details: Trading other chemical substances (excluding those used in agriculture)	4669 46692

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 9:** Amendment of the Company's Charter and Internal Corporate Governance Regulations

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 10:** *Approving the investment policy for the construction of a warehouse for storing goods at Tan Phu Trung Industrial Park, Cu Chi District, Ho Chi Minh City on the basis of implementing in accordance with the procedures and legal regulations on investment and construction and assigning the Board of Directors to review the reports on investment and construction according to the regulations of the parent company before implementation.*

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 11:** Approval of the BOD's delegating to the CEO to secure loans for business activities when needed.

Loan limit: 50,000,000,000 VND (fifty billion Vietnamese dong).

The borrowed capital must be used safely and effectively, and strictly for its intended purposes. Borrowing procedures must comply with current legal regulations and the Company's Charter.



+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 12:** Approval of all economic contracts for the purchase and sale of publications, printed materials, educational equipment, and other transactions in 2024 between Southern Company and major shareholders, associate companies, companies with contributed capital from a major shareholder, including HSBC Bank (Viet Nam) Ltd, Vietnam Education Publishing House Limited Company, Vietnam Education Publishing House in Ho Chi Minh City, Books and Educational Equipment JSC of Ho Chinh Minh City, HCMC Book Distribution Corporation (FAHASA), Books and Educational Equipment JSC of Ba Ria Vung Tau, Books and Educational Equipment JSC of Dong Nai, Books and Educational Equipment JSC of Lam Dong, Books and Educational Equipment JSC of Binh Thuan, and other Books and Educational Equipment JS Companies with a value less than or greater than 35% of the total assets of Southern Company as recorded in the most recent financial statement, in accordance with the Enterprises Law No. 59/2020/QH14 dated June 17th, 2020.

The parent company – major shareholder, Vietnam Education Publishing House – currently owns 53.12% of the shares with voting rights in Southern Company, and the aforementioned customers are local distribution partners of the parent company, Vietnam Education Publishing House. Vietnam Education Publishing House in Ho Chi Minh City conducts annual transactions with Southern Company, including the trading of goods such as publications, printed materials, and educational equipment, with a value exceeding 35% of the total assets recorded in the most recent financial statement of the company.

Major shareholders – Vietnam Education Publishing House (owning 2,340,000 voting shares) and Ms. Do Thi Mai Anh (owning 15,500 voting shares) have two restricted voting votes in content 12, with a total number of restricted voting shares of 2,355,500.

+ Total number of votes in favor: 30 ballots, representing 465.900 voting shares, equivalent to 94.01% of the total voting shares present at the meeting.



+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

- **Item 13:** Approved the list of independent auditing firms eligible for selection to audit the 2025 financial statement, including:

ECOVIS AFA VIETNAM Audit – Valuation and Consulting Co., Ltd.;

AAC Auditing and Accounting Co., Ltd.

Other qualified and competent auditing companies (if any)

The General Meeting authorized the Board of Directors to select one of the above-listed firms to conduct the audit of both the semi-annual and annual financial statement for the year 2025.

+ Total number of votes in favor: 32 ballots, representing 2.821.400 voting shares, equivalent to 98.96% of the total voting shares present at the meeting.

+ Total number of votes against: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

+ Total number of abstentions: 0 ballots, representing 0 voting shares, equivalent to 0% of the total voting shares present at the meeting.

This minutes was prepared at 10:30 AM on the same day./.

ON BEHALF OF THE VOTE COUNTING BOARD

HEAD OF BOARD



Pham Ngoc Anh Tai



Ho Chi Minh City, April 24th, 2025

**MINUTES OF BALLOT COUNTING FOR THE ELECTION OF BOARD OF
DIRECTORS AND SUPERVISORY BOARD**

**SOUTH BOOKS AND EDUCATIONAL EQUIPMENT JOINT STOCK
JOINT STOCK COMPANY
TERM IV (2025 – 2030)**

Today, April 24th, 2025, we were elected by the 2025 Annual General Meeting of Shareholders of South Books and Educational Equipment Joint Stock Company to the Vote Counting Board, including:

1. Mr. Pham Ngoc Anh Tai - Head of Vote Counting Board
2. Mrs. Huynh Thi My Duyen
3. Mrs. Huynh Thi Thanh Tam
4. Mrs. Tran Thi Loan
5. Mr. Bui Tien Hung

The Vote Counting Board announced the election rules and organized the voting process in accordance with the regulations. After the vote counting process, conducted under the supervision of the General Meeting's Organizing Board, the Vote Counting Board unanimously agreed to record the minutes as follows:

I. ELECTION OF BOARD OF DIRECTORS (TERM 2025-2030)

- Total number of ballots issued: 35 ballots, representing 14.255.500 voting shares.
- Total number of ballots collected: 33 ballots, representing 14.093.000 voting shares.
- Total number of valid ballots: 33 ballots, representing 14.093.000 voting shares.
- Total number of invalid ballots: 0 ballots, representing 0 voting shares.

Election results for the Board of Directors:

No.	Full name	Number of Votes Received	Equivalent Voting Shares	Percentage (%)
1	Do Thi Mai Anh	32	3.417.300	121.24
2	Nguyen Thanh Anh	26	3.389.000	120.24
3	Nguyen Thi Thu Hang	23	2.414.200	85.65
4	Vu Ba Hoa	25	2.421.500	85.91
5	Tran Le Quang	24	2.418.000	85.79

According to the provisions of the Enterprise Law and the Company's Charter, and based on the vote counting results, the following individuals have been elected as Members of the Board of Directors of South Books and Educational Equipment Joint Stock Company for Term IV (2025–2030), listed in descending order of votes received:

No.	Full name	Number of Votes Received	Equivalent Voting Shares	Percentage (%)
1	Do Thi Mai Anh	32	3.417.300	121.24
2	Nguyen Thanh Anh	26	3.389.000	120.24
3	Vu Ba Hoa	25	2.421.500	85.91
4	Tran Le Quang	24	2.418.000	85.79
5	Nguyen Thi Thu Hang	23	2.414.200	85.65

II. Election of Members of the Supervisory Board (Term 2025–2030):

- Total number of ballots issued: 35 ballots, representing 8.553.300 voting shares.
- Total number of ballots collected: 33 ballots, representing 8.455.800 voting shares.
- Total number of valid ballots: 33 ballots, representing 8.455.000 voting shares.
- Total number of invalid ballots: 0 ballots, representing 0 voting shares.

Election results for Members of the Supervisory Board:

No.	Full Name	Number of Votes Received	Equivalent Voting Shares	Percentage (%)
1	Nguyen Thanh Huu	30	3.139.700	111,39
2	Pham Duy Khanh	30	2.660.000	94,37
3	Nguyen Ngoc Minh	29	2.637.100	93,56


According to the provisions of the Enterprise Law and the Company's Charter, and based on the vote counting results, the following individuals have been elected as Members of the Supervisory Board of South Books and Educational Equipment Joint Stock Company for Term IV (2025–2030), listed in descending order of votes received:

No.	Full Name	Number of Votes Received	Equivalent Voting Shares	Percentage (%)
1	Nguyen Thanh Huu	30	3.139.700	111,39
2	Pham Duy Khanh	30	2.660.000	94,37
3	Nguyen Ngoc Minh	29	2.637.100	93,56

These minutes were prepared at 10:30 AM on the same day./.



**ON BEHALF OF THE ELECTION BOARD
HEAD OF BOARD**



Pham Ngoc Anh Tai





NHÀ XUẤT BẢN GIÁO DỤC VIỆT NAM
CÔNG TY CỔ PHẦN SÁCH VÀ THIẾT BỊ GIÁO DỤC MIỀN NAM

🏠 231 Nguyễn Văn Cừ, Phường 04, Quận 5, TP. Hồ Chí Minh, Việt Nam

☎ 028 38300312 📠 028 38351488 🌐 <https://sobee.vn> ✉ info@sobee.vn

MST: 0309902130 - Vietinbank chi nhánh 3, TP. Hồ Chí Minh: 110000056118

**LIST OF SHAREHOLDERS AND PROXY TO ATTEND
THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

<i>No</i>	<i>Code</i>	<i>Shareholder</i>	<i>Stock</i>
1	6	Bui Tuyet Mai	2.000
2	8	Bui Tat Tuom	20.500
3	29	Huynh Thi My Duyen	4.000
4	31	Huynh Thi Thanh Tam	5.000
5	35	Huynh Thi Xuan Phuong	14.000
6	48	Le Thi My Khuong	2.000
7	61	Man Minh Hue	2.000
8	73	Nguyen Huu Minh	700
9	74	Nguyen Huu Tan	4.000
10	79	Nguyen Mai Hoa	10.000
11	81	Nguyen Minh Ha	5.000
12	97	Nguyen The Phuong	2.000
13	99	Nguyen Thi Chanh	3.000
14	103	Nguyen Thi Huong	2.000
15	107	Nguyen Thi Hong Phuong	30.000
16	112	Nguyen Thi Minh Phuong	1.900
17	114	Nguyen Thi Nguyen	5.000
18	115	Nguyen Thi Ngoc Tram	12.000
19	117	Nguyen Thi Nhu	900
20	124	Nguyen Trong Hieu	200
21	131	Nguyen Van Hung	5.000
22	136	Nguyen Van Trong	18.500
23	143	Nguyen Xuan Thang	15.000
24	155	Ngo Phuoc Duc	5.000
25	158	Ngo Thi My Nam	5.000
26	171	Pham Canh Toan	5.900
27	173	Pham Ngoc Anh Tai	3.600
28	175	Pham Thi Bach Hue	2.000
29	180	Pham Van Hong	50.500
30	183	Trang Buu Tran	2.000





NHÀ XUẤT BẢN GIÁO DỤC VIỆT NAM
CÔNG TY CỔ PHẦN SÁCH VÀ THIẾT BỊ GIÁO DỤC MIỀN NAM

🏠 231 Nguyễn Văn Cừ, Phường 04, Quận 5, TP. Hồ Chí Minh, Việt Nam

☎ 028 38300312 📠 028 38351488 🌐 <https://sobee.vn> ✉ info@sobee.vn

MST: 0309902130 - Vietinbank chi nhánh 3, TP. Hồ Chí Minh: 110000056118

No	Code	Shareholder	Stock
31	187	Truong Do Quang Huy	5.000
32	191	Tran Le Quang	3.000
33	194	Tran Minh Phuong	5.500
34	195	Tran Nhu Tuan Quang	2.000
35	197	Tran Thanh Thuy	2.000
36	200	Tran Thi Loan	24.200
37	201	Tran Thi Ngoc Lan	15.500
38	208	Tran Vu Hoang Oanh	1.200
39	217	Vo Thi Kim Nga	5.000
40	223	Vu Ba Hoa	43.000
41	224	Vu Bui Bien	5.000
42	230	Vu Nguyen Chi	2.000
43	235	Vu Thi Yen	13.700
44	242	Uy Thi Luyen	5.000
45	264	Do Quang Trung	3.800
46	266	Do Thi Kim Anh	47.000
47	267	Do Thi Mai Anh	15.500
48	273	Do Thi Tuyet	3.800
49	276	Executive Committee of the Southern Education Equipment and Books Joint Stock Company Union	70.200
50	279	Vietnam Education Publishing House	2.340.000
		Tổng cộng	2.851.100

Ho Chi Minh City, April 24th, 2024

Legal representative of the enterprise

General Director



Do Thi Mai Anh