

## PROPOSAL

***Re: Approve the plan to issue shares to pay dividends***

**To: The 2025 Annual General Meeting of Shareholders.**

- Pursuant to The Law on Enterprises No. 59/2020/QH14 dated June 17th 2020;
- Pursuant to The Law on Securities No. 54/2019/QH14 dated November 26<sup>th</sup> 2019 and its implementing regulations;
- Pursuant to Decree No. 155/2020/ND-CP of the Government dated December 31st 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to The Charter of Nafoods Group Joint Stock Company;
- Pursuant to the actual resources needs of the Company.

The Board of Directors (“BOD”) of Nafoods Group Joint Stock Company (“Company”) respectfully submits to The General Meeting of Shareholders for consideration and approval of the plan to issue shares to pay dividends in 2024 for common shareholders, specifically as follows:

**I. The plan to issue shares to pay dividends in 2024 for common shareholders:**

1. Name of share:	The Share of Nafoods Group Joint Stock Company (NAF).
2. Type of share:	Ordinary share
3. Par value:	10.000 dong per share
4. Number of shares expected to be issued:	Maximum 5.562.028 shares, equivalent to 10% of the total number of outstanding ordinary shares.
5. Total expected issuance value at par value:	Maximum 55.620.280.000 dong
6. Purpose of issuance:	Issuing shares to pay dividends in 2024 to shareholders owning ordinary shares
7. Issuance rate:	10:1 (Shareholders owning 10 ordinary shares will receive 1 new share)
8. Implementation resources:	Undistributed profit after tax according to Audited Financial Statements as of December 31 <sup>st</sup> 2024.
9. Eligible receiver:	Shareholders owning ordinary shares according to the shareholder list closed on the last registration date entitled to

	receive stock dividends.
<b>10. Rounding and fractional shares principles:</b>	<p>The fraction of the number of shares issued to pay dividends that shareholders receive (if any) will be rounded down to the nearest unit. The fractional shares arising due to rounding will be canceled.</p> <p><b>Example:</b> <i>On the record date for shareholders to exercise the right to receive stock dividends, Shareholder A owns 126 common shares, and will be entitled to receive an additional <math>126 \times 1/10 = 12.6</math> shares. According to the rounding down principle, the number of shares that Shareholder A will receive is 12 shares, the odd number of shares of 0.6 shares will be canceled.</i></p>
<b>11. Expected issuance period:</b>	In 2025, after being approved by the State Securities Commission (“SSC”).
<b>12. Registration for addition depository and listing of issued shares:</b>	The GMS approved the registration of additional depository and listing of all additional shares issued according to the results of the issuance with the Vietnam Securities Depository and Clearing Corporation (“VSDC”), Ho Chi Minh City Stock Exchange (“HOSE”), immediately after the completion of the issuance, and authorized the BOD to implement in accordance with the provisions of law.
<b>13. Amendment of the Charter and Enterprises Registration Certificate</b>	Approval of amendments to the Charter (Section Charter Capital) and the Enterprises Registration Certificate according to the actual capital increase as a result of the issuance.

## II. Authorization to the Board of Directors

- Proactively develop, implement and adjust the content of the issuance plan (if necessary), choose the issuance time and carry out issuance registration procedures with the State Securities Commission, register for additional depository and listing;
- Amend the Charter of the organization according to the actual increased capital from the issuance in accordance with the provisions of law;
- Make new enterprises registration certificate with actual capital increased due to the issuance;
- Decide on other tasks related to the issuance of dividend shares as required by competent authorities;



- Select the time to close the list of shareholders entitled to receive dividends in shares after receiving approval from the State Securities Commission;
- Decide all other issues to ensure the implementation of the above issuance plan;
- Depending on each specific case, the BOD is authorized to authorize the Chairman of the BOD and/or General Director to perform one or more of the specific work mentioned above.

**Respectfully submits to the GMS to consider and approve./.**

***Receiver:***

- *As aboved;*
- *BOD Members;*
- *Secretary.*

**O/B THE BOARD OF DIRECTORS**

**CHAIRWOMAN**



**DIEN THI LAN PHUONG**



