



EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK COMPANY

Head office address: National Highway 1A, Long An B Hamlet, Cai Tac Town, Chau Thanh A District, Hau Giang Province.

Tel: 0293 6265 666

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS PROGRAM

Time	Content	Responsible Parties
08:30	1. Welcome delegates and shareholders to register to attend the Congress.	Organizing Committee
09:00	2. Presenting the reasons and opening the Congress	Organizing Committee
	3. Approval of the Presidium, Secretariat, and Vote Counting Committee	Chairperson
	4. Approval of the Congress program; Working Regulations of the General Meeting, Voting Regulations, and Election Regulations for the Board of Directors' members.	Chairperson
09:30 – 10:30	5. Operational report of: Board of Directors; Independent Board Members and Supervisory Board	Presidium
	6. Report on the Company's production and business performance in 2024 and production and business plan for 2025.	Presidium
	7. Proposal for the General Meeting of Shareholders to approve the contents. : <ul style="list-style-type: none"> - Report on the implementation of the resolutions approved by the General Meeting of Shareholders in 2024; - Audited financial statements for 2024; - Selection of the auditing firm for 2025; - Profit distribution plan for 2024; - Transactions with related parties in 2025; - Approval of the dismissal and appointment of Board of Directors members for the 2023–2028 term. - Approval of the remuneration plan for members of the Board of Directors and the Supervisory Board in 2025. - Approval of the plan for the initial public offering of shares. - Approval of the charter capital increase and authorization for the Board of Directors to execute the capital increase after completing the share offering to existing shareholders; - Other matters under the authority of the General Meeting of Shareholders (if any). 	Presidium
	8. General Meeting discussion	Presidium

10:30 – 11:00	9. Guidelines for voting rules	Presidium
	10. The congress proceeded to vote.	Presidium
	11. Break, Counting Committee works	Organizing Committee
11:00	12. Announcement of vote counting results	Vote counting committee
11:15 – 11:30	13. Approval of the Minutes and Resolutions of the General Meeting	Secretariat
	14. Closing of the Congress	Presidium

Số: 01/2025/QC-DHDCD/AVG

**WORKING REGULATIONS
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

In order for the Congress to work effectively, in accordance with the program and plan and regulations of the Charter of Europe Vietnam International Fertilizer Joint Stock Company, the Board of Directors of the Company has developed the working regulations of the Congress with the following specific contents:

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope of regulation

This regulation applies to the organization of the 2025 Annual General Meeting of Shareholders of Europe Vietnam International Fertilizer Joint Stock Company (hereinafter referred to as "the Company").

Article 2. Applicable subjects

Shareholders and parties attending the Company's 2025 Annual General Meeting of Shareholders are responsible for complying with the provisions of this Charter.

Article 3. Principles for organizing the 2025 Annual General Meeting of Shareholders

1. Ensure the principles of publicity, fairness and democracy.
2. Facilitate the organization and conduct of the General Meeting of Shareholders

**CHAPTER II
RIGHTS AND OBLIGATIONS OF PARTIES ATTENDING THE GENERAL MEETING
OF SHAREHOLDERS**

Article 4. Attendees of the 2025 Annual General Meeting of Shareholders

Shareholders owning the Company's shares as listed on the shareholder record date of March 21, 2025.

Article 5. Rights and obligations of shareholders

1. Rights of shareholders when attending the General Meeting of Shareholders
 - a) All shareholders of the Company have the right to attend and vote on matters within the authority of the General Meeting of Shareholders.

In case of being unable to attend the General Meeting, shareholders can authorize another person to attend and vote on issues within their authority. This authorization must be made in writing according to the form attached to the Company's Invitation to the General Meeting of Shareholders and must be signed according to the following provisions:

In case the shareholder is an individual who is the authorized person, there must be the signature of that shareholder and the person authorized to attend the meeting;

In case the authorized representative of a shareholder is an organization, there must be signatures of the authorized representative, the legal representative of the shareholder and the person authorized to attend the meeting.

In addition to the documents distributed at the General Meeting of Shareholders, each shareholder attending the General Meeting of Shareholders will also be given 01 Voting Card, on which is recorded the number of voting shares that the shareholder holds or is authorized to hold. This voting card is used when the Chairman proposes to vote to approve the issues discussed and/or requests the General Meeting's opinion;

Shareholders who arrive late to attend the General Meeting of Shareholders have the right to register immediately and then have the right to participate and vote at the General Meeting of Shareholders, but the Chairman is not responsible for stopping the General Meeting of Shareholders to allow late shareholders to register and the validity of previously conducted votes will not be affected.

2. Obligations of common shareholders when attending the General Meeting of Shareholders

- a) Shareholders attending the meeting must dress politely and formally;
- b) Fully attend the General Meeting of Shareholders as prescribed by the Company. In case of inability to attend, a representative must be authorized to attend as prescribed;
- c) Shareholders or shareholders' representatives attending the meeting must complete the registration procedures for attending the General Meeting of Shareholders with the Organizing Committee of the General Meeting of Shareholders;
- d) Comply with the conditions and procedures specified in the Company Charter and this Regulation;
- đ) Strictly implement the Working Regulations at the 2025 Annual General Meeting of Shareholders, respect the working results at the Meeting.

Article 6. Rights and obligations of Meeting Chairman

1. The Chairman of the General Meeting of Shareholders is the Chairman of the Board of Directors or a person authorized by the Chairman of the Board of Directors to chair the General Meeting of Shareholders. The authorized person must be a member of the Board of Directors.

2. Rights and obligations of Meeting Chairman

- a) Direct the Congress to carry out the working program in a valid and orderly manner;
- b) When an event arises outside the agenda of the General Meeting of Shareholders, the Chairman will discuss with other members of the Organizing Committee (before the General Meeting starts) or the Presidium (during the General Meeting) to find a solution. However, in case there are many different opinions, the opinion supported by the Chairman will be decisive;
- c) Có quyền thực hiện các biện pháp cần thiết để điều khiển cuộc họp một cách hợp lý, có trật tự, đúng theo chương trình đã được thông qua và phản ánh được mong muốn của đa số người dự họp;
- c) The Chairperson has the right to apply necessary measures to control the meeting in a reasonable and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of meeting attendees;
- d) The Chairperson has the right to postpone the Congress with the required number of delegates to another time and place decided by the Chairman without consulting the Congress, if the meeting place does not have enough space for all attendees; there are attendees who obstruct,

cause disorder, and risk making the Congress not be conducted fairly and legally; the postponement is necessary for the work of the Congress to be conducted in accordance with regulations. The maximum postponement period shall not exceed three days from the scheduled opening date of the Congress.

Article 7. Rights and obligations of the Presidium

1. The Presidium includes members of the Board of Directors and the Executive Board of the Company.
2. Duties of the Presidium
 - a) The Presidium is the highest body that directs the work at the Congress;
 - b) Guide and answer shareholders' questions on issues raised in the agenda of the General Meeting of Shareholders;
 - c) Manage and preside over voting to approve issues at the General Meeting of Shareholders in accordance with the provisions of law and the Company's Charter.

Article 8. Rights and obligations of the Secretary of the General Meeting of Shareholders

1. The Secretary of the General Meeting of Shareholders is appointed by the Chairman and is responsible for assisting the Chairman in recording and preparing minutes of the General Meeting of Shareholders;
2. Be responsible for the truthfulness, accuracy and completeness of the Minutes of the 2025 Annual General Meeting of Shareholders;
3. Perform other tasks assigned by the Chairman during the Congress break.

Article 9. Rights and obligations of the Shareholder Qualification Inspection Board and the Vote Counting Board

1. Rights and obligations of the Shareholder Qualification Inspection Board
 - a) Make a list of shareholders attending the meeting;
 - b) Collect and check meeting invitations and authorization letters to attend the meeting;
 - c) Check whether the number and composition of shareholders attending the meeting are sufficient as prescribed;
 - d) Prepare a shareholder qualification verification report to read before the meeting;
 - đ) Distribute meeting documents and voting ballots to shareholders before entering the hall.
2. The Vote Counting Board is nominated by the Chairman of the General Meeting and approved by the General Meeting of Shareholders. The Vote Counting Board has 03 members introduced by the Chairman for the General Meeting to elect from among the delegates attending the General Meeting. The members of The Vote Counting Board is not at the same time the Secretary of the General Meeting. The Vote Counting Board is responsible for guiding the election rules, checking and supervising the voting, organizing the counting of votes, making the Minutes and announcing the counting results before the General Meeting, then submitting the Minutes to the Chairman of the General Meeting.
3. The Vote Counting Board is responsible for the honesty and accuracy of the ballot counting results.

CHAPTER III

CONDUCT OF THE GENERAL MEETING OF SHAREHOLDERS

Article 10. Conditions for holding General Meeting of Shareholders

The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares of the Company according to the list of shareholders invited to attend the meeting when deciding to convene the General Meeting of Shareholders.

Article 11. Method of conducting the General Meeting of Shareholders

1. The congress is expected to last for half a day.
2. The General Meeting will discuss and approve the contents stated in the Agenda of the General Meeting of Shareholders.
3. Procedures for conducting the General Meeting of Shareholders (according to the General Meeting of Shareholders Agenda).

Article 12. Approval of the decision of the 2025 Annual General Meeting of Shareholders

1. Resolutions and Decisions of the General Meeting of Shareholders are only valid when approved by shareholders owning and representing 50% or more of the total number of voting shares of all shareholders attending the meeting.
2. For decisions of the General Meeting of Shareholders related to the type of shares and the total number of shares of each type, changes in business lines, fields, changes in the Company's management structure, investment projects or sale of assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's most recent financial statements, the reorganization or dissolution of the Company shall only be approved when approved by 65% or more of the total number of voting shares of all shareholders attending the meeting.

Article 13. Handling of cases where the General Meeting of Shareholders is not held successfully

1. The General Meeting of Shareholders is held when the number of shareholders attending the meeting represents more than 50% of the total number of votes; the specific ratio is stipulated in the Company Charter.
2. In case the first meeting does not meet the conditions for holding the meeting as prescribed in Clause 1 of this Article, a notice of invitation to hold the second meeting must be sent within 30 days from the date of the first meeting, unless otherwise provided in the Company Charter. The second General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents 33% or more of the total number of votes; the specific ratio shall be prescribed in the Company Charter.
3. In case the second meeting does not meet the conditions for holding the meeting as prescribed in Clause 2 of this Article, the notice of invitation to the third meeting must be sent within 20 days from the date of the planned second meeting, unless otherwise provided in the Company Charter. The third General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

Article 14. Minutes of the 2025 Annual General Meeting of Shareholders

All contents of the 2025 Annual General Meeting of Shareholders must be recorded in minutes by the Secretary of the Meeting. The minutes of the meeting are read and approved before the closing of the meeting and are kept at the Company.

**CHAPTER IV
OTHER PROVISIONS**

Article 15. Some other provisions

1. Shareholders attending the General Meeting of Shareholders who wish to express their opinions must obtain the consent of the Chairman of the General Meeting of Shareholders. The speech of the shareholder must be brief, focusing on the main issues to be discussed, according to the approved agenda of the General Meeting of Shareholders. The Chairman of the General Meeting of Shareholders must arrange for the shareholders to speak in the order of registration, and at the same time answer the shareholders' questions;
2. Shareholders will be disqualified from attending the General Meeting of Shareholders by the Presidium of the General Meeting if they intentionally do not comply with the regulations of the General Meeting of Shareholders, cause disorder, insecurity or have behavior that directly affects the activities of the General Meeting of Shareholders.

**CHAPTER V
IMPLEMENTING PROVISION**

Article 16. Entry into force

This regulation consists of 5 chapters and 16 articles and is adopted by the Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company for the Company's Annual General Meeting of Shareholders 2025, scheduled to take place on April 25, 2025. It shall take effect immediately upon approval by the General Meeting of Shareholders./.

Recipients:

- *BOD, Board of Supervisors*

- *General Director;*

- *Shareholders;*

- *Archives./.*

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE BOARD OF DIRECTORS

[Signed]

NGUYEN HOANG LUAN

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

VOTING REGULATIONS

AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17th, 2020;
- Pursuant to the Charter of Europe Vietnam International Fertilizer Joint Stock Company.

The Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company (hereinafter referred to as the "BOD") promulgates the Voting Regulations at the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "Regulations") of the Company as follows:

A. PRINCIPLES OF SPEAKING AT THE GENERAL MEETING OF SHAREHOLDERS

I. Shareholders wishing to propose a request at the General Meeting of Shareholders must comply with the following principles

- Comments are only allowed during the discussion portion of the Congress.
- Must raise hand to ask for the Chairman's opinion and may only speak after being permitted by the Chairman. Only one shareholder may speak at a time.
- In case many shareholders have opinions at the same time, the Chairman will invite each shareholder in turn to present his/her opinions.
- The chairman has the right to interrupt the presentation of shareholders' opinions if deemed necessary.
- Comments or questions will be collected at the same time and answered sequentially.
- In case of different opinions, a majority vote may be taken.

II. Proposals must ensure the following conditions

- Be brief and clear. In case the proposal is complicated and requires a lot of time to present, shareholders can send it in writing to the Organizing Committee 03 days before the General Meeting.
- Do not repeat previously discussed issues. The proposed content must not violate the law or exceed the authority of the enterprise.

B. GENERAL PROVISIONS ON VOTING AT THE GENERAL MEETING OF SHAREHOLDERS

I. Subjects with voting rights

Shareholders owning common shares may exercise their voting rights through one (01) of two (02) forms: (i) exercising voting rights at the General Meeting of Shareholders; or (ii) voting remotely when meeting the following conditions

- 1.1 Complete registration and eligibility checks at the Meeting or meet remote voting procedures.
- 1.2 The time to exercise voting rights is before the time the General Meeting of Shareholders completes collecting shareholders' voting opinions.

II. Voting principles

- In accordance with the Charter, the law and accuracy.
- Shareholders or their authorized representatives shall vote by secret ballot according to the

instructions of the Vote Counting Committee. In case of voting through members of the Presidium, Secretariat, and Vote Counting Committee, the content of the Congress shall be voted on by a show of hands at the Congress.

- Each shareholder has a number of voting shares calculated according to the number of shares they own and represent by proxy.
- Ballots are only valid if they comply with the rules.
- Voting results are calculated as a percentage between the total number of valid voting shares and the total number of shares of all shareholders attending the meeting.

III. Vote Counting Committee

1. The vote counting will be carried out through the Vote Counting Committee. The Organizing Committee of the Congress will establish and propose to the Congress a Vote Counting Committee to be responsible for checking the qualifications of attendees and counting votes. This Vote Counting Committee will be elected by the Shareholders attending the Congress in the form of public voting.

2. The number of members of the Vote Counting Committee shall not exceed three (03) members. The composition and duties of the Vote Counting Committee include:

- **Head of the Vote Counting Committee:** responsible for the procedures, order and legality in implementing voting at the Congress.
- **Data and Statistics Officer:** responsible for ensuring the accuracy of data, including but not limited to data entry, calculations and statistics related to the conduct of the General Meeting and vote counting data.
- **Vote counting supervisor:** responsible for supervising the implementation of the Vote Counting Committee.

IV. Tools for conducting voting

1. Voting paper

Shareholders/Authorized Persons exercise their voting rights through Voting paper in the form issued by the Company with the main contents specified in this Regulation.

Shareholders receive Voting paper through one of the following forms:

- **In case Shareholders directly attend the Meeting:** Print directly and distribute to Shareholders at the Meeting after Shareholders complete the registration and verification process.
- **In case Shareholders attend via remote voting:** Comply with the provisions of this Regulation.

2. Ballot box

When the Shareholder/Proxy votes, the Voting Card will be collected and placed in the ballot box. The ballot box will be locked and sealed from before the voting time until the end of the voting time and managed by the Vote Counting Committee.

3. Remote voting

In case Shareholders do not directly attend the General Meeting of Shareholders, Shareholders can exercise their voting rights through remote voting. Remote voting is carried out in the following order: Shareholders contact the Vote Counting Committee, email address: info@phanbonauiet.vn to register for remote voting and receive the Voting Form.

After receiving the Voting Form, the Shareholder prints the Voting Form and votes according to the instructions in this Regulation.

Shareholders send the voted Voting Form and Invitation to Attend (original) by registered post in a

sealed envelope clearly stating the sender and recipient information, with the recipient information as follows:

<p>VOTING FORM</p> <p>EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK COMPANY</p> <p>Recipient: Ms. Nguyen Thi Thu Hien - Head of the Supervisory Board</p> <p>Address: Representative office in Can Tho - No. 244/52A Cach Mang Thang 8 Street, Bui Huu Nghia Ward, Binh Thuy District, Can Tho City</p> <p>Tel: 0293 6265 666</p>
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Voting information will remain confidential until Congress conducts a vote count.

At the time of registration and verification of the qualifications to attend the General Meeting, the Organizing Committee will open the Voting Form of the Shareholders voting remotely to check the validity of the Shareholders' qualifications. For eligible Shareholders, the Voting Form of the Shareholders voting remotely will be put into the ballot box and will be checked and compiled together with the Voting Form distributed at the General Meeting according to the provisions of this Regulation.

4. Application of information technology in vote counting

To ensure accuracy and timeliness in recording, synthesizing information and data and creating convenience for shareholders, the recording of attendance registration, recording of voting opinions and synthesizing information and data will be done through a computer system and software designed according to voting principles.

V. Voting method

1. General regulations

- Voting to approve reports and resolutions of the General Meeting of Shareholders is conducted publicly and directly under the direction of the Presidium of the General Meeting and only uses voting cards issued by the General Meeting Organizing Committee.
- Voting includes secret ballot and public ballot at the General Meeting. For voting contents that the General Meeting decides to vote publicly: The Organizing Committee will issue separate yellow ballot for these contents so that Shareholders/Authorized Persons can vote publicly according to the instructions of the Vote Counting Committee.
- Shareholders or authorized representatives of shareholders (hereinafter referred to as shareholders) with voting rights attending the General Meeting of Shareholders will be issued 02 Voting Cards. Specifically:
 - ❖ White voting ballot – Voting for the approval of the matters presented at the General Meeting.
 - ❖ Yellow voting ballot – Voting for the approval of the additional election of Board of Directors members for the 2023 – 2028 term.
- Information printed on the Voting Form:
 - Full name of shareholder or shareholder's authorized representative.
 - Number of shares owned or represented: is the total number of voting shares represented by the shareholder.
 - Voting content.
 - Seal of Europe Vietnam International Fertilizer Joint Stock Company.

- Classification of Voting Ballots:
 - Valid voting ballot: is a ballot printed according to the form issued by the Organizing Committee of the General Meeting, with the Company's seal; the ballot is not torn, erased, scratched or altered, and has all the voting symbols as prescribed on the ballot.
 - Invalid ballot: is a ballot that does not comply with the regulations of a valid ballot.
- For voting ballots sent to the Board of Directors before the General Meeting of Shareholders in the form of remote voting, the voting ballots will be collected after the General Meeting of Shareholders is eligible to proceed. For voting ballots distributed at the General Meeting of Shareholders, the voting ballots will be collected by members of the Vote Counting Committee and the voting ballots will be counted and recorded immediately after the Shareholder/Authorized Person completes the voting.

2. Voting method

❖ For the white voting ballot:

- If the shareholder agrees with the issue requested for voting, mark an X in column (1) and leave columns (2) (3) blank;
- In case the shareholder does not agree with the issue requested for voting, he/she must mark an X in column (2) and leave columns (1) (3) blank;
- In case there is no opinion on the issue to be voted, the shareholder marks (X) in column (3) and leaves columns (1) (2) blank;
- For issues put to vote, each shareholder may only use one voting ballot, on which the content of the vote at the General Meeting is clearly stated.
- Select one of three voting options: Agree, Disagree, or No Opinion.

❖ For the yellow voting ballot.:

Will be conducted by cumulative voting method, specifically as follows:

Example 1: A shareholder has the number of shares represented: 5,000 shares.

The list of candidates for the Board of Supervisors is 02 people A, B

Therefore, the number of voting rights to elect additional members of the Board of Supervisors is: $1 \times 5,000 = 5,000$ rights

Shareholders can vote:

For Mr.A	:	5.000 rights
For Mr.B	:	0 rights
Total 1	:	5.000 rights

Or shareholders can vote equally for both candidates:

For Mr.A	:	2.500 rights
For Mr.B	:	2.500 rights
Total	:	5.000 rights

3. Check and summarize results

- After collection, the ballots will be checked for validity in accordance with the provisions of this Regulation. In the case of remote voting, the checking of the ballots will include checking the seal status, the completeness of the accompanying documents and will be checked together with the ballots distributed live at the Congress.

- After being checked and entered into the vote counting software, the ballots will be aggregated to determine the vote counting results. When the results are aggregated, the ballots: *(i) are invalid; (ii) have a status of No Opinion; (iii) blank* are aggregated as No Opinion.
- In case the General Meeting of Shareholders proposes new voting content or adjusts existing contents of the General Meeting Content, Shareholders exercising their voting rights by remote voting will be considered Absent at that content. The voting ratio will be calculated based on the ratio of Shareholders attending the General Meeting of Shareholders in person.
- Voting results will be determined according to each voting content and calculated as a percentage (%) rounded to two (02) decimal places.
- The Vote Counting Committee is responsible for summarizing the voting results and preparing the vote counting minutes. The vote counting minutes are signed by members of the Vote Counting Committee to confirm their accuracy, transparency, and compliance with the principles and procedures of vote counting.
- The vote counting minutes must clearly state the following contents: Number of voting shares for each voting content, including the voting percentage for each voting status: *Approve, Disapprove and No opinion*.
- The Head of the Vote Counting Committee is responsible for announcing the voting results at the General Meeting of Shareholders on behalf of the Chairman for each voting issue.
- Voting results must be recorded in the Minutes of the Shareholders' Meeting.

III. Approve the voting results

1. Issues put to vote at the General Meeting of Shareholders (except for the election of members of the Board of Directors and the Supervisory Board) must be approved when approved by 50% or more of the total number of voting shares of the shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders. In case of approval of an increase in the Company's charter capital, it must be approved by at least 65% of the total number of voting shares of the shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders.
2. Issues related to the order of organization and conduct of the General Meeting of Shareholders: The Chairman's decision is final and all shareholders attending the meeting must comply.

IV. Effectiveness

The voting regulations shall take effect immediately upon approval at the Annual General Meeting of Shareholders 2025 of Europe Vietnam International Fertilizer Joint Stock Company, held on April 25, 2025.

We sincerely thank the General Meeting of Shareholders.

**ON BEHALF OF THE ORGANIZING COMMITTEE
OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

[Signed]

NGUYEN HOANG LUAN

Note: This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.

**REGULATIONS ON NOMINATION AND ADDITIONAL ELECTION
OF BOARD OF DIRECTORS MEMBERS TERM 2023–2028**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its guiding documents;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to the Charter of Europe Vietnam International Fertilizer Joint Stock Company;
- Pursuant to the Internal Governance Regulations of Au Viet International Fertilizer Joint Stock Company.

The Board of Directors (“BOD”) formulates the Regulations on Nomination and Additional Election of BOD Members for the 2023–2028 term at the Annual General Meeting of Shareholders (“AGM”) 2025 of Europe Vietnam International Fertilizer Joint Stock Company (“Company”) as follows:

1. Principles And Election Participants

1.1. Principles

- The election must comply with the laws and regulations of Vietnam;
- The election must adhere to the Charter and be in accordance with this Regulation;
- The election must ensure transparency, democracy, and the legitimate rights of all shareholders;
- The election must uphold the organizational stability of the Annual General Meeting of Shareholders.

1.2. Eligible Voters: Shareholders holding voting shares or their authorized representatives with voting rights (as per the list of shareholders finalized on .../03/2025) who are present at the Annual General Meeting of Shareholders.

1.3. The Vote Counting Committee is nominated by the Chairperson and approved by the General Meeting of Shareholders. The Chairperson of the Meeting is responsible for presiding over the election process, including the following specific duties:

- Introduction of the list of nominated candidates for the Board of Directors.
- Resolution of election-related complaints (if any).

2. Number, Conditions, and Standards of Board of Directors Members

2.1. The number of additional Board of Directors members for the 2023–2028 term to be elected at the 2025 Annual General Meeting of Shareholders: 01 person.

2.2. Conditions and Standards for Board of Directors Members

- a) Must have full legal capacity and not fall under the categories of individuals prohibited from managing enterprises as stipulated in Clauses 1 and 2, Article 155 of the Law on Enterprises and the Company's Charter;
- b) Must possess professional qualifications and experience in corporate management; membership in the company's Board of Directors is not necessarily limited to shareholders unless otherwise specified in the Company's Charter;
- c) A member of the company's Board of Directors may concurrently serve as a member of the Board of Directors of another company.
- d) An independent Board member must meet the following conditions and standards:
 - Must not be currently employed by the company or its subsidiaries, and must not have been employed by the company or its subsidiaries for at least the previous three consecutive years;
 - Not receiving salary or remuneration from the company, except for allowances provided to Board of Directors members in accordance with regulations.
 - Must not have a spouse, biological or adoptive parent, biological or adoptive child, or biological or adoptive sibling who is a major shareholder of the company or holds a managerial position in the company or its subsidiaries.
 - Must not have a spouse, biological or adoptive parent, biological or adoptive child, or biological or adoptive sibling who is a major shareholder of the company or holds a managerial position in the company or its subsidiaries.
 - Must not directly or indirectly own at least 1% of the total voting shares of the company.
 - Must not have served as a member of the Board of Directors or the Supervisory Board of the company for at least the previous five consecutive years, except in cases of continuous appointment for two consecutive terms.

2.3. Nomination and Candidacy for Board of Directors Members

Shareholders or groups of shareholders holding at least 10% of the total ordinary shares have the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company's Charter.

In cases where the number of Board of Directors candidates nominated and self-nominated remains insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organize nominations in accordance with the Company's Charter, the Internal Corporate Governance Regulations, and the Board of Directors' Operational Regulations. Any additional candidates introduced by the incumbent Board of Directors must be publicly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors, in compliance with legal regulations.

3. Application documents and deadline for submission of candidacy and nomination for the Board of Directors

3.1. The application documents for candidacy and nomination for the Board of Directors include:

- Candidacy (Nomination) Application for the Board of Directors (as per the provided template).

- Self-declared curriculum vitae of the candidate (as per the provided template).
- A certificate confirming the number of shares continuously held by the shareholder (if self-nominating) or the shareholder group (if nominating) in the last six months, or an equivalent document from the Securities Company where the shareholder (group) holds an account or from the issuing organization (as of March 21, 2025 – the record date for the General Meeting of Shareholders).
- List of the shareholder group (in case the candidate is nominated by a shareholder group).
- Notarized copies of the Citizen Identification Card/Passport, permanent residence book, and diplomas/certificates verifying educational background and professional qualifications.

3.2. Deadline for submission of candidacy and nomination applications for the Board of Directors:

Nomination and candidacy applications may be submitted in person or sent via registered mail, provided that the AGM Organizing Committee receives the documents no later than April 22, 2025.

Application documents should be sent to:

EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK COMPANY

Head Office: Representative Office in Can Tho – No. 244/52A, Cach Mang Thang 8 Street, Bui Huu Nghia Ward, Binh Thuy District, Can Tho City, Vietnam.

Phone: +84 293 6265 666

In the event that candidates are nominated by shareholders or groups of shareholders during the General Meeting, please submit the nomination documents to the General Meeting Secretary before the voting process begins.

3.3. Only nomination or candidacy applications that meet all required conditions, and candidates who satisfy the corresponding eligibility criteria for Board of Directors membership, will be included in the list announced at the General Meeting.

3.4. List of Candidates

Based on the nomination documents submitted by shareholders and shareholder groups, along with the accompanying application materials of the candidates, the General Meeting Secretary shall compile a list of candidates who meet the required qualifications for election to the Board of Directors. The list of candidates for Board of Directors membership shall include their full names on the ballot.

4. Election Method

- The voting for the election of Board of Directors members shall be conducted by secret ballot at the General Meeting using the cumulative voting method.
- Each shareholder or authorized representative attending the meeting shall have a total number of voting rights equivalent to the total number of voting shares they own or are authorized to represent, multiplied by the number of additional Board of Directors members to be elected.
- Shareholders or authorized representatives attending the meeting may allocate all of their votes to a single candidate or distribute their votes among multiple selected candidates. However, each shareholder or authorized representative may only vote for a maximum of one Board of Directors

candidate (or another number as decided at the General Meeting of Shareholders) from the total number of nominated candidates.

- In the event that additional candidates emerge on the day of the General Meeting, delegates may contact the Election Committee to request a new ballot and must return the previous ballot before placing it in the ballot box.

For example: The General Meeting of Shareholders votes to elect 01 Board of Directors member out of a total of 02 candidates. Shareholder Nguyễn Văn A holds (including owned and authorized shares) 100,000 voting shares. In this case, the total number of voting ballots for shareholder Nguyễn Văn A is: $(100,000 \times 1) = 100,000$ ballots.

Shareholder Nguyen Van A may allocate cumulative votes using the following method:

- a. Allocate all 100,000 votes to a single candidate for the Board of Directors.
- b. Equally distribute the 100,000 votes between the two candidates for the Board of Directors (meaning each candidate receives 50,000 votes from shareholder Nguyen Van A).
- c. Distribute the 100,000 votes among the candidates for the Board of Directors by allocating portions of the 100,000 voting rights to each candidate. Shareholder Nguyen Van A may allocate their 100,000 votes to the candidates in different voting proportions, provided that the total number of votes assigned does not exceed 100,000 votes.

5. Election Procedure

5.1. Ballot

- Each shareholder or authorized representative attending the meeting will be provided with a ballot for electing members of the Board of Directors (BOD) and the Supervisory Board (“Ballot”). The ballot will include the shareholder identification number, the number of shares owned (including both directly owned and authorized shares), and the total number of votes, which is calculated based on the number of additional BOD or Supervisory Board members to be elected. It will also contain the list of candidates nominated for the BOD or the Supervisory Board. Upon receiving the ballot, shareholders or authorized representatives must verify the shareholder identification number and the number of shares recorded on the ballot. If any discrepancies are found, they must be reported immediately at the time of receipt.
- Shareholders or authorized representatives must use the pre-printed ballot issued by the Organizing Committee, which bears the official round seal of the Company.

5.2. How to Fill Out the Ballot

- To vote for a candidate, the shareholder or authorized representative must write the number of votes they wish to allocate in the "Number of Votes" column corresponding to the candidate's name.
- If a shareholder or authorized representative does not wish to vote for a candidate, they may either enter "0," leave the "Number of Votes" column blank, or cross it out for that candidate.
- Shareholders or authorized representatives may concentrate all their votes on one or multiple candidates or choose not to vote for any candidate.

- In case of an error while filling out the ballot, as long as it has not been placed in the ballot box, the shareholder or authorized representative may directly request the Head of the Vote Counting Committee for a replacement ballot.

5.3. Validity of the Ballot

a. A ballot is considered valid if:

- It is issued by the Organizing Committee and bears the official seal of Europe Vietnam International Fertilizer Joint Stock Company;
- The votes are cast for candidates included in the list of nominees approved by the General Meeting of Shareholders;
- The ballot does not contain erasures or alterations. If a name is mistakenly crossed out, the voter must sign next to the correction or request a replacement ballot from the Vote Counting Committee.

b. A ballot is considered invalid: A ballot shall be deemed invalid if it falls into any of the following cases:

- It was not issued by the Organizing Committee of the General Meeting;
- It does not bear the official seal of Europe Vietnam International Fertilizer Joint Stock Company;
- The ballot is torn, crossed out, erased, altered, or contains additional candidate names that are not part of the list of nominees approved by the General Meeting of Shareholders before the voting takes place;
- It does not contain the signature of the shareholder or their authorized representative;
- The total number of votes allocated to candidates exceeds the total number of votes the shareholder or representative is entitled to;
- The number of candidates voted for exceeds the number of Board members to be elected;
- It is submitted to the Vote Counting Committee after voting has concluded and the ballot box has been sealed.

Invalid ballots will not be counted in the election results.

6. Vote Counting Committee, Voting and Vote Counting Principles

6.1. Vote Counting Committee

a. The Vote Counting Committee is nominated by the Chairman of the General Meeting of Shareholders and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee may not be shareholders, but they must not be listed as candidates or nominees for the Board of Directors (BOD).

b. The Vote Counting Committee has the following key responsibilities:

- Summarize the election regulations;
- Distribute voting ballots to shareholders or their authorized representatives;
- Monitor the voting process of shareholders and their representatives;
- Organize the vote counting process;
- Prepare the vote counting report and announce it before the General Meeting of Shareholders;

- Submit the vote counting report and all voting ballots to the Chairman.

6.2. Voting and Vote Counting Principles

- The Vote Counting Committee will set up a ballot box for voting on the Board of Directors members;
- Voting will begin once the distribution of voting ballots is complete and will end when the last shareholder casts their vote. After the voting process ends, the ballot box will be sealed by the Vote Counting Committee in the presence of shareholders;
- The vote counting process must be carried out under the supervision of the Supervisory Board or shareholder representatives immediately after the voting ends;
- The Vote Counting Committee may use electronic devices and technical experts to assist in the vote counting process;
- The vote counting results will be documented in writing, signed by the members of the Vote Counting Committee, and announced by the Head of the Vote Counting Committee before the General Meeting. The Vote Counting Committee, together with the Chairman, will address any questions or complaints from shareholders (if any). Voting ballots will be stored as per the regulations after counting.

7. Election Principles

The number of successful candidates for the Board of Directors (BOD) will be determined by the number of votes cast, starting from the candidate with the highest number of votes, proceeding until the required number of members as stated in these Regulations is met. The candidate must receive more than 50% of the total votes from the total number of shares held by all shareholders and their authorized representatives attending the meeting.

In the case where two or more candidates receive the same number of votes, preference will be given to those who have worked and been with the company for a long period, have no concurrent roles in organizations outside the Company and its subsidiaries. If the conditions of these candidates are still the same, the General Assembly will proceed with a re-election among the candidates who received an equal number of votes. The candidate with the higher number of votes in the re-election will be declared the winner.

If the election fails to fill all the required positions on the Board of Directors, a second round of voting will be conducted among the remaining nominees. If after the second round the positions are still not filled, the continuation of the election will be decided by the General Assembly and the Chairman.

8. Resolution of Complaints Regarding Election and Vote Counting

In the event that a shareholder raises a complaint or requests a review of the election results, the Supervisory Board shall conduct a direct verification. If any intentional errors or fraudulent activities in the vote counting process are detected, the Vote Counting Committee shall bear full responsibility. Complaints regarding the election and vote counting shall be resolved by the Chairperson of the General Meeting of Shareholders and recorded in the meeting minutes.

9. Effectiveness

This regulation shall take effect immediately upon approval by the General Meeting of Shareholders and shall remain in force until the conclusion of the 2025 Annual General Meeting of Europe Vietnam International Fertilizer Joint Stock Company.

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

Recipients:

- Shareholders;

- Archives./.

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

[Signed]

NGUYEN HOANG LUAN

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

Hau Giang, April 25, 2025

Số: 01/2025/BC-HDQT/AVG

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS
EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK
COMPANY**

Dear General Meeting of Shareholders,

The Board of Directors (BOD) of Europe Vietnam International Fertilizer Joint Stock Company would like to report to all shareholders on the activities of the Board of Directors in 2024 with the following contents:

I. MEMBER OF THE BOARD OF DIRECTORS

At the 2025 Annual General Meeting of Shareholders, the Company's Board of Directors consists of 05 members as follows:

No.	Full name	Position
1	Nguyen Hoang Luan	Chairman of the Board of Directors
2	Vo Huynh Trang	Member Non-executive
3	Vo Van Phuoc Que	Member cum General Director
4	Nguyen Duc Quang	Member cum Deputy General
5	Dinh Huynh Thai Tam	Independent member

II. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

- The Board of Directors (BOD) plays an important role in directing, supervising and supporting the Board of Management in implementing strategic goals in the context of developing and expanding the Company's business operations.
- Direct the implementation of the 2024 production and business plan to ensure strategic directions are effectively deployed, closely following the set goals.
- Supervise the organization of the 2024 Annual General Meeting of Shareholders and the 2024 Extraordinary General Meeting of Shareholders in accordance with the provisions of law and the Charter, and at the same time demonstrate transparency in corporate governance.
- Monitor and review financial reports and business production reports to assess performance and promptly provide necessary instructions.
- Attend Board of Management meetings on business operations, demonstrating the Board's commitment to closely monitoring the company's performance and supporting the Board of Management.
- Perform responsibilities according to the provisions of law and company charter, ensure proper operation and compliance with governance standards.

III. SUMMARY OF MEETINGS AND DECISIONS OF THE BOARD OF DIRECTORS

In 2024, the Company's Board of Directors held 10 meetings to discuss and approve matters under the Board's authority, with the following attendance rates:

No.	Member of the BOD	Number of BOD meetings attended	Meeting attendance rate	Note
1	Nguyen Hoang Luan	10/10	100%	
2	Vo Huynh Trang	10/10	100%	
3	Vo Van Phuoc Que	10/10	100%	
4	Nguyen Duc Quang	10/10	100%	
5	Nguyen Thi My Tien	02/02	100%	Dismissal from 26/04/2024
6	Dinh Huynh Thai Tam	08/08	100%	Appointed from 26/04/2024

Meetings of the Board of Directors are organized and conducted in accordance with current laws and the Company's Charter. Resolutions passed by the Company's Board of Directors in 2024 are as follows:

No.	Resolution No	Ngày	Nội dung
1	01/2024/NQ-HDQT/AVG	08/03/2024	- Approval of the shareholder list finalization for the 2024 Annual General Meeting of Shareholders.
2	02/2024/NQ-HDQT/AVG	29/03/2024	- Approval of transactions between the Company and relevant parties in 2024.
3	03/2024/NQ-HDQT/AVG	28/06/2024	- Approval of the selection of the Auditing unit to review the 2024 semi-annual financial statements and audit the 2024 financial statements of the Company.
4	04/2024/NQ-HDQT/AVG	03/08/2024	- Approval of the first trading day and reference price of the Company's shares on the Upcom trading system.
5	05/2024/NQ-HDQT/AVG	09/08/2024	- Approval of the finalization of the shareholders list to hold the Extraordinary General Meeting of Shareholders in 2024.
6	06/2024/NQ-HDQT/AVG	26/08/2024	- Approval of a loan from VietinBank - Hau Giang Branch.
7	07/2024/NQ-HDQT/AVG	08/10/2024	- Approval of the implementation of the plan to issue shares for dividend payments for the years 2022 and 2023.
8	09/2024/NQ-HDQT/AVG	18/11/2024	- Approval of the closing date of the last registration to pay dividends for the years 2022 and 2023 by shares.
9	10/2024/NQ-HDQT/AVG	10/12/2024	- Approval of a loan from MB Bank - Tay Do Branch.
10	11/2024/NQ-HDQT/AVG	27/12/2024	- Approval of registering an increase in charter capital, amending the company's charter, registering for custody, and supplementary stock transaction registration.

IV. BOARD OF DIRECTORS REMUNERATION

Remuneration of Board of Directors members in 2024 is as follows:

Member of the Board of Directors	Remuneration
Nguyen Hoang Luan	72.000.000
Vo Huynh Trang	36.000.000
Vo Van Phuoc Que	36.000.000
Nguyen Duc Quang	36.000.000
Nguyen Thi My Tien	12.000.000
Dinh Huynh Thai Tam	24.000.000
Tổng cộng	216.000.000

V. REPORT ON TRANSACTIONS WITH RELATED PARTIES IN 2024

In 2024, the General Meeting of Shareholders (GMS) and the Board of Directors (BOD) approved the execution of certain transactions between the Company and related parties of BOD members. The approval of these transactions was conducted in compliance with legal regulations and resolutions, ensuring transparency in information disclosure

The list of related parties and their associated interests, as well as the details of transactions between the Company, its subsidiaries, and entities in which Âu Việt holds over 50% of charter capital, with BOD members and their related parties, are compiled and presented in the 2024 Corporate Governance Report and the 2024 Audited Financial Statements. Additionally, transactions between the Company and entities where a BOD member is a founding shareholder or has held a managerial position within the past three years prior to the transaction are also disclosed in these reports. These reports are publicly available on the Company's website at the following link: <https://phanbonauviet.com.vn/quan-he-co-dong>. Shareholders are kindly requested to refer to these reports for detailed information on related transactions.

VI. SUPERVISING THE BOARD OF MANAGEMENT BY THE BOARD OF DIRECTORS

The Board of Management has actively implemented and successfully completed the assigned tasks, strictly complying with the Company's Charter, the resolutions of the General Meeting of Shareholders and the Board of Directors, as well as the applicable legal regulations. Through flexible and consistent management, the Board of Management has contributed to enhancing the efficiency of business operations in 2024 and ensuring the sustainable development of Europe Vietnam International Fertilizer Joint Stock Company.

VII. REPORT ON RESULTS OF IMPLEMENTATION OF THE RESOLUTION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2024

In 2024, the Board of Directors actively directed the implementation of the resolutions approved at the 2024 Annual General Meeting of Shareholders and the 2024 Extraordinary General Meeting of Shareholders. Key actions included adjusting certain business sectors, selecting an audit firm, overseeing business operations to achieve the targets set by the 2024 AGM, and approving remuneration for members of the Board of Directors and the Supervisory Board,...

At the 2024 Annual General Meeting of Shareholders, the General Meeting approved a plan to offer additional shares to existing shareholders. However, due to unfavorable market conditions

and to maximize shareholder benefits, the Board of Directors proposed to the 2024 Extraordinary General Meeting of Shareholders to cancel this share offering plan, which was subsequently approved.

Additionally, the resolution of the 2024 Annual General Meeting of Shareholders approved a plan to distribute dividends for 2022 and 2023 in the form of stock dividends at a rate of 20%. However, based on the Company's business performance in 2024 and its development strategy, the Board of Directors proposed to the 2024 Extraordinary General Meeting of Shareholders to adjust the stock dividend payout ratio to 30%, which was subsequently approved.

VIII. ACTIVITY PLAN IN 2025

The Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company sets out an operational strategy for 2025 with the following focuses:

- Market development: Strengthen care and maintain relationships with existing customers to consolidate market share and increase loyalty. Promote connection activities with potential customers, expand distribution systems in strategic locations nationwide. At the same time, seek and establish cooperative relationships with partners in the fields of research, production and distribution to optimize the value chain, enhance competitiveness and diversify products and services.

- Production Optimization: Focus on researching and applying advanced technology to automate stages in the production line. Optimize operating processes by reviewing and improving production steps to minimize waste, save costs and improve product quality to meet increasingly high market standards.

- Sustainable Development: Increase the application of green production solutions to optimize resources and minimize negative impacts on the environment. At the same time, strictly comply with environmental laws and develop sustainable development plans associated with social responsibility.

- Enhancing Corporate Governance: Improve corporate governance towards modern standards by adopting digital technologies to enhance operational efficiency and risk management.

Sincerely,

Recipients:

- BOD, Board of Supervisors
- General Director;
- Shareholders;
- Archives./.

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

[Signed]

NGUYEN HOANG LUAN

Note: This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.

EVALUATION REPORT
OF THE INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS
ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

Dear General Meeting,

In 2024, the Board of Directors (BOD) has 05 members, including 01 independent BOD member (accounting for 20% of the total BOD members), in compliance with current legal regulations.

The list of independent BOD members for 2024 includes:

1. Ms. Nguyen Thi My Tien – Independent BOD member – resigned on April 26, 2024.
2. Mr. Dinh Huynh Thai Tam – Independent BOD member – appointed on April 26, 2024.

The evaluation report of the independent Board of Directors member regarding the activities of the Company's Board of Directors in 2024 is as follows:

1. Remuneration, Operating Expenses, and Other Benefits of the Board of Directors

The remuneration, operating expenses, and other benefits of the Board of Directors and each Board member comply fully with the provisions of the Enterprise Law, the Company's Charter, and the Resolutions of the General Meeting of Shareholders as approved.

2. Summary of Board of Directors Meetings

In 2024, the Board of Directors held 10 meetings, ensuring compliance with convening regulations and adhering to the procedures outlined in the Company's Charter and Internal Governance Regulations. Board members actively engaged in discussions, provided critical assessments, and thoroughly evaluated the matters presented.

All decisions made during the meetings were approved by the majority principle, with meeting minutes fully recorded and confirmed by attending members. The Board of Directors also closely collaborated with the CEO in researching, discussing, and overseeing strategic issues, business plans, finance, and investments to make decisions aligned with the Company's development direction.

3. The results of the supervision over the financial statements, operational status, and financial condition of the Company.

- The Board of Directors selects an auditing firm to ensure reliability, integrity, independence, and objectivity.

- The financial statements are prepared and disclosed in accordance with accounting standards and current legal regulations. The financial statements accurately reflect the Company's financial situation.

- The business results for 2024 achieved a net revenue of VND 686.89 billion and a net profit after tax of VND 12.8 billion. With these results, the Company has completed 110.79% of the revenue target and 134.76% of the net profit after tax target set in the 2024 Annual General Meeting resolution. The Company's financial condition in 2024 has remained healthy, with indicators related to capital structure, operational capacity, and profitability all at safe and stable levels.

4. Report on transactions between the Company and insiders or related parties

The Independent Board Member continuously monitors and evaluates transactions between the Company and insiders or related parties, ensuring compliance with the Company's Charter, legal regulations, and principles of transparency.

5. Results of the assessment of the Company's internal control and risk management system

The Company's internal control and risk management system has been maintained and implemented in accordance with regulations. Control measures are carried out regularly to ensure the identification and mitigation of risks in key areas such as finance, operations, and governance.

6. Supervising the Board of Management by Independent Board Members

The Independent Board Members recognize that the Board of Directors has proactively and rigorously fulfilled its supervisory role, ensuring that the Board of Management adheres to the established strategic direction and business objectives. The Board of Directors exercises its oversight through regular meetings, periodic discussions, and performance evaluations, thereby enhancing the effectiveness of executive management.

7. Evaluation of coordination between the Board of Directors, Board of Management, and Shareholders

- The Board of Directors members consistently uphold a strong sense of responsibility, proactively supporting and sharing their expertise with the Board of Management to enhance corporate governance efficiency.
- Compliance with Legal Regulations: The Board of Directors and the Board of Management have strictly adhered to the provisions of the Enterprise Law, the Securities Law, and other relevant regulations.
- Reporting and Information Disclosure: The company ensures the timely and comprehensive reporting and disclosure of corporate governance matters on a quarterly, semi-annual, and annual basis. This transparency provides shareholders, investors, and stakeholders with clear and reliable information, fostering trust and strengthening market confidence.

8. Proposals from the independent Board of Directors member.

The independent Board of Directors member proposes the following measures to enhance the effectiveness of the Company's governance in 2025:

- Implement digital technology into the governance system to improve efficiency and minimize operational risks.
- Establish a regular meeting mechanism and frequent dialogue between the independent Board members and the CEO to closely monitor business and financial performance.
- Encourage the Company to invest in innovation, expand markets, and develop new products.

We respectfully submit the full Report for consideration and approval by the General Meeting of Shareholders.

Recipients:

- BOD, Board of Supervisors;
- Shareholders;
- Archives./.

INDEPENDENT BOARD MEMBER

[Signed]

DINH HUYNH THAI TAM

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

**SUPERVISORY BOARD ACTIVITY REPORT
EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK
COMPANY**

Dear General Meeting of Shareholders,

The Supervisory Board respectfully submits to the 2025 Annual General Meeting of Shareholders the Supervisory Board Activity Report for 2024, with the following contents:

I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2024

1. Activities Of The Supervisory Board

In 2024, the Supervisory Board held 04 meetings with a 100% attendance rate.

No.	Members of Board of Supervisors	Number of meetings attended	Attendance rate	Voting rate	Reasons for absence
1	Nguyen Thi Thu Hien	04/04	100%	100%	
2	Nguyen Thi Thu Thao	04/04	100%	100%	
3	Nguyen Thi Bao Tram	02/02	100%	100%	Dismissal from 26/04/2024
4	Luu Thi Cam Hoai	02/02	100%	100%	Appointed from 26/04/2024

In 2024, the Supervisory Board carried out the following oversight activities:

- Supervising the activities of the Board of Directors and the Executive Board to ensure compliance with the law and the Company's Charter.
- Supervising the Board of Directors and the Executive Board in implementing strategic objectives and key decisions set forth in the 2024 AGM Resolution and the 2024 EGM Resolution.
- Reviewing the Company's periodic financial statements and business performance reports.
- In 2024, the Company engaged in transactions with insiders and related parties. These transactions were approved and carried out in compliance with legal regulations and the Company's Charter.
- Coordinating with departments within the Company to identify, address, and resolve any issues that may arise.
- In 2024, the Supervisory Board did not receive any complaints from shareholders regarding violations by the Board of Directors or the Executive Board, reflecting transparency and stability in corporate governance.
- Supervising information disclosure to ensure the Company provides complete, accurate, and timely information in accordance with regulations.

2. Remuneration of the Supervisory Board

No.	Full name	Position	Remuneration
1	Nguyen Thi Thu Hien	Head of the Board of Supervisors and Company Administrator	48.000.000
2	Nguyen Thi Thu Thao	Member of the Board of Supervisors	24.000.000
3	Nguyen Thi Bao Tram	Member of the Board of Supervisors	8.000.000
4	Luu Thi Cam Hoai	Member of the Board of Supervisors	16.000.000
Total			120.000.000

II. SUPERVISION RESULTS IN 2024

In 2024, the Supervisory Board (SB) conducted supervision and inspection of the implementation of the business objectives set by the Board of Directors and the Board of Management to ensure the Company's operations comply with legal regulations and align with the shareholders' meeting policies.

The Supervisory Board did not identify any irregularities in the Company's operations. However, the SB will enhance its supervision of the activities of the Board of Directors and the Board Of Management in accordance with the responsibilities outlined in the Charter, ensuring the best interests of the Company and its shareholders.

III. RESULTS OF SUPERVISION OF THE COMPANY'S FINANCIAL SITUATION

1. Business performance results.

The results of the business targets for 2024 are as follows:

No.	Indicator	2024 Target	2024 Actual	Compared to 2024 Target (%)
1	Net revenue (VND billion)	620	686,89	110,79
2	Pre-tax profit (VND billion)	9,5	12,8	134,76

2. Accounting and Finance

- The Supervisory Board has positively evaluated the selection of Nhan Tam Viet Auditing Company Limited as the Company's auditing firm for the fiscal year 2024. At the same time, the Supervisory Board has conducted inspections and reviews of the reports to assess the reasonableness of the financial data.

- The Supervisory Board evaluates that the Company has fully complied with the requirements of the current Vietnamese accounting standards and the corporate accounting regime in organizing financial and accounting operations, performing accounting entries, and preparing complete quarterly financial statements, ensuring accuracy, honesty, and legality.

IV. SELF-ASSESSMENT REPORT ON THE PERFORMANCE OF THE SUPERVISORY BOARD IN 2024.

In 2024, the Supervisory Board (SB) fully carried out its functions and responsibilities in accordance with the law and the Company's Charter, specifically:

- The Supervisory Board members attended all regular meetings of the Board of Directors and coordination meetings.
- The Supervisory Board members effectively completed their duties, participating in discussions and unanimously voting to approve matters within the SB's functions and responsibilities.
- Supervised the compliance with the provisions of the Company's Charter and current legal regulations.
- Researched and provided advice to the Board of Directors and the Board of Management when necessary to ensure the best management of business risks.

V. SUPERVISORY BOARD'S ACTION PLAN FOR 2025

Based on the activities of the Supervisory Board (SB) and the Company's business plan for 2025, the SB has outlined the following action plan for 2025:

- Supervise compliance with the provisions of the Company's Charter, the resolutions of the General Meeting of Shareholders, the resolutions of the Board of Directors, the Company's regulations, and current legal regulations.
- Work closely with the independent auditing firm in the preparation and evaluation of the Company's financial statements.
- Regularly update on new regulations related to corporate governance, risk management, and relevant legal provisions. Additionally, update knowledge on taxes, accounting, finance, and industries related to the Company's business operations to ensure a comprehensive understanding to support the supervision and inspection work.
- Research and provide advice to the Board of Directors and the Board of Management when necessary to ensure the best management of business risks.
- Prepare reports for the General Meeting of Shareholders and perform other tasks in accordance with the current provisions of the Enterprise Law and the Company's Charter.

This is the report on the activities of the Supervisory Board in 2024, which we respectfully submit for consideration and approval by the General Meeting of Shareholders.

Sincerely!

Recipients:

- BOD, Board of Supervisors
- General Director;
- Shareholders;
- Archives./.

ON BEHALF OF THE BOARD OF SUPERVISORS

HEAD OF THE BOARD OF SUPERVISORS

[Signed]

NGUYEN THI THU HIEN

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

**REPORT ON PRODUCTION AND BUSINESS PERFORMANCE
RESULTS IN 2024
EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT
STOCK COMPANY**

Dear General Meeting of Shareholders,

The Board of Management respectfully presents to the General Meeting of Shareholders the Report on production and business results of Europe Vietnam International Fertilizer Joint Stock Company in 2024 with the following contents:

1. Production and business results in 2024

In 2024, the Vietnamese economy faced numerous internal and external challenges. However, Vietnam has persevered and made efforts to overcome these difficulties, striving for economic recovery and growth.

In this context, Au Viet International Fertilizer Joint Stock Company has successfully achieved the targets set for 2024, specifically: Net revenue reached 686.89 billion VND, fulfilling 110.79% of the set target; Net profit after tax reached 12.8 billion VND, fulfilling 134.74% of the plan.

No.	Indicator	2024 Plan	2024 Actual	% of Plan
1	Net revenue from sales and services (billion VND)	620	686,89	110,79
2	Net profit after corporate income tax (billion VND)	9,5	12,8	134,74

2. Production and business plan for 2025

With the goal of becoming a producer and supplier of high-quality fertilizers that meet the needs of sustainable agriculture and environmental protection, in 2025, Europe Vietnam International Fertilizer Joint Stock Company will focus on development as follows:

- Improving production processes: Innovating technology, organizing production scientifically, increasing productivity, and efficiency.
- Investment in technology: Enhancing investment in equipment and facilities; diversifying products to improve quality.
- Quality management: Ensuring raw materials and products meet national standards and are environmentally friendly.

- Market development: Expanding markets both domestically and internationally, innovating business methods to maintain and increase customers.
- Enhancing human resources quality: Strengthening professional training, optimizing costs, and improving labor productivity.

At the same time, the Board of Management respectfully submits the 2025 business plan for approval by the General Meeting of Shareholders, including some financial targets as follows.

No.	Indicator	In 2024	2025 Plan
1	Net revenue from sales and services (billion VND)	686,89	690
2	Net profit after corporate income tax (billion VND)	12,8	13,5

The Board of Management of the Company will focus on formulating long-term strategies, specifying them in each short-term development phase, and objectively, frankly, and in detail evaluating whether each strategic target has been achieved. Based on this, prompt and flexible adjustments will be made for the next phase.

Above is the report on the activities of the Board of Management of Europe Vietnam International Fertilizer Joint Stock Company in 2024, respectfully submitted for the General Meeting of Shareholders to consider and vote for approval.

Sincerely,

Recipients:

- BOD, Board of Supervisors
- General Director;
- Shareholders;
- Archives./.

ON BEHALF OF THE BOARD OF MANAGEMENT

GENERAL DIRECTOR

[Signed]

VO VAN PHUOC QUE

Note: This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.

**REPORT ON ORIENTATION AND PLAN
FOR PRODUCTION AND BUSINESS ACTIVITIES IN 2025**

Dear General Meeting,

The Board of Management reports to the General Meeting of Shareholders on the Company's production and business activity plan for 2025 as follows:

I. OPERATIONAL DIRECTION

1. The global economic situation - Vietnam

Fertilizer production companies in general and Europe Vietnam International Fertilizer Joint Stock Company in particular are forecast to continue facing numerous challenges in 2025 due to political instability and the complex global trade situation. However, with the government's economic growth target, the growth outlook for Vietnam in 2025 is positively assessed, thanks to the continuation of favorable trends from 2024. The fertilizer market in Vietnam in the early months of 2025 is showing many positive signs, with global price trends rising and domestic consumption demand remaining stable.

2. 2025 Operational Plan

Europe Vietnam International Fertilizer Joint Stock Company (AVG) aims to become a leading manufacturer and distributor of high-quality fertilizers, not only enhancing efficiency for farmers but also contributing to environmental protection. The company's long-term development strategy for the next 5–10 years focuses on organic microbial fertilizers in line with the global and domestic organic farming trend. The company's leadership considers this a sustainable growth direction, as the fertilizer industry is undergoing significant transformations amid the Fourth Industrial Revolution, marked by rapid advancements in science and technology alongside the rising demand for clean agriculture. Additionally, the government's policies are gradually improving, eliminating entry barriers in the organic and microbial fertilizer sector, thereby creating opportunities for domestic fertilizer enterprises.

To keep pace with industry trends and strengthen its business operations, AVG will implement the following key strategic initiatives:

- Establishing a new fertilizer manufacturing plant in Vinh Long.
- Optimizing production organization and management by continuously innovating and improving manufacturing efficiency.
- Enhancing investments in infrastructure and technology to diversify product lines and improve quality.
- Ensuring stable quality of raw materials and finished products, meeting state regulations and registered standards, with a strong commitment to environmentally friendly and high-trust products to enhance the reputation of the Au Viet fertilizer brand.

- Expanding domestic and international markets while maintaining the company's traditional customer base.
- Boosting the sales of organic fertilizers and high-quality imported NPK fertilizers.
- Improving employees' technical and professional skills while optimizing production and operational costs to increase productivity.

With a clear focus on sustainable development, Europe Vietnam International Fertilizer Joint Stock Company is committed to prioritizing customer interests, ensuring dedication and professionalism in every product, building trust and long-term relationships, and delivering business efficiency for the company, partners, and society.

II. PRODUCTION AND BUSINESS PLAN FOR 2025

No.	Targets	Implementation Plan
1	Revenue (Billion VND)	690
2	Net Profit After Tax (Billion VND)	13,5

III. IMPLEMENTATION SOLUTIONS

1. Organizational Work

- Continue to strengthen and supplement a team of highly skilled personnel to meet the Company's development needs.
- Enhance work supervision activities, organize work according to a three-level model, create a professional working environment for employees to fully utilize their potential, foster unity and trust, and strengthen the management team with capable leaders to support the Company's development in the new phase.

2. Production Management and Supervision

- Continue to invest in building modern machinery and production lines to enhance productivity and minimize costs;
- Link production with sustainable raw material area planning, ensuring the Company can always be proactive in sourcing raw materials, stabilizing production, and ensuring product quality;
- Improve the planning process, with unified implementation methods from the management board to the departments of the Company. Set standards for each production stage. Delegate autonomy and accountability to departments in production and business operations to maximize the dynamism and creativity of each department..

3. Investment and Development Activities

- Seek, collaborate, and establish partnerships with potential partners to expand the Company's business operations.

The above is the report on the direction and tasks of the company's activities for 2025, respectfully submitted to the General Meeting of Shareholders for consideration and approval.

Sincerely,

Recipients:

- *Board of Directors, Internal Control Committee;*
- *General Director*
- *Shareholders;*
- *Administration & Human Resources Department & Legal Affairs.*

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

[Signed]

NGUYEN HOANG LUAN

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

**EUROPE VIETNAM
INTERNATIONAL FERTILIZER
JOINT STOCK COMPANY**
-----o0o-----

No: 02/2025/TTr-HDQT/AVG

SOCIALIST REPUBLIC OF VIETNAM
Independence – Liberty - Happiness
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Hau Giang, April 25, 2025

PROPOSAL

Regarding the Change of Members in the Board of Directors.

**To: The Annual General Meeting of Shareholders 2025
Europe Vietnam International Fertilizer Joint Stock Company**

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders of Europe Vietnam International Fertilizer Joint Stock Company for consideration and approval of the change in the members of the Board of Directors as follows:

On March 28, 2025, Europe Vietnam International Fertilizer Joint Stock Company has received the resignation letter from Mrs. Vo Huynh Trang as a member of the Board of Directors. The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for consideration and approval of the dismissal of Mrs. Vo Huynh Trang from the position of Board Member, effective from April 25, 2025, and the election of an additional member to the Board of Directors for the 2023-2028 term.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders for approval of the nominee for the position of Board Member for the 2023-2028 term as follows (Curriculum Vitae attached):

Full name: Mr. Nguyen Duc Loc Gender: male

The Board of Directors reports to the Annual General Meeting of Shareholders on the above matter and respectfully submits to the meeting for consideration and approval of the dismissal and the election of an additional member to the Board of Directors of the Company.

Recipients:

- Board of Directors, Supervisory Board;
- General Director;
- Shareholders;
- Document archive.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

[Signed]

NGUYEN HOANG LUAN

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

GENERAL PROPOSAL

Submitted to: The 2025 Annual General Meeting of Shareholders of Europe Vietnam International Fertilizer Joint Stock Company

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on the Organization and Operations of Europe Vietnam International Fertilizer Joint Stock Company;
- Based on the business and production results of Au Viet International Fertilizer Joint Stock Company in 2024.

Issue 1: Approval of the audited financial statements for 2024 and authorization for the Board of Directors to select the auditing firm for 2025

In accordance with the resolution of the Annual General Meeting of Shareholders in 2024, the Board of Directors has selected Nhan Tam Viet Auditing Company Limited as the auditing firm to perform the audit of the Company's 2024 Financial Statements. The Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company respectfully submits the audited 2024 Financial Statements by Nhan Tam Viet Auditing Company Limited for approval by the General Meeting of Shareholders.

At the same time, the Board of Directors proposes that the General Meeting of Shareholders approve the list of auditing firms below and authorize the Board of Directors to organize the selection and decision-making process to choose one of these auditing firms to perform the audit of the 2025 Financial Statements and the 2025 Interim Review Report of the Company:

1. Nhan Tam Viet Auditing Company Limited (NVT)
2. International Auditing And Valuation Company Limited (IAV)
3. Asco Firm Auditing And Valuation Company Limited (ASCO)
4. Viet Nam Auditing And Valuation Company Limited (AVA)
5. Aac Auditing And Accounting Company Limited (AAC)
6. Dfk Viet Nam Auditing Company Limited (DFK)

Furthermore, in the event that the negotiation for selecting the auditing firms listed above does not achieve the desired outcome, or if, at the time of signing the contract, the selected auditing firm fails to meet the required conditions, the Board of Directors respectfully submits for approval by the General Meeting of Shareholders the authorization for the Board of Directors to decide and select one of the independent auditing firms from the list of firms authorized by the State Securities Commission, in accordance with the Securities Law and the regulations on independent audits..

Issue 2: Profit Distribution Plan

a. The Board of Directors proposes the profit distribution plan for 2024 as follows:

No.	Content	Value (billion VND)
1	Net profit achieved in 2024	12,8
2	Cumulative profit as of December 31, 2024	46,4
3	Provision for funds	0

b. Dividend Payment Plan

- Based on the Company's business performance in 2024 and the development orientation for 2025, the Board of Directors proposes the Annual General Meeting of Shareholders in 2024 to approve the continuation of the dividend payment for 2024 as follows:

- Issuance Method (Capital Increase Method): Issuance of additional shares to pay dividends.
- Total Dividend Payment Ratio in Shares (25%): Ratio of 4:1. As of the record date for the exercise of rights, shareholders holding 4 old shares will receive 1 additional new share.
- Target Recipients: Existing shareholders as listed by the Vietnam Securities Depository Center (VSDC) on the final registration date to receive dividends in the form of shares.
- Source for Issuance of Shares to Pay Dividends: From undistributed after-tax profits in the audited financial statements for 2024
- Expected Issuance Time (Capital Increase Timing): Before the Company proceeds with issuing shares to existing shareholders and after receiving approval from the State Securities Commission.
- Number of Shares Currently in Circulation: 17.679.982 shares
- Estimated Number of Shares to be Issued for Dividend Payment: 4.419.995 shares
- Number of shares after issuing dividend shares (expected): 22.099.977 shares
- Estimated Charter Capital After Dividend Payment (expected): 220.999.770.000 VND
- Handling of Fractional Shares: The number of shares to be allocated to existing shareholders will be rounded down to the nearest unit. Fractional shares (if any) will be canceled.

Example: On the record date, shareholder Nguyen Van A holds 391 shares. The number of shares that Mr. Nguyen Van A will receive, based on the issuance ratio, is calculated as $391 \times 25\% = 97.75$ shares. After rounding, the number of shares Mr. Nguyen Van A will receive is 97 shares; 0.75 shares will be canceled..

- The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the authorization for the Board of Directors to select an appropriate time based on the actual situation to finalize the list of shareholders exercising the right to pay dividends to existing shareholders and authorize the Board of Directors to amend and supplement the details of the dividend payment plan if necessary to comply with legal regulations; amend and supplement the Company's Charter and change the Company's Business Registration to record the capital adjustment according to the actual results of dividend payment activities..

- The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the registration and deposit of additional securities at the Vietnam Securities Depository and Clearing Corporation, as well as the registration for trading on the UPCoM system for the total number of shares actually issued after the dividend payment is completed.

Issue 3: Remuneration for the Board of Directors (BOD) and Supervisory Board (SB) for 2025

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval the proposed remuneration for the Board of Directors (BOD) and the Supervisory Board (SB) for 2025 as follows:

No.	Position	Number	Monthly salary (VND)	Annual salary (VND)
1	Chairman of the Board of Directors	1	6.000.000	72.000.000
2	Member of the Board of Directors	4	3.000.000	144.000.000
3	Head of the Supervisory Board	1	4.000.000	48.000.000
4	Member of the Supervisory Board	2	2.000.000	48.000.000
Total				312.000.000

Issue 4: Approval of transactions with related parties in 2025 and authorization for the Board of Directors to execute contracts with related parties in accordance with regulations (if any):

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the signing and execution of transactions and contracts between Europe Vietnam International Fertilizer Joint Stock Company and related parties in accordance with legal regulations arising in 2025 (if any). Specifically as follows:

- Related parties signing contracts and transactions with AVG: According to the provisions in Clause 23, Article 4 of the 2020 Enterprise Law;
- Types of contracts and transactions: Transactions for purchase/sale; lending/borrowing transactions; secured transactions (guarantees, pledges, mortgages, etc.)
- Value and limits of the above-mentioned contracts and transactions: In accordance with the provisions of the Company's Charter and Article 167 of the 2020 Enterprise Law (except for contracts prohibited by the provisions of Article 293 of Decree No. 155/2020/ND-CP guiding the 2019 Securities Law and other legal regulations, if any).

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the authorization for the Board of Directors to direct and supervise the signing and execution of the above-mentioned contracts in compliance with the provisions of the law, the Company's Charter, and the resolutions of the General Meeting of Shareholders.

The Board of Directors respectfully submits to the Annual General Meeting of Shareholders in 2025 for approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN
[Signed]**

NGUYEN HOANG LUAN

Note: *This document may be amended or supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the meeting.*



Hau Giang, April ..., 2025

PROPOSAL NO. .../2025/TTr-HDQT/AVG

Re: Initial Public Offering (IPO)

**TO: THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK COMPANY**

I. LEGAL BASIS

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14, passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Law on Securities;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, providing guidelines on the offering, issuance of securities, public tender offers, share buybacks, registration of public companies, and termination of public company status;
- Pursuant to the current Charter of Europe Vietnam International Fertilizer Joint Stock Company;
- Based on the Company's business operations and actual capital mobilization needs to support production, business activities, and development plans.

II. NECESSITY OF CAPITAL INCREASE

1. Supplementing working capital to support the Company's production and business activities:
 - A larger capital base enables the Company to expand its business activities, enhance production capacity to meet customer demands, and seize promising business opportunities.
2. Restructuring debt to improve financial autonomy and reduce financial pressure on the Company:
 - To maintain stable growth, the Company needs to restructure its capital and strengthen its financial capacity, allowing for greater flexibility in business operations.



Therefore, the Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the plan for the Company's initial public offering (IPO) as follows:

III. INITIAL PUBLIC OFFERING (IPO) PLAN

1. Detailed issuance plan

1. Offering Organization : Europe Vietnam International Fertilizer Joint Stock Company
2. Stock Name : Shares of Europe Vietnam International Fertilizer Joint Stock Company
3. Type of Shares : Common Shares
4. Stock Code : AVG
5. Par Value : VND 10,000 per share
6. Charter Capital Before the Offering : VND 176.799.820.000
7. Number of Outstanding Shares Before the Offering : 17.679.982 shares
Number of Treasury Shares Before the Offering : 0 shares
8. Number of Shares Expected to Be Offered : Up to 8,000,000 shares (Eight million shares)
9. Total Expected Offering Value (at Par Value) : Up to VND 80,000,000,000 (Eighty billion VND)
10. Estimated Charter Capital After the Offering : Up to VND 256,799,820,000 (Two hundred fifty-six billion seven hundred ninety-nine million eight hundred twenty thousand VND)
11. Offering Method : Initial Public Offering (IPO)
12. Eligible Investors : Offering to domestic and foreign organizations and individuals interested in purchasing the Company's shares.
13. Pricing Principles : Based on the capital utilization needs, the book value of the shares, and an analysis of price dilution, the initial public offering (IPO) price is determined by the Company at VND 10,000 per share.
14. Expected Offering Price : Based on a comparison with the book value in the most recent financial statements and to ensure the success of the offering, the General Shareholders' Meeting has determined the offering price to be VND 10,000 per share.
15. Total Offering Value at the Expected Offering Price : VND 80.000.000.000 (Eighty billion VND)
16. Share Premium : VND 0
17. Distribution Method : The distribution will be carried out through the traditional



book-building method via (i) a distributing agent or (ii) self-distribution.

The General Meeting of Shareholders authorizes the Board of Directors to have full discretion in selecting the distribution method in compliance with legal regulations and the Company's needs at the time of implementation.

18. Plan for Handling Unsold Shares (if any) : For all the shares that are not fully distributed in the offering, the General Shareholders' Meeting authorizes the Board of Directors to: (i) apply for an extension of the distribution period and continue offering the shares to other domestic investors as determined by the Board of Directors, ensuring compliance with current legal regulations, with a sale price no lower than the initial offering price; or (ii) decide to cancel and terminate the offering, adjusting the charter capital based on the actual number of shares issued.
19. Transfer Restrictions : The shares offered in the initial public offering (IPO) are common shares and are not subject to transfer restrictions. Unsold shares, if allocated by the Board of Directors to other interested investors, will be subject to a transfer restriction period of one (1) year from the date of completion of the offering, in accordance with Clause 2, Article 42 of Decree 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law.
20. Plan to Ensure Compliance with Foreign Ownership Ratio Regulations : The General Meeting of Shareholders approves the maximum foreign ownership ratio of the Company at 50% and authorizes the Board of Directors to decide on the plan for ensuring the offering of shares in compliance with the foreign ownership ratio regulations, and to adjust the maximum foreign ownership ratio in accordance with the Company's changing needs and legal requirements (if any). The Board of Directors is responsible for overseeing the implementation to ensure compliance with the foreign ownership ratio regulations at the Company.
21. Expected Offering Period : After approval by the State Securities Commission and expected within 2025.
22. Registration for Depository and Additional Trading : All additional issued shares will be registered for supplementary depository at the Viet Nam Securities Depository and Clearing Corporation (VSDC) and for additional trading on the UPCoM trading system immediately after the completion of the offering, in



- compliance with legal regulations.
23. Minimum Successful Offering Rate : Not applicable.
24. Capital Raising Plan in Case of not selling all Shares as Planned : The General Meeting of Shareholders authorizes the Board of Directors to apply for an extension of the offering period to continue selling the remaining unsold shares if necessary.
- In the event that the shares are not fully distributed as planned and the total capital raised does not meet the expected amount, the General Meeting of Shareholders authorizes the Board of Directors to adjust the allocation and/or amend and supplement the capital utilization plan from the offering. Additionally, the Board of Directors is authorized to seek alternative financing sources, including loans, to compensate for the shortfall, ensuring alignment with the Company's business operations, development plans, and shareholder interests.



2. Plan for Utilizing the Proceeds from the Initial Public Offering

- The total expected proceeds from the initial public offering (IPO) are **VND 80.000.000.000**.
- Proposed capital utilization plan:
 - (i) Supplement working capital to support the Company's business and production activities.
 - (ii) Restructure existing loans to enhance financial autonomy and reduce financial pressure on the Company.
- The detailed capital utilization plan, prioritized as follows:

No.	Description	Estimated Amount (VND)
1	Additional working capital to support the company's production and business operations.	45.000.000.000
2	Repayment of loans to enhance financial autonomy and reduce financial pressure on the company.	35.000.000.000
Total		80.000.000.000

Depending on the actual amount of capital raised after the offering, the General Shareholders' Meeting authorizes and delegates to the Board of Directors, based on the specific situation of the Company, to develop a capital utilization plan, decide on the allocation of the proceeds from the share offering, and/or amend, supplement, or adjust the utilization plan in line with the Company's business operations, overall development plan, and to maximize shareholder interests. In the event of adjustments to the plan, the Board of Directors will report to the General Shareholders' Meeting at the nearest meeting following the adjustment.

III. APPROVAL OF THE PROCEDURES FOR INCREASING CHARTER CAPITAL AND AMENDING THE CHARTER REGARDING CHARTER CAPITAL

- (i) Approval of the authorization for the Company's legal representative to carry out the necessary procedures and make relevant decisions to register the increase/change of the Company's charter capital, amend the Company's Enterprise Registration Certificate with the Business Registration Authority and other competent State authorities in accordance with legal regulations to record/update the Company's new charter capital after the completion of the offering.
- (ii) Approval of the adjustment of the charter capital stated in the Company's Charter to increase in accordance with the results of the additional share issuance and the actual charter capital after the completion of the issuance.

IV. APPROVAL OF THE AUTHORIZATION CONTENT FOR THE BOARD OF DIRECTORS.



In addition to the tasks assigned/authorized to the Board of Directors as detailed in the aforementioned share offering plan and the matters within the authority of the Board of Directors as stipulated in the Company's Charter and relevant laws, the General Meeting of Shareholders authorizes the Board of Directors to carry out all necessary tasks related to the share offering, additional depository registration, and additional listing registration of the Company's shares, specifically:

- Decide on matters and detailed plans related to the share offering plan, including but not limited to amending, supplementing, and adjusting the issuance plan as necessary based on the actual situation of the Company and/or the requirements of competent State authorities to ensure that the additional share issuance is carried out in compliance with applicable laws, while safeguarding the rights of shareholders and the Company.
- Proactively prepare and explain the share offering registration dossier submitted to the State Securities Commission, while also proactively adjusting the plan and other related documents as required by the State Securities Commission and relevant competent authorities.
- Develop and decide on the detailed plan for the use of the funds raised from the offering; adjust the allocation and use of the funds raised; change the purpose and plan for using the funds (if necessary) to align with the actual situation, ensuring the interests of shareholders and the Company, and report to the latest General Meeting of Shareholders on any adjustments related to the purpose and use of these funds (if any).
- Select an appropriate timing for the issuance to carry out the share offering after obtaining approval from the State Securities Commission (SSC).
- Proactively carry out the related legal procedures after the completion of the share offering: amend the Business License, revise the capital section in the Company's Charter, and other legal documents in accordance with the law.
- Implement the necessary procedures to register the full number of shares issued under the above plan for additional deposit at the Viet Nam Securities Depository (VSDC) and register the additional trading of all newly issued shares on the UPCoM Trading System in accordance with legal regulations.
- Authorize the Board of Directors to approve the plan ensuring that the share offering complies with the regulations on the maximum foreign ownership ratio at the Company.
- Authorize the Board of Directors to carry out other related tasks regarding this capital increase in accordance with the Company's Charter and current laws.
- If deemed necessary, the Board of Directors will assign/allocate/redelegate part or all of the tasks within its authority and responsibility mentioned above.



- The Board of Directors will report to the General Meeting of Shareholders on the results of the additional share issuance and the increase in the company's charter capital at the nearest General Meeting of Shareholders.

The Board of Directors respectfully submits for the consideration and approval of the General Meeting of Shareholders.

Sincerely,

Nơi nhân:

- *As above;*
- *BOD, Board of Supervisors;*
- *Archives./.*

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

NGUYEN HOANG LUAN

DRAFT

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024 EUROPE VIETNAM INTERNATIONAL FERTILIZER JOINT STOCK COMPANY

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, of the National Assembly of the Socialist Republic of Vietnam
- Based on the Charter of Organization and Operation of Europe Vietnam International Fertilizer Joint Stock Company;
- Based on the minutes of the voting at the Annual General Meeting of Shareholders 2025 of Europe Vietnam International Fertilizer Joint Stock Company on April 25, 2025;
- Based on the minutes of the Annual General Meeting of Shareholders 2025, No. 01/2025/BBH-DHD/AVG of Europe Vietnam International Fertilizer Joint Stock Company on April 25, 2025;

The Annual General Meeting of Shareholders 2024 of Europe Vietnam International Fertilizer Joint Stock Company was held at the A meeting room of the Company's representative office, located at: Representative Office in Can Tho - No. 244/52A, Cach Mang Thang 8 Street, Bui Huu Nghia Ward, Binh Thuy District, Can Tho City, on April 25, 2025, with shareholders, representing shares, equivalent to% of the total voting shares, attending the meeting. The meeting discussed and unanimously approved the following resolutions:

RESOLUTION

I/ The Annual General Meeting of Shareholders 2025 approved the following main contents

Article 1: Approval of the Reports from the Board of Directors, independent members of the Board of Directors, the Board of Management, and the Supervisory Board of the Company for the year 2024:

- The Board of Directors' activity report for 2024 (*detailed report as per the attached document*);
- The activity report of the Independent Board Member for 2024 (*detailed report as per the attached document*).
- The activity report of the Board of Management for 2024 (*detailed report as per the attached document*).
- The activity report of the Supervisory Board for 2024 (*detailed report as per the attached document*).

Article 2: Approval of the business performance results for 2024 and the production and business plan for 2025.

The General Meeting of Shareholders approves the business performance results for 2024 with the following key indicators:

Unit: Billion VND

No.	Indicator	In 2024
1	Net revenue from sales and services	686,89
2	Profit before tax	13,56
3	Profit after tax	12,80

The General Meeting of Shareholders approved the business plan for 2025 as follows:

No.	Indicator	Plan for 2025
1	Net Revenue	690
2	Profit After Tax	13,5

Article 3: Approval of the audited financial statements for 2024 and authorization for the Board of Directors to select the auditing firm for 2025 (details as per the attached proposal).

Article 4: Approval of the profit distribution plan and dividend payment for 2024 (details as per the attached proposal).

Article 5: Approval of the remuneration plan for the Board of Directors and the Supervisory Board for 2025 (details as per the attached proposal).

Article 6: Approval of the plan for the initial public offering (IPO) of shares (details as per the attached proposal).

Article 7: Approval of the dismissal of Mrs. Võ Huỳnh Trang from the position of Member of the Board of Directors for the term 2023 - 2028, effective from April 25, 2024.

Article 8: Approval of the appointment of Mr. Nguyễn Đức Lộc to the position of Member of the Board of Directors for the term 2023 – 2028, effective from April 25, 2024.

Article 9: Approval of transactions with related parties in 2025 and authorization for the Board of Directors to execute related party transactions in accordance with regulations (if any).

The General Meeting of Shareholders approves the signing and execution of transactions and contracts between Europe Vietnam International Fertilizer Joint Stock Company (AVG) and related parties in accordance with legal regulations arising in 2025 (if any). Specifically:

- Related parties entering into contracts and transactions with AVG: As stipulated in Clause 23, Article 4 of the 2020 Enterprise Law.
- Types of contracts and transactions: Purchase/sale transactions; loan/lending transactions; secured transactions (guarantee, pledge, mortgage, etc.).
- Value and limits of the above-mentioned contracts and transactions: In compliance with the Company's Charter and Article 167 of the 2020 Enterprise Law (excluding contracts prohibited under Article 293 of Decree 155/2020/ND-CP guiding the 2019 Securities Law and other applicable legal regulations, if any).

The General Meeting of Shareholders approves the authorization for the Board of Directors to direct and supervise the signing and execution of the above contracts to ensure compliance with legal regulations, the Company's Charter, and resolutions of the General Meeting of Shareholders.

II/ Implementing Unit

The Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company, the Board of Management, and the relevant departments/units are responsible for implementing this Resolution, ensuring the interests of shareholders, the Company, and complying with the provisions of the law.

This Resolution has been approved by the General Meeting of Shareholders and shall take effect from April 25, 2025.

Recipients:

- *Shareholders, Website;*
- *Members of the Board of Directors, Board of Management, Supervisory Board;*
- *Archives./.*

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

NGUYEN HOANG LUAN

Note: *This document may be amended and supplemented as appropriate and submitted to the General Meeting of Shareholders for consideration and decision at the General Meeting.*

SOCIALIST REPUBLIC OF VIETNAM

Independence – Liberty - Happiness

**APPLICATION FOR CANDIDACY
MEMBER OF THE BOARD OF DIRECTORS
TERM 2023 - 2028**

To: - *The General Meeting of Shareholders of Europe Vietnam International Fertilizer Joint Stock Company*
- *The Board of Directors of Europe Vietnam International Fertilizer Joint Stock Company*

My name is: NGUYEN DUC LOC

Gender: Male

Permanent address: Bo Bao Hamlet, Thanh An Town, Vinh Thanh District, Can Tho City

Educational background: Agricultural Engineer - Can Tho University

Currently owning: 0 shares (In words: No shares) of Europe Vietnam International Fertilizer Joint Stock Company.

After reviewing the nomination criteria outlined in the Regulations for the Nomination and Election of Board Members at the Annual General Meeting of Shareholders 2025 of Europe Vietnam International Fertilizer Joint Stock Company, I would like to submit my candidacy for the position of Board Member for the 2023 - 2028 term.

I respectfully request the Board of Directors and the Annual General Meeting of Shareholders 2025 to allow me to self-nominate for the position mentioned above at Europe Vietnam International Fertilizer Joint Stock Company for the 2023 - 2028 term. I commit to taking full responsibility for the accuracy and truthfulness of the content of this letter and the attached documents, and I also pledge to fully comply with the provisions of the Company's Charter and the Regulations for the Nomination and Election of Board Members for the 2023 - 2028 term at the Annual General Meeting of Shareholders 2025 of Europe Vietnam International Fertilizer Joint Stock Company.

If I am elected by the shareholders, I will dedicate all my abilities and commitment to contribute to the development of the Company.

I sincerely thank you for your consideration!

Curriculum Vitae attached:

- *The candidate's curriculum vitae.*

Hau Giang,/...../ 2025

Candidate

[Signed]

Nguyen Duc Loc

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CURRICULUM VITAE

1. Personal Information:

Full name: Nguyen Duc Loc

Year of birth: 1984

Gender: Male

Permanent residence address: Bo Bao Hamlet, Thanh An Town, Vinh Thanh District, Can Tho City

Current address: 3A Residential Area, KV5, An Binh Ward, Ninh Kieu District, Can Tho City

Current position:

2. Educational background

Time	Institution/Place of study	Degree
2002-2007	Can Tho University	Agricultural Engineer

3. Work Experience

Time	Position	Name of organization
2009 - 2015	Sales Executive	ADC Limited Liability Company
2015 – 2024	Branch Director of Can Tho - Hau Giang	ADC Limited Liability Company

I hereby certify that the above statements are entirely true and I take full responsibility before the law for the accuracy of the information provided..

Hau Giang,/...../ 2025

Declarant

[Signed]

Nguyen Duc Loc