

Số/No: 51/2025/CBTT-VP

Hải Phòng, ngày 04 tháng 04 năm 2025  
Hai Phong date 04<sup>th</sup> April 2025

## CÔNG BỐ THÔNG TIN ĐỊNH KỲ

### EXTRAORDINARY INFORMATION DISCLOSURE

**Kính gửi/To** - Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission*  
- Sở Giao dịch chứng khoán Thành phố Hồ Chí Minh/*Ho Chi Minh City Stock Exchange*

- Tên công ty/Name of Company:** Công ty Cổ phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát/ *Viet Phat Import Export Commercial Investment JSC.*
  - Mã chứng khoán/ *Stock symbol:* VPG
  - Địa chỉ trụ sở chính/ *Address of Head office:* Số 123 BT 02-97 Bạch Đằng, Phường Thượng Lý, Quận Hồng Bàng, Thành phố Hải Phòng/*No.123BT02 – 97 Bach Dang, Thuong Ly ward, Hong Bang District, Hai Phong City.*
  - Điện thoại/ *Telephone:* 02253.569699 Fax: 02253.569689
  - Email: [info@vietphatgroup.com.vn](mailto:info@vietphatgroup.com.vn)
- Nội dung thông tin công bố/Announcement content:**

Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát công bố thông tin về việc họp ĐHĐCĐ thường niên 2025 và đường dẫn đến toàn bộ tài liệu họp như sau/  
*Viet Phat Import Export Commercial Investment JSC announces information regarding the 2025 Annual General Meeting of Shareholders and the link to all meeting documents as follows::*

  - Thời gian:** 08h30, ngày 25/04/2025 (Thứ sáu)/ *Time: 08:30 AM, April 25, 2025 (Friday)*
  - Địa điểm:** Hội trường Tầng 7, Tòa nhà Việt Phát, số 02 Trần Hưng Đạo, phường Phan Chu Trinh, quận Hoàn Kiếm, thành phố Hà Nội/ *Venue: Conference Hall, 7th Floor, Viet Phat Building, No. 02 Tran Hung Dao Street, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City.*
  - Tài liệu Đại hội:** được đăng tải trên website Công ty theo đường link/ *Meeting Materials: Available on the Company's website. Shareholders may scan the QR code or visit the following link to access the meeting materials:*  
<https://vietphatgroup.com.vn/tai-lieu-dhdcd-thuong-nien-2025>
- Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 04/04/2025 tại đường link/*This information was published on the company's website on April 04 , 2025, at the following link:*

thuong-nien-2025

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố./ *We hereby commit that the information disclosed above is accurate and take full responsibility before the law for the content of the disclosed information.*

**Người đại diện theo pháp luật**

**Legal representative**



**NGUYỄN VĂN BÌNH**







**CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT**  
**VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY**  
Mã số doanh nghiệp/ Enterprise Registration Number: 0200826844  
Địa chỉ trụ sở chính/ Address of Head office: Số 123 BT 02-97 Bạch Đằng, Phường Thượng  
Lý, Quận Hồng Bàng, Thành phố Hải Phòng/No.123BT02 – 97 Bach Dang, Thuong Ly  
ward, Hong Bang District, Hai Phong City

Hải Phòng, ngày 04 tháng 04 năm 2025  
Hai Phong, April 4, 2025

**THƯ MỜI HỌP ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025**  
**INVITATION TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**Kính gửi/To:** Quý Cổ đông Công ty Cổ phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát/  
Shareholders of Viet Phat Import Export Trading Investment Joint stock company.

Hội đồng quản trị Công ty Cổ phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát (VPG) trân trọng thông báo và kính mời.

*The Board of Directors respectfully invites shareholders of Viet Phat Import Export Trading Investment Joint stock company (VPG)*

Đến tham dự phiên họp Đại hội đồng cổ đông thường niên năm 2025 của VPG, cụ thể như sau:

*To attend the 2025 Annual General Meeting of Shareholders, details of the meeting are as follows:*

1. **Thời gian:** 08h30, ngày 25/04/2025 (Thứ sáu)

*Time: 08:30 AM, April 25, 2025 (Friday)*

2. **Địa điểm:** Hội trường Tầng 7, Tòa nhà Việt Phát, số 02 Trần Hưng Đạo, phường Phan Chu Trinh, quận Hoàn Kiếm, thành phố Hà Nội.

*Venue: Conference Hall, 7th Floor, Viet Phat Building, No. 02 Tran Hung Dao Street, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City*

3. **Tài liệu Đại hội:** được đăng tải trên website Công ty, quý vị cổ đông quét mã QR hoặc truy cập đường link: <https://vietphatgroup.com.vn/tai-lieu-dhdcd-thuong-nien-2025> để nhận các thông tin về tài liệu Đại hội.

*Meeting Materials: Available on the Company's website. Shareholders may scan the QR code or visit the following link to access the meeting materials: <https://vietphatgroup.com.vn/tai-lieu-dhdcd-thuong-nien-2025>.*



4. **Xác nhận tham dự Đại hội:**

**Confirmation of Attendance:**

Để công tác tổ chức Đại hội được chu đáo, đề nghị Quý Cổ đông thực hiện thủ tục xác nhận trực tiếp tham dự Đại hội hoặc ủy quyền cho người khác tham dự Đại hội theo mẫu của VPG và gửi về VPG theo đường bưu điện hoặc gửi Fax trước 17h00 ngày 24/04/2025.



To ensure thoughtful organization of the Meeting, Shareholders are kindly requested to confirm their direct attendance or authorize another person to attend the Meeting on their behalf using VPG's official authorization form. Please send the confirmation by post or fax to VPG no later than 5:00 PM on April 24, 2025.

5. Cổ đông hoặc Người được ủy quyền đến Đại hội cần mang theo các giấy tờ sau:

Shareholders or Authorized Representatives attending the Meeting are required to bring the following documents:

- Thư mời họp; Giấy ủy quyền có các nội dung chính theo mẫu do VPG ban hành (trường hợp nhận ủy quyền tham dự Đại hội).

The Invitation Letter; and the Power of Attorney containing the main contents as per VPG's official template (in case of authorization).

- Căn cước công dân hoặc hộ chiếu (bản gốc).

Citizen ID Card or Passport.

6. Mọi chi tiết liên quan đến Đại hội, Quý cổ đông vui lòng liên hệ:

For Further Information, please contact:

Công ty Cổ phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát

Viet Phat Import Export Trading Investment Joint Stock Company

Ban Tổ chức Đại hội đồng cổ đông (Bà Trần Thị Anh Thơ)

Shareholders' General Meeting Organizing Committee (Ms. Tran Thi Anh Tho)

Địa chỉ: Tòa nhà Việt Phát, số 02 Trần Hưng Đạo, phường Phan Chu Trinh, quận Hoàn Kiếm, thành phố Hà Nội.

Address: Viet Phat Building, No. 02 Tran Hung Dao Street, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City

Điện thoại: 024 39393989

Phone: 024 3939 3989

Trân trọng thông báo./.

Respectfully announced./.



TM. HỘI ĐỒNG QUẢN TRỊ  
ON BEHALF OF THE BOARD  
OF DIRECTORS CHAIRMAN  
CHỦ TỊCH/CHAIRMAN



Nguyễn Văn Bình





## AGENDA

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY

**Time:** From 08h30 to 11h30 on April 25, 2025

**Venue:** Hall 7th Floor, Viet Phat Building, No. 02 Tran Hung Dao, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi.

NO.	TIME	CONTENT	EXECUTIVE
1.	08h30	Receive and register shareholders, receive voting cards and ballots	Organizing Committee
2.	09h00 – 09h30	Opening of the General Meeting; Report on the verification of shareholder eligibility	Voter Eligibility Verification Committee
3.	09h30 – 09h45	Introduction of the Presidium members and supporting committees of the General Meeting	MC
		Instructions for voting and approving the Regulations and Agenda of the General Meeting	Presidium
4.	09h45 - 10h45	Report on the Company's production and business results in 2024 - Plans, orientation and tasks for 2025	General Director
5.		Report on Board of Directors' performance in 2024, and plans for 2025	Presidium
6.		Report on the activities of the Independent Board Member in the Audit Committee in 2024	Independent Board Member
7.		The Board of Directors presents the proposals	Presidium
8.		Discussion, Q&A	Shareholders and Presidium
9.		The General Meeting elects members of the Board of Directors	Shareholders
10.		The General Meeting conducts voting on the reports presented at the meeting and the proposals submitted by the Board of Directors	Shareholders
11.		10h45 - 11h00	Break time
12.	11h00 – 11h15	Announcement of voting results and election outcomes for the Board of Directors' members	Vote Counting Committee
13.		Introduction of newly elected Board of Directors members to the General Meeting	Member of the Board
14.	11h15	Approval of the Minutes and Resolutions of the General Meeting	Secretariat
15.	11h30	Closing of the General Meeting	MC



THE SOCIALIST REPUBLIC OF VIETNAM  
Independence – Freedom – Happiness

**CONFIRMATION**  
**ATTENDANCE/ AUTHORIZATION ATTENDANCE**  
**Re: Attending the 2025 Annual General Meeting of Shareholders**  
**To: Viet Phat Import Export Trading Investment Joint Stock Company**

Name of shareholder: .....  
ID card/ Business license No.: .....  
Permanent address/Head office:.....  
Telephone:.....  
Number of share owned:.....shares (In word:.....)

**1. Attendance Confirmation**

I/We confirm my/our attendance at the 2025 Annual General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company.

I/We confirm that I/we will authorize to attend the 2025 Annual General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company.

**2. General Meeting Authorization Attendance:**

**2.1. Authorization for Mr./Ms.:**.....

ID card No.: ..... issued on..... at.....

Address: .....

Phone number: .....

Number of authorized share: ..... shares (In word:.....)

**2.2. Authorization Content:**

The authorized party is allowed to represent the authorizing party to attend the 2025 Annual General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company and to exercise all rights and obligations at the General Meeting of Shareholders related to the authorized shares.

We commit to strictly comply with the provisions of the Operation and Organization Charter of Viet Phat Import Export Trading Investment Joint Stock Company, and take full responsibility before the law for the implementation of this authorization.

**AUTHORIZED PERSON**  
*(Sign and Full name)*

....., ..... 2025  
**SHAREHOLDER**  
*(Sign and Full name, Seal if organization)*

**Notes:**

*The authorized person attending the General Meeting must bring the Meeting Invitation Letter, the original Letter of Authorization, and the original ID card/passport.  
If the authorized party is an organization, it must have the signature of the organization's legal representative and the organization's seal.*



No.: 01/2025/TB-HĐQT

Hai Phong, April 04, 2025

## NOTICE

*Re: Election of Additional Independent Member of the Board of Directors  
for the term of 2022 - 2027*

**To:** Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company

The Board of Directors of Viet Phat Import Export Trading Investment Joint Stock Company (“**BOD**”) respectfully informs the shareholders about the nomination and self-nomination for the Board of Directors to elect additional members for the 2022-2027 term at the 2025 Annual General Meeting of Shareholders, scheduled to take place on April 25, 2025, of Viet Phat Import Export Trading Investment Joint Stock Company, as follows:

### **1. Reason for Election of Additional Independent Member of the Board of Directors for the term of 2022 - 2027**

On April 3, 2025, Viet Phat Import Export Trading Investment Joint Stock Company received resignation letters from Mr. Le Dinh Dieu, from their positions as independent members of the BOD. The approval of their resignations falls under the authority of the General Meeting of Shareholders.

To accommodate the requests of Mr. Le Dinh Dieu, while ensuring the required number of BOD for the 2022 - 2027 term, the BOD submits to the 2025 Annual General Meeting of Shareholders a proposal regarding the Dismissal of the independent members of the BOD due to their resignation letters and the Election of additional members of the BOD for the 2022 - 2027 term.

### **2. Number, Standards, Conditions, and Procedures for Electing Additional members of the BOD**

**2.1- Number of Elected Additional Members:** 01 (one) members.

#### **2.2- Conditions for Nomination and Self-Nomination Members of the BOD:**

- Have full legal capacity and not subject to the category of individuals prohibited from managing enterprises as stipulated in Article 17 of the Law on Enterprises;
- Must meet the standards of Board members as stipulated in Article 155 of the Law on Enterprises;
- Must have professional qualifications and experience in business administration and not necessarily be shareholders of the company;



- Members of the BOD may hold the position of member of the BOD of more than one company and may hold the positions in no more than five (05) other companies.

### **2.3- Rights to Nominate and Self-Nominate for members of the BOD**

Shareholders have the right to nominate others or self-nominate for the position of member of BOD, provided that the candidates meet the eligibility criteria, as follows:

- Shareholders or groups holding 10% to under 15% of total voting shares may nominate one (01) candidate;
- Shareholders or groups holding 15% to under 30% may nominate up to two (02) candidates;
- Shareholders or groups holding 30% to under 40% may nominate up to three (03) candidates;
- Shareholders or groups holding 40% to under 50% may nominate up to four (04) candidates;
- Shareholders or groups holding 50% to under 60% may nominate up to five (05) candidates;
- Shareholders or groups holding 60% to under 70% may nominate up to six (06) candidates;
- Shareholders or groups holding 70% to under 80% may nominate up to seven (07) candidates;
- Shareholders or groups holding 80% or more may nominate up to eight (08) candidates.

#### **b) Self-nomination for the Board of Directors:**

A shareholder self-nominating for a Board of Directors position must be a shareholder holding at least 10% of the total voting shares and meet the standards for members of the BOD. The candidates must submit an application form to the company to be reported at the General Meeting of Shareholders.

### **3. Nomination and Self-Nomination Dossier:**

\* Nomination and Self-Nomination Dossier includes:

- Nomination (self-nomination) application for the election of Board members (in accordance with the attached form);
- Curriculum vitae filled out by the candidate (in accordance with the attached form);
- Notarized copies: Citizen ID/Passport, certificates of educational and professional qualifications
- Valid Authorization Form (if a shareholder authorizes another person to nominate)

00826  
ÔNG T  
Ở PHẢ  
THUON  
NHẬP K  
ỆT PHẢ  
VGT.P.V



- Deadline for dossier submission: **5:00 PM, Thursday, April 24, 2025**. After this deadline, if shareholders do not nominate/self-nominate enough candidates or the candidates do not meet the required standards and conditions, the incumbent Board of Directors will nominate candidates according to the authority stipulated in Clause 3, Article 274 of Decree 155/2020/NĐ-CP elaboration of some articles of the Law on Securities and Clause 3, Article 31 of the Company's Charter.

**\* Principles for Dossier Preparation:**

- The dossier must be prepared in Vietnamese. If documents are issued, notarized, or certified by a foreign authority or organization, they must be consular legalized according to Vietnamese law (unless exempt from consular legalization according to the law on consular legalization) and translated into Vietnamese;
- Translations from foreign languages into Vietnamese must be notarized or the translator's signature must be authenticated in accordance with the law;
- Copies of the candidate's documents must be either copies from the original record or Notarized copies of the original documents, in accordance with the law;
- The nominee/candidate for the Board of Directors is responsible before the law and the General Meeting of Shareholders for the accuracy and truthfulness of the contents of their nomination/self-nomination dossier.

**4. Submission Address for Nomination/Self-Nomination Dossiers:**

Viet Phat Import Export Trading Investment Joint Stock Company.

Organizing Committee of the 2025 Annual General Meeting of Shareholders (Ms. Tran Thi Anh Tho)

Address: Viet Phat Building, No. 2 Tran Hung Dao Street, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi, Vietnam.

Telephone: 024 39393989 - ext:117

**ON BEHALF OF THE BOARD OF DIRECTORS**



**Nguyen Van Binh**





**THE SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

-----o0o-----

....., 2025

**NOMINATION FORM  
MEMBER OF THE BOARD OF DIRECTORS IN THE TERM OF 2022-2027**

**To: VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY**

I/ We are shareholders of Viet Phat Import Export Trading Investment Joint Stock Company collectively holding..... ordinary shares, accounting for .....% of the total voting shares of the Company as of the final registration date on March 24, 2025, including:

No.	Name	ID card/Passport No./ Business Registration Certificate	Date of issue	Place of issue	Number of owning shares	Equivalent to % of the total voting shares	Signature , full name, and seal (if any)

After reviewing the conditions and standards related to the nomination of members to the Board of Directors of Viet Phat Import Export Trading Investment Joint Stock Company for the 2022-2027 term, I/we agree to combine all of our ordinary shares listed above to nominate the following individuals as candidates for the Board of Directors of Viet Phat Import Export Trading Investment Joint Stock Company for the 2022-2027 term

No.	Candidate name	Citizen card/ID card/Passport No.	Permanent residence	Academic standard - Professional qualification
		Citizen card/ID card/Passport No.: Date of issue: Place of issue:		

I/We commit that: (1) the above candidates fully meet the standards and conditions to become members of the Board of Directors of the Company, (2) the information provided by me/us is truthful, and (3) we will be responsible before the law and the Company for any inaccuracies

*Sincerely./.*





THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

-----o0o-----

**CANDIDATE APPLICATION FORM**  
**MEMBER OF THE BOARD OF DIRECTORS IN THE TERM OF 2022-2027**

**To: THE BOARD OF DIRECTORS OF VIET PHAT IMPORT EXPORT TRADING  
INVESTMENT JOINT STOCK COMPANY**

Full name: .....

ID Card No./Passport No.: .....Date of issue: .....Place of issue:.....

Permanent residence: .....

Academic standard: ..... Major:.....

Number of owning shares in Viet Phat Import Export Trading Investment Joint Stock Company  
as of the final registration date on March 24, 2025: ..... shares.

- + Number of shares owned by individual: ..... shares, accounting for:.....% of  
the total voting shares.
- + Number of representative shares owned: ..... shares, accounting for:.....% of  
the total voting shares.

After reviewing the conditions and standards for becoming a member of the Board of Directors of  
the Company and the relevant legal regulations, I find myself qualified and hereby self-nominate  
for the Board of Directors of Viet Phat Import Export Trading Investment Joint Stock Company  
for the 2022-2027 term.

If trusted and elected by the shareholders as a member of the Board of Directors, I will dedicate  
all my abilities and enthusiasm to contribute to the development of Viet Phat Import Export  
Trading Investment Joint Stock Company.

I hereby certify that the information I have provided is truthful and I will take full responsibility  
before Viet Phat Import Export Trading Investment Joint Stock Company and the law for the  
accuracy and honesty of the information.

Sincerely.

***Attached Documents:***

- Notarized copies of Citizen card/ID  
Card/Passport;
- Notarized copies of educational and  
professional qualifications (If any);
- Candidate's Curriculum vitae.

....., ..... 2025

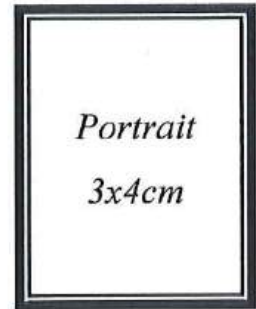
**Candidates**

*(Signature and full name)*



THE SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

**CURRICULUM VITAE**



- 1. Full name: ..... 2. Gender: .....
- 3. Date of birth: ..... 4. Place of birth: .....
- 5. Nationality: ..... 6. Ethnic: .....
- 7. ID card/Passport No.: ..... Date of issue: ..... Place of issue: .....
- 8. Permanent residence: .....
- 9. Telephone number: ..... 10. Email: .....
- 11. Academic standard: .....
- 12. Professional qualification: .....
- 13. Work Experience:

Time	Position	Name of organization/company

14. Companies where the Candidate holds members of the Board of Directors positions or other executive positions:

Time	Position	Company

15. Report on Contributions to the Company (for Candidates currently members of the Board of Directors):

.....

16. Legal violations (if any): .....

17. Related interest with company (if any):: .....

18. Interest in conflict with company (if any): .....

19. Debts to the Company (if any): .....

20. Number of owning shares:

- + Owning on behalf: .....
- + Owning by Individual: .....

21. List of affiliated persons and number of owning shares: .....

***I hereby certify that the information provided is true and correct and I will bear the full responsibility to the law.***

.....  
(Signature, full name)



No.: 01/2025/BC-HĐQT

Hai Phong, April 04, 2025

## REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND THE 2025 BUSINESS PLAN

**Dear:** Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company

In accordance with the provisions of the Law on Enterprises, the Law on Securities, and the Charter of Viet Phat Import Export Trading Investment Joint Stock Company, the Board of Directors (“BOD”) reports and respectfully submits to the General Meeting of Shareholders (“GMS”) the results of the BOD’s activities in 2024, as well as the agenda, objectives, and tasks for 2025, as follows:

### I. Activities of the Board of Directors in 2024:

#### 1. Members and the structure of the Board of Directors:

**Members of the Board of Directors in the term 2022-2027 and in 2024:**

No.	Full name	Position	Date of appointment	Date of dismissal
1	Mr. Nguyen Van Binh	Chairman of the BOD	19/04/2022	
2	Mr. Nguyen Van Duc	Member of the BOD	19/04/2022	
3	Ms. Le Thi Thanh Le	Member of the BOD	19/04/2022	
4	Mr. Nguyen Khoi	Independence Member of the BOD	19/04/2022	
5	Mr. Le Dinh Dieu	Independence Member of the BOD	19/04/2022	

#### 2. Meetings of the Board of Directors:

In 2024, the Board of Directors held 20 meetings to implement the resolutions of the General Meeting of Shareholders and monitored the Board of Management to focus on addressing issues related to business operations and investments.

##### a. Meeting attendance rate of the members of the Board of Directors:

No.	Full name	Number of meetings attended by the BOD	Attendance rate	Reasons for absence
1	Mr. Nguyen Van Binh	20	100%	
2	Mr. Nguyen Van Duc	20	100%	
3	Ms. Le Thi Thanh Le	20	100%	
4	Mr. Nguyen Khoi	20	100%	
5	Mr. Le Dinh Dieu	20	100%	





**b. Resolutions of the Board of Directors in 2024:** *(Appendix 01 attached)*

**c. General assessments on the activities of the members of the Board of Directors:**

- In 2024, based on the assigned tasks, the members of the Board of Directors diligently fulfilled their duties as per the assignments given with a high level of commitment. They actively participated in all meetings of the BOD, contributed feedback on the meeting's matters; successfully carried out their responsibilities, and reflected their role and responsibility in accordance with the law, the Company's Charter and internal regulations.
- The Board of Directors meetings were convened in accordance with the provisions of the Law on Enterprises, the Company's Charter and internal regulations. Issues within the Board's decision-making authority were reviewed and voted according to the majority principle, and issued in the form of resolutions and decisions. The resolutions/decisions of the Board of Directors were duly and promptly communicated, in accordance with regulations, to the members of the Board of Directors, the Audit Committee, and the Board of Management.
- The resolutions/decisions issued by the Board of Directors were fully and actively implemented by the Board of Management and the Company's departments/units, achieving the objectives set by the Board of Directors
- These resolutions were publicly disclosed in accordance with Circular 96/2020/TT-BTC dated November 16, 2020, providing guidelines on disclosure of information on securities market.

**3. Activities of Independent Board Members and their Assessments on Activities of the Board of Directors**

The Board of Directors includes two independent members: (1) Mr. Nguyen Khoi and (2) Mr. Le Dinh Dieu.

The independent members of the BOD possess professional expertise and experience in the company's key business lines. Their contributions have been significant in shaping the BOD's decisions in 2024.

All independent Board members attended full meetings of the BOD and punctually submitted their opinions on resolutions and matters under the BOD's authority. This ensured transparency, control the conflict of interest, and the protection of the company's and shareholders' interests.

**Assessments of Independent Board Members on Activities of the Board of Directors:**

- In 2024, the Board of Directors issued flexible policies to respond the changes in business methods and models, driven by global economic instability, political conflicts in Ukraine and the Middle East, have significantly hindered global economic recovery.
- The Board of Directors promptly approved and issued Resolutions/Decisions within its authority to adjust the company's governance and business activities. Additionally, it provided timely guidance and closely supervised the Board of Management in implementing the company's established targets, strategies, and business plans.

**4. Activities of the Audit Committee affiliated to the Board of Directors**

In 2024, the Audit Committee monitored the Board of Directors implementation of the resolutions from the General Meeting of Shareholders and supervised the Board of Management in executing the BOD's resolutions. With a quarterly work plan and



assignments, the Audit Committee conducted reviews of the financial statements and financial activities. The company's financial statements for 2024 accurately and reasonably reflected the company's business operations and financial activities at the time of reporting.

The Audit Committee has refined the internal control system and the operations of internal auditors. Regarding risk management, the risk portfolio, especially strategic risks, and the evaluation system have been reviewed and improved. The Committee also carried out the evaluation and selection of the audit firm for the 2024 fiscal year;

Monitored the company's compliance with disclosure regulations as set out in Circular No. 96/2020/TT-BTC dated November 16, 2020, by the Ministry of Finance. Furthermore, it supervised and provided feedback on the company's achievement of business production targets to exceed the revenue and profit goals;

The Audit Committee has conducted monthly direct discussions with the members of the Board of Directors responsible for various areas: human resources, salaries, rewards and discipline, and legal affairs, to coordinate the implementation of the BOD's resolutions. The Audit Committee regularly engages with the Board of Management, the Business Director, the Chief Accountant, and Heads of department to oversee business operations, accounting for incidents during operations and taking timely corrective actions to ensure high operational efficiency.

**5. Activities of the sub-committees of the Board of Directors:**

The Board of Directors did not establish subcommittees but has assigned individual members of the BOD to be responsible for specific areas of work, such as development policies, human resources, salaries and rewards, investments, legal affairs, etc. The members of the Board of Directors are directly involved in certain Company councils, such as the Salary Council and the Discipline and Reward Council... Each member of the Board of Directors directly participates in several Committees of the Company, such as the Salary Committee, the Commendation and Discipline Committee, etc.

**6. Supervision the Board of Management ("BOM") Results by the Board of Directors**

In compliance with the Company's Charter, Governance Regulations, internal policies, and applicable laws, the Board of Directors has carried out the following supervisory activities over the Board of Management as follows:

- Organized and monitored the implementation of projects where the Company is the investor, as well as the investment and business activities of its subsidiaries;
- Directed and closely supervised the preparation of the 2024 financial statements, including quarterly financial statements, semi-annual financial statements, and the 2024 annual statements;
- Organizing and supervising the implementation of projects where the Company is the investor and the investment and business activities of subsidiary companies
- Chaired, monitored, and successfully organized the Annual General Meeting of Shareholders held on April 24, 2024, and conducted the collection of shareholder opinions in writing on August 6, 2024.

1826  
NG T  
PH  
THUC  
NHAP  
ET PH  
NG T



- Supervised the implementation of the Resolutions/Decisions issued by the General Meeting of Shareholders and the Board of Directors, and reviewed the management activities of the Board of Management in business operations;
- Supervised and monitored the disclosure of information to ensure transparency and promptness in accordance with legal regulations

**7. Supervision Other Executives Results:**

The Board of Directors has strengthened its supervision of Executives. Every quarter, the BOD holds meetings with the Business Director, Chief Accountant, and heads of department to review reports on business challenges and opportunities, promptly implement corrective measures.

**8. Report on Transactions Between the Company, its Subsidiaries, with Members of the Board of Directors and their Related Parties; Transactions Between the Company with Company in which a Board Member is a founding member or is a Executive in the past 03 years prior to the Transaction:** No transactions occurred.

**9. Remuneration, Operating Expenses, and Other Benefits of the Board of Directors and Each Member of the Board of Directors in 2024**

*Unit: VND*

No.	Full name	Position	Remuneration	Salary/ Bonus	Total income
1	Mr. Nguyen Van Binh	Chairman of the BOD	360.000.000	677.500.000	1.037.500.000
2	Mr. Nguyen Van Duc	Member of the BOD - General Director	120.000.000	790.954.428	791.074.428
3	Ms. Le Thi Thanh Le	Member of the BOD - Deputy General Director	120.000.000	457.360.000	577.360.000
4	Mr. Nguyen Khoi	Independence Member of the BOD	180.000.000	-	180.000.000
5	Mr. Le Dinh Dieu	Independence Member of the BOD	180.000.000	-	180.000.000

**II. Implementation Status of the Resolutions Approved at the 2024 Annual General Meeting of Shareholders:**

**1. Business Performance in 2024**

*Unit: billion VND*

No.	Indicators	2024 Plan	2024 Implementation	Plan/ Implementation
1	Net revenue	10.500	16.257	155%
2	Profit after tax	150	99	66%



Although the net revenue target for 2024 exceeded the plan, the profit after tax did not meet the target set by the 2024 Annual General Meeting of Shareholders. Net revenue for 2024 reached 16.257 billion VND, an increase of 157% compared to 2023 and 155% of the 2024 plan. Profit after tax reached 99 billion VND, an increase of 421% compared to 2023 and equivalent to 66% of the 2024 plan.

## 2. Status of 2023 Dividend Payment to Existing Shareholders

The company has completed the 2023 dividend payment in shares to existing shareholders at a rate of 5%, equivalent to 500 VND per share.

## III. Plans for 2025

### 1. Key Business Plan Targets for 2025

*Unit: billion VND*

No.	Indicators	2025 Plan	2024 Implementation	% growth
1	Net revenue	16.500	16.257	1,5%
2	Profit after tax	170	99	42%

### 2. Business and Investment Orientation:

In 2025, the Board of Directors aims to innovate the organizational structure to meet the development significantly needs for the 2025-2030 period, specifically:

- Focus on developing 3 key objectives: Export-import and trade activities will continue to be the main growth drivers, laying the foundation for investment activities; Promote investment in residential real estate, office hotels, and industrial zones through mergers and acquisitions and investment cooperation with other partners; Research and invest in renewable energy from 300-500 MW.
- Assess and optimize the organizational system to maintain a lean, professional structure that meets the demands of changes during a challenging and innovative economic period.
- Thoroughly implement technology achievements, the 4.0 revolution, and AI technology in the management and development of new sectors.

### 3. Company Governance Plan:

- Enhance financial management skills and human resource management, and thoroughly implement the application of science, technology, and management software into business operations;
- Develop quality management and human resource management systems according to ISO standards;
- Assign members of the Board of Directors, the Board of Management, and other key positions in the company to participate in corporate governance training courses;
- Establish a mechanism for revenue, cost, and salary fund allocation for each department and unit in the company;
- Build a corporate culture, create a favorable working environment, and promote the initiative and creativity of employees in the company.

*This is the Report on the activities of the Board of Directors in 2024 and the orientations and tasks for 2025. The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.*

***Respectfully report./.***

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**Nguyen Van Binh**



PHỤ LỤC 01

DANH MỤC NGHỊ QUYẾT CỦA HỘI ĐỒNG QUẢN TRỊ TRONG NĂM 2024

STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
1	01/2024/NQ- HĐQT	20/02/2024	<p>Thông qua ngày tổ chức và chốt danh sách cổ đông thực hiện quyền tham dự Đại hội đồng cổ đông thường niên năm 2024, cụ thể:</p> <ul style="list-style-type: none"> <li>- Ngày chốt danh sách cổ đông thực hiện quyền tham dự Đại hội đồng cổ đông thường niên năm 2024: 25/03/2024.</li> <li>- Ngày tổ chức họp: 24/04/2024.</li> <li>- Địa điểm tổ chức họp: Địa điểm cụ thể sẽ được thông báo đến Quý cổ đông trong Thư mời họp Đại hội đồng cổ đông.</li> </ul> <p><i>Approving the date of organization and closing the list of shareholders exercising rights to attend the 2024 Annual General meeting of Shareholders, detailed as follow:</i></p> <ul style="list-style-type: none"> <li>- <i>The date for closing the list of shareholders exercising rights to attend the 2024 Annual General meeting of Shareholders: 25<sup>th</sup> March 2024.</i></li> <li>- <i>The date of meeting: 24<sup>th</sup> April 2024</i></li> </ul> <p><i>The meeting location: Specific location will be announced to shareholders in the Invitation to the AGM.</i></p>	100%
2	02/2024/NQ- HĐQT	28/03/2024	<p>Thông qua kế hoạch sản xuất kinh doanh năm 2024 trình Đại hội đồng cổ đông thường niên 2024, cụ thể như sau:</p> <ul style="list-style-type: none"> <li>- Doanh thu: 10.500 tỷ đồng</li> <li>- Lợi nhuận sau thuế: 150 tỷ đồng</li> </ul> <p>Thông qua chương trình và tài liệu họp Đại hội đồng cổ đông thường niên năm 2024, cụ thể như sau:</p> <ul style="list-style-type: none"> <li>- Thời gian họp: 08h00, ngày 24/04/2024 (Thứ 4).</li> <li>- Địa điểm tổ chức họp: Trung tâm Hội nghị Thành phố Hải Phòng, Số 18 Hoàng Diệu, Quận Hồng Bàng, Thành phố Hải Phòng.</li> </ul> <p><i>Approving business operation plan for 2024 to present in the 2024 AGM, specially:</i></p> <ul style="list-style-type: none"> <li>- <i>Revenue: 10.500 billions VND</i></li> <li>- <i>Profit after tax: 150 billions VND</i></li> </ul> <p><i>Approving agenda and documents for 2024 AGM, specially:</i></p> <ul style="list-style-type: none"> <li>- <i>Meeting time: 8:00AM, 24th April 2024 (Wednesday)</i></li> </ul> <p><i>Meeting location: Hai Phong meeting center, No.18 Hoang Dieu street, Hong Bang District, Hai Phong</i></p> <ul style="list-style-type: none"> <li>- <i>Document and meeting content: detailed reports, presentations, and documents were attached to this resolution.</i></li> </ul>	100%
3	03/2024/NQ- HĐQT	20/05/2024	<p>Thông qua việc triển khai phương án phát hành cổ phiếu trả cổ tức năm 2023 theo Nghị quyết số 01/2024/NQ-ĐHĐCĐ ngày 24/04/2024 của Đại hội đồng cổ đông thường niên năm 2024.</p> <p><i>Approving the implementation of plan of issuing shares to pay dividends according to resolution no. 01/2024/NQ-ĐHĐCĐ dated 24/4/2024 of the 2024 AGM.</i></p>	100%

STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
4	04/2024/NQ- HĐQT	29/05/2024	<p>Thông qua việc nhận cấp tín dụng tại Ngân hàng TMCP Công thương Việt Nam – Chi nhánh Lê Chân, cụ thể như sau:</p> <ul style="list-style-type: none"> <li>- Thông qua nhận cấp tín dụng (theo một hoặc nhiều hoặc đồng thời các hình thức cấp tín dụng: cho vay, bảo lãnh, phát hành thư tín dụng, chiết khấu, bao thanh toán,...) tại Ngân hàng TMCP Công thương Việt Nam – Chi nhánh Lê Chân với số tiền tối đa là 2.890.000.000.000 VND (Hai nghìn tám trăm chín mươi tỷ đồng chẵn./.).</li> <li>- Thông qua việc sử dụng các tài sản của Công ty, của bên thứ ba (nếu có) hiện đang thế chấp/cầm cố hoặc sẽ thế chấp/cầm cố trong tương lai để đảm bảo cho các nghĩa vụ trả nợ của Công ty đối với Ngân hàng TMCP Công thương Việt Nam – Chi nhánh Lê Chân phát sinh từ các giao dịch cấp tín dụng nêu trên và các giao dịch khác giữa Công ty với Ngân hàng TMCP Công thương Việt Nam – Chi nhánh Lê Chân.</li> </ul> <p><i>Approving the receiving a credit line at Vietnam Joint stock commercial bank for industry and trade- Le Chan Branch, detailed as follow:</i></p> <ul style="list-style-type: none"> <li>- <i>Approving the receiving credit line (including one or more of the following forms of credit, either individually or simultaneously: loan, guarantee, L/C, discounting, factoring,..) at Vietnam Joint stock commercial bank for industry and trade- Le Chan Branch with a maximum amount of 2.890.000.000.000 VND (Two trillion eight hundred and ninety billion VND).</i></li> <li>- <i>Approving the use of the company's assets, or third-party assets (if any) that have been mortgaged/pledged or will be mortgaged/pledged in the future to secure the company's payment obligations to Vietnam Joint stock commercial bank for industry and trade- Le Chan branch which arrise from the above credit transactions and other transactions between the company and Vietnam Joint stock commercial bank for industry and trade- Le Chan branch.</i></li> </ul>	100%
5	05/2024/NQ- HĐQT	03/06/2024	<p>Thông qua việc ký kết hợp đồng bán than nhiệt giữa Liên danh Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát, Pine Energy Pte. Ltd và Tổng Công ty Phát điện 1.</p> <p>Giá trị hợp đồng tạm tính: 206.535.000.000 VND + 123.885.000 USD</p> <p>Thời hạn thực hiện hợp đồng: 18 tháng kể từ ngày ký hợp đồng.</p> <p><i>Approving the signing of coal purchasing contract between the consortium Viet Phat Import Export commercial investment JSC, Pine Energy Pte and Power Generation Corporation 1. Expected contract value: 206,535,000,000 VND and 123,885,000 USD. Contract period: 18 months from the date of signing the contract.</i></p>	100%



STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
6	06/2024/NQ- HĐQT	13/06/2024	<p>* Thông qua việc chốt ngày đăng ký cuối cùng để thực hiện quyền nhận cổ tức năm 2023 theo Nghị quyết Đại hội đồng cổ đông thường niên năm 2024, cụ thể:</p> <ul style="list-style-type: none"> <li>- Ngày đăng ký cuối cùng: 01/07/2024</li> <li>- Trả cổ tức năm 2023 bằng cổ phiếu:</li> <li>+ Tỷ lệ thực hiện quyền: 5% tương đương 100:5 (Tại ngày chốt danh sách cổ đông để thực hiện quyền, cổ đông sở hữu 01 cổ phiếu sẽ được hưởng 01 quyền, cổ đông sở hữu 100 quyền sẽ được nhận thêm 5 cổ phiếu mới).</li> <li>+ Nguyên tắc làm tròn và phương án xử lý cổ phiếu lẻ: Số lượng cổ phiếu mỗi Cổ đông được nhận khi phát hành cổ phiếu trả cổ tức sẽ được làm tròn đến hàng đơn vị theo nguyên tắc làm tròn xuống. Số cổ phiếu lẻ (phần thập phân) (nếu có) sẽ hủy bỏ, không phát hành.</li> </ul> <p>* Lựa chọn Công ty TNHH Kiểm toán Deloitte Việt Nam là đơn vị thực hiện soát xét và kiểm toán Báo cáo tài chính năm 2024.</p> <p><i>* Approved the closing of the last registration date to exercise the right to receive dividends in 2023 according to the Resolution of the 2024 Annual General Meeting of Shareholders, specifically:</i></p> <ul style="list-style-type: none"> <li>- Last registration date: 01/07/2024</li> <li>- Dividend payment in 2023 in shares:</li> <li>+ Right exercise ratio: 5% equivalent to 100:5 (On the closing date of the list of shareholders to exercise rights, shareholders owning 01 share will be entitled to 01 right, shareholders owning 100 rights will receive 5 new shares).</li> <li>+ Principle of rounding and plan for handling odd shares: The number of shares received by each shareholder upon issuance of dividend-paying shares will be rounded to the row of units according to the principle of rounding down. The number of odd shares (decimal) (if any) will be canceled, not issued.</li> </ul> <p><i>* Select Deloitte Vietnam Auditing Co., Ltd. as the audit firm to review and audit the 2024 financial statements.</i></p>	100%
7	07/2024/NQ- HĐQT	18/06/2024	<p>Chấp thuận nhận cấp tín dụng từ VPBank/Hợp đồng cấp hạn mức tín dụng với VPBank theo các nội dung chi tiết sau:</p> <ul style="list-style-type: none"> <li>+ Hình thức nhận cấp tín dụng: Cho vay, Cấp bảo lãnh, Phát hành L/C</li> <li>+ Số tiền nhận cấp tín dụng: Tối đa 1.500.000.000.000 VND (Một nghìn năm trăm tỷ đồng).</li> <li>+ Thời hạn nhận cấp tín dụng: 18 tháng kể từ ngày ký Hợp đồng tín dụng.</li> </ul> <p>Mục đích nhận cấp tín dụng: Bổ sung vốn lưu động, phát hành bảo lãnh, phát hành L/C để thực hiện Thỏa thuận cung cấp than với Tổng Công ty phát điện 1 (EVNGENCO 1) theo gói thầu: Số 01TH-DH3&amp;DH3MR-2024: Mua sắm than phục vụ vận hành thương mại của NMNĐ Duyên Hải 3 và NMNĐ Duyên Hải 3 mở rộng.</p> <p>Chấp thuận nhận cấp tín dụng từ VPBank/Hợp đồng cấp hạn mức tín dụng với VPBank theo các nội dung chi tiết sau:</p>	100%

84.  
Y  
AN  
JNG  
PKH  
HAT  
T.P.V

STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p>+ Hình thức nhận cấp tín dụng: Cho vay, Cấp bảo lãnh, Phát hành L/C</p> <p>+ Số tiền nhận cấp tín dụng: Tối đa 1.500.000.000.000 VND (Một nghìn năm trăm tỷ đồng).</p> <p>+ Thời hạn nhận cấp tín dụng: 18 tháng kể từ ngày ký Hợp đồng tín dụng.</p> <p>Mục đích nhận cấp tín dụng: Bổ sung vốn lưu động, phát hành bảo lãnh, phát hành L/C để thực hiện Thỏa thuận cung cấp than với Tổng Công ty phát điện 1 (EVNGENCO 1) theo gói thầu: Số 01TH-DH3&amp;DH3MR-2024: Mua sắm than phục vụ vận hành thương mại của NMNĐ Duyên Hải 3 và NMNĐ Duyên Hải 3 mở rộng.</p> <p><i>Approval to receive credit from VPBank/Credit line contract with VPBank according to the following details:</i></p> <p>+ <i>Forms of credit: Loan, Guarantee, L/C issuance</i></p> <p>+ <i>Credit amount: Maximum 1,500,000,000,000 VND (One thousand five hundred billion VND).</i></p> <p>+ <i>Credit term: 18 months from the date of signing the credit contract.</i></p> <p><i>Purpose of receiving credit: Supplementing working capital, issuing guarantees, issuing L/C to implement the Coal Supply Agreement with Power Generation Corporation 1 (EVNGENCO 1) according to the bidding package: No. 01TH-DH3&amp;DH3MR-2024: Procurement of coal for the commercial operation of Duyen Hai 3 Thermal Power Plant and Duyen Hai 3 Expansion Power Plant.</i></p> <p><i>Approval to receive credit from VPBank/Credit line contract with VPBank according to the following details:</i></p> <p>+ <i>Forms of credit: Loan, Guarantee, L/C issuance</i></p> <p>+ <i>Credit amount: Maximum 1,500,000,000,000 VND (One thousand five hundred billion VND).</i></p> <p>+ <i>Credit term: 18 months from the date of signing the credit contract.</i></p> <p><i>Purpose of receiving credit: Supplementing working capital, issuing guarantees, issuing L/C to implement the Coal Supply Agreement with Power Generation Corporation 1 (EVNGENCO 1) according to the bidding package: No. 01TH-DH3&amp;DH3MR-2024: Procurement of coal for the commercial operation of Duyen Hai 3 Thermal Power Plant and Duyen Hai 3 Expansion Power Plant.</i></p>	
8	08/2024/NQ-HĐQT	21/06/2024	<p>Thông qua việc lấy ý kiến cổ đông bằng văn bản để thông qua một số vấn đề thuộc thẩm quyền quyết định của Đại hội đồng cổ đông, cụ thể:</p> <p>- Ngày đăng ký cuối cùng để thực hiện quyền lấy ý kiến cổ đông bằng văn bản: 12/07/2024.</p> <p>- Thời gian thực hiện lấy ý kiến cổ đông: Dự kiến từ ngày 22/07/2024 đến hết ngày 05/08/2024.</p> <p>- Địa điểm nhận ý kiến cổ đông bằng văn bản: Văn phòng giao dịch: Phòng 121-128 tầng 1 tòa nhà Thành Đạt 1, Số 3 Lê Thánh Tông, phường Máy Tơ, quận Ngô Quyền, thành phố Hải Phòng.</p>	100%



STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p>- Nội dung lấy ý kiến cổ đông: thay đổi địa chỉ trụ sở chính của Công ty và sửa đổi Điều lệ. Các vấn đề khác (nếu có) thuộc thẩm quyền quyết định của Đại hội đồng cổ đông.</p> <p><i>Through the collection of shareholders' opinions in writing to approve a number of issues under the decision-making competence of the General Meeting of Shareholders, specifically:</i></p> <p>- <i>The last date of registration to exercise the right to collect shareholders' opinions in writing: 12/07/2024.</i></p> <p>- <i>Time to collect shareholders' opinions: Expected from 22/07/2024 to the end of 05/08/2024.</i></p> <p>- <i>Location of receiving written shareholders' opinions: Transaction office: Room 121-128, 1st floor, Thanh Dat 1 Building, No. 3 Le Thanh Tong, May To Ward, Ngo Quyen District, Hai Phong City.</i></p> <p>- <i>Contents of shareholder consultation: change of the address of the Company's head office and amendment of the Charter. Other issues (if any) are under the decision-making competence of the General Meeting of Shareholders.</i></p>	
9	10/2024/NQ-HĐQT	08/07/2024	<p>Thông qua việc vay vốn, bảo lãnh, mở L/C của Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát (Công ty) tại Ngân hàng TMCP Đầu tư và Phát triển Việt Nam – Chi nhánh Hà Nội (sau đây gọi là “Ngân hàng” hoặc “BIDV Hà Nội”) để phục vụ hoạt động sản xuất kinh doanh, cụ thể như sau:</p> <p>+ Tổng hạn mức tín dụng ngắn hạn (bao gồm cho vay, các loại bảo lãnh, L/C) là 1.200.000.000.000 đồng (Bằng chữ: Một nghìn hai trăm tỷ đồng) gồm cả Việt Nam đồng và ngoại tệ quy đổi, trong đó giới hạn cho vay ngắn hạn, phát hành bảo lãnh thanh toán tối đa là 800.000.000.000 đồng (Bằng chữ: Tám trăm tỷ đồng).</p> <p>+ Mục đích sử dụng: Bổ sung vốn lưu động ngắn hạn, phát hành bảo lãnh, L/C phục vụ hoạt động sản xuất kinh doanh.</p> <p>+ Thời gian cấp tín dụng: 12 tháng kể từ ngày ký hợp đồng tín dụng giữa Công ty và BIDV Hà Nội.</p> <p>+ Lãi suất vay, phí và điều kiện vay vốn: Theo quy định của Ngân hàng và thỏa thuận tại Hợp đồng tín dụng ký giữa Công ty và BIDV Hà Nội.</p> <p><i>Through the loan, guarantee and opening of L/C of Viet Phat Import-Export Trade Investment Joint Stock Company (the Company) at the Joint Stock Commercial Bank for Investment and Development of Vietnam – Hanoi Branch (hereinafter referred to as "the Bank" or "BIDV Hanoi") to serve production and business activities, Specifically, as follows:</i></p> <p>+ <i>The total short-term credit limit (including loans, guarantees, L/C) is VND 1,200,000,000,000 (In words: One thousand two hundred billion VND) including Vietnam dong</i></p>	100%



STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p>and foreign currency convertibles, of which the maximum limit for short-term loans and issuance of payment guarantees is VND 800,000,000,000 (In words: Eight hundred billion VND).</p> <p>+ Purpose of use: Supplementing short-term working capital, issuing guarantees, L/C for production and business activities.</p> <p>+ Credit extension period: 12 months from the date of signing the credit contract between the Company and BIDV Hanoi.</p> <p>+ Loan interest rates, fees and loan conditions: According to the Bank's regulations and the agreement in the Credit Contract signed between the Company and BIDV Hanoi.</p>	
10	11/2024/NQ-HDQT	08/07/2024	<p>Thông qua điều chỉnh kế hoạch sản xuất kinh doanh năm 2024 và báo cáo Đại hội đồng cổ đông trong kỳ họp gần nhất:</p> <ul style="list-style-type: none"> <li>- Doanh thu thuần hợp nhất: 12.998 tỷ đồng.</li> <li>- Lợi nhuận sau thuế TNDN hợp nhất: 150 tỷ.</li> </ul> <p>Approve the adjustment of the production and business plan in 2024 and report to the General Meeting of Shareholders in the latest meeting:</p> <ul style="list-style-type: none"> <li>- Consolidated net revenue: VND 12,998 billion.</li> <li>- Consolidated profit after CIT: 150 billion.</li> </ul>	100%
11	12/2024/NQ-HDQT	15/07/2024	<p>Thông qua việc vay vốn, mở L/C, mở bảo lãnh của Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát tại Ngân hàng Agribank chi nhánh Bắc Hải Phòng (sau đây gọi là "Ngân hàng" hoặc "Agribank Bắc Hải Phòng") để phục vụ hoạt động sản xuất kinh doanh, cụ thể như sau:</p> <ul style="list-style-type: none"> <li>- Tổng hạn mức tín dụng (bao gồm cho vay, phát hành L/C, bảo lãnh): 1.400.000.000.000 đồng (Một nghìn bốn trăm tỷ đồng). Trong đó:</li> <li>+ Hạn mức vay vốn: 600.000.000.000 đồng (Sáu trăm tỷ đồng).</li> <li>- Mục đích sử dụng: Bổ sung vốn lưu động phục vụ hoạt động kinh doanh thương mại.</li> <li>- Thời hạn hạn mức: 12 tháng kể từ ngày ký hợp đồng tín dụng.</li> <li>- Lãi suất vay, phí và điều kiện vay vốn: theo quy định của Ngân hàng và thỏa thuận tại Hợp đồng tín dụng ký giữa Công ty và Agribank Bắc Hải Phòng.</li> </ul> <p>Through borrowing, opening L/C, opening guarantee of Viet Phat Import-Export Trading Investment Joint Stock Company at Agribank Bac Hai Phong branch (hereinafter referred to as "Bank" or "Agribank Bac Hai Phong") to serve production and business activities, specifically as follows:</p> <ul style="list-style-type: none"> <li>- Total credit limit (including lending, L/C issuance, guarantee): VND 1,400,000,000,000 (One thousand four hundred billion VND). In which:</li> <li>+ Loan limit: VND 600,000,000,000 (Six hundred billion VND).</li> <li>- Purpose of use: Supplementing working capital for commercial business activities.</li> </ul>	100%





STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p>- Term: 12 months from the date of signing the credit contract.</p> <p>- Loan interest rates, fees and loan conditions: according to the Bank's regulations and the agreement in the Credit Contract signed between the Company and Agribank Bac Hai Phong.</p>	
12	13/2024/NQ-HDQT	16/07/2024	<p>Thông qua việc vay vốn, bảo lãnh, mở L/C của Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát (Công ty) tại Ngân hàng TMCP Quốc tế Việt Nam – Chi nhánh Hải Phòng (sau đây gọi là “Ngân hàng” hoặc “VIB Hải Phòng”) để phục vụ hoạt động sản xuất kinh doanh, cụ thể như sau:</p> <p>+ Tổng hạn mức tín dụng ngắn hạn là 300.000.000.000 VND (Ba trăm tỷ đồng) (trong đó: hạn mức vay là 300.000.000.000 VND; hạn mức bảo lãnh là 300.000.000.000 VND và hạn mức LC là 300.000.000.000 VND).</p> <p>+ Mục đích sử dụng: Bổ sung vốn lưu động, phát hành bảo lãnh và LC phục vụ hoạt động kinh doanh than cốc, than nhiệt và quặng kim loại các loại phù hợp với đăng ký kinh doanh của Công ty.</p> <p>+ Thời gian cấp tín dụng: 12 tháng kể từ ngày ký hợp đồng tín dụng giữa Công ty và VIB Hải Phòng.</p> <p>+ Lãi suất vay, phí và điều kiện vay vốn: Theo quy định của Ngân hàng và thỏa thuận tại Hợp đồng tín dụng ký giữa Công ty và VIB Hải Phòng.</p> <p><i>Through borrowing, guaranteeing, opening L/C of Viet Phat Import-Export Trading Investment Joint Stock Company (the Company) at Vietnam International Commercial Joint Stock Bank – Hai Phong Branch (hereinafter referred to as "Bank" or "VIB Hai Phong") to serve production and business activities, Specifically, as follows:</i></p> <p>+ <i>The total short-term credit limit is VND 300,000,000,000 (Three hundred billion VND) (of which: the loan limit is VND 300,000,000,000; the guarantee limit is VND 300,000,000,000 and the LC limit is VND 300,000,000,000).</i></p> <p>+ <i>Purpose of use: Supplementing working capital, issuing guarantees and LCs for trading in coke, thermal coal and metal ores of all kinds in accordance with the Company's business registration.</i></p> <p>+ <i>Credit extension period: 12 months from the date of signing the credit contract between the Company and VIB Hai Phong.</i></p> <p>+ <i>Loan interest rates, fees and loan conditions: According to the Bank's regulations and the agreement in the Credit Contract signed between the Company and VIB Hai Phong.</i></p>	100%
13	14/2024/NQ-HDQT	22/07/2024	<p>Thông qua nội dung các văn bản sau đây trình Đại hội đồng cổ đông lấy ý kiến cổ đông bằng văn bản, cụ thể:</p> <p>- Thông báo lấy ý kiến cổ đông bằng văn bản;</p> <p>- Phiếu lấy ý kiến cổ đông bằng văn bản;</p> <p>- Tờ trình số 07/2024/TTr-HDQT ngày 22/07/2024 về việc thông qua Quy chế tổ chức, thực hiện và kiểm phiếu lấy ý kiến cổ đông bằng văn bản;</p>	100%

CÔNG NGHỆ

STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p>- Tờ trình số 08/2024/TTr-HDQT ngày 22/07/2024 về việc thay đổi địa chỉ trụ sở chính của Công ty và sửa đổi Điều lệ;</p> <p>- Dự thảo Biên bản kiểm phiếu, Nghị quyết Đại hội đồng cổ đông thông qua bằng hình thức lấy ý kiến cổ đông bằng văn bản;</p> <p>- Và các mẫu biểu, văn bản khác.</p> <p>Thông qua danh sách cổ đông để thực hiện lấy ý kiến cổ đông bằng văn bản như sau:</p> <p>Căn cứ Danh sách cổ đông của Công ty Cổ phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát tại ngày đăng ký cuối cùng 12/07/2024 do Tổng Công ty Lưu ký và Bù trừ chứng khoán Việt Nam cung cấp.</p> <p>- Tổng số cổ phần có quyền biểu quyết đang lưu hành: 84.207.071 cổ phần.</p> <p>- Tổng số cổ đông: 6.675 cổ đông (trong đó có 6.646 cổ đông cá nhân, 29 cổ đông tổ chức).</p> <p><i>Approve the following documents to be submitted to the General Meeting of Shareholders for shareholders' opinions in writing, specifically:</i></p> <p>- <i>Notice of collection of shareholders' opinions in writing;</i></p> <p>- <i>A written shareholder opinion poll ;</i></p> <p>- <i>Report No. 07/2024/TTr-HDQT dated 22/07/2024 on the approval of the Regulation on organization, implementation and counting of votes to collect shareholders' opinions in writing;</i></p> <p>- <i>Report No. 08/2024/TTr-HDQT dated 22/07/2024 on the change of the address of the Company's head office and amendment of the Charter;</i></p> <p>- <i>Draft Minutes of vote counting, Resolution of the General Meeting of Shareholders approved in the form of collecting shareholders' opinions in writing;</i></p> <p>- <i>And other forms and documents.</i></p> <p><i>Approve the list of shareholders to collect shareholders' opinions in writing as follows:</i></p> <p><i>Pursuant to the List of shareholders of Viet Phat Import-Export Trading Investment Joint Stock Company as of the last registration date 12/07/2024 provided by the Vietnam Securities Depository and Clearing Corporation.</i></p> <p>- <i>Total number of outstanding voting shares: 84,207,071 shares.</i></p> <p>- <i>Total number of shareholders: 6,675 shareholders (including 6,646 individual shareholders and 29 institutional shareholders).</i></p>	
14	15/2024/NQ-HDQT	23/07/2024	<p>Thông qua việc đăng ký thay đổi vốn điều lệ, cụ thể:</p> <p>- Vốn điều lệ đã đăng ký: 842.070.710.000 đồng (Bằng chữ: Tám trăm bốn mươi hai tỷ không trăm bảy mươi triệu bảy trăm mười nghìn đồng).</p> <p>- Tổng số cổ phiếu đã phát hành: 84.207.071 cổ phiếu</p>	100%





STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<ul style="list-style-type: none"> <li>- Vốn điều lệ sau khi thay đổi: 884.157.510.000 đồng (Bằng chữ: Tám trăm tám mươi tư tỷ một trăm năm mươi bảy triệu năm trăm mười nghìn đồng).</li> <li>- Tổng số cổ phiếu sau khi thay đổi: 88.415.751 cổ phiếu</li> <li>- Số lượng cổ phiếu đã phân phối: 4.208.680 cổ phiếu đã được Ủy ban Chứng khoán nhà nước chấp thuận theo Công văn số 4385/UBCK-QLCB ngày 15/07/2024.</li> <li>- Hình thức tăng vốn: Trả cổ tức năm 2023 bằng cổ phiếu</li> <li>- Loại cổ phiếu: cổ phiếu phổ thông</li> <li>- Mệnh giá: 10.000 đồng/cổ phiếu</li> </ul> <p>Thông qua sửa đổi khoản 1, Điều 6 Điều lệ Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát. Through the registration of changes in charter capital, specifically:</p> <ul style="list-style-type: none"> <li>- Registered charter capital: 842,070,710,000 VND (In words: Eight hundred and forty-two billion zero hundred and seventy million seven hundred and ten thousand VND).</li> <li>- Total issued shares: 84,207,071 shares</li> <li>- Charter capital after change: VND 884,157,510,000 (In words: Eight hundred and eighty-four billion one hundred and fifty-seven million five hundred and ten thousand VND).</li> <li>- Total number of shares after change: 88,415,751 shares</li> <li>- Number of shares distributed: 4,208,680 shares have been approved by the State Securities Commission according to Official Letter No. 4385/UBCK-QLCB dated July 15, 2024.</li> <li>- Form of capital increase: Pay dividends in 2023 in shares</li> <li>- Stock type: common stock</li> <li>- Par value: 10,000 VND/share</li> </ul> <p>Approved the amendment of Clause 1, Article 6 of the Charter of Viet Phat Import-Export Trading Investment Joint Stock Company.</p>	
15	16/2024/NQ-HĐQT	26/08/2024	<p>Chấp thuận nhận cấp tín dụng từ VPBank/Hợp đồng cấp hạn mức tín dụng với VPBank theo các nội dung chi tiết sau: Hình thức nhận cấp tín dụng: Cho vay, Cấp bảo lãnh, Phát hành L/C Số tiền nhận cấp tín dụng: 600.000.000.000 đồng (Bằng chữ: Sáu trăm tỷ đồng) hoặc ngoại tệ tương đương. Thời hạn nhận cấp tín dụng: 15 tháng kể từ ngày ký Hợp đồng tín dụng. Mục đích vay vốn/nhận cấp tín dụng: Tài trợ vốn lưu động (bao gồm cho vay, phát hành bảo lãnh, L/C) phục vụ hoạt động sản xuất kinh doanh than các loại, quặng sắt, quặng vôi viên và các sản phẩm sắt thép, dịch vụ vận tải. Chấp thuận sử dụng tài sản thuộc sở hữu của Công ty và/hoặc Bên thứ ba để thế chấp/cầm cố bảo đảm cho nghĩa vụ trả nợ của Công ty tại VPBank. Approval to receive credit from VPBank/Credit line contract with VPBank according to the following details:</p>	100%

2008  
CÔNG  
CỐ PH  
THU  
NHẬP  
TPH  
ST.PH

STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p><i>Forms of credit: Loan, Guarantee, L/C issuance</i></p> <p><i>Amount of credit granted: VND 600,000,000,000 (In words: Six hundred billion VND) or foreign currency equivalent.</i></p> <p><i>Term of receiving credit extension: 15 months from the date of signing the credit contract.</i></p> <p><i>Purpose of borrowing/receiving credit: Working capital financing (including loans, issuance of guarantees, L/C) for the production and trading of coal of all kinds, iron ore, ore pellets and iron and steel products, transportation services.</i></p> <p><i>Approve the use of assets owned by the Company and/or a third party to mortgage/pledge to secure the Company's debt repayment obligations at VPBank.</i></p>	
16	17/2024/NQ-HĐQT	05/09/2024	<p>Thông qua việc ký kết hợp đồng mua bán than nhiệt giữa Liên danh Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát, Pine Energy Pte. Ltd và Chi nhánh Phát điện Dầu khí.</p> <p>Giá trị hợp đồng tạm tính: 6.600 tỷ đồng.</p> <p>Thời hạn thực hiện hợp đồng: 365 ngày kể từ ngày hợp đồng có hiệu lực.</p> <p><i>Through the signing of a thermal coal purchase and sale contract between Viet Phat Import-Export Trading Investment Joint Stock Company, Pine Energy Pte. Ltd and PetroVietnam Power Generation Branch.</i></p> <p><i>Provisional contract value: 6,600 billion VND.</i></p> <p><i>Contract duration: 365 days from the effective date of the contract.</i></p>	100%
17	18/2024/NQ-HĐQT	16/09/2024	<p>Thông qua việc ký kết các hợp đồng mua than nhiệt giữa Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát và Pine Energy Pte. Ltd.</p> <p>Tổng giá trị tạm tính của các hợp đồng: 4.600.000.000.000 đồng (Bằng chữ: Bốn nghìn sáu trăm tỷ đồng).</p> <p>Thời hạn thực hiện dự kiến của các hợp đồng: từ ngày ký hợp đồng đến tháng 08/2025.</p> <p><i>Through the signing of thermal coal purchase contracts between Viet Phat Import-Export Trading Investment Joint Stock Company and Pine Energy Pte. Ltd.</i></p> <p><i>Total provisional value of contracts: 4,600,000,000,000 VND (In words: Four thousand six hundred billion VND).</i></p> <p><i>Expected implementation period of the contracts: from the date of signing the contract to 08/2025.</i></p>	100%
18	19/2024/NQ-HĐQT	17/09/2024	<p>Thông qua việc vay vốn, bảo lãnh, mở L/C của Công ty Cổ Phần Đầu tư Thương mại Xuất nhập khẩu Việt Phát tại Ngân hàng TMCP Đầu tư và Phát triển Việt Nam – CN Hà Nội (sau đây gọi là “Ngân hàng” hoặc “BIDV Hà Nội”) để phục vụ hoạt động sản xuất kinh doanh, cụ thể như sau:</p> <p>- Tổng giới hạn tín dụng tối đa là 4.250.000.000.000 đồng (Bằng chữ: Bốn nghìn hai trăm năm mươi tỷ đồng chẵn) gồm cả Việt Nam đồng và ngoại tệ quy đổi, trong đó giới hạn cho vay ngắn hạn, mở L/C là 3.230.000.000.000 đồng (Bằng chữ: Ba nghìn hai trăm ba mươi tỷ đồng chẵn); giới hạn bảo lãnh (không bao gồm bảo lãnh thanh toán) là 1.020.000.000.000</p>	100%





STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
			<p>đồng (Bằng chữ: Một nghìn, không trăm hai mươi tỷ đồng chẵn).</p> <ul style="list-style-type: none"> <li>- Mục đích: bổ sung vốn lưu động, mở L/C, phát hành bảo lãnh phục vụ cung cấp than vận hành thương mại Nhà máy Nhiệt điện Sông Hậu 1 năm 2024 – 2025 theo Hợp đồng 1556/2024/PVPG/SHITPP-VPG-PINE ngày 06/09/2024 ký giữa Chi nhánh phát điện dầu khí - Tập đoàn dầu khí Việt Nam và Liên danh Công ty CP Đầu tư Thương mại Xuất nhập khẩu Việt Phát - Pine Energy Pte. Ltd.</li> <li>- Thời hạn hạn mức: theo thời hạn của Hợp đồng số 1556/2024/PVPG/SHITPP-VPG-PINE ngày 06/09/2024 ký giữa Chi nhánh phát điện dầu khí - Tập đoàn dầu khí Việt Nam và Liên danh Công ty CP Đầu tư Thương mại Xuất nhập khẩu Việt Phát - Pine Energy Pte. Ltd. nhưng không quá 31/12/2025.</li> <li>- Lãi suất vay, phí và điều kiện vay vốn: theo quy định của Ngân hàng và thỏa thuận tại Hợp đồng tín dụng ký giữa Công ty và BIDV Hà Nội.</li> </ul> <p><i>Through the loan, guarantee and opening of L/C of Viet Phat Import-Export Trading Investment Joint Stock Company at Joint Stock Commercial Bank for Investment and Development of Vietnam – Hanoi Branch; (hereinafter referred to as "the Bank" or "BIDV Hanoi") to serve production and business activities, Specifically, as follows:</i></p> <ul style="list-style-type: none"> <li>- <i>The maximum total credit limit is VND 4,250,000,000,000 (In words: Four thousand two hundred and fifty billion even VND) including Vietnam dong and foreign currency converted, of which the limit for short-term loans and opening L/C is VND 3,230,000,000,000 (In words: Three thousand two hundred and thirty billion even VND); the guarantee limit (excluding payment guarantee) is VND 1,020,000,000,000 (In words: One thousand, not one hundred and twenty billion VND).</i></li> <li>- <i>Purpose: to supplement working capital, open L/C, issue guarantees for the supply of coal for commercial operation of Song Hau 1 Thermal Power Plant in 2024 – 2025 according to Contract 1556/2024/PVPG/SHITPP-VPG-PINE dated 06/09/2024 signed between PetroVietnam Power Generation Branch - PetroVietnam Group and Joint Venture Viet Phat Import-Export Trading Investment Joint Stock Company - Pine Energy Pte. Ltd.</i></li> <li>- <i>Deadline: according to the term of Contract No. 1556/2024/PVPG/SHITPP-VPG-PINE dated 06/09/2024 signed between PetroVietnam Power Generation Branch - PetroVietnam Group and Viet Phat Import-Export Trade Investment Joint Stock Company - Pine Energy Pte. Ltd. but not later than 31/12/2025.</i></li> <li>- <i>Loan interest rates, fees and loan conditions: according to the Bank's regulations and the agreement in the Credit Contract signed between the Company and BIDV Hanoi.</i></li> </ul>	

CTCP

STT/ No.	Số Nghị quyết/ Quyết định/ No. of Decisions/ Resolutions	Ngày/ Date	Nội dung/ Contents	Tỷ lệ thông qua/ Appro ving rate
19	20/2024/NQ- HDQT	25/10/2024	<p>Chấp thuận việc thu hồi phần vốn góp tại Công ty CP Xây dựng Bất động sản Việt Phát do Công ty CP Xây dựng Bất động sản Việt Phát thay đổi Vốn điều lệ.</p> <ul style="list-style-type: none"> <li>- Số cổ phần trước khi thu hồi vốn góp: 14.775.000 cổ phần, giá trị: 147.750.000.000 VNĐ, tỷ lệ sở hữu: 7,44%</li> <li>- Số cổ phần sau khi thu hồi vốn góp: 3.348.000 cổ phần, giá trị: 33.480.000.000 VNĐ, tỷ lệ sở hữu: 7,44%</li> <li>- Số tiền vốn góp thu hồi: 114.270.000.000 VNĐ (Bằng chữ: Một trăm mười bốn tỷ hai trăm bảy mươi triệu đồng)</li> <li>- Thời gian thu hồi vốn góp dự kiến: quý IV năm 2024.</li> </ul> <p><i>Approve the recovery of the contributed capital at Viet Phat Real Estate Construction Joint Stock Company due to the change of Charter Capital by Viet Phat Real Estate Construction Joint Stock Company.</i></p> <ul style="list-style-type: none"> <li>- <i>Number of shares before recovery of contributed capital: 14,775,000 shares, value: 147,750,000,000 VND, ownership rate: 7.44%</i></li> <li>- <i>Number of shares after recovery of contributed capital: 3,348,000 shares, value: 33,480,000,000 VND, ownership rate: 7.44%</i></li> <li>- <i>Amount of contributed capital recovered: 114,270,000,000 VND (In words: One hundred and fourteen billion two hundred and seventy million VND)</i></li> <li>- <i>Expected time to recover contributed capital: the fourth quarter of 2024.</i></li> </ul>	100%



No.: 01/2025/BC-UBKT/VPG

*Hai Phong, April 04, 2025*

## **REPORT ON THE ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS IN THE AUDIT COMMITTEE IN 2024**

To: Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company

The Audit Committee and the independent member of the Board of Directors (“**BOD**”) in the Audit Committee report on activities in 2024 and the Operational Directions for 2025 in the General Meeting of Shareholders (“**GMS**”) with the following details:

### **I. Meetings of the Audit Committee and their Conclusions/Recommendations**

In 2024, the Audit Committee held 2 direct meetings, with full participation from all members. The topics discussed during these meetings included the approval of the Audit Committee’s 2024 Operational Plan and the Summary of the 2024 Operational Plan and the 2025 orientation plan for the Audit Committee. After each meeting, the Audit Committee compiled and reported the results to the BOD.

### **II. Results of Inspections and Supervising Activities**

The Audit Committee has effectively carried out its responsibilities and functions by the Audit Committee's Operating Regulations, as detailed below:

#### **1. Supervising Results of Financial Statements and Financial Status**

- Pursuant to the list of auditing firms approved by the 2024 Annual General Meeting of Shareholders, the Audit Committee recommended that the Board of Directors select Deloitte Vietnam Auditing Company Limited to audit the Company’s financial statements, supervised Deloitte throughout the audit process to ensure that the audit was conducted in accordance with the scope, methodology, and timeline specified in the signed service contract;
- Results of Financial Statements Review: The Audit Committee conducted a review and found no material errors in the accounting transactions. The 2024 Financial Statements were prepared and presented fairly, in accordance with auditing standards and current legal regulations;
- The Company consistently ensures financial safety in compliance with legal requirements.

#### **2. Supervising Results of Operational Performance**

Under the guidance and close monitoring and supervision of the Audit Committee, BOD, the Company exceeded the business plan approved by the General Meeting of Shareholders in terms of revenue (155%) but the profit target was not fully met





(66%). Throughout its operations, the company consistently seeks and implements solutions to improve efficiency and ensure compliance with operational, professional, and governance regulations in accordance with the law.

### **3. Supervising Results of Transactions with Related Parties**

Transactions between the company, subsidiaries with members of the Board of Directors, the Board of Management, other executives of the Company, and related parties of these individuals; transactions between the company and companies in which members of the Board of Directors, the Board of Management, or other executives of the Company are founding members or have been managers within the last 3 years before the transaction are all supervised by the Audit Committee. The Audit Committee also provides recommendations on transactions that require approval from the Board of Directors or the General Meeting of Shareholders.

### **4. Supervising Results of the Internal Control System and Risk Management**

The company has reviewed, updated, and fully issued internal control and risk management procedures in compliance with legal regulations and corporate governance principles. These documents have been communicated across the organization to ensure awareness and implementation by all employees. Control activities are carried out at all levels in accordance with regulations and are periodically assessed as required by the competent authority.

### **5. Supervising the Board of Directors Results**

- The Board of Directors has consistently held periodic meetings to assess and update the company's business and financial performance. Additionally, the BOD has convened meetings on specific matters as required. All meetings have been conducted in accordance with the company's Charter and internal regulations, ensuring that discussions, reports, and votes for approval align with legal provisions and the authority of the BOD;
- Based on the meetings, the BOD has outlined strategic directions for the Company's business operations and governance, key decisions to effectively implement the objectives and tasks in accordance with the 2024 Annual General Meeting of Shareholders' Resolution;
- The BOD members attended all meetings, diligently carried out their assigned duties, and actively participated in voting, contributing to the development and strategic direction of the Company;
- The BOD consistently directs and supervises the Board of Management in fulfilling assigned responsibilities, providing strategic guidance, approving matters within its authority, and reporting to the General Meeting of Shareholders in accordance with the Company's Charter and legal regulations.

### **6. Supervision the Board of Management ("BOM") Results**

- The Board of Management has carried out its authorized functions and responsibilities with the highest level of commitment, diligence, and effort, enabling the Company not only to meet but also exceed the 2024 revenue target set by the Resolution of the General Meeting of Shareholders;



- During the management process, the General Director has fully and promptly reported, actively coordinated, and sought approval from the BOD/Chairman of the Board in accordance with reporting regulations and authority, ensuring the execution of assigned tasks as stipulated in the Resolutions, Decisions of the General Meeting of Shareholders and the BOD;
- In 2024, the activities of the BOM complied with the Company's regulations. The Audit Committee has not detected any irregularities in the management and operations of the BOM and senior executives of the Company

**7. Assessments on the coordination among the Audit Committee and the BOD, General Director and shareholders**

- In 2024, the Audit Committee requested the General Director to provide documents to support inspection and supervision activities, held multiple direct discussions with the General Director and company management, and received full cooperation, facilitating the Audit Committee's tasks and making appropriate recommendations for the Board of Directors to consider and decide upon. The Audit Committee maintained a strong working relationship and close coordination with the Board of Directors, the General Director, and company employees, ensuring favorable conditions for effective inspection and supervision;
- The members of the Audit Committee actively participated in all Board of Directors meetings, regularly engaging in direct discussions with other Board members and the Chairman regarding the status and results of supervision activities and provided recommendations and solutions (if necessary) to the Board within their scope of functions and responsibilities;
- Throughout the year, the Audit Committee did not receive any recommendations or feedback from shareholders.

**8. Remuneration, operational expenses, and other benefits of members of the Audit Committee**

In 2024, the company has paid remuneration to the members of the Audit Committee as follows:

No.	Full name	Position	Remuneration (Unit: VND)
1	Mr. Nguyen Khoi	Independent BOD member serving as Chairman of the Audit Committee	180.000.000
2	Mr. Le Dinh Dieu	Independent BOD member serving as Member of the Audit Committee	180.000.000
3	Ms. Ngo Thi Minh Lua	Member of the Audit Committee	60.000.000

26.04  
 TY  
 AN  
 NG M  
 KHAI  
 IAT  
 PHAI P

## 9. Operational Directions of the Audit Committee for 2025

Based on the Board of Management's orientation as approved by the General Meeting of Shareholders, the Audit Committee's directions and plans are as follows:

- Monitor the Internal Auditors Department to independently, objectively supervise and promptly address any arising issues during the audit process;
- Review audited quarterly, semi-annual, and annual financial statements for 2025;
- Advise and recommend the selection of an audit firm, ensuring transparency and fairness;
- Develop plans and collaborate with the Board of Management's subcommittees to inspect and supervise the company's operations, financial status, and legal compliance;
- Advise the Board of Directors on risk management policies, monitor implementation, and propose adjustments if necessary;
- Maintain close coordination with the Board of Directors, the Board of Management, managers, and company departments.
- Participate in training programs to enhance professional expertise and attend conferences and seminars related to auditing and supervising.

*Report on the activities of the Independent Member of the Board of Directors in the Audit Committee in 2024 and the Operational Directions of the Audit Committee for 2025, respectfully submitted to the General Meeting of Shareholders for consideration and approval.*

*Sincerely!*

**ON BEHALF OF THE AUDIT COMMITTEE  
CHAIRMAN OF THE AUDIT COMMITTEE**



**Nguyen Khoi**



No.: 01./2025/BC-TGD/VP

Hai Phong, April 04, 2025

**REPORT ON THE 2024 BUSINESS PERFORMANCE RESULTS AND  
THE 2025 BUSINESS PLAN**

**Dear:** Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company

On behalf of the Board of Management of Viet Phat Import Export Trading Investment Joint Stock Company, I would like to extend my best wishes to our esteemed guests and all shareholders of the Company.

The Board of Management respectfully presents to the General Meeting of Shareholders (GMS) the 2024 Business Performance Results and the key objectives, the 2025 Business Plan as follows:

**I. THE 2024 BUSINESS PERFORMANCE RESULTS**

*Unit: billion VND*

No.	Indicators	2023 Implementation	2024			% Growth compared to 2023
			Plan	Implementation	% Plan/ Implementation	
1	Consolidated Revenue	6.338	10.500	16.257	155%	157%
2	Consolidated Profit After Tax Attributable to Parent Company's Shareholders	19,46	150	98,8	66%	408%

*Notes:*

- The 2023 figures according to the 2023 Audited Consolidated Financial Statements.
- The 2024 figures according to the 2024 Audited Consolidated Financial Statements.

**II. ASSESSMENT OF THE 2024 BUSINESS PERFORMANCE RESULTS:**

- In 2024, consolidated revenue reached 16.257 billion VND, reflecting a 155% growth compared to 2023. Net profit after tax increased by 408%.

- This remarkable growth was driven by the company's strong expansion in the thermal coal business, with revenue from this segment reaching 11.524 billion VND, increased 313% compared to 2023. On the other hand, in 2024, the company generated revenue from real estate investments, specifically from the sale and collection of payments for a low-rise building project in Ha Ly Ward, Hong Bang District, Hai Phong City.

- These outstanding results reflect the high level of determination, agility, and adaptability as well as the strategic vision and effective guidance of the company's leaders and employees. This lays a strong foundation for the company's sustainable growth in the coming years.

### III. KEY OBJECTIVES & 2025 BUSINESS PLAN:

#### 1. Trade and Export-Import Department:

- Maintain strong relationships with traditional domestic and international partners for coal and ore imports.

- Continue to maintain and enhance positive relationships with outbound clients.

- Focus resources on achieving the planned Revenue - Expense targets. Strengthen efforts to seek new partners and explore strategies to enhance profitability in trade and import-export activities

#### 2. Real Estate Investment Department:

- Focus on resolving existing issues and recovering capital from completed projects. Intensify the search for and development of new industrial, commercial, and residential projects in various localities to create employment opportunities and short-term revenue for the Group, with priority given to the 2025-2027 period.

- Begin exploring and researching the development of new industries and sectors (electricity, clean water, operational management, etc)

### IV. KEY OBJECTIVES FOR 2025 BUSINESS PLAN:

*Unit: Billion VND*

No.	Indicators	2024 Implementation	2025 Plan	
			Amount	% Growth
1	Consolidated Revenue	16.257	16.500	1,5%
2	Consolidated Profit After Tax	98,8	170	42%

### V. STRATEGY AND SOLUTIONS FOR IMPLEMENTING THE 2025 BUSINESS PLAN:

#### 1. Management Strategy:

- Adjust the organizational structure and establish an appropriate business management expenses resource to ensure efficiency and prompt resolution of issues and deliver high-quality products and services that meet market demands.

- Regularly organize training sessions to enhance management skills for the company's leaders and provide internal training for all employees.

- Build a workforce with scientific, sharp thinking and good adaptability to market fluctuations, to minimize business risks.

- Build a corporate culture, create a favorable working environment, and promote the initiative and creativity of employees in the company.

#### 2. Business Strategy:

- Invest in research and apply new technologies and digital transformation technologies to optimize costs and increase profitability for business operations

- Maximize capital mobilization and develop a flexible, proactive, and efficient capital utilization plan.

- Continuously monitor and update market trends in Vietnam and globally to avoid





falling behind and create a competitive advantage over other enterprises.

- Build a professional sales team, enhance marketing efforts, and real estate brokerage to support the company's future projects

- Enhance the search for and development of new projects, initially approaching and researching other sectors (electricity, clean water, management operations, etc.)

- Strengthen communication efforts, building the Viet Phat Group brand to become a leading brand in the fields of real estate investment, trade, and import-export in the view of customers.

***Dear Shareholders!***

Once again, the Board of Directors sincerely thanks the shareholders for their trust. We promise to continue ensuring the company's business operations, contributing to the development of Viet Phat Import Export Trading Investment Joint Stock Company in particular and Viet Phat Group in general, to grow stronger and more sustainable.

We wish our esteemed shareholders, guests, and all employees good health, happiness, and success. Wishing the General Meeting great success.

Sincerely./.

**ON BEHALF OF THE BOARD OF  
MANAGEMENT  
GENERAL DIRECTOR**



**Nguyen Van Duc**



No.: 01/2024/TTr-HĐQT

Hai Phong, April 04, 2025

**PROPOSAL**

*Re: Approval of the 2024 Business Performance Results, the 2025 Business Plan, and the Proposed Profit Distribution for 2025*

**To: The General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and Law No. 03/2022/QH15 dated January 11, 2022;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company;
- Pursuant to the economic and social situation and industry characteristics in 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval The 2024 business performance results, the 2025 business plan, and the proposed profit distribution for 2025, as follows:

**1. The 2024 business performance results:**

*Unit: billion VND*

No	Indicator	2024 Plan	2024 Implementation	Plan/ Implementation
1	Consolidated Net Revenue	10.500	16.257	155%
2	Consolidated Profit After Tax	150	99	66%

**2. The 2025 business plan, and the proposed profit distribution for 2025:**

*Unit: billion VND*

No	Indicator	2025 Plan	2024 Implementation	% Growth
1	Consolidated Net Revenue	16.500	16.257	1,5%
2	Consolidated Profit After Tax	170	99	42%

3. Dividend payout for 2025 is projected at 5%, equivalent to 500 VND per share

*Respectfully submit to the General Meeting of Shareholders for consideration and approval./*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**Nguyen Van Binh**



No.: 02/2025/TTr-HĐQT

Hai Phong, April 04, 2025

## **PROPOSAL**

*Re: Approval of the Audited Separate and Consolidated Financial Statements for 2024*

**To: The General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and Law No. 03/2022/QH15 dated January 11, 2022;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company;
- Pursuant to the 2024 Separate Financial Statements and 2024 Consolidated Financial Statements audited by Deloitte Vietnam Audit Company Limited on March 30, 2025

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2024 Separate Financial Statements and 2024 Consolidated Financial Statements audited by Deloitte Vietnam Audit Company Limited on March 30, 2025.

These financial statements have been fully disclosed and published on the Company's website at: <https://vietphatgroup.com.vn/bao-cao-tai-chinh-193>

Shareholders are invited to view the full report at the published address above.

**Respectfully submit to the General Meeting of Shareholders for consideration and approval./.**

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**Nguyen Van Binh**

No. 03/2025/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Selecting the independent auditor for auditing the 2025 financial statements*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 on June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 on November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment JSC.

To achieve the goal of enhancing professionalism in governance and administration, as well as transparency in the production and business activities of Viet Phat Import Export Trading Investment Joint Stock Company, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the selection of an independent auditing firm to audit the 2025 financial statements of the Company as follows:

1. The General Meeting of Shareholders authorizes the Board of Directors to decide on the selection of an independent auditing firm based on the proposal of the Audit Committee to conduct the audit of the Company's 2025 financial statements in accordance with legal regulations.
2. The selected auditing firm shall be one of the following three companies:
  - Deloitte Vietnam Co., Ltd.
  - KPMG Vietnam Co., Ltd.
  - Ernst & Young Vietnam Co., Ltd.

**Respectfully submit to the General Meeting of Shareholders for consideration and approval./.**

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



**Nguyen Van Binh**



No. 04/2025/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Approval of the 2024 profit distribution plan and fund allocation*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading  
Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 dated January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company;
- Pursuant to the separate financial statements for 2024 and the consolidated financial statements for 2024 were audited by Deloitte Vietnam Co., Ltd. dated March 30, 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2024 profit distribution plan and fund allocation, as detailed below:

No.	Indicators	Amount (VND)	Notes
1	Remaining undistributed profit up to the end of 2023:	313.748.892.943	
2	Net profit after tax of the Parent Company in 2024:	98.768.553.147	
3	Remaining undistributed profit:	412.517.446.090	

The 2024 dividend payment plan according to Resolution No. 01/2024/NQ-DHDCD dated April 25, 2024 of the 2024 General Meeting of Shareholders will not be implemented, the entire remaining after-tax profits in 2024 will be used as a supplement to increase charter capital in 2025.

**Respectfully submit to the General Meeting of Shareholders for consideration and approval./.**

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



**Nguyen Van Binh**

No. 05/2025/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Report on 2024 remuneration payments and 2025 remuneration budget  
for the Board of Directors and the Audit Committee*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading  
Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company;
- Pursuant to the Resolution No. 01/2024/NQ-DHDCD dated April 24, 2024 of the 2024 Annual General Meeting of Shareholders;
- Pursuant to the implementation of remuneration payments and other benefits for members of the Board of Directors and members of the Audit Committee in 2024.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the finalization of remuneration and other benefits for 2024 and the remuneration budget for 2025 for the Board of Directors and the Audit Committee, as follows:

### **1. Remuneration paid to the Board of Directors and the Audit Committee in 2024:**

Pursuant to the Resolution No. 01/2024/NQ-DHDCD dated April 24, 2024 of the 2024 Annual General Meeting of Shareholders, the Company made payments for remuneration and other benefits to members of the Board of Directors and the Audit Committee in 2024, totaling **2.765.934.428 VND**. (*Details of the remuneration for each member of the Board of Directors and the Audit Committee are provided in the Board of Directors' Report*).

### **2. Estimated Remuneration for the Board of Directors and the Audit Committee in 2025:**

The Board of Directors submits to the General Meeting of Shareholders for approval the total estimated remuneration for the Board of Directors and the Audit Committee in 2025 as: **3.840.000.000 VND** (*in words: three billion eight hundred and forty million VND*)





The Board of Directors proposes to assign the Chairman of the Board of Directors to decide on the specific remuneration level for each member of the Board of Directors and the Audit Committee within the total amount of remuneration mentioned above.

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

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

A handwritten signature in blue ink is written over a red circular stamp. The stamp contains the text: "M.S.D.N: 0204004-CT", "CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT", and "HỒNG BÀNG T. PHẢI PHỐ".

**Nguyen Van Binh**

A red circular stamp is located on the right side of the page. It contains the text: "1844-CTCP", "CÔNG TY THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT", and "HẢI PHÒNG".

No. 06/2024/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Approval of the 2025 charter capital increasing plan through issuing shares to increase equity capital from owner's equity*

### **To: General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company;
- Pursuant to the socio-economic situation and the characteristics of the industry in 2025.
- Pursuant to the separate and consolidated financial statements for 2024;
- Pursuant to the business plan of the Company;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2025 charter capital increasing plan through issuing shares to increase equity capital from owner's equity as follows:

#### **1. Share Issuance Plan to Increase Equity Capital from Owner's Equity**

- Share name: Shares of Viet Phat Import Export Trading Investment Joint Stock Company
- Stock symbol: VPG
- Type of shares: Common shares
- Par value: 10.000 VND/share.
- Current charter capital: 884.157.510.000 VND (in word: *Eight hundred eighty-four billion, one hundred fifty-seven million, five hundred ten thousand VND*)
- Total shares issued: 88.415.751 shares.
- Number of shares outstanding: 88.415.751 shares.
- Number of shares to be issued (Maximum): 44.207.875 shares.
- Total value of shares to be issued at par value (Maximum): 442.078.750.000 VND (in words: *Four hundred forty-two billion, seventy-eight million, seven hundred fifty thousand VND*).
- Issuance purpose: Issuing shares to increase share capital from owner's equity.
- Issuance target: All existing shareholders of Viet Phat Import Export Trading Investment Joint Stock Company listed in the list of shareholders on the last registration date (record date) to exercise the right of receiving issued shares due to the increase in share capital from owner's equity provided by the Vietnam Securities Depository and Clearing Corporation (VSDC). The record date is authorized by the General Meeting of





Shareholders to be decided by the Board of Directors.

- Issuance ratio (Number of shares to be issued/ Number of shares outstanding): 50%.
- Rights exercise ratio: 2:1 (On the record date for shareholders to exercise the right to receive issued shares due to the increase in share capital from owner's equity, each shareholder owning 01 share will have 01 right to receive additional shares, for every 02 rights to receive additional shares, they will receive 01 new share).
- Plan for handling the additional fractional shares: The number of shares each shareholder receives in the share issuance to increase share capital from owner's equity will be rounded down to the nearest unit. Any fractional shares (decimal part) (if any) will be canceled and not issued.

Example: Shareholder A owns 201 shares (at the record date of shareholders receiving shares issued due to the increase in share capital from owner's equity). With a 2:1 issuance ratio, shareholder A will receive additional issued shares calculated as follows:  $201 : 2 \times 1 = 100,5$  shares. As the rounding down rule, shareholder A will receive 100 shares, and the remaining 0.5 shares will be canceled.

- Issuance source:
  - + Surplus share capital determined as at December 31, 2024 on the audited separate financial statements in 2024 of Viet Phat Import Export Trading Investment Joint Stock Company: maximum 237.848.870.000 VND (*in word: Two hundred thirty seven billion, eight hundred forty eight million, eight hundred seventy thousand dong*)
  - + Development investment fund determined as at December 31, 2024 on the audited separate financial statements in 2024 of Viet Phat Import Export Trading Investment Joint Stock Company: maximum 27.318.145.144 VND (*in word: Twenty-seven billion, three hundred and eighteen million, one hundred and forty-five thousand, one hundred and forty-four dong*).
  - + Undistributed profit after tax determined as at December 31, 2024 on the audited separate financial statements in 2024 of Viet Phat Import Export Trading Investment Joint Stock Company: maximum 176.911.734.856 VND (*in word: One hundred seventy six billion nine hundred eleven million seven hundred thirty four thousand eight hundred fifty six dong*).
- Transfer restrictions: Additional shares are not restrict on assignment.
- Implementation time: Expected in 2025, after being approved by the General Meeting of Shareholders, and after the State Securities Commission announces the receipt of full issuance report documents.
- Adjustment of information of the number of registered securities, and changing the registration for stock listing: The Company proceeds the adjustment of number of securities at Vietnam Securities Depository and Clearing Corporation (VSDC), and proceeds the change in registration of stock listing at the Ho Chi Minh City Stock Exchange for the number of shares issued to increase share capital from owner's equity immediately after completing the issuance in accordance with legal regulations.

**2. Amend the terms related to charter capital, shares, and stocks in Article 6 of the Company's Charter updated according to the charter capital after completing the stock issuance.**

**3. Authorization to the Board of Directors:**





- Implement the issuance plan, select the issuance time, carry out necessary procedures with competent authorities to register the issuance/report on the issuance of shares; proactively develop and explain the securities issuance report document to the State Securities Commission and other competent authorities, ensuring compliance with legal regulations. At the same time, proactively adjust the issuance plan and other relevant documents according to the actual situation of the Enterprise or the requirements of the State Securities Commission and other competent authorities.
- Proactively develop plans to ensure that the issuance of shares meets the regulations on foreign ownership ratio.
- Select the shareholder record date to implement the Plan of issuing shares to increase share capital from owner's equity.
- Decide the number of issued shares based on the actual number of outstanding shares at the time of implementing the issuance plan, ensuring that the total number of issued shares does not exceed the maximum number of expected issued shares approved by the General Meeting of Shareholders at a fixed exercise ratio of 2:1.
- Carry out procedures, work and choose the appropriate time to adjust the increase in the number of securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and change the registration of stock listing at the Ho Chi Minh City Stock Exchange (HOSE) for the number of additional issued shares according to the plan of issuing shares to increase share capital from owner's equity approved by the General Meeting of Shareholders after the State Securities Commission announces the receipt of the issuance results report.
- Carry out procedures of increasing charter capital, and amend provisions related to charter capital, shares, and stocks in the Company's Charter updated according to charter capital after the end of the issuance in accordance with the provisions of law.
- Carry out procedures to adjust the Company's Business Registration Certificate, including preparing and submitting the registration documents for changes in business registration contents to the Business Registration Authority after the issuance period ends in accordance with the provisions of law.
- Carry out other related tasks to ensure the successful issuance of shares to increase share capital from owner's equity.

Above is the Plan for issuing shares to increase share capital from owner's equity.

***Respectfully submit to the General Meeting of Shareholders for consideration and approval./.***

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

The stamp is circular and contains the following text: 'M.S.D. N: 0200826', 'CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT THẬT', and 'QUẬN BÌNH DƯƠNG T.P. HẢI PHÒNG'.

**Nguyen Van Binh**

CTCP  
HAI  
U  
PHONG



No. 07/2024/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Change of the Company's name and amendment of Charter*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading  
Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company.

To be consistent with the Company's strategic orientation in the coming time, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the changing in the Company's name and amending the Charter, as follows:

### **1. Change the name of Company:**

- Current name:

- + Vietnamese name: CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT
- + English name: VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY
- + Abbreviation: VIETPHAT.JSC

- Changed name:

- + Vietnamese name: CÔNG TY CỔ PHẦN TẬP ĐOÀN VIỆT PHÁT
- + English name: VIET PHAT GROUP JOINT STOCK COMPANY
- + Abbreviation: VIET PHAT GROUP

### **2. Amend Clause 1, Article 2 on “Name, form, headquarters, branches, representative offices and term of operation of the Company”, specifically:**

No.	Current contents of Charter	Proposed amended contents
1	1. Company's name: a. Vietnamese name: CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT b. English name: VIET PHAT IMPORT EXPORT TRADING	1. Company's name: a. Vietnamese name: CÔNG TY CỔ PHẦN TẬP ĐOÀN VIỆT PHÁT b. English name: VIET PHAT GROUP JOINT STOCK COMPANY



	INVESTMENT JOINT STOCK COMPANY c. Abbreviation: VIETPHAT.JSC	c. Abbreviation: VIET PHAT GROUP
--	---	----------------------------------

3. Authorize Mr. Nguyen Van Binh - Chairman of the Board of Directors, legal representative of the Company to carry out procedures of amending the Company Charter and announcing changes in the content of business registration in accordance with the provisions of law.

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

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN



Nguyen Van Binh



No. 08/2025/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Change of the Company's head office address and amendment of the Charter*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading  
Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company.

Pursuant to the Resolution of the Extraordinary General Meeting of Shareholders (“GMS”) in 2024 No. 02/2024/NQ-DHDCD dated August 6, 2024, the GMS approved the change of the Company's head office. However, due to a number of objective factors, in 2024, the Board of Directors has not been able to move the head office in accordance with the approved content of the Resolution.

Therefore, at the 2025 Annual General Meeting of Shareholders, the Board of Directors respectfully submits to the GMS for consideration and approval of the change of the Company's head office address and amendment of the Charter, as follows:

**1. Change the head office address of the Company:**

- Current head office: No. 123BT 02-97 Bach Dang, Thuong Ly Ward, Hong Bang District, Hai Phong City, Vietnam.

Telephone: 0225.3569699

Fax: 0225.3569689

- Adjusted head office: Viet Phat Building, No. 2 Tran Hung Dao, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City, Vietnam.

Telephone: 024 39393989

Fax: 024 39393988

**2. Amend Clause 3, Article 2 on “Name, form, headquarters, branches, representative offices and term of operation of the Company”, specifically:**

No.	Current contents of Charter	Proposed amended contents
1	3. Head office of the Company: a. Address: No. 123BT 02-97 Bach Dang, Thuong Ly Ward, Hong Bang District, Hai Phong City, Vietnam. b. Telephone: 0225 3569699 c. Fax: 0225 3569689 d. Email: info@vietphatjsc.com.vn e. Website: www.vietphatjsc.com.vn	3. Head office of the Company: a. Address: Viet Phat Building, No. 2 Tran Hung Dao, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City, Vietnam. b. Telephone: 024 39393989 c. Fax: 024 39393988 d. Email: info@vietphatgroup.com.vn



	e. Website: www.vietphatgroup.com.vn
--	---

3. Authorize Mr. Nguyen Van Binh - Chairman of the Board of Directors, legal representative of the Company to carry out procedures of amending the Company Charter and announcing changes in the content of business registration in accordance with the provisions of law.

**Respectfully submit to the General Meeting of Shareholders for consideration and approval ./.**

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



The signature is a stylized blue ink mark. The red circular stamp behind it contains the text: "M.S.D.N. 0200826", "CÔNG TY CỔ PHẦN", "ĐẦU TƯ THƯƠNG MẠI VÀ", "XUẤT NHẬP KHẨU", "VIỆT PHÁT", "PHÒNG".

**Nguyen Van Binh**



The stamp contains the text: "6844-CTCP", "TY", "ẤN", "CÔNG MẠI", "P. KHẨU", "HÁT", "P. HẢI PHÒNG".



No. 09/2025/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Amendment and supplement of the Company Charter*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company.

After reviewing the internal legal document system, the Board of Directors (“BOD”) compared the Company’s current regulations with the provisions of law and found that some provisions in the Company’s Charter need to be amended and supplemented. Therefore, we respectfully submit to the General Meeting of Shareholders for consideration and approval of the following recommendations of the BOD:

1. Approving the amendment and supplement of some articles in the Charter as follows:

<b>CURRENT CONTENT</b>	<b>PROPOSED AMENDMENT</b>	<b>LEGAL BASIS</b>
Clause 18, Article 3: “The notice of invitation to the General Meeting of Shareholders is sent to all shareholders by a secured mail that ensures it reaches the shareholders' contact addresses, and it is published on the Company's website and the State Securities Commission and the Stock Exchange where the Company's shares are listed or registered for trading...”	Clause 18, Article 3” The notice of invitation to the General Meeting of Shareholders is sent to all shareholders by one or more methods, including but not limited to the following methods: post, email, telephone message, fax, and/or other means of communication to ensure that shareholders receive the information. The notice of invitation to the meeting shall be published on the website of the Company and the State Securities Commission, the Stock Exchange where the Company's shares are listed or registered for trading....”	- Clause 2, Article 143 of the Enterprises Law 2020; - Clause 3, Article 18, Appendix 1 of Circular No. 116/2020/TT-BTC guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP



2. Other contents of the Company Charter that are not amended or supplemented remain in force.
3. Approve and assign the BOD to issue the full text of the Company Charter after amending the content and adjusting the provisions corresponding to the amended content. The full text of the Charter issued will be announced and reported to all shareholders, investors, and state management agencies in accordance with the provisions of law.

**Respectfully submit to the General Meeting of Shareholders for consideration and approval./.**

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



**Nguyen Van Binh**





No. 10/2024/TTr-HDQT

Hai Phong, April 4, 2025

## **PROPOSAL**

*Re: Dismissal and supplementation of independent members of the Board of Directors  
for the 2022 - 2027 term*

**To: General Meeting of Shareholders of Viet Phat Import Export Trading Investment  
Joint Stock Company**

- Pursuant to the Enterprises Law No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 on January 11, 2022;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter of Viet Phat Import Export Trading Investment Joint Stock Company;
- Pursuant to the resignation letter of Mr. Nguyen Khoi as an independent member of the Board of Directors.

The Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders (“GMS”) for approval of the dismissal and supplementation of independent members of the Board of Directors for the 2022-2027 term, specifically as follows:

1. Dismiss Mr. Le Dinh Dieu from the position of Independent Member of the Board of Directors, from the date approved by the General Meeting of Shareholders.
2. To ensure the number of Board members is 05 people according to the provisions of law and the Company's Charter, the 2025 Annual General Meeting of Shareholders will supplement independent members of the Company's Board of Directors, as follows:
  - Number of BOD members need to be supplemented: 01 Independent Member of the Board of Directors;
  - Requirements on standards and conditions for additional members of the BOD: According to the standards in Notice No. 01/2025/TB-HDQT dated April 4, 2025 on the supplementation of independent members of the BOD for the 2022 - 2027 term;
  - Term of supplemented independent member of the BOD: is the remaining time of the 2022 - 2027 term.
3. List of candidates for independent members of the BOD:
  - The list of candidates is compiled from those who meet the above criteria and conditions and have valid documents in accordance with the provisions of Notice No. /2025/TB-HDQT dated April 4, 2025 on the supplementation of independent members of the BOD for the term 2022 - 2027;
  - Information on candidates for additional independent members of the Board of Directors is updated and posted on the Company's website at <https://vietphatjsc.com.vn> and announced at the General Meeting on the date of the 2025 Annual General Meeting of Shareholders.



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

ON BEHALF OF THE BOARD  
OF DIRECTORS  
CHAIRMAN



Nguyen Van Binh







*Hai Phong, ....., 2025*

**REGULATIONS ON THE ORGANIZING  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY**

***Pursuant to:***

- *Law on Enterprises No. 59/2020/QH14 and its amendments, supplements, and implementing regulations;*
- *The Law on Securities No. 54/2019/QH14 and its amendments, supplements, and implementing regulations;*
- *The Charter of Viet Phat Import Export Trading Investment Joint Stock Company;*
- *The Internal Corporate Governance Regulations of Viet Phat Import Export Trading Investment Joint Stock Company;*

**CHAPTER I  
GENERAL PROVISIONS**

**Article 1. Scope of Application**

This regulation on organizing the General Meeting of Shareholders is used for organizing the 2025 Annual General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company (hereinafter referred to Company)

**Article 2.** This regulation stipulates the rights and obligations of the parties participating in the General Meeting; the procedures for conducting, voting, and approving the contents of the General Meeting's resolutions.

**Article 3.** Shareholders and participants; the executive and assistants of the General Meeting; and other related individuals and organizations are responsible for complying with the provisions of this regulation

**CHAPTER II  
RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE GENERAL MEETING  
OF SHAREHOLDERS**

**Article 4. Rights and Obligations of Ordinary Shareholders**

**4.1. Conditions for Participation**

Shareholders listed in the register of shareholders are entitled to attend the General Meeting of Shareholders (GMS) as of March 24, 2025, as determined based on the Company's notice to the Vietnam Securities Depository and Clearing Corporation, and duly authorized representatives of such shareholders, shall have the right to attend and vote on contents at the

GMS.

#### **4.2. Rights of Eligible Shareholders Attending the General Meeting**

- a. Have the right to attend the General Meeting and vote on all contents within the authority of the General Meeting of Shareholders, as stipulated in the Company's Charter.
- b. Authorize a representative in writing to attend and vote at the General Meeting of Shareholders on their behalf. The authorized representative is not permitted to authorize their authority to another person to attend the GMS.
- c. Publicly informed by the Organizing Committee: the full agenda of the General Meeting. All eligible shareholders may provide their opinions either directly or through their authorized representative. All submitted opinions shall be discussed at the General Meeting of Shareholders.
- d. After listening to the reports on contents requiring approval, shareholders attending the General Meeting shall engage in discussions and vote on each matter.
- e. Shareholders arriving late may register upon arrival and have the right to participate and vote immediately. However, the Chairman is not obligated to pause the Meeting to facilitate their registration, and the validity of previously conducted voting sessions shall remain unaffected.

#### **4.3. Obligations of Ordinary Shareholders Attending the General Meeting:**

- a. Attend or authorize attendance at the General Meeting of Shareholders according to the Company's charter
- b. At the General Meeting of Shareholders, each shareholder or shareholder representative attending the meeting must bring:
  - The invitation letter;
  - The original Authorization Letter in case of authorized attendance (the Authorization Letter must include the main contents in compliance with the Company's form)
  - The original Citizen ID Card or Passport;

(In case the shareholder is an individual, the Authorization Letter must be signed by that shareholder. In case the shareholder is a legal entity/organization, the Authorization Letter must be stamped and signed by the legal representative of that entity/organization)

Shareholders or shareholder representatives (hereinafter collectively referred to as "voters") present the above documents to the Voter Eligibility Verification Committee and receive one (01) Voting Ballot and one (01) Voting Card (the ballots include the voter code, voting contents, and the number of shares with voting rights). The voting value held by that shareholder corresponds to the proportion of shares with voting rights that they own or represent according to the registration for attending the General Meeting, relative to the total number of shares with voting rights of the shareholders present at the General Meeting.

- c. Shareholders attending the General Meeting who wish to speak must obtain the approval of the Chairman. They should make concise statements, focusing on key issues relevant to the agenda that has been approved. Issues already raised by others should not be repeated to avoid redundancy. Shareholders may also write their questions on a Question Form and submit it to the Secretariat of the meeting.
- d. Shareholders attending the meeting must complete the registration procedure with the organizing committee.



- e. Strictly comply with the rules of procedure for the General Meeting and respect the results of the meeting's discussions.

#### **Article 5. Rights and Obligations of the Voter Eligibility Verification Committee**

The Voter Eligibility Verification Committee for the General Meeting of Shareholders is established by the Board of Directors.

Tasks of the Voter Eligibility Verification Committee:

- Verify the validity and legality of the shareholder's Authorization Letter.
- Check the eligibility of shareholders/authorized representatives of shareholders attending the meeting.
- Receive documents from shareholders attending the meeting.
- Distribute materials, Voting Ballots, and Voting Cards.
- Report to the General Meeting on the results of the shareholder eligibility verification

#### **Article 6. Rights and Obligations of the Chairman and the Presidium**

- 6.1. The Chairman of the Board of Directors (BOD) is the chairman of the meeting.
- 6.2. The chairman of the meeting nominates the Organizing Committee (including the Presidium, the Secretariat of the General Meeting, and the Vote Counting Committee) for approval by the General Meeting.
- 6.3. The decisions of the chairman regarding the order of proceedings, procedures, or any issues arising outside the meeting's agenda will be final.
- 6.4. The chairman has the authority to request the relevant authorities to maintain security during the meeting; expel individuals who disrupt the security, intentionally cause disturbances, hinder the meeting's progress, or do not comply with security checks from the meeting
- 6.5. Without needing the General Meeting's opinion, the chairman can postpone the General Meeting to another time and place if deemed necessary due to:
  - a. Actions of attendees that obstruct or may obstruct the orderly conduct of the meeting;
  - b. The postponement is necessary for the proper conduct of the General Meeting's business.
- 6.6. The Presidium consists of 03 to 05 members, including one Chairman and other members. The Presidium is elected at the General Meeting. Members of the Presidium follow the chairman's directives in discussing issues related to the conduct of the General Meeting. However, in all cases, the chairman's decision is final and supreme. The Presidium has the following rights and duties:
  - a. Conduct the activities of the General Meeting according to the approved agenda; conduct necessary tasks to ensure the order of the General Meeting, reflecting the wishes of the majority of attendees;
  - b. Guide attendees in discussions;
  - c. Present drafts and necessary content for voting by the General Meeting;
  - d. Respond to issues raised by attendees;
  - e. Address issues arising during the General Meeting.

## **Article 7. Rights and Obligations of the Secretariat**

- 7.1. The chairman introduces the Secretariat of the General Meeting.
- 7.2. The Secretariat performs assistance tasks as assigned by the Presidium, including:
  - Accurately and honestly record the proceedings of the General Meeting and the issues that have been approved or noted in the Minutes of the General Meeting;
  - Assisting the Presidium in announcing the draft Minutes and Resolutions of the General Meeting and notifying shareholders as requested;
  - Receiving question forms from voters.

## **Article 8. Rights and Obligations of the Vote Counting Committee**

- 8.1. The Vote Counting Committee is nominated by the chairman of the General Meeting and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee can be shareholders of the Company.
- 8.2. The Vote Counting Committee has the following duties
  - The Vote Counting Committee must prepare the vote counting Minutes and be accountable to the Presidium and the General Meeting of Shareholders when performing its duties;
  - Introduce the content and instructions for completing the voting ballots;
  - Supervise the voting process of shareholders at the General Meeting;
  - Conduct the counting of Voting Ballots/Election Ballots/Voting Cards when approving contents presented to the General Meeting of Shareholders and election contents;
  - Announce the results to the chairman, and the Secretariat of the General Meeting, and disclose the voting results to the General Meeting.

Responsible for the honesty and accuracy of the vote counting results.

## **CHAPTER III CONDUCTING THE GENERAL MEETING**

### **Article 9. Conditions for Conducting the General Meeting**

- 9.1. The General Meeting of Shareholders is conducted when shareholders attending the meeting represent more than 50% (fifty percent) of the shares with voting rights according to the list of shareholders as of March 24, 2025.
- 9.2. If the first meeting does not have more than 50% (fifty percent) of the total shares with voting rights, the notice for the second meeting must be sent within 30 days from the date of the first intended meeting. The second General Meeting of Shareholders is conducted when shareholders attending the meeting represent at least 33% (thirty-three percent) of the total shares with voting rights according to the Company's list of shareholders by Viet Nam Securities Depository and Clearing Corporation as of March 24, 2025.
- 9.3. If the second meeting does not meet the conditions for conducting the meeting as stipulated, the notice for the third meeting must be sent within 20 days from the date of the second intended meeting. The third General Meeting of Shareholders is conducted regardless of the total number of voting shares of the shareholders attending the meeting.

### **Article 10. Order of the General Meeting**

- All voters attending the General Meeting must dress appropriately.



- Shareholders must sit in the designated positions or areas as arranged by the organizing committee. They must comply with the directions of the chairman and the organizing committee.
- Smoking is not allowed in the meeting room.
- Private conversations and mobile phone use are prohibited during the General Meeting. Mobile phones must be turned off or set to silent mode.

**Article 11. Procedures for Conducting the General Meeting**

- 11.1. Shareholders attending the meeting and exercising their voting rights through one of the following methods:
- Attending the meeting in person at the venue of the General Meeting and voting/electing during the meeting;
  - Authorizing another individual or organization to attend the General Meeting in person at the venue and vote/elect during the meeting.
- 11.2. Shareholders attending the General Meeting must confirm with the Organizing Committee the number of shares they own or represent by authorized, and receive a Voting Card, Voting Ballot, and Election Ballot after completing the registration procedure.
- 11.3. The procedure for authorizing participation in the General Meeting is as follows:
- Shareholders, or the representatives of institutional shareholders, may authorize all or part of their voting shares to another individual/organization to directly attend and exercise voting and election rights at the General Meeting.
  - The person authorized to attend the meeting must submit the original Authorization Letter when registering for the meeting.
  - The authorization is legally effective only when the following conditions are met:
    - The Authorization Letter contains all the information according to the authorization form.
    - The authorization Letter is fully signed, with the full name, and stamped (if an organization) by both the authorizing party and the authorized party.
    - The Company receives the fully signed Authorization Letter before April 24, 2025

**Article 12. Discussion at the General Meeting of Shareholders**

- 12.1. The discussion at the General Meeting of Shareholders is coordinated by the chairman, ensuring compliance with the Company's charter.
- 12.2. Voters can send questions to the organizing committee assisting the General Meeting before attending the meeting or directly ask questions when invited by the chairman. The Secretariat of the General Meeting is responsible for recording the voter's name, voter code (if any), and the content of the question.

**Article 13. Principles and Methods for Using Voting Cards and Completing Voting Ballots at the General Meeting**

13.1. Voting Cards

- a. Voting cards are printed on **yellow** paper and used to vote on the following contents:
- ✓ Approval of the Presidium;

- ✓ Approval of the composition of the Vote Counting Committee;
- ✓ Approval of the agenda of the General Meeting;
- ✓ Approval of the regulations on the organization of the General Meeting;
- ✓ Approval of the regulations on election at the General Meeting;
- ✓ Approval of the Minutes and Resolutions of the General Meeting of Shareholders and other contents as requested by the chairman.

b. Instructions for using Voting Cards

The voting card is used when a voter wishes to express an opinion and when the Chairman proposes a vote on the contents mentioned above.

13.2. Voting Ballots

a. Voters use the Voting Ballot to confirm their voting opinions on the contents discussed at the General Meeting (except for the content specified in Clause 1 of this Article)

b. Instructions for completing Voting Ballots

- According to the Chairman's direction, voters fill in the voting option on the Voting Ballot for each content by marking an "X" or "✓" in one of the three pre-printed choices "Approve," "Disapprove," "Abstain" on the Voting Ballot.

- The Voting Ballot must be signed and clearly state the full name of the shareholder/authorized representative of the an institutional shareholder, or the legally authorized person of the shareholder.

- For the Voting Ballot, each issue on the Voting Ballot has 3 blank boxes representing the content Approve, Disapprove and Abstain. Invalid voting content is content that has no or more than one voting status. In that case, the remaining valid voting content will still be counted in the vote counting result. Shareholders who leave without submitting the Voting Ballot are considered to have " Abstain" on all content requested for opinion on the Voting Ballot.

c. Invalid Ballot

An invalid Voting Ballot exhibits any of the following signs:

- Not issued by the General Meeting's Organizing Committee;
- Contains erasures, modifications, or is torn, damaged, or blurred, making the content unreadable;
- Has additional markings, letters, numbers, or other characters beyond the instructed voting options; includes extra information unrelated to the meeting's discussion topics;
- Lacks the signature of the shareholder/ authorized representative of an institutional shareholder or the legally authorized attendee.
- If a voting item has two (02) or more options marked, that specific vote shall be considered invalid;

**Article 14. Approval of the Decisions of the General Meeting of Shareholders**

The conditions for a resolution of the General Meeting of Shareholders to be approved shall comply with the Company's Charter, this Regulation, and relevant legal provisions.

44  
 N  
 GM  
 SHA  
 IT  
 MA



The basis for determining the resolution's approval shall comply with the provisions of Article 21 of the Company's Charter, this Regulation, and relevant legal provisions.

#### **CHAPTER IV**

#### **CONCLUSION OF THE GENERAL MEETING**

#### **Article 15. Minutes of the General Meeting of Shareholders**

All contents of the General Meeting of Shareholders must be recorded by the Secretariat in the Company's minutes book. The minutes and resolutions of the meeting shall be read and approved before the meeting ends and shall be kept in the Company's minutes book.

#### **CHAPTER V**

#### **IMPLEMENTATION PROVISIONS**

**Article 16.** This Regulation consists of 5 chapters and 16 articles, which were publicly read before the General Meeting of Shareholders and take effect immediately after being approved by the 2025 Annual General Meeting of Shareholders.

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

**Nguyen Van Binh**





**VIỆT PHÁT IMPORT EXPORT TRADING  
INVESTMENT JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

*Hai Phong, ....., 2025*

**REGULATIONS ON ADDITIONAL ELECTION  
MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2022-2027 TERM**

***Pursuant to:***

- *Law on Enterprises No. 59/2020/QH14 and its amendments, supplements, and implementing regulations;*
- *The Law on Securities No. 54/2019/QH14 and its amendments, supplements, and implementing regulations;*
- *The Charter of Viet Phat Import Export Trading Investment Joint Stock Company;*
- *The Internal Corporate Governance Regulations of Viet Phat Import Export Trading Investment Joint Stock Company;*

The additional election of members of the Board of Directors (“**BOD**”) for the 2022-2027 term at the 2025 Annual General Meeting of Shareholders (“**AGM**”/“**GMS**”) of Viet Phat Import Export Trading Investment Joint Stock Company shall be conducted in accordance with the following regulations:

**Article 1. Subjects and Scope of Application**

These regulations apply to the additional election of members of the Board of Directors of Viet Phat Import Export Trading Investment Joint Stock Company (“**VPG**”) for the 2022 - 2027 term.

These regulations apply to all shareholders of VPG who hold shares or their duly authorized representatives attending the General Meeting of Shareholders (collectively referred to as the “**Voters**”).

**Article 2. General Provisions**

1. The election of BOD members is assigned by the VPG General Meeting of Shareholders to the Vote Counting Committee. The number of members of the Vote Counting Committee is decided by the General Meeting of Shareholders according to the proposal of the Chairman. Members of the Vote Counting Committee must not be on the list of candidates.

2. Election Organization Tasks include:

- Review and announce the list of Board of Directors candidates;



- Conduct the election process and record voting results from the e-voting system;
- Prepare the vote counting Minutes and announce the voting results to the General Meeting of Shareholders;
- Collaborate with the Chairman of the Meeting to review and resolve any complaints or disputes regarding candidates or election results (if any) and report to the GMS for a decision.

### **3. Principles of Board of Directors Election**

- Ensure compliance with legal regulations, the VPG Charter, and ensure democratic fairness;
- Number of elected additional members of the BOD: 01 member;
- Term: The remaining of the 2022-2027 term;
- The election of members of the BOD is conducted based on the list of valid candidates reported to the General Meeting of Shareholders.

### **4. Standards of Board of Directors Candidate:**

Members of the Board of Directors must meet the standards and conditions stipulated in Article 155 of the Law of Enterprises 2020, Article 275 of Decree 155/2020/NĐ-CP dated December 31, 2020, and Clause 4, Article 25 of the VPG Charter.

### **5. Nomination and Self-nomination for the Board of Directors**

The nomination and Self-nomination for the Board of Directors must comply with the provisions of Article 25 of the VPG Charter.

The nomination/self-nomination dossier for the Board of Directors is specified in the Notice regarding the Election of Additional Independent Member of the Board of Directors for the term of 2022 - 2027 of VPG dated April 4, 2025.

Only nomination or self-nomination dossiers that meet the conditions and candidates who meet the corresponding conditions of the Board of Directors members will be included in the list announced at the General Meeting of Shareholders.

### **6. List of Board of Directors Candidates**

The list of Board of Directors candidates is compiled based on nominations from shareholders or self-nominations from individual shareholders who meet the conditions stipulated by law and the VPG Charter. The incumbent Board of Directors of VPG is responsible for receiving the dossiers and list of candidates, disclosing information about the candidates to the shareholders, and reviewing the list before the election to ensure compliance with the law and the VPG Charter.

In case the total number of Board of Directors candidates through nominations and self-nominations is still insufficient, the incumbent Board of Directors may

nominate/introduce candidates, provided that the nominated/introduced candidates meet the standards and conditions of Board of Directors members as stipulated by law, the VPG Charter, and VPG's internal corporate governance regulations. The nomination/introduction of additional Board of Directors candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect Board of Directors members in accordance with the law.

## 7. Election Ballot of the Board of Directors

- The election ballot (ballot) includes the voter's code, the number of shares owned and/or represented, and bears the company's seal.
- Each voter will receive one (01) Board of Directors election ballot. Upon receiving the ballot, the voter must verify the information on it. If there are any errors, must immediately notify the Vote Counting Committee.

## 8. Instructions for Completing the Ballot

- Each BOD election ballot allows voting for a maximum number of members as specified in Clause 4, Article 2 of this Regulation.
- 8.2.2. Voters fill out the ballot according to the following instructions:

- **Case 1: If the Voter votes for one (01) candidate**

The voters mark the square in the checkbox under the "Cumulative Voting" column of the selected candidate or write the number of votes in the "Number of Votes" section, but not exceeding the maximum number of votes allowed for the voter.

- **Case 2: If the Voter chooses not to vote for any candidate**

The voters leave blank **OR DOES NOT MARK** any symbol in both the "Cumulative Voting" and "Number of Votes" columns for all candidates. In this case, the voter's ballot is considered invalid

**Notes:** In case a voter both marks the square in the "Cumulative Voting" column and writes the number of votes in the "Number of Votes" section, the result will be based on the number of votes written in the "Number of Votes" section.

## 9. Validity and Invalidity of Voting Ballots

9.1 Valid Ballots: Follows the pre-printed template issued by the Organizing Committee, with no erasures, alterations, or additional markings beyond the designated fields; must include the attending voter's signature and full name.

9.2 The following ballots are considered invalid:

- + Ballots containing additional content
- + Ballots filled out using a pencil
- + Ballots where candidates' names have been crossed out



+ Ballots that do not follow the pre-printed template issued by the Organizing Committee ballots without the company's seal or ballots that have been erased, corrected, or have additional markings beyond the specified content.

+ The number of candidates voted for by the voters exceeds the number of Board of Directors members to be elected as specified in Clause 4, Article 2 of this Regulation.

+ Ballots with a total number of votes for the candidate(s) exceeding the "Total number of votes for Board of Directors members" recorded on the election ballot

+ Ballots submitted by voters after the voting period has ended as per the regulations.

+ Ballots without the signature and full name of the attending voter.

10. The Vote Counting Committee records the election results honestly, accurately, and comprehensively, and is responsible to the Chairman of the meeting and the entire General Meeting of Shareholders. The vote counting must be conducted immediately after the voting ends.

11. The Vote Counting Committee is responsible for preparing the vote counting minutes and announcing the results to the General Meeting of Shareholders.

#### 12. Determination of Elected Candidates

Elected members of the Board of Directors are determined based on the number of votes from highest to lowest, starting with the candidate who received the highest number of votes until the required number of members as specified in Clause 4, Article 2 of this Regulation (01 person) is reached.

In case there are two (02) or more candidates with the same number of votes, a re-election will be conducted among the candidates with equal votes.

13. If there are any fraudulent acts or violations of the law or the VPG Charter related to this election, any voter has the right to question. The Chairman of the meeting and the Vote Counting Committee are responsible for explaining and clarifying all issues raised by shareholders and must be accountable to the General Meeting of Shareholders.

#### Article 3. Effectiveness

1. This election regulation is read before the General Meeting of Shareholders and voted on by the General Meeting of Shareholders before implementation.

2. If approved by the General Meeting of Shareholders with the ratio stipulated in the VPG Charter, this regulation will take effect immediately.

This is the full text of the Regulation on additional election members of the Board of Directors for the 2022-2027 term of Viet Phat Import Export Trading Investment Joint Stock Company.

684  
TY  
HÂN  
JONG  
ÁP KH  
PHAT  
T.P.V

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHIAIRMAN**

**Nguyen Van Binh**







**VIET PHAT IMPORT EXPORT TRADING INVESTMENT JSC  
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

**BALLOT  
VOTER ID: .....**

Full name: .....

Number of shares in own possession: ..... shares

Number of shares authorized by other shareholders: ..... shares

**Total number of voting shares: ..... shares**

*(Check the corresponding box for your choice in each content)*

CONTENT	Approve	Disapprove	Abstain
Content 01: Approval of the 2024 Report on the Activities of the Board of Directors and the Plans for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 02: Approval of the 2024 Activity Report of the Independent Member of the Board of Directors in the Audit Committee and the Operational Plan for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 03: Approval of the 2024 Business Performance Report and the 2025 Business Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 04: Approval of the 2024 Business Performance, the 2025 Business Plan, and the Proposed Profit Distribution Plan for 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 05: Approval of the Audited Separate and Consolidated Financial Statements for 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 06: Approval of the Selection of the Independent Audit Firm for the Review and Audit of the 2025 Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 07: Approval of the 2024 Profit Distribution Plan and Allocation to Funds	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 08: Approval of the 2024 Remuneration Report and the 2025 Remuneration Budget for the Board of Directors and the Audit Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 09: Approval of the 2025 Charter Capital Increase Plan through Stock Issuance from Owner's Equity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 10: Approval of the Change of Company Name and the Amendment of the Charter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 11: Approval of the Change of the Company's Head Office Address and the Amendment of the Charter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 12: Approval of the Amendments and Supplements to the Company's Charter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 13: Approval of the Dismissal and Additional Election of an Independent Member of the Board of Directors for the 2022–2027 Term	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Guide:**

Shareholders tick (X) in one of 3 boxes: Approve/Disapprove/Abstain each Proposal.

April 25th 2025

**VOTER**

*(Signature and full name)*



VIET PHAT IMPORT EXPORT TRADING INVESTMENT  
JSC  
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

**VOTE ON THE BOARD OF DIRECTORS**  
**VOTER ID: .....**

Full Name: .....  
Number of shares in own possession: ..... shares  
Number of shares authorized by other shareholders: ..... shares  
Total number of voting shares: ..... shares  
**Total number of voting rights: .... voting rights**

**I hereby agree to cast the votes for the chosen Election of an Additional Member of the Board**

No	Full Name	Cumulative voting	Unequally split voting
1	...	<input type="checkbox"/>	<input type="text"/>

**Guide:**

1. The maximum number of candidates that delegates are eligible to elect is equal to the number of candidates needed to elect
2. If accumulative elect the entire elect for one or several candidates, delegates mark in "Equal and even cumulative voting" of the corresponding candidates.
3. If the number of elections is uneven for many candidates, the delegate must specify the number of elections in the "Unequally split voting" of the corresponding candidates.

April 25 th 2025

**VOTER**

*(Signature and full name)*



No: 01/2025/NQ-DHDCD

*Ha Noi, April 25, 2025*

**DRAFT**

**RESOLUTION**  
**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**VIET PHAT IMPORT EXPORT TRADING INVESTMENT JSC**

- 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; Law No. 03/2022/QH15 dated January 11, 2022; and the guiding documents thereof;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; and the guiding documents thereof;
- Pursuant to the Charter on the Organization and Operation of Viet Phat Import Export Trading Joint Stock Company;
- Pursuant to the vote counting minutes and resolutions passed by the General Meeting of Shareholders;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Viet Phat Import Export Trading Joint Stock Company No. 01/2025/BB-DHDCD dated April 25, 2025;

*The 2025 Annual General Meeting of Shareholders of Viet Phat Import Export Trading Joint Stock Company, held on April 25, 2025 at the 7th Floor, Viet Phat Building, No. 2 Tran Hung Dao Street, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi, discussed and voted to approve the following resolutions:*

**RESOLVES**

**Article 1:** Approval of the Full Text of the Following Reports:

- The Report on the Activities of the Board of Directors in 2024 and the Plans for 2025;
- The Report on the Activities of the Independent Member of the Board of Directors in the Audit Committee in 2024 and the Operational Plan for 2025;
- The Report on the 2024 Business Performance and the 2025 Business Plan.

**Article 2 :** Approval of the Company's Business Performance in 2024 and the Business Plan for 2025, Specifically as Follows :

❖ **Key Business Performance Indicators for 2024 are as follows :**

Unit: VND billion

No.	Indicators	2024 Plan	2024 Implementation	Implementation/ Plan
1	Consolidated Revenue	10.500	16.257	155%
2	Consolidated Profit After Tax	150	99	66%

❖ **Kế hoạch sản xuất kinh doanh và dự kiến phân phối lợi nhuận năm 2025:**

Unit: VND billion

No.	Indicators	2025 Plan	2024 Implementation	% Growth
1	Consolidated Revenue	16.500	16.257	1,5%
2	Consolidated Profit After Tax	170	99	42%

The dividend payment plan for 2025 is expected to be 5%, equivalent to VND 500 per share.

**Article 3:** Approval of the Audited Separate and Consolidated Financial Statements for 2024, audited by Deloitte Vietnam Co., Ltd. on March 30, 2025.

**Article 4:** Approval of the Selection of the Independent Audit Firm for the Review and Audit of the 2025 Financial Statements:

The General Meeting of Shareholders authorizes the Board of Directors to select one of the independent audit firms approved to audit the financial statements of listed companies in 2025 to perform the audit/review of the separate and consolidated financial statements of Viet Phat Import Export Trading Investment Joint Stock Company for the year 2025:

- Deloitte Vietnam Co., Ltd.
- KPMG Vietnam Co., Ltd.
- Ernst & Young Vietnam Co., Ltd.

**Article 5:** Approval of the 2024 Profit Distribution Plan and Allocation to Funds:

No.	Indicators	Amount (VND)	Notes
1	Remaining undistributed profit up to the end of 2023:	313.748.892.943	
2	Net profit after tax of the Parent Company in 2024:	98.768.553.147	
3	Remaining undistributed profit:	412.517.446.090	

The 2024 dividend payment plan according to Resolution No. 01/2024/NQ-DHDCD dated April 25, 2024 of the 2024 General Meeting of Shareholders will not be implemented, the entire remaining after-tax profits in 2024 will be used as a supplement to increase charter capital in 2025.



**Article 6:** Approval of the contents of Submission No. 05/2025/TTr-HDQT dated April 4, 2025 regarding the finalization of remuneration for the Board of Directors and the Audit Committee in 2024 and the remuneration plan for 2025.

**Article 7:** Approval of the share issuance to increase charter capital from owner's equity, as proposed in Submission No. 06/2025/TTr-HDQT dated April 4, 2025, specifically as follows:

**1. Issuance Plan :**

Share name:	Shares of Viet Phat Import Export Trading Investment Joint Stock Company
Type of shares:	Common shares
Par value:	10.000 VND/share
Current charter capital:	884.157.510.000 VND (in word: <i>Eight hundred eighty-four billion, one hundred fifty-seven million, five hundred ten thousand VND</i> )
Total shares issued:	88.415.751 shares
Number of shares outstanding:	88.415.751 shares
Number of shares to be issued (Maximum):	44.207.875 shares
Total value of shares to be issued at par value (Maximum):	442.078.750.000 VND (in words: <i>Four hundred forty-two billion, seventy-eight million, seven hundred fifty thousand VND</i> ).
Issuance purpose:	Issuing shares to increase share capital from owner's equity.
Issuance target:	All existing shareholders of Viet Phat Import Export Trading Investment Joint Stock Company listed in the list of shareholders on the last registration date (record date) to exercise the right of receiving issued shares due to the increase in share capital from owner's equity provided by the Vietnam Securities Depository and Clearing Corporation (VSDC). The record date is authorized by the General Meeting of Shareholders to be decided by the Board of Directors
Issuance ratio (Number of shares to be issued/ Number of shares outstanding):	50%

Rights exercise ratio:	2:1 (On the record date for shareholders to exercise the right to receive issued shares due to the increase in share capital from owner's equity, each shareholder owning 01 share will have 01 right to receive additional shares, for every 02 rights to receive additional shares, they will receive 01 new share).
Plan for handling the additional fractional shares:	The number of shares each shareholder receives in the share issuance to increase share capital from owner's equity will be rounded down to the nearest unit. Any fractional shares (decimal part) (if any) will be canceled and not issued.
Issuance source:	<p>+ Surplus share capital determined as at December 31, 2024 on the audited separate financial statements in 2024 of Viet Phat Import Export Trading Investment Joint Stock Company: maximum 237.848.870.000 VND (<i>in word: Two hundred thirty seven billion, eight hundred forty eight million, eight hundred seventy thousand dong</i>)</p> <p>+ Development investment fund determined as at December 31, 2024 on the audited separate financial statements in 2024 of Viet Phat Import Export Trading Investment Joint Stock Company: maximum 27.318.145.144 VND (<i>in word: Twenty-seven billion, three hundred and eighteen million, one hundred and forty-five thousand, one hundred and forty-four dong</i>).</p> <p>+ Undistributed profit after tax determined as at December 31, 2024 on the audited separate financial statements in 2024 of Viet Phat Import Export Trading Investment Joint Stock Company: maximum 176.911.734.856 VND (<i>in word: One hundred seventy six billion nine hundred eleven million seven hundred thirty four thousand eight hundred fifty six dong</i>).</p>
Transfer restrictions:	Additional shares are not restrict on assignment.
Implementation time:	Expected in 2025, after being approved by the General Meeting of Shareholders, and after the State Securities Commission announces the receipt of full issuance report documents.



Adjustment of information of the number of registered securities, and changing the registration for stock listing:	The Company proceeds the adjustment of number of securities at Vietnam Securities Depository and Clearing Corporation (VSDC), and proceeds the change in registration of stock listing at the Ho Chi Minh City Stock Exchange for the number of shares issued to increase share capital from owner's equity immediately after completing the issuance in accordance with legal regulations.
--	---

2. Amend the terms related to charter capital, shares, and stocks in Article 6 of the Company's Charter updated according to the charter capital after completing the stock issuance.

**3. Authorization to the Board of Directors :**

- Implement the issuance plan, select the issuance time, carry out necessary procedures with competent authorities to register the issuance/report on the issuance of shares; proactively develop and explain the securities issuance report document to the State Securities Commission and other competent authorities, ensuring compliance with legal regulations. At the same time, proactively adjust the issuance plan and other relevant documents according to the actual situation of the Enterprise or the requirements of the State Securities Commission and other competent authorities.
- Proactively develop plans to ensure that the issuance of shares meets the regulations on foreign ownership ratio.
- Select the shareholder record date to implement the Plan of issuing shares to increase share capital from owner's equity.
- Decide the number of issued shares based on the actual number of outstanding shares at the time of implementing the issuance plan, ensuring that the total number of issued shares does not exceed the maximum number of expected issued shares approved by the General Meeting of Shareholders at a fixed exercise ratio of 2:1.
- Carry out procedures, work and choose the appropriate time to adjust the increase in the number of securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and change the registration of stock listing at the Ho Chi Minh City Stock Exchange (HOSE) for the number of additional issued shares according to the plan of issuing shares to increase share capital from owner's equity approved by the General Meeting of Shareholders after the State Securities Commission announces the receipt of the issuance results report.
- Carry out procedures of increasing charter capital, and amend provisions related to charter capital, shares, and stocks in the Company's Charter updated according to charter capital after the end of the issuance in accordance with the provisions of law.
- Carry out procedures to adjust the Company's Business Registration Certificate, including preparing and submitting the registration documents for changes in business registration contents to the Business Registration Authority after the issuance period ends in accordance with the provisions of law.
- Carry out other related tasks to ensure the successful issuance of shares to increase share capital from owner's equity .

**Article 8 :** Approval of the Change of the Company's Name and the Amendment of the Charter, Specifically as Follows :



**1. Change the name of Company :**

- Current name :

+ ) Vietnamese name : CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT

+ ) English name : VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY

+ ) Abbreviation : VIETPHAT.JSC

- Changed name :

+ ) Vietnamese name : CÔNG TY CỔ PHẦN TẬP ĐOÀN VIỆT PHÁT

+ ) English name : VIET PHAT GROUP JOINT STOCK COMPANY

+ ) Abbreviation : VIET PHAT GROUP

2. Amend Clause 1, Article 2 on “Name, form, headquarters, branches, representative offices and term of operation of the Company”, specifically :

No.	Current contents of Charter	Proposed amended contents
1	1. Company’s name: a. Vietnamese name: CÔNG TY CỔ PHẦN ĐẦU TƯ THƯƠNG MẠI XUẤT NHẬP KHẨU VIỆT PHÁT b. English name: VIET PHAT IMPORT EXPORT TRADING INVESTMENT JOINT STOCK COMPANY c. Abbreviation: VIETPHAT.JSC	1. Company’s name: a. Vietnamese name: CÔNG TY CỔ PHẦN TẬP ĐOÀN VIỆT PHÁT b. English name: VIET PHAT GROUP JOINT STOCK COMPANY a. Abbreviation: VIET PHAT GROUP

3. Authorize Mr. Nguyen Van Binh - Chairman of the Board of Directors, legal representative of the Company to carry out procedures of amending the Company Charter and announcing changes in the content of business registration in accordance with the provisions of law.

**Article 9:** Approval of the Change of the Company’s Head Office Address and the Amendment of the Charter, Specifically as Follows :

**1. Change the head office address of the Company :**

- Current head office: No. 123BT 02-97 Bach Dang, Thuong Ly Ward, Hong Bang District, Hai Phong City, Vietnam .

Telephone : 0225.3569699

Fax: 0225.3569689

- Adjusted head office: Viet Phat Building, No. 2 Tran Hung Dao, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City, Vietnam .

Telephone : 024 39393989

Fax: 024 39393988

2. Amend Clause 3, Article 2 on “Name, form, headquarters, branches, representative offices and term of operation of the Company”, specifically:

No.	Current contents of Charter	Proposed amended contents
1	3. Head office of the Company:	3. Head office of the Company:



a. Address: No. 123BT 02-97 Bach Dang, Thuong Ly Ward, Hong Bang District, Hai Phong City, Vietnam.	a. Address: Viet Phat Building, No. 2 Tran Hung Dao, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi City, Vietnam.
b. Telephone: 0225 3569699	b. Telephone: 024 39393989
c. Fax: 0225 3569689	c. Fax: 024 39393988
d. Email: info@vietphatjsc.com.vn	d. Email: info@vietphatgroup.com.vn
e. Website: www.vietphatjsc.com.vn	e. Website: www.vietphatgroup.com.vn

3. Authorize Mr. Nguyen Van Binh - Chairman of the Board of Directors, legal representative of the Company to carry out procedures of amending the Company Charter and announcing changes in the content of business registration in accordance with the provisions of law.

**Article 10:** Approval of the contents of Submission No. 09/2025/TTr-HĐQT dated April 4, 2025 regarding the amendments and supplements to the Company's Charter.

**Article 11:** Approval of the contents of Submission No. 10/2025/TTr-HĐQT dated April 4, 2025 regarding the dismissal and additional election of an independent member of the Board of Directors.

**Article 12:** Approval of the election of Mr./Ms. [ ] as an additional independent member of the Board of Directors of the Company for the 2022–2027 term..

**Article 13 :** Implementation:

The full text of this Resolution was approved by the General Meeting of Shareholders of Viet Phat Import Export Trading Investment Joint Stock Company at the Meeting held on April 25, 2025, and shall take effect immediately upon the conclusion of the Meeting.

The members of the Board of Directors, the Executive Board, and all relevant departments and divisions of the Company shall be responsible for the implementation of this Resolution.

**Recipients:**

- As Article 14 (for implementation);
- SSC, HSX (for reporting);
- Disclosure Officer ( for information disclosure);
- Website VPG (instead of sending notices to shareholders );
- Filing: Office of the Board of Directors, Archives.

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

**Nguyen Van Binh**