

No. 01/2025/BB-DHĐCĐ

*Ho Chi Minh City, April 26<sup>th</sup>, 2025*

**MEETING MINUTES**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**SAIGON 3 GROUP INVESTMENT DEVELOPMENT JOINT STOCK COMPANY**

**I. COMPANY INFORMATION:**

- Company Name: Saigon 3 Group Investment and Development Joint Stock Company (SG3 Group)
- Stock code: SGI
- Head office: No.47, Road 17, Quarter 3, Hiep Binh Phuoc Ward, Thu Duc City, HCMC
- Business Registration Certificate No. 0315205307 initially issued by the Department of Planning and Investment of Ho Chi Minh City on August 6, 2018, and amended for the 7th time on July 12<sup>nd</sup>, 2024, with a charter capital of VND 754,647,000,000.

**II. TIME, METHOD, VENUE AND ATTENDEES OF THE GENERAL MEETING OF SHAREHOLDERS**

- Time : 13:00 on April 26, 2025.
- Method : Online Meeting
- Venue of the online meeting: Saigon 3 Group Investment and Development Joint Stock Company (No.47, Road 17, Quarter 3, Hiep Binh Phuoc Ward, Thu Duc City, HCMC)
- Participants:
  - + Shareholders and duly authorized representatives of shareholders as per the list of shareholders finalized on March 31, 2025.
  - + Members of the Board of Directors (“BOD”) and members of the Board of Supervisors (“BOS”) of Saigon 3 Group Investment and Development Joint Stock Company.

**III. PROCEDURES OF THE GENERAL MEETING**

1. Mrs. Le Thuy Thuy Dung, representing the Organizing Committee of the General Meeting, delivered the opening remarks and introduced the participants of the General Meeting.
  2. Mrs. Tran Thi Ngoc Diem, representing the Shareholder Eligibility Verification Committee, reported on the verification of shareholder eligibility as follows:
- As of the date of finalizing the list of shareholders entitled to attend the General Meeting:
    - + Total number of shareholders: 353 shareholders
    - + Total number of voting shares: 75,464,700 shares

- As of 1:30 p.m. on April 26<sup>th</sup>, 2025:

+ Total number of shareholders attending or authorizing attendance at the General Meeting:  
41 shareholders

+ Representing and holding 64,716,049 shares, accounting for 85.76% of the total voting shares of the Company.

The General Meeting of Shareholders (“AGM”) was lawfully and validly convened in accordance with the Company’s Charter and the applicable laws.

3. Mrs. Le Thuy Thuy Dung introduced the Chairperson of the Meeting:

Mr. Nguyen Khanh Linh – Chairman of the Board of Directors: Chairperson of the Meeting.

4. Mr. Nguyen Khanh Linh introduced the members of the Presidium of the Meeting:

- |     |                       |  |
|-----|-----------------------|--|
| (1) | Mr. Nguyen Khanh Linh | - Chairman                                 |
| (2) | Mr. Pham Xuan Hong    | - Vice Chairman                            |
| (3) | Mr. Nguyen Quoc Viet  | - Member of the Board of Directors cum CEO |

The General Meeting of Shareholders voted to approve the composition of the Presidium to preside over the Meeting via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,049 shares;*

*Total number of valid votes: 64,716,049 shares, including:*

- + Agree: 64,716,049 shares, accounting for 100.00%;*
- + Disagree: 0 shares, accounting for 0.00%;*
- + Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

5. Mr. Nguyen Khanh Linh introduced the Secretary of the Meeting:

Secretary of the Meeting: Mrs. Tran Thi Ngoc Diem

6. Mr. Nguyen Khanh Linh introduced the members of the Vote Counting Committee:

Vote Counting Committee:

- |     |  |
|-----|--|
| (1) | Mr. Le The Son – Head of the Committee |
| (2) | Mr. Bui Van Kiet – Member              |
| (3) | Mr. Nguyen Ba Cuong – Member           |

The General Meeting of Shareholders voted to approve the composition of the Vote Counting Committee via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,733,949 shares;*

*Total number of valid votes: 64,733,949 shares, including:*

- + Agree: 64,733,949 shares, accounting for 100.00%;*



+ *Disagree: 0 shares, accounting for 0.00%;*

+ *Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

7. Mr. Nguyen Khanh Linh presented the Regulations on the Organization of the Meeting  
The General Meeting of Shareholders voted to approve the Regulations on the Organization of the Meeting via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

+ *Agree: 64,716,043 shares, accounting for 100.00%;*

+ *Disagree: 0 shares, accounting for 0.00%;*

+ *Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

- 8 Mr. Nguyen Khanh Linh presented the "Agenda of the Meeting" at the General Meeting.  
The General Meeting of Shareholders voted to approve the Agenda of the Meeting via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,733,943 shares;*

*Total number of valid votes: 64,733,943 shares, including:*

+ *Agree: 64,733,943 shares, accounting for 100.00%;*

+ *Disagree: 0 shares, accounting for 0.00%;*

+ *Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

### **III. ONTENT OF THE GENERAL MEETING**

1. **Mr. Nguyen Khanh Linh, Chairman of the Board of Directors, on behalf of the Board of Directors, presented to the General Meeting:**  
" Report on the activities of the Board of Directors in 2024 and orientation for 2025 " (attached documents)
2. **Mr. Nguyen Quoc Viet, Member of the Board of Directors cum CEO, presented to the General Meeting:**  
" Report on Business Performance for 2024 and the Business Plan for 2025" (attached documents).
3. **Mrs. Pham Viet Lan Anh, Head of the Supervisory Board, on behalf of the**

**Supervisory Board, presented to the General Meeting:**

" Report on the Activities of the Supervisory Board for 2024"  
(attached documents)

**4. Mr. Nguyen Quoc Viet, Member of the Board of Directors cum CEO, presented the following Submissions to the General Meeting:**

- 4.1. Proposal on the Audited Financial Statements for 2024 (attached documents)
- 4.2. Proposal on Remuneration and Bonus for the Board of Directors and the Supervisory Board for 2024 and the Plan for 2025 (attached documents)
- 4.3. Proposal on Dividend Payment and Profit Distribution Plan for 2024 (attached documents)
- 4.4. Proposal on the Change of the Company's Name (attached documents)
- 4.5. Proposal on the Report of the Non-implementation of the Share Listing Approved by the General Meeting of Shareholders and the Proposal to Suspend the Listing of Shares on the Ho Chi Minh City Stock Exchange (attached documents).

**• Mrs. Pham Viet Lan Anh, Head of the Supervisory Board, presented to the General Meeting:**

Proposal on the Selection of the Auditing Company for 2025 (attached documents)

**5. The General Meeting of Shareholders proceeded to discuss the matters presented at the Meeting:**

Continuing with the agenda, the Presidium invited the shareholders attending the General Meeting to participate in the discussion and provide their opinions on the matters that had been presented.

*Question from shareholder Dinh Thi Hang - Shareholder ID: SGI309*

1. Currently, SGI's loans to individuals are quite significant, and the collateral assets are not clearly presented in the Financial Statements. Could the Company's Management please explain the process for assessing the safety of these loans?

*Answer:*

In 2024, due to the forecasted decline of the stock market, the Company provided loans to optimize its business operations, and all such loans are secured by collateral assets. According to the plan, the Company expects to recover these loans by June this year.

2. Could the Company's Management elaborate further on SGI's long-term investment strategy? What business sectors is the Group targeting?

*Answer:*

- Given the current market volatility and unpredictability, the Board of Directors has been carefully considering the long-term investment strategy. In the near future, the Company will focus on sectors with strong growth potential:

+ Prioritize investments in technology;

+ Strengthen capital management activities for investors (in relation to the Securities Company's operations).



- Regarding the business sectors the Group is targeting:
  - + The Company will divest from inefficient sectors or portfolios;
  - + Focus on investing in the technology sector as mentioned above..
- 3. Could the Company's Management clarify the investments in the shares of Hoa Phat Textbook Company, Bong Bach Tuyet Corporation, and Ho Chi Minh City Medical Import-Export Joint Stock Company (Yteco)?

*Answer:*

- Regarding the investment in the shares of Hoa Phat Textbook Company: this is a value investment. The company owns a project located approximately 12 km from Ho Tram, in Binh Thuan Province, which is currently facing delays in project implementation. The Company has made a provision for this investment, which is a reason for the decline in after-tax profits of the subsidiary Thanh Cong Securities Company. Once the project resumes, it is expected to generate substantial value.
- Regarding the investment in the shares of Bong Bach Tuyet Corporation: Bong Bach Tuyet is a brand with over 65 years of history, closely associated with many generations. The company is undergoing revitalization and development. SGI currently holds over 50% of the voting rights, and Bong Bach Tuyet is considered a promising investment for the Company.
- Regarding the investment in Ho Chi Minh City Medical Import-Export Joint Stock Company (Yteco): The Company is currently conducting a public tender offer for Yteco shares and expects that by May 20, 2025, after the completion of the tender offer, Yteco will become a subsidiary of SG3 Group

Yteco specializes in the distribution of pharmaceuticals and medical equipment. The company has built and is finalizing a new office building at 181 Nguyen Dinh Chieu Street, District 3, which is expected to be inaugurated and put into operation in May 2025. The Company considers this a valuable investment.

*Question from shareholder Lu Le Trung Hieu - Shareholder ID: SGI083*

Phoenix Retail LLC is a retail joint venture that was established to address the bankruptcy protection proceedings of Express Inc. The Company has accounts receivable from Phoenix Retail LLC amounting to VND 176 billion (as reported in the Financial Statements as of the end of 2024). Could the Chairperson please provide an update on the operations and debt recovery related to this group of companies.

*Answer:*

- As reported in the Company's 2024 Business Performance Report, the customer Express filed for bankruptcy protection, and Phoenix Retail LLC contributed capital to Express as part of its restructuring process. As a result, Express remains operational and Phoenix Retail LLC has become the owner of Express.
- Regarding the status of debt recovery:

In 2024, Express required its suppliers, including those currently selling goods to Express, to

offer debt discounts ranging from 15% to 20%. The Company has granted a discount of VND 16.36 billion, while VND 51 billion is subject to settlement through court proceedings. As bankruptcy cases typically take a long time to resolve, the Company recognized provisions for bad debts in 2024 and plans to continue in 2025. Specifically, a provision of VND 27.6 billion was recorded in 2024, and an additional provision of VND 23.5 billion is expected to be made in 2025. In the event of repayment by the customer, the recovered amounts will be recognized as extraordinary income.

*Question from shareholder Cao Thi Quynh Lien - Shareholder ID: SGI015*

Why has May Da Company continuously incurred losses, and what are the solutions for the Company to achieve profitability?

*Answer:*

May Da Company is currently utilizing its premises for production and business activities; however, the effectiveness remains limited, May Da has been incurring losses due to interest expenses on loans related to the shophouses it owns. When market conditions become favorable, the Company plans to sell these properties to recover capital and generate profits

Currently, the Company is seeking partners to transfer these premises and intends to divest its investment in May Da.

The discussion session was concluded and no further questions were raised by the shareholders.

**The General Meeting of Shareholders proceeded to vote on the matters presented at the Meeting.**

**6. The General Meeting of Shareholders voted on the reports and submissions:**

**VOTING RESULTS**

Mr. Le The Son – Head of the Vote Counting Committee – announced the voting results for the matters presented at the General Meeting:

The voting results for each matter are as follows::

**Agenda Item 1: Report on the activities of the Board of Directors in 2024 and orientation for 2025:**

Consolidated production and business plan in 2025 as follows:

No.	Items	Plan for 2025 (billion VND)
1	Net revenues	1.781,83
2	Revenues	2.091,67
3	Total accounting profit before tax	127,32

4	Profit after tax	85,28
5	Profit after tax of Parent Company	37,04
6	Expected Dividend (%)	10% in cash or stock

The General Meeting of Shareholders authorized the Board of Directors to, based on the actual circumstances, decide on and implement the dividend payment to shareholders.

The General Meeting of Shareholders voted to approve the Report on the Activities of the Board of Directors for 2024 and the Orientation for 2025 via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,733,943 shares;*

*Total number of valid votes: 64,733,943 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 99.97%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 17,900 shares, accounting for 0.03%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

#### **Agenda Item 2: Report on production and business results in 2024 and plan for 2025:**

The Report on Business Performance for 2024 and the Business Plan for 2025 includes several key indicators as follows:

#### **▪ Business results of the Consolidated Parent Company and its subsidiaries in 2024:**

*Business results of the consolidated parent company:*

No.	Items	Plan in 2024 (billion VND)	Implementation in 2024 (billion VND)	% of implementation compared to the 2024 plan
1	Net revenues	1.428,2	1.569,3	109,9%
2	Revenues	1.622,5	1.950,9	120,2%
3	Total accounting profit before tax	125,3	10,1	8,1%
4	Profit after tax	92,9	2,2	2,4%

***Results of operations of subsidiaries of Saigon 3 Group in 2024:***



No.	Company	Revenue (VND)	Profit before tax (VND)	Notes
01	Saigon 3 Group Development Investment Joint Stock Company	66.833.766.252	29.278.454.829	Private Reports
02	Saigon 3 Capital Investment Co., Ltd.	102.242.922.603	28.182.931.690	
03	Saigon 3 Garment Joint Stock Company	1.336.141.359.844	53.707.136.803	The profit does not include the SG3 Jean provision
04	Saigon 3 Jean Co., Ltd.	124.802.797.721	(44.401.197.063)	
05	Saigon Leather Garment Joint Stock Company	26.349.805.894	(21.349.676.967)	
06	Thanh Cong Securities & Investment Fund	230.434.836.324	58.770.444.380	
07	Bong Bach Tuyet & Kotton Bach Tuyet	249.522.402.691	25.272.932.095	

▪ **Consolidated production and business plan in 2025:**

The business plan for the main areas in 2025:

No.	Company	Revenue (VND)	Profit before tax (VND)	Notes
01	Saigon 3 Group Development Investment Joint Stock Company	76.500.679.169	26.232.214.156	Private Reports
02	Saigon 3 Capital Investment Co., Ltd.	61.097.976.303	2.816.666.667	
03	Saigon 3 Garment Joint Stock Company	1.409.971.997.824	17.783.580.005	The profit does not include the SG3 Jean provision
04	Saigon 3 Jean Co., Ltd.	175.737.144.879	489.032.280	
05	Saigon Leather Garment Joint Stock Company	4.661.184.170	(22.297.058.170)	
06	Thanh Cong Securities & Investment Fund	276.590.000.000	125.260.000.000	



No.	Company	Revenue (VND)	Profit before tax (VND)	Notes
07	Bong Bach Tuyet & Kotton Bach Tuyet	335.459.343.577	21.013.071.249	

The General Meeting of Shareholders voted to approve the Report on Business Performance for 2024 and the Business Plan for 2025 via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

### **Agenda Item 3: Activity report of the Supervisory Board in 2024:**

The General Meeting of Shareholders voted to approve the Supervisory Board's Report on its activities in 2024 via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

### **Agenda Item 4: Report on the audited financial statements for 2024:**

The General Meeting of Shareholders voted to approve the Submission on the Audited Financial Statements for 2024 via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

### **Agenda Item 5: Report on Selection of Auditing Firms in 2025:**

The General Meeting of Shareholders approved the list of auditing firms and authorized the Board of Directors to select one (01) auditing firm to audit the separate and consolidated financial statements for 2025 and to review the semi-annual separate and consolidated financial statements for 2025.

List of auditing companies consists of:

1. Ernst & Young Viet Nam Limited
2. A&C Auditing and Consulting Co., Ltd
3. KPMG Limited

The General Meeting of Shareholders voted to approve the Submission on the Selection of the Auditing Company for 2025 via the electronic voting system, with the voting results as follows::

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

### **Agenda Item 6: Submission on Remuneration and Reward for the Board of Directors and the Supervisory Board for 2024 and the Plan for 2025:**

1. Remuneration and Reward for the Board of Directors and the Supervisory Board for 2024:
  - Remuneration: The Board of Directors and the Supervisory Board shall not receive any remuneration for the fiscal year 2024.
  - Reward: No Reward shall be granted to the Board of Directors and the Supervisory Board for 2024.
2. Remuneration and Reward plan for the Board of Directors and the Supervisory Board for 2025:
  - Remuneration: The Board of Directors and the Supervisory Board proposed not to receive any remuneration for 2025.
  - Reward: 2% of the after-tax profit exceeding the 2025 business plan targets shall be used as a Reward for the Board of Directors and the Supervisory Board.

The General Meeting of Shareholders authorized the Board of Directors to have full authority to determine the specific remuneration for each member (if any), the timing of payment, and other related matters.

The General Meeting of Shareholders voted to approve the Submission on Remuneration and Reward for the Board of Directors and the Supervisory Board for 2024 and the Plan for 2025 via the electronic voting system, with the voting results as follows:



*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

## **Agenda Item 7: Submission on Dividend Payment and Profit Distribution Plan for 2024**

### **I. Dividend payment for 2024:**

The dividend for 2024 shall be paid in cash at a rate of 5% of the charter capital.

The General Meeting of Shareholders authorized the Board of Directors to, based on the actual circumstances, decide the timing for the cash dividend payment for 2024 in compliance with applicable laws.

### **II. Profit Distribution Plan for 2024:**

No.	Content	Amount (VND)
<b>I</b>	<b>Retained earnings:</b>	<b>1.030.205.256.371</b>
1	Retained earnings accumulated to the end of the previous year	1.022.469.929.112
2	Retained earnings of the current year	7.735.327.259
<b>II</b>	<b>Profit distribution plan in 2024:</b>	<b>37.732.350.000</b>
1	Extract from the financial reserve fund	0
2	Extract from the reward and welfare fund	0
3	Extract from investment and development	0
4	Dividend payment for 2024 in cash at the rate of 5% of the charter capital	37.732.350.000
5	Remuneration for the Board of Directors, the Board of Supervisors in 2024	0
6	Reward for the Board of Directors, the Board of Supervisors in 2024	0
<b>III</b>	<b>The retained undistributed after-tax profit</b>	<b>992.472.906.371</b>

The General Meeting of Shareholders voted to approve the Submission on Dividend Payment and Profit Distribution Plan for 2024 via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

**Agenda Item 8: Submission regarding the Change of the Company's Name:**

1. Change the Company's name from "Saigon 3 Group Investment and Development Joint Stock Company" to the new name "SGI Holdings Investment Joint Stock Company", specifically:

- Company name in Vietnamese: Công ty Cổ phần Đầu tư SGI Holdings
- Company name in English: SGI Holdings Investment JSC
- Abbreviated name: SGI Holdings

2. Implementation:

Authorize and assign the Board of Directors to determine the appropriate timing to carry out the procedures for registering the change of the Company's name with the competent authorities, update the amendments to the Charter, proceed with the registration for the amended Enterprise Registration Certificate, and disclose information in accordance with the law.

The General Meeting of Shareholders voted to approve the submission regarding the change of the Company's name via the electronic voting system, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

**Agenda Item 9: Submission of the Report on the Non-implementation of the Share Listing Approved by the General Meeting of Shareholders and Proposal for Suspension of the Listing of Shares on the Ho Chi Minh City Stock Exchange:**

The Board of Directors reported to the General Meeting of Shareholders on the non-implementation of the listing of shares of Saigon 3 Group Investment and Development Joint Stock Company (stock code: SGI) on the Ho Chi Minh City Stock Exchange ("HOSE"), which had been approved by the Company's General Meeting of Shareholders under Resolution No. 02/2024/NQ-GMS dated June 20, 2024.

The Board of Directors submitted to the General Meeting of Shareholders for approval the suspension of the listing of SGI shares on HOSE, which had been approved by the 2024 Annual



General Meeting of Shareholders under Resolution No. 02/2024/NQ-GMS dated June 20, 2024. The Board of Directors shall resubmit the listing of SGI shares on HOSE to the General Meeting of Shareholders when the Company's situation improves and market conditions become more favorable.

The General Meeting of Shareholders voted to approve the Report on the Non-implementation of the Share Listing and the Proposal for Suspension of the Listing of Shares on the Ho Chi Minh City Stock Exchange, with the voting results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

#### **IV. APPROVAL OF THE MINUTES AND RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS**

The minutes and resolutions of the 2025 Annual General Meeting of Shareholders were prepared and read in full by the Secretary before the General Meeting.

The General Meeting of Shareholders voted to approve the Minutes of the 2025 Annual General Meeting of Shareholders via the electronic voting system, with the results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

The General Meeting of Shareholders voted to approve the Resolution of the 2025 Annual General Meeting of Shareholders via the electronic voting system, with the results as follows:

*Total number of votes cast: 64,716,043 shares;*

*Total number of valid votes: 64,716,043 shares, including:*

*+ Agree: 64,716,043 shares, accounting for 100.00%;*

*+ Disagree: 0 shares, accounting for 0.00%;*

*+ Abstention: 0 shares, accounting for 0.00%;*

*Total number of Invalid votes: 0 shares, accounting for 0%*

*Conclusion: Passed*

Mr. Nguyen Khanh Linh announced the closing remark.

The Annual General Meeting of Shareholders in 2025 ended at 15:30 at the same day

**Secretary of the meeting**



**Tran Thi Ngoc Diem**



**Chairman of the meeting**



**Nguyen Khanh Linh**



## RESOLUTION ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025

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- Based on the current applicable laws and regulations of Vietnam;
- Based on the Charter of Saigon 3 Group Investment and Development Joint Stock Company ("SG3 Group");
- Based on the Minutes of the General Meeting of Shareholders ("GMS") No. 01/2025/BB-DHDCĐ on April 26<sup>th</sup>, 2025

### GENERAL MEETING OF SHAREHOLDERS SAIGON 3 GROUP INVESTMENT DEVELOPMENT JOINT STOCK COMPANY RESOLVED:

**Article 1:** The General Meeting of Shareholders approved the Report of the Board of Directors in 2024 and the Strategic Plan in 2025

- Consolidated production and business plan in 2025 as follows

No.	Items	Plan for 2025 (billion VND)
1	Net revenues	1.781,83
2	Revenues	2.091,67
3	Total accounting profit before tax	127,32
4	Profit after tax	85,28
5	Profit after tax of Parent Company	37,04
6	Expected Dividend (%)	10% in cash or stock

The General Meeting of Shareholders assigns/authorizes the Board of Directors to decide on the implementation and implementation of dividend payment to shareholders based on the actual situation.

*The approval voting rate 99,97%.*

**Article 2:** The General Meeting of Shareholders approved the Report on business results in 2024 and the business plan in 2025.

- The consolidated financial performance of the Parent Company and the business results of the subsidiary companies are as follows:

*The consolidated financial performance of the Parent Company*

No.	Items	Plan in 2024 (billion VND)	Implementation in 2024 (billion VND)	% of implementation compared to the 2024 plan
1	Net revenues	1.428,2	1.569,3	109,9%
2	Revenues	1.622,5	1.950,9	120,2%
3	Total accounting profit before tax	125,3	10,1	8,1%
4	Profit after tax	92,9	2,2	2,4%

*Results of operations of subsidiaries of Saigon 3 Group in 2024:*

No.	Company	Revenue (VND)	Profit before tax (VND)	Notes
01	Saigon 3 Group Development Investment Joint Stock Company	66.833.766.252	29.278.454.829	Private Reports
02	Saigon 3 Capital Investment Co., Ltd.	102.242.922.603	28.182.931.690	
03	Saigon 3 Garment Joint Stock Company	1.336.141.359.844	53.707.136.803	The profit does not include the SG3 Jean provision
04	Saigon 3 Jean Co., Ltd.	124.802.797.721	(44.401.197.063)	
05	Saigon Leather Garment Joint Stock Company	26.349.805.894	(21.349.676.967)	
06	Thanh Cong Securities & Investment Fund	230.434.836.324	58.770.444.380	
07	Bong Bach Tuyet & Kotton Bach Tuyet	249.522.402.691	25.272.932.095	

▪ **Consolidated production and business plan in 2025:**

The business plan for the main areas in 2025:

No.	Company	Revenue (VND)	Profit before tax (VND)	Notes
01	Saigon 3 Group Development Investment Joint Stock Company	76.500.679.169	26.232.214.156	Private Reports
02	Saigon 3 Capital Investment Co., Ltd.	61.097.976.303	2.816.666.667	
03	Saigon 3 Garment Joint Stock Company	1.409.971.997.824	17.783.580.005	SG3 Jean spare not included
04	Saigon 3 Jean Co., Ltd.	175.737.144.879	489.032.280	
05	Saigon Leather Garment Joint Stock Company	4.661.184.170	(22.297.058.170)	
06	Thanh Cong Securities & Investment Fund	276.590.000.000	125.260.000.000	
07	Bong Bach Tuyet & Kotton Bach Tuyet	335.459.343.577	21.013.071.249	

*The approval voting rate 100%.*

**Article 3:** The General Meeting of Shareholders approved the Report of the Supervisory Board in 2024.

*The approval voting rate 100%.*

**Article 4:** The General Meeting of Shareholders approved the audited Financial Statements in 2024.

*The approval voting rate 100%.*

**Article 5:** The General Meeting of Shareholders approved the selection of an independent auditing company in 2025:

The General Meeting of Shareholders approval the list of independent auditing companies and authorisation of the Board of Directors to select one (01) Company for auditing the Separate and Consolidated Financial Statements in 2025 and reviewing the Separate and Consolidated semi-annual Financial Statements in 2025.

List of auditing companies consists of:

1. Ernst & Young Viet Nam Limited
2. A&C Auditing and Consulting Co., Ltd



3. KPMG Limited.

*The approval voting rate 100%.*

**Article 6:** The General Meeting of Shareholders approved the remuneration and Reward for the Board of Directors and the Supervisory Board for 2024, as well as the plan for 2025, as follows:

1. Approving remuneration and bonuses for the Board of Directors and the Supervisory Board in 2023:
  - Remuneration: The Board of Directors and the Supervisory Board shall not receive any remuneration for the fiscal year 2024.
  - Reward for the Board of Directors and the Board of Supervisors: None
2. Approval of the remuneration and Reward plan for the Board of Directors and the Supervisory Board for 2025:
  - Remuneration: The Board of Directors and the Supervisory Board proposed not to receive any remuneration for 2025.
  - Reward for the Board of Directors and the Board of Supervisors in 2025: 2% of the after-tax profit exceeding the 2025 business plan targets shall be used as a bonus for the Board of Directors and the Supervisory Board.
  - Assign/authorizes the Board of Directors to decide the remuneration for each member of the Board of Directors and the Board of Supervisors (if any), payment schedule and other related issues.

*The approval voting rate 100%.*

**Article 7:** The General Meeting of Shareholders approved the dividend payment and profit distribution plan for 2024 as follows:

1. Approval of the dividend payment for 2024: the dividend shall be paid in cash at a rate of 5% of the charter capital.

The General Meeting of Shareholders authorized the Board of Directors to, based on the actual circumstances, decide the timing for the cash dividend payment for 2024 in compliance with applicable laws.

2. Profit Distribution Plan for 2024:

No.	Content	Amount (VND)
<b>I</b>	<b>Retained earnings:</b>	<b>1.030.205.256.371</b>
1	Retained earnings accumulated to the end of the previous year	1.022.469.929.112
2	Retained earnings of the current year	7.735.327.259
<b>II</b>	<b>Profit distribution plan in 2024:</b>	<b>37.732.350.000</b>
1	Extract from the financial reserve fund	0

2	Extract from the reward and welfare fund	0
3	Extract from investment and development	0
4	Dividend payment for 2024 in cash at the rate of 5% of the charter capital	37.732.350.000
5	Remuneration for the Board of Directors, the Board of Supervisors in 2024	0
6	Reward for the Board of Directors, the Board of Supervisors in 2024	0
<b>III</b>	<b>The retained undistributed after-tax profit</b>	<b>992.472.906.371</b>

*The approval voting rate 100%.*

**Article 8:** The General Meeting of Shareholders approved the change of the company name of Saigon 3 Group Investment and Development Joint Stock Company to the new name of SGI Holdings Investment Joint Stock Company, specifically as follows:

- Company name in Vietnamese: **Công ty Cổ phần Đầu tư SGI Holdings**
- Company name in English: **SGI Holdings Investment JSC**
- Abbreviated name: **SGI Holdings**

Assign/authorize the Board of Directors to decide the appropriate time to carry out the procedures for registering the change of the Company's name with the competent authorities, update the amendment to the Articles of Association, proceed with registering the change of the Business Registration Certificate and publish the information in accordance with legal regulations.

*The approval voting rate 100%.*

**Article 9:** The General Meeting of Shareholders approved:

- The report of the Board of Directors on the non-listing of shares of Saigon 3 Group Development Investment Joint Stock Company (Stock Code: SGI) on the Ho Chi Minh City Stock Exchange ("HOSE") has been approved by the Company's General Meeting of Shareholders in Resolution No. 02/2024/NQ-ĐHĐCĐ dated June 20, 2024.
- Suspend the implementation of the listing of SGI shares on HOSE, which had been approved by the 2024 Annual General Meeting of Shareholders under Resolution No. 02/2024/NQ-AGM dated June 20, 2024. The Board of Directors shall resubmit the matter of listing SGI shares on HOSE to the General Meeting of Shareholders when the Company's situation improves and market conditions become more favourable.

*The approval voting rate 100%.*

**Article 10:** This Resolution has been made, announced, and passed by and in front of all the shareholders at 15:30 on April 26<sup>th</sup>, 2025.

ON BEHALF OF GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN OF THE BOARD OF DIRECTORS



NGUYEN KHANH LINH