



**THANH LE CORPORATION**

No.: ...../BC-TL

*Draft*

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

*Binh Duong, April ..., 2025*

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

**To: The General Meeting of Shareholders  
Thanh Le Corporation**

The Board of Directors of Thanh Le Corporation (“the Corporation”) respectfully submits this report to the General Meeting of Shareholders on corporate governance and the operational results of the Board of Directors in 2024, the business management situation of the Corporation in 2024, and the business direction for 2025.

In 2024, the members of the Board of Directors and the Executive Board worked closely together to implement the business plans approved by the General Meeting of Shareholders. The Board of Directors hereby reports on its activities as follows:

**PART I. OPERATIONAL PERFORMANCE OF THANH LE CORPORATION IN 2024**

**1. Assessment of business performance in 2024:**

In 2024, the global landscape remained complex and unpredictable, marked by numerous risks and uncertainties. Global trade recovered slowly and lacked stability, while overall demand and investment declined, and exchange rates and interest rates fluctuated unpredictably. Domestically, the economy faced a downturn in consumer demand, challenges in exports due to shrinking global markets, and rising pressure from increased input material prices.

The domestic petroleum business remained sluggish and difficult, with consumption weakening while global prices continuously declined. In this context, with determination and effort, the Board of Directors and the Executive Board proactively introduced solutions and effectively organized procurement activities to ensure the fulfillment of the minimum petroleum supply quota for 2024 assigned by the Ministry of Industry and Trade. They ensured timely fuel supply in all circumstances for the distribution system, serving the needs of economic development and social well-being. At the same time, efforts were made to preserve and strengthen the traditional advantages of petroleum trading while advancing and



modernizing the infrastructure of petrol stations, storage depots, and tanks. Additionally, governance and management practices were continuously improved. Employee stability was maintained, with increased incomes and improved material and spiritual well-being for the workforce.

Business performance in 2024:

*Unit: Vietnamese Dong*

No.	Indicator	2024 Plan	2024 Actual	Achievement rate
1	Total revenue	23.239.952.000.000	20.401.943.383.768	87,79%
2	Profit before tax	175.940.000.000	98.415.866.979	55,94%
3	Profit after tax	146.750.000.000	85.910.577.629	58,54%

*(Source: 2024 AGM Resolution and 2024 audited consolidated financial statements)*

In 2024, the business performance did not meet the targets set by the Annual General Meeting of Shareholders due to the following factors:

Revenue from petroleum trading accounted for 98% of total revenue, making it the primary driver of the Corporation's overall business results. Fluctuations in petroleum prices: Since January 4, 2024, domestic fuel prices underwent 51 adjustment cycles. Among them, gasoline prices increased 24 times and decreased 27 times, while diesel prices rose 21 times and fell 30 times. In the final adjustment of the year on December 26, 2024, the prices of RON 95-III gasoline and diesel were 20.540 VND/liter and 18.630 VND/liter, respectively. Compared to the beginning of the year, gasoline and diesel prices declined by approximately 6,3% and 3,8%, respectively. Fuel prices exhibited strong fluctuations, rising in Quarter 1, declining in Quarter 2, continuously plummeting in Quarter 3, and only slightly recovering in Quarter 4 of 2024. Due to the requirement to maintain a minimum inventory equivalent to 20 days of supply, the continued decrease in fuel prices significantly impacted business results, as beginning-of-year inventory had high costs.

Increased investment and management costs: With a wide retail network spanning many provinces and cities and an extensive system of petroleum storage facilities and ports, the Corporation incurred high fixed costs. Compliance with safety, fire prevention, environmental protection, and operational regulations led to substantial maintenance, renovation, and upgrade expenses in accordance with prevailing laws.

Real estate business activities, including factory and infrastructure leasing in industrial parks, warehouse leasing, and property transfers from the Chanh My Garden Villas project and other goods and services activities, generated stable revenue but did not show any notable growth or breakthrough.



Additionally, in 2024, the Corporation had to allocate a supplementary goodwill amount into business results in accordance with Decision No. 133/QĐ-UBND dated January 31, 2023, on the approval of the supplementary and adjusted land use plan by the People's Committee of Binh Duong Province. This resulted in an increase in expenses by 76.854.145.430 VND.

Furthermore, factors such as exchange rate fluctuations, rising loan interest rates, and fierce competition within the industry also negatively affected the Corporation's business efficiency. The sharp increase in USD exchange rates led to higher financial costs due to exchange rate differences.

Throughout the year, in order to implement the production and business plan and key tasks approved by the General Meeting of Shareholders, the Corporation actively monitored market developments, closely tracked changes in the petroleum sector, and deployed a comprehensive set of appropriate measures to overcome widespread difficulties. These included cost-cutting, quality control of fuel, brand protection, stabilization of the distribution network, assurance of petroleum supply for economic and social needs, and fulfillment of state budget obligations. The total amount of tax paid in 2024 was 3.390 billion VND.

## **2. Governance activities of the Board of Directors:**

### **2.1. Executive management:**

The Board of Directors operates in compliance with the Corporation's Charter, the Enterprise Law, and the Board of Directors' Operating Regulations. Meetings of the Board of Directors were held regularly and in accordance with regulations. Based on the actual situation, the Board issued resolutions aimed at maintaining stability and sustainable development while ensuring the interests of shareholders. The Board's directives for executive management in 2024 focused on the following key areas:

Directing the procurement and supply chain management to ensure absolute safety in business operations, timely meeting market consumption demands, and supporting economic growth.

Supervising the development of business plans and other strategic plans for submission to the General Meeting of Shareholders for approval. Successfully organizing the 2024 Annual General Meeting of Shareholders in accordance with regulations and implementing the plans as per the approved resolutions. Ensuring the proper and timely distribution of dividends to shareholders in compliance with legal requirements.

Ensuring transparency in information disclosure to shareholders. All information subject to mandatory disclosure was published accurately, promptly, and comprehensively. In 2024, the Corporation did not violate any regulations regarding information disclosure.

Managing conflicts of interest appropriately and protecting the Corporation's



and shareholders' interests. The Board of Directors approved contracts and transactions related to the Corporation's business sectors with a transaction value of less than 35% of the total assets recorded in the latest financial statements between Thanh Le Corporation and related parties.

## **2.2. Investment activities:**

The Board of Directors reviewed and approved the strategic orientation, investment plans, and specific investment projects within its authority to ensure timely and effective implementation:

- Directed increased investment in the development and modernization of the petroleum retail network. Implemented the issuance of electronic invoices per transaction at retail petroleum stations to promote digitalization of sales management, proactively store sales data, support business management, reduce invoice issuance time, facilitate inspections by government authorities, and gradually create a fair and transparent business environment that protects consumer rights and enhances service quality. Completed renovation and upgrading of Petroleum Station No. 6, No. 7, No. 8, No. 10, Station 750, Lai Hung Station, Station No. 14, and Station No. 16.

- Undertook the digital transformation of petroleum storage facilities and tanks, focusing on safety, environmental sustainability, and intelligent systems, with the application of technology solutions for management, administration, and monitoring purposes. Coordinated with competent authorities to conduct regular port security assessments. All petroleum depots organized fire prevention and environmental incident response drills with the participation of relevant authorities to enhance on-site emergency preparedness and employee safety awareness.

- Established and launched operations of the Corporation's Branch in Hai Phong City, with the objective of expanding petroleum business activities across northern provinces.

- An Son Inland Port Project: The project received approval for adjustment from the People's Committee of Binh Duong Province under Decision No. 819/QD-UBND dated April 1, 2024, and land lease approval under Decision No. 189/QD-UBND dated January 24, 2025. The land area leased for Phase 1 is 299.739,3 m<sup>2</sup>. Subsequent implementation steps are currently underway. The charter capital increase for An Son Binh Duong Logistics Co., Ltd. was completed as planned, in accordance with the resolution of the 2023 Annual General Meeting of Shareholders.

- Nha Bich Industrial Cluster Project: The construction of shared technical infrastructure was completed in accordance with the approved design, meeting the required schedule, and was officially accepted by the Construction Appraisal Division – Department of Construction for operational use. The infrastructure components of the High-Tech Agricultural Production Project in Nha Bich Commune were also completed. Thanh Le Corporation has submitted the application



for project transfer procedures and adjustment of the investor to the transferee.

- In 2024, the Corporation implemented Enterprise Resource Planning – ERP software, developed a centralized data warehouse and intelligent analytical reporting system, and upgraded its information technology infrastructure to support business operations, aiming to enhance comprehensive management capabilities.

- Infrastructure enhancements were completed for various components related to traffic connectivity and environmental documentation for projects including the Binh Duong Building, Thanh Le Cultural and Sports Service Center in Phu Giao, the Chanh My Garden Villas, and several petroleum stations. The Corporation also maintained frequent supervision and direction over completed construction works, ensuring routine maintenance to maximize operational efficiency and business effectiveness.

### **2.3. Human resource management:**

- Recognizing employees as the most critical factor for sustainable growth, the Corporation continuously builds a strong, dedicated, and skilled workforce with long-term commitment. Employee compensation and benefits are fully implemented in accordance with legal regulations. Additionally, various occupational safety measures tailored to working conditions are applied to foster trust and long-term engagement between employees and the Corporation.

- The Corporation encourages and facilitates participation in training programs for management and employees to update skills and knowledge, enhancing performance based on technological advancements and work process optimization.

### **2.4. Environmental protection activities:**

- In fuel trading, environmental safety and fire safety are top priorities. To enhance safety measures, the Corporation has established and issued comprehensive operational procedures and workplace regulations detailing fundamental safety principles. Investments have been made in modern equipment and automation to replace manual processes, thereby improving safety standards.

- Awareness and training programs have been implemented to promote environmental protection, prevent incidents, and enhance environmental management skills. The Corporation has developed plans and conducted drills and training sessions on environmental safety. Employees working directly at fuel stations and storage facilities have undergone training and received environmental protection certifications.

- Annual environmental monitoring is conducted in collaboration with relevant agencies at fuel depots, ports, pipelines, and industrial zone wastewater treatment systems. Analysis reports confirm that environmental parameters remain within permissible limits as defined by current regulations and standards.

### **3. Oversight of the Executive Board by the Board of Directors:**

The Board of Directors consistently monitors the Executive Board's



performance in fulfilling assigned responsibilities through regular meetings and reviews of financial reports, business performance reports, and other relevant documents.

Through these supervisory activities, the Board of Directors has observed the following:

- The Executive Board has effectively executed business operations in alignment with the objectives and strategies set by the General Meeting of Shareholders and the Board of Directors. The supply chain – spanning raw material procurement, storage, transportation, and distribution – has been efficiently managed to ensure stable product availability. The Board has closely monitored market trends and oil price fluctuations to maintain optimal inventory levels and mitigate business risks associated with sharp price declines.

- Financial stability and efficiency have been maintained, with funds mobilized and utilized appropriately. Cash flow management has been effective, ensuring liquidity, capital preservation, and investment growth. No new bad debts have arisen. Investment projects have been executed as directed by the Board of Directors, with risk mitigation measures in place. Cash flow management has been closely monitored to ensure safe and effective capital usage.

- The General Director has demonstrated strong leadership, effectively guiding key corporate decisions and coordinating company-wide activities. The Deputy General Directors have successfully executed their assigned responsibilities within their respective domains.

- Expansion and development of the retail fuel network have been actively pursued, yielding positive results. The Thalexim Petro brand has been further strengthened, laying a solid foundation for long-term growth.

- The Executive Board has prioritized human resource management, labor policies, wages, training, and employee incentives, ensuring stable income levels and fostering motivation for employees to contribute effectively.

Overall, in 2024, amid complex global and domestic fuel market dynamics, the Executive Board has adhered strictly to legal regulations, the Corporation's Charter, and resolutions of the General Meeting of Shareholders and the Board of Directors. The Board has promptly implemented various strategies across procurement, sales, finance, and accounting to optimize corporate benefits.

#### **4. Assessment and review by the Board of Directors:**

The Board of Directors operates in compliance with its functions, responsibilities, and authority as stipulated in the Enterprise Law, the Corporation's Charter, and the Board of Directors' Operating Regulations, following a collective leadership approach with majority-based decision-making in the best interests of the Corporation.

Board members are assigned tasks based on their expertise, professional



strengths, and experience. Regular evaluations and reviews are conducted to ensure accountability and maximize collective effectiveness.

The Board maintains close, timely, and ongoing collaboration with the Executive Board and Supervisory Board in executing resolutions of the General Meeting of Shareholders and the Board of Directors. Proposals from the General Director and Supervisory Board are carefully reviewed, discussed, and addressed promptly.

All resolutions and decisions issued by the Board of Directors are within its jurisdiction and are made based on majority votes during official meetings.

#### **5. Remuneration and operating expenses of the Board of Directors:**

- The remuneration and operating expenses of the Board of Directors have been implemented in accordance with legal regulations, the Corporation's Charter and Operating Regulations, and the resolutions of the 2024 Annual General Meeting of Shareholders.

- The 2024 Annual General Meeting of Shareholders approved an allocation of 1.435.892.185 VND for the Board of Directors and the Supervisory Board's remuneration fund from the 2023 profit distribution.

### **PART II: OBJECTIVES AND ORIENTATIONS OF THE BOARD OF DIRECTORS FOR 2025**

The Board of Directors is committed to executing the 2025 business plan, focusing on key objectives and priorities as follows:

#### **1. 2025 operational targets:**

Based on the 2024 business performance and economic developments in Quarter 1 of 2025, Thanh Le Corporation has set the following business targets for 2025:

- |                      |   |                        |
|----------------------|---|------------------------|
| • 2025 total revenue | : | 20.010.845 million VND |
| • Profit before tax  | : | 129.582 million VND    |
| • Profit after tax   | : | 110.699 million VND    |

Dividend distribution for 2025: Subject to business performance and to be presented at the 2026 Annual General Meeting of Shareholders.

#### **2. Strategic priorities of the Board of Directors for 2025:**

The global economy is forecast to remain unstable, facing numerous risks and challenges, which in turn may affect business operations:

- In 2025, fluctuations in international oil prices pose significant risks, potentially creating difficulties for domestic importers. A global oil supply surplus may emerge in the first half of the year, exerting downward pressure on prices.

- To adapt to the evolving landscape and achieve sustainable growth, the trends of digital transformation and the shift toward clean and green energy have



become increasingly pronounced and irreversible. The electrification wave and the rising adoption of electric vehicles over traditional gasoline-powered cars are rapidly spreading to Vietnam, drawing greater attention and influencing petroleum consumption volumes.

The Board of Directors consistently reviews and promptly responds to the market's ongoing changes, actively explores solutions to enhance management efficiency and minimize risks, and maintains flexible governance aligned with actual conditions. The goal is to achieve appropriate growth in 2025, with a focus on the following key tasks:

- Effectively organize forecasting efforts to ensure supply security, maintain market stability, and balance supply and demand; strive to fulfill the minimum petroleum supply target for 2025 as allocated by the Ministry of Industry and Trade, in alignment with operational capacity.

- Promote market and customer development initiatives to increase sales volume and enhance wholesale business efficiency; boost output and fully leverage the performance of the existing petroleum retail store network. Modernize technical infrastructure at petroleum depots and the fuel import-export pipeline system to maintain storage capacity and ensure supply and inventory management in accordance with regulations.

- Strengthen inspection and performance evaluation, debt management, and cost control to ensure capital is mobilized and utilized for the right purposes, in a safe and efficient manner.

- Proactively implement cost-saving measures across all areas of the Corporation's operations, fostering a strong sense of cost-consciousness and savings at every stage - from applying technology to optimize loss management, to reducing expenses and reassessing asset and land use management to prevent waste and loss.

- Instruct subsidiaries and affiliated companies to commit to achieving the highest level of operational performance in order to increase profitability and contribute to the Corporation's overall goals.

- Focus on completing legal documentation and addressing challenges related to the following projects:

- Propose that the Provincial Party Committee and the People's Committee of Binh Duong Province consider and resolve outstanding issues related to the following land areas: Thanh Le Commercial Housing Project in Phu Tho Ward, Thu Dau Mot City, Binh Duong Province; An Binh Housing Project in An Binh Ward, Di An City, Binh Duong Province; the land lot in Phu Loi Ward; the park land area; and the land lot at 102 Nguyen Du Street, District 1, Ho Chi Minh City.

- Propose that the relevant authorities resolve the land lease procedure for An Son Inland Container Depot and adjust the investment policy for the An Son Residential Area Project.



*To the Esteemed General Meeting of Shareholders,*

The above report provides a summary of the 2024 activities of the Board of Directors and outlines the 2025 strategic plan for Thanh Le Corporation.

We extend our best wishes for health and success to all shareholders.

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

**Doan Minh Quang**



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Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

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THANH LE CORPORATION

SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

No.: ...../BC-BKS

Binh Duong, April ..., 2025

*Draft*

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

**To: The General Meeting of Shareholders  
Thanh Le Corporation**

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Charter on Organization and Operation of Thanh Le Corporation;
- The 2024 financial statements audited by Nhan Tam Viet Auditing Company Limited.

The Supervisory Board of Thanh Le Corporation (“the Corporation”) respectfully submits the following report to the Annual General Meeting of Shareholders on the results of its inspection and oversight of the Corporation’s financial and business activities in 2024, as follows:

**I. ACTIVITIES OF THE SUPERVISORY BOARD IN 2024**

**1. Summary of the Supervisory Board’s activities in 2024:**

The Supervisory Board of Thanh Le Corporation for the 2022–2027 term comprises 01 Head and 02 members. In 2024, based on its rights and responsibilities as prescribed by law and the Corporation’s Charter, the Supervisory Board delegated tasks among its members and worked in coordination to fulfill its role of representing shareholders in overseeing the Corporation’s business operations, governance, and management. The Board focused on the following key tasks:

- Reviewing the rationality and legality in the management and operation of business activities, the accuracy of accounting records, the completeness, legality, and transparency in the preparation of financial statements, and assessing the consistency, systematic approach, and compliance of accounting, statistical, and financial practices. Reviewing reports issued by the independent auditor regarding the mid-year financial review and the year-end financial audit.





- Monitoring compliance with the law and the Corporation's Charter; overseeing and evaluating the implementation of the 2024 Annual General Meeting of Shareholders' Resolution and the Resolutions of the Board of Directors.

- Attending meetings of the Board of Directors and the Executive Board to stay informed of the Corporation's strategies, development directions, and decisions, as a basis for effective supervision.

- Reviewing the legality and procedural compliance in the issuance and implementation of internal documents, Resolutions, and Decisions of the Board of Directors and Executive Board to ensure adherence to legal regulations and the Charter governing the organization and operation of the Corporation.

- Organizing Supervisory Board meetings, preparing and finalizing reports within the Board's scope of responsibilities, while maintaining regular internal discussions regarding the Supervisory Board's operational plans. Assigning duties to each member based on principles that ensure effective oversight.

- Supervising the governance of the Executive Board in terms of business operations, financial management, capital utilization, and the Corporation's debt repayment capacity in accordance with legal regulations and shareholder meeting directions.

- Monitoring the Corporation's public information disclosures to ensure compliance with securities laws and to safeguard shareholders' legitimate rights and interests.

- Supervising the implementation of the Labor Code and employee policies and regimes.

## **2. Results of the Supervisory Board's monitoring activities in 2024:**

### **2.1 Monitoring of business operations**

Based on the Resolution of the General Meeting of Shareholders and the data and information from the 2024 financial statements, which fully reflect the Corporation's operations and business management in 2024, the implementation results of the 2024 business plan are as follows:

*Unit: Vietnamese Dong*

<b>No.</b>	<b>Indicator</b>	<b>2024 Plan</b>	<b>2024 Actual</b>
1	Total revenue	23.239.952.000.000	20.401.943.383.768
2	Profit before tax	175.940.000.000	98.415.866.979
3	Profit after tax	146.750.000.000	85.910.577.629

*(Source: 2024 AGM Resolution and 2024 audited consolidated financial statements)*

### **2.2 Monitoring of financial performance:**

After reviewing the 2024 financial statements, the Supervisory Board made the following observations:



- The Corporation's financial accounting system is well-structured and regularly updated in accordance with new legal regulations on financial, accounting, and tax regimes, meeting the requirements for tax and financial settlement.

- The bookkeeping, accounting records, and organization of financial accounting activities comply fully with the requirements of the Vietnamese accounting standards and regulations issued by the Ministry of Finance. The financial statements accurately reflect the Corporation's business and financial performance. The Supervisory Board concurs with the contents of the 2024 financial statements, which provide a true and fair view, in all material respects, of the Corporation's financial position as of December 31, 2024, as well as its business results and cash flow statements.

- The 2024 financial statements have been audited in accordance with the Corporation's Charter and the Resolution of the 2024 Annual General Meeting of Shareholders. Nhan Tam Viet Auditing Company Limited, an independent auditing firm, was selected to perform the mid-year financial review and the year-end audit for Thanh Le Corporation's 2024 financial statements.

- The Corporation has complied with the asset management regime, profit distribution, and made full provisions in accordance with regulations.

- The remuneration and operational expenses of the Board of Directors were executed in compliance with legal regulations, the organizational charter, and the resolution of the 2024 Annual General Meeting of Shareholders. The 2024 Annual General Meeting of Shareholders approved the establishment of a Board of Directors and Supervisory Board remuneration fund, allocating 1.435.892.185 VND from the 2023 profit distribution.

### **2.3 Monitoring of the Corporation's management and operations:**

#### **2.3.1 Management and oversight by the Board of Directors:**

- Through inspection and supervision activities, the Supervisory Board found that the management and business operations conducted by the Board of Directors in 2024 were in accordance with the Law on Enterprises, the Corporation's Charter, and the Resolutions of the General Meeting of Shareholders.

- The Board of Directors held regular and extraordinary meetings as required to implement and direct the Corporation's business activities. Meeting minutes were clearly recorded and served as the basis for issuing the Board of Directors's resolutions. These resolutions were issued within the Board's functions and authority, and the issuance process adhered to the Corporation's Charter, the Law on Enterprises, and legal regulations. The content of the resolutions focused on directing and implementing the Corporation's business activities.



- The Board of Directors closely monitored the Corporation's operations and the implementation of issued resolutions and decisions. It fully exercised its rights and responsibilities in managing the Corporation, actively directing, supporting, and facilitating the Executive Board in performing its functions and duties as prescribed.

- Through the review of transactions between the Corporation and related parties, the Supervisory Board found that all contracts and transactions complied with legal regulations and the Corporation's Charter.

- In 2024, the Supervisory Board did not receive any complaints or petitions regarding the activities of the Board of Directors, and it also did not identify any irregularities in the corporate governance and operations of the Board of Directors.

### **2.3.2 Management and administration by the Executive Board:**

- The Executive Board directed departments, affiliated units, and subsidiaries to seriously implement the Resolutions of the General Meeting of Shareholders and the Board of Directors. Business operations were managed and administered within the delegated authority assigned by the Board of Directors, in accordance with the Corporation's Charter.

- Throughout economic instability and intense competition in the domestic petroleum market, the Executive Board remained proactive and exercised due caution to help the Corporation overcome difficulties, achieve stable development, strengthen its customer base, and expand its market share.

- The Executive Board implemented reforms in salary and bonus policies, paid attention to employee welfare, and ensured reasonable personnel arrangements across functional departments.

- In 2024, the Supervisory Board did not receive any complaints or petitions regarding the activities of the Executive Board, nor did it identify any irregularities in its management and operational practices.

### **2.4 Evaluation of coordination between the Supervisory Board, Board of Directors, Executive Board, and Shareholders:**

- The Supervisory Board closely coordinated with the Board of Directors and the Executive Board in carrying out its assigned roles, cooperating in inspection, supervision, and internal control activities, as well as in managing shareholders' equity.

- The Board of Directors and the Executive Board facilitated the Supervisory Board's duties by providing relevant information and documents and assigning personnel to support its work, thereby helping to maintain a strong and cooperative relationship based on the principle of serving the best interests of the Corporation and all shareholders.

- The Supervisory Board was invited to attend meetings organized by the Board of Directors and the Executive Board. Copies of resolutions, decisions,



minutes of meetings of the General Meeting of Shareholders, the Board of Directors, and other documents issued by the Corporation were provided to the Supervisory Board fully, promptly, and in accordance with regulations.

## **II. CONCLUSION AND RECOMMENDATIONS OF THE SUPERVISORY BOARD REGARDING THE OPERATIONS OF THANH LÊ CORPORATION IN 2025:**

The Supervisory Board concurs with the Board of Directors' report on the business performance of the Corporation, which has comprehensively reflected all aspects of operations in 2024. We respectfully propose that the General Meeting of Shareholders approve the Report on corporate governance and the performance results of the Board of Directors in 2024, the current state of business management of the Corporation in 2024 and the business orientation for 2025, the 2024 Financial Statements, the 2024 profit distribution plan, and the business and profit distribution plan for 2025.

Given the forecast that the economy in 2025 will continue to face many difficulties and challenges, along with the unpredictable volatility of fuel prices, the Supervisory Board recommends that the Corporation focus on the following key issues:

- Regularly update changes in policies and legal regulations to review, amend, supplement, and improve the Corporation's internal rules and regulations, ensuring compliance with new legal requirements.

- Strengthen the management of receivables, assets, cash flow, and revenue – expenditure governance to enhance financial capacity, safeguard capital, and improve operational efficiency.

- Seek and develop new markets, manage sales discounts and inventory levels appropriately, based on forecasts of global fuel price fluctuations and domestic market trends.

- Accelerate the application of information technology in management activities while concentrating resources on enhancing competitiveness and expanding market share.

- Intensify inspection, supervision, and evaluation of capital investment effectiveness in subsidiaries; review the accountability of department and branch heads to implement timely support measures and address difficulties in order to successfully execute the 2025 business plan approved by the General Meeting of Shareholders.

## **III. SUPERVISORY BOARD'S WORK PLAN FOR 2025:**

- Properly fulfill the rights and responsibilities of the Supervisory Board in accordance with the Law on Enterprises and the Charter of the Corporation.



- Inspect and oversee the operations, business management, and governance of the Board of Directors and the General Director, as well as the implementation of business plans approved by the General Meeting of Shareholders.

- Review the quarterly, semi-annual, and annual financial statements and other reports of the Corporation. Analyze and assess the financial situation, capital management and utilization, debt payment capacity, and cost-saving measures of the Corporation.

- Monitor and inspect the implementation of investment activities and key projects currently undertaken by the Corporation.

- Attend regular and extraordinary meetings of the Board of Directors and the General Directorate, providing feedback, especially on matters with high potential risk.

- Perform other duties within the scope of the responsibilities and authority as prescribed.

***To the General Meeting of Shareholders,***

The above report presents the Supervisory Board's performance in 2024 and its operational direction for 2025 at the Annual General Meeting of Shareholders. We respectfully submit this report for review and approval.

Sincerely!

**ON BEHALF OF THE SUPERVISORY BOARD  
HEAD OF THE SUPERVISORY BOARD**



**Nguyen Thi Khanh Ha**

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Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

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**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

*Binh Duong, April ..., 2025*

## **PROPOSAL**

***Re: Approval of the 2024 profit distribution plan.***

**To: The General Meeting of Shareholders of Thanh Le Corporation**

Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to the Charter on the Organization and Operation of Thanh Le Corporation;

Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders;

Pursuant to the 2024 audited financial statements,

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2024 profit distribution plan as follows:

*Unit: Vietnamese Dong*

<b>Indicator</b>	<b>Amount</b>
<b>I. Business operations:</b>	
1. Profit before tax	49.135.219.221
2. Profit after tax	49.135.219.221
<b>II. Profit distribution:</b>	
1. Development investment fund (10%)	4.913.521.922
2. Bonus and welfare fund (15%)	7.370.282.883
3. Executive Board bonus fund (0,8%)	393.081.754
4. BOD and SB remuneration fund (1,5%)	737.028.288
5. Remaining profit (72,7%)	35.721.304.374
6. Dividend payment	35.721.304.374
7. Dividend rate 1,51%	151

*(Source: 2024 audited separate financial statements)*





Respectfully submitted to the General Meeting of Shareholders for consideration.

**ON BEHALF OF THE BOARD OF DIRECTOR  
CHAIRMAN OF THE BOARD**

**Doan Minh Quang**



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Binh Duong, April ..., 2025

## PROPOSAL

*Re: Approval of the 2025 business plan and profit distribution.*

**To: The General Meeting of Shareholders of Thanh Le Corporation**

Based on the 2024 business performance results and the market outlook for 2025, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2025 business plan and profit distribution of Thanh Le Corporation with the following key indicators:

*Unit: Vietnamese Dong*

Indicator	Amount
<b>I. Business plan:</b>	
1. Total revenue	20.010.845.000.000
2. Profit before tax	129.582.000.000
3. Profit after tax	110.699.000.000
<b>II. Profit distribution plan:</b>	
1. Development investment fund (10%)	11.069.900.000
2. Bonus and welfare fund (15%)	16.604.850.000
3. Executive Board bonus fund (0,8%)	885.592.000
4. BOD and SB remuneration fund (1,5%)	1.660.485.000
5. Remaining profit (72,7% of net profit after tax)	80.478.173.000

The 2025 dividend payment rate: Subject to actual circumstances and will be specifically proposed at the 2026 Annual General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for consideration.

**ON BEHALF OF THE BOARD OF DIRECTOR  
CHAIRMAN OF THE BOARD**

**Doan Minh Quang**

Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

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**THANH LE CORPORATION**

No.: ...../TTr-TL

**Draft**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

*Binh Duong, April ..., 2025*

## **PROPOSAL**

***Re: Authorization to carry out procedures for amending the Business Registration Certificate and revising the Charter in case of administrative unit reorganization.***

**To: The General Meeting of Shareholders of Thanh Le Corporation**

In order to ensure that the operations of Thanh Le Corporation continue uninterrupted and are not adversely affected in the event that the Government reorganizes provincial-level administrative units and establishes a two-tier local government model, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the authorization for the Board of Directors to decide on related matters, handle arising issues, and assign the General Director to carry out the necessary procedures in accordance with the law to implement the procedures for amending the business registration of Thanh Le Corporation, including:

1. Carrying out procedures to amend the Business Registration Certificate with the business registration authority.
2. Amending and supplementing the Charter of Thanh Le Corporation in relation to the changes in business registration as mentioned above.

Respectfully submitted to the General Meeting of Shareholders for consideration.

**ON BEHALF OF THE BOARD OF DIRECTOR  
CHAIRMAN OF THE BOARD**

**Doan Minh Quang**

Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

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**THANH LE CORPORATION**

No.: ...../NQ-ĐHĐCĐ

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence – Freedom – Happiness**

*Binh Duong, April ..., 2025*

**Draft**

**RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS**  
**THANH LE CORPORATION**

- Pursuant to the Charter on the organization and operation of Thanh Le Corporation;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Thanh Le Corporation dated .../04/2025,

**RESOLVES**

**Article 1. Approval of the Report on the activities of the Board of Directors regarding the business performance in 2024 and the business plan for 2025; the Supervisory Board's report.**

**Article 2. Approval of the audited financial statements for 2024.**

**Article 3. Approval of the 2024 profit distribution plan:**

The allocation of funds and distribution of profits for 2024 shall be implemented as follows:

*Unit: Vietnamese Dong*

Indicator	Amount
<b>I. Business operations:</b>	
1. Profit before tax	49.135.219.221
2. Profit after tax	49.135.219.221
<b>II. Profit distribution:</b>	
3. Development investment fund (10%)	4.913.521.922
4. Bonus and welfare fund (15%)	7.370.282.883
5. Executive Board bonus fund (0,8%)	393.081.754
6. BOD and SB remuneration fund (1,5%)	737.028.288
7. Remaining profit (72,7%)	35.721.304.374
8. Dividend payment	35.721.304.374
9. Dividend rate 1,51 %	151

**Article 4. Approval of the business plan and profit distribution for 2025:**



The business plan and profit distribution for 2025 shall include the following key indicators:

*Unit: Vietnamese Dong*

Indicator	Amount
<b>I. Business plan:</b>	
1. Total revenue	20.010.845.000.000
2. Profit before tax	129.582.000.000
3. Profit after tax	110.699.000.000
<b>II. Profit distribution plan:</b>	
1. Development investment fund (10%)	11.069.900.000
2. Bonus and welfare fund (15%)	16.604.850.000
3. Executive Board bonus fund (0,8%)	885.592.000
4. BOD and SB remuneration fund (1,5%)	1.660.485.000
5. Remaining profit (72,7% of net profit after tax)	80.478.173.000

The 2025 dividend payment rate: Subject to actual circumstances and will be specifically proposed at the 2026 Annual General Meeting of Shareholders.

**Article 5. Approval of authorization for procedures related to the amendment of the Business Registration Certificate and the and revision of the Charter in case of administrative unit reorganization:**

Authorize the Board of Directors to decide on relevant matters, carry out necessary tasks, and resolve any arising issues; and assign the General Director to undertake procedures in accordance with legal regulations to amend the business registration of Thanh Le Corporation in the event that the Government reorganizes provincial-level administrative units and establishes a two-tier local government model, including:

1. Carrying out procedures to amend the Business Registration Certificate with the business registration authority.
2. Amending and supplementing the Charter of Thanh Le Corporation in relation to the changes in business registration as mentioned above.

**Article 6. Approval of the selection of an auditing firm for the 2025 financial statements:**

Approval of the criteria for selecting an independent auditing firm as proposed by the Supervisory Board, which shall serve as the basis for selecting the auditing service provider for Thanh Le Corporation's 2025 financial statements.





Authorization for the Board of Directors to select a suitable auditing firm based on the Supervisory Board's proposed criteria and the General Director to sign the contract for auditing services for the Corporation's 2025 financial statements.

**Article 7. Implementation provisions:**

1. This Resolution shall take effect from .../04/2025.
2. The General Meeting of Shareholders authorizes the Board of Directors and the Supervisory Board of Thanh Le Corporation to organize and oversee the implementation of this Resolution.

**ON BEHALF OF THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN OF THE BOARD OF DIRECTOR**

**Doan Minh Quang**



Nội dung dịch sang tiếng Anh chỉ sử dụng cho mục đích thông tin và không dùng thay thế cho nội dung tiếng Việt. Trong trường hợp có sự mâu thuẫn giữa nội dung tiếng Việt và nội dung tiếng Anh, nội dung tiếng Việt sẽ được ưu tiên áp dụng.

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