



BINH THANH IMPORT-EXPORT PRODUCTION TRADING JOINT STOCK COMPANY

**GILIMEX**

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No.: 01/2025/NQ -ĐHĐCĐ / GIL

Ho Chi Minh City, date 15 month 04 year 2025

**RESOLUTION**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- Pursuant to Enterprise Law No. 59/2020/QH14 ;
- Pursuant to the Charter of Binh Thanh Import-Export Production and Trading Joint Stock Company ("Company");
- Pursuant to Minutes of Meeting No. 01/2025/BBH-ĐHĐCĐ/ GIL dated 15/04/2025 of the 2025 Annual General Meeting of Shareholders of the Company.

**GENERAL MEETING OF SHAREHOLDERS**  
**BINH THANH IMPORT EXPORT PRODUCTION TRADING JOINT STOCK**  
**COMPANY**

**RESOLUTION:**

**Article 1 : Through the reports in the 2024 Annual Report as follows :**

1. Board of Directors' report on operations in 2024;
2. Board of Directors' performance report 2024;
3. Audited consolidated financial statements for 2024.

**Article 2 : Approve the following Reports at the Congress:**

1. Profit distribution plan for 2024

Status	Target	Unit	Amount
1	Consolidated profit after tax in 2024 of shareholders of the parent company	VND	26,067,162,087
2	Undistributed profit after tax as of December 31, 2024	VND	828,077,673,068
3	Profit distribution plan 2024:		
3.1	- Dividend payment in 2024 at 10% rate in cash	VND	101,600,066,000
4	Remaining undistributed profit after tax	VND	726,477,607,068

*(Source: Audited consolidated financial statements 2024)*

The General Meeting of Shareholders authorize the Company's Board of Directors to decide on the time for implementing the 2024 profit distribution to suit the Company's financial situation and in accordance with current legal regulations.

2. Production and business plan and dividends in 2025

- Revenue : 1.200.000.000.000 VND
- Consolidated profit after tax : 150.000.000.000 VND
- Stock ratio ie 2025 expected : 10%

**3. Investment budget for 2025**

Status	Item	Unit	Amount
1	Investment in production and business development	VND	1.100.000.000.000
2	Bank loan for working capital	VND	3.000.000.000.000

**4. Approval of Board of Directors' remuneration for 2025**

- Chairman of the Board of Directors : 30 million VND/month
- Board of Directors Member : 20 million VND/person/month

**5. Selecting an Auditing Company for the 2025 Financial Statements**

The General Meeting of Shareholders authorizes the Company's Board of Directors to negotiate and decide on the selection of one of the two auditing companies for the 2025 Financial Statements as follows:

- Southern Accounting and Auditing Financial Consulting Company Limited (AASCS);
- AFC Auditing & Accounting Financial Consulting Joint Stock Company.

**6. Approve of resignation from the position of Board Member for Mr. Nguyen Viet Cuong and the election of 01 additional member of the Board of Directors for the term 2023 - 2028:**

- Approve Mr. Nguyen Viet Cuong resignation letter dated September 30, 2024 and dismiss Mr. Nguyen Viet Cuong position from the Board of Directors for the term 2023 - 2028 from the date of issuance of the Resolution of the 2025 Annual General Meeting of Shareholders of the Company.
- Approve the election of 01 additional member of the Board of Directors for the term 2023 - 2028 to ensure the number of members of the Board of Directors for the term 2023 - 2028 in accordance with the provisions of the Articles of Association.

**7. Approval of Investment in expanding new factories in zone 3 and 4**

- Through investment in expanding new factories in zone 3 and 4 to develop production as follows:
  - + Total maximum investment value: 520,000,000,000 VND (In words: Five hundred and twenty billion VND)
  - + Forms of investment: purchase of shares, capital contributions or purchase of existing assets at other organizations with ownership ratio from 51% - 100%
  - + Investment purpose: develop production to increase competitiveness in the market and meet the capacity according to the Company's production and business plan.



- The General Meeting of Shareholders assigns the Board of Directors to decide on the form of investment, investment implementation time and all other relevant contents to complete the investment in expanding the new factory in the aforementioned zone 3 and 4 in the most beneficial direction for the Company, in accordance with the financial situation, production and business activities of the Company and in accordance with the provisions of the Company's Charter and State regulations

#### **8. Regarding the rebranding of company name**

- Approving the change of the Company's name (including Vietnamese and English names) to a new name. The Board of Directors proposes that the General Meeting of Shareholders authorize the Board of Directors to decide on a new name (including Vietnamese and English names) of the Company in accordance with the actual circumstance, production and business activities and sustainable development orientation of the Company.
- The time frame to change the Company's name: The Board of Directors proposes that the General Meeting of Shareholders authorize the Board of Directors to decide on the appropriate time to change the Company's name to carry out the procedure for registering the change of the Company's name at the authoritative state agency in accordance with current law and no later than 12 months from the date of approval by the General Meeting of Shareholders.
- The Board of Directors proposes that the General Meeting of Shareholders authorize the Board of Directors to amend and supplement the Company's Charter and related internal regulations, and assign the Company's Legal Representative to carry out procedures at the HCMC Department of Planning and Investment (HCMC DPI), the HoChiMinh City Stock Exchange (HOSE), the VietNam Securities Depository and Clearing Corporation (VSDC) and other authoritative agencies to register the change of the Company's name and carry out procedures for information disclosure on the stock market in accordance with the law.

#### **9. Amendment and supplement of the Charter and internal regulations of the Company**

- Through amending and supplementing the Charter and internal regulations of the Company with the following content:
  - + Amend the title "Director" to "General Director" in the Charter and Internal Regulations of the Company;
  - + Amend the conditions for holding the General Meeting of Shareholders in the Charter and Internal Regulations of the Company with the following content:
    - Amend from "*The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents at least sixty-five percent (65%) of the total number of voting shares*" to "*The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents at least fifty-one percent (51%) of the total number of voting shares*".

- Amend from *“In case there is not enough number of delegates required within thirty (30) minutes from the time set for the opening of the meeting, the convener cancels the meeting. The meeting must be reconvened within thirty (30) days from the date set for the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders shall only be held when the attending members are shareholders and authorized representatives representing at least fifty-one percent (51%) of the total number of voting shares.”* to *“In case there is not enough number of delegates required within thirty (30) minutes from the time set for the opening of the meeting, the convener cancels the meeting. The General Meeting must be reconvened within thirty (30) days from the date set for the first General Meeting of Shareholders. The reconvened General Meeting of Shareholders shall only be held when the attending members are shareholders and authorized representatives representing at least thirty-three percent (33%) of the total number of voting shares.”*
- Authorization of the General Meeting of Shareholders (GMS):
  - + The General Meeting of Shareholders authorizes the Board of Directors of the Company to organize the amendment, completion and re-issuance of the Charter and internal regulations of the Company in accordance with the content approved in this Proposal and in accordance with legal regulations.
  - + The General Meeting of Shareholders assigns the Company's Legal Representative to carry out procedures for registering changes to business registration contents and other related procedures (if any) with authoritative state agencies in accordance with the provisions of law.
- 10. **Elect Mr./Ms. Hoang Tien Dat as a member of the Company's Board of Directors for the 2023 - 2028 term from the effective date of this Resolution.**  
 The Company's Board of Directors for the 2023 - 2028 term operates with 05 members including:
  - Mr. **Le Hung** - Chairman of the Board of Directors
  - Mr. **Nguyen Huu Phuc** - Member of Board of Directors
  - Mr. **Nguyen Quoc Khanh** - Member of Board of Directors
  - Mr. **Tran Thanh Tung** - Member of Board of Directors
  - Mr. **Hoang Tien Dat** – Member of the Board of Directors

### **Article 3 : Terms of implementation**

1. This Resolution was approved in full by the 2025 Annual General Meeting of Shareholders of Binh Thanh Import-Export Production and Trading Joint Stock Company at the meeting and takes effect from the date of signing.
2. The Board of Directors, the Executive Board of the Company, relevant organizations and individuals are responsible for implementing this Resolution and organizing its implementation in accordance with the provisions of law and the Company's Charter.



**Recipient:**

- *As per Article 3;*
- *Company Shareholders;*
- *State Securities Commission, Stock Exchange;*
- *Office of the Board of Directors.*

**TM. GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN OF THE CONGRESS**



**Phạm Thị Anh Nguyệt  
Company Directors**

