



**CAI LAY VETERINARY
PHARMACEUTICAL JOINT
STOCK COMPANY**

No.: /2026/BC-MKV

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Dong Thap, May 09, 2026

**REPORT
OF THE BOARD OF DIRECTORS
AT THE 2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS**

(Documents for the General Meeting of Shareholders on May 09, 2026)

The year 2025 has been an exceptionally challenging period for Vietnam's livestock industry. The Company has implemented various flexible adjustments to swiftly adapt to an increasingly competitive business environment. Regarding the domestic situation in general and our enterprise in particular, although there has been progress and innovation, we remain in a transitional phase; our modest scale and limited resources leave us highly vulnerable to external economic impacts. While domestic production and business activities showed signs of recovery in 2025, it must be acknowledged that enterprises faced numerous hurdles and obstacles, reflecting the sentiment of having to "strive for survival amidst a fierce and brutal landscape."

In the face of these challenges, under the flexible leadership and management of the Board of Directors and the dynamism of the Executive Board, the company has continuously adapted its business and production strategies and made timely adjustments to ensure operational efficiency.

The Board of Directors of Cai Lay Veterinary Pharmaceutical Joint Stock Company hereby presents the Report on the Board of Directors' Activities and the 2025 Business Plan as follows:

**SECTION 1
PERFORMANCE RESULTS OF BOARD OF DIRECTORS**

I. Company's operations in 2025

- Total sales revenue: 165.095.442.300 đồng, (đạt 134,3% of the Plan)
- Profit before CIT : 21.113.820.486 đồng, (đạt 263,4% of Plan)
- Corporate income tax: 3.502.071.237 VND
- Profit after tax : 16.890.263.479 VND

II. Capital and equity situation in 2025

- Charter Capital in 2025 : 50,000,380,000 VND
- Total shares : 5,000,038 shares.

- Number of shares issued : 5,000,038 common shares.
- Number of outstanding shares : 5,000,000 shares.
- Company's treasury shares : 38 shares.

III. Regarding relations with shareholders:

The Company has complied with the disclosure of information in accordance with the provisions of law and legal documents applicable to public companies and listed organizations. In addition, it regularly communicates with shareholders through the Company's website and information disclosure.

IV. Report of the Board of Directors

In 2025, the Board of Directors focused on leading and implementing the strategic objectives set and approved at the Annual General Meeting of Shareholders on April 19, 2025. The Board successfully managed and directed production activities, particularly in preparation and organization, ensuring stable and synchronized business operations. Additionally, the company expanded its distribution network through dealerships and farms.

To achieve these goals, the Board of Directors implemented the following measures:

- **Strategic Business Planning:** Defined and pursued the 2025 business objectives with determination to meet the set targets effectively.
- **Human Resources Development:** Appointed key management personnel in specialized departments, fostering an in-depth business system with a dedicated management team closely monitoring plans and directly guiding subordinates in execution.
- **Salary and Bonus Policy:** Adopted the **7P compensation structure**, ensuring transparent reward and disciplinary programs to enhance employee motivation and managerial responsibility.
- **Product Quality Control:** Monitored product quality from raw material procurement to market circulation, utilizing authorized, high-quality active ingredients compliant with industry regulations.
- **Financial and Organizational Restructuring:** Conducted strong financial and organizational restructuring to adapt to the current economic situation.

As of December 31, 2025, the Board of Directors consisted of **three members**, including:

- 01 Chairman of the Board of Directors as a member;
- 01 Board Member consisting of 01 director;
- 01 Board Member consisting of 01 independent director.

Throughout the year, the Board of Directors fulfilled its responsibilities with honesty and diligence, prioritizing the interests of shareholders and the company.

The Board ensured the organization of all necessary meetings related to business operations and investments, with attendance and voting procedures strictly following legal regulations. Additionally, the Board effectively supervised the Executive Board and key managers, reinforcing organizational improvements across departments and production facilities.

Summary of Board of Directors' meeting decisions in 2025. Specifically as follows : Board of Directors' meetings from January 1, 2025 to December 31, 2025

| No. | Board Member | Position | Number of meetings attended | Proportion | Reason for not attending |
|-----|---------------------|--------------------------|-----------------------------|------------|------------------------------------|
| 1 | Mr. Dao Manh Hoa | Chairman | 07 | 87,5% | Appointment: April 19, 2025 |
| 2 | Mr. Le Thanh Nam | Independent Board Member | 08 | 100% | |
| 3 | Mr. Nguyen Anh Tuan | Board Member | 08 | 100% | |
| 4 | Mr Dao Manh Luong | Chairman | 01 | 12,5% | Dismissal effective April 19, 2025 |

- Supervisory activities of the Board of Directors: Always closely follow the actual production and business situation of the company, important issues of the company's orientation are democratically discussed by the Board of Directors and timely Resolutions and Decisions are issued for the Board of Directors to implement.

- Board of Directors' supervision activities over the Board of Management: In addition to regular meetings, members of the Board of Directors regularly exchange information and consult on important issues in the company's operations via phone, email, etc., so reporting and providing information on the Board of Management's activities to the Board of Management is very convenient and timely.

- Activities of subcommittees under the Board of Directors: none.

V. Resolutions of the Board of Directors:

| No. | Resolution/Decision No. | Date | Content |
|-----|-------------------------|------------|---|
| 01 | 01/2025/NQ/HĐQT-MKV | 05/03/2025 | Resolution of the Board of Directors on convening the 2025 Annual General Meeting of Shareholders |

| | | | |
|----|---------------------|------------|---|
| 02 | 03/2025/NQ/HĐQT-MKV | 19/4/2025 | Appointment of the Chairman of the Board of Directors |
| 03 | 04/2025/NQ-HĐQT-MKV | 21/04/2025 | Change of Legal Representative |
| 04 | 06/2025/NQ-HĐQT-MKV | 15/09/2025 | Approval of collecting shareholders' written opinions |
| 05 | 07/2025/NQ-HĐQT-MKV | 14/10/2025 | Regarding the incorporation of a subsidiary and appraisal of contributed assets |
| 06 | 09/2025/NQ-HĐQT-MKV | 25/12/2025 | Mortgage of Land Use Rights |

SECTION 2 2025 FINANCIAL REPORT

I. Audited financial statements:

Financial statements have been audited in accordance with accounting laws.

Financial statements include:

1. Balance sheet

| Code | ASSET | Explanation | Year-end number | Beginning of year number |
|------------|---|-------------|-----------------------|--------------------------|
| 100 | A. SHORT-TERM ASSETS | | 87.546.070.883 | 76.986.999.054 |
| 110 | I. Cash | 5 | 14.417.417.701 | 15.174.991.167 |
| 111 | 1. Cash | | 3.417.417.701 | 7.174.991.167 |
| 112 | 2. Cash equivalents | | 11.000.000.000 | 8.000.000.000 |
| 120 | II. Short-term financial investments | 6 | 18.000.000.000 | 6.000.000.000 |
| 123 | 1. Held-to-maturity investment | | 18.000.000.000 | 6.000.000.000 |
| 130 | III. Short-term receivables | | 36.342.865.560 | 38.541.119.225 |
| 131 | 1. Short-term receivables from customers | 7.1 | 24.861.317.208 | 38.006.047.821 |
| 132 | 2. Short-term prepayment to seller | 7.2 | 1.342.317.846 | 54.442.500 |
| 136 | 3. Other short-term receivables | 8 | 9.000.000.000 | - |
| | | 9 | 1.139.230.506 | 480.628.904 |
| 140 | IV. Inventory | | | |

| | | | | |
|------|--|-------------|------------------------|--------------------------|
| 141 | 1. Inventory | 10 | 18.203.982.774 | 16.641.723.523 |
| 149 | 2. Provision for inventory price reduction | | 18.203.982.774 | 16.641.723.523 |
| 150 | V. Other current assets | | 581.804.848 | 629.165.139 |
| 151 | 1. Short-term prepaid expenses | 12 | 513.595.933 | 370.876.086 |
| 152 | 2. Deductible VAT | 14 | - | 185.049.710 |
| 153 | 3. Taxes and other amounts receivable from the State | 14 | 68.208.915 | 73.239.343 |
| 200 | B. LONG-TERM ASSETS | | 28.502.190.937 | 32.501.707.450 |
| 220 | I. Fixed assets | | 27.012.288.735 | 30.128.258.708 |
| 221 | 1. Tangible fixed assets | 11 | 27.012.288.735 | 30.128.258.708 |
| 222 | Original price | | 101.268.586.753 | 102.093.300.169 |
| 223 | Accumulated depreciation value | | (74.256.298.018) | (71.965.041.461) |
| 227 | 2. Intangible fixed assets | | - | - |
| 228 | Original price | | 260.000.000 | 260.000.000 |
| 229 | Accumulated depreciation | | (260.000.000) | (260.000.000) |
| 240 | II. Long-term unfinished assets | | 81.999.000 | - |
| 242 | 1. Cost of basic construction in progress | | 81.999.000 | - |
| 260 | III. Other long-term assets | | 1.407.903.202 | 2.373.448.742 |
| 261 | 1. Long-term prepaid expenses | 12 | 358.841.944 | 602.901.714 |
| 262 | 2. Deferred income tax assets | 22.3 | 1.049.061.258 | 1.770.547.028 |
| 270 | TOTAL ASSETS | | 116.048.261.820 | 109.488.706.504 |
| Code | RESOURCES | Explanation | Year-end number | Beginning of year number |

| | | | | |
|------------|--|-------------|------------------------|------------------------|
| 300 | C. LIABILITIES | | 12.012.072.272 | 22.342.780.435 |
| 310 | I. Short-term debt | | 12.012.072.272 | 22.342.780.435 |
| 311 | 1. Short-term payables to suppliers | 13 | 1.292.264.493 | 1.536.977.437 |
| 312 | 2. Short-term prepayment by buyer | | 135.212.325 | 271.028.096 |
| 313 | 3. Taxes and payments to the State | 14 | 335.504.805 | 450.618.428 |
| 314 | 4. Payable to employees | | 1.572.714.751 | 727.556.825 |
| 315 | 5. Short-term payable expenses | 15 | 8.693.582.699 | 19.376.039.035 |
| 319 | 6. Other short-term payables | | 20.024.280 | 17.791.695 |
| 322 | 7. Bonus fund. Welfare | | (37.231.081) | (37.231.081) |
| 400 | D. OWNER'S EQUITY | | 104.036.189.548 | 87.145.926.069 |
| 410 | I. Equity | 16.1 | 104.036.189.548 | 87.145.926.069 |
| 411 | 1. Equity | | 50.000.380.000 | 50.000.380.000 |
| 411a | - Common shares with voting rights | | 50.000.380.000 | 50.000.380.000 |
| 415 | 2. Treasury stock | | (380.000) | (380.000) |
| 418 | 3. Development investment fund | | 69.863.124 | 69.863.124 |
| 421 | 4. Undistributed profit after tax | | 53.966.326.424 | 37.076.062.945 |
| 421a | - Undistributed profit after tax accumulated to the end of the previous year | | 37.076.062.945 | 29.751.760.619 |
| 421b | - Undistributed profit after tax in the year | | 16.890.263.479 | 7.324.302.326 |
| 440 | TOTAL CAPITAL | | 116.048.261.820 | 109.488.706.504 |

2. Report on the Company's business performance in 2025

| Code | INDICATORS | Explanation | This year | Last year |
|------|--|-------------|------------------|------------------|
| 01 | 1. Revenue from sales and services provided | 17.1 | 165.095.442.300 | 119.087.670.085 |
| 02 | 2. Revenue deductions | 17.1 | (15.308.818.813) | (12.051.205.109) |
| 10 | 3. Net revenue from sales and services provided | 17.1 | 149.786.623.487 | 107.036.464.976 |
| 11 | 4. Cost of goods sold and services provided | 18 | (97.107.691.212) | (71.099.790.325) |
| 20 | 5. Gross profit from sales and services provided | | 52.678.932.275 | 35.936.674.651 |
| 21 | 6. Financial income | 17.2 | 886.878.369 | 465.964.084 |
| 22 | 7. Financial expenses | 19 | (4.106.467.422) | (3.168.851.473) |
| 23 | <i>Including: Interest expense</i> | | - | (38.525.102) |
| 25 | 8. Selling expenses | 20 | (21.640.735.837) | (16.337.596.113) |
| 26 | 9. Administrative expenses | 20 | (6.492.705.227) | (7.539.482.097) |
| 30 | 10. Net profit from business operations | | 21.325.902.158 | 9.356.709.052 |
| 31 | 11. Other income | | 1.882.882 | 4.579.646 |
| 32 | 12. Other expenses | | (213.964.554) | (164.728.632) |
| 40 | 13. Other Losses | | (212.081.672) | (160.148.986) |
| 50 | 14. Total accounting profit before tax | | 21.113.820.486 | 9.196.560.066 |
| 51 | 15. Current corporate income tax expense | 22.1 | (3.502.071.237) | (2.427.245.295) |
| 52 | 16. Deferred income tax | 22.3 | (721.485.770) | 554.987.555 |
| 60 | 17. Net profit after corporate income tax | | 16.890.263.479 | 7.324.302.326 |

II. Audit report

1. Responsibilities of the Board of Directors (for financial statements)

BOARD OF DIRECTORS AND MANAGEMENT

The members of the Board of Directors and the Board of Management who have led the Company during the financial year ended 31 December 2025 and up to the date of this report include:

BOARD OF DIRECTORS

| | |
|---------------------|--|
| Mr. Dao Manh Luong | Chairperson ((removed on April 19, 2025) |
| Mr Dao Manh Hoa | Chairman (appointed on April 19, 2025) |
| Mr. Nguyen Anh Tuan | Member |
| Mr. Le Thanh Nam | Independent Member |

BOARD OF MANAGEMENT

| | |
|------------------------------|----------------|
| Mr. Do Van Tai | Manager |
| Mrs. Phan Nguyen Thanh Huyen | Deputy Manager |

RESPONSIBILITIES OF THE BOARD OF MANAGEMENT

- The Board of Management is responsible for ensuring that the financial statements accurately and fairly reflect the company's financial position, business performance, and cash flow for the year. During the preparation of the financial statements, the Executive Board must

- + Select suitable accounting policies and apply them consistently;
- + Conduct evaluations and estimates in a reasonable and prudent;
- + Clearly state whether the accounting standards applied to the Company have been complied with or not and all material deviations from these standards have been presented and explained in the financial statements;
- + Prepare financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Board of Management is responsible for ensuring that accounting records are maintained properly to reflect the company's financial situation at any given time and comply with the applicable accounting system. The Board of Management is also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and timely detection of fraud and other irregularities.

The Board of Management confirms that the Company has complied with the above requirements in preparing the financial statements.

2. Audit Firm:

Name of Audit firm : ERNST & YOUNG VIETNAM COMPANY LIMITED



20th Floor, Bitexco Financial Tower

2 Hai Trieu Street, Ben Nghe, District 1, Ho Chi Minh City.

Tel : +84 28 38 24 5252 / Fax: +84 28 38245250

Website : <http://www.ey.com>

INDEPENDENT AUDIT REPORT
On the Financial Statements of Cai Lay Veterinary Pharmaceutical Joint Stock Company
For the Fiscal Year Ended December 31, 2025

To: Shareholders of Cai Lay Veterinary Pharmaceutical Joint Stock Company

We have audited the accompanying financial statements of Cai Lay Veterinary Pharmaceutical Joint Stock Company (the “Company”), which were prepared on March 30, 2026, and presented from pages 5 to 29. These financial statements include the Balance Sheet as of December 31, 2025, the Income Statement, the Statement of Cash Flows for the financial year ended on the same date, and the Notes to the Financial Statements.

Responsibilities of the Board of Management

The Company's Board of Directors is responsible for preparing and presenting the Company's separate financial statements in a fair and reasonable manner in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, and relevant legal regulations concerning the preparation and presentation of separate financial statements, and is responsible for internal controls that the Board of Directors deems necessary to ensure that the preparation and presentation of the separate financial statements are free from material misstatements due to fraud or error.

Auditor's Responsibilities

Our responsibility is to express an opinion on the Company's separate financial statements based on the results of our audit. We conducted the audit in accordance with Vietnamese Auditing Standards. These standards require us to comply with professional ethical standards and regulations, and to plan and conduct the audit in order to obtain reasonable assurance that the Company's separate financial statements contain no material misstatements.

The audit work includes performing procedures to gather audit evidence regarding the figures and disclosures in the separate financial statements. The audit procedures are selected based on the auditor's judgment, including an assessment of the risk of material misstatement in the separate financial statements due to fraud or error. In assessing these risks, the auditor considered the Company's internal controls relating to the preparation and presentation of the separate financial statements fairly and reasonably in order to design audit procedures appropriate to the circumstances, but not to express an opinion on the effectiveness of the Company's internal controls. The audit work also includes an assessment of the appropriateness of the accounting policies applied and the reasonableness of the accounting estimates made by



Management, as well as an assessment of the overall presentation of the separate financial statements.

We believe that the audit evidence we have gathered is sufficient and appropriate to form the basis of our audit opinion.

Auditor's Opinion

In our view, the separate financial statements reflect, in all material respects, a true and fair light, the separate financial position of the Company as of December 31, 2025, as well as the separate operating results and separate cash flow position for the financial year ended on that date, in accordance with Vietnamese Accounting Standards, the Vietnamese Corporate Accounting System, and relevant legal provisions relating to the preparation and presentation of separate financial statements.

Ernst & Young Vietnam Limited Liability Company

Nguyen Ho Khanh Tan
Deputy General Director
Certificate of Auditing Practice Registration
Registration
No: 3458-2020-004-1

Pham Ngoc Phuong Hai
Auditor
Certificate of Auditing Practice
No: 5855-2023-004-1

Ho Chi Minh City, Vietnam

March 30, 2026

SECTION 3

PROFIT DISTRIBUTION AND REMUNERATION FOR THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD IN 2025

I. Profit Distribution Plan

Due to the continued complexity of the livestock industry in Vietnam, which has directly impacted the Company's business operations, the Board of Directors of Cai Lay Veterinary Pharmaceutical Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the proposal not to distribute profits for the year 2025.

The retention of the entire profit is intended to strengthen the Company's financial resources, ensure operational stability, and enhance its ability to proactively respond to market fluctuations in the coming period.

II. Remuneration for the Board of Directors, Supervisory Board, and Corporate Governance in 2025

The specific remuneration amounts are as follows:

- Board of Directors (03 members): 84.000.000 VND
- Supervisory Board (03 members): 48.000.000 VND
- Corporate Governance Officer (01 member): 12.000.000 VND
- Total: 144.000.000 VND

The 2025 General Meeting of Shareholders had approved a total allocation of 264.000.000 VND for allowances, management expenses, and bonuses for the Board of Directors and Supervisory Board. However, given the company's financial needs for operational activities, the Board has decided to forgo bonuses and minimize additional expenses.

SECTION 4

ACTIVITY DIRECTIONS AND TARGETS FOR 2026

1. Planning for Human resource, organization, training:

The company is committed to building an optimized workforce, implementing a scientific work structure, fostering a professional work ethic, and offering attractive incentives, rewards, and recognition programs.

For 2026, priorities include:

- **Upgrading managerial positions**, filling vacant roles.
- **Recruiting specialized business personnel** in **veterinary and aquaculture fields**.

Internal training:

- Leadership Development Program for future managerial candidates.
- Basic GMP, GSP, and GLP training.
- Training on machine operation, equipment processes, and technical knowledge.
- Product knowledge and disease management training.
- Process control training.
- Fire prevention and safety training.

External training:

- Training soft skills, effective work management skills
- Negotiation skills.

2. Infrastructure and equipment development plan:

- In 2026, some items of the external medicine workshop will be upgraded.
- Focus on optimizing existing equipment and software to create business efficiency.

3. Production plan for 2026:

- The company will continue and strengthen QA, QC and R&D activities in an in-depth manner.
- Promote business and sales activities through outsourcing for farms and enterprises.
- Seek international connections and partners to bring the company's products to the global market.
- Operate the GMP factory's automated production line efficiently, optimizing machine capacity.

- Focus on cost control and reduction solutions such as electricity, water, and other operational expenses; enhance the self-discipline, awareness, and responsibility of the company's staff and employees.

- Maintain control and implement quality management according to WHO-GMP standards from input materials to output products, regularly improve and enhance product quality, focus on research and development of new product lines suitable to market tastes and needs.

- Develop personnel standards for each position in the GMP factory, in a streamlined manner and appropriate to the professional qualifications and capabilities of each person.

4. About finance:

The Company will continue to try to limit the occurrence by the following measures:

- + Strictly manage raw materials, packaging, and finished product inventory;
- + Tighten customer debt, urge business and debt accountant to actively collect debt;
- + Negotiate with suppliers to extend payment terms , add more suppliers to the list to gain competitive price advantage;
- + Tightly control cash flow, limit personal advances, and pay advances within the prescribed time.

5. Business plan for 2026:

5.1 Company Plan

| No. | Interpretation | Plan |
|--------------|-------------------------|---------------|
| | REVENUE | 132,5 billion |
| 1. | Cost of goods sold | 61,2 % |
| 2. | Customer cost | 5,7 % |
| 3. | Cost of sales | 16,2 % |
| 4. | Financial expenses | 2,8 % |
| 5. | Administrative expenses | 6,9 % |
| 6. | Profit before CIT | 7,2 % |
| TOTAL | | 100.0% |

5.2 Revenue by region:

| No. | Interpretation | Plan |
|-----|----------------|------|
|-----|----------------|------|

| | | |
|---|-------------------------|---------------|
| | NATIONAL REVENUE | 132,5 billion |
| 1 | Business area | 32,4 billion |
| 2 | Distribution area | 100,1 billion |

5.3 Quarterly revenue:

| No. | Interpretation | Quarter I | Quarter II | Quarter III | Quarter IV | Total |
|--------------|-------------------|---------------------|---------------------|---------------------|---------------------|----------------------|
| 1 | Business area | 8,1 billion | 8,1 billion | 8,1 billion | 8,1 billion | 32,4 billion |
| 2 | Distribution area | 20,4 billion | 23,7 billion | 27,0 billion | 29,0 billion | 100,1 billion |
| TOTAL | | 28,5 billion | 31,8 billion | 35,1 billion | 37,1 billion | 132,5 billion |

6. Implementation solution:

- Continue to promote distribution channels on the dealer and farm system. Implement sales plans in the Western and Eastern regions and invest more in the Central and Northern regions, add management levels for each region to have timely support and close, appropriate advice;

- Develop more brands to create market coverage;

- Periodically evaluate and reallocate personnel and resources to suit capacity and market characteristics, and promptly recruit and train additional and replacement personnel.

- Implement seminars and talks in various forms to promote brands and trade;

- Carry out production and processing of goods to optimize existing equipment;

- Establish relationships, build foundations for export.

7. Capital – Working capital:

Charter capital : 50.000.380.000 VND;

Revenue : 132,5 billion VND;

Capital turnover : 2 rounds/year;

Short-term capital needs : 59 billion VND;

8. Other activities:

- Propagating the Party's guidelines and policies, the State's laws and policies to employees, focusing on propagating the State's laws and policies related to the rights of employees at the company.



- Building corporate culture, awareness and industrial style in each officer and employee.
- Carry out corporate responsibility to the community.

SECTION 5

ALLOWANCES FOR THE BOARD OF DIRECTORS, SUPERVISORY BOARD AND COMPANY MANAGEMENT IN 2026

Regular expenses of the Board of Directors, Board of Supervisors and Corporate Governance :

1. Regular expenses of the Board of Directors, Board of Supervisors and Corporate Governance are VND 264.000.000, including the following:

- Allowance for Board of Directors, Supervisory Board, and Corporate Governance: :144.000.000 VND
- Other costs: :120.000.000 VND

2. Allowances for the Board of Directors, Supervisory Board, and Corporate Governance in 2026 are as follows:

- Chairman of the Board of Directors : 3.000.000 VND/month
- Board Member : 2.000.000 VND/month
- Head of Supervisory Board : 2.000.000 VND/month
- Members of Supervisory Board : 1.000.000 VND/month
- Administration Members : 1.000.000 VND/month

TM. BOARD OF DIRECTORS
Chairperson

DAO MANH HOA