


No.: 27 /CV-CT

Ho Chi Minh City, April 11, 2025

QUARTERLY INFORMATION DISCLOSURE

To: - State Securities Commission;
- Ho Chi Minh City Stock Exchange.

1. Organization name: **BEN THANH TRADING & SERVICE JOINT STOCK COMPANY**
 - Stock code: BTT
 - Address: 2 – 4 Luu Van Lang Street, Ben Thanh Ward, District 1, Ho Chi Minh City
 - Contact number: (028) 38.223.390 - Fax: (028) 38.291.389
 - E-mail: benthanh@benthanhtsc.com
2. Content of the disclosed information:
Ben Thanh Trading & Service Joint Stock Company announces information regarding the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders (*attached*).
3. This information is published on the company's website on the same day at the following link:
www.benthanhtsc.com

We hereby undertake that the information disclosed above is true and accurate, and we take full responsibility before the law for the content of the disclosed information. 

Organization Representative

Authorized person to disclose information

DEPUTY GENERAL DIRECTOR 

Accompanying documents:

- Minutes of the 2025 Annual General Meeting of Shareholders dated April 11, 2025;
- Resolution No. 01/NQ-2025 dated April 11, 2025 of the 2025 Annual General Meeting of Shareholders



NGUYEN THI MAI TRAM



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

**MINUTES OF THE
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
BEN THANH TRADING & SERVICE JOINT STOCK COMPANY**

I. GENERAL COMPANY INFORMATION

1. Company Name: **BEN THANH TRADING & SERVICE JOINT STOCK COMPANY.**
2. Head Office Address: 2-4 Luu Van Lang Street, Ben Thanh Ward, District 1, Ho Chi Minh City.
3. Business Registration Certificate No.: 0301164065, issued by the Department of Planning and Investment of Ho Chi Minh City for the first time on April 21, 2004.

II. MEETING TIME AND VENUE

1. Time: 08:15 AM, Friday, April 11, 2025.
2. Venue: Saigon Hall, Kim Do Hotel (Royal Hotel Saigon) - Address: 133 Nguyen Hue, Ben Nghe Ward, District 1, Ho Chi Minh City.

III. MEETING COMMENCEMENT PROCEDURES

1. The organizing committee announced general information about the meeting, which was approved by the General Meeting of Shareholders with a **100%** approval rate based on the total number of voting shares represented at the meeting, including the following matters:
 - a. The Working Regulations and Voting Rules of the 2025 Annual General Meeting of Shareholders (*attached to these Minutes*) was approved.
 - b. The list of the Shareholder Eligibility Verification Committee was approved, consisting of the following members:

- *Ms. Hoang Thanh Hai - Head of Committee.*
- *Ms. Pham Thi Ngoc Bich.*

2. The Shareholder Eligibility Verification Committee presented the first verification report:

The total number of shares owned and represented by shareholders attending the 2025 Annual General Meeting of Shareholders at the opening time was **12.841.211 shares**, accounting for **95,12%** of the total voting shares.

In accordance with the Law on Enterprises 2020 and the Company's Charter, the 2025 General Meeting of Shareholders of Ben Thanh Trading & Service Joint Stock Company met the conditions to proceed.

3. The General Meeting of Shareholders approved the list of the Presidium with a **100%** approval rate based on the total number of voting shares represented at the meeting, including the following individuals:

- *Mr. Pham Hoang Liem - Chairman of the Board of Directors.*
 - *Ms. Nguyen Viet Hoa - Board Member, General Director.*
4. The Presidium appointed the Meeting Secretary, including:
- *Ms. Phan Thi Huong Giang.*
 - *Ms. Pham Minh Anh.*
5. The Presidium introduced the lists of the Vote Counting Committee, the Election Counting Committee, and the Supervisory Committee for Vote and Election Counting at the meeting, which were approved by the General Meeting of Shareholders with a **100%** approval rate based on the total number of voting shares represented at the meeting, including:
- a. The list of the Vote Counting Committee:
- *Mr. Nguyen Thanh Nhut - Head of Committee.*
 - *Ms. Tran Thi Sen.*
 - *Ms. Pham Thi Ngoc Bich.*
 - *Ms. Dinh Thi Quyen.*
- b. The list of the Election Committee:
- *Mr. Nguyen Thanh Nhut - Head of Committee.*
 - *Mr. Do Hoang Thong.*
 - *Mr. Ha Dat Cuong.*
- c. The list of the Supervisory Committee for Vote and Election Counting:
- *Ms. Hoang Thanh Hai - Head of Committee.*
6. The General Meeting of Shareholders approved the agenda of the 2025 Annual General Meeting of Shareholders (**attached to these Minutes**) with a **100%** approval rate based on the total number of voting shares represented at the meeting.

IV. MEETING PROCEEDINGS

1. Chairman of the Board, Head of the Supervisory presented the Reports and Submissions from the Board of Directors, the General Director, and the Supervisory Board of the Company (as provided in the 2025 AGM documents previously sent to shareholders).

2. Discussions of the General Meeting of Shareholders

The meeting recorded 05 questions from 01 shareholder. Specifically as follows:

- i. *Request the Board of Directors to clarify the difficulties and problems related to the 220-226 Le Thanh Ton project and whether this project is expected to complete legal procedures in 2025 or not?*
- ii. *Regarding the Company's real estate leasing business, how does the Board of Directors evaluate the Company's current real estate leasing situation?*
- iii. *Request the Board of Directors to provide more information on the Company's business performance in the first quarter of 2025.*
- iv. *For capital investments that are losing money, what plans does the Board of Directors have to control this situation?*

- v. *Regarding the investment at Think Vuong Investment Joint Stock Company, when is the Company expected to make provisions and how will the provisions be made?*

On behalf of the BOD and General Management Board, the Presidium responded to the above matters as follows:

- i. *For content related to project 220-226 Le Thanh Ton:*

The project encountered some difficulties and obstacles in legal procedures related to construction planning indicators as well as changes in legal policies. Currently, the Company is waiting for the restructuring of the state administrative apparatus (eliminating the district and county levels) to be completed before it can continue to carry out legal procedures for this project.

- ii. *Regarding the Company's real estate leasing business:*

In reality, the Company's real estate leasing business is still facing many difficulties: the time to find new tenants is prolonged, the rental price is difficult to maintain the previous level, however, in 2025, the Board of Directors will still strive to set a profit plan target to continue to grow and not be lower than in 2024.

- iii. *Regarding the information on the Company's business results in the first quarter of 2025:*

At the meeting, the Presidium provided shareholders with full information on the estimated business results in the first quarter of 2025 and the results in the first quarter of 2025 of Ben Thanh Trading - Service Joint Stock Company.

- iv. *Regarding capital investments that are losing money:*

The Executive Board and the Board of Directors have carried out divestments from this company, but all divestments have been unsuccessful. Improving capital investment activities outside the company is always a key task of the Executive Board and the Board of Directors and is carried out throughout the Company's operations.

- v. *Regarding the provision for financial investments at Think Vuong Investment Joint Stock Company:*

At the meeting, the Presidium provided information on the expected provision for 2025 for Think Vuong Investment Joint Stock Company.

3. Second report on shareholder eligibility verification before the General Meeting proceeds with voting

The total number of shares owned and represented by shareholders attending the 2025 Annual General Meeting of Shareholders at the time of voting was **12.841.218 shares**, accounting for **95,12%** of the total voting shares.

4. Voting on the dismissal of Mr. Pham Hoang Liem from the Board of Directors and the approval of the number of additional members to be elected to the Board of Directors for the 5th term (2024-2029) (Submission No. 01/TTr-HDOT dated February 26, 2025):

Voting results:

- * Approved: **12.841.218** shares, representing **100%** of the total voting shares at the meeting.

- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

5. Voting on the list of candidates nominated for election to the Board of Directors for the 5th term (2024-2029) (Submission No.05/TTr-HDOT dated March 27, 2025):

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

6. The Vote Counting Committee providing instructions on the voting procedures

7. Approval of the election rules

After Mr. Nguyen Thanh Nhut (*Head of the Election Committee*) presented the Election Rules (*attached to these Minutes*), the General Meeting of Shareholders voted to approve the Election Rules with a 100% approval rate based on the total number of voting shares represented at the meeting.

8. The General Meeting of Shareholders proceeding to vote in accordance with the Voting Rules and conducted the election of members of the Board of Directors in accordance with the Election Rules

9. Announcement of the voting results

(1) Report on the Board of Directors' operation in 2024 and 2025 direction (Report No.02/BC-BOD dated March 19, 2025)

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 100% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

(2) Report by the General Director on the 2024 business performance and the 2025 business direction (Report No. 09/BC-CT dated March 19, 2025):

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

(3) Report by the Supervisory Board on its activities (Report No. 01/2025/BC-BKS dated March 7, 2025)

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.

- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

(4) Proposal on profit distribution for 2024 (Submission No.02 /TTr-HDQT dated March 19, 2025):

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

(5) Proposal on the appropriation of the 2025 Operating Fund of the Board of Directors and the Supervisory Board (Submission No.03/TTr-HDQT dated March 19, 2025):

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

(6) Selection of the independent auditor for the 2025 financial statements (Submission No. 01/2025/TTr-BKS dated February 20, 2025):

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

(7) Approval of the 2024 Financial Statements and Consolidated Financial Statements of the Company (audited) (Submission No.04/TTr-HDQT dated March 19, 2025):

Voting results:

- * Approved: 12.841.218 shares, representing 100% of the total voting shares at the meeting.
- * Disapproved: 0 shares, representing 0% of the total voting shares at the meeting.
- * Abstained: 0 shares, representing 0% of the total voting shares at the meeting.

10. Announcement of election results for additional members of the Board of Directors for the 5th term (2024-2029)

Mr. Vu Dinh Quan was elected as an additional member of the Board of Directors for the 5th term (2024 - 2029) with 12.831.339 votes, reaching 99,9231%.

11. The newly elected member(s) of the Board of Directors were introduced to the General Meeting of Shareholders; flowers were presented to the outgoing Board Member(s).

V. THE GENERAL MEETING CONCLUSION

1. The Minutes of the 2025 Annual General Meeting of Shareholders of Ben Thanh Trading & Service Joint Stock Company were approved.

Approval rate: **100%** of the total voting shares represented at the meeting.

2. The Resolution of the 2025 Annual General Meeting of Shareholders of Ben Thanh Trading & Service Joint Stock Company was approved.

Approval rate: **100%** of the total voting shares represented at the meeting.

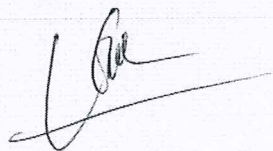
3. The meeting was officially declared closed.

The 2025 Annual General Meeting of Shareholders of Ben Thanh Trading & Service Joint Stock Company concluded at **11:05 AM** on April 11, 2025. These Minutes were read in full to the 2025 Annual General Meeting of Shareholders, whose content was approved with a **100%** approval rate based on the total number of voting shares represented at the meeting.

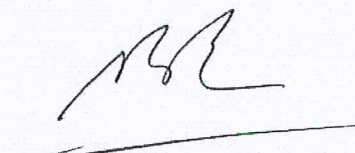
These Minutes consist of 06 (six) pages and are made in 03 (three) original copies of equal legal validity, signed below by the Presidium and the Secretary of the meeting.

THE SECRETARY

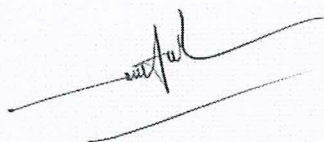
THE PRESIDIUM



- Ms. Phan Thi Huong Giang



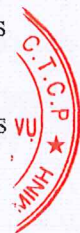
- Mr. Pham Hoang Liem



- Ms. Pham Minh Anh



- Ms. Nguyen Viet Hoa



RESOLUTION

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Enterprises No. 59/2020/QH14 of the National Assembly of the Socialist Republic of Vietnam;
- Based on the Charter of Organization and Operation of Ben Thanh Trading & Service Joint Stock Company;
- Pursuant to the vote tallying results, the election vote tallying results, and the Minutes of the 2025 Annual General Meeting of Shareholders of Ben Thanh Trading & Service Joint Stock Company dated April 11, 2025, which were approved by the General Meeting of Shareholders,

HEREBY RESOLVES:

Article 1: To approve Report No. 02/BC-HDQT dated 19/03/2025 of the Board of Directors on the activities of the Board of Directors in 2024 and the operational direction for 2025. Herein, authorizing the Board of Directors to decide on adjustments to the business plan in the event of material factors impacting the Company's business operations.

Approval rate: 100%.

Article 2: To approve Report No. 09/BC-CT dated 19/03/2025 of the General Director on the business performance in 2024 and the business operational direction for 2025. Herein, approving several key targets for the Company in 2025 as follows:

- | | | |
|---|---|--|
| 1. Consolidated total revenue | : | VND 252,043 billion |
| 2. Parent Company's total revenue | : | VND 215,086 billion |
| 3. Profit before tax and before provision for impairment of consolidated financial investments: | : | VND 64,345 billion |
| 4. Profit before tax and before provision for impairment of parent company financial investments: | : | VND 62,333 billion |
| 5. Consolidated profit before tax | : | VND 59,645 billion |
| 6. Parent company profit before tax | : | VND 57,634 billion |
| 7. Dividends: | : | Intended use of profits to finance the 220-226 Le Thanh Ton project. |



Approval rate: **100%**.

Article 3: To approve Report No. 01/2025/BC-BKS dated 07/03/2025 of the Supervisory Board of Ben Thanh Trading & Service Joint Stock Company.

Approval rate: **100%**.

Article 4: To approve the 2024 Financial Statements and the 2024 Consolidated Financial Statements (audited) of Ben Thanh Trading & Service Joint Stock Company.

Approval rate: **100%**.

Article 5: To approve the distribution of the Company's 2024 profits as follows:

1	Consolidated profit before corporate income tax for 2024	:	59.249.011.896	VND
2	Consolidated corporate income tax	:	12.270.260.483	VND
	<i>2.1 Current corporate income tax</i>	:	<i>12.342.042.811</i>	<i>VND</i>
	<i>2.2 Deferred corporate income tax</i>	:	<i>-71.782.328</i>	<i>VND</i>
3	Consolidated profit after corporate income tax (Item 1 minus Item 2)	:	46.978.751.413	VND
	3.1 Profit attributable to non-controlling interests	:	119.637.213	VND
	3.2 Consolidated profit after tax attributable to the Parent Company	:	46.859.114.200	VND
	3.2.1 Retained earnings of subsidiaries, joint ventures, and associates	:	6.114.619.130	VND
	3.2.2 Profit after tax at the Parent Company	:	40.744.495.070	VND
4	Total after-tax profit remaining at the Parent Company for dividend distribution:	:	79.804.823.807	VND
	4.1 Profit remaining after appropriation of funds for 2024	:	40.744.495.070	VND
	4.2 Undistributed profit as of the end of 2023	:	39.060.328.737	VND
5	Dividends paid to shareholders (30% rate)	:	40.500.000.000	VND
	5.1. Projected 2024 dividend payment (30% of charter capital of VND 135 billion)	:	40.500.000.000	VND
6	Total listed shares as of December 31, 2024	:	13.500.000	shares
	6.1. Outstanding shares:	:	13.500.000	shares
7	Remaining undistributed profit at the Parent Company (Item 4 minus Item 5)	:	39.304.823.807	VND

Approval rate: **100%**.

Article 6: To approve the appropriation of the Operating Fund for the Board of Directors and the Supervisory Board in 2025 as follows:

Appropriation of the Operating Fund for the Board of Directors and the Supervisory Board in 2025 with the amount of VND 516 million (including remuneration of

members of the Board of Directors, the Supervisory Board, and the Company Secretary).

Approval rate: **100%**.

Article 7: To approve the list of 03 audit firms to be included in the selection list for the audit of the 2025 Financial Statements of Ben Thanh Trading & Service Joint Stock Company, including:

- MOORE AISC Auditing and Informatics Services Company Limited.
- Viet Values Audit and Consulting Company Limited.
- AFC Vietnam Auditing Company Limited.

The Board of Directors of the Company is assigned to decide on the selection of one of the above-mentioned audit firms to conduct the audit of the 2025 Financial Statements of Ben Thanh Trading & Service Joint Stock Company, and the General Director of the Company is assigned to sign the contract with the selected audit firm to provide audit services for the 2025 Financial Statements of Ben Thanh Trading & Service Joint Stock Company.

Approval rate: **100%**.

Article 8: To approve the resignation of a member of the Board of Directors and the number of additional members to be elected to the Board of Directors of Ben Thanh Trading & Service Joint Stock Company for the 5th term (2024 - 2029), according to Submission No.01 /TTr-HDQT dated February 26, 2025 as follows:

- Relief from the position of Member of the Board of Directors for Mr. Pham Hoang Liem
- Number of members to be additionally elected to the Board of Directors: 01 member.

Approval rate: **100%**.

Article 9: To approve the candidate list for additional election to the Board of Directors of Ben Thanh Trading & Service Joint Stock Company for the 5th term (2024 - 2029), as detailed in Submission No. 05/TTr-HDQT dated March 27, 2025.

Approval rate: **100%**.

Article 10: To recognize the results of the additional election of members to the Board of Directors of Ben Thanh Trading & Service Joint Stock Company for the 5th term (2024 - 2029), with the elected member being Mr. Vu Dinh Quan.

Article 11: The Board of Directors, the Supervisory Board, and the General Director of Ben Thanh Trading & Service Joint Stock Company are responsible for implementing, monitoring, and inspecting the execution of this Resolution.

Article 12: This Resolution was approved by the Annual General Meeting of Shareholders 2025 of Ben Thanh Trading & Service Joint Stock Company on April 11, 2025, and takes effect from the date of signing.

**PP. GENERAL MEETING OF
SHAREHOLDERS
PP. THE PRESIDIUM**

Recipients:

- Shareholders of the Company;
- Board of Directors;
- Supervisory Board;
- General Director;
- File for the General Meeting.



PHAM HOANG LIEM