

Ho Chi Minh City, March 26th, 2025

ANNUAL REPORT 2024
SOUTH BOOKS AND EDUCATIONAL EQUIPMENT JSC

To:

- The State Securities Commission;
- Hanoi Stock Exchange;
- Shareholders.

I. GENERAL INFORMATION

1. Overview:

- Transaction name: South Books and Educational Equipment JSC.
- Business registration certificate number: 0309902130 issued by Ho Chi Minh City Department of Planning and Investment on April 2, 2010, and amended for the 8th time on February 18, 2022.
- Charter capital: 44.050.000.000 VND (Forty-four billion, fifty million Vietnamese Dong).
- Equity: 44.050.000.000 VND (Forty-four billion, fifty million Vietnamese Dong).
- Headquarters: 231 Nguyen Van Cu, Ward 4, District 5, Ho Chi Minh City
- Telephone: 028 38300312.
- Website: <https://sobee.vn>.
- Securities Code (if any): SMN.

The process of foundation and development

- South Books and Educational Equipment Joint Stock Company (referred to as Southern Company) is a member unit of Vietnam Education Publishing House (VEPH), established under Decision No. 313/QĐ-NXBGD dated March 16, 2010, by the Chairman of the Board of Members cum General Director of Vietnam Education Publishing House. Since its establishment, Southern Company has made 8 adjustments to its business registration certificate to supplement and modify its business sectors in line with the actual situation and the company's development strategy.

- Southern Company is an independent accounting unit, operating its production and business activities in accordance with the Enterprise Law, the Company's Charter, and the relevant current legal regulations.

- Date of the founding shareholders' meeting: April 22, 2010.



- Date of Initial Public Offering: October 1, 2010.
- Date of first stock listing on HNX: July 14, 2015.

2. Business sectors and business areas:

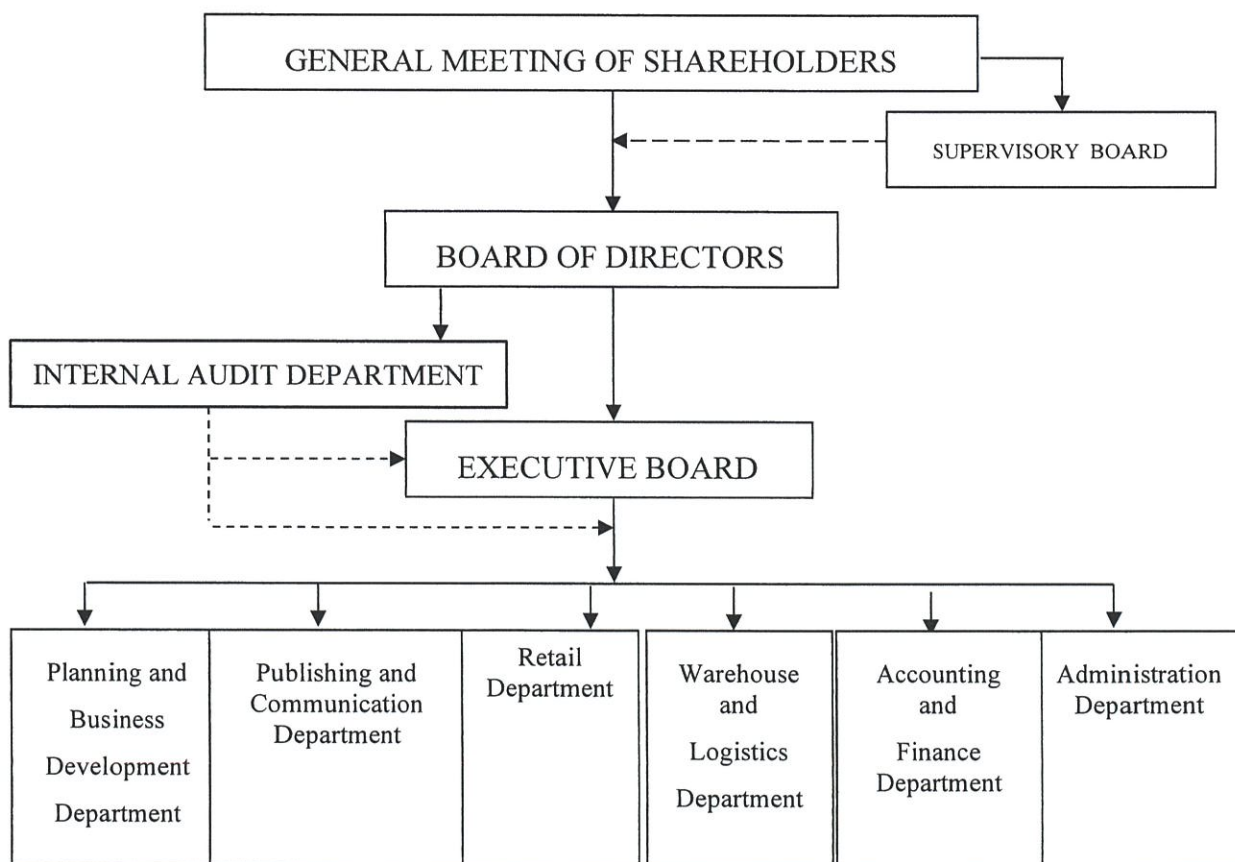
- Southern Company is the general distributor of textbooks from Vietnam Education Publishing House to local Books and Educational Equipment Joint Stock Companies and other partners to serve students, teachers, and the public. At the same time, the company also manufactures and trades reference books, educational equipment, stationery, and other educational products.

- The company is also involved in business activities related to printing, editing, compiling, translating various publications; producing teaching aids, school equipment, household items; and constructing and conducting other business activities as per legal regulations.

- The business area for textbooks includes Ba Ria - Vung Tau, Binh Thuan, Dak Nong, Dong Nai, Lam Dong, Long An, Ninh Thuan, Tay Ninh Provinces, and other provinces and cities nationwide for other products.

3. Information about the governance model, business organization structure, and management structure:

- Governance model: Implemented according to point a, clause 1, Article 137 of the Enterprise Law, including the General Meeting of Shareholders, Board of Directors (BOD), Supervisors Board (SB), and CEO (GD). The GD is the legal representative of the enterprise.



- Management structure:

+ BOD: 05 members, including 01 independent member.

+ SB: 03 members.

+ EB - Chief Financial Officer (CFO): 04 members.

+ Specialized departments: 06 departments.

+ Subsidiaries, affiliated companies (as of December 31, 2024):

- BOOKS AND EDUCATIONAL EQUIPMENT JSC OF BA RIA VUNG TAU

- Address: 500D Binh Gia, Nguyen An Ninh Ward, Vung Tau City, Ba Ria - Vung Tau Province, Vietnam.

- Main business activities: Distributing textbooks, reference books, educational equipment, stationery... serving students, teachers, and the public in Ba Ria - Vung Tau province.

- Contributed charter capital: 1.229.000.000 VND.

- The company's ownership rate: 35%.

- BOOKS AND EDUCATIONAL EQUIPMENT JSC OF BINH DUONG

- Address: 88 Tran Binh Trong, Thu Dau Mot City, Binh Duong Province, Vietnam.

- Main business activities: Distributing textbooks, reference books, educational equipment, stationery serving students, teachers, and the public in Binh Duong province.

- Contributed charter capital: 2.100.000.000 VND.

- The company's ownership rate: 21%.

4. Business Orientation:

- Primary objectives of the company: Ensure the complete and timely supply of textbooks for the new school year, avoiding any delays or shortages in any locality or at any time. Strengthen the production and supply of reference books, teaching equipment, stationery, etc., to serve the education sector. Continue to consolidate the textbook market and increase market share in reference books, teaching equipment, and stationery, facilitate local book and educational equipment joint-stock companies to strive to become strategic and comprehensive partners of Vietnam Education Publishing House.

- Surpass set target in 2025: Total revenue and other income: 403.3 billion VND; Pre-tax profit: 9.5 billion VND; Return on equity: 21.57%; Dividend: 10% per year; Ensure stable wages and income for employees, with efforts to improve upon 2024 levels.

- Mid-term and long-term development strategies:

+ Currently, the company is working closely with its parent company, Vietnam Education Publishing House, and its member units to distribute textbooks under the 2018 General Education Program. The company aims to become a key unit of Vietnam Education Publishing House and a leader in the textbook distribution market, serving

the teaching and learning needs of teachers and students in 8 southern provinces and cities as outlined by the parent company.

- + Increase market share and revenue for non-textbook products, while developing additional key products.

- Social and community objectives: The company focuses on product quality management, aiming to reduce costs in order to better serve students, teachers, schools, and society. The company regularly participates in charitable activities, such as awarding scholarships, donating textbooks and notebooks to underprivileged students at the start of the new school year, providing gifts to teachers in challenging circumstances on Vietnamese Teachers' Day, and supporting local funds for the poor during the New Year.

5. Risks:

- Commodity price risk: The company purchases goods from domestic suppliers for production, thus facing risks related to price fluctuations and sales policies by these suppliers. Textbooks are state-regulated under the Price Law, and Vietnam Education Publishing House has implemented a policy to reduce textbook prices in 2024 to help ease the broader societal challenges and to comply with the Price Law and related regulations in 2025. As a result, the company has faced the risk of reduced revenue and profit in the textbook segment due to the Vietnam Education Publishing House not repurchasing current stock that required price adjustments.

- Raw material risk: The company relies on raw materials for the publishing process, specifically the paper used for printing books. In addition to the large amount of paper required for Vietnam Education Publishing House textbooks, the company's reference book sector also requires a substantial amount of specific paper. The lack of control over raw materials affects the printing and inventory of reference books, posing risks of not meeting distribution demands and causing significant cost increases.

- Competition risk: Since the 2020-2021 school year, with the introduction of multiple textbook sets under a single program, the competitive pressure on the company's textbook distribution has increased significantly. Specifically, the parent company's development strategy and business redirection have reduced the company's market from 17 provinces and cities to just 8 southern provinces and cities for products under the 2018 General Education Program and other products in subsequent years. For the 2024-2025 school year, the company's main market is limited to 8 southern provinces, resulting in significant changes in targets. At the same time, the printing and warehousing of textbooks by VEPH in 2024 and 2025 have undergone many changes, leading to extended implementation timelines. As a result, there are increased risks in preventing counterfeit books, fake books, and unauthorized book distribution.

- Other risks: The primary production and business activities of the Southern Company are political tasks assigned by the parent company, Vietnam Education Publishing House, involving the distribution of educational books and materials for teaching and learning in designated areas. As a result, the policies and directives of the Ministry of Education and Training at different times will significantly impact the company's operations. Additionally, the supply schedule for input materials, specifically textbooks, from Vietnam Education Publishing House, can greatly affect the company's production and business activities.

II. BUSINESS REPORT 2024

1. Operational and Business Situation:

- Operational and Business Results of the Year:

In 2024, the parent company, Vietnam Education Publishing House, and its member units, including the Southern Company, experienced significant operational instabilities. Vietnam Education Publishing House and its affiliates carried out comprehensive reviews, adjustments, and consolidations of business and production activities to ensure compliance with legal regulations. These efforts focused particularly on the bidding processes of buying raw materials, printing, as well as the publishing and distribution of textbooks and other educational materials aligned with the 2018 General Education Program.

Vietnam Education Publishing House and its member units worked urgently to implement activities in line with plans for the 2024-2025 school year. However, numerous challenges and obstacles arose, causing delays, particularly in the bidding processes for buying raw materials for textbook printing and packaging. These issues led to repeated and prolonged execution times. Additionally, printing and warehousing activities lacked synchronization, resulting in supply shortages that affected distribution efforts across all member units, especially the Southern Company.

Despite coordinated efforts to introduce, train, and provide consultation on the selection and use of Vietnam Education Publishing House's textbooks in designated areas, delays and inconsistencies in the supply of textbook materials from Vietnam Education Publishing House and the Vietnam Education Publishing House in Ho Chi Minh City disrupted the Southern Company's distribution for the 2024-2025 school year in various regions, leading to market encroachment, a decline in market share, reduced revenue, and increased inventory of key business products for both the company and its local distribution partners.

The retail and reference books products also faced many challenges due to a combination of internal and external factors.

+ E-commerce is an inevitable trend in the retail sector in the coming years. However, the company's retail operations still primarily rely on the traditional in-store sales model. (Rising platform fees for e-commerce have further limited product sales on these platforms, especially for low-margin items like textbooks, which cannot offset the associated costs.)

+ Directive No. 643/CT-BGDĐT dated June 10, 2022, issued by the Minister of Education and Training, mandates the practice of thrift, increases the reuse rate of textbooks, and prohibits educational institutions from distributing reference books and supplementary materials in schools. As a result, local distribution partners have not been proactive and have faced numerous challenges in distributing these products.

- The implementation of the business plan:

<i>Indicator</i>	<i>2024 Plan (VND)</i>	<i>2024 Actual results (VND)</i>	<i>2023 Actual results (VND)</i>	<i>% Assessment</i>	<i>% Growth YoY</i>
Total revenue and other income	459.000.000.000	471.081.022.536	456.983.933.571	102,6%	3,1%
Total expenses	-	458.390.883.970	443.731.763.363		
Accounting profit before tax	9.700.000.000	12.690.138.566	13.252.170.208	130,8%	-4,2%
Accounting profit after tax	-	9.250.938.640	9.539.623.542		
Basic earnings / share	-	1.365	1.412		-3,3%

Competition is an inherent aspect of the market economy, and businesses that effectively meet product demands while offering affordable prices aligned with customer expectations will gain an advantage.

The prices of Vietnam Education Publishing House's textbook sets for each grade level remain competitively lower than those of current market competitors. The BOD, the EB, and the collective workforce at the Southern Company have been proactive and diligent in carrying out political missions and achieving the targets set by the 2024 Annual General Meeting of Shareholders (AGMS), as well as those assigned by the parent company, Vietnam Education Publishing House. Through effective management, the BOD and the EB have successfully met revenue, other income, and profit targets for 2024, exceeding 2.6% and 31% of the AGMS plan, respectively. This performance has ensured a minimum annual dividend rate of 11% for shareholders, with basic earnings per share reaching 1,365 VND, achieving 96.7% compared to 2023.

2. Organization and key personnel:

- Profiles of the Executive Board:

<i>No.</i>	<i>Full Name</i>	<i>Position</i>	<i>Profiles</i>
1	Mrs. Do Thi Mai Anh	Member of BOD and CEO	Date of birth: 20/11/1971. Place of birth: Hai Duong. Nationality: Vietnamese. Permanent address: 27 Street 38, Tan Phong Ward, District 7, Ho Chi Minh City. Education: Bachelor of Foreign Language Percentage of share held: 0,352%.
2	Mr. Pham Canh Toan	Deputy CEO	Date of birth: 26/3/1972. Place of birth: Ha Giang. Nationality: Vietnamese.

			Permanent address: 17 Luong The Vinh, Da Lat City, Lam Dong Province. Education: Bachelor of Accounting – Auditing, Business Administration Percentage of share held: 0,133%.
3	Mr. Tran Le Quang	Member of BOD, Deputy CEO, and Head of the Internal Audit Department	Date of birth: 01/4/1974. Place of birth: Gia Lai. Nationality: Vietnamese. Permanent address: 95/13 Street No. 1, Ward 9, Binh Chanh District, Ho Chi Minh City. Education: Bachelor of Accounting and Auditing Percentage of share held: 0,068%.
4	Mrs. Nguyen Mai Hoa	CFO	Date of birth: 18/11/1974. Place of birth: Ha Noi. Nationality: Vietnamese. Permanent address: 46A Tran Quang Khai Street, Tan Dinh Ward, District 1, Ho Chi Minh City. Education: Bachelor of Economics Percentage of share held: 0,227%.

- Changes in the Executive Board: None.
- Average number of employees: 80 people.
- Policies for employees:

<i>Indicator</i>	<i>2024</i>	<i>2023</i>	<i>2024/2023 ratio</i>
Average income (VND/person/month)	17.000.000	16.800.000	98,8

In addition to business activities, the company pay close attention to organizational development, team building, and regular professional training for employees. In 2024, nearly 89 employees participated in advanced training programs to enhance their skills and effectively fulfill their responsibilities. The EB placed strong emphasis on improving both the material and mental well-being of employees, creating favorable conditions for them to achieve high productivity, efficiency, and successfully meet targets.

Employee benefits: All employees in the company have signed labor contracts and participate in social insurance, health insurance, as per state regulations, and are provided with additional health care insurance. They are provided with the necessary labor protection gear, ensuring a safe and clean working environment. The company also conducts annual health check-ups for all employees.

In 2024, the company provided financial support for employees to take vacations with their families and organized customer appreciation activities in the northern provinces, allowing employees to travel to Ha Giang, Cao Bang, and Bac Kan.

Employees also had the opportunity to participate in regional and national sports events in Da Nang, celebrating the 30th anniversary of Education Publishing House in Da Nang and the 45th anniversary of Education Publishing House in Ho Chi Minh City, while enjoying domestic tours in Da Nang and Hoi An. Additionally, the company organized gift-giving for employees' children during Mid-Autumn Festival, International Children's Day, school year-end, as well as recognizing and rewarding children with outstanding academic achievements.

3. Investment Situation and Implementation of Investment Projects:

a) Major Investments:

<i>No.</i>	<i>Time</i>	<i>Project Name</i>	<i>Capital (VND)</i>	<i>% / Charter Capital</i>
1	2018-2024	Leasing 5,000 m ² of land until 2054 at Tan Phu Trung Industrial Park, Cu Chi District, Ho Chi Minh City, for the construction of a warehouse for goods storage, as per the resolutions of the AGMS in 2019 and 2020. However, in 2020 and 2021, the COVID-19 pandemic severely impacted the global economy, and the company's capital was insufficient to meet the requirements. As a result, the warehouse construction has not yet been implemented as planned.	10.450.000.000	23,7%
2	2024-2025	The AGMS held on April 22, 2024, resolved to pass two options: either proceed with the divestment procedures or implement the construction of a warehouse at Tan Phu Trung Industrial Park. On June 14, 2024, the BOD and the EB completed the extension of the Investment Registration Certificate. The company has been conducting related consulting work and other necessary tasks for the warehouse construction and will report to and seek the opinion of the AGMS as soon as possible to proceed with the implementation.	39.000.000.000	88,54

b) Subsidiaries and Affiliates:

<i>No.</i>	<i>Item</i>	<i>Books and Educational Equipment JSC of Binh Duong (VND)</i>	<i>Books and Educational Equipment JSC of Ba Ria Vung Tau (VND)</i>
1	Contributed Capital	2.100.000.000	1.229.000.000
2	Total Asset Value	18.886.501.228	8.116.488.242
3	Net Revenue	58.365.061.794	91.493.542.663
4	Profit before tax	697.474.156	1.330.704.461
5	Profit after tax	557.979.325	1.064.563.569
6	Dividend Rate	Expected 5%	14%

4. Financial Situation:

a) Financial Situation:

<i>Item</i>	<i>2024 (VND)</i>	<i>2023 (VND)</i>	<i>% Variance</i>
Total Asset Value	101.311.380.636	97.886.358.840	3%
Net Revenue	464.083.605.533	447.844.194.398	4%
Operating Profit	11.886.384.332	12.480.881.346	-5%
Other Profit	803.754.234	771.288.862	4%
Profit before tax	12.690.138.566	13.252.170.208	-4%
Profit after tax	9.250.938.640	9.539.623.542	-3%
Dividend Payout Ratio (%/year)	11	11	0%

The net revenue of Southern Company in 2024 reached 464,08 billion VND, an increase of 4% compared to the same period in 2023. Post-tax profit decreased by 288.684.902 VND, a decrease of 3% compared to 2023. The reasons are as follows:

- The parent company, Vietnam Education Publishing House, has implemented a policy to reduce textbook prices for the 2024-2025 academic year to help ease the broader societal challenges, support students, and protect consumer rights.

- Increased donations of textbooks and teacher's books for Grade 12, following the parent company's policy, to all teachers in the southern provinces, including areas where the Southern Company is responsible for the business market.

- Business activities in other segments, such as reference textbooks and educational equipment, faced many difficulties, with no stable or fundamental solutions to improve revenue, as per Directive No. 643/CT-BGDĐT dated June 10, 2022, from the Minister of Education and Training, which emphasizes the practice of thrift, reusing textbooks, increasing the reuse rate, and not issuing supplementary textbooks and books at schools. In the educational equipment segment, business activities mainly involved providing practical kits for the 2018 General Education Program for primary school classes and shared equipment for regular teaching and learning activities at educational institutions. The bidding process for supplying educational equipment has not met the requirements of investors.

Social activities in 2024 were strengthened, with an increase in the donation of books and educational products to local educational institutions compared to 2023.

b) Key Financial Indicators:

<i>Item</i>	<i>Unit</i>	<i>2024</i>	<i>2023</i>
<i>Liquidity</i>			
Current Ratio (Current Assets / Short-term Liabilities)	times	3,34	3,52
Quick Ratio (Current Assets – Inventory) / Short-term Liabilities	times	1,57	2,18
<i>Leverage</i>			
Debt/Total asset ratio	%	21,33	19,77
Debt/Equity Ratio	%	27,11	24,64
<i>Operating Ratios</i>			
Inventory Turnover (Cost of Goods Sold / Average Inventory)	times	12,42	14,93
Total assets turnover (Net Revenue / Average Total Assets)	times	4,66	4,33
<i>Profitability</i>			
Profit After Tax/Revenue	%	1,99	2,1
Return on Equity (ROE)	%	11,61	12,15
Return on Assets (ROA)	%	9,13	9,75
Operating Profit/Revenue	%	2,56	2,79

Regarding liquidity: Since its establishment, the Southern Company has consistently maintained its reputation with suppliers by making full and timely payments. In 2024, the company's liquidity slightly declined due to an increase in inventory, but all short-term debts remain within their due dates. The current ratio in 2024 was 3,34 times, a decrease of 3,52 times compared to 2023, a decrease of 0,18 times, and the quick ratio was 1,57 times, a decrease of 0,61 times compared to 2023.

Regarding leverage, the debt-to-total-assets ratio and debt-to-equity ratio were both lower than 50%, indicating that the company maintains a safe capital structure.

Regarding operating ratios:

In 2024, the company's operating ratios demonstrated solid growth. However, inventory turnover decreased by 2,5 times compared to the same period last year due to an increase in inventory levels.

The total asset turnover improved, rising by 0,33 times from 4,33 times in 2023 to 4,66 times in 2024. This indicates that despite facing significant business challenges, the Southern Company effectively managed its total asset turnover, ensuring efficient operations and making timely and well-informed business decisions.

Regarding profitability: Overall, the profitability indicators decreased compared to the same period last year. In 2024, post-tax profit decreased compared to 2023, so the

ROS, ROE, ROA, and operating profit margin on net revenue ratios were 1,99%, 11,61%, 9,13% and 2,56% respectively due to NXBGD Vietnam's policy of reducing textbook prices and the company's active participation in donating educational books and conducting social activities in local areas.

5. Shareholder structure and shange of sharter capital

a) Shares:

- + Number of shares issued: 4.405.000 shares.
- + Number of common shares: 4.405.000 shares.
- + Number of preferred shares: none.
- + Number of outstanding shares: 4.405.000 shares.
- + Number of repurchased shares (treasury shares): 0 share.
- + Number of transferable shares: 4.405.000 shares.
- + Number of non-transferable shares: 0 share.
- + Share par value: 10.000 VND

b) Shareholder Structure:

<i>No.</i>	<i>Category</i>	<i>Number of sharehol ders</i>	<i>Number of shares</i>	<i>Value (VND)</i>	<i>Ownership Ratio (%)</i>
1	Major Shareholders	01	2.340.000	23.400.000.000	53,12
2	Minor Shareholders	280	2.065.000	20.650.000.000	46,88
3	Institutional Shareholders	05	2.619.600	26.196.000.000	59,47
4	Individual Shareholders	276	1.785.400	17.854.000.000	40,53
5	Domestic Shareholders	279	4.400.500	44.005.000.000	99,90
6	Foreign Shareholders	02	4.500	45.000.000	00,10
7	State Shareholders	01	2.340.000	23.400.000.000	53,12
8	Other Shareholders	280	2.065.000	20.650.000.000	46,88

c) Change of charter capital: None.

d) Treasury stock transactions: None.

e) Other securities: None.

6. Company's Environmental and Social Impact Report:

6.1. Impact on the environment: Total Direct and Indirect Greenhouse Gas (GHG) Emissions: there are no criteria to evaluate. The majority of the company's operations involve trade and distribution, with very little direct production. Therefore, the majority of emissions arise from electricity consumption to power office equipment, but the emission rate remains very low.

6.2. Raw Materials Management: The company's operations are largely based on the distribution of publications, educational equipment, stationery... which fall under

the commercial sectors with limited direct production activities. The printing of publications, which involves raw material management, is handled by the parent company, Vietnam Education Publishing House. As a result, raw materials management is not yet necessary for the company.

6.3. Energy consumption: Energy usage within the company is primarily electricity, used to power office machinery and equipment. The company is highly efficient in its electricity consumption, which helps reduce operational costs, increase profits and contributes to the stabilization of the national power grid. The company has implemented strict regulations and practices to conserve energy, including ensuring that electrical equipment is turned off when not in use and maintaining air conditioning settings that prevent energy waste, such as avoiding the opening of windows or doors when the AC is operating.

6.4. Water consumption: Water usage is very limited, mainly for watering plants within the company's premises and for the daily needs of employees, creating a green, clean, and beautiful working environment. Domestic water is purchased from local water supply companies, and the company emphasizes the importance of saving water as it is a finite and essential resource.

6.5. Compliance with Environmental Protection Laws: The company fully complies with environmental protection laws and regulations. It ensures that its office environment is clean, green, and hygienic, maintaining a civilized office culture that promotes sustainability. The company adheres to all applicable environmental regulations and standards.

6.6. Policies Related to Employees: The company's leadership, in coordination with various organizations (Party, Trade Union, Youth Union...), strictly implements state regulations as well as internal company policies to ensure job stability for employees. Employee salaries, income, and benefits are fully implemented and continuously improved each year. In line with legal requirements, the company provides social insurance, health insurance, and unemployment insurance. The company also offers additional benefits such as comprehensive healthcare coverage, which helps mitigate employees' health-related financial risks. Periodic health examination is conducted for all employees, and the company maintains a collective kitchen to ensure food safety and hygiene. These measures are intended to support employee health and well-being.

6.7. Report on the Company's Responsibilities to the Local Community: Annually, the company focuses on social activities, gratitude programs, charity work, and supporting disadvantaged students and teachers... Additionally, the company encourages employees to contribute several days' wages per year and make voluntary donations based on their goodwill to establish social and charitable funds. These funds support philanthropic activities, aid for people affected by natural disasters, floods, and fires, and provide five scholarships for orphaned students in Quang Binh, Lam Dong, and Dong Nai Provinces. The company also donates to support poor households in various regions, including Tang Nhon Phu A Ward in Thu Duc City, Phuc Am Shelter, and underprivileged students in Ia Grai District, Gia Lai Province. Besides that, the company works closely with local authorities to maintain security and order in the areas where it operates.

6.8. Report on Green Capital Market activities as guided by State Securities Commission: none.

III. REPORT OF THE EXECUTIVE BOARD

1. Evaluation of the operational and business aspects:

- In 2024, the company made proactive decisions by purchasing textbooks and printing reference books early, ensuring timely distribution for the summer of 2024 and the new school year. This approach contributed to stabilizing the educational book market in the region and helped meet the demands for the 2024-2025 school year. However, the printing and stocking of textbooks by Vietnam Education Publishing House did not fully meet the needs of the Southern Company, which significantly impacted the company's business plan.

- The published volume of textbooks met and exceeded the planned target. However, the Ministry of Education and Training's policy of discouraging additional reference material purchases by parents and students contributed to slower sales. Additionally, the company has yet to introduce distinctive reference book products. The distribution of educational equipment continued throughout the year, although the business in this area faced numerous difficulties. Specifically, challenges arose during the bidding process for supplying educational equipment due to procedural and legal issues.

- The company's financial and accounting departments performed effectively, addressing capital requirements for production and business needs, achieving a high rate of debt collection and payment. Debt collection from local distribution partners reached 99%, and from other partners, it was over 85%. However, difficult-to-collect debts still remain.

- Dividend Payout: 11%/year.

- Key Takeaways from 2024:

+ The proactive purchasing and close monitoring of textbook stocking were significantly improved compared to 2023. This effort successfully avoided textbook shortages and localized price surges that had impacted previous distribution efforts. However, the supply of goods by Vietnam Education Publishing House was still delayed and passive. A large number of counterfeit books were discovered in many localities, which created difficulties for the company and led to discrepancies in the distribution plan highlighting poor cooperation and coordination with local partners.

+ The changes to the textbook content under the 2018 General Education Program, combined with local authorities' selection of textbooks, increased competition and impacted the company's distribution volume. Additionally, the timing of the printing by Vietnam Education Publishing House was not synchronized, with delays in the Southern region compared to the Northern and Central regions. Additionally, in 2025, Vietnam Education Publishing House will transition to a full-package bidding format for textbook printing. To address this, the company will need to work more closely with each locality in its assigned areas, developing solutions to increase the selection and use of Vietnam Education Publishing House's textbooks. This approach will help stabilize and consolidate revenue moving forward. At the same time, the

planning of targets must be stricter to meet the distribution volume required by customers while reducing inventory levels.

+ Strengthening the monitoring and enforcement of debt collection processes, implementing targeted measures to recover outstanding and aged debts from certain retail customers in the educational equipment and reference book sectors.

2. Financial Situation:

a) Assets:

<i>Item</i>	2024		2023		<i>Variance %</i>
	<i>Amount</i>	<i>Weighting</i>	<i>Amount</i>	<i>Weighting</i>	
Current assets	72.177.986.345	71%	68.187.972.186	70%	6%
Non-current assets	29.133.394.291	29%	29.698.386.654	30%	-2%
Total asset	101.311.380.636	100%	97.886.358.840	100%	

In the asset structure, current assets account for the majority. In 2024, this share slightly increased from 70% to 71%. Meanwhile, long-term assets decreased from 30% to 29%.

Regarding current assets, cash and cash equivalents, short-term receivables, and inventory are the three items that account for a large share of total assets. The increase in current assets is mainly due to inventory, which increased by 47% compared to 2023 due to the external reason of the publisher's lack of synchronized textbook supply during the peak period. In 2024, the overdue debt recovery rate reached 95%, and receivables decreased by 32% compared to the same period in 2023.

Non-current assets decreased by 565 million VND, primarily due to a decrease in fixed assets.

b) Liabilities:

<i>Item</i>	<i>2024 (VND)</i>	<i>2023 (VND)</i>	<i>% Variance</i>
Current liabilities	21.609.262.402	19.351.850.722	12%
Non-current liabilities			
Total Liabilities	21.609.262.402	19.351.850.722	12%

The increase in short-term liabilities was mainly due to accounts payable to suppliers, which are liabilities not yet due.

3. Improvements in organizational structure and management policies:

In addition to the shortcomings that need to be addressed and areas for improvement, the company made significant progress in organizational, management, and corporate governance in 2024:

- Many employees with strong qualities and capabilities, who have been considered for promotion and appointment since 2020, have utilized their capability and intellect to positively contribute to the company's operations. With extensive

management experience, the EB is expected to build on the successes achieved and further leverage the company's inherent strengths, applying them effectively to practical situations.

- The reorganization, including the establishment of the Goods Exploitation Team for paper cutting and transportation, the E-commerce Business Team, and the New Product Development Team, has streamlined employees' work in accessing and acquiring new customers, while also strengthening relationships with existing ones. The market staff is becoming increasingly experienced and competent, effectively meeting job requirements, confidently engaging with customers, introducing products, and quickly closing orders.

- The enhancement of IT application and implementation in production, business operations, and corporate governance has contributed to increased labor productivity, revenue, and profits, stabilized workloads and salaries, and improved employees' income.

4. Development plans for future:

Responsibilities and plans for 2025:

- Ensure the timely and synchronized supply of textbooks for the 2025-2026 school year, with a focus on avoiding delays that could lead to shortages as required by local companies at any time. Expand the selection and use of educational products from the Vietnam Education Publishing House in the designated areas.

- Ensure effective production and business operations, fulfilling political tasks amid the potential challenges of other factors. Ensure the planned dividend payout ratio of 10% per year.

- Collaborate closely with member units and local companies in promoting, advertising, and supplying books and educational equipment, in accordance with the guidelines, directions, and leadership of the Vietnam Education Publishing House regarding the publishing and distribution of books, educational equipment, and school libraries. Implement the dissemination of reducing textbook prices for various grades to society, teachers, students, and parents via social media, information channels, and within educational institutions and business areas

- Stabilize the textbook market and enhance bidding for supplying books, educational equipment, and other products. Strengthen marketing and communication efforts to expand market share for textbooks, stationery, and educational equipment.

Ensure the average income of employees is not lower than in 2024; Cooperate with the Trade Union to care for employees' livelihoods and implement policies and regimes for employees effectively.

5. Explanation from the EB regarding audit opinions:

The independent audit firm conducted the financial statement audit for 2024 and did not issue any exclusion opinions regarding the content, tasks, documentation, financial accounting, or the management and administration of the EB. Therefore, the EB is not required to provide an explanation for the audit opinions.

6. Evaluation report on environmental and social responsibility:

- Environmental Performance Evaluation: As the company does not engage in direct production, it does not contribute to environmental pollution. The company consistently maintains a clean and pleasant office environment, ensuring the health and well-being of employees. Labor safety and hygiene regulations are strictly followed.

- Labor Issues Evaluation: The company maintains job stability and organizes training programs or encourages employees to enhance their professional qualifications and skills to meet job requirements. Regular attention is given to improving both the material and mental well-being of employees. The company fully complies with insurance policies and benefits as regulated.

- Corporate Responsibility to the Local Community Evaluation: The company adheres to the Party's guidelines and the State's policies and laws at the local level. The company actively participates in social activities and charitable initiatives as directed by the parent company, Vietnam Education Publishing House, Education Publishing House in Ho Chi Minh City, and the company.

IV. REPORT OF THE BOARD OF DIRECTORS

1. Evaluation of the operational aspects:

<i>No.</i>	<i>Item</i>	<i>Unit</i>	<i>2024 actual</i>
1	Total revenue and income	VND	471.081.022.536
2	Profit before tax	VND	12.690.138.566
3	Owner's equity	VND	44.050.000.000
4	Total assets	VND	101.311.380.636
5	Total liabilities	VND	21.609.262.402
6	Interim dividend	%	11

Total revenue and income in 2024 reached 471.1 billion VND, achieving 102,6% of the plan. Profit before tax exceeded 12,69 billion VND, achieving 130,8% of the target set by the AGMS, thanks to the company's effective financial investment activities. The company's liquidity and payable liabilities in 2024 outperformed those in 2023. The interim dividend ratio for 2024 is 11% per year.

The company has effectively fulfilled its environmental and social responsibilities in the regions where it operates, as well as in many other localities. This includes activities such as conserving electricity and water, maintaining the premises and ornamental plants, and participating in fire prevention and firefighting efforts as required by state management agencies. Additionally, the company has built a positive corporate culture with green, clean, and beautiful offices and carried out numerous community activities, including awarding scholarships, donating textbooks and notebooks to educational institutions, supporting underprivileged students, poor households, and those in difficult circumstances across various regions.

2. Evaluation of the Executive Board's operations:

In 2024, the EB and the collective of employees made significant efforts and strived to fulfill the company's production and business objectives.

Human resource policies have been adjusted, and corporate governance has been modified to align with the current situation. A strong focus has been placed on

improving both the material and mental well-being of employees. Salaries and income levels have been stabilized and enhanced.

In general, the company has had a stable year with more progress in operations and the application of information technology in management, administration, and the performance of professional tasks by collectives and individual employees. The achieved results are due to the management and administration of the EB and the BOD, along with the continuous efforts of the collective of employees in the company.

Despite many internal and external difficulties, with the orientation and direction from the BOD, the EB has made appropriate, timely, and flexible decisions and measures to help the company proactively respond to market fluctuations. The EB has also implemented the necessary management tasks correctly and fully, in compliance with the company's charter and legal regulations.

To ensure business efficiency, in addition to the policies on selecting business methods and products, the EB has implemented various measures to strengthen management, promote cost-effectiveness, and actively encourage the application of information technology in management, administration, and the execution of professional tasks by teams and individual employees. On the other hand, the EB has consistently focused on policies that protect the rights and interests of employees to motivate them.

3. Board of Directors' plans and orientations:

- 2025's directions and goals: It is anticipated that challenges will increase as the phased implementation of the textbook changeover has been completed. Based on this analysis, the Board of Directors has established the following strategic objectives:

+ Focus on investing in technology platforms and human resources to support business operations, ensure the safety of business products, enhance risk management, and comply with regulations regarding the safe use of capital/capital sources. This will also ensure the completeness and appropriateness of critical processes and regulations, prioritizing them over simple compliance.

+ Strengthen inspection, control, and audit activities, with emphasis on internal inspections and self-assessments. Develop a systematic and methodical leadership and management framework, incorporating modern business knowledge to improve corporate governance capabilities.

+ Enhance and expand collaboration with partners, investors, and potential units both within and outside the system to leverage business opportunities.

+ Create a professional working environment and position South Books and Educational Equipment JSC as a leading brand in the book and educational equipment market.

+ Ensure efficient production and business operations, with employee income maintained at or above 2024 levels.

+ Focus on researching and developing business products such as reference books, educational equipment, and stationery to drive positive changes in the distribution and consumption of these products.

+ Collaborate with member units of Vietnam Education Publishing House in the region to effectively implement the overall policies set by the parent company.

+ Regarding management: implement a variety of measures to strengthen management practices, closely monitor production and business operations, promote cost-effectiveness, and apply technology in production and business activities. Complete the development of monthly, quarterly, and annual performance evaluation criteria (KPIs), review and improve different processes and regulations...

+ Regarding human resources and labor: stabilize the workforce, ensure employees' livelihoods, and focus on planning, training, and recruiting high-quality personnel to meet the company's evolving needs.

- Key Targets:

+ Total revenue and other income: 403,3 billion VND.

+ Profit before tax: 9,5 billion VND.

+ Profit / charter capital ratio: 21,57%

+ Dividend: 10%/year.

+ Salaries and employee income: Maintain stability at the same level as in 2024.

V. THE GOVERNANCE OF THE COMPANY

1. Board of Directors (BOD):

a) Organisation structure and members of BOD:

<i>No</i>	<i>Full name</i>	<i>Position</i>	<i>Further information</i>
1	Mrs. Phung Ngoc Hong	Chairman	<p>Date of participating in BOD for the term 2020-2025: June, 3rd 2020</p> <p>Date of resignation from BOD for the term 2020-2025: No</p> <p>Percentage of share held: 0%</p> <p>Non-executive member of BOD</p> <p>Managerial position at other organizations:</p> <ul style="list-style-type: none"> - Deputy CEO Vietnam Education Publishing House Limited Company; - Chairman of BOD of Education Materials JSC (member unit of Vietnam Education Publishing House Limited Company)
2	Mr. Nguyen Thanh Anh	Member of BOD	<p>Date of participating in BOD for the term 2020-2025: June, 3rd 2020</p> <p>Date of resignation from BOD for the term 2020-2025: No</p> <p>Percentage of share held: 0%</p> <p>Non-executive member of BOD</p>

			<p>Managerial position at other organizations:</p> <ul style="list-style-type: none"> - Deputy Chief Editor, Vietnam Education Publishing House Limited Company - Deputy Director of Vietnam Education Publishing House Limited Company; - Chairman of BOD of Gia Dinh Education Publishing Service JSC (member unit of Vietnam Education Publishing House Limited Company)
3	Mrs. Do Thi Mai Anh	Member of BOD	<p>Date of participating in BOD for the term 2020-2025: June, 3rd 2020</p> <p>Date of resignation from BOD for the term 2020-2025: No</p> <p>Percentage of share held: 0,352%</p> <p>Member of BOD participating in the company management: CEO.</p> <p>Managerial position at other organizations: No</p>
4	Mr. Tran Le Quang	Member of BOD	<p>Date of participating in BOD for the term 2020-2025: January, 14th 2023</p> <p>Date of resignation from BOD for the term 2020-2025: No</p> <p>Percentage of share held: 0,068%</p> <p>Member of BOD participating in the company management: Deputy CEO and Head of Internal Audit Board.</p> <p>Managerial position at other organizations:</p> <ul style="list-style-type: none"> - Chairman of BOD of Books and Educational Equipment JSC of Ba Ria Vung Tau
5	Mr. Vu Ba Hoa	Member of BOD	<p>Date of participating in BOD for the term 2020-2025 January, 14th 2023</p> <p>Date of resignation from BOD for the term 2020-2025: No</p> <p>Percentage of share held: 0,98%</p> <p>Independent member</p> <p>Managerial position at other organizations: No</p>

The elected members of the Board of Directors for the 3rd term (2020-2025) at the AGMS in 2020 held a meeting on June 3rd, 2020, without any independent board members or other members. However, in October 2023, Mr. Pham Canh Toan and Mrs.

Nguyen Mai Hoa submitted their resignation as members of the Board of Directors for the following reasons:

- Mrs. Nguyen Mai Hoa, BOD member and CFO of the Southern Company, submitted her resignation from the BOD effective October 8th, 2023. Reason: Bound by the regulations of the Enterprise Law, Accounting Law, and the company's charter.

- Mr. Pham Canh Toan, BOD member and Deputy CEO of the Southern Company, submitted his resignation from the BOD effective October 10th, 2023. Reason: Following the general policy of the BOD to have personnel with knowledge of accounting, finance, and taxation on the BOD of the Southern Company for the 2020-2025 term, as Mrs. Nguyen Mai Hoa, BOD member and CFO, had already submitted her resignation from the BOD.

- On January 14th, 2023, the Southern Company held an extraordinary GMS to remove Mr. Pham Canh Toan and Ms. Nguyen Mai Hoa from the BOD and to elect additional BOD members for the 2020-2025 term, namely Mr. Tran Le Quang and Mr. Vu Ba Hoa, independent BOD members

b) Subcommittees of the BOD:

The Internal Audit Committee (IAC) is the only subcommittee of the BOD as of December 31, 2023. Members of the IAC include:

<i>No.</i>	<i>BOD member</i>	<i>Title</i>	<i>Start Date as IAC Member</i>	<i>End Date as IAC Member</i>
1	Mr. Tran Le Quang	Head of the IAD	18/10/2021	-
2	Mrs. Man Minh Hue	Deputy Head of the IAD	18/10/2021	-
3	Mr. Do Quang Trung	Member of the IAD	18/10/2021	-

c) Activities of the BOD:

- Meetings Held during the Year:

<i>No.</i>	<i>BOD member</i>	<i>Title</i>	<i>Start/End Date as BOD Member</i>	<i>Number of BOD's meetings attended</i>	<i>Meeting attendance rate</i>	<i>Reason for not attending the meeting</i>
1	Mrs. Phung Ngoc Hong	Chairman	03/6/2020	8/8	100%	
2	Mr. Nguyen Thanh Anh	Member	03/6/2020	8/8	100%	
3	Mrs. Do Thi Mai Anh	Member	03/6/2020	8/8	100%	
4	Mr. Tran Le Quang	Member	14/01/2023	8/8	100%	
5	Mr. Vu Ba Hoa	Member	14/01/2023	8/8	100%	

- In 2024, the BOD held 8 meetings and issued 8 resolutions and 1 decision delegate responsibilities to the BOD, set business development directions, stabilize the organization, monitor the management structure, and allocate labor appropriately to the company's business operation.

- Contents of the BOD's Resolutions and Decisions:

<i>No</i>	<i>Resolution/ Decision numbers</i>	<i>Date</i>	<i>Content of the Resolutions / Decisions</i>	<i>Approval rate</i>
1	01/NQ-HĐQT	February 23 rd , 2024	<p>Decision on the final registration date to establish the list of shareholders of South Books and Educational Equipment JSC, securities code SMN, for the Annual General Meeting of Shareholders (AGMS) in 2024 and the interim dividend for 2023 as follows:</p> <p>- Annual General Meeting of Shareholders (AGMS) 2024: + Final registration date: March 18th, 2024 + Expected date for AGMS 2024: April 22nd, 2024 + Venue and agenda for AGMS 2024: To be announced later through the meeting invitation.</p> <p>- Interim Dividend for 2023: + Final registration date: March 18th, 2024 + Interim dividend rate for 2023 (in VND): 11% + Payment date for interim dividend 2023: May 2nd, 2024.</p>	100%
2	02/NQ-HĐQT	April 16 th , 2024	Approval for the policy to lease facilities for office use and retailing business of educational books and teaching equipment of SOBEE	100%

			<p>in Thu Duc City, Ho Chi Minh City as follows:</p> <ul style="list-style-type: none"> - Location: 93 Man Thien, Hiep Phu Ward, Thu Duc City, Ho Chi Minh City. - Lease term: 5 (five) years, starting from the date of signing the lease contract. 	
3	03/NQ-HĐQT	April 19 th , 2024	<p>Approval for the policy to appoint Ms. Mẫn Minh Huệ, editor of the Publishing - Communications Department, as Deputy Head of the Publishing - Communications Department, with the term of office following the term of the Executive Board for the 2020-2025 term.</p> <ul style="list-style-type: none"> - Temporarily approval for the planned salary rate for 2024 at 581 VND/ 1,000 VND of before-tax profit, including salary costs. - Temporarily allocation of the mandatory funds for 2024 with the following ratios: Reward Fund: 10%, Welfare Fund: 15%, Executive Board Reward Fund: 5%, BOD Remuneration Fund: 5%, Development Investment Fund: The remaining part of the after-tax profit after dividend payment and setting up the other mandatory funds according to the above ratios, up to a maximum of 30%. 	100%

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			Approval for the policy to relocate the store at 240 Tran Binh Trong, Ward 04, District 5, Ho Chi Minh City to operate in Thu Duc City, Ho Chi Minh City, and assign the Executive Board to implement this in order to save costs, enhance retailing business effectiveness, and increase the application of e-commerce within the company	
4	04/NQ-HĐQT	April 25 th , 2024	<p>Approval for adjusting the project implementation schedule (project code 0863847878) at Tan Phu Trung Industrial Park, Cu Chi District, Ho Chi Minh City as follows:</p> <ul style="list-style-type: none"> + Construction of factory: from February 2025 to February 2026; + Installation of machinery and equipment: from February 2026 to April 2026; + Official operation: from April 2026; + Completion of investment capital: October 2026. - Assigning the task to Mrs. Đỗ Thị Mai Anh, member of the BOD and CEO, to carry out the procedures for registering the adjustment of the project implementation schedule as mentioned above in accordance with current Vietnamese laws. 	100%
5	05/NQ-HĐQT	June 7 th , 2024	- Approval for selecting ECOVIS	100%

			<p>AFA Vietnam Audit - Valuation and Consulting LLC as the independent auditing firm to conduct the audit of the half-year and whole-year 2024 Financial Statements of SOBEE</p> <p>- Assigning the Executive Board of SOBEE to implement the signing of the contract for auditing the half-year and whole-year 2024 Financial Statements as mentioned above, ensuring that information disclosure is carried out in accordance with current legal regulations and internal company regulations.</p>	
6	06/NQ-HĐQT	July 4 th , 2024	<p>- Appointing Ms. Mẫn Minh Huệ, editor of the Publishing – Communications Department, as Deputy Head of the Publishing -Communications Department.</p> <p>- The term of office will follow the term of the Executive Board for the 2020-2025 period.</p> <p>Assigning the CEO of SOBEE to implement the management staff appointment process in accordance with the regulations.</p>	100%
7	07/NQ-HĐQT	August 5 th , 2024	<p>- Approval for the appointment of Ms. Mẫn Minh Huệ, editor of the Publishing - Communications Department, as Deputy Head of the Publishing</p>	100%

			- Communications Department. - The appointment term of Ms. Mẫn Minh Huệ: The term of office will follow the term of the Executive Board for the 2020-2025 period.	
8	08/NQ-HĐQT	November 28 th , 2024	- Temporary approval for the main targets for the production and business tasks in 2024 until November 28 th , 2024, as follows: + Total revenue and income: 446/459 billion VND, equivalent to 97% of the annual plan. + Profit: 12/9.7 billion VND, equivalent to 123% of the annual plan. The Executive Board will continue to organize the implementation and strive to complete the production and business tasks and targets for 2024 according to the resolutions of the 2024 AGMS.	100%
9	493/QĐ-HĐQT	December 24 th , 2024	Decision regarding the approval for the periodic internal audit plan for the year 2025.	100%

d) Activities of Independent BOD members and Subcommittees of the BOD:

- Activities of Independent BOD members:

The company operates under the model specified in point a, clause 1, Article 137 of the Enterprise Law, and therefore does not have an Audit Committee. The Supervisory Board (SB) represents the AGMS in exercising the rights and obligations prescribed by law and the company's charter. As a result, independent BOD members are not responsible for the Audit Committee.

The BOD of the Southern Company established the IAC under the Accounting Law to assist in performing its functions and tasks related to inspecting and supervising

the activities of the Executive Board (EB), other teams and individuals in compliance with legal regulations and the company's internal policies.

In 2024, independent BOD members attended all BOD meetings, actively participated in discussions, and voted on matters related to the management and direction of the company's operation as discussed and approved by the BOD. The activities of independent BOD members included:

- + Supervising the performance of management and executive duties of the BOD and the Executive Board.

- + Evaluating the reasonableness, legality, integrity, and prudence of the management and operation of business activities, while ensuring the consistency and accuracy of accounting, financial reporting, and statistical data.

- + Assessing the completeness, legality, and honesty of business performance reports, quarterly and annual financial reports, and the management evaluation reports of the BOD.

- + Reviewing and assessing the effectiveness and efficiency of the company's internal control, risk management, and early warning systems by overseeing the revision and enhancement of internal regulations and the issuance of operational documents.

- Activities of the IAC:

- + IAC Meetings Held during the Year:

<i>No.</i>	<i>BOD member</i>	<i>Title</i>	<i>Number of meetings attended</i>	<i>Meeting attendance rate</i>
1	Mr. Tran Le Quang	Head of the IAD	4/4	100%
2	Mrs. Man Minh Hue	Deputy Head of the IAD	4/4	100%
3	Mr. Do Quang Trung	Member of the IAD	4/4	100%

- + Members of the IAC have been carrying out tasks in accordance with the 2024 internal audit plan approved by the BOD:

<i>No</i>	<i>Audit content</i>	<i>Unit to be audited</i>	<i>Time</i>
I	Financial operations		
1	Cash and deposit fund inventory	Accounting and Finance Department	End of every month
II.	Other tasks		
1	Checking and reviewing the implementation of the Labor Agreement, Internal Regulations, Sales Regulations, Salary Regulations, Social Insurance, Health Insurance contributions ...	Administration Department, Accounting and Finance Department, Planning and Business Department, Publishing and Communication Department, Retailing Department, Warehouse and Logistics Department	Monthly
2	Inspecting the quality of textbooks, educational materials, teaching equipment, office supplies ... upon entry into the warehouse.	Warehouse and Logistics Department and related units as required	Daily

f) List of BOD Members with Corporate Governance Training Certificates: None.

g) List of BOD Members Participating in Corporate Governance Programs in the Year: Tran Le Quang.

2. Supervisory Board (SB):

a) Members and Structure of the SB:

<i>No</i>	<i>Member of the SB</i>	<i>Title</i>	<i>Percentage of share held</i>	<i>Note</i>
1	Mr. Nguyen Thanh Huu	Head of the SB	-	
2	Mr. Pham Duy Khanh	Member	-	
3	Mrs. Mac Thi Hong Minh	Member	-	

b) Activities of the SB during the Year:

+ In 2024, the SB held 2 meetings to monitor the activities and compliance with regulations of the BOD, CEO, and other management tiers within the company. The SB carefully and accurately inspected the business results and financial reports for each quarter and the year 2024, ensuring the rights of shareholders.

+ The SB also collaborated with the internal SB of Vietnam Education Publishing House to audit the company's financial and goods management, exchanging insights and providing feedback to specialized departments to improve performance and business efficiency.

+ The SB held meetings to update the company's operational situation, assign tasks, and prepare the content of the 2024 SB report.

3. Transactions, Remuneration, and Benefits of the BOD, EB, and SB:

a) Salaries, bonuses, remuneration, and benefits:

- Remuneration of the BOD and SB:

<i>No.</i>	<i>Name</i>	<i>Title</i>	<i>Remuneration (VND/year)</i>
1	Mrs. Phung Ngoc Hong	Chairman of the BOD	80.000.000
2	Mr. Nguyen Thanh Anh	Member of the BOD	66.666.668
3	Mrs. Do Thi Mai Anh	Member of the BOD	66.666.668
4	Mr. Tran Le Quang	Member of the BOD	66.666.668
5	Mr. Vu Ba Hoa	Member of the BOD	53.333.332
6	Mr. Nguyen Thanh Huu	Head of the SB	40.000.000
7	Mr. Pham Duy Khanh	Member of the SB	20.000.000
8	Mrs. Mac Thi Hong Minh	Member of the SB	20.000.000

- Salaries and Remuneration of the Executive Board:

<i>No.</i>	<i>Name</i>	<i>Title</i>	<i>Remuneration (VND/year)</i>
1	Mrs. Do Thi Mai Anh	CEO	504.707.757
2	Mr. Pham Canh Toan	Deputy CEO	467.477.417
3	Mr. Tran Le Quang	Deputy CEO	441.140.868
4	Mrs. Nguyen Mai Hoa	CFO	438.519.865

b) Share transactions of internal shareholders:

<i>No.</i>	<i>Person executing the transaction</i>	<i>Relationship with the insider</i>	<i>Number of shares held at the beginning of the period</i>		<i>Number of shares held at the end of the period</i>		<i>Reason for increasing or decreasing (purchase, sale, conversion, bonus, etc.)</i>
			<i>Number of shares</i>	<i>Percentage</i>	<i>Number of shares</i>	<i>Percentage</i>	
1	Pham Canh Toan	Deputy CEO	12.900	0,293%	5.900	0,133%	Selling
2	Do Thi Kim Anh	Mrs. Do Thi Mai Anh's (CEO) elder sister	14.500	0,33%	27.000	0,61%	Buying

c) Contracts or transactions with internal shareholders:

- Contracts or transactions for purchasing goods in 2024:

<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
1	Viet Nam Education Publishing House Limited Company	534.308.898
2	Vietnam Education Publishing House in Ho Chi Minh City	366.249.456.776
3	Books and Educational Equipment JSC of Ba Ria Vung Tau	2.250.229.159
4	Books and Educational Equipment JSC of Binh Duong	-
5	Cuu Long Books and Educational Equipment JSC	3.875.712.185
6	Central Books and Educational Equipment JSC	15.295.000
7	Books and Educational Equipment JSC of HCMC	12.435.218.374
8	Books and Educational Equipment JSC of Binh Thuan	3.866.326.298
9	Education Materials JSC	345.239.316
10	North Books and Educational Equipment JSC	4.112.232.545
11	Hanoi Education Publishing Service JSC	-
12	South Education Investment and Development JSC	4.742.841.458
13	Da Nang Education Investment and Development JSC	520.692.228
14	Ha Noi Education Investment and Development JSC	850.431.837
15	Da Nang Education Publishing Service JSC	43.575.000
16	Art Design and Communication JSC	18.658.095
17	Gia Dinh Education Publishing Service JSC	1.732.670.778
18	Educational Book JSC of Ho Chi Minh City	-
19	Education Publishing and Investment JSC	1.196.554.860
20	Educational Book JSC of Da Nang City	1.631.942.560
21	Higher Education and Vocational Book JSC	-
22	Education Technology High School Development and Investment JSC	1.424.224.800
23	Books and Educational Equipment JSC of Ben Tre	720.000
24	ECI Group JSC	163.680.000
	Total	406.010.010.167

- Contracts or transactions for selling goods in 2024:

<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
1	Viet Nam Education Publishing House Limited Company	2.065.776.291
2	Vietnam Education Publishing House in Ho Chi Minh City	44.078.753.602
3	Vietnam Education Publishing House in Da Nang City	37.609.600
4	Books and Educational Equipment JSC of Ba Ria Vung Tau	47.790.713.792
5	Books and Educational Equipment JSC of Binh Duong	38.102.686
6	Cuu Long Books and Educational Equipment JSC	771.306.284
7	Central Books and Educational Equipment JSC	17.992.704
8	Books and Educational Equipment JSC of HCMC	133.927.204
9	Education Materials JSC	4.895.739
10	North Books and Educational Equipment JSC	212.471.170
11	Hanoi Education Publishing Service JSC	10.126.600
12	South Education Investment and Development JSC	464.824.649
13	Da Nang Education Investment and Development JSC	748.811.680
14	Ha Noi Education Investment and Development JSC	53.338.058
15	Books and Educational Equipment JSC of Binh Thuan	47.269.835.302
16	Books and Educational Equipment JSC of Can Tho	36.482.300
17	Educational Book JSC of Da Nang City	77.976.180
18	Gia Dinh Education Publishing Service JSC	-
19	Educational Book JSC of Ho Chi Minh City	153.031
20	Education Publishing and Investment JSC	62.279.259
21	Books and Educational Equipment JSC of Ben Tre	235.368.746
	Total	144.110.744.877

- Contracts or Transactions for Returning Purchased Goods in 2024:

<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
1	Vietnam Education Publishing House in Ho Chi Minh City	9.123.706.980
2	North Books and Educational Equipment JSC	478.904.880
<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
3	Books and Educational Equipment JSC of HCMC	0
4	South Education Investment and Development JSC	0

5	Education Publishing and Investment JSC	0
6	Educational Book JSC of Da Nang City	59.651.780
	Total	9.662.263.640

- Other contracts or transactions in 2024:

<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
1	Viet Nam Education Publishing House Limited Company	607.687.171
2	Educational Book JSC of Ho Chi Minh City	93.081.538
	Total	700.768.709

- Dividend distribution:

<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
1	Viet Nam Education Publishing House Limited Company	2.574.000.000
2	Da Nang Education Investment and Development JSC	110.000.000
3	Education Materials JSC	115.500.000
	Total	2.799.500.000

- Dividend receipt:

<i>No.</i>	<i>Partner/Customer</i>	<i>Transaction Value (VND)</i>
1	Books and Educational Equipment JSC of Ba Ria Vung Tau	172.060.000
2	Books and Educational Equipment JSC of Binh Duong	84.000.000
	Total	256.060.000

- Transactions with Education Publishing and Investment JSC:

<i>No.</i>	<i>Activity</i>	<i>Transaction Value (VND)</i>
1	Loan	3.000.000.000
2	Loan repayment	3.000.000.000
3	Loan interest	23.667.777

d) Evaluation of compliance with corporate governance regulations: The BOD, SB, and Executive Board strictly complied with corporate governance regulations and appointed an individual responsible for corporate governance in accordance with the Enterprise Law.

VI. FINANCIAL REPORT (Audited)

1. Audit Opinion

Ecovis Afa Vietnam Auditing - Appraisal and Consulting Company Limited conducted the audit and fully approved the 2024 Financial Report of the Southern Company, with no reservations.

2. Audited Financial Report

The attached report includes:

- Balance Sheet.
- Income Statement.
- Cash Flow Statement.
- Financial statement explanatory report in accordance with the laws on accounting and auditing.

The full audited financial report for 2024 is published on the company's website at www.sobee.vn (Shareholders section).

**LEGAL REPRESENTATIVE OF THE COMPANY
CHIEF EXECUTIVE OFFICER**

Recipients

- As above 'for reporting';
- BOD, SB;
- Representative of the UQCBTT 'for implementation';
- Archived: Administration Department



Đo Thị Mai Anh

