

## INFORMATION DISCLOSURE

To: - State Securities Commission  
- Hanoi Stock Exchange

1. Name of organization: **Utxi Aquatic Products Processing Corporation**

- Stock code: UXC

- Address: No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province.

- Phone: (02993) 852.955 Fax: (02993) 852.670

2. Information disclosure person: Chiem Hai Hoa – Authorized person to disclose information

3. Type of information disclosure: ☐ periodic ☒ 24-hour ☒ unusual ☐ upon request

4. Information Disclosure Content: Minutes No. 01/BB-ĐHĐCĐ/UXC.25 and Resolution No. 01/NQ-ĐHĐCĐ/UXC.25 of the 2025 Annual General Meeting of Utxi Aquatic Products Processing Corporation's Shareholders, dated April 28, 2025.

5. This information was published on the company's website on: April 28, 2025 at the following link: <http://utxi.com.vn/vi/news/co-dong/>

We hereby certify that the information disclosed above is truthful, and we take full responsibility under the law for the content of the disclosed information.

### **Attachments:**

- Minutes No. 01/BB-ĐHĐCĐ/UXC.25 and Resolution No. 01/NQ-ĐHĐCĐ/UXC.25 of the 2025 Annual General Meeting of Utxi Aquatic Products Processing Corporation's Shareholders, dated April 28, 2025.

- Documents and reports approved by the 2025 Annual General Meeting of Shareholders.

### **Recipient:**

- As above;
- Board of Directors, Board of Directors;
- Supervisory Board
- Save: VT.I.

### **Organizational Representative**

Persons authorized to disclose information



**CHIEM HAI HOA**



**UTXI AQUATIC PRODUCTS  
PROCESSING CORPORATION**

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

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No: 01/NQ-DHĐCĐ/UXC.25

Soc Trang, April 28, 2025

## **RESOLUTION**

### **2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, effective from January 1, 2021;
- Pursuant to the Charter of Ut Xi Aquatic Products Processing Corporation;
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation dated April 28, 2025.

The 2025 Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation was held at the Company's Hall, located at No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province, at 08:00 AM on April 28, 2025, with: 17 shareholders and authorized representatives attending, representing 22.809.111 shares, accounting for 64,43% of the total voting shares.

### **2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

## **RESOLUTION**

**Article 1: Approving the Board of Directors' Report on the management of production and business activities in 2024 and setting out key tasks of the Board of Directors for 2025.**

- Votes in favor: 22.809.111 shares, representing 100 % of the shares attending the meeting.

**Article 2: Approving the summary of the audited 2024 Financial Statements of the Company (attached in the documents and posted on the Company's website), the Report on production and business performance in 2024, and the business plan for 2025;**

- Votes in favor: 22.809.111 shares, representing 100 % of the shares attending the meeting.

**Article 3: Approving the Board of Supervisors' Report on activities in 2024 and the work plan for 2025;**

- Votes in favor: 22.809.111 shares, representing 100 % of the shares attending the meeting.

**Article 4: Approving Proposal No.: 01/TTr-HĐQT/UXC.25 dated March 28, 2025 of the Board of Directors on the profit distribution plan for 2024;**

- According to the audited financial statements, the business result in 2024 is a loss.
- Proposing to the 2025 Annual General Meeting of Shareholders: no dividend payment in 2024.



■ *Votes in favor: 22.737.111 shares, representing 99,68 % of the shares attending the meeting.*

**Article 5: Approving Proposal No.: 02/TTr-HĐQT/UXC.25 dated March 28, 2025 of the Board of Directors on the remuneration payment results for 2024 and the remuneration payment plan for 2025 for the Board of Directors and the Board of Supervisors.**

The General Meeting of Shareholders unanimously agrees:

- Remuneration paid to Board of Directors' members, Member of the Board of Supervisors in 2024 with the amount of: 636,000,000 VND/year
- Remuneration payment plan for Board of Directors' members, Member of the Board of Supervisors in 2025 with the total amount of: 480,000,000 VND/year

*In which:*

- + Chairman of the Board of Directors: 13,000,000 VND/person/month
- + 04 Board of Directors' members: 5,000,000 VND/person/month
- + Head of the Board of Supervisors: 3,000,000 VND/person/month
- + 02 Members of the Board of Supervisors: 2,000,000 VND/person/month

■ *Votes in favor: 22.737.111 shares, representing 99,68 % of the shares attending the meeting.*

**Article 6: Approving Proposal No. 03/TTr-HĐQT/UXC.25 dated March 28, 2025 of the company's Board of Directors regarding the dismissal of Board of Directors' members and Board of Supervisors' members for the 2020 – 2025 term.**

■ *Votes in favor: 22.809.111 shares, representing 100 % of the shares attending the meeting.*

**Article 7: Approving the results announced by the Election Committee of the General Meeting: 05 members elected to the Board of Directors for the 2025 – 2030 term, according to the following list:**

No.	Name	Position on the Board of Directors
1	Nguyen Trieu Dong	Chairman
2	Ly Bich Quyen	Board of Directors' members
3	Nguyen Hoang Nha	Board of Directors' members
4	Nguyen Hoang Phuong	Board of Directors' members
5	Vo Thi Huyen Trinh	Board of Directors' members
<b>Total 05 Board of Directors' members for the 2025 – 2030 term</b>		

■ *Votes in favor: 22.737.111 shares, representing 99,68 % of the shares attending the meeting.*

**Article 8: Approving the results announced by the Election Committee of the General Meeting: 03 members elected to the Board of Supervisors for the 2025 – 2030 term, according to the following list:**

No.	Name	Position in the Board of Supervisors
1	Nguyen Thai Nguyen	Head
2	Nguyen Thi Kim Ngan	Member
3	Tran Nhat Luan	Member
<i>Total 03 Member of the Board of Supervisors term of 2025 – 2030</i>		

■ *Votes in favor: 22.737.111 shares, representing 99,68 % of the shares attending the meeting.*

**Article 9: Approving Proposal No. 04/TTr-BKS/UXC.25 dated March 28, 2025 of the company's Board of Supervisors on the selection of an audit firm for the company's 2025 financial statement audit.**

The General Meeting of Shareholders agrees to authorize the Board of Directors to select from the following audit firms to conduct the annual financial statement audit and review the quarterly financial statements in 2025 according to regulations or as required by state management agencies, including:

1. AFC Vietnam Auditing Company Limited
2. Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS)
3. A&C Auditing and Consulting Company Limited

■ *Votes in favor: 22.737.111 shares, representing 99,68 % of the shares attending the meeting.*

**Article 10: Approving Proposal No. 05/TTr-HĐQT/UXC.25 dated March 28, 2025 of the company's Board of Directors on amending and supplementing the Company's Charter in accordance with the Enterprise Law 2020.**

The General Meeting of Shareholders approves the amended Charter of Ut Xi Aquatic Products Processing Corporation.

■ *Votes in favor: 22.737.111 shares, representing 99,68 % of the shares attending the meeting.*

**Article 11: Authorizing the Board of Directors to decide on the details and organize the implementation.**



The General Meeting of Shareholders agrees to authorize and assign the Board of Directors, based on the actual situation at each point in time, to propose appropriate objectives and measures to organize the implementation of the contents approved by the General Meeting, on the basis of ensuring the highest interests for the Company and for the shareholders, while complying with the provisions of law and the Company's Charter.

■ *Votes in favor: 22.809.111 shares, representing 100 % of the shares attending the meeting*

**Article 12:** This Resolution was fully approved by the 2025 Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation at the meeting on April 28, 2025, with an approval rate of 99,68 % of the total voting shares present at the General Meeting. The Board of Directors, the Board of General Directors, the functional departments, and relevant individuals in the Company are responsible for implementing this Resolution.

**Article 13:** This Resolution takes effect from April 28, 2025.

**Recipients:**

- SSC, HNX, VSDC (for reporting);
- Shareholders of Ut Xi Aquatic Products Processing Corporation;
- BODs' members, BOSS' members, Board of Management;
- Information on the Company's website: [www.utxi.com.vn](http://www.utxi.com.vn)
- Archived: Company's Office.

2025 ANNUAL GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN OF THE MEETING



NGUYEN TRIEU DONG



**UTXI AQUATIC PRODUCTS  
PROCESSING CORPORATION**

**SOCIALIST REPUBLIC OF VIETNAM**

**Independence - Freedom - Happiness**

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No: 01/BB-ĐHĐCĐ/UXC.25

*Soc Trang, April 28, 2025*

**MINUTES OF MEETING  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

- Company Name: **Ut Xi Aquatic Products Processing Corporation**
- Head Office: No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province.
- Business Registration Certificate No. 2200203836 issued by Soc Trang Department of Planning and Investment, 18th amendment on October 3, 2022.

**A. TIME AND VENUE**

- Time: 8:00 AM, April 28, 2025.
- Venue: Hall of Ut Xi Aquatic Products Processing Corporation – No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province.

**B. SHAREHOLDER ELIGIBILITY VERIFICATION COMMITTEE**

The Board of Directors assigns the Shareholder Eligibility Verification Committee comprising:

- |                            |                      |
|----------------------------|----------------------|
| 1. Mr. Chiem Hai Hoa       | - Head of the Board; |
| 2. Ms. Nguyen Thi Kim Ngan | - Member.            |

On behalf of the Shareholder Eligibility Verification Committee, Mr. Chiem Hai Hoa reported the results of the shareholder verification as follows:

- Total number of shareholders of Ut Xi Aquatic Products Processing Corporation as of **March 19, 2025: 384** shareholders;
  - Total voting shares: **35.400.000** shares;
  - Total shareholders attending the 2025 Annual General Meeting: **17** Shareholders;  
(Including: *17 Attending shareholder, 0 Authorized shareholder*)
  - Total shares of shareholders attending the General Meeting: **22.809.111** shares;
- Representing: **64,43%** of total voting shares.

Pursuant to Clause 1, Article 145 of the Law on Enterprises 2020, with the aforementioned shareholding ratio of the attending shareholders, the 2025 Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation is eligible to proceed.

**C. ATTENDEES**



- The 2025 Annual General Meeting of Shareholders is attended by 17 shareholders and proxies of Ut Xi Aquatic Products Processing Corporation, owning: 22.809.111 shares, representing 64,43% of the Company's total shares.

- All members of the Board of Directors, the The Board of Supervisors of the Company, and invited guests.

#### **D. MEETING AGENDA**

- Approval of the Presidium, Chairperson, Secretariat, and Ballot Counting Committee;
- Approval of the Meeting Agenda, Working Regulations, and Voting Rules;
- Approval of the Board of Directors' activity report for 2024 and the action plan for 2025;

- Approval of the summary of the audited 2024 financial statements – Report on production and business results in 2024 and the implementation plan for 2025;

- Approved the The Board of Supervisors's 2024 audit report and the work plan for 2025;

- Approved Proposal No. 01/TTr-HĐQT/UXC.25 dated March 28, 2025 from the company's Board of Directors' members regarding the profit distribution plan for 2024;

- Approved Proposal No. 02/TTr-HĐQT/UXC.25 dated March 28, 2025 from the company's Board of Directors' members regarding the 2024 remuneration payment results and the 2025 remuneration payment plan for the Board of Directors' members and the The Board of Supervisors;

- Approved Proposal No. 03-TTr-HĐQT-UXC.25 dated March 28, 2025 from the company's Board of Directors' members concerning the dismissal of Board of Directors' members and The Board of Supervisors' members for the 2020-2025 term due to the expiration of their term;

- Conducted the procedures and content for electing members of the company's Board of Directors' members and The Board of Supervisors for the 2025-2030 term;

- Approved Proposal No. 04/TTr-BKS/UXC.25 dated March 28, 2025 from the company's The Board of Supervisors on the selection of an audit firm for the company's 2025 financial statement audit;

- Approved Proposal No. 05/TTr-HĐQT/UXC.25 dated March 28, 2025 from the company's Board of Directors' members on amending and supplementing the content of the Company Charter to comply with the Enterprise Law 2020;

- The General Meeting discussed and voted to approve the Minutes of Meeting and the Resolution of the General Meeting.

#### **E. SUMMARY OF GENERAL MEETING PROCEEDINGS:**

##### **I. Approval of the Presidium, Chairperson, Secretariat, Vote Counting Committee, Agenda, Rules of Order, and Voting Regulations at the General Meeting.**

1. The Organizing Committee introduced the Presidium and Chairperson and requested the general meeting's approval. The members of the Presidium, as nominated by the Board of Directors' members, are:



- 1/ Mr. Nguyen Trieu Dong - Chairman of the Board of Directors' members - Chairperson;
- 2/ Mrs. Ly Bich Quyen - Board of Directors' members - Member;
- 3/ Mr. Nguyen Hoang Phuong - Board of Directors' members - Member.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

2. The Organizing Committee, based on the Presidium's nomination, introduced the members of the Secretariat and requested the general meeting's approval. The members of the Secretariat are:

- 1/ Mrs. Tran Thi Thanh Quyen - Business Department staff - Head of the Secretariat;
- 2/ Mrs. Vo Thi Bich Quyen - Business Department staff - Member.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

3. The Organizing Committee, through the nomination of the Presidium of the General Meeting, introduces the members of the Vote Counting Board and requests the General Meeting to vote for approval. Vote Counting Board members include:

- 1/ Mr. Do Thanh Nhon - Chief Accountant of the Company - Head of the Board;



2/ Mrs. Luu Thi Ngoc Tuyen - Staff of the Accounting Department - Member.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

=> **Conclusion: With the approval rate of 100%, the General Meeting has approved.**

4. The Organizing Committee approves the proposed Agenda of the General Meeting and requests the General Meeting to vote for approval.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

=> **Conclusion: With the approval rate of 100%, the General Meeting has approved.**

5. The Organizing Committee approves the proposed Working Regulations and requests the General Meeting to vote for approval.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.



+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

=> **Conclusion: With the approval rate of 100%, the General Meeting has approved.**

6. Mr. Do Thanh Nhon, on behalf of the Ballot Counting Board, presented the Voting Rules to the General Meeting and requested the General Meeting to vote for approval.

*The General Meeting conducted a vote by VOTING BALLOT with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: 17 votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

=> **Conclusion: With the approval rate of 100%, the General Meeting has approved.**

**II. Mr. Nguyen Trieu Dong** – Chairman of the Board of Directors presented the **2024 Board of Directors' Report and the action plan for 2025.**

*The General Meeting conducted a vote by VOTING BALLOT with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: 17 votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

=> **Conclusion: With the approval rate of 100%, the General Meeting has approved.**

**III. Mrs. Ly Bich Quyen** – Board of Directors' members, General Director of the Company, summarized the **audited 2024 Financial Statements – the 2024 Production and Business Performance Report and the implementation plan for 2025.**

*The General Meeting conducted a vote by VOTING BALLOT with the following results:*



- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

**IV. Ms. Nguyen Thi Kim Ngan – Member of the Board of Supervisors, presented the Board of Supervisors' Inspection Report for 2024 and the action plan for 2025.**

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

#### **V. Main contents presented to the General Meeting**

The members of the Presidium, the Board of Supervisors, and the Secretariat of the General Meeting presented the following contents:

- Proposal No. 01/TTr-HĐQT/UXC.25 dated March 28, 2025 from the Board of Directors regarding the profit distribution plan for 2024;

- Proposal No. 02/TTr-HĐQT/UXC.25 dated March 28, 2025 from the Board of Directors regarding the remuneration payment results for 2024 and the remuneration payment plan for 2025 for the Board of Directors and the Board of Supervisors;

- Proposal No. 03/TTr-HĐQT/UXC.25 dated March 28, 2025 from the Board of Directors regarding the dismissal of members of the Board of Directors and the Board of Supervisors for the 2020-2025 term due to the expiration of their term;



- Conduct procedures for electing members of the Board of Directors and the Board of Supervisors for the 2025-2030 term;

- Proposal No. 04/TTr-BKS/UXC.25 dated March 28, 2025 from the Board of Supervisors regarding the selection of the auditing company for the company's 2025 financial statements;

- Proposal No. 05/TTr-HĐQT/UXC.25 dated March 28, 2025 from the Board of Directors regarding the amendment and supplementation of the company's Charter in accordance with the Enterprise Law 2020;

- Approve the Minutes of Meeting and Resolution of the General Meeting.

## **VI. The General Meeting discussed the above contents**

Some shareholders raised their opinions, and the Chairman of the General Meeting and the Presidium addressed these opinions and answered shareholder questions.

### **Voting results for the issues submitted to the General Meeting for approval.**

*1. The General Meeting approved Proposal No. 01/TTr-HĐQT/UXC.25 dated March 28, 2025 from the Board of Directors regarding the profit distribution plan for 2024.*

*The General Meeting conducted a vote by VOTING CARD 01 with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 99,68%, the General Meeting has approved.**

*2. The General Meeting approved Proposal No. 02/TTr-HĐQT/UXC.25 dated March 28, 2025 of the company's Board of Directors regarding the results of remuneration payment in 2024 and the plan for remuneration payment in 2025 for the Board of Directors and the Board of Supervisors; as follows:*

- Remuneration paid to the Board of Directors' members, Member of the Board of Supervisors in 2024 with the amount: 636,000,000 VND/year

- Remuneration payment plan for Board of Directors' members, Member of the Board of Supervisors in 2025 with a total amount: 480,000,000 VND/year

*In which:*

+ Chairman of the Board of Directors' members: 13,000,000 VND/person/month

+ 04 Board of Directors' members: 5,000,000 VND/person/month



+ Head of the Board of Supervisors: 3,000,000 VND/person/month

+ 02 Member of the Board of Supervisors: 2,000,000 VND/person/month

*The General Meeting conducted a vote by **VOTING CARD 02** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 99,68%, the General Meeting has approved.**

**3. The General Meeting approved Proposal No. 03/TTr-HĐQT/UXC.25 dated March 28, 2025 of the company's Board of Directors on dismissing Board of Directors' members, Member of the Board of Supervisors for the 2020 – 2025 term due to the expiration of the term.**

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

**4. Conducting the contents and procedures for electing members of the Board of Directors and Board of Supervisors of the Company for the 2025-2030 term, including:**

**4.1. Approving the list of nominees for the Election Committee of the General Meeting, including:**

1/ Mr. Chiem Hai Hoa - Deputy Head of the Company's Accounting Department - Head of the Committee;

2/ Ms. Ong Quach Ngoc Thanh - Staff of the Organization Department - Member;



2/ Ms. Danh Luu Huynh Trang - Staff of the Organization Department - Member.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

#### **4.2. Approving the election regulations for the Board of Directors and Board of Supervisors for the 2025-2030 term.**

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

#### **4.3. Approving the number of members of the Board of Directors and Board of Supervisors for the 2025-2030 term.**

As proposed by the Board of Directors of the Company for the 2020-2025 term:

▪ The number of members of the Board of Directors for the 2025-2030 term is: **05** members.

▪ The number of members of the Board of Supervisors for the 2025-2030 term is: **03** members.

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*



- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: 17 votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

#### **4.4. Approval of the list of candidates for the Board of Directors and Board of Supervisors for the 2025-2030 term.**

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: 17 votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

**4.5. The Election Committee deploys, guides, and conducts the election and announces the election results of the Board of Directors and Board of Supervisors for the 2025 – 2030 term before the General Meeting.**

**5. The General Meeting approved the results announced by the Election Committee: 05 members elected to the Company's Board of Directors for the 2025 – 2030 term as follows:**

No.	Name	Number of shares voted by the General Meeting	Percentage of voting shares at the General Meeting	Note
01	Nguyen Trieu Dong	25.221.220	110,58%	
02	Ly Bich Quyen	24.000.000	105,22%	
03	Nguyen Hoang Nha	22.819.575	100,05%	



04	Nguyen Hoang    Phuong	23.006.250	100,86%	
05	Vo Thi Huyen    Trinh	18.638.510	81,72%	
<i>Total:</i>		<b>05 members</b>		

*The General Meeting conducted a vote by **VOTING CARD 03** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 99,68%, the General Meeting has approved.**

*The elected members of the Board of Directors conducted the election of the Chairman of the Board of Directors. Result: Mr. Nguyen Trieu Dong was elected as Chairman of the Board of Directors of the company for the 2025-2030 term.*

**6. The General Meeting approved the results announced by the Election Committee: 03 members were elected to the company's Board of Supervisors for the 2025-2030 term as follows:**

<i>No.</i>	<i>Name</i>	<i>Number of shares voted by the General Meeting</i>	<i>Percentage of voting shares at the General Meeting</i>	<i>Note</i>
01	Nguyen Thai    Nguyen	26.436.236	115,90%	
02	Nguyen Thi Kim    Ngan	20.625.236	90,43%	
03	Tran Nhat    Luan	21.149.861	92,73%	
<i>Total:</i>		<b>03 members</b>		

*The General Meeting conducted a vote by **VOTING CARD 04** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.



+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 99,68%, the General Meeting has approved.**

*The elected members of the Board of Supervisors conducted the election of the Head of the Board of Supervisors. Result: Mr. Nguyen Thai Nguyen was elected as Head of the Board of Supervisors of the company for the 2025-2030 term.*

**7. The General Meeting approved Proposal No.: 04/TTr-BKS/UXC.25 dated March 28, 2025 of the company's Board of Supervisors on the selection of the audit firm for the company's 2025 financial statements.**

*The General Meeting conducted a vote by VOTING CARD 05 with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 99,68%, the General Meeting has approved.**

**8. The General Meeting approved Proposal No.: 05/TTr-HĐQT/UXC.25 dated March 28, 2025 of the company's Board of Directors on amending and supplementing the company's Charter to comply with the Enterprise Law 2020.**

*The General Meeting conducted a vote by VOTING CARD 06 with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: 0 votes, corresponding to 0 shares, accounting for 0% of the total shares participating in the vote of shareholders present at the General Meeting.

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+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 99,68%, the General Meeting has approved.**

**9. The Organizing Committee, considering the Steering Committee's proposal, requests the General Meeting to vote on authorizing the Board of Directors to finalize and implement the details of the resolutions approved by the 2025 Annual General Meeting of Shareholders.**

*The General Meeting conducted a vote by **VOTING BALLOT** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **17** votes, corresponding to **22.809.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

**=> Conclusion: With the approval rate of 100%, the General Meeting has approved.**

- Ms. **Tran Thi Thanh Quyen**, Head of the Secretariat of the General Meeting of Shareholders shall present the Meeting Minutes of the 2025 Annual General Meeting of Shareholders and submit it to the General Meeting for approval.

- A representative of the Steering Committee presented the Resolution of the 2025 Annual General Meeting of Shareholders for the General Meeting's approval.

**10. The General Meeting approved the Minutes read by the Head of the Secretariat and the Resolution of the 2025 Annual General Meeting of Shareholders presented by a representative of the Steering Committee.**

*The General Meeting conducted a vote by **VOTING CARD 07** with the following results:*

- Total number of shares participating in the vote of shareholders present at the General Meeting: **22.809.111** shares, including:

+ Total votes in favor: **16** votes, corresponding to **22.737.111** shares, accounting for **100%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total votes against: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total abstentions or other opinions: **0** votes, corresponding to **0** shares, accounting for **0%** of the total shares participating in the vote of shareholders present at the General Meeting.

+ Total invalid votes: **01** votes, corresponding to **72.000** shares, accounting for **0,32%** of the total shares participating in the vote of shareholders present at the General Meeting.



⇒ **Conclusion:** *With the approval rate of 99,68%, the General Meeting has approved.*

These Minutes faithfully recording the entire proceedings of the General Meeting, were read before the entire 2025 Annual General Meeting of Shareholders.

The General Meeting adjourned at 10 hours 30 minutes on the same day.

**On behalf of the General  
Meeting Secretariat  
Head of the Secretariat**



**Tran Thi Thanh Quyen**

**On behalf of the  
Inspection Committee  
Head of the Committee**



**Chiem Hai Hoa**

**ANNUAL GENERAL MEETING  
OF SHAREHOLDERS 2025  
Chairman of the General Meeting**



**Nguyen Trieu Dong**

**Recipients:**

- State Securities Commission of Vietnam (SSC), Hanoi Stock Exchange, Vietnam Securities Depository (for reporting);
- Shareholders of Ut Xi Aquatic Products Processing Corporation;
- Board of Directors' members, Member of the Board of Supervisors, Executive Board;
- Information on the Company's website: [www.utxi.com.vn](http://www.utxi.com.vn)
- Archived: Company Office.







**UTXI AQUATIC PRODUCTS PROCESSING CORPORATION**  
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## DOCUMENT LIST

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

No.	Content	Presentation
1	Meeting agenda.	<i>Enclosed together</i>
2	Working regulations.	
3	Voting regulations.	
4	Report on the activities of the Board of Directors in 2024 and the action plan for 2025.	
5	Report on the Company's production-business results in 2024, adopting the audited 2024 financial statements (excerpting the main contents of the Financial Statements) and the Draft production-business plan for 2025.	
6	Report on the The Board of Supervisors's Review in 2024 and Activity Plan for 2025	
7	Proposal on 2024 Profit Distribution	
8	Proposal on 2024 Remuneration Payment and Proposed Remuneration Plan for 2025 for Members of the Board of Directors and the The Board of Supervisors	
9	Proposal on the Dismissal of Members of the Board of Directors and the The Board of Supervisors for the 2020–2025 Term upon Expiry of Term	
10	Documents Relating to the Election of Members of the Board of Directors and the The Board of Supervisors for the 2025–2030 Term, including: Election Regulations for the Board of Directors and the The Board of Supervisors; Application for Candidacy/Nomination to the Board of Directors and the The Board of Supervisors; Curriculum Vitae of the Candidates	
11	Proposal on the Selection of the Auditor for the 2025 Financial Statements	
12	Proposal on Amendments and Supplements to the Company's Charter	
13	Draft Minutes and Resolution of the 2025 Annual General Meeting of Shareholders	





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1	01 Ballot Paper; (Pink cardboard)	<i>Enclosed in a folder Documents of Representative</i>
2	01 Ballot Card No. 01; (Thin white A4 paper)	
3	01 Ballot Card No. 02; (Thin white A4 paper)	
4	01 Ballot Card No. 03; (Thin white A4 paper)	
5	01 Ballot Card No. 04; (Thin white A4 paper)	
6	01 Ballot Card No. 05; (Thin white A4 paper)	
7	01 Ballot Card No. 06; (Thin white A4 paper)	
8	01 Ballot Card No. 07; (Thin white A4 paper)	
9	Ballot for members of the Board of Directors (Thin blue A4 paper)	
10	Ballot for members of the Board of Supervisors (Thin pink A4 paper)	
11	01 Question submission form at the General Meeting (Thin white A4 paper)	
12	01 pen for shareholders to record documents.	



**ORGANIZING COMMITTEE**





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## AGENDA 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- **Time:** 08:00, April 28, 2025
- **Location:** Hall of Ut Xi Aquatic Products Processing Corporation – No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province.
- **Agenda (expected):**

No.	Time	Content
1	07:30 – 08:00	- Register the list of Shareholders attending the General Meeting, distribute documents to Shareholders.
2	08:00 – 8:30	- Flag salutation - Introduction of representatives - Announcement of the opening of the General Meeting.
		- The Organizing Committee approves the decision to establish the Delegate Qualification Verification Board.
		- Report of the Delegate Qualification Verification Board.
		- Nomination of the Chairman of the General Meeting. (The General Meeting votes by Ballot)
		- Nomination of the Secretariat of the General Meeting. (The General Meeting votes by Ballot)
		- Nomination of the Ballot Counting Board of the General Meeting. (The General Meeting votes by Ballot)
3	8:30 – 8:40	- The Organizing Committee approves the Agenda of the 2025 Annual General Meeting of Shareholders (The General Meeting votes by Ballot)
4	8:40 – 8:50	- The General Meeting shall approve the working regulations and voting rules at the General Meeting. (The General Meeting votes by ballot)
5	8:50 – 9:00	- The Board of Directors shall approve report on the activities of the Board of Directors in 2024 and the action plan for 2025. (The General Meeting votes by ballot)
6	9:00 – 9:10	- The General Director shall approve report on the Company's production-business results in 2024, adopting the audited 2024 financial statements (excerpting the main contents of the Financial Statements) and the Draft production-business plan for 2025. (The General Meeting votes by ballot)
7	9:10 – 9:20	- The Board of Supervisors shall approve Report on the The Board of Supervisors's Review in 2024 and Activity Plan for 2025. (The General Meeting votes by ballot)





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No.	Time	Content
8	9:20 – 9:30	- The Board of Directors shall approve the 2024 profit distribution proposal. <i>(The General Meeting discusses and approves by Voting Card Number 1)</i>
9	9:30 – 9:40	- The Board of Directors shall approve the proposal for the payment of remuneration to the Board of Directors and the Board of Supervisors for 2024 and the plan for the payment of remuneration to the Board of Directors and the Board of Supervisors for 2025. <i>(The General Meeting discusses and approves by Voting Card Number 2)</i>
10	9:40 - 9:50:	- Approve the dismissal of members of the Board of Directors and the Board of Supervisors for the 2020 – 2025 term. <i>(The General Meeting votes by ballot)</i>
11	9:50 – 10:15	- Conduct the contents and procedures for electing members of the Board of Directors and the Board of Supervisors of the Company for the 2025-2030 term, including: • Nominate the Election Committee; <i>(The General Meeting votes by ballot)</i> • The Election Committee shall approve the election regulations; <i>(The General Meeting votes by ballot)</i> • The General Meeting shall vote on the number of members of the Board of Directors & Board of Supervisors for the 2025-2030 term; <i>(The General Meeting votes by ballot)</i>
12	10:15 – 10:30	- Approve the nomination of candidates for election to the Board of Directors and the Board of Supervisors; - Request the General Meeting to vote on the list of candidates for the Board of Directors and the Board of Supervisors; <i>(The General Meeting votes by ballot)</i> - The Election Committee shall approve the instructions and carry out the steps to elect the members of the Board of Directors and the Board of Supervisors for the 2025 - 2030 term.
10:30 AM – 10:45 AM		<b>Take a 15-minute break and have a Tea Break</b>
13	10:45 – 11:00	- <b>The Election Committee announces the results of the election of members of the Board of Directors and the Board of Supervisors of the Company for the 2025-2030 term:</b> • Approve the list of elected members of the Board of Directors for the 2025 - 2030 term <i>(The General Meeting discusses and approves by Voting Card Number 3)</i> • Approve the list of elected members of the Board of Supervisors for the 2025 – 2030 term <i>(The General Meeting discusses and approves by Voting Card Number 4)</i>

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No.	Time	Content
14	11: – 11:10	- The Board of Supervisors shall approve the proposal to request the General Meeting to select the auditing unit for the Company's 2025 financial statements. <i>(The General Meeting discusses and approves by Voting Card Number 5)</i>
15	11:10 – 11:15	- The elected members of the Board of Directors and the Board of Supervisors shall hold their first meeting to elect the Chairman of the Board of Directors and the Head of the Board of Supervisors and introduce themselves to the General Meeting.
16	11:15 – 11:20	- The General Meeting approved the Board of Directors' Proposal regarding the amendment and supplement of the Company's Charter to comply with the Enterprise Law 2020. <i>(The General Meeting discussed and voted for approval using Ballot Card number 6)</i>
17	11:20 – 11:25	- The Board of Directors requests a vote of approval for authorizing the Board of Directors to decide on details and organize the implementation of the contents approved by the Annual General Meeting of Shareholders in 2025. <i>(The General Meeting voted using ballots)</i>
18	11:25 – 11:30	- The Secretariat approved the Minutes of the General Meeting and the draft Resolution of the 2025 Annual General Meeting of Shareholders. <i>(The General Meeting discussed and voted for approval using Ballot Card number 7)</i>
19	11:30 – 11:35	- Declare the closure of the General Meeting. - Closing flag ceremony.

### **ORGANIZING COMMITTEE**



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*Soc Trang, April 28, 2025*

## **WORKING REGULATIONS**

### **2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

**To: General Meeting of Shareholders Ut Xi Aquatic Products Processing Corporation**

#### **I. Objective:**

The 2025 Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation is organized on the principles of openness, fairness, and democracy to approve the following contents:

- Report on the activities of the Board of Directors in 2024 and the action plan for 2025.
- Report on the Company's production-business results in 2024, adopting the audited 2024 financial statements (excerpting the main contents of the Financial Statements) and the Draft production-business plan for 2025.
- Report on the The Board of Supervisors's Review in 2024 and Activity Plan for 2025
- Proposal on 2024 Profit Distribution
- Proposal on 2024 Remuneration Payment and Proposed Remuneration Plan for 2025 for Members of the Board of Directors and the The Board of Supervisors
- Proposal on the Dismissal of Members of the Board of Directors and the The Board of Supervisors for the 2020–2025 Term upon Expiry of Term
- Documents Relating to the Election of Members of the Board of Directors and the The Board of Supervisors for the 2025–2030 Term, including: Election Regulations for the Board of Directors and the The Board of Supervisors; Application for Candidacy/Nomination to the Board of Directors and the The Board of Supervisors; Curriculum Vitae of the Candidates
- Proposal on the Selection of the Auditor for the 2025 Financial Statements
- Proposal on Amendments and Supplements to the Company's Charter
- Other issues under the authority of the General Meeting of Shareholders (if any).

#### **II. Registration for Attendance or Authorization to Attend the General Meeting of Shareholders:**

- Shareholders have the right to directly attend the General Meeting or authorize a representative to participate in discussions and voting on matters within their purview at the General Meeting.
- The authorized representative is not necessarily a shareholder of the Company.
- The authorized representative is entitled to exercise rights within the scope of authorization, in







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accordance with the law, the Company's charter, and these regulations.

- The authorized representative may not re-authorize to a third party.
- The authorization must be in writing (using the form attached to the meeting invitation):
  - + If the shareholder is an individual, the Proxy Form must be signed by that shareholder;
  - + If the shareholder is an organization, the Proxy Form must be signed by the organization's legal representative and stamped.

### **III. Order of the General Meeting:**

- When attending the General Meeting, shareholders or their representatives must dress formally and sit in the designated positions arranged by the Organizing Committee.
- No smoking and no use of mobile phones are permitted during the General Meeting.

### **IV. Voting to approve the documents of the General Meeting:**

#### *1. Principles:*

- All matters in the General Meeting agenda shall be voted on publicly by Ballot according to the number of shares held by each shareholder.
- Each shareholder or representative shall be provided with a Ballot stating their full name, Ownership Registration Number, Number of shares with voting rights, and bearing the Company's seal.

#### *2. Voting Methods:*

- Shareholders or their representatives shall vote on each matter individually by raising the Ballot in the following order: Agree, Disagree, or Other Opinion.

#### *3. For Voting Cards:*

- For each individual matter, shareholders or their representatives shall vote by signing the selected box among 07 voting cards numbered 01 to 07 corresponding to their option.

### **V. Expressing opinions at the General Meeting:**

#### *1. Principles:*

- Shareholders or their representatives attending the General Meeting who wish to express their opinions must register the content of their statement by raising their Ballot and obtaining consent from the Chairman.

#### *2. Presentation method:*

- When speaking, keep it concise, focused on the topic, and aligned with the adopted agenda. The Chairman will arrange for shareholders or representatives to speak in the order of registration while also answering shareholders' questions.

- 3. In addition, included in the shareholder's General Meeting document set is a question submission form where shareholders or their representatives can write their inquiries. The

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Secretariat will compile these and submit them to the Presidium for responses and clarifications.

#### **VI. Responsibilities of the Presidium:**

- Conducting the General Meeting according to the program and regulations approved by the General Meeting;
- Guiding the General Meeting in discussions and collecting votes on matters within the agenda and related matters throughout the General Meeting;
- Address matters raised by delegates during the General Meeting or in submitted question forms.
- Resolve matters arising throughout the General Meeting.

#### **VII. Responsibilities of the Secretariat:**

- Fully and accurately record the proceedings of the General Meeting and matters approved by shareholders, or matters requiring attention as noted by the General Meeting.
- Prepare minutes of the General Meeting and Resolutions on matters approved by the General Meeting.

#### **VIII. Responsibilities of the Vote Counting Committee:**

- To determine and announce the voting results of shareholders or their representatives on the matters approved at the General Meeting, and to inform the Secretariat accordingly.
- To review and report to the General Meeting any violations of the voting regulations or any complaints regarding the voting results.

#### **Recipients:**

- As above;
- Archived: General Affairs Division

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



**NGUYE TRIEU DONG**







**UTXI AQUATIC PRODUCTS PROCESSING CORPORATION**  
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*Soc Trang, April 28, 2025*

## **VOTING REGULATIONS**

### **AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

*- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam at its 9th session on June 17, 2020, effective as of January 1, 2021;*

*- Pursuant to the Charter on Organization and Operation of Ut Xi Aquatic Products Processing Corporation.*

Approving the Voting Regulations at the 2025 Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation, as follows:

#### **Article 1: General Principles**

- Voting on proposals shall be conducted publicly and directly under the direction of the Chairperson of the General Meeting, using only ballots issued by the Organizing Committee.

- Resolutions and Decisions of the General Meeting are valid only with the approval of shareholders owning and representing at least 50% of the total voting shares of all attending shareholders, as stipulated in Clause 2, Article 21 of the Company Charter.

- In the case of approving amendments to the Company Charter concerning share types and quantity of shares offered, company mergers, reorganizations, investments, or asset sales with values stipulated in Clause 1, Article 21 of the Company Charter, approval requires at least 65% of the total voting shares of all attending shareholders.

#### **Article 2: Voting Procedures**

- Upon registration for the General Meeting, the Organizing Committee will provide each shareholder and authorized representative with voting rights: 01 Ballot and 07 Voting Cards.

+ On the Ballot: the front displays the shareholder's name, ownership registration number, and total number of voting shares; the reverse side lists the items subject to ballot voting, including sections for recording voting results on each item.

+ Voting Card No. 01: Approving the proposal for 2024 profit distribution.

+ Voting Card No. 02: Approving the proposal on 2024 Remuneration Payment and Proposed Remuneration Plan for 2025 for Members of the Board of Directors and the The Board of Supervisors.

+ Voting Card No. 03: Approving the results of the election of members of the Company's Board of Directors for the 2025-2030 term.

+ Voting Card No. 04: Approving the results of the election of members of the Company's The Board of Supervisors for the 2025-2030 term.

+ Voting Card No. 05: Approving the proposal on the selection of the auditing unit for the Company's 2025 financial statements.





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+ Ballot No. 06: Approval of the report on amending and supplementing the Company's Charter in accordance with the Enterprise Law 2020.

+ Ballot No. 07: Approval of the Minutes of the Meeting and the draft Resolution of the 2025 Annual General Meeting of Shareholders.

■ Shareholders will vote by:

- Raise the Ballot when voting on each item, marking the agree or disagree result for each item on the back of the ballot;

- The ballot is marked and signed by the shareholder in each section to select the voting method for 07 contents according to the agenda.

- After the General Meeting has voted on all matters, the Vote Counting Board will collect these Ballots to count the votes and announce the exact voting results for each content or issue voted on at the General Meeting. The Head of the Vote Counting Board will announce the vote counting results before the General Meeting.

- In case of questions about the voting results, the chairman will consider and decide immediately at the General Meeting.

- At the end of the General Meeting, the Vote Counting Board will collect the Ballots to provide the voting results on the Minutes and Resolution of the General Meeting.

### **Article 3: Regulations on valid Ballots**

- Ballots with one of the following factors are invalid:

+ The Ballot was not issued by the Organizing Committee according to the prescribed form and was not stamped by the Company in the top left corner of the Ballot;

+ The Ballot does not fill in 1 of the selection boxes (agree, disagree, or other opinion) or fills in 2 or more boxes for one voting item;

+ The Ballot has erased, corrected symbols filled in the box;

+ The Ballot is self-filled or self-written, drawn outside the prescribed boxes;

+ The Ballot is torn and no longer intact with the boxes to fill in or does not have enough information to serve for control and vote counting.

The principles and regulations for voting and vote counting shall take effect immediately after being approved by the General Meeting.

**ON BEHALF OF THE BALLOT COUNTING COMMITTEE**

**Head of the Committee**



**Đo Thanh Nhon**





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No: 02/BC-HĐQT/UXC.25

Soc Trang, March 28, 2025

**REPORT OF THE BOARD OF DIRECTORS  
ON THE RESULTS OF 2024 ACTIVITIES AND  
PLAN OF ACTIVITIES FOR 2025**

**To: GENERAL MEETING OF SHAREHOLDERS  
Ut Xi Aquatic Products Processing Corporation**

Pursuant to the Company's Charter and the Resolution of the 2024 Annual General Meeting of Shareholders, the Board of Directors (BOD) of Ut Xi Aquatic Products Processing Corporation (UTXICO/Company) respectfully reports to the General Meeting of Shareholders (GMS) on the operating results of the Board of Directors in 2024 and the plan of activities for 2025 as follows:

**I. Board of Directors' activities in 2024**

**1. Information on members of the Board of Directors (BOD) for the 2020-2025 term:**

No.	Board of Directors' members	Position	Date of appointment
1	Mr. NGUYEN TRIEU DONG	Chairman of the Board of Directors (Non-executive members of the Board of Directors)	April 25, 2020
2	Ms. LY BICH QUYEN	Board of Directors' members, General Director	April 25, 2020
3	Mr. NGUYEN HOANG PHUONG	Board of Directors' members, Deputy General Director	April 25, 2020
4	Mr. NGUYEN HOANG NHA	Board of Directors' members, Deputy General Director	April 25, 2020
5	Mr. TRUONG TRUC LINH	Independent Board of Directors' members	April 25, 2020

**2. Meetings of the Board of Directors**

In 2024, the Company's Board of Directors held 07 regular and irregular meetings to evaluate the production and business situation for the quarter, 06 months, and the year 2024, in order to adjust business policies to suit domestic and export market developments. The number of Board of Directors meetings is as follows:

No.	Board of Directors' members	Number of meetings Board of Directors attended	Percentage Attendance rate
1	Mr. Nguyen Trieu Dong	7/7	100%



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No.	Board of Directors' members	Number of meetings Board of Directors attended	Percentage Attendance rate
2	Ms. Ly Bich Quyen	7/7	100%
3	Mr. Nguyen Hoang Phuong	7/7	100%
4	Mr. Nguyen Hoang Nha	7/7	100%
5	Mr. Truong Truc Linh	7/7	100%

### 3. Resolutions/Decisions of the Board of Directors

No.	Number of Resolutions, Decision	Dated	Content	Approval rate
1	01/NQ.HĐQT/UXC.24	19/02/2024	Resolution of the Board of Directors on convening the 2024 Annual General Meeting of Shareholders.	100%
2	01A/NQ.HĐQT-UX.24	25/03/2024	Resolution of the Board of Directors on approving the General Director's report on the production and business situation in 2023 and the General Director's business plan for 2024. Review, discuss and update the contents of the documents submitted to the Annual General Meeting of Shareholders in 2024 held on April 27, 2024.	100%
3	01/QĐ-HĐQT/UXC.24	27/03/2024	Decision of the Board of Directors on establishing the Shareholder Eligibility Verification Committee to attend the 2024 Annual General Meeting of Shareholders.	100%
4	02A/BB.HĐQT/UXC.24	18/04/2024	Minutes of the Board of Directors' meeting on the preliminary review of production and business activities for the first quarter of 2024.	100%
5	02/NQ.HĐQT-UXC.24	21/08/2024	Resolution of the Board of Directors on approving the report	100%





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			on production and business results for the first 6 months of 2024 and setting out business plan directions for the last 6 months of 2024 for the Board of General Directors.	
6	03/NQ.HĐQT-UXC.24	30/09/2024	Resolution of the Board of Directors on changing the Person in charge of corporate governance and the Authorized Information Disclosure Person.	100%
7	02/QĐ-HĐQT/UXC.24	30/09/2024	Decision of the Board of Directors on the appointment of the Person in charge of corporate governance and the Authorized Information Disclosure Person.	100%
8	04/NQ.HĐQT-UXC.24	07/10/2024	Resolution of the Board of Directors on registering stock transactions on the Upcom trading system at the Hanoi Stock Exchange.	100%
9	05/NQ.HĐQT-UXC.24	16/10/2024	Resolution of the Board of Directors on the preliminary review of production and business activities for the first 9 months of 2024 and setting out business directions for the fourth quarter of 2024.	100%

#### 4. Activities of the Company's Board of Directors

In 2024, the Board of Directors organized activities to implement the Resolution of the General Meeting of Shareholders in accordance with the Company's Charter, the Board of Directors' Working Regulations, the Corporate Governance Regulations, and legal provisions. Based on the production and business plan approved by the General Meeting of Shareholders on April 27, 2024, the Board of Directors directed the Company's General Director to carry out the following main tasks:

- Implement the 2024 production and business plan;
- Select an audit unit;
- Pay remuneration to the Board of Directors and Board of Supervisors in accordance with the Resolution of the General Meeting of Shareholders;



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- Register UXC shares for trading on the Upcom system at Ha Noi Stock Exchange.

The specific results are as follows:

#### ***4.1. Results of the implementation of the production and business plan***

In 2024, the world economy continued to be volatile and unpredictable, although inflation in major countries has been contained and the world economy has bottomed out, but recovery is slow. Geopolitical conflicts such as the Russia-Ukraine conflict, conflicts in the Middle East, and other issues continue to disrupt global trade, including the seafood market. These consequences have increased transportation costs and input prices for aquaculture, fishing, and seafood processing, causing new inflation to affect seafood consumption demand.

In addition, high inflation has led to an upward trend in the prices of most raw materials and supplies for production needs. The policy of protecting production in importing countries creates many unfavorable technical barriers for exporters.

In this context, Ut Xi Aquatic Products Processing Corporation faces many difficulties and challenges in terms of market, logistics, raw materials for processing, as well as environmental issues and extreme weather. In addition, the Company encountered obstacles in accessing loan sources, limiting the purchase of raw materials. This directly affected the Company's production and supply capacity, making it difficult to complete the plan for the year. All of these factors have strongly impacted the Company's production and business situation, leading to the 2024 results not being as expected.

#### **The Company's business results in 2024 are as follows:**

- *Net revenue: reached 584.29 billion VND, completing 84.53% of the set plan and increasing 72.22% compared to 2023 (net revenue in 2023 was 339.27 billion VND).*
- *Gross profit from sales and service provision: reached 76.95 billion VND, accounting for 13.17% of net revenue.*
- *Profit after tax: negative 37.80 billion VND, a decrease in loss of 55.22% compared to 2023.*
- *Basic earnings per share (EPS): -1,068 VND, a decrease in loss of 55.22% compared to 2023.*
- *Total operating expenses for production and business: 652.62 billion VND, accounting for 111.69% of net revenue.*

*In which:*

- *Cost of goods sold: 507.34 billion VND, accounting for 86.63% of net revenue.*
- *Selling expenses: 46.27 billion VND, accounting for 7.92% of net revenue.*
- *Business management expenses: 46.37 billion VND, accounting for 7.94% of net revenue.*
- *Financial expenses: 52.63 billion VND, accounting for 9.01% of net revenue.*

In 2024, the Company's core business activities continued to be seafood processing and export. Accordingly, cost of goods sold (primarily raw material inputs) accounted for a significant proportion and was the main factor affecting business performance. Selling expenses





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represented a notable share due to the nature of the export industry, which involves various outsourced service costs such as transportation, insurance, and customs. General and administrative expenses, although accounting for a smaller portion, recorded a sharp increase as a result of the overall economic difficulties, which led to the recognition of provisions for doubtful receivables. The Company's financial expenses included interest expenses and losses from exchange rate differences related to export activities.

The Company's operating expenses fluctuate with the export business situation; when export activities are substantial, total expenses rise, and vice-versa.

#### **4.2. Selection of Audit Unit**

On June 14, 2024, Ut Xi Aquatic Products Processing Corporation entered into Audit and Review Service Contract No. 229/HĐKT/TC/2024/AASCS with Southern Auditing And Accounting Financial Consulting Services Company Limited (AASCS) to conduct the review of the financial statements as at June 30, 2024, and the audit of the financial statements for the fiscal year ended December 31, 2024.

#### **4.3. Remuneration Payment Status:**

- The remuneration of each member of the Board of Directors was implemented by the Company in accordance with the approval at the 2024 Annual General Meeting of Shareholders, specifically as follows:

No.	Name	Position	Remuneration/ month	Remuneration/ year
1	Mr. Nguyen Trieu Dong	Chairman of the Board of Directors	15.000.000	180.000.000
2	Ms. Ly Bich Quyen	Board of Directors' members	7.000.000	84.000.000
3	Mr. Nguyen Hoang Phuong	Board of Directors' members	7.000.000	84.000.000
4	Mr. Nguyen Hoang Nha	Board of Directors' members	7.000.000	84.000.000
5	Mr. Truong Truc Linh	Independent members of the Board of Directors	7.000.000	84.000.000
<b>Total</b>			<b>43.000.000</b>	<b>516.000.000</b>

- Operating expenses and other benefits of the Board of Directors and each member of the Board of Directors paid by the Company: No additional payments from the Company were incurred.

#### **4.4. Registration for trading of UXC shares on the Upcom trading system at the Hanoi Stock Exchange.**



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In 2024, the Company completed the registration procedures for trading UXC shares on the Hanoi Stock Exchange in accordance with Resolution No. 04/NQ.HĐQT-UX.24 dated October 7, 2024 of the Board of Directors regarding the registration for trading shares on the UPCOM trading system at the Hanoi Stock Exchange. Specifically:

- On December 24, 2024, the Company received Decision No. 1262/QĐ-SGDHN from the Hanoi Stock Exchange regarding the approval for registration of share trading of Ut Xi Aquatic Products Processing Corporation, with the following details:

- + Stock name: Shares of Ut Xi Aquatic Products Processing Corporation
- + Stock type: Common stock
- + Stock symbol: UXC
- + Par value: 10,000 VND/share
- + Number of shares registered for trading: 35,400,000 shares
- + Value of shares registered for trading: 354,000,000,000 VND
- + First trading Date: Tuesday, Date December 31, 2024

- On December 27, 2024, the Company received Decision No. 1271/QĐ-SGDHN from the Hanoi Stock Exchange regarding the imposition of trading restrictions on UXC shares of Ut Xi Aquatic Products Processing Corporation due to the Company's negative equity as reflected in the audited financial statements for the fiscal year 2023.

This situation is the result of prolonged business difficulties over the past years, particularly in 2023, due to various unfavorable market conditions and other objective factors. The Company's management is fully aware of the financial issues raised in the audited financial statements as at December 31, 2023, and acknowledges that the shareholders' equity is negative a significant challenge to the Company's ability to continue as a going concern. Nevertheless, Ut Xi's management is actively implementing multiple solutions to address this situation, including but not limited to the following measures:

- Enhance cost management and optimize production and business activities to improve efficiency and profitability.
- Seek new cooperation and investment opportunities to strengthen the company's capital resources and financial capacity.
- Implement debt restructuring measures, negotiate with partners and banks to extend debts and reduce financial pressure.

We are committed to seriously implementing the proposed remedial solutions to help the company overcome difficulties and soon be removed from the restricted trading list.

## **5. Activities of the Members of the Board of Directors**

In 2024, the majority of the Members of the Board of Directors actively performed their assigned functions and duties, fully participated in and voted on matters within the Board's authority, complied with the provisions of the Law on Enterprises, the Charter of UTXICO, the





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Board's operating regulations, and other relevant legal regulations, successfully completing the tasks assigned by the Board of Directors, specifically as follows:

**a. Mr. Nguyen Trieu Dong - Chairman of the Board of Directors**

+ Actively performed the assigned functions and duties in the role of Chairman of the Board of Directors.

+ Managed the Board's activities, ensuring compliance with legal regulations, the Corporation's Charter, and Resolutions of the General Meeting of Shareholders and aiming towards best management practices. Proactively and flexibly developed the Board's operating methods to create focus and consistency within the Board while promoting the capacity and strengths of each Board Member.

+ Fully participated in Board meetings and voted on matters within the Board's authority.

**b. Ms. Ly Bich Quyen - Member of the Board of Directors, General Director**

+ Made efforts in directing the company's production and business activities.

+ Fully participated in Board meetings and voted on matters within the Board's authority.

+ Implemented information disclosure in accordance with legal regulations.

**c. Mr. Nguyen Hoang Phuong - Member of the Board of Directors, Deputy General Director**

+ Made efforts in directing the company's production activities.

+ Actively performed assigned duties as a Member of the Board of Directors.

+ Fully participated in Board meetings and voted on matters within the Board's authority.

**d. Mr. Nguyen Hoang Nha - Member of the Board of Directors, Deputy General Director**

+ Actively performed the role of Member of the Board of Directors in accordance with assigned functions and duties.

+ Fully participated in Board meetings and voted on matters within the Board's authority.

**e. Mr. Truong Truc Linh - Independent members of the Board of Directors**

+ Actively performed the role of an Independent members of the Board of Directors.

+ Participated in Board meetings and voted on matters within the authority of Independent members of the Board of Directors.

**6. The Board of Directors' Supervisory Activities over the Board of General Directors**

In 2024, the Board of Directors performed its supervisory function in accordance with the provisions of the Company's Charter, Corporate Governance Regulations, internal management rules and regulations, and applicable laws, specifically:

- Supervised the implementation and preparation of capital resources for the Company's implemented and ongoing projects;

- Presided over, directed, and successfully organized the 2024 Annual General Meeting of





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Shareholders on April 27, 2024;

- Organized and directed the meticulous implementation of the annual financial reporting system, semi-annual financial reports, quarterly financial reports, and annual reports, and inspected and supervised the financial reports, expenditure plans, and other financial activities of the company.

- Supervised the implementation of the Resolutions issued by the General Meeting of Shareholders and the Board of Directors, inspected and evaluated the operational effectiveness of the Board of Management in business activities, ensuring that business decisions are made correctly and efficiently.

- Supervised and directed information disclosure with the goal of ensuring transparency and timeliness in accordance with regulations;

- Monitored the risk management measures implemented by the Board of Management, ensuring that the company has effective preventive and responsive measures.

- Supervised the implementation of and compliance with the company's policies, processes, and regulations, ensuring that these regulations are properly implemented.

- Supervised legal matters related to the company's business operations, ensuring that the company fully complies with legal regulations.

- Directed the implementation of the Company's investment debt collection;

In summary: The Board of Directors has fully performed the representative function of the owners in supervising the Company's operations, providing appropriate direction and timely guidance to ensure the effective use of resources to achieve the targets assigned by the General Meeting of Shareholders, based on compliance with legal regulations and the Company's Charter. In addition to performing the function of managing and supervising the operations of the Board of Management, the Board of Directors has closely coordinated with the Board of Management to find solutions to overcome difficulties in production-business in 2024.

**7. Transactions between the Corporation, Company's subsidiaries, companies in which the Corporation holds a controlling interest of 50% or more of the charter capital with members of the Board of Management and their related persons; transactions between the Corporation and companies in which a member of the Board of Management is a founding member or business manager within the last 03 years prior to the transaction: details are presented in the audited company's 2024 financial statement notes.**

**8. Activities of Independent members of the Board of Directors and the independent members' evaluation results of the Board of Directors' activities**

❖ **Activities of the Independent members of the Board of Directors**

Independent members of the Board of Directors have actively and proactively performed their roles as independent members; fully participated in Board of Directors meetings and expressed their voting opinions on matters within the Board's authority.

❖ **Evaluation results of the independent members on the activities of the Board of Directors**





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- In 2024, the Board of Directors worked with a sense of responsibility and transparency in corporate governance, complying with regulations for public companies. The Board of Directors' meetings were convened promptly and conducted in accordance with the procedures prescribed in the Charter and internal regulations on corporate governance. The contents of the meetings were fully and carefully discussed and evaluated by the members of the Board of Directors to provide directions and solutions that bring the highest benefits to the Company.

- The Board of Directors has been very active and proactive in its role of developing strategies and directing the Board of Management to implement the production-business plan set forth by the 2024 General Meeting of Shareholders.

- The inspection and supervision work has been given utmost attention by the Board of Directors to promptly rectify arising issues during implementation to prevent negative consequences for the company's production-business results.

#### **9. Regarding organizational structure:**

UTXICO's organizational structure, following the model stipulated in point a, clause 1, Article 137 of the Enterprise Law, comprises: the General Meeting of Shareholders, the Board of Directors, the The Board of Supervisors, and the General Director. Therefore, UTXICO does not have an Audit Committee.

### **II. Plans and orientations of the Board of Directors for the year 2025:**

#### **1. Planned financial targets for the year 2025:**

Based on the 2024 performance results, pursuant to the duties and powers as defined in the Company's Charter, the Board of Directors sets forth the following key activities for the year 2025:

- Production volume: 3,350 tons of finished goods;
- Export output: 2,680 tons;
- Export revenue: 25.01 million USD;
- Domestic revenue: 11.98 billion VND;
- Total projected revenue: 624.19 billion VND;
- Projected after-tax profit: 8.47 billion VND;

#### **2. Key tasks of the Board of Directors in 2025:**

❖ Successfully organize the 2025 Annual General Meeting of Shareholders on schedule and implement the contents of the 2025 Annual General Meeting of Shareholders' Resolution.

❖ Direct and supervise the Board of General Directors in effectively implementing the 2025 production and business plan approved by the General Meeting of Shareholders, specifically as follows:

- Direct and manage the Company's operations to maintain stability and growth, achieving the 2025 planned targets.

- Strengthen forecasting work and continue to enhance financial management capacity, ensuring the safety and efficiency of the Company's finances.



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- Flexibly adjust the Company's business strategy to suit the prevailing situation.
- Continuously improve the product quality management system for optimal efficiency.
- Direct strict control of the Company's operating costs.
- Invest in human resource management and training.
- Enhance risk management in legal matters, internal control, and close monitoring of environmental protection and occupational safety.
- Perform corporate management functions within the scope of authority and assigned tasks.
- Direct corporate information disclosure in compliance with current legal regulations and other management activities.

### III. Conclusion:

With a spirit of unity, creativity, and determination, the Board of Directors, along with the management team and all employees of the company, commits to fulfilling the tasks assigned by the 2025 Annual General Meeting of Shareholders. Concurrently, we will lead the company through all challenging periods, striving towards greater achievements and ensuring the stable and sustainable development of UTXICO. We continuously strive to enhance benefits for our shareholders.

This is the complete report of the Board of Directors presented at the 2025 Annual General Meeting of Shareholders.

Respectfully!

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



**NGUYEN TRIEU DONG**





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No: 01/BC-BGD/UXC.25

Soc Trang, March 28, 2025

## SUMMARY OF AUDITED FINANCIAL STATEMENTS BUSINESS PERFORMANCE IN 2024 AND BUSINESS PLAN FOR 2025 OF THE BOARD OF GENERAL DIRECTORS

To: THE GENERAL MEETING OF SHAREHOLDERS  
UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

In accordance with the duties and authorities of the Board of General Directors as stipulated in the Company's Charter and the Enterprise Law, the Board of General Management of Ut Xi Aquatic Products Processing Corporation hereby reports on the company's activities in 2024 and the plan for 2025 as follows:

### I. Summary of Audited Financial Statements for 2024

#### 1. Summary of Financial Statements for 2024

##### 1.1. Changes in Assets and Capital in 2024:

Unit: VND

Indicator	31/12/2023	31/12/2024	+/- %
- Current Assets	845,884,218,152	769,889,656,199	-8.98 %
- Non-current Assets	105,696,337,551	98,576,871,585	-6.74 %
<b>Total Assets</b>	<b>951,580,555,703</b>	<b>868,466,527,784</b>	<b>-8.73 %</b>
- Liabilities	1,002,462,888,188	957,147,983,089	-4.52 %
- Equity	(50,882,332,485)	(88,681,455,305)	(*)
<b>Total Equity and Liabilities</b>	<b>951,580,555,703</b>	<b>868,466,527,784</b>	<b>-8.73 %</b>

During 2024, the company experienced significant fluctuations in assets and capital. These changes reflect the company's business performance within a challenging market environment. Specifically:

- *Current Assets*: decreased from 845.88 billion VND to 769.89 billion VND, an 8.98% decrease compared to 2023, due to a reduction in receivables and inventory.

- *Long-term Assets*: decreased from 105.70 billion VND to 98.58 billion VND, a 6.74% decrease compared to 2023, due to depreciation of fixed assets during the year.

=> **Total Assets**: decreased from 951.58 billion VND to 868.47 billion VND, an 8.73% decrease compared to 2023.



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- Liabilities: decreased from 1,002.64 billion VND to 957.15 billion VND, a 4.52% decrease compared to 2023, as the company repaid short-term and long-term loans.

- (\*) *Equity*: continued to decrease from -50.88 billion VND to -88.68 billion VND, a further 74.29% decrease compared to 2023. This is a result of the company's difficulties in recent years, particularly in 2023 and 2024.

=> **Total Capital**: decreased from 951.58 billion VND to 868.47 billion VND, an 8.73% decrease compared to 2023.

### 1.2. Key Financial Indicators for 2023 - 2024:

Indicator	Unit	31/12/2023	31/12/2024
<b>1. Solvency Ratios</b>			
- Current Ratio (Current Assets/Current Liabilities)	Times	0.85	0.81
- Quick Ratio (Current Assets - Inventory)/Current Liabilities)	Times	0.20	0.17
<b>2. Asset and Equity Structure Ratios</b>			
- Current Assets/Total Assets	%	88.89	88.65
- Non-current Assets/Total Assets	%	11.11	11.35
- Equity/Total Equity and Liabilities	%	(5.35)	(10.21)
- Debt/Total Assets Ratio	%	105.35	110.21
- Debt/Equity Ratio	%	-	-
<b>3. Operational Capacity Indicators</b>			
- Inventory Turnover (Cost of goods sold/Average inventory)	Turn	0.52	0.80
- Total Asset Turnover (Net Revenue/Average Total Assets)	Turn	0.34	0.64
<b>4. Profitability Ratios</b>			
Net Profit Margin	%	(24.88)	(6.47)
Return on Equity (ROE)	%	(23.85)	(10.68)
Return on Assets (ROA)	%	(8.87)	(4.35)
Operating Profit Margin	%	(25.25)	(10.97)





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### ***1.3. Cash Flow in 2024***

- Net Cash Flow from Operating Activities: 51,559,939,626 VND
  - Net Cash Flow from Investing Activities: -1,354,850,269 VND
  - Net Cash Flow from Financing Activities: -50,169,827,850 VND
- => Net Cash Flow as of 31/12/2024: 35,261,507 VND**

## **2. 2024 Audited Financial Statements**

The 2024 financial statements of Ut Xi Aquatic Products Processing Corporation were audited by Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS). The full content of the audited 2024 financial statements is published on the Company's website: [www.utxi.com.vn](http://www.utxi.com.vn)



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 December 2024

### BALANCE SHEET

As at 31 December 2024

Unit: VND

Item	Code	Note	Closing balance	Opening balance
<b>A. SHORT-TERM ASSETS</b>	<b>100</b>		<b>769,889,656,199</b>	<b>845,884,218,152</b>
<b>I. Cash and cash equivalents</b>	<b>110</b>	<b>V.1</b>	<b>61,555,544</b>	<b>98,885,621</b>
1. Cash	111		61,555,544	98,885,621
2. Cash equivalents	112		-	-
<b>II. Short-term investments</b>	<b>120</b>		<b>-</b>	<b>14,466,073,065</b>
1. Trading securities	121		-	-
2. Provisions for decline in value of trading securities	122		-	-
3. Held to maturity investments	123	V.2	-	14,466,073,065
<b>III. Short-term receivables</b>	<b>130</b>		<b>155,921,678,088</b>	<b>179,251,033,138</b>
1. Short-term trade receivables	131	V.3	189,011,135,569	204,915,806,563
2. Short-term prepayments to suppliers	132	V.4	98,007,832,343	72,007,339,054
3. Short-term intra-company receivables	133		-	-
4. Receivables under schedule of construction contract	134		-	-
5. Short-term loan receivables	135		-	-
6. Other short-term receivables	136	V.6	30,199,168,342	53,261,835,782
7. Short-term provisions for doubtful debts	137	V.7	(161,296,458,166)	(150,933,948,261)
8. Shortage of assets awaiting resolution	139		-	-
<b>IV. Inventories</b>	<b>140</b>	<b>V.5</b>	<b>611,822,789,340</b>	<b>649,323,520,846</b>
1. Inventories	141		611,822,789,340	649,323,520,846
2. Provisions for decline in value of inventories	149		-	-
<b>V. Other current assets</b>	<b>150</b>		<b>2,083,633,227</b>	<b>2,744,705,482</b>
1. Short-term prepaid expenses	151	V.11	233,167,708	804,408,638
2. Deductible VAT	152		1,650,510,922	1,740,342,247
3. Taxes and other receivables from government budget	153	V.14	199,954,597	199,954,597
4. Government bonds purchased for resale	154		-	-
5. Other current assets	155		-	-
<b>B. LONG-TERM ASSETS</b>	<b>200</b>		<b>98,576,871,585</b>	<b>105,696,337,551</b>
<b>I. Long-term receivables</b>	<b>210</b>		<b>-</b>	<b>-</b>
1. Long-term trade receivables	211		-	-
2. Long-term prepayments to suppliers	212		-	-
3. Working capital provided to sub-units	213		-	-
4. Long-term intra-company receivables	214		-	-
5. Long-term loan receivables	215		-	-
6. Other long-term receivables	216		-	-
7. Long-term provisions for doubtful debts	219		-	-

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### BALANCE SHEET

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Unit: VND

Item	Code	Note	Closing balance	Opening balance
<b>II. Fixed assets</b>	<b>220</b>		<b>84,251,347,593</b>	<b>91,355,684,602</b>
1. Tangible fixed assets	221	V.8	57,220,751,455	64,325,088,464
- Historical costs	222		351,027,954,689	349,847,954,689
- Accumulated depreciation	223		(293,807,203,234)	(285,522,866,225)
2. Finance lease fixed assets	224		-	-
- Historical costs	225		-	-
- Accumulated depreciation	226		-	-
3. Intangible fixed assets	227	V.9	27,030,596,138	27,030,596,138
- Historical costs	228		27,282,954,590	27,282,954,590
- Accumulated depreciation	229		(252,358,452)	(252,358,452)
<b>III. Investment properties</b>	<b>230</b>		<b>-</b>	<b>-</b>
- Historical costs	231		-	-
- Accumulated depreciation	232		-	-
<b>IV. Long-term assets in progress</b>	<b>240</b>	<b>V.10</b>	<b>14,322,323,992</b>	<b>14,322,323,992</b>
1. Long-term work in progress	241		-	-
2. Construction in progress	242		14,322,323,992	14,322,323,992
<b>V. Long-term investments</b>	<b>250</b>		<b>-</b>	<b>-</b>
1. Investments in subsidiaries	251		-	-
2. Investments in joint ventures and associates	252		-	-
3. Investments in equity of other entities	253		-	-
4. Provisions for long-term investments	254		-	-
5. Held to maturity investments	255		-	-
<b>VI. Other long-term assets</b>	<b>260</b>		<b>3,200,000</b>	<b>18,328,957</b>
1. Long-term prepaid expenses	261	V.11	3,200,000	18,328,957
2. Deferred income tax assets	262		-	-
3. Long-term equipment and spare parts for replacement	263		-	-
4. Other long-term assets	268		-	-
<b>TOTAL ASSETS (270=100+200)</b>	<b>270</b>		<b>868,466,527,784</b>	<b>951,580,555,703</b>



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### BALANCE SHEET

As at 31 December 2024

Unit: VND

Item	Code	Note	Closing balance	Opening balance
<b>C. LIABILITIES</b>	<b>300</b>		<b>957,147,983,089</b>	<b>1,002,462,888,188</b>
<b>I. Short-term liabilities</b>	<b>310</b>		<b>947,663,983,089</b>	<b>991,917,888,188</b>
1. Short-term trade payables	311	V.13	84,341,620,832	224,536,958,208
2. Short-term prepayments from customers	312		354,846,846	2,340,585,185
3. Taxes and other payables to government budget	313	V.14	2,934,939,237	2,935,336,587
4. Payables to employees	314		2,514,413,000	2,322,874,000
5. Short-term accrued expenses	315	V.15	260,044,050,841	261,900,087,653
6. Short-term intra-company payables	316		-	-
7. Payables under schedule of construction contract	317		-	-
8. Short-term unearned revenues	318		-	-
9. Other short-term payables	319	V.16	234,192,158,484	90,370,822,030
10. Short-term borrowings and finance lease liabilities	320	V.12	360,797,299,722	405,026,570,388
11. Short-term provisions	321		-	-
12. Bonus and welfare fund	322		2,484,654,127	2,484,654,127
13. Price stabilization fund	323		-	-
14. Government bonds purchased for resale	324		-	-
<b>II. Long-term liabilities</b>	<b>330</b>		<b>9,484,000,000</b>	<b>10,545,000,000</b>
1. Long-term trade payables	331		-	-
2. Long-term repayments from customers	332		-	-
3. Long-term accrued expenses	333		-	-
4. Intra-company payables for operating capital received	334		-	-
5. Long-term intra-company payables	335		-	-
6. Long-term unearned revenues	336		-	-
7. Other long-term payables	337		-	-
8. Long-term borrowings and finance lease liabilities	338	V.12	9,484,000,000	10,545,000,000
9. Convertible bonds	339		-	-
10. Preference shares	340		-	-
11. Deferred income tax payables	341		-	-
12. Long-term provisions	342		-	-
13. Science and technology development fund	343		-	-







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### BALANCE SHEET

As at 31 December 2024

Unit: VND

Item	Code	Note	Closing balance	Opening balance
<b>D. OWNER'S EQUITY</b>	<b>400</b>		<b>(88,681,455,305)</b>	<b>(50,882,332,485)</b>
<b>I. Owner's equity</b>	<b>410</b>	<b>V.17</b>	<b>(88,681,455,305)</b>	<b>(50,882,332,485)</b>
1. Contributed capital	411		354,000,000,000	354,000,000,000
- Ordinary shares with voting rights	411a		354,000,000,000	354,000,000,000
- Preference shares	411b		-	-
2. Capital surplus	412		484,047,273	484,047,273
3. Conversion options on convertible bonds	413		-	-
4. Other capital	414		-	-
5. Treasury shares	415		(320,000)	(320,000)
6. Differences upon asset revaluation	416		-	-
7. Exchange rate differences	417		-	-
8. Development and investment funds	418		8,023,610,850	8,023,610,850
9. Enterprise reorganization assistance fund	419		-	-
10. Other equity funds	420		-	-
11. Undistributed profit after tax	421		(451,188,793,428)	(413,389,670,608)
- Undistributed profit after tax brought forward	421a		(413,389,670,608)	(328,977,130,438)
- Undistributed profit after tax for the current year	421b		(37,799,122,820)	(84,412,540,170)
12. Capital expenditure funds	422		-	-
<b>II. Funding sources and other funds</b>	<b>430</b>		<b>-</b>	<b>-</b>
1. Funding sources	431		-	-
2. Funds used for fixed asset acquisition	432		-	-
<b>TOTAL SOURCES (440=300+400)</b>	<b>440</b>		<b>868,466,527,784</b>	<b>951,580,555,703</b>

Prepared by

Chief Accountant

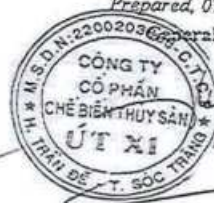
Prepared, 07 March 2025

General Director

Luu Thi Ngoc Tuyen

Do Thanh Nhon

Ly Bich Quyen





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### INCOME STATEMENT

Year 2024

Unit: VND

Item	Code	Note	Current year	Previous year
1. Revenues from sales and services rendered	01	VL1	587,294,856,938	347,367,196,802
2. Revenue deductions	02	VL2	3,002,184,133	8,093,070,173
3. Net revenues from sales and services rendered (10=01-02)	10		584,292,672,805	339,274,126,629
4. Costs of goods sold	11	VL3	507,342,657,396	357,048,084,285
5. Gross revenues from sales and services rendered (20=10-11)	20		76,950,015,409	(17,773,957,656)
6. Financial income	21	VL4	4,241,247,678	8,451,617,132
7. Financial expenses	22	VL5	52,630,111,510	49,469,153,065
- In which: Interest expenses	23		37,823,014,886	36,582,117,064
8. Selling expenses	25	VL8	46,274,568,204	19,046,775,713
9. General administration expenses	26	VL8	46,370,605,150	7,842,460,547
10. Net profits from operating activities {30=20+(21-22)-(25+26)}	30		(64,084,021,777)	(85,680,729,849)
11. Other income	31	VL6	37,776,621,803	1,290,726,004
12. Other expenses	32	VL7	11,491,722,846	22,536,325
13. Other profits (40=31-32)	40		26,284,898,957	1,268,189,679
14. Total net profit before tax (50=30+40)	50		(37,799,122,820)	(84,412,540,170)
15. Current corporate income tax expenses	51	VL10	-	-
16. Deferred corporate income tax expenses	52		-	-
17. Profits after enterprise income tax (60=50-51-52)	60		(37,799,122,820)	(84,412,540,170)
18. Basic earnings per share	70	VL11	(1,068)	(2,385)
19. Diluted earnings per share	71	VL12	(1,068)	(2,385)

Prepared by

Chief Accountant

Approved, 07 March 2025

General Director

Luu Thi Ngoc Tuyen

Do Thanh Nhon



Ly Bich Quyen





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### CASH FLOW STATEMENT

(Direct method)  
 Year 2024

Unit: VND

Item	Code Note	Current year	Previous year
<b>I. Cash flows from operating activities</b>			
1. Proceeds from sales and services rendered and other revenues	01	462,248,143,730	303,912,293,107
2. Expenditures paid to suppliers	02	(528,917,366,047)	(227,148,804,905)
3. Expenditures paid to employees	03	(31,265,485,000)	(23,412,927,000)
4. Paid interests	04	(8,495,931,042)	(12,260,632,824)
5. Paid enterprise income tax	05	-	-
6. Other proceeds from operating activities	06	330,043,559,958	59,319,452,984
7. Other expenditures on operating activities	07	(172,052,981,973)	(110,639,841,280)
<b>Net cash flows from operating activities</b>	<b>20</b>	<b>51,559,939,626</b>	<b>(10,230,459,918)</b>
<b>II. Cash flows from investing activities</b>			
1. Expenditures on purchase and construction of fixed assets and long-term assets	21	(1,355,426,000)	(3,624,835,205)
2. Proceeds from disposal or transfer of fixed assets and other long-term assets	22	-	1,122,596,364
3. Expenditures on loans and purchase of debt instruments from other entities	23	-	-
4. Proceeds from lending or repurchase of debt instruments from other entities	24	-	53,323,305
5. Expenditures on equity investments in other entities	25	-	-
6. Proceeds from equity investment in other entities	26	-	-
7. Proceeds from interests, dividends and distributed profits	27	575,731	314,403
<b>Net cash flows from investing activities</b>	<b>30</b>	<b>(1,354,850,269)</b>	<b>(2,448,601,133)</b>
<b>III. Cash flows from financial activities</b>			
1. Proceeds from issuance of shares and receipt of contributed capital	31	-	-
2. Repayment of contributed capital and repurchase of stock issued	32	-	-
3. Proceeds from borrowings	33	9,800,000,000	26,408,000,000
4. Repayment of principal	34	(59,969,283,500)	(16,289,705,000)
5. Repayment of financial principal	35	-	-
6. Dividends and profits paid to owners	36	(544,350)	(10,000,000)
<b>Net cash flows from financial activities</b>	<b>40</b>	<b>(50,169,827,850)</b>	<b>10,108,295,000</b>





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2024

### CASH FLOW STATEMENT

(Direct method)

Year 2024

Unit: VND

Item	Code	Note	Current year	Previous year
Net cash flows during the fiscal year (50 = 20+30+40)	50		35,261,507	(2,570,766,051)
Cash and cash equivalents at the beginning of fiscal year	60		98,885,621	2,531,809,394
Effect of exchange rate fluctuations	61		(72,591,584)	137,842,278
Cash and cash equivalents at the end of fiscal year (70=50+60+61)	70		61,555,544	98,885,621

Prepared by

Chief Accountant

Prepared, 07 March 2025

General Director

Luu Thi Ngoc Tuyen

Do Thanh Nhon



Ly Bich Quyen

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Notes to the financial statements are available on the company's website: [www.utxi.com.vn](http://www.utxi.com.vn)





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## **II. Summary of Production and Business Results in 2024**

### **1. Assessment of the Economic Situation and Seafood Export Market in 2024**

In 2024, the global economy continued to face numerous challenges and fluctuations. Although not in a recession, global economic activity remained below potential. Inflation cooled compared to 2023, but remained above target in many countries. Major economies like the US, the European Union (EU), and China all faced unique challenges. The US saw reasonable growth thanks to consumer spending and business investment, while the EU struggled with high energy costs and a slow recovery. China is striving to transform its economic growth model and address high unemployment. In 2024, the seafood export market was influenced by several key factors, such as:

- Global inflation and economic slowdown: Although inflation has been controlled in many countries, the global economic recovery remains slow, affecting the demand for seafood consumption.

- Geopolitical conflicts: The Russia-Ukraine conflict and other geopolitical issues disrupt global trade, increasing transportation costs and input material prices for seafood farming and processing.

- International competition: Vietnamese shrimp faces competition from Ecuador and India in terms of price and supply.

- IUU Yellow Card: The IUU (Illegal, Unreported, and Unregulated fishing) yellow card continues to be a major challenge. If not resolved, exports to the EU will be stalled due to inadequate procedures for verification and certification of caught seafood.

- Feed costs: Feed costs continue to be a major challenge for the shrimp and pangasius farming industry.

- Consumer market: Market demand is focused on cheaper products such as canned fish, raw fish for canned fish processing, dried fish, and dried shrimp.

### **2. 2024 Business Performance Results**

In 2024, Ut Xi Aquatic Products Processing Corporation faced numerous difficulties and challenges regarding the market, logistics, raw materials for processing, as well as environmental issues and extreme weather. Furthermore, the Company encountered obstacles in accessing loan capital, limiting its ability to purchase raw materials. This directly impacted the Company's production and supply capabilities, making it challenging to fulfill the year's plan. All these factors significantly affected the Company's production and business situation, leading to 2024 results falling short of expectations. The Company's 2024 business performance results are as follows:

#### **- 2024 Business Performance Results**

INDICATOR	Unit	Implemented year 2023	Implemented year 2024	+/- %
1. Production Output	Ton	1,762	3,282	86.27 %



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2. Export Volume	Ton	1,229	2,131	73.39 %
3. Domestic Sales Volume	Ton	394	817	48.55 %
4. Export Value	Million USD	12,58	19.80	57.39 %
5. Total Net Revenue from Sales and Service Provision	Billion VND	339.27	584.29	72.22 %
6. Export Sales Revenue	Billion VND	296.99	493.82	66.27 %
7. Service Provision and Domestic Sales Revenue	Billion VND	50.38	93.48	85.55 %
8. Total Operating Expenses of production-business	Billion VND	433.41	652.62	50.58 %
9. Profit After Tax	Billion VND	(84.41)	(37.80)	-

**- 2024 Business Plan Implementation Status**

INDICATOR	Unit	Plan year 2024	Implemented year 2024	Implemented / Plan (%)
1. Production Output	Ton	3,216	3,282	102.05 %
2. Export Volume	Ton	3,160	2,131	67.44 %
3. Domestic Sales Volume	Ton	550	817	148.55 %
4. Export Value	Million USD	29.39	19.80	67,37 %
5. Total Net Revenue from Sales and Service Provision	Billion VND	691.21	584.29	84,53 %
6. Export Sales Revenue	Billion VND	634.10	493.82	77,40 %
7. Service Provision and Domestic Sales Revenue	Billion VND	57.11	93.48	163,68 %
8. Profit After Tax	Billion VND	6.69	(37.80)	-

- Total net revenue from sales and service provision: reached 584.29 billion VND, achieving 84.53% of the planned target and increasing by 72.22% compared to 2023 (2023 net revenue was 339.27 billion VND).
- Gross profit from sales and service provision: reached 76.95 billion VND, accounting for 13.17% of net revenue.
- Profit after tax: negative 37.80 billion VND, a 55.22% decrease in loss compared to 2023.
- Total operating expenses: 652.62 billion VND, accounting for 111.69% of net revenue.

*Including:*

- *Cost of goods sold: 507.34 billion VND, accounting for 86.63% of net revenue.*





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- *Selling expenses: 46.27 billion VND, accounting for 7.92% of net revenue.*
- *Administrative expenses: 46.37 billion VND, accounting for 7.94% of net revenue.*
- *Financial expenses: 52.63 billion VND, accounting for 9.01% of net revenue.*

The Company's main activity in 2024 remained seafood processing and export; therefore, the cost of goods sold (input materials) accounted for a large proportion and primarily influenced the business results. Selling expenses accounted for a significant proportion due to the specific nature of the export industry with numerous outsourced service costs such as transportation, insurance, and customs. Administrative expenses accounted for a small percentage but increased significantly due to the general economic difficulties, causing the company to incur bad debts and necessitate the setting aside of provisions. The Company's financial expenses comprised interest expenses and exchange rate losses from exports.

The Company's operating expenses fluctuate with the export business situation; when export activities are substantial, total costs increase, and vice versa.

### **III. 2025 Production and Business Activities Plan**

#### **1. 2025 Market Forecast**

##### **➤ Opportunities**

- In 2025, the Vietnamese seafood industry has many opportunities for strong growth thanks to positive signals from the global economy. Major economies such as the US, EU, Japan, and China are recovering, leading to positive growth in seafood consumption and import demand. At the same time, emerging markets such as Africa, Southeast Asia, and the Middle East also promise expansion, creating more opportunities for Vietnamese seafood products.

- 16 Free Trade Agreements that Vietnam participates in will help the seafood industry expand its market and take advantage of tariff preferences. On the other hand, Halal is considered a potential market, creating an opportunity for Vietnam to gradually conquer and meet the stringent standards of this market. This continues to be an opportunity for the Vietnamese seafood industry to maintain its growth momentum in 2025.

- New US tax policy: If the US increases taxes on seafood products from rival countries such as China, this could create opportunities for Vietnamese seafood products to replace them, especially when the quality of Vietnamese seafood is highly regarded and the price is more competitive. The US market may look to Vietnam as an alternative source of supply when products from countries affected by higher taxes are impacted.

##### **➤ Challenges**

- Climate Change: Climate change will affect the development of aquatic resources, especially farmed seafood. Rising sea levels, changes in temperature and polluted water sources can cause difficulties for seafood raw material production, the risk of disease reduces the supply and quality of raw materials.

- Increased competition from other countries: Major seafood producing countries such as India, Thailand, China and Ecuador are also making efforts to increase the output and quality of



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exported seafood. This creates fierce competition in price and product quality for Vietnamese seafood.

Factors such as rising feed, fuel, and transportation costs can affect seafood production costs. This will reduce the competitiveness of Vietnamese products in the international market.

**- Trade wars and market barriers:**

Trade wars between major powers, especially between the US and China, can cause major disruptions in global supply chains. This can lead to changes in input prices and shipping costs, thereby affecting export prices and the competitiveness of Vietnamese seafood in the international market.

- IUU yellow card, trade protection measures such as anti-dumping, anti-subsidy or strict regulations on quality and environment can increase costs, reduce supply, and reduce the competitiveness of Vietnamese seafood exporting enterprises.

- The US tax increase policy in 2025 will have a major impact on the Vietnamese seafood industry, but Vietnamese businesses also face many major challenges such as increased export costs and the risk of being subject to anti-dumping and countervailing duties.

- In addition, geopolitical fluctuations can significantly affect Vietnam's seafood trade, as the seafood industry plays an important role in exports and the national economy. Geopolitical factors can have a variety of impacts, from changes in trade policy to regional tensions that can affect supply chains.

## **2. Business Plan 2025**

Based on the 2024 business results and the 2025 market forecast, the Board of Directors proposes the following business plan for 2025:

INDICATOR	Unit	Implemented year 2024	Plan year 2025	+/- %
1. Production Output	Ton	3,282	3,350	2.07 %
2. Export Volume	Ton	2,131	2,680	25.76 %
3. Domestic Sales Volume	Ton	817	700	-12.50 %
4. Export Value	Billion VND	19.80	25.01	26.31 %
5. Total Net Revenue from Sales and Service Provision	Billion VND	584.29	624.19	6.82 %
6. Export Sales Revenue	Billion VND	493.82	612.21	23.97 %
7. Domestic Sales and Service Provision Revenue	Billion VND	93.48	11.98	-87.19 %
8. Profit after Tax	VND Trillion	(37.80)	8.47	-

## **3. Implementation Measures**





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To ensure the achievement of the 2025 plan, the Board of Directors will focus on implementing the tasks as directed by the Board of Supervisors, specifically focusing on the following aspects:

- Strengthen forecasting efforts, continue to improve financial management capacity, and ensure the financial safety and efficiency of the entire company.
- Flexibly adjust the company's business strategy to suit the situation.
- Continuously improve the product quality management system towards the highest efficiency.
- Enhance legal risk management and internal control, closely monitor environmental protection and occupational safety.
- Invest in personnel management and training.
- Develop a capital mobilization plan to serve raw material purchasing and meet the company's development requirements.
- Consolidate and reorganize the organization and effectively control production costs.
- Increase output, expand product lines and export markets, and continue to implement the plan to strongly promote UTXICO products in the domestic market.
- Establish raw material areas and purchase raw materials for production.

This is the 2024 financial report, the report on the company's production and business activities in 2024, and the production and business plan for 2025.

This report is presented to the General Meeting of Shareholders and we welcome your contributions.

Sincerely!

**ON BEHALF  
OF UTXI AQUATIC PRODUCTS PROCESSING CORP  
GENERAL DIRECTOR**



**LY BICH QUYEN**



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No: 01/BC-BKS/UXC.25

Soc Trang, March 28, 2025

## **REPORT OF THE BOARD OF SUPERVISORS ON THE 2024 PERFORMANCE RESULTS AND 2025 ACTION PLAN**

**To: General Meeting of Shareholders  
Ut Xi Aquatic Products Processing Corporation**

The Board of Supervisors would like to report to the General Meeting of Shareholders on the 2024 performance results and the 2025 action plan of the company's Board of Supervisors, as follows:

### **I. ACTIVITIES OF THE BOARD OF SUPERVISORS IN 2024:**

#### **1. Regarding personnel and meetings of the Board of Supervisors:**

The company's Board of Supervisors personnel were elected by the General Meeting of Shareholders with a term of 5 years (2020-2025), including the following members:

No.	Member of the Board of Supervisors	Position	Date of appointment
1	Mr. Dao Truong Han	Head of the Board	25/4/2020
2	Ms. Nguyen Thi Kim Ngan	Member	25/4/2020
3	Ms. Tang Thi My Thuy	Member	25/4/2020

The members of the company's Board of Supervisors have performed their assigned functions and duties and complied with the regulations of the company's charter and the operating regulations of the Board of Supervisors. In 2024, the Board of Supervisors held 4 meetings. In these meetings, all members of the Board of Supervisors attended fully, discussed, and exchanged issues related to inspection and supervision to reach an agreement.

#### **2. Self-assessment report of the Board of Supervisors' performance and its members in 2024**

Pursuant to the inspection and supervision plan approved at the 2024 Annual General Meeting of Shareholders, the company's Board of Supervisors has regularly conducted inspection and supervision activities based on the following main contents:

- Supervising compliance with state laws and policies; company charter and internal management regulations of the company;
- Supervise the implementation of resolutions from the 2024 Annual General Meeting of Shareholders;





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- Oversee the direction and implementation of the Board of Directors' activities, as well as the execution of duties by the Board of General Directors;
- Review the appropriateness of decisions made by the Board of Directors and the Board of General Directors concerning management and administration;
- Monitor the status of 2024 production, business, and capital construction investment plans;
- Evaluate periodic financial reports; review the legality, reasonableness, honesty, and level of prudence in organizing accounting and presenting financial statements.
- Supervise transactions with related parties and information disclosure as prescribed by the Securities Law.

To ensure the efficiency of inspection and supervision, the Board of Supervisors assigns specific tasks to each member in specific areas:

**a. Mr. Dao Truong Han – Head of the Board of Supervisors:**

Formulate quarterly and annual inspection and supervision plans and programs. Develop work plans, assign, and coordinate tasks; Monitor production, business, seafood processing, and export operations. Oversee compliance with State laws and policies, Company Charter, and internal management regulations. Evaluate financial statements; examine legality, reasonableness, accuracy, and prudence in accounting organization and financial statement presentation. Control compliance with regulations and the Company's information disclosure as prescribed by law.

**b. Ms. Nguyen Thi Kim Ngan – Member of the Board of Supervisors:**

Oversee profit distribution and fund allocation activities; Monitor compliance with state regulations on investment management and capital construction; Supervise the implementation of resolutions of the 2024 Annual General Meeting of Shareholders; Coordinate with other members of the Board of Supervisors to participate in regular and unscheduled inspections and supervisions as assigned.

**c. Ms. Tang Thi My Thuy – Member of the Board of Supervisors:**

Oversee occupational safety, labor protection, and the Company's implementation of the Supervising occupational safety, labor protection, and the implementation of the Labor Code, as well as the company's internal regulations; supervising the development and implementation of the salary scale and table, the development of labor and wage plans, and the payment of wages and bonuses to management staff and employees in accordance with state regulations. Supervising the implementation of reward and welfare schemes, insurance, and social security benefits for employees. Coordinating with the members of the Board of Supervisors to participate in regular and unexpected inspections as assigned.

Overall Evaluation: The members of the Board of Supervisors consistently show respect and good cooperation based on the principle of democratic centralization. Throughout their tasks, the members ensure independence, objectivity, and honesty for the benefit of the Company and

11/11/2024





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its shareholders. The members of the Board of Supervisors have successfully completed their assigned duties.

### 3. Remuneration and Operating Expenses of the Board of Supervisors

- The remuneration for each Member of the Board of Supervisors is implemented by the Company in strict accordance with the approval of the 2024 Annual General Meeting of Shareholders, specifically as follows:

No.	Name	Position	Monthly salary	Annual salary
1	Mr. Dao Truong Han	Head of the Board	5.000.000	60.000.000
2	Ms. Nguyen Thi Kim Ngan	Member	2.500.000	30.000.000
3	Ms. Tang Thi My Thuy	Member	2.500.000	30.000.000
Total			10.000.000	120.000.000

- Operating expenses and other benefits for the Board of Supervisors and its individual members covered by the Company: No other payments from the Company were incurred.

### 4. Cooperation between the Board of Supervisors with the activities of the Board of Directors, the Board of General Directors, and other managers:

The Board of Supervisors consistently proactively coordinates with the Board of Directors and the Board of General Directors in inspecting and supervising all of the Company's production and business activities. Regular exchanges of information and relevant documentation are maintained.

During 2024, the The Board of Supervisors collaborated with the Board of Directors, Board of Management, and other management personnel in the following activities:

- Regular meetings: The The Board of Supervisors, Board of Directors, and Board of Management regularly held periodic meetings to exchange information, report results, and discuss important company matters.

- Reporting and feedback: The The Board of Supervisors regularly inspected and reported inspection results to the Board of Directors and Board of Management. Conversely, the Board of Directors and Board of Management also provided necessary information to enable the The Board of Supervisors to perform its supervisory duties.

- Participation in strategic meetings: The The Board of Supervisors was invited to participate in strategic meetings to gain a better understanding of the company's development direction and monitor the implementation of these strategies.

- Training and capacity building: The parties regularly organized joint training programs to enhance management capacity and professional knowledge for all members involved in company management.





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- Collaborative process development: Established clear collaborative processes between the parties to ensure consistency in performing tasks and resolving arising issues.

## **II. RESULTS OF APPRAISAL, INSPECTION, AND SUPERVISION ACTIVITIES IN 2024**

### **1. Supervision of the Board of Directors' activities:**

- The Company's Board of Directors proactively adhered to the objectives and directions of the Resolution of the 2024 Annual General Meeting of Shareholders and the Company's actual situation to provide timely direction and effectively meet task requirements.

- The Board of Directors regularly maintained periodic meetings as prescribed. In these meetings, the Board members participated fully, working with a high sense of responsibility to issue timely resolutions and decisions to guide and direct the Company's production and business activities.

- During 2024, the Company's Board of Directors issued 8 Resolutions and decisions. The resolutions and decisions of the Board of Directors were issued promptly, primarily focusing on implementing the production and business plan, personnel organization, and financial tasks.

- The Board of Directors convened and successfully organized the 2024 Annual General Meeting of Shareholders (April 27, 2024).

- The Board of Directors complied with the Resolution of the General Meeting of Shareholders, the Company Charter, Regulations, and legal provisions; effectively exercised its powers and functions, always ensuring the interests of the Company and shareholders.

### **2. Supervision of the Board of Management's activities:**

- The Board of Management directed production and business activities in a practical manner. Organized monthly, quarterly, weekly, and ad-hoc meetings to evaluate implementation results and propose directions and solutions for highly effective production and business activities.

- The Board of Management always cared for the material and spiritual well-being of employees, while disseminating and explaining policies and the production and business situation in challenging conditions for employees to share and accompany the Company. Promoted the effectiveness of the Company's organizational and management apparatus.

- During 2024, despite encountering many difficulties impacting the management process, the Board of Management still strived to implement the company's production and business plan as directed by the Board of Directors. The Board of Management organized production and business activities in compliance with corporate governance regulations, state legal regulations, and the company's charter.

### **3. Financial Statement Review 2024**

Based on the performed tasks, the The Board of Supervisors reports the results of the 2024 financial statement review of the Company as follows:



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- Quarterly and annual financial statements are prepared in accordance with Vietnamese Accounting Standards and current legal regulations, fully reflecting the Company's business and financial situation and being disclosed on time as prescribed.

- Semi-annual and annual financial statements are audited by AASCS (Southern Auditing and Accounting Financial Consultancy Service., Ltd) with an unqualified opinion.

With the above review results, the The Board of Supervisors agrees with the opinion of AASCS (Southern Auditing and Accounting Financial Consultancy Service., Ltd) - the independent auditor of the Company's 2024 financial statements: The 2024 financial statements fairly and reasonably reflect, in all material aspects, the financial position of the Company as of 2024-12-31, as well as the results of operations and cash flows for the fiscal year ended on that date, in conformity with Vietnamese Accounting Standards, Accounting Regime for Enterprises, and relevant legal regulations on financial statement preparation and presentation.

**Some key financial indicators for 2024 are as follows:**

**3.1. Changes in assets and capital in 2024:**

*Unit: VND*

ITEMS	31/12/2023	31/12/2024
<b>A. CURRENT ASSETS</b>	<b>845,884,218,152</b>	<b>769,889,656,199</b>
I. Cash and Cash Equivalents	98,855,621	61,555,544
II. Short-term Financial Investments	14,466,073,065	0
III. Short-term Receivables	179,251,033,138	155,921,678,088
IV. Inventories	649,323,520,3846	611,822,789,340
V. Other Current Assets	2,744,705,482	2,083,633,227
<b>B. NON-CURRENT ASSETS</b>	<b>105,696,337,551</b>	<b>98,576,871,585</b>
I. Long-term Receivables	0	0
II. Fixed Assets	91,355,684,602	84,251,347,593
III. Investment Property	0	0
IV. Long-term Assets Under Construction	14,322,323,992	14,322,323,992
V. Long-term Financial Investments	0	0
VI. Other Non-current Assets	18,328,957	3,200,000
<b>TOTAL ASSETS</b>	<b>951,580,555,703</b>	<b>868,466,527,784</b>
<b>C. LIABILITIES</b>	<b>1,002,462,888,188</b>	<b>957,147,983,089</b>
I. Short-term Liabilities	991,917,888,188	947,663,983,089





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ITEMS	31/12/2023	31/12/2024
II. Long-term Liabilities	10,545,000,000	9,484,000,000
<b>D. OWNER'S EQUITY</b>	<b>(50,882,332,485)</b>	<b>(88,681,455,305)</b>
I. Owner's Investment Capital	354,000,000,000	354,000,000,000
II. Share Premium	484,047,273	484,047,273
III. Treasury Shares	(320,000)	(320,000)
IV. Funds	8,023,610,850	8,023,610,850
V. Undistributed Profit after Tax	(413,389,670,608)	(451,188,793,428)
VI. Other Funds and Sources	0	0
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>951,580,555,703</b>	<b>868,466,527,784</b>

**3.2. Key financial indicators for 2023 - 2024:**

Indicator	Unit	31/12/2023	31/12/2024
<b>1. Liquidity Ratios</b>			
- Current Ratio (Current Assets/Current Liabilities)	Times	0.85	0.81
- Quick Ratio (Current Assets - Inventories)/Current Liabilities)	Times	0.20	0.17
<b>2. Asset and Equity Structure Ratios</b>			
- Current Assets/Total Assets	%	88.89	88.65
- Long-term assets/Total assets	%	11.11	11.35
- Equity/Total capital	%	(5.35)	(10.21)
- Debt-to-Total Assets Ratio	%	105.35	110.21
- Debt-to-Equity Ratio	%	-	-
<b>3. Operational Capacity Indicators</b>			
- Inventory Turnover (Cost of Goods Sold/Average Inventory)	Turns	0.52	0.80
- Total Asset Turnover (Net Revenue/Average Total Assets)	Turns	0.34	0.64
<b>4. Profitability Indicators</b>			
Net Profit Margin	%	(24.88)	(6.47)



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Indicator	Unit	31/12/2023	31/12/2024
Return on Equity (ROE)	%	(23.85)	(10.68)
Return on Assets (ROA)	%	(8.87)	(4.35)
Operating Profit Margin	%	(25.25)	(10.97)

### 3.3. Cash flow in 2024

- Net cash flow from operating activities: 51,559,939,626 VND
- Net cash flow from investing activities: (1,354,850,269) VND
- Net cash flow from financing activities: (50,169,827,850) VND

⇒ Net cash flow as of December 31, 2024: 35,261,507 VND

### 4. Monitoring the implementation of the production and business plan

In 2024, the Company's production and business situation continued to face many difficulties and challenges. The Company encountered difficulties in accessing loan sources, leading to limitations in raw material procurement, directly impacting production and product supply capabilities.

In addition, the volatile global economy due to the Russia-Ukraine conflict, high inflation, and tight monetary policies in many countries have negatively impacted the global economy, reducing product consumption demand and affecting export revenue.

The significant and unpredictable fluctuations in raw shrimp prices over the past year have also considerably impacted the business operations of many enterprises in the seafood industry.

Despite great efforts, the Company has not yet achieved the production and business plan assigned by the General Meeting of Shareholders for 2024, and the profit was not as expected. The results of the Company's production and business activities in 2024 are as follows:

ITEMS	Unit	Plan Year 2024	Implemented Year 2024	Percentage
1. Production Output	Tonnes	3,216	3,282	102.05%
2. Export Output	Tonnes	3,160	2,131	67.44%
3. Domestic Sales Volume	Tonnes	550	817	148.55%
4. Export Value	Million USD	29,39	19,80	67.37%
4. Total Net Revenue from Sales and Service Provision	Billion VND	691.21	584.29	84.53%
5. Export Sales Revenue	Billion VND	634.10	493.82	77.40%
6. Service Provision and Domestic Sales Revenue	Billion VND	57.11	93.48	163.68%





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7. Total Profit Before Tax	Billion VND	6.69	(37.80)	-
8. Profit After Tax	Billion VND	6.69	(37.80)	-
9. Basic Earnings Per Share	Billion VND	189	(1,068)	-
10. Dividend Payout Ratio (Expected)	%	0	0	0

- Total net revenue from sales and service provision: reached 584.29 billion VND, achieving 84.53% of the set plan and increasing by 72.22% compared to 2023 (net revenue in 2023 was 339.27 billion VND).
- Gross profit from sales and service provision: reached 76.95 billion VND, accounting for 13.17% of net revenue.
- Profit after tax: negative 37.80 billion VND, a loss reduction of 55.22% compared to 2023.
- Basic earnings per share (EPS): -1,068 VND, a loss reduction of 55.22% compared to 2023.

#### **5. State Law Enforcement Monitoring**

- In 2024, the Company adhered to tax policies and made required payments to the State Treasury. Concurrently, the Company diligently fulfilled information disclosure obligations as stipulated in Circular 96/2020/TT-BTC concerning Information Disclosure on the Securities Market and the Company's Information Disclosure Policy. However, the Company was remiss in announcing the Auditing Enterprise's signing of the 2024 Financial Statement Audit Contract.

- In 2024, the Company received Decision No. 495/QĐ-XPHC dated November 27, 2024 from the State Securities Commission (SSC) regarding administrative sanctions for violations in the securities and securities market sector, specifically:

+ Failure to disclose on the SSC's Public Disclosure Information System (PDIS) the explanation for the after-tax loss in the 2023 audited financial statements; the announcement of the auditing enterprise signing the audit contracts for the 2022, 2023, and 2024 financial statements; Board of Directors Decision No. 03/QĐ-HĐQT.22 dated August 15, 2022 regarding the appointment of the person in charge of corporate governance. Also, untimely disclosure on the SSC's PDIS of the Q4 2022 financial statements; Q1 and Q4 2023 financial statements; 2023 audited financial statements; and explanations for the after-tax losses in the Q4 2022, 2022 audited, Q1 2023, and Q4 2023 financial statements.

+ Incomplete disclosure of information as required by law: The 2022 Corporate Governance Report omitted Board of Directors Decision No. 03/QĐ-HĐQT.22 dated August 15, 2022 on the appointment of the person responsible for corporate governance; the 2023 Corporate Governance Report omitted Board Resolution No. 09/NQ-HĐQT.23 dated August 18, 2023 summarizing the first six months of 2023's business performance and outlining the business direction for the last six months of 2023.

#### **6. Monitoring transactions between the Parent Company, its subsidiaries, companies in which the Parent Company holds a controlling interest of 50% or more of charter capital, with members of the Board of Directors and their related persons; Transactions between**





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**the Parent Company and companies where a member of the Board of Directors is a founder or manager within the three years preceding the transaction.**

- During 2024, the Company engaged in transactions with related parties, and these transactions have been recorded and detailed in the notes to the audited 2024 financial statements.

- During the past year, there were no violations of legal regulations concerning related party transactions.

- The Company has disclosed information in accordance with Circular 96/2020/TT-BTC and the Company's Information Disclosure Policy.

#### **7. Labor and Wage Monitoring:**

The Company implemented wage policies and benefits for employees in accordance with the Labor Law, the Company's Charter, salary regulations, and the wage fund agreement. Salaries are paid regularly once a month, between the 10th and 15th of each month.

- **Total employees as of December 31, 2024: 157 people**

- **Actual salary fund in 2024: 12,318,302,002 VND**

- **Average salary in 2023: 6,870,000 VND/person/month**

Additionally, at the end of 2024, all Company employees received a one-month salary bonus, and ad hoc bonuses were awarded to employees who excelled in their annual performance or achieved outstanding results in emulation campaigns.

The Company has executed labor contracts in accordance with the Labor Law and fully participates in social insurance (SI), health insurance (HI), and unemployment insurance (UI). The Company has also effectively implemented policies for employees, including hazardous duty allowances, meal allowances, holiday bonuses, and the procurement of protective labor equipment.

#### **8. Assessment of the implementation of the 2024 General Meeting of Shareholders Resolution.**

- By the end of 2024, the Company achieved net revenue from sales and service provision of 584.29 billion VND, completing 84.53% of the set plan and increasing 72.22% compared to the previous year; profit after tax was negative 37.799 billion VND, reducing the loss by 55.22% compared to the previous year. With this result, the Company has not yet fulfilled the production and business plan according to the 2024 General Meeting of Shareholders Resolution.

- The Company implemented the 2024 General Meeting of Shareholders Resolution regarding:

- Selecting Auditing and Accounting Financial Consulting Services Company Limited (AASCS) as the auditor for the Company's 2024 financial statements.

- Remuneration for members of the Board of Directors and the The Board of Supervisors was implemented in accordance with the 2024 General Meeting of Shareholders Resolution.

#### **III. COMMENTS AND RECOMMENDATIONS:**





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In 2024, the Company's production and business situation continued to face numerous difficulties and challenges. The Company encountered difficulties in accessing loan sources, leading to limitations in raw material procurement, directly affecting production and supply capabilities. Furthermore, global economic fluctuations due to the Russia-Ukraine conflict, high inflation, and tightened monetary policies in many countries negatively impacted the global economy, reducing product consumption demand and affecting export revenue. Despite utmost efforts, the Company has not fulfilled the 2024 production and business plan assigned by the General Meeting of Shareholders, and the profit has not met expectations.

2025 is forecast to continue presenting numerous difficulties for the production and business activities of the seafood industry, including prolonged hot weather and fierce competition in the labor market. Therefore, to achieve the 2025 plan targets, the The Board of Supervisors proposes the following recommendations:

- The Company should continue to maintain good governance and management to ensure stable and sustainable development, fulfilling the 2025 production and business targets assigned by the General Meeting of Shareholders; ensuring benefits for Shareholders as well as ensuring good regimes for employees.

- The Board of Directors should strictly manage and control production costs to limit increases in cost price. In addition, they should regularly monitor and forecast market conditions promptly to have flexible solutions for sales, inventory, and selling prices... to ensure profits and cash flow for business activities.

- Maintain good relationships with traditional customers and continuously seek and develop potential customers.

- Research and develop labor and salary policies to attract employees; continue to arrange and consolidate the Company's personnel apparatus according to regulations and ensure production efficiency; apply information technology in management, administration, and production and business...

- Further enhance the effectiveness of information disclosure to ensure transparency and full compliance with current legal regulations.

#### **IV. THE BOARD OF SUPERVISORS ACTIVITY PLAN FOR 2025:**

1. Monitor compliance with the Company Charter, the issuance and implementation of regulations, rules, and resolutions of the General Meeting of Shareholders, the Board of Directors, and legal regulations.

2. Supervise the implementation of the 2025 production, business, and capital construction investment plan.

3. Appraise the company's semi-annual and annual financial statements.

4. Oversee the signing of contracts and transactions with related parties; and the implementation of information disclosure in the stock market as prescribed by law.

5. Conduct supervision of other matters when necessary.



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The above is the 2024 Activity Report and the 2025 Action Plan of the Board of Supervisors, respectfully submitted to the 2025 Annual General Meeting of Shareholders for approval.

Sincerely yours!

**ON BEHALF OF THE BOARD OF SUPERVISORS**

**For Head Of The Board**



**NGUYEN THI KIM NGAN**





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No: 01/TTr-HĐQT/UXC.25

Soc Trang, March 28, 2025

## PROPOSAL

### *Regarding the profit distribution plan for the fiscal year 2024*

To:

**GENERAL MEETING OF SHAREHOLDERS  
UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

- Pursuant to the Charter of Ut Xi Aquatic Products Processing Corporation;
- Pursuant to the 2024 Financial Statements of Ut Xi Aquatic Products Processing Corporation audited by Southern Auditing and Accounting Financial Consulting Services Company Limited.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the following profit distribution plan for the fiscal year 2024:

Unit: Million VND

1	Profit after tax in 2024	A	(37,799)
2	Appropriation to financial reserve fund	B= 5%A	
3	Appropriation to bonus and welfare fund	C= 10%A	
4	Remaining profit in 2024 for distribution	D=A-B-C	(37,799)
5	Distribution of remaining profit from 2023		-
6	Retained earnings from previous years	E	(413,390)
7	Total remaining profit	F= D+E	(451,189)

The Board of Directors of Ut Xi Aquatic Products Processing Corporation proposes:

- According to the audited 2024 financial statements, the business performance result is negative. Due to this fact, we would like to report and propose to the 2025 Annual General Meeting of Shareholders not to distribute dividends in 2024.

- Considering the benefits of the Company as well as the interests of shareholders in the future, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

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



**NGUYEN TRIEU DONG**



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No: 02/TTr-HĐQT/UXC.25

Soc Trang, March 28, 2025

## PROPOSAL

***Regarding the results of remuneration payment to the Board of Directors and the Board of Supervisors in 2024 & Remuneration payment plan for the Board of Directors and the Board of Supervisors in 2025***

**To:**

**GENERAL MEETING OF SHAREHOLDERS**

**UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

- Pursuant to the Enterprise Law No. 59/2020/QH14, ratified by the National Assembly on June 17, 2020, effective from January 1, 2021;

- Pursuant to the Charter of Organization and Operation of Ut Xi Aquatic Products Processing Corporation approved by the 2023 Annual General Meeting of Shareholders on April 22, 2023.

The Board of Directors reports to the 2025 Annual General Meeting of Shareholders on the results of the remuneration payment to the Board of Directors and the Board of Supervisors in 2024 and proposes the remuneration payment level for members of the Board of Directors and the Board of Supervisors in 2025 as follows:

**▣ Report on remuneration payment to the Board of Directors and the Board of Supervisors in 2024:**

STT	Position	Remuneration/01 month	Note
<b>I. Board of Directors: Consisting of 05 members</b>			
01	01 Chairman	15,000,000	
02	04 Board of Directors' members (each member 7,000,000 VND/month)	28,000,000	
<b>Board of Directors' remuneration in 01 month is:</b>		<b>43.000.000</b>	
<b>II. Board of Supervisors: Consisting of 03 members</b>			
01	01 Head of the Board of Supervisors	5,000,000	
02	02 Members of Board of Supervisors/ Audit Committee (each member 2,500,000 VND/month)	5,000,000	
<b>Board of Supervisors' remuneration in 01 month is:</b>		<b>10.000.000</b>	
<b>In 2024, the remuneration paid to the Board of Directors and the Board of Supervisors is: 53,000,000 VND/01 month, equivalent to = 636,000,000 VND/year</b>			

**▣ Proposed remuneration plan for the Board of Directors and the Board of Supervisors for the year 2025:**





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*Based on the actual situation of production and business results of 2024 and the forecast for 2025, the Board of Directors and Board of Supervisors of the Company met and agreed to propose to the General Meeting of Shareholders of the Company to consider and approve the remuneration for the members of the Board of Directors and Board of Supervisors in 2025.*

***Specifically proposed as follows:***

STT	Position	Remuneration/01 month	Note
<b>I. Board of Directors: Consisting of 05 members</b>			
01	01 Chairman	13.000.000	
02	04 Board of Directors' members (each member 5,000,000 VND/month)	20.000.000	
<b>Expected Board of Directors' remuneration in 01 month is:</b>		<b>33.000.000</b>	
<b>II. Board of Supervisors: Consisting of 03 members</b>			
01	01 Head of the Board of Supervisors	3.000.000	
02	02 Members of Board of Supervisors/ Audit Committee (each member 2,000,000 VND/month)	4.000.000	
<b>Expected Board of Supervisors' remuneration in 01 month is:</b>		<b>7.000.000</b>	
<b>Expected remuneration paid to the Board of Directors and Board of Supervisors in 2025 is: 40,000,000 VND/01 month, equivalent to = 480,000,000 VND/year</b>			

The Board of Directors also requests the General Meeting's opinion on: authorizing the Board of Directors to approve other expenses to serve the activities of the Board of Directors and the Board of Supervisors; salaries and operating expenses of the assistants to the Board of Directors and the Board of Supervisors according to the provisions and guidance of the Law, suitable to the salary level at the Company – These expenses are included in the enterprise management expenses.

Respectfully submitted to the General Meeting for consideration and approval!

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



**NGUYEN TRIEU DONG**



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No: 03/TTr-HĐQT/UXC.25

Soc Trang, March 28, 2025

## PROPOSAL

### Regarding the dismissal of members of the Board of Directors and Board of Supervisors term 2020 - 2025 due to expiration of term

**To:**

#### GENERAL MEETING OF SHAREHOLDERS

#### UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly on 2020-06-17, effective from January 1, 2021;

- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly on 2019-11-26, effective from January 1, 2021;

- Pursuant to Circular No. 116/2020/TT-BTC dated 31/12/2020 of the Ministry of Finance guiding a number of articles on corporate governance applied to public companies in Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Securities Law;

- Pursuant to the Charter of Organization and Operation of Ut Xi Aquatic Products Processing Corporation approved by the 2023 Annual General Meeting of Shareholders on 22/04/2023.

The Board of Directors respectfully submits to the 2025 Annual General Meeting of Shareholders for approval the dismissal of members of the Board of Directors and Board of Supervisors for the 2020-2025 term due to the expiration of the term, to elect the Board of Directors and Board of Supervisors for the new term (2025-2030 term).

#### Members of the Board of Directors and the Board of Supervisors for the 2020-2025 term:

- |                            |                                      |
|----------------------------|--------------------------------------|
| 1. Mr. Nguyen Trieu Dong   | - Chairman of the Board of Directors |
| 2. Ms. Ly Bich Quyen       | - Member of the BOD                  |
| 3. Mr. Nguyen Hoang Phuong | - Member of the BOD                  |
| 4. Mr. Nguyen Hoang Nha    | - Member of the BOD                  |
| 5. Mr. Truong Truc Linh    | - Member of the BOD                  |
| 6. Mr. Dao Truong Han      | - Head of the BOS                    |
| 7. Ms. Tang Thi My Thuy    | - Member of the BOS                  |
| 8. Ms. Nguyen Thi Kim Ngan | - Member of the BOS                  |

Respectfully submitted to the General Meeting of Shareholders for consideration and approval!

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



**NGUYEN TRIEU DONG**





Sóc Trăng, March 28, 2025

## ANNOUNCEMENT

*Regarding the nomination and recommendation of candidates for election to the Board of Directors and Board of Supervisors Ut Xi Aquatic Products Processing Corporation for the 2025-2030 term*

**To: Shareholders of Ut Xi Aquatic Products Processing Corporation**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam, 14th Legislature, on June 17, 2020, effective from January 1, 2021;

- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 providing guidance on certain corporate governance matters applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

- Pursuant to the Charter of organization and operation of Ut Xi Aquatic Products Processing Corporation as approved by the 2023 Annual General Meeting of Shareholders on April 22, 2023.

The Company's Board of Directors and The Board of Supervisors for the 2020 – 2025 term will expire in 2025, according to the Resolution of the 2020 Annual General Meeting of Shareholders. Therefore, as planned, the 2025 Annual General Meeting of Shareholders will elect a new Board of Directors and The Board of Supervisors of Ut Xi Aquatic Products Processing Corporation for the 2025 – 2030 term. The Board of Directors proposes: the number of members of the Board of Directors be 05 (five) members and the The Board of Supervisors be 03 (three) members for the 2025 – 2030 term.

To prepare for the steps to elect members of the Board of Directors and The Board of Supervisors for the 2025 – 2030 term at the 2025 Annual General Meeting of Shareholders, the Board of Directors of Ut Xi Aquatic Products Processing Corporation would like to inform our Shareholders: The election regulations, standards, conditions, procedures, and required documents to exercise the right to nominate and be nominated for the Board of Directors and The Board of Supervisors, will be posted on the company's website at: : [www.utxi.com.vn](http://www.utxi.com.vn) from March 31, 2025.

We sincerely hope that shareholders will consult and exercise their rights in accordance with the Law and the Company's Charter.

Respectfully!

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



**NGUYEN TRIEU DONG**





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*Soc Trang, April 28, 2025*

**REGULATIONS ON NOMINATION, CANDIDACY AND ELECTION  
OF MEMBERS OF THE BOARD OF DIRECTORS AND BOARD OF SUPERVISORS  
UT XI AQUATIC PRODUCTS PROCESSING CORPORATION  
TERM 2025 – 2030**

*This Regulation shall be submitted to the Annual General Meeting of Shareholders in 2025  
for approval to conduct the election at the Meeting scheduled on April 28, 2025*

**Article 1. Legal Basis**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam, Legislature XIV, on June 17, 2020, and effective from January 01, 2021;
- Pursuant to Decree No. 47/2021/ND-CP dated April 01, 2021, detailing a number of articles of the Law on Enterprises;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing and guiding the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter on organization and operation of Ut Xi Aquatic Products Processing Corporation as approved by the Annual General Meeting of Shareholders on April 22, 2023.

**Article 2. General Principles**

**1. Principles for nominating/proposing members of the Board of Directors and the Board of Supervisors:**

a. Shareholders of Ut Xi Aquatic Products Processing Corporation (hereinafter referred to as the "Company") holding at least 5% of the voting shares for a continuous period of at least six (06) months have the right to combine their voting rights to nominate candidates for the Board of Directors. A shareholder or a group of shareholders holding more than 5% to less than 10% of the voting shares for a continuous period of at least six months may nominate one (01) member; from 10% to less than 30% may nominate two (02) members; from 30% to less than 50% may nominate three (03) members.

b. Shareholders of the Company holding at least 5% of the voting shares for a continuous period of at least six (06) months may combine their votes to nominate candidates for the Board of Supervisors. A shareholder or a group of shareholders holding more than 5% to less than 10% of the voting shares for a continuous period of at least six months may nominate one (01) member; from 10% to less than 30% may nominate two (02) members; from 30% to less than 50% may nominate three (03) members.

c. In the event that the number of candidates for the Board of Directors through nomination and proposal is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to a mechanism prescribed by the Company. The nomination mechanism or the manner in which the incumbent Board of Directors nominates







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candidates for the Board of Directors must be clearly announced and approved by the General Meeting of Shareholders before conducting the nomination.

d. In the event that the number of candidates for the The Board of Supervisors through nomination and proposal is still insufficient, the incumbent The Board of Supervisors may nominate additional candidates or organize nominations according to a mechanism prescribed by the Company. The nomination mechanism or the manner in which the incumbent The Board of Supervisors nominates candidates for the The Board of Supervisors must be clearly announced and approved by the General Meeting of Shareholders before conducting the nomination.

## **2. Principles for voting for members of the Board of Directors and the The Board of Supervisors:**

a. All shareholders of the Company (including those legally authorized by shareholders) who have registered to attend the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "Meeting") in accordance with the Company's regulations, have the right to vote for members of the Board of Directors and the The Board of Supervisors.

b. The voting for members of the Board of Directors and the The Board of Supervisors shall be conducted publicly at the Meeting and carried out by cumulative voting.

c. Principles for selecting elected candidates:

◆ Elected candidates are selected based on the number of votes received, from highest to lowest.

◆ Elected candidates must receive at least 65% of the total shares owned/authorized by the shareholders entitled to vote at the Meeting (according to Article 21 of the Company's Charter). In the event that the voting results do not yield a sufficient number of members for the Board of Directors or the The Board of Supervisors, the Meeting will conduct a second round of voting to select additional elected candidates from among the unelected candidates of the first round. After the second round of voting, if the number is still insufficient, the Meeting will decide whether to continue voting.

## **Article 3. Standards and Conditions for Candidates for the Company's Board of Directors and Board of Supervisors.**

A. Candidates for Member of the Board of Directors must meet the following standards and conditions:

### **1. Number:**

- **Number of elected Members of the Board of Directors: 05 people.**
- **Term: 05 years.**
- **Maximum number of candidates: 07 people.**

### **2. Standards for Member of the Board of Directors:**

Members of the Board of Directors must satisfy the standards for membership as prescribed in the Law on Enterprises, the Company Charter, the Internal Governance Regulations, and these Regulations, specifically:



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- a. Having full civil act capacity, not being subject to the prohibition on managing enterprises as prescribed in Clause 2, Article 17 of the 2020 Law on Enterprises; having business management and enterprise organization management capacity;
- b. Being an individual shareholder owning or representing ownership of at least 5% of the Company's charter capital;
- c. Having good health, good moral qualities, honesty, integrity, and knowledge of the law;
- d. Must fully record information according to Form 2A, issued with these regulations, and submit it to the Organizing Committee of the General Meeting by the prescribed deadline.2C
- e. Persons who are not shareholders of the Company but have professional qualifications and experience in business management or in the Company's main business lines, or other standards and conditions stipulated in the Company Charter, are nominated by a shareholder or group of shareholders owning from 10% of the voting shares for at least 6 consecutive months.

B. Candidates for the Board of Supervisors must meet the following standards and conditions:

**1. Number:**

- **Number of elected members of the Board of Supervisors: 03 people.**
- **Term: 05 years.**
- **Maximum number of candidates: 04 people.**

**2. Standards for Member of the Board of Supervisors:**

Members of the Board of Supervisors must satisfy the standards for membership as prescribed in the Law on Enterprises, the Company Charter, the Internal Governance Regulations, and these Regulations, specifically:

- a. Being 21 years of age or older, possessing full civil act capacity, and not falling under the subjects prohibited from establishing and managing enterprises as stipulated by the Law on Enterprises.
- b. Not being affiliated persons of the Members of the Board of Directors, the General Director of the Company, or the Chief Accountant of the Company.
- c. Not holding management positions in the Company (Member of the Board of Directors, General Director, Deputy General Director, Chief Accountant); not working in the accounting and finance department of the Company; not necessarily being a shareholder or employee of the Company;
- d. Having professional qualifications or experience in accounting or auditing, or having specialized knowledge or practical experience in management of the Company's principal business lines; the Board of Supervisors must have at least one member specializing in finance and accounting.
- e. Having good health, good moral qualities, honesty, integrity, and knowledge of the Law.
- f. Must fully record information according to Form 2B, 2C, issued with these regulations, and submit it to the Organizing Committee of the General Meeting by the prescribed deadline.





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***Article 4. Conditions for Having the Right to Vote for Election of Members of the Board of Directors and Board of Supervisors:***

1. Shareholders of the Company or their authorized representatives who have registered to attend the General Meeting in accordance with regulations and whose names are on the General Meeting attendance list of the Organizing Committee of the General Meeting have the right to vote to elect Members of the Board of Directors and Board of Supervisors (hereinafter referred to as shareholders with voting rights).

2. Registration for the General Meeting is conducted in accordance with the regulations of the Organizing Committee and follows the form issued with these regulations.

3. Shareholders of the Company or their authorized representatives who do not register to attend the General Meeting, or who register but not in accordance with the regulations, still have the right to attend the General Meeting, but do not have the right to vote for members of the Board of Directors and the The Board of Supervisors.

***Article 5. Cumulative Voting Method***

◆ Number of Board of Directors members to be elected this time: 05 people

◆ Number of The Board of Supervisors members to be elected this time: 03 people

◆ Election Method: Cumulative Voting. Accordingly, each shareholder has a total number of voting points corresponding to the total number of shares owned and/or represented multiplied (x) by the number of elected members of the Board of Directors or The Board of Supervisors.

◆ Shareholders have the right to cumulatively vote for one or several candidates among 05 to 07 candidates on the list of candidates for the Board of Directors, as well as 03 or 05 candidates on the list of candidates for the The Board of Supervisors.

◆ Shareholders have the right to allocate all their voting points to one person or divide their total voting points among the candidates they intend to elect to the Board of Directors or the The Board of Supervisors, but must ensure that the total points voted for those individuals add up to equal to or less than the shareholder's total permissible voting points.

◆ The Percentage of votes is calculated based on the total number of voting shares at the General Meeting.

◆ Shareholders who do not vote for anyone on the candidate list should leave the box for the number of shares voted for that person blank.

***Specific example:***

*The list of Board of Directors candidates includes 07 people: candidates A, B, C, D, E, F, G. The number of Board of Directors to be elected this time is 05 people.*

*A shareholder owning 1,000 shares. When participating in the election, the total number of voting points will be: 1,000 shares x 5 (05 elected members) = 5,000 points.*

*When cumulatively voting for candidates, shareholders have the right to allocate all 5,000 points to candidate A; or divide the points equally among the chosen candidates, such as candidate A: 1,000 points, candidate B: 1,000 points, candidate C: 1,000 points, candidate D: 1,000 points, and candidate E: 1,000 points. Or allocate only 5,000 points to 03 or 04 chosen candidates...*

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***Article 6. Ballot for the Board of Directors/The Board of Supervisors***

1. The ballot for the Board of Directors/The Board of Supervisors (referred to as the ballot) is printed uniformly. The ballot for members of the Board of Directors and the The Board of Supervisors is pre-printed with the names of the candidates in alphabetical order and bears the seal of Ut Xi Aquatic Products Processing Corporation in the upper left corner of the ballot.

The ballot clearly states the information of each shareholder, including: Ownership Registration Number and the total number of voting points. For distinction: the Board of Directors ballot is on blue paper - the The Board of Supervisors ballot is on pink paper.

2. When completing the attendance procedures at the reception desk, shareholders who are eligible to vote will be given 01 (one) Board of Directors ballot and 01 (one) The Board of Supervisors ballot by the Election Committee. Ballot distribution will cease 60 minutes after the commencement of the General Meeting. Ballots will not be reissued under any circumstances.

*Note:* ☒ Upon receiving the ballot from the Vote Counting Committee, shareholders must verify their Registration Number and the number of shares owned/represented.

***Article 7. How to Mark the Ballot***

1. Shareholders have the right to vote and cast their ballots as follows:

a. Assign points to each chosen candidate from the list, ensuring the total assigned points are less than or equal to the total points allocated on the ballot.

b. Shareholders may allocate all points to one or several candidates or distribute points among the candidates listed.

c. Shareholders may abstain from voting if they choose not to assign points to any candidate on the list.

d. To amend assigned points, strike through the incorrect entry, initial beside the strikethrough, and write the correct point allocation.

2. A valid ballot is one issued by the Election Committee, with the total points assigned to candidates being less than or equal to the total points indicated on the ballot.

3. Invalid ballots are those which:

- Have total assigned voting points exceeding the total allocated points (total points per shareholder equals shares owned or represented multiplied by 05 for Board of Directors members and/or 03 for The Board of Supervisors members elected this term).

- Have the voter's name completely erased.

- Include names not on the approved candidate list.

- Bear additional markings or the voter's signature.

- Lack the official UTXI Aquatic Products Processing Corporation seal.

***Article 8. Ballot Box Inspection and Voting***

1. The Election Committee will inspect the ballot box before the attending shareholders. Due to the different ballot colors, only one ballot box will be used for both Board of Directors





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(blue ballots) and The Board of Supervisors (pink ballots) votes, which the Election Committee will collect and count.

2. Voting commences at the chairperson's signal and concludes when the last shareholder casts their ballot.

***Article 9. Vote Counting and Announcement of Results***

1. Immediately following the voting period, the Election Committee will count the votes at the General Meeting of Shareholders under the observation of the incumbent The Board of Supervisors.

2. After vote counting, the Election Committee must prepare a report detailing: total shareholders or authorized representatives present, total eligible voters, total ballots issued, total ballots received, total valid and invalid ballots, and the vote percentage for each Board of Directors and The Board of Supervisors candidate in descending order.

3. The Head of the Election Committee will announce the voting results at the General Meeting of Shareholders.

***Article 10. Appeals Regarding the Election of Board of Directors and The Board of Supervisors Members***

Appeals concerning the voting process and election results for the Board of Directors and/or The Board of Supervisors will be addressed by the chairperson at the General Meeting of Shareholders.

This regulation, comprising 10 articles, is presented to the General Meeting of Shareholders. Upon receiving approval from at least 65% of the voting shares present, it will be adopted and implemented for the election of the Board of Directors and The Board of Supervisors for the 2025 – 2030 term.

**ON BEHALF OF THE ORGANIZING COMMITTEE  
HEAD OF THE COMMITTEE**



**NGUYEN HOANG PHUONG**

## MINUTES OF VOTE COUNTING FOR BOARD OF DIRECTORS ELECTION TERM 2025 – 2030

The Election Committee elected by the Congress shall prepare a record of the election results of the Company's Board of Supervisors, including the following members of the Election Committee:

- |                              |  |
|------------------------------|--|
| 1/- Mr. Chiem Hai Hoa,       | position: Head of the Election Committee   |
| 2/- Ms. Quach Ngoc Thanh     | Position: Member of the Election Committee |
| 3/- Ms. Danh Luu Huynh Trang | Position: Member of the Election Committee |

*Make a record with the following contents:*

As of 9: 30 am April 28, 2025

The total number of shareholders present at the Congress is:17, owning: 22,809,111 shares with voting rights at the Congress. The Election Committee shall carry out the procedures for distributing and collecting ballots for shareholders with voting rights, and count the ballots with the following results:

No.	Total votes	Amount	With total shares	Achieving ...% of the Number of Shares entitled to vote at the General Meeting	Equivalent to the number of voting points (multiplied by 3)	Notes
01	<b>SSUED</b>	17	22,809,111	100 %	114,045,555	
02	<b>RECEIVED</b>	16	22,737,111	99,68 %	113,685,555	
03	<b>VALID</b>	16	22,737,111	99,68 %	113,685,555	
04	<b>INVALID</b>	0	0	0	0	

The results of the vote counting for the Board of Directors for the 2025 - 2030 term are as follows:

No.	Full name of Candidate (arranged in alphabetical letters A, B, C...)	Results after election		Notes
		Number of shares elected by the General Meeting Voting	Achieve % of the number of shares entitled to vote at the General Meeting	
01	Nguyen Trieu <b>Dong</b>	25,221,220	110,58%	
02	Nguyen Hoang <b>Nha</b>	22,819,575	100,05%	
03	Nguyen Hoang <b>Phuong</b>	23,006,250	100,86%	
04	Ly Bich <b>Quyen</b>	24,000,000	105,22%	
05	Vo Thi Huyen <b>Trinh</b>	18,638,510	81,72%	
	<i>Total:</i>	<b>113,685,555</b>		

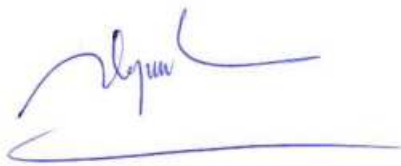


With the above results, the candidates named below were elected to the Company's BOARD OF DIRECTORS for the 2025 - 2030 term:

No.	Full name of Candidate (arranged in alphabetical letters A, B, C...)	Results after election		Notes
		Number of shares elected by the General Meeting Voting	Achieve % of the number of shares entitled to vote at the General Meeting	
01	Nguyen Trieu <b>Dong</b>	25,221,220	110,58%	
02	Ly Bich <b>Quyen</b>	24,000,000	105,22%	
03	Nguyen Hoang <b>Phuong</b>	23,006,250	100,86%	
04	Nguyen Hoang <b>Nha</b>	22,819,575	100,05%	
05	Vo Thi Huyen <b>Trinh</b>	18,638,510	81,72%	
	<i>Total:</i>	<b>05 Members</b>		

Please pass before Congress.

*Confirming the validity  
of the election results*  
**Company Supervisory Board**  
Head of Board



**Nguyen Thi Kim Ngan**

Established at UTXICO Shareholders'  
Meeting 2025  
9:30 am, on 28/4/2025  
**Election Committee at the Congress**  
Head of the Election Committee



**Chiem Hai Hoa**



## MINUTES OF ELECTION OF THE SUPERVISORY BOARD FOR THE TERM 2025 – 2030

The Election Committee elected by the Congress shall prepare a record of the election results of the Company's Board of Supervisors, including the following members of the Election Committee:

- |                              |  |
|------------------------------|--|
| 1/- Mr. Chiem Hai Hoa,       | position: Head of the Election Committee   |
| 2/- Ms. Quach Ngoc Thanh     | Position: Member of the Election Committee |
| 3/- Ms. Danh Luu Huynh Trang | Position: Member of the Election Committee |

Make a record with the following contents:

As of 9:30 am April 28, 2025

The total number of shareholders present at the Congress is: 17, owning: 22,809,111 shares with voting rights at the Congress. The Election Committee shall carry out the procedures for distributing and collecting ballots for shareholders with voting rights, and count the ballots with the following results:

No.	Total votes	Amount	With total shares	Achieving ...% of the Number of Shares entitled to vote at the General Meeting	Equivalent to the number of voting points (multiplied by 3)	Notes
01	SSUED	17	22,809,111	100 %	68,427,333	
02	RECEIVED	16	22,737,111	99,68 %	68,211,333	
03	VALID	16	22,737,111	99,68 %	68,211,333	
04	INVALID	0	0	0	0	

The results of the vote counting for the Board of Supervisors for the 2025-2030 term are as follows:

No.	Full name of Candidate (arranged in alphabetical letters A, B, C...)	Results after election		Notes
		Number of shares elected by the General Meeting Voting	Achieve % of the number of shares entitled to vote at the General Meeting	
01	Tran Nhat Luan	21,149,861	92,73 %	
02	Nguyễn Thị Kim Ngan	20,625,236	90,43 %	
03	Nguyễn Thái Nguyên	26,436,236	115,90 %	
	Total:	68,211,333		

With the above results, the candidates named below were elected to the Company's BOARD OF SUPERVISORS for the 2025 - 2030 term:



No.	Full name	Number of shares elected by the General Meeting Voting	Achieve % of the number of shares entitled to vote at the General Meeting	Notes
01	Nguyen Thai <b>Nguyen</b>	26,436,236	115,90 %	
02	Tran Nhat <b>Luan</b>	21,149,861	92,73 %	
03	Nguyễn Thị Kim <b>Ngan</b>	20,625,236	90,43 %	
Total:		<b>03 Members</b>		

Please pass before Congress.

*Confirming the validity  
of the election results*  
**Company Supervisory Board**  
Head of Board



**Nguyen Thi Kim Ngan**

Established at UTXICO Shareholders'  
Meeting 2025  
9:30 AM, on 28/4/2025  
**Election Committee at the Congress**  
Head of the Election Committee



**Chiem Hai Hoa**





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No: 04/TTr-BKS/UXC.25

Soc Trang, March 28, 2025

## **PROPOSAL**

***Regarding the selection of an Auditing Company for the 2025 financial statement  
audit of Ut Xi Aquatic Products Processing Corporation***

**To:**

**GENERAL MEETING OF SHAREHOLDERS**

**UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

To conduct the 2025 financial statement audit of Ut Xi Aquatic Products Processing Corporation, the Board of Supervisors submits to the Annual General Meeting of Shareholders the selection of an independent audit firm to review the company's financial statements for 2025 as follows:

***Proposed criteria for selecting an independent audit firm:***

The Board of Supervisors proposes to the Annual General Meeting of Shareholders the following criteria for selecting an independent audit firm:

- + Select a reputable audit firm, approved by the State Securities Commission to conduct audits for issuing organizations, listed organizations, and securities trading organizations;
- + An entity experienced in auditing within the seafood processing sector;
- + No conflict of interest when auditing the financial statements for Ut Xi Aquatic Products Processing Corporation;
- + Audit fees commensurate with the company's finances.

*Based on the above criteria, the Member of the Board of Supervisors proposes the following three (03) audit firms:*

- 1. AFC Vietnam Auditing Company Limited**
- 2. Southern Auditing and Accounting Financial Consulting Services Company Limited (AASCS)**
- 3. A&C Auditing and Consulting Company Limited**

Respectfully submitted to the General Meeting of Shareholders for approval of the criteria and the list of audit firms for the 2025 financial statement audit. Simultaneously, authorize the Board of Directors to decide on selecting one of the three aforementioned audit firms.

Respectfully submitted!

**ON BEHALF OF THE BOARD OF SUPERVISORS  
FOR THE HEAD OF THE BOARD**



**NGUYEN THI KIM NGAN**





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No: 05/TTr-HĐQT/UXC.25

Soc Trang, March 28, 2025

## **PROPOSAL**

### ***Regarding the amendment and supplementation of the Company Charter***

**To:** **GENERAL MEETING OF SHAREHOLDERS**  
**UT XI AQUATIC PRODUCTS PROCESSING CORPORATION**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and effective from January 1, 2021;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and effective from January 1, 2021;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance providing guidance on several provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government providing detailed regulations and guidance for the implementation of a number of provisions of the Law on Securities;;
- Pursuant to the Charter and internal regulations on governance of Ut Xi Aquatic Products Processing Corporation.

The Board of Directors respectfully submits to the General Meeting of Shareholders regarding the amendment and supplementation of the Company Charter as follows:

Based on the review of the organizational and operational Charter, the Board of Directors recognizes that certain provisions in the Company Charter need to be reviewed, amended, and supplemented to comply with current legal regulations. Some of the main amended and supplemented contents in the new Company Charter are presented in the attached submission (Attachment: Amended and supplemented contents of the Company Charter).

Shareholders may consult the draft amendment of the Company Charter on the company website: [www.utxi.com.vn](http://www.utxi.com.vn) for detailed adjustments.

Respectfully submitted to the General Meeting of Shareholders for approval!

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



**NGUYEN TRIEU DONG**



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## AMENDMENTS TO THE COMPANY CHARTER

*(Attached to Proposal No. 05/TTr-HĐQT/UXC.25 dated March 28, 2025)*

Chapter, Article of the Charter	Content of current Charter	Content of proposed Charter amendment	Reasons, Legal basis
<b>Article 1</b> <i>Definitions</i>	None	c. "Securities Law" means the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam, XIV Legislature, 8th session on 2019-11-26, effective from 2021-01-01;	Update legal references
	c. "Date of establishment" is the date the Company is issued the Business Registration Certificate.	d. "Date of establishment" is the date the Company is initially issued the Business Registration Certificate.	Update the definitions in accordance with
	d. "Managerial officers" refer to the General Director, Deputy General Directors, Chief Accountant, and other managerial positions within the Company as approved by the Board of Directors.	e. "Managerial officers" refer to individuals managing the Company, including the Chairman of the Board of Directors, members of the Board of Directors, the General Director, Deputy General Directors, and other managerial positions within the Company as approved by the Board of Directors from time to time.	Article 1, Appendix I issued together with Circular 116/2020/TT-BTC.
	e. "Person having family relationship" includes: wife, husband, biological father, biological mother, adoptive father, adoptive mother, father-in-law, mother-in-law, stepfather, stepmother, biological children, adopted children, son-in-law, daughter-in-law, brother, sister, brother-in-law, sister-in-law, wife's brother, husband's brother, wife's	Suggest removing.	Because the term "Person having family relationship" is not used in the content of the Charter.





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	sister, husband's sister, wife's younger sibling, husband's younger sibling.		
	f. "Related Person" means any individual or organization as stipulated in Clause 23, Article 4 of the Law on Enterprises.	f. "Related Person" is an individual or organization defined in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities.	Update the definitions in accordance with Article 1, Appendix I issued together with Circular 116/2020/TT-BTC.
	Not applicable.	g. Shareholder is an individual or organization owning at least one share of the joint-stock company.	
	Not applicable.	h. Founding shareholder is a shareholder owning at least one common share and signing the founding shareholder list of the joint-stock company.	
	Not applicable.	j. The Stock Exchange refers to the Vietnam Stock Exchange and its subsidiaries.	
<b>Article 2</b> <i>Name, form, head office, branches, representative offices, and operational duration of the Company.</i>	5. The General Director is the legal representative of the Company.	Include in Article 3 of the supplemental and amended Charter.	
	7. Unless terminated prematurely according to Clause 2, Article 53 and Article 54 or extended according to Article 54 of this Charter, the Company's operational duration will commence from the date of establishment and be indefinite.	6. Unless terminated prematurely according to Clause 2, Article 55 or extended according to Article 56 of this Charter, the Company's operational duration will commence from the date of establishment and be indefinite.	Update referencing to relevant regulations in the Charter. related to at the Charter.
<b>Article 3</b> <i>Legal representative of the Company.</i>	Not yet stipulated.	1. The Company shall have one (01) legal representative. The General Director is the legal representative of the Company. 2. The powers and responsibilities of the legal representative are decided by the Board of Directors in accordance with the	Supplemented to comply with Article 3, Appendix I issued with Circular





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		provisions of the Law on Enterprises, the Law on Securities, and this Charter. 3. The legal representative is responsible to the General Meeting of Shareholders and the Board of Directors for matters falling within the scope of allocated authority as stated in this Article and legal regulations.	116/2020/TT-BTC.
<b>Article 6</b> <i>Charter capital, shareholders, shares</i>	2. The Company's shares on the date of adoption of this Charter include common shares; the rights and obligations of shareholders attached to the shares are specified in Article 6 and Article 7 of this Charter.	2. The Company's shares on the date of adoption of this Charter include common shares and preferred shares (if any). The rights and obligations of shareholders holding each share type are specified in Article 12 and Article 13 of this Charter.	Supplemented and amended to comply with Clause 2, Article 6, Appendix I issued with Circular 116/2020/TT-BTC
	4. Common shares must be offered preferentially to existing shareholders in proportion to their common share ownership in the Company, unless otherwise stipulated by the General Meeting of Shareholders. The Company must announce the share offering; the announcement must specify the number of shares offered and a reasonable registration period (minimum of twenty working days) for shareholders to register for purchase. Any unsubscribed shares shall be decided upon by the Company's Board of Directors. The Board of Directors may distribute such shares to other entities under conditions and methods deemed appropriate, but shall not sell those shares under more	4. The names, addresses, number of shares and other information on the founding shareholders as prescribed by the Enterprise Law are specified in Appendix 01 attached hereto. This Appendix forms an integral part of this Charter. Common shares must be offered preferentially to existing shareholders in proportion to their common share ownership in the Company, unless otherwise stipulated by the General Meeting of Shareholders. The Company must announce the share offering; the announcement must clearly state the number of shares to be offered and a	Supplemented and amended to comply with Clause 5, Article 6, Appendix I issued with Circular 116/2020/TT-BTC.





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	favorable terms than those offered to existing shareholders unless otherwise approved by the General Meeting of Shareholders or in the event the shares are sold via the Stock Exchange/Securities Trading Center through an auction.	suitable registration period (at least twenty business days) so shareholders can register to purchase. The Board of Directors of the Company will decide on any shares that shareholders do not register to purchase in full. The Board of Directors may distribute these shares to entities under the conditions and in the manner it deems appropriate, but may not sell these shares under conditions more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or in cases where the shares are sold through the Stock Exchange/Securities Trading Center via auction.	
<b>Article 7</b> <i>Share Certificate</i>	<p>Article 8. Shareholder Register</p> <p>2. The shareholder register must bear the company's seal and the signature of the company's legal representative in accordance with the regulations of the Enterprise Law. The share certificate must clearly state the quantity and type of shares held by the shareholder, the full name of the shareholder, and other information as prescribed in Clause 2, Article 122 of the Enterprise Law.</p> <p>3. In the event that a shareholder changes their permanent address, they must promptly notify the company so that the shareholder register can be updated. The company shall not be held responsible for failure to contact shareholders due to lack of notification regarding changes in their address.</p>	<p>Article 7. Share Certificate</p> <p>2. A share is a security that certifies the lawful rights and interests of its holder with respect to a portion of the issuing organization's share capital. Shares must contain all the information prescribed in Clause 1, Article 121 of the Enterprise Law.</p> <p>3. Within one (01) month from the date of submitting a complete share ownership transfer request dossier as prescribed by the Company or within two (02) months from the date of full payment for the share purchase according to the Company's share issuance plan (or another deadline according to the issuance terms), the shareholder shall be</p>	Amended and supplemented to comply with Article 7, Appendix I issued together with Circular 116/2020/TT-BTC.



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	<p>4. In the event a share certificate is damaged, defaced, lost, or stolen, the shareholder has the right to request a new share certificate and to pay all related expenses to the Company. The shareholder's request must include the following: information about the lost, damaged, or otherwise destroyed share certificate; and a commitment to be responsible for any disputes arising from the issuance of the new share certificate.</p> <p>5. The Company must promptly update shareholder changes in the shareholder register as requested by the relevant shareholder in accordance with the Company's Charter.</p>	<p>issued a share certificate. The shareholder shall not be required to pay the Company for the cost of printing the share certificate.</p> <p>4. In the event that a share is lost, damaged, or otherwise destroyed, the shareholder shall be issued a replacement share by the Company upon their request. The shareholder's request must include the following:</p> <p>a. Information on the lost, damaged, or otherwise destroyed shares;</p> <p>b. A commitment to take responsibility for any disputes arising from the reissue of the new share.</p>	
<p><b>Article 9</b> <i>Share Transfer</i></p>	<p><b>Article 10. Share Transfer</b></p> <p>1. All shares may be freely transferred, except as prescribed in Clause 3, Article 120 of the Enterprise Law. Shares listed on the Stock Exchange/Securities Trading Center shall be transferred according to the regulations on securities and the securities market of the Stock Exchange/Securities Trading Center.</p> <p>2. Shares that have not been fully paid may not be transferred and are not entitled to related benefits such as the right to receive dividends, the right to receive shares issued to increase charter capital from owner's equity, and the right to purchase newly offered shares.</p>	<p><b>Article 9. Share Transfer</b></p> <p>1. All shares are freely transferable unless otherwise stipulated by this Charter and the law. Shares listed and registered for trading on the Stock Exchange are transferred in accordance with the provisions of the law on securities and the securities market.</p> <p>2. Unfully paid shares may not be transferred nor receive associated benefits, including dividend rights, rights to shares issued for charter capital increase from owner's equity, rights to purchase new share offerings, and other rights as prescribed by law.</p>	<p>Amended and supplemented to comply with Article 9, Appendix I issued together with Circular 116/2020/TT-BTC.</p>





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<b>Article 10</b> <i>Share Repurchase</i>	5. Shareholders whose shares are repurchased shall relinquish their shareholder status for those shares, but are still obligated to pay all related amounts plus interest at a rate (not exceeding 1.5 times the ceiling interest rate announced by the State Bank of Vietnam at the time of occurrence) at the time of repurchase, as decided by the Board of Directors, from the repurchase date until the payment date. The Board of Directors has full authority to decide on enforcing the full payment of the share value at the time of repurchase or may waive a portion or all of that amount.	Shareholders whose shares are recalled must relinquish their shareholder status for those shares, but remain liable for the total par value of the registered shares for the Company's financial obligations arising at the time of recall as decided by the Board of Directors, from the date of recall until the payment date. The Board of Directors has full authority to decide on the compulsory payment of the total share value at the time of recall.	Amended in accordance with Clause 5, Article 10, Appendix I issued with Circular 116/2020/TT-BTC
	<b>Article 12. Bond Issuance</b> 1. The Company has the right to issue bonds, convertible bonds, and other types of bonds in accordance with legal regulations. 2. The Company that has not fully paid both principal and interest on issued bonds, or has not paid or insufficiently paid debts due within the preceding three consecutive years, shall not be entitled to issue bonds, unless otherwise stipulated by securities laws. 3. The issuance of bonds to creditors that are selected financial institutions is not restricted by the provisions of Clause 2 of this Article. 4. The Board of Directors has the authority to decide on the type of bonds, the total value of bonds, and the issuance time, but must report to the General Meeting of Shareholders at the nearest meeting. The report must be accompanied by documents and records	Propose to remove	To comply with the guidance in Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC



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	<p>explaining the Board of Directors' resolution on the bond issuance.</p> <p>5. In the case of issuing bonds convertible into shares, the procedures corresponding to the share offering shall be followed in accordance with the Law on Enterprises and other relevant legal regulations. The company shall register the charter capital change within 10 days from the date of completion of the bond conversion into shares.</p>		
	<p>Article 13. Share Repurchase</p> <p>1. Share Repurchase at the Shareholder's Request</p> <p>a. Shareholders who vote against the resolution on company reorganization or changes to shareholder rights and obligations as stipulated in the Company's Charter have the right to request the company to repurchase their shares. The request must be in writing, stating the shareholder's name and address, the number of shares of each type, the intended selling price, and the reason for the repurchase request. The request must be sent to the company within 10 days from the date the General Meeting of Shareholders approves the resolution on the matters stipulated in this clause.</p> <p>b. The Company must repurchase shares at the shareholder's request as stipulated in Clause 1 of this Article at the market price, or the price decided by the Board of Directors, within 90 days from the date of receiving the</p>	<p>Proposal to remove</p>	<p>For compliance with guidelines in Appendix I, Model Charter issued with Circular 116/2020/TT-BTC</p>







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	<p>request. In case of disagreement on the price, the parties may request a professional valuation organization to determine the price. The Company shall introduce at least three professional valuation organizations for the shareholder to choose from, and that choice is final.</p> <p>2. Share Repurchase at the Company's Decision</p> <p>The Company has the right to repurchase no more than 30% of the total number of common shares sold, a portion or all of the preferred dividend shares sold according to the following regulations:</p> <p>a. The Board of Directors has the right to decide to repurchase no more than 10% of the total number of each type of shares offered for sale within 12 months. In other cases, the share repurchase shall be decided by the General Meeting of Shareholders;</p> <p>b. The Board of Directors decides the share repurchase price. For common shares, the repurchase price must not exceed the market price at the time of repurchase, except as prescribed in Clause 3 of this Article. For other types of shares, the repurchase price must not be lower than the market price.</p> <p>c. The Company may repurchase shares from each shareholder corresponding to their shareholding ratio in the company. In this case, the company's share repurchase decision must be notified by a guaranteed method to all shareholders within 30 days</p>	
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	<p>from the date the decision is approved. The notice must include the name, address of the company's head office, the total number of shares and type of shares to be repurchased, the repurchase price or the principle of determining the repurchase price, payment procedures and deadlines, procedures and deadlines for shareholders to offer their shares for sale to the company.</p> <p>Shareholders who agree to sell back shares must submit an offer to sell their shares by a guaranteed method to the company within 30 days from the date of notification. The offer must include the full name, permanent address, ID card number, Citizen Identification, Passport or other legal personal identification of individual shareholders; name, enterprise code or establishment decision number, address of the head office of institutional shareholders; shareholding book and number of shares offered for sale; payment method; signature of the shareholder or the shareholder's legal representative. The company only repurchases shares offered for sale within the aforementioned period.</p>		
<p><b>Article 11</b>  <i>Organizational Structure, Governance and Control</i></p>	<p>Article 14. Organizational Structure, Governance and Control</p> <p>1. The Company's organizational structure, governance, and control comprise: the General Meeting of Shareholders, the Board of Directors, and the General Director. At least 20% of the Board of Directors members</p>	<p>Article 11. Organizational Structure, Governance, and Control</p> <p>The Company's organizational structure, governance and control comprise:</p> <p>1. The General Meeting of Shareholders;</p> <p>2. The Board of Directors, The Board of Supervisors;</p>	<p>Supplemented and amended for compliance with Article 11, Appendix I, issued with Circular</p>

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	<p>must be independent members, and there is an Internal Audit Board under the Board of Directors. Independent members perform the supervisory function and organize the implementation of control over the company's management.</p> <p>2. In the event that the Company designates only one legal representative, the General Director shall be the legal representative of the company. In the event that there is more than one legal representative, the Chairman of the Board of Directors and the incumbent General Director shall naturally be the legal representatives of the company.</p>	3. General Director.	116/2020/TT-BTC
<b>CHAPTER VI</b> <i>SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS</i>	<b>CHAPTER VI</b> <b>GENERAL MEETING OF SHAREHOLDERS</b>	<b>CHAPTER VI</b> <b>SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS</b>	Supplemented and amended for compliance with Chapter VI, Appendix I, issued with Circular 116/2020/TT-BTC
<b>Article 12</b> <i>Shareholder Rights</i>	<p>Article 6. Shareholder Rights</p> <p>2. Common shareholders have the following rights:</p> <p>a. To attend and speak at General Meeting of Shareholders meetings and exercise voting rights at the in-person General Meeting of Shareholders; or online General Meeting of Shareholders; or both forms; the General Meeting of Shareholders may be authorized to delegate or exercise electronic voting</p>	<p>Article 12. Shareholder Rights</p> <p>2. Common shareholders have the following rights:</p> <p>a. Attend and speak at General Meeting of Shareholders meetings and exercise voting rights at the General Meeting of Shareholders meeting, either directly or through authorized representatives or by other means as prescribed by law and the</p>	Supplemented and amended to comply with Point a, Clause 2, Article 12, Appendix I issued together with Circular 116/2020/TT-BTC



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	rights in another prescribed form of the company.	company's charter. Each common share has one vote;	
	<p>3. A shareholder or a group of shareholders holding at least 05% of the total common shares has the following rights:</p> <p>d. Request the The Board of Supervisors to inspect specific matters relating to the management and administration of the company when deemed necessary. The request must be in writing; must include full name, permanent address, nationality, ID card number, passport number or other valid personal identification for individual shareholders; name, permanent address, nationality, establishment decision number or business registration number for institutional shareholders; the number of shares and the time of share registration of each shareholder, the total number of shares of the entire group of shareholders and the percentage of ownership in the total shares of the company; matters to be inspected, purpose of inspection;</p>	<p>3. A shareholder or group of shareholders holding 05% or more of the total common shares shall have the following rights:</p> <p>d. Request the The Board of Supervisors to inspect specific matters related to the management and administration of the company when deemed necessary. The request must be in writing and must include the following information: full name, permanent address, nationality, Citizen Identity Card number, Passport or other legally valid personal identification for individual shareholders; name, permanent address, nationality, establishment decision number or business registration number for institutional shareholders; the number of shares and the time of registration of each shareholder, the total number of shares of the entire group of shareholders, and the percentage of ownership in the company's total shares; the issue to be inspected, and the purpose of the inspection;</p>	<p>Supplemented and amended to comply with Point d, Clause 3, Article 12, Appendix I issued together with Circular 116/2020/TT-BTC</p>
<b>Article 13</b> <i>Shareholder Obligations</i>	Not available yet.	<p>1. Capital contributed through common shares must not be withdrawn from the Company in any form, except when the shares are repurchased by the Company or another party. In the event that a shareholder withdraws part or all of the contributed share capital in violation of</p>	<p>Supplemented and amended to comply with Article 13, Appendix I issued together with Circular</p>





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		this clause, that shareholder and related persons in the Company shall be jointly liable for the debts and other property obligations of the Company within the value of the withdrawn shares and any resulting damages.	116/2020/TT-BTC
<b>Article 14</b> <i>General Meeting of Shareholders</i>	Article 15. General Meeting of Shareholders 2. The Board of Directors organizes the annual General Meeting of Shareholders and selects a suitable location. The annual General Meeting of Shareholders decides on matters as prescribed by law and the company's charter, especially approving annual financial statements and the financial budget for the next fiscal year. Independent auditors are invited to attend the meeting to advise on the approval of the annual financial statements.	Article 14. General Meeting of Shareholders 2. The Board of Directors organizes the convening of the annual General Meeting of Shareholders and selects a suitable location. The annual General Meeting of Shareholders decides on matters as prescribed by law and the Company's Charter, especially approving the annual financial statements and the financial budget for the next fiscal year. Independent auditors are invited to attend the meeting to advise on the approval of the annual financial statements. In the event that the audit report of the Company's annual financial statements has material exceptions, adverse or disclaimer audit opinions, the Company must invite representatives of the approved audit organization that conducted the audit of the Company's financial statements to attend the annual General Meeting of Shareholders and the representative of the above-mentioned approved audit organization is responsible for attending the Company's annual General Meeting of Shareholders.	Supplemented and amended to comply with Article 14, Appendix I issued together with Circular 116/2020/TT-BTC.

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	5. Convening an extraordinary General Meeting of Shareholders. d. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the company. These costs do not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.	5. Convening an extraordinary General Meeting of Shareholders: d. In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to monitor the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders shall be reimbursed by the company. These costs do not include the expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.	
	Not applicable.	e. Procedures for organizing the General Meeting of Shareholders as prescribed in Clause 5, Article 140 of the Enterprise Law.	
<b>Article 15.</b> <i>Rights and Responsibilities of the General Meeting of Shareholders.</i>	Not applicable.	3. The General Meeting of Shareholders discusses and approves the following matters: a. The Company's annual business plan; b. The audited annual financial statements; c. The Board of Directors' report on the governance and performance of the Board of Directors and each member of the Board of Directors; in case the company operates under the model prescribed in Point b, Clause 1, Article	Supplemented and amended to comply with Clause 2, Clause 3, Article 15, Appendix I issued together with Circular 116/2020/TT-BTC





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		<p>137 of the Enterprise Law, independent members of the Board of Directors are responsible for reporting at the annual General Meeting of Shareholders as prescribed in Article 284 of Decree No. 155/2020/ND-CP dated 2020-12-31 of the Government detailing the implementation of a number of articles of the Law on Securities;</p> <p>d. Report on the Company's business results, the performance of the Board of Directors, and the General Director;</p> <p>e. Self-assessment report on the performance of the The Board of Supervisors and members of the The Board of Supervisors;</p> <p>f. Dividend rate for each share of each type;</p> <p>g. Number of members of the Board of Directors and the The Board of Supervisors;</p> <p>h. Electing, dismissing, and removing members of the Board of Directors and members of the The Board of Supervisors;</p> <p>i. Deciding the budget or the total amount of remuneration, bonuses and other benefits for the Board of Directors and the The Board of Supervisors;</p> <p>j. Approving the list of approved audit firms; deciding on an approved audit firm to inspect the company's operations when deemed necessary;</p>	
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		<p>k. Amendments and supplements to the Company Charter;</p> <p>l. Classes of shares and the number of new shares issued for each class of shares, and the transfer of shares by founding members within the first 03 years from the establishment date;</p> <p>m. Division, separation, consolidation, merger, or conversion of the Company;</p> <p>n. Reorganization and dissolution (liquidation) of the Company and appointment of the liquidator;</p> <p>o. Decision to invest in or sell assets with a value of 35% or more of the total asset value recorded in the Company's latest Financial Statement, except in cases where the Company Charter stipulates a different percentage or value;</p> <p>p. Decision to repurchase more than 10% of the total sold shares of each class;</p> <p>q. The company enters into contracts and transactions with entities stipulated in Clause 1, Article 167 of the Enterprise Law with a value equal to or greater than 35% of the total value of the company's assets recorded in the latest financial statement;</p> <p>r. Approval of the transactions stipulated in Clause 4, Article 293 of Decree No. 155/2020/ND-CP dated 2020-12-31 of the Government detailing the implementation of certain articles of the Securities Law;</p>	
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		<p>s. Approval of the Regulations on Corporate Governance, the Regulations on the Operation of the Board of Directors, and the Regulations on the Operation of the The Board of Supervisors;</p> <p>t. Other matters as prescribed by law and this Charter.</p> <p>4. All Resolutions and matters included in the meeting agenda must be discussed and voted upon at the General Meeting of Shareholders.</p>	
<p><b>Article 16</b> <i>Authorization to attend the General Meeting of Shareholders</i></p>	<p>Article 17. Methods of Attendance and Proxy Authorization for the General Meeting of Shareholders</p> <p>1. To facilitate the organization of the General Meeting, shareholders may register their attendance in advance by the deadline stated in the Notice of Invitation to the General Meeting of Shareholders (Notice of Meeting). Registration may be carried out using one of the following methods: in-person registration, telephone, fax, post, email to the Company, or online registration. Specific instructions for registration shall be provided in the Notice of Meeting and announced on the Company's website.</p>	<p>Article 16. Authorization to Attend the General Meeting of Shareholders</p> <p>1. Shareholders entitled to attend the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises may authorize another individual or organization to attend the meeting on their behalf. In cases where more than one authorized representative is appointed, the number of shares and corresponding voting rights authorized to each representative must be clearly specified.</p>	<p>Supplemented and amended to comply with Clause 1, Article 16, Appendix I issued together with Circular 116/2020/TT-BTC</p>
<p><b>Article 17</b> <i>Changing the rights</i></p>	<p>Not yet regulated</p>	<p>Article 17. Changing the rights</p> <p>1. Changes or cancellations of special rights attached to a class of preferred shares take effect when approved by shareholders representing at least 65% of the total voting shares of all shareholders</p>	<p>Supplemented in accordance with Article 17, Appendix I issued together with Circular</p>





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		<p>attending the meeting. A Resolution of the General Meeting of Shareholders on content that adversely affects the rights and obligations of preferred shareholders can only be passed if approved by preferred shareholders of the same class attending the meeting holding at least 75% of the total preferred shares of that class or approved by preferred shareholders of the same class holding at least 75% of the total preferred shares of that class in case the Resolution is passed in writing.</p> <p>2. The convening of a meeting of shareholders holding a class of preferred shares to approve the aforementioned change in rights is only valid if at least 02 shareholders (or their proxies) are present, holding at least 1/3 of the par value of the issued shares of that class. In the event that the required number of representatives is not present, the meeting will be reconvened within 30 subsequent days, and those holding shares of that class (regardless of the number of persons and number of shares) present in person or via proxy will be deemed to constitute the required quorum. At such preferred shareholders' meetings, holders of the shares of that class present in person or via proxy may request a secret ballot. Each share of the</p>	116/2020/TT-BTC.
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		<p>same class has equal voting rights at such meetings.</p> <p>3. The procedures for conducting such separate meetings shall be conducted in accordance with the provisions of Articles 19, 20, and 21 of these Articles of Association.</p> <p>4. Unless otherwise stipulated in the share issuance terms, any special rights associated with classes of preferred shares with respect to any or all matters relating to the distribution of profits or assets of the Company will not be altered upon issuance by the Company of additional shares of the same class.</p>	
<p><b>Article 18</b>  <i>Convening the General Meeting of Shareholders, Meeting Agenda, and Meeting Notice.</i></p>	<p>1. The Board of Directors shall convene the General Meeting of Shareholders, or the General Meeting of Shareholders shall be convened in the cases specified in Point b or Point c, Clause 4, Article 15 of these Articles of Association.</p>	<p>1. The Board of Directors convenes the General Meeting of Shareholders, or the General Meeting of Shareholders is convened as stipulated in Point b or Point c, Clause 4, Article 14 of these Articles of Association.</p>	<p>Updated reference to relevant regulations in the Articles of Association.</p>
	<p>3. The meeting invitation and agenda, meeting documents of the General Meeting of Shareholders shall be sent to all shareholders by means ensuring delivery to the shareholders' contact addresses and simultaneously published on the Company's website, the State Securities Commission, the Stock Exchange where the Company's shares are listed, and the online system if electronic voting is organized.</p>	<p>3. The meeting notice, agenda, and meeting materials for the General Meeting of Shareholders shall be sent to all shareholders in a manner that ensures delivery to their registered addresses, and simultaneously published on the Company's website, the State Securities Commission's website, the stock exchange where the company's shares are listed, and the online system if e-voting is conducted. The convener of the General Meeting of Shareholders must send the</p>	<p>Supplemented in accordance with Clause 3, Article 18, Appendix I issued together with Circular 116/2020/TT-BTC.</p>



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		meeting notice to all shareholders on the list of shareholders entitled to attend the meeting no later than 21 (twenty-one) days prior to the opening date of the meeting (calculated from the date the notice is sent or legally transmitted). The General Meeting of Shareholders' agenda and related documents regarding matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website.	
	4. Shareholders or shareholder groups mentioned in Clause 3, Article 6 of these Articles of Association have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and must be sent to the Company at least three (03) business days before the opening date of the General Meeting of Shareholders. The proposal must include the shareholder's full name, the number and type of shares held, and the content proposed to be included in the meeting agenda.	A shareholder or a group of shareholders, as referenced in Clause 3, Article 12 of this Charter, possesses the right to propose matters for inclusion in the agenda of the General Meeting of Shareholders. The proposal must be submitted in writing to the Company no less than three (03) business days prior to the commencement date of the General Meeting of Shareholders. This written proposal must include the shareholder's full name, the quantity and type of shares held, and the content of the proposed agenda item.	Updating the reference to the relevant regulation in the Charter. related to in the Charter.
<b>Article 19</b> <i>Conditions for Convening the General Meeting of Shareholders</i>	Solely the General Meeting of Shareholders retains the authority to modify the meeting agenda that was included with the meeting invitation, in accordance with the stipulations of Clause 3, Article 18 of this Charter.	Proposal to remove	For consistency with Article 19, Appendix I – Model Charter issued with Circular 116/2020/TT-BTC





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<b>Article 20</b> <i>Procedures for Conducting Meetings and Voting at the General Meeting of Shareholders</i>	<p>The Chairman of the Board of Directors shall preside over the General Meeting of Shareholders. In the Chairman's absence, the Vice Chairman of the Board of Directors, or an individual elected by the General Meeting of Shareholders, shall preside. Should none of these individuals be available to preside, the highest-ranking member of the Board of Directors present shall convene a meeting to elect a Chairman for the General Meeting of Shareholders. The Chairman is not required to be a member of the Board of Directors. The Chairman, Vice Chairman, or elected Chairman shall appoint a Secretary to record the minutes of the meeting. In the event of electing a Chairman, the name of the nominated Chairman and the number of votes received must be announced.</p> <p>Decisions made by the Chairman regarding the order of proceedings, procedural matters, or unforeseen events arising outside the agenda of the General Meeting of Shareholders, shall be considered final and binding.</p> <p>The Chairman of the General Meeting of Shareholders may adjourn the meeting, even if the required quorum is present, to a later time and location determined by the Chairman without requiring a vote from the meeting if it is determined that (a) the attendees cannot be comfortably seated at the meeting venue, (b) the conduct of those present disrupts or has the potential to disrupt</p>	<p>2. The election of the chairperson, secretary, and ballot counting committee is governed as follows:</p> <p>a. The Chairman of the Board of Directors presides or authorizes another Board member to preside over the General Meeting of Shareholders convened by the Board of Directors. Should the Chairman be absent or temporarily incapacitated, the remaining Board members elect one of their number to chair the meeting based on a majority vote. In the event of a failure to elect a chairperson, the Head of the The Board of Supervisors shall facilitate the General Meeting of Shareholders to elect a chairperson among the attendees, and the individual with the highest number of votes presides;</p> <p>b. Except as provided in point a of this clause, the individual convening the General Meeting of Shareholders facilitates the election of the chairperson by the General Meeting of Shareholders, and the individual with the highest number of votes chairs the meeting;</p> <p>c. The chairperson appoints one or more individuals as the meeting secretary/secretaries;</p> <p>d. The General Meeting of Shareholders elects one or more individuals to the ballot counting committee as proposed by the meeting chairperson.</p>	<p>Supplemented and amended to align with Clauses 2 to 9 of Article 20, Appendix I, issued with Circular 116/2020/TT-BTC.</p>
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	<p>the orderly conduct of the meeting, or (c) postponement is necessary for the meeting's business to be conducted validly. Furthermore, the Chairman may adjourn the meeting with the unanimous consent or at the request of the General Meeting of Shareholders, provided the required quorum is met. The maximum adjournment period shall not exceed three (03) days from the intended commencement date. The reconvened meeting shall address only the matters that would have been lawfully resolved at the previously adjourned meeting. In the event the Chairman adjourns or suspends the General Meeting of Shareholders contrary to the provisions of Clause 4, Article 20, the General Meeting of Shareholders shall elect another individual from among the attendees to replace the Chairman and conduct the meeting until its conclusion, and the validity of the votes cast at that meeting shall not be affected. The Chairman or the Secretary of the meeting may undertake actions deemed necessary to ensure the orderly and legitimate conduct of the General Meeting of Shareholders or to ensure that the meeting accurately reflects the will of the majority of attendees. The Board of Directors may require shareholders or their authorized representatives attending the General Meeting of Shareholders to submit to inspections or security measures deemed</p>	<p>3. The meeting's agenda and content must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and precisely specify the allotted time for each matter outlined within the meeting agenda's content.</p> <p>4. The meeting chairperson reserves the right to take any necessary and reasonable measures to facilitate the General Meeting of Shareholders in an orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.</p> <p>a. Arrange seating at the General Meeting of Shareholders venue;</p> <p>b. Ensure the safety of all individuals present at the meeting venues;</p> <p>c. Facilitate shareholder participation (or continued participation) in the meeting. The convener of the General Meeting of Shareholders has full authority to modify the aforementioned measures and to implement all necessary measures. Applicable measures may include issuing entry passes or employing other selection methods.</p> <p>5. The General Meeting of Shareholders shall discuss and vote on each matter on the agenda. Voting will be conducted by affirmative vote, dissenting vote, and abstention. The voting results are announced by the chairperson immediately before the meeting adjourns.</p>	
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	<p>appropriate by the Board of Directors. In cases where a shareholder or authorized representative refuses to comply with such inspection or security measures, the Board of Directors, after careful consideration, may refuse or expel said shareholder or representative from participating in the meeting.</p> <p>8. The Board of Directors, after careful consideration, may implement measures deemed appropriate by the Board of Directors to:</p> <p>a. Regulate the number of attendees at the main General Meeting of Shareholders venue;</p> <p>b. Ensure the safety of all individuals present at said venue;</p> <p>c. Facilitate shareholder participation (or continued participation) in the meeting.</p> <p>The Board of Directors has full authority to modify the aforementioned measures and implement any necessary measures deemed essential by the Board of Directors. Applicable measures may include issuing entry passes or employing other selection methods.</p> <p>9. In the event of such measures being implemented at the General Meeting of Shareholders, the Board of Directors, when determining the meeting venue, may:</p> <p>a. Announce that the meeting will proceed at the location indicated in the notice, and the</p>	<p>6. Shareholders or their proxies arriving after the commencement of the meeting shall still be registered and entitled to participate in the voting immediately after registration; in this case, the validity of matters previously voted upon remains unchanged.</p> <p>7. The convener or chairperson of the General Meeting of Shareholders has the following authority:</p> <p>a. To require all attendees to undergo inspections or other lawful and reasonable security measures;</p> <p>b. To request the competent authority to maintain order at the meeting; to expel from the General Meeting of Shareholders individuals who fail to comply with the chairperson's instructions, deliberately disrupt order, obstruct the normal progress of the meeting, or fail to adhere to security inspection requests.</p> <p>8. The chairperson may postpone a General Meeting of Shareholders, with maximum registered attendees, for no more than 03 business days from the intended commencement date, solely in the following circumstances:</p> <p>a. The venue lacks sufficient and convenient seating for all attendees;</p> <p>b. The communication facilities at the venue are inadequate to enable</p>	
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	<p>chairperson will be present there ("Main Meeting Venue");</p> <p>b. Arrange and organize for shareholders or authorized representatives unable to attend the meeting pursuant to this provision or those wishing to participate from a location other than the Main Meeting Venue to attend the meeting simultaneously; The meeting notice need not specify the organizational arrangements under this provision.</p>	<p>shareholders to participate, discuss, and vote;</p> <p>c. An attendee obstructs or disrupts the order, jeopardizing the fair and lawful conduct of the meeting.</p> <p>9. Should the chairperson postpone or adjourn the General Meeting of Shareholders contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another attendee to replace the chairperson and conduct the meeting until its conclusion; all Resolutions adopted at such a meeting shall be valid and enforceable.</p>	
<p><b>Article 21.</b> <i>Approved by the General Meeting of Shareholders</i></p>	<p>1. Resolutions concerning the following matters are adopted if they receive affirmative votes from shareholders representing at least 65% of the total voting shares of all shareholders present at the meeting.</p>	<p>1. Resolutions regarding the following matters are passed if they receive affirmative votes from shareholders representing at least 65% of the total voting shares of all shareholders present at the meeting, except as stipulated in Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.</p>	<p>Amended to be consistent with Clause 1, Article 21, Appendix I, issued together with Circular 116/2020/TT-BTC.</p>
	<p>2. Other decisions are adopted when approved by shareholders representing more than 50% of the total voting shares of all shareholders present at the meeting, except as prescribed in Clauses 1, 3, 4, and 5 of this Article.</p>	<p>2. Other Resolutions are adopted when approved by shareholders holding more than 50% of the total votes of all shareholders present at the meeting, except as stipulated in Clause 1 of this Article and Clauses 3, 4, and 6 of Article 148 of the Law on Enterprises.</p>	<p>Supplemented and amended for conformity with Clause 2, Article 21, Appendix I, promulgated with Circular 116/2020/TT-BTC.</p>





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	3. The voting for members of the Board of Directors and the The Board of Supervisors shall be conducted by cumulative voting, whereby each shareholder has a total number of votes equal to the total number of shares owned multiplied by the number of members to be elected to the Board of Directors or The Board of Supervisors, and the shareholder has the right to cast all or part of their total votes for one or several candidates. The elected members of the Board of Directors or The Board of Supervisors members are determined based on the number of votes received, starting from the candidate with the highest number of votes until the number of members prescribed in the company's Charter is reached. In the event that two or more candidates receive the same number of votes for the last member of the Board of Directors or the The Board of Supervisors, a revote will be held among the tied candidates or a selection will be made based on criteria stipulated in the election regulations or the company's Charter.	3. The election of members of the Board of Directors and the The Board of Supervisors must be conducted in accordance with the provisions of Clause 3, Article 148 of the Law on Enterprises 2020.	Amended to comply with Clause 3, Article 148 of the Law on Enterprises 2020.
	4. In the case of passing a Resolution by written ballot, the Resolution of the General Meeting of Shareholders shall be passed if it is approved by shareholders holding more than 50% of the total voting shares of all shareholders entitled to vote.	4. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the order and procedures for convening the meeting and passing the resolutions violate the provisions of the Law on Enterprises and the company's Charter.	Supplemented and amended to comply with Clause 3, Article 21 of Appendix I issued together with Circular 116/2020/TT-BTC.

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	5. A Resolution of the General Meeting of Shareholders on matters that adversely affect the rights and obligations of shareholders holding preferred shares shall only be passed if it is approved by preferred shareholders of the same class attending the meeting holding from 75% of the total preferred shares of that class or more, or approved by preferred shareholders of the same class holding from 75% of the total preferred shares of that class or more in case of passing a Resolution by written ballot.	Suggest removal.	To be consistent with Article 21 of Appendix I issued together with Circular 116/2020/TT-BTC.
<b>Article 22.</b> <i>Authority and procedures for obtaining shareholder opinions in writing to approve decisions of the General Meeting of Shareholders.</i>	1. The Board of Directors has the right to obtain shareholders' opinions in writing to approve decisions of the General Meeting of Shareholders at any time if deemed necessary for the benefit of the company.	1. The Board of Directors may solicit shareholder opinions in writing for approval of General Meeting of Shareholders resolutions at any time if deemed necessary for the benefit of the company, except as provided for in Clause 2, Article 147 of the Enterprise Law (unless otherwise stipulated in the company's Charter).	Supplemented to comply with Clause 1, Article 22 of Appendix I issued together with Circular 116/2020/TT-BTC.
	c. Full name, permanent address, nationality, ID card number, passport number or other legal personal identification of the shareholder being an individual; name, permanent address, nationality, establishment decision number or business registration number of the shareholder or authorized representative of the shareholder being an organization; the number of shares of each type and the number of voting shares of the shareholder.	c. Full name, permanent address, nationality, Citizen Identity Card number, Passport number or other legal personal identification of the shareholder being an individual; name, permanent address, nationality, establishment decision number or business registration number of the shareholder or authorized representative of the shareholder being an organization; number of shares of each type and number of voting shares of the shareholder.	As the Identity Card is no longer valid, it is replaced by the Citizen Identity Card.







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	7. The minutes of the vote counting results must be published on the company's website within twenty-four (24) hours and sent to shareholders within fifteen (15) days from the date of completion of the vote counting.	7. The minutes of the vote counting and the Resolution must be sent to shareholders within 15 days from the date of completion of the vote counting. Sending the minutes of the vote counting and the Resolution may be replaced by posting them on the company's website within 24 hours from the time the vote counting is completed.	Amended and supplemented to comply with Clause 6, Article 22, Appendix I issued together with Circular 116/2020/TT-BTC.
<b>Article 23</b> <i>Minutes of the General Meeting of Shareholders</i>	<p>Article 23. Minutes of the General Meeting of Shareholders</p> <p>The chairperson of the General Meeting of Shareholders is responsible for organizing and archiving the minutes of the General Meeting of Shareholders. The minutes of the General Meeting of Shareholders must include the contents as prescribed in Clause 1, Article 50 of the Law on Enterprises; must be published on the Company's website within twenty-four (24) hours and sent to all shareholders within fifteen (15) days from the date the General Meeting of Shareholders concludes.</p> <p>The minutes of the General Meeting of Shareholders are considered authentic evidence of the work carried out at the General Meeting of Shareholders unless there are objections to the contents of the minutes raised in accordance with prescribed procedures within ten (10) days from the date of sending the minutes. The minutes must be prepared in Vietnamese, signed by the Chairman and Secretary of the meeting, and</p>	<p>Article 23. Resolution, Minutes of the General Meeting of Shareholders</p> <p>1. The General Meeting of Shareholders must be recorded in minutes and may be audio-recorded or recorded and stored in other electronic forms. The minutes must be in Vietnamese, may also be in a foreign language, and must include the following main contents:</p> <p>a. Name, head office address, enterprise registration code;</p> <p>b. Time and place of the General Meeting of Shareholders;</p> <p>c. Meeting agenda and meeting content;</p> <p>d. Full name of the chairman and secretary;</p> <p>e. Summary of the meeting proceedings and comments made at the General Meeting of Shareholders on each issue on the agenda;</p> <p>f. Number of shareholders and total votes of shareholders attending the meeting, appendix of the list of registered shareholders, representatives of</p>	Supplemented and amended in accordance with Article 23, Appendix I issued together with Circular 116/2020/TT-BTC



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	<p>prepared in accordance with the Law on Enterprises and these Articles of Association. Records, minutes, signature books of attending shareholders, and proxy documents must be kept at the Company's headquarters.</p>	<p>shareholders attending the meeting with corresponding number of shares and votes;</p> <p>g. Total votes for each voting issue, specifying the voting method, total valid votes, invalid votes, votes in favor, votes against, and abstentions; corresponding percentage of the total votes of shareholders attending the meeting;</p> <p>h. Issues approved and corresponding approval vote percentage;</p> <p>i. Full name and signature of the chairman and secretary. If the chairman or secretary refuses to sign the minutes of the meeting, these minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and have full content as prescribed in this clause. The minutes of the meeting clearly state the chairman's or secretary's refusal to sign the minutes of the meeting.</p> <p>2. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairman and secretary of the meeting, or others who sign the minutes, are jointly responsible for the truthfulness and accuracy of the content of the minutes.</p> <p>3. The minutes prepared in both Vietnamese and English have equal legal validity. In the event of any discrepancies between the Vietnamese and English</p>	
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		<p>versions, the Vietnamese version shall prevail.</p> <p>4. Resolutions and minutes of the General Meeting of Shareholders must be published on the Company's website within twenty-four (24) hours or sent to all shareholders within fifteen (15) days from the date the General Meeting of Shareholders concludes.</p> <p>5. The General Meeting of Shareholders' minutes are considered authentic proof of the proceedings conducted at the General Meeting of Shareholders unless objections to the minutes' contents are raised according to the prescribed procedures within ten (10) days from the date the minutes are sent. The minutes must be prepared in Vietnamese, signed by the Chairman and Secretary of the meeting, and drafted according to the Law on Enterprises and this Charter. Records, minutes, the attendance book of attending shareholders, and proxy documents must be kept at the Company's headquarters.</p> <p>6. Resolutions, Minutes of the General Meeting of Shareholders, an appendix listing registered shareholders with their signatures, proxy documents, all attached documents (if any), and related documents accompanying the meeting invitation must be disclosed according to regulations on information disclosure in</p>	
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		the securities market and kept at the Company's headquarters.	
<b>Article 24</b> <i>Request to Invalidate Resolutions of the General Meeting of Shareholders</i>	Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the vote tally of the General Meeting of Shareholders, the Shareholder or group of shareholders referred to in Clause 3, Article 6 of this Charter has the right to request the Court or Arbitrator to review and invalidate the resolution of the General Meeting of Shareholders in the following cases: 1. The procedures for convening the General Meeting of Shareholders have been seriously violated as prescribed by the Law on Enterprises and the Company's Charter;	Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of the vote tally of the General Meeting of Shareholders, the Shareholder or group of shareholders referred to in Clause 3, Article 12 of this Charter has the right to request the Court or Arbitrator to review and invalidate the resolutions of the General Meeting of Shareholders in the following cases: 1. The procedures for convening the General Meeting of Shareholders have been seriously violated as prescribed by the Law on Enterprises and the Company's Charter, except for the case specified in Clause 4, Article 21 of this Charter.	Update reference to the regulation related in the Charter
	Article 25. Validity of Resolutions of the General Meeting of Shareholders 1. Resolutions of the General Meeting of Shareholders are effective from the date of their adoption or from the effective date stated in the resolutions. 2. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and valid even if the procedures for approving these resolutions are not implemented as prescribed. 3. If a shareholder or a group of shareholders as prescribed in Clause 3, Article 6 requests	Not applicable	Consistent with guidelines in Appendix I, Model Charter issued together with Circular 116/2020/TT-BTC





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	the Court or Arbitrator to invalidate a resolution of the General Meeting of Shareholders, such resolutions shall remain in effect until the Court or Arbitrator decides otherwise, except in cases where provisional emergency measures are applied according to the decision of a competent authority.		
	<p>Article 26. Board of Directors</p> <p>1. The Board of Directors is the company's managing body, fully authorized on behalf of the company to make decisions and execute the company's rights and obligations, excluding the rights and obligations falling under the authority of the General Meeting of Shareholders.</p> <p>2. The Board of Directors has the following rights and obligations:</p> <p>a) Decide on the company's strategy, medium-term development plan, and annual business plan;</p> <p>b) Propose the types of shares and the total number of shares offered for sale for each type;</p> <p>c) Decide on the sale of unsold shares within the authorized offering limit for each share type; decide on raising additional capital through other means;</p> <p>d) Decide on the selling price of the company's shares and bonds;</p> <p>e) Decide on share repurchases as stipulated in Clause 1 and Clause 2, Article 133 of the Enterprise Law;</p>	Add to Article 27 of the Charter, supplements, and amendments.	In accordance with the guidance of Appendix I, Model Charter issued with Circular 116/2020/TT-BTC.





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	<p>f) Decide on investment plans and investment projects within the authorized scope and limits as prescribed by law;</p> <p>g) Decide on solutions for market development, marketing, and technology;</p> <p>h) Approve contracts for purchase, sale, borrowing, lending, and other transactions with a value of 35% or more of the total asset value recorded in the company's most recent financial statements, except for contracts and transactions under the decision-making authority of the General Meeting of Shareholders as stipulated in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Enterprise Law;</p> <p>i) Elect, dismiss, and remove the Chairman of the Board of Directors; appoint, dismiss, sign contracts, and terminate contracts with the Director or General Director and other key management personnel as stipulated in the company's Charter; decide on salaries, remuneration, bonuses, and other benefits for these managers; appoint authorized representatives to participate in the Members' Council or General Meeting of Shareholders at other companies and determine their remuneration and other benefits;</p> <p>j) Supervise and direct the Director or General Director and other managers in the daily operation of the company's business;</p> <p>k) Decide on the organizational structure and internal management regulations of the company; decide on the establishment of</p>	
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	<p>subsidiaries, branches, representative offices, and capital contributions and share purchases in other enterprises;</p> <p>l) Approve the agenda and content of documents for the General Meeting of Shareholders; convene the General Meeting of Shareholders or solicit opinions for resolutions to be adopted by the General Meeting of Shareholders;</p> <p>m) Submit the annual financial statements to the General Meeting of Shareholders;</p> <p>n) Propose the dividend rate to be paid; decide on the timeframe and procedures for paying dividends or handling losses incurred during business operations;</p> <p>o) Propose the reorganization or dissolution of the company; request bankruptcy of the company;</p> <p>p) Other rights and obligations as prescribed by the Enterprise Law and the company's Charter.</p> <p>3. The Board of Directors adopts resolutions and makes Decisions by voting at meetings or obtaining written opinions. Each member of the Board of Directors has one vote.</p> <p>4. In the event that a resolution or Decision adopted by the Board of Directors violates legal regulations, resolutions of the General Meeting of Shareholders, or the company's Charter, causing damage to the company, the members who voted in favor of the resolution or Decision shall be jointly and severally liable for such resolution or Decision and</p>		
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	shall compensate the company for the damage; members who voted against such resolution or Decision shall be exempt from liability. In such cases, the company's shareholders have the right to request the Court to suspend or annul the said resolution or Decision.		
<b>Article 25</b> <i>Nomination of Members of the Board of Directors</i>	None	Article 25. Nomination of Members of the Board of Directors 1. In the event that candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least ten (10) days prior to the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Candidates for the Board of Directors must have a written commitment to the honesty and accuracy of the personal information disclosed and must commit to performing their duties honestly, prudently, and in the best interests of the Company if elected as a Member of the Board of Directors. Information related to the candidate for the Board of Directors to be announced includes: a. Full name, date, month, and year of birth; b. Educational Qualification; c. Qualification; d. Work experience;	Supplement in accordance with Article 25, Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.

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		<p>e. Other management positions (including the title of Member of the Board of Directors of another company);</p> <p>f. Evaluation report on the candidate's contribution to the Company, in case such candidate is currently a Member of the Board of Directors of the Company;</p> <p>g. Interests related to the Company (If any);</p> <p>h. Full name of the shareholder or group of shareholders nominating such candidate (If any);</p> <p>i. Other information (If any).</p> <p>2. A shareholder or group of shareholders holding from 5% to less than 10% of the total voting shares has the right to nominate one (01) candidate; from 10% to less than 30% may nominate a maximum of two (02) candidates; from 30% to less than 40% may nominate up to three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates and from 50% or more may nominate a maximum of five (05) candidates.</p> <p>3. In the event that the number of candidates for the Board of Directors through nomination is still insufficient as prescribed in Clause 5, Article 115 of the Enterprise Law, the incumbent Board of Directors shall introduce additional candidates or organize nominations according to the company's charter,</p>	
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		internal regulations on corporate governance and regulations on operation of the Board of Directors. The incumbent Board of Directors introducing additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect Members of the Board of Directors as prescribed by law. 4. Members of the Board of Directors must meet the standards and conditions as prescribed in Clause 1 and Clause 2, Article 155 of the Enterprise Law and the Company's Charter.	
<b>Article 26</b> <i>Composition and term of Members of the Board of Directors</i>	Article 27. Term, quantity, organizational structure, standards and conditions for being a Member of the Board of Directors 1. The Board of Directors has from 03 to 11 members.	Article 26. Composition and term of Members of the Board of Directors 1. The Board of Directors can have from 03 to 05 members, including at least 01 independent member of the Board of Directors.	Supplement and amend in accordance with Decree 155/2020/ND-CP Article 276.
	3. Members of the Board of Directors must meet the following standards and conditions: a) Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises; b) Possess professional qualifications and experience in business administration or in the company's field, sector, or business line, and not necessarily be a shareholder of the company unless otherwise stipulated in the company's charter; c) A Member of the Board of Directors of the company may concurrently serve as a	3. The composition of the Board of Directors is as follows: The total number of independent Members of the Board of Directors must account for at least one-third (1/3) of the total number of Members of the Board of Directors. 4. A Member of the Board of Directors ceases to be a Member of the Board of Directors in the following circumstances: a. No longer qualified to be a Member of the Board of Directors as prescribed by the Law on Enterprises or legally	Supplemented to conform with Clause 3 to Clause 6, Article 26, Appendix I, Model Charter issued together with Circular 116/2020/TT-BTC.





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	<p>Member of the Board of Directors of another company;</p> <p>4. Unless otherwise stipulated by securities laws, independent Members of the Board of Directors must meet the following standards and conditions:</p> <p>a) Not be a person currently working for the company, the parent company, or a subsidiary of the company; not have worked for the company, the parent company, or a subsidiary of the company for at least three consecutive years prior;</p> <p>b) Not be a person currently receiving salary or remuneration from the company, except for allowances received by Members of the Board of Directors as regulated;</p> <p>c) Not be a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the company; is a manager of the company or a subsidiary of the company;</p> <p>d) Not directly or indirectly own at least 1% of the total voting shares of the company;</p> <p>e) Not have been a Member of the Board of Directors or the The Board of Supervisors of the company for at least five consecutive years prior, unless appointed for two consecutive terms.</p> <p>5. Independent Members of the Board of Directors must notify the Board of Directors of their failure to meet the standards and</p>	<p>prohibited from serving as a Member of the Board of Directors;</p> <p>b. Submits a letter of resignation;</p> <p>c. Suffers from a mental disorder, and other Members of the Board of Directors possess professional evidence demonstrating their incapacity;</p> <p>d. Fails to attend Board of Directors meetings for six (06) consecutive months, except in cases of force majeure;</p> <p>e. By decision of the General Meeting of Shareholders;</p> <p>f. Provides false personal information when applying to the company as a Board of Directors candidate;</p> <p>g. Other cases as prescribed by law and this Charter.</p> <p>5. The appointment of a Member of the Board of Directors must be disclosed in accordance with the regulations on information disclosure in the securities market.</p> <p>6. Members of the Board of Directors are not required to be shareholders of the company.</p>	
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	conditions stipulated in Clause 4 of this Article and automatically cease to be independent Members of the Board of Directors from the date they no longer meet these standards and conditions. The Board of Directors must announce the case of an independent Member of the Board of Directors failing to meet the standards and conditions at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement independent Member of the Board of Directors within six months from the date of receiving the notification from the relevant independent Member of the Board of Directors.		
<b>Article 27</b> <i>Rights and Obligations of the Board of Directors</i>	Not applicable	Article 27. Rights and Obligations of the Board of Directors 1. The Board of Directors is the managing body of the Company, having full authority on behalf of the Company to decide and exercise the rights and obligations of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders. 2. The rights and obligations of the Board of Directors are stipulated by law, the Company's Charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:	Supplemented to comply with Article 27, Appendix I, Model Charter issued together with Circular 116/2020/TT-BTC.





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		<p>a. Decide on the Company's strategies, medium-term development plans, and annual business plans.</p> <p>b. Propose the types of shares and the total number of shares offered for sale for each type.</p> <p>c. Decide on the sale of unsold shares within the total number of shares offered for sale for each type; decide on raising additional capital in other forms.</p> <p>d. Decide the selling price of the Company's shares and bonds.</p> <p>e. Decide on the repurchase of shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises.</p> <p>f. Decide on investment solutions and investment projects within the competence and limits prescribed by law.</p> <p>g. Decide solutions for market development, marketing, and technology.</p> <p>h. Approve contracts for purchase, sale, borrowing, lending, and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statements and contracts and transactions under the decision-making authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises.</p> <p>i. Elect, dismiss, and remove the Chairman of the Board of Directors;</p>	
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		<p>appoint, dismiss, sign contracts, and terminate contracts with the Director (General Director) and other key management personnel as stipulated by the Company's Charter; decide salaries, remuneration, bonuses, and other benefits of these managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, and decide the remuneration and other benefits of these individuals.</p> <p>j. Supervise and direct the General Director and other managers in operating the Company's daily business activities.</p> <p>k. Decide the organizational structure and internal management regulations of the Company, decide the establishment of subsidiaries, branches, representative offices, and capital contribution and purchase of shares in other enterprises.</p> <p>l. Approve programs and contents of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders, or obtain opinions for the General Meeting of Shareholders to pass resolutions.</p> <p>m. Submit the audited annual financial statements to the General Meeting of Shareholders.</p> <p>n. Propose the dividend rate to be paid; decide the time limit and procedures for</p>	
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		<p>paying dividends or handling losses incurred during business operations.</p> <p>o. Propose the reorganization or dissolution of the Company; request bankruptcy of the Company.</p> <p>p. Decide on the issuance of the Board of Directors' Operating Regulations, internal regulations on corporate governance after being approved by the General Meeting of Shareholders; decide on the issuance of the Operating Regulations of the The Board of Supervisors under the Board of Directors and regulations on information disclosure of the company.</p> <p>q. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other legal provisions, and the Company's Charter.</p> <p>3. The Board of Directors must report to the General Meeting of Shareholders the results of its operations as prescribed in Article 280 of Decree No. 155/2020/ND-CP dated 2020-12-31 of the Government detailing the implementation of certain articles of the Law on Securities.</p>	
<b>Article 28</b> <i>Remuneration, bonuses, and other benefits of Members of the Board of Directors</i>	Not yet regulated	<p>Article 28. Remuneration, bonuses, and other benefits of Members of the Board of Directors</p> <p>1. The Company has the right to pay remuneration and bonuses to Members of the Board of Directors based on business results and performance.</p>	<p>Supplemented to comply with Article 28, Appendix I, Model Charter issued together with Circular</p>





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	<p>2. Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to complete the tasks of a Member of the Board of Directors and the remuneration rate per day. The Board of Directors shall estimate the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.</p> <p>3. The remuneration of each Member of the Board of Directors is included in the Company's business expenses in accordance with the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.</p> <p>4. A Member of the Board of Directors holding an executive position or a Member of the Board of Directors working in sub-committees of the Board of Directors or performing other tasks outside the scope of normal duties of a Member of the Board of Directors may be paid additional remuneration in the form of a lump-sum payment, salary, commission, percentage of profit or other</p>	116/2020/TT-BTC.
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		<p>forms as decided by the Board of Directors.</p> <p>5. Members of the Board of Directors are entitled to be reimbursed for all travel, meal, accommodation, and other reasonable expenses they have incurred in fulfilling their responsibilities as Members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or sub-committees of the Board of Directors.</p> <p>6. Members of the Board of Directors may have liability insurance purchased by the Company after approval by the General Meeting of Shareholders. This insurance does not cover liabilities of Members of the Board of Directors related to violations of law and the Company's Charter.</p>	
<b>Article 29</b> <i>Chairman of the Board of Directors</i>	<p>Article 28. Chairman of the Board of Directors</p> <p>1. The Board of Directors elects one of its members as Chairman. The Chairman of the Board of Directors may not concurrently hold the position of General Director of the Company.</p> <p>2. The Chairman of the Board of Directors is responsible for convening and presiding over the General Meeting of Shareholders and meetings of the Board of Directors, and has</p>	<p>Article 29. Chairman of the Board of Directors</p> <p>1. The Chairman of the Board of Directors shall be elected, appointed, and dismissed by the Board of Directors from among its members.</p> <p>2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director.</p> <p>3. The Chairman of the Board of Directors shall have the following rights and obligations:</p>	<p>Supplement and amend to conform to Article 29, Appendix I, Model Charter issued with Circular 116/2020/TT-BTC</p>

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	<p>other rights and responsibilities as prescribed in this Charter and the Law on Enterprises.</p> <p>3. The Chairman of the Board of Directors is responsible for ensuring that the Board of Directors sends the annual financial statements, the company's operations report, the audit report, and the inspection report of the Board of Directors to the shareholders at the General Meeting of Shareholders.</p> <p>In the event of the Chairman of the Board of Directors being absent or unable to perform his/her duties, written authorization shall be granted to another member to exercise the rights and responsibilities of the Chairman of the Board of Directors according to the principles stipulated in the Company Charter.</p> <p>In the event the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect a replacement within ten (10) days, subject to approval by the General Meeting of Shareholders at the next meeting.</p>	<p>a. Establish the Board of Directors' operational programs and plans;</p> <p>b. Prepare programs, content, and materials for meetings; convene, preside over, and chair Board of Directors meetings;</p> <p>c. Organize the adoption of resolutions and decisions of the Board of Directors;</p> <p>d. Supervise the implementation of the Board of Directors' resolutions and decisions;</p> <p>e. Preside over the General Meeting of Shareholders;</p> <p>f. Other rights and obligations as stipulated by the Law on Enterprises and the Company Charter.</p> <p>4. In the event of the Chairman of the Board of Directors submitting a resignation letter or being dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation letter or dismissal.</p> <p>5. In the absence or inability of the Chairman of the Board of Directors to perform his/her duties, written authorization must be granted to another member to execute the rights and obligations of the Chairman, as stipulated by the Company Charter. In cases where no authorized individual is available, or if the Chairman passes away, is missing, is under temporary detention, is serving a</p>	
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		prison sentence, is undergoing compulsory administrative measures at a rehabilitation center or mandatory educational institution, is absconding from residence, or has limited or lost civil act capacity, has difficulties in cognition or behavioral control, is prohibited by the Court from holding positions, practicing professions, or carrying out certain work, the remaining Members will elect a substitute Chairman from among their number by a majority vote of the remaining Members until a new decision of the Board of Directors is reached.	
<b>Article 30</b> <i>Meeting of the Board of Directors</i>	<p>Article 29. Meetings of the Board of Directors</p> <p>7. Minimum number of attendees: Board of Directors' meetings may only be held and resolutions adopted when at least three-quarters (3/4) of the Members of the Board of Directors are present in person or through authorized representatives.</p> <p>8. A Member of the Board of Directors is considered to have attended and voted at the meeting in the following cases:</p> <p>a) Attending and voting directly at the meeting;</p> <p>b) Authorizing another person to attend the meeting and vote in accordance with the provisions of Clause 11 of this Article;</p> <p>c) Attend and vote via online conference, electronic voting, or other electronic means;</p>	<p>Article 30. Meeting of the Board of Directors</p> <p>7. Meetings of the Board of Directors are conducted when at least three-fourths (3/4) of the total number of Members of the Board of Directors are present in person or through a representative (authorized person) if approved by a majority of the Members of the Board of Directors.</p> <p>In the event that the required number of members is not present, the meeting must be reconvened within seven (07) days from the date of the originally scheduled meeting. The reconvened meeting will proceed if more than half (1/2) of the Members of the Board of Directors are present.</p>	<p>Supplement and amend in accordance with Article 30, Appendix I of the Model Charter issued along with Circular 116/2020/TT-BTC and the current Law on Enterprises.</p>



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	<p>d) Submit ballots to the meeting via mail, fax, or email;</p> <p>e) Submit ballots by other means as stipulated in the company's Charter.</p> <p>9. In the case of submitting ballots to the meeting via mail, the ballot must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than 01 hour before commencement. Ballots shall only be opened in the presence of all attendees.</p> <p>10. Members must attend all Board of Directors meetings. Members may authorize another person to attend and vote if approved by the majority of the Board of Directors.</p> <p>11. Resolutions and decisions of the Board of Directors are passed if approved by a majority (over 50%) of the members present at the meeting; in the event of a tie, the final decision rests with the Chairman of the Board of Directors.</p>	<p>8. Meetings of the Board of Directors may be held via online conference between Members of the Board of Directors when all or some members are in different locations, provided that each participating member is able to:</p> <p>a. Hear every other participating Member of the Board of Directors speak at the meeting;</p> <p>b. Speak simultaneously to all other participating members.</p> <p>Discussion between Members may occur directly by phone or other means of communication, or a combination thereof. A Member of the Board of Directors participating in such a meeting shall be deemed “present” at that meeting. The meeting location under these stipulations will be either where the majority of Members are present, or the Chairperson of the Board of Director’s location.</p> <p>Decisions approved during a meeting held via phone conducted and performed legitimately shall become effective at the conclusion of the meeting, but must be affirmed by all Members who took part in the minutes.</p> <p>9. Members of the Board of Directors may submit their votes to the meeting by mail, fax, or email. In the event ballots are submitted to the meeting via mail, they must be contained in a sealed</p>	
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		<p>envelope and delivered to the Chairman of the Board of Directors at least one (01) hour prior to commencement. Ballots will only be opened with all attendees present as witnesses.</p> <p>10. Voting</p> <p>a. Except as provided in point b, clause 10 of this Article, each Member of the Board of Directors, or an authorized representative in accordance with Clause 7 of this Article, physically attending a meeting of the Board of Directors in an individual capacity, shall be entitled to one (01) vote.</p> <p>b. A Member of the Board of Directors may not vote on contracts, transactions, or proposals in which that member, or a person related to that member, has an interest, and that interest conflicts, or could potentially conflict, with the interests of the Company. A Member of the Board of Directors shall not be counted towards the minimum number of members present to form a valid quorum for the purposes of decisions relating to contracts, transactions or proposals in which they are prohibited from voting.</p> <p>c. As stipulated in point d, clause 10 of this Article, should any matter arise during the meeting concerning the interests or voting rights of a Member of the Board of Directors, and said Member does not voluntarily waive their voting</p>	
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		<p>rights, the chairperson's ruling shall be final, unless the nature or scope of the Member of the Board of Directors' interest has not been fully disclosed.</p> <p>d. A Member of the Board of Directors benefiting from a contract as stipulated in points a and b, clause 6, Article 43 of these Articles of Association shall be deemed to have a significant interest in said contract.</p> <p>e. Members of the The Board of Supervisors are entitled to attend Board of Directors meetings and participate in discussions, but do not hold voting rights.</p> <p>11. A Member of the Board of Directors, directly or indirectly benefiting from a contract or transaction that has been signed or is expected to be signed with the Company, and knowingly having an interest therein, is responsible for disclosing this interest at the first meeting of the Board of Directors discussing the signing of said contract or transaction. In the event that a Member of the Board of Directors is unaware of their own or a related party's interest at the time the contract or transaction is signed with the Company, this Member of the Board of Directors must disclose the relevant interests at the first meeting of the Board of Directors held after becoming aware of their interest or prospective interest in the aforementioned transaction or contract.</p>	
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		<p>12. The Board of Directors approves decisions and issues resolutions based on the majority approval of the Members of the Board of Directors present at the meeting. In the event of a tie, the Chairperson of the Board of Directors' vote shall be the deciding vote.</p> <p>13. Resolutions obtained through written opinions are adopted based on the consenting opinions of the majority of the Members of the Board of Directors with voting rights. These resolutions possess the same validity and effect as resolutions passed at a meeting.</p> <p>14. The Chairperson of the Board of Directors is responsible for sending the minutes of the Board of Directors' meetings to the Members, and said minutes shall serve as authentic evidence of the proceedings conducted during the meeting unless objections to the contents of the minutes are raised within ten (10) days of their dispatch. The minutes of the Board of Directors' meeting shall be recorded in Vietnamese and may also be recorded in English. The minutes must bear the signatures of the chairperson and the minute-taker.</p>	
<p><b>Article 31</b>  <i>Sub-committees of the Board of Directors</i></p>	Not applicable	<p>Article 31. Sub-committees of the Board of Directors</p> <p>1. The Board of Directors may establish subordinate sub-committees responsible for development policy, human</p>	<p>Supplemented to conform with Article 31, Appendix I, Model Charter</p>



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		resources, compensation and benefits, internal audit, and risk management. The number of sub-committee members shall be determined by the Board of Directors with a minimum of three (03) individuals, including both Members of the Board of Directors and external members. Independent Members of the Board of Directors/Non-Executive Members of the Board of Directors should constitute the majority within each sub-committee, and one of these members shall be appointed as Head of the Sub-committee by decision of the Board of Directors. Sub-committee activities must adhere to the regulations of the Board of Directors. A sub-committee's resolution is valid only when approved by a majority of the members attending and voting at a sub-committee meeting. 2. The execution of decisions of the Board of Directors, or of its subordinate sub-committees, must comply with current legal regulations and stipulations within the Company's Charter and the internal regulations on corporate governance.	issued together with Circular 116/2020/TT-BTC
<b>Article 32</b> <i>Person in charge of corporate governance</i>	Not applicable	Article 32. Person in charge of corporate governance 1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance to support corporate governance activities	Supplemented to conform with Article 32, Appendix I, Model Charter issued together





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		<p>at the enterprise. The person in charge of corporate governance may concurrently serve as the Company Secretary as prescribed in Clause 5, Article 156 of the Law on Enterprises.</p> <p>2. The person in charge of corporate governance may not concurrently work for an approved audit organization that is auditing the Company's financial statements.</p> <p>3. The person in charge of corporate governance has the following rights and obligations:</p> <p>a. Advise the Board of Directors on organizing the General Meeting of Shareholders as prescribed and related matters between the Company and shareholders;</p> <p>b. Prepare meetings of the Board of Directors, the The Board of Supervisors, and the General Meeting of Shareholders at the request of the Board of Directors or the The Board of Supervisors;</p> <p>c. Advise on the procedures of the meetings;</p> <p>d. Attend meetings;</p> <p>e. Advise on the procedures for formulating resolutions of the Board of Directors in accordance with legal regulations;</p> <p>f. Provide financial information, copies of minutes of Board of Directors meetings, and other information to</p>	with Circular 116/2020/TT-BTC
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		members of the Board of Directors and members of the The Board of Supervisors; g. Monitor and report to the Board of Directors on the Company's information disclosure activities; h. Act as the point of contact with relevant stakeholders; i. Maintain confidentiality of information in accordance with legal regulations and the Company's Charter; j. Other rights and obligations as prescribed by law and the Company's Charter.	
	Article 30. Minutes of Board of Directors Meetings 1. Meetings of the Board of Directors must be recorded in minutes and may be audio-recorded, video-recorded, and stored in other electronic forms. Minutes must be prepared in Vietnamese and may also be prepared in a foreign language, including the following main contents: a) Name, address of the head office, enterprise registration number; b) Time and place of the meeting; c) Purpose, agenda, and content of the meeting; d) Full name of each attendee or authorized representative and the method of attendance; full name of absent members and reasons for absence;	Suggest to remove	For consistency with Appendix I, Model Charter issued with Circular 116/2020/TT-BTC





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	<p>dd) Matters discussed and voted on at the meeting;</p> <p>e) Summary of the opinions of each attendee in the order of the meeting proceedings;</p> <p>g) Voting results, clearly stating the members who voted in favor, against, and abstained;</p> <p>h) Matters approved and the corresponding approval rate;</p> <p>i) Full name and signature of the chairperson and the minute-taker, except as prescribed in Clause 2 of this Article.</p> <p>2. In the event that the chairperson and minute-taker refuse to sign the minutes of the meeting, but if all other members of the Board of Directors attending the meeting sign and the minutes contain all the contents as prescribed in Points a, b, c, d, dd, e, g, and h of Clause 1 of this Article, these minutes shall be valid.</p> <p>3. The chairperson, the minute-taker, and the signatories in the minutes shall be responsible for the truthfulness and accuracy of the contents of the minutes of the Board of Directors meeting.</p> <p>4. Minutes of the Board of Directors meetings and materials used in the meetings must be kept at the company's headquarters.</p> <p>5. Minutes prepared in Vietnamese and in a foreign language have equal legal validity. In the event of discrepancies in content between the Vietnamese and foreign language versions, the content of the Vietnamese version shall prevail.</p>		
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	<p>Article 31. Right to be provided with information of the Member of the Board of Directors</p> <p>1. A Member of the Board of Directors has the right to request the Director, Deputy Director, or General Director, Deputy General Director, or other managers within the company to provide information and documents regarding the financial status and business operations of the company and its units.</p> <p>2. The requested manager must provide information and documents promptly, completely, and accurately as requested by the Member of the Board of Directors.</p>	<p>Suggest to remove</p>	<p>For consistency with Appendix I, Model Charter issued with Circular 116/2020/TT-BTC</p>
	<p>Article 32. Dismissal, Removal, Replacement, and Supplementation of Members of the Board of Directors</p> <p>1. The General Meeting of Shareholders shall dismiss a Member of the Board of Directors in the following cases:</p> <p>a) No longer meeting the standards and conditions as prescribed in Article 155 of the Law on Enterprises;</p> <p>b) Submitting a resignation letter and having it approved;</p> <p>c) Other cases as prescribed by law.</p> <p>2. The General Meeting of Shareholders shall remove a Member of the Board of Directors in the following cases:</p> <p>a) Not participating in the activities of the Board of Directors for 06 consecutive months, except in cases of force majeure;</p>	<p>Suggest to remove</p>	<p>For consistency with Appendix I, Model Charter issued with Circular 116/2020/TT-BTC</p>





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	<p>b) Other cases as prescribed by law.</p> <p>3. When deemed necessary, the General Meeting of Shareholders may decide to replace a Member of the Board of Directors; dismiss or remove a Member of the Board of Directors in cases other than those specified in Clause 1 and Clause 2 of this Article.</p> <p>4. The Board of Directors must convene a General Meeting of Shareholders to elect additional Members of the Board of Directors in the following cases:</p> <p>a) The number of Members of the Board of Directors decreases by more than one-third compared to the number specified in the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date the number of members falls below one-third;</p> <p>b) The number of independent Members of the Board of Directors decreases, failing to ensure the ratio as prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises;</p> <p>c) Except for the cases specified in Point a and Point b of this Clause, the General Meeting of Shareholders shall elect a new member to replace the dismissed or removed Member of the Board of Directors at the nearest meeting.</p>		
	<p>Article 33. Audit Committee</p> <p>1. The Audit Committee is a specialized body of the Board of Directors. The Audit Committee has 02 or more members. The</p>	Proposal to remove	To comply with Appendix I of the Model Charter issued with

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	<p>Chairman of the Audit Committee must be an independent Member of the Board of Directors. Other members of the Audit Committee must be non-executive members of the Board of Directors.</p> <p>2. The Audit Committee adopts decisions by voting at meetings, obtaining written opinions, or through other methods as stipulated in the Company's Charter or the Audit Committee's operating regulations. Each member of the Audit Committee has one vote. Unless the Audit Committee's operating regulations stipulate a higher ratio, a decision of the Audit Committee is approved if it is agreed upon by a majority of the members present at the meeting; in the event of a tie, the final decision rests with the Chairman of the Audit Committee.</p> <p>3. The Audit Committee has the following rights and obligations:</p> <p>a) Oversee the integrity of the company's financial statements and official disclosures related to the company's financial results;</p> <p>b) Review the internal control and risk management system;</p> <p>c) Review transactions with affiliated persons subject to the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on transactions requiring the approval of the Board of Directors or the General Meeting of Shareholders;</p>		Circular 116/2020/TT- BTC
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	<p>d) Supervise the company's internal audit department;</p> <p>đ) Recommend the independent auditing company, remuneration level, and related terms in the contract with the auditing company for the Board of Directors' approval before submitting it to the Annual General Meeting of Shareholders for approval;</p> <p>e) Monitor and evaluate the independence and objectivity of the auditing company and the effectiveness of the audit process, especially in cases where the company uses non-audit services from the auditor;</p> <p>g) Oversee to ensure that the company complies with legal regulations, requirements of regulatory agencies, and other internal regulations of the company.</p>		
<b>CHAPTER VIII</b> <i>GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS</i>	<b>CHAPTER VIII</b> GENERAL DIRECTOR, OTHER MANAGEMENT PERSONNEL, AND COMPANY SECRETARY	<b>CHAPTER VIII</b> GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS	Supplement and amend to comply with Chapter VIII, Appendix I issued with Circular 116/2020/TT-BTC
<b>Article 34</b> <i>Company Executive</i>	<p><b>Article 35. Management Personnel</b></p> <p>1. At the request of the Chief Executive Officer and with the approval of the Board of Directors, the Company may employ the necessary number and type of management personnel, or in accordance with the company's management structure and practices as proposed by the Board of</p>	<p><b>Article 34. Company Executive</b></p> <p>1. Company executives include the General Director, Deputy General Director, and Chief Accountant.</p> <p>2. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other executives in numbers and with</p>	Amended and supplemented to comply with Article 34, Appendix I issued together with Circular



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	<p>Directors from time to time. Management personnel must possess the necessary diligence to ensure that the Company's activities and organization achieve their stated objectives.</p> <p>2. The salary, remuneration, benefits, and other terms of the employment contract for the Chief Executive Officer shall be decided by the Board of Directors, and contracts with other management personnel shall be decided by the Board of Directors after consulting with the Chief Executive Officer.</p>	<p>qualifications consistent with the Company's organizational structure and management regulations as stipulated by the Board of Directors. Company executives must be responsible for supporting the Company in achieving its stated objectives in operations and organization.</p> <p>3. The General Director receives salary and bonuses. The General Director's salary and bonuses are determined by the Board of Directors.</p> <p>4. Executive salaries are considered operating expenses of the Company according to the provisions of corporate income tax law, are presented as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.</p>	116/2020/TT-BTC.
<p><b>Article 35.</b> <i>Appointment, Dismissal, Duties, and Powers of the Chief Executive Officer.</i></p>	<p>1. Appointment: The Board of Directors shall appoint a Member of the Board of Directors or another individual as Chief Executive Officer and shall execute a contract stipulating salary, remuneration, benefits, and other terms related to employment. Information regarding the Chief Executive Officer's salary, allowances, and benefits must be reported at the Annual General Meeting of Shareholders and disclosed in the Company's annual report.</p>	<p>1. The Board of Directors shall appoint a Member of the Board of Directors, or another individual, as Chief Executive Officer and shall execute a contract stipulating salary, remuneration, benefits, and other employment terms. Information regarding the Chief Executive Officer's salary, allowances, and benefits must be reported at the Annual General Meeting of Shareholders and disclosed in the Company's annual and financial reports.</p>	Supplemented to comply with the current Law on Enterprises.





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	<p>Article 37. Company Secretary.</p> <p>The Board of Directors shall appoint one (01) or more individuals as Company Secretary, with the term and conditions as determined by the Board of Directors. The Board of Directors may dismiss the Company Secretary when necessary, but not in contravention of current labor regulations. The Board of Directors may also appoint one or more Assistant Company Secretaries at any given time. The roles and responsibilities of the Company Secretary include:</p> <ul style="list-style-type: none"><li>a. Preparing meetings of the Board of Directors, the The Board of Supervisors, and the General Meeting of Shareholders as requested by the Chairman of the Board of Directors or the The Board of Supervisors;</li><li>b. Advising on meeting procedures;</li><li>c. Attending and recording minutes of meetings;</li><li>d. Ensuring Resolutions of the Board of Directors are in compliance with the law;</li><li>e. Providing financial information, copies of minutes of Board of Directors meetings, and other information to members of the Board of Directors and the The Board of Supervisors.</li></ul> <p>The Company Secretary is responsible for maintaining confidentiality of information in accordance with legal regulations and the Company's Charter.</p>	<p>Proposed for removal.</p>	<p>To be consistent with Appendix I, Model Charter, issued together with Circular 116/2020/TT-BTC.</p>
	<p>Article 38. Salaries, Remuneration, Bonuses, and Other Benefits of Members of the Board of Directors, Directors, and General Director.</p>	<p>Proposed for removal, as already stated in Articles 34, 35, and 41 of the 2025 Amended and Supplemental Charter.</p>	<p>For consistency with Appendix I of the Model</p>



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	<p>1. The Company has the right to pay remuneration and bonuses to Members of the Board of Directors, salaries and bonuses to Directors or the General Director, and other managers based on business results and performance.</p> <p>2. Salaries, remuneration, bonuses, and other benefits of Members of the Board of Directors, Directors, or the General Director shall be paid in accordance with the following regulations:</p> <p>a) Members of the Board of Directors are entitled to work remuneration and bonuses. Work remuneration is calculated based on the number of working days required to complete the duties of a Member of the Board of Directors and the daily remuneration rate. The Board of Directors shall estimate the remuneration for each member based on the principle of consensus. The total remuneration and bonuses of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting;</p> <p>b) Members of the Board of Directors shall be reimbursed for reasonable expenses for meals, accommodation, travel, and other expenses incurred while performing assigned duties;</p> <p>c) The Director or General Director receives salary and bonuses. The salary and bonuses of the Director or General Director are decided by the Board of Directors.</p>		Charter issued with Circular 116/2020/TT-BTC.
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	<p>3. The remuneration of each Member of the Board of Directors, the salary of the Director or General Director, and other managers are included in the company's business expenses as prescribed by the law on corporate income tax, are presented as a separate item in the company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting.</p>		
	<p>Article 39. Disclosure of Related Interests. The disclosure of the company's interests and affiliated persons is implemented as follows: 1. The company must compile and update the list of affiliated persons of the company according to the provisions of Clause 23, Article 4 of the Enterprise Law and their corresponding contracts and transactions with the company; 2. Members of the Board of Directors, The Board of Supervisors Members, the Director or General Director and other managers of the company must declare to the company their related interests, including: a) Name, enterprise code, head office address, business lines of the enterprise that they own or hold capital contribution or shares in; the ratio and time of ownership, holding the capital contribution or those shares; b) Name, enterprise code, head office address, business lines of the enterprise in which their affiliated persons own, co-own or</p>	<p>Suggest removal.</p>	<p>For conformity with Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.</p>





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	<p>individually own a capital contribution or shares exceeding 10% of the charter capital;</p> <p>3. The declaration stipulated in Clause 2 of this Article must be made within 07 working days from the date the related interest arises; amendments and supplements must be notified to the company within 07 working days from the date of the corresponding amendment or supplement;</p> <p>4. The storage, disclosure, review, excerpting, and copying of the list of affiliated persons and declared related interests as stipulated in Clause 1 and Clause 2 of this Article are carried out as follows:</p> <p>a) The company must announce the list of affiliated persons and related interests to the General Meeting of Shareholders at the annual meeting;</p> <p>b) The list of affiliated persons and related interests is kept at the company's head office; if necessary, part or all of the aforementioned list may be kept at the company's branches;</p> <p>c) Shareholders, authorized representatives of shareholders, Members of the Board of Directors, the The Board of Supervisors, the Director or General Director, and other managers have the right to review, excerpt, and copy part or all of the declared content;</p> <p>d) The company must facilitate the persons stipulated in point c of this clause to access, review, excerpt, and copy the list of affiliated persons and related interests in the quickest and most convenient manner; must not</p>		
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	<p>obstruct or create difficulties for them in exercising this right. The order and procedures for reviewing, excerpting, and copying the declared content of affiliated persons and related interests are implemented according to the company's charter;</p> <p>5. Members of the Board of Directors, the Director or General Director, acting in their personal capacity or on behalf of another person to perform work in any form within the scope of the company's business, must explain the nature and content of such work to the Board of Directors and the The Board of Supervisors, and may only carry it out when approved by the majority of the remaining members of the Board of Directors; if carried out without declaration or without the approval of the Board of Directors, all income derived from such activities belongs to the company.</p>		
	<p>Article 40. Responsibilities of Company Managers.</p> <p>1. Members of the Board of Directors, Directors or General Directors, and other managers have the following responsibilities:</p> <p>a) Exercise the assigned rights and obligations as prescribed by the Law on Enterprises, other relevant legal regulations, the Company Charter, and resolutions of the General Meeting of Shareholders.</p> <p>b) Exercise the assigned rights and obligations honestly, prudently, and in the</p>	<p>Suggest removal, as already stated in Chapter X of the 2025 Amended and Supplemental Charter.</p>	<p>For conformity with Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.</p>

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	<p>best manner to ensure the maximum legitimate interests of the company.</p> <p>c) Be loyal to the interests of the company and shareholders; refrain from abusing position, title, and using information, trade secrets, business opportunities, or other assets of the company for personal gain or to serve the interests of other organizations or individuals.</p> <p>d) Promptly, fully, and accurately notify the company of the contents stipulated in Clause 2, Article 164 of the Law on Enterprises.</p> <p>dd) Other responsibilities as prescribed by the Law on Enterprises.</p> <p>2. Members of the Board of Directors, Directors or General Directors, and other managers who violate the provisions of Clause 1 of this Article shall be personally or jointly liable for compensating lost benefits, returning received benefits, and compensating all damages to the company and third parties.</p>		
	<p>Article 41. Right to Sue Members of the Board of Directors, Directors, General Directors.</p> <p>1. Shareholders, or groups of shareholders owning at least 01% of the total ordinary shares, have the right to initiate lawsuits on their own or on behalf of the company against individual members of the Board of Directors, Directors or General Directors to request the return of benefits or</p>	<p>Suggest removal.</p>	<p>For conformity with Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.</p>

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	<p>compensation for damages to the company or others in the following cases:</p> <p>a) Violation of the responsibilities of company managers as prescribed in Article 165 of the Law on Enterprises.</p> <p>b) Failure to perform, incomplete performance, untimely performance, or performance contrary to legal regulations or the Company Charter, resolutions, or decisions of the Board of Directors regarding the assigned rights and obligations.</p> <p>c) Abuse of position, title, and use of information, trade secrets, business opportunities, or other company assets for personal gain or to serve the interests of other organizations or individuals.</p> <p>d) Other cases as prescribed by law.</p> <p>2. The order and procedures for initiating lawsuits shall comply with the provisions of the law on civil procedures. The cost of litigation in cases where shareholders, groups of shareholders initiate lawsuits on behalf of the company, shall be included in the company's expenses, except in cases where the lawsuit request is rejected.</p> <p>3. Shareholders, groups of shareholders as prescribed in this Article, have the right to review, search, and extract necessary information as decided by the Court or Arbitration before or during the lawsuit process.</p>	
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	<p>Article 42. Approval of Contracts and Transactions between the Company and Affiliated Persons.</p> <p>1. The General Meeting of Shareholders or the Board of Directors shall approve contracts and transactions between the company and the following affiliated persons:</p> <p>a) Shareholders, authorized representatives of shareholders who are organizations owning more than 10% of the total common shares of the company, and their affiliated persons;</p> <p>b) Members of the Board of Directors, Directors or General Directors, and their affiliated persons;</p> <p>c) Enterprises that members of the Board of Directors, Supervisors, Directors or General Directors, and other managers of the company must declare as prescribed in Clause 2, Article 164 of the Law on Enterprises.</p> <p>2. The Board of Directors approves contracts and transactions as prescribed in Clause 1 of this Article with a value of less than 35% of the total assets of the enterprise recorded in the most recent financial statement, or another lower ratio or value as stipulated in the company's Charter. In this case, the company's representative signing the contract or transaction must notify the members of the Board of Directors and Supervisors of the affiliated persons related to that contract or</p>	<p>Proposed for removal.</p>	<p>To be consistent with Appendix I, Model Charter issued with Circular 116/2020/TT-BTC.</p>
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	<p>transaction, and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification, unless a different time limit is stipulated in the company's Charter; members of the Board of Directors with related interests to the parties in the contract or transaction do not have voting rights.</p> <p>3. The General Meeting of Shareholders approves the following contracts and transactions:</p> <p>a) Contracts and transactions other than those specified in Clause 2 of this Article;</p> <p>b) Borrowing, lending, and sale of asset contracts or transactions with a value greater than 10% of the total assets of the enterprise recorded in the most recent financial statement between the company and shareholders owning 51% or more of the total voting shares or their affiliated persons.</p> <p>4. In the case of approving contracts and transactions as prescribed in Clause 3 of this Article, the company's representative signing the contract or transaction must notify the Board of Directors and Supervisors of the affiliated persons related to that contract or transaction, and enclose a draft contract or notify the main content of the transaction. The Board of Directors submits the draft contract or transaction, or explains the main contents of the contract or transaction at the</p>	
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	<p>General Meeting of Shareholders or obtains shareholders' written opinions. In this case, shareholders who have related interests to the parties in the contract or transaction do not have voting rights; the contract or transaction is approved as prescribed in Clause 1 and Clause 4, Article 148 of the Law on Enterprises.</p> <p>5. Contracts or transactions invalidated by court decisions are handled according to legal regulations when they are not signed in accordance with the provisions of this Article; the person signing the contract or transaction, shareholders, members of the Board of Directors, or Directors or General Directors involved must jointly compensate for any arising damages and return to the company the profits obtained from the implementation of that contract or transaction.</p> <p>6. The company must publicly disclose related contracts and transactions in accordance with relevant legal regulations.</p>		
<p><b>Article 36</b> <i>Nomination of members of the The Board of Supervisors</i></p>	Not applicable.	<p>Article 36. Nomination of members of the The Board of Supervisors</p> <p>1. The nomination of The Board of Supervisors members shall be implemented similarly to the regulations in Clause 1 and Clause 2, Article 25 of this Charter.</p> <p>2. In the event that the number of Board of Supervisors candidates nominated and self-nominated is insufficient, the</p>	<p>Supplemented to align with Article 36, Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.</p>





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		incumbent Board of Supervisors may nominate additional candidates or organize the nomination process as stipulated in the Company Charter, the Internal Regulations on Corporate Governance, and the Charter of the Board of Supervisors. The incumbent Board of Supervisors' introduction of additional candidates must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Supervisors, in accordance with legal regulations.	
<b>Article 37</b> <i>Composition of the Board of Supervisors</i>	Not applicable.	<p>Article 37. Composition of the Board of Supervisors</p> <p>1. The number of members of the Company's Board of Supervisors is three (03) individuals. The term of office for a member of the Board of Supervisors shall not exceed five (05) years, and members may be re-elected for an unlimited number of terms.</p> <p>2. Members of the Board of Supervisors must meet the standards and conditions stipulated in Article 169 of the Law on Enterprises and must not fall under the following circumstances:</p> <p>a. Working in the accounting or finance department of the Company;</p> <p>b. Being a member or employee of an independent audit firm that has audited the company's financial statements for</p>	Supplemented to align with Article 37, Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.



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		<p>the three (03) consecutive years immediately preceding.</p> <p>3. The members of the Board of Supervisors shall elect one (01) person among themselves to serve as the Head of the Board; the election, dismissal, and removal shall follow the majority principle. The Head of the Board of Supervisors must hold at least a bachelor's degree in one of the following disciplines: economics, finance, accounting, auditing, law, business administration, or a discipline relevant to the Company's business operations. The Head of the Board of Supervisors has the following rights and responsibilities:</p> <p>a. Convene meetings of the Board of Supervisors;</p> <p>b. Request the Board of Directors, the General Director, and other executives to provide relevant information to report to the Board of Supervisors;</p> <p>c. Prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors for submission to the General Meeting of Shareholders.</p> <p>4. A member of the Board of Supervisors shall be dismissed in the following cases:</p> <p>a. No longer meets the standards and conditions to be a member of the Board of Supervisors as prescribed in Clause 2 of this Article;</p>	
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		<p>b. Submits a resignation letter and receives approval;</p> <p>c. Other cases as prescribed by Law and this Charter.</p> <p>5. Members of the Board of Supervisors shall be removed in the following cases:</p> <p>a. Failure to fulfill assigned tasks and duties;</p> <p>b. Repeated or serious violations of the obligations of a member of the Board of Supervisors as prescribed by the Law on Enterprises and the Company Charter;</p> <p>c. By decision of the General Meeting of Shareholders;</p> <p>d. Other cases as prescribed by Law and this Charter.</p>	
<p><b>Article 38</b>  <i>Head of the Board of Supervisors</i></p>	Not applicable.	<p>Article 38. Head of the Board of Supervisors</p> <p>1. The Head of the Board of Supervisors is elected by the Board of Supervisors from among its members; the election, dismissal, and removal shall follow the majority principle. The Board of Supervisors must have more than half of its members residing permanently in Vietnam. The Head of the Board of Supervisors must hold at least a bachelor's degree in economics, finance, accounting, auditing, law, business administration, or a major related to the enterprise's business activities.</p> <p>2. Rights and obligations of the Head of the The Board of Supervisors:</p>	<p>Supplemented in accordance with Article 38, Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC</p>





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		<p>a. Convene meetings of the The Board of Supervisors;</p> <p>b. Request the Board of Directors, General Director, and other executives to provide relevant information to report to the The Board of Supervisors;</p> <p>c. Prepare and sign the The Board of Supervisors's report after consulting with the Board of Directors for submission to the General Meeting of Shareholders.</p>	
<p><b>Article 39</b> <i>Rights and Obligations of the The Board of Supervisors</i></p>	<p>Article 44. Rights and Obligations of the The Board of Supervisors</p> <p>The Company's The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the Enterprise Law:</p> <p>1. The The Board of Supervisors supervises the Board of Directors, Director or General Director in the management and administration of the company.</p> <p>2. Inspect the reasonableness, legality, honesty, and prudence in the management and administration of business activities; the systematic, consistent, and appropriate nature of accounting, statistics, and financial reporting.</p> <p>3. Appraise the completeness, legality, and honesty of the company's annual and semi-annual business performance reports and financial statements, the Board of Directors' management performance report, and submit the appraisal report at the Annual General Meeting of Shareholders. Review contracts and transactions with related persons under</p>	<p>Article 39. Rights and Obligations of the Board of Supervisors</p> <p>1. The Board of Supervisors has the rights and obligations as prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:</p> <p>a. Propose and recommend to the General Meeting of Shareholders the approval of an independent audit organization to audit the Company's Financial Statements;</p> <p>b. Be responsible to shareholders for their supervisory activities;</p> <p>c. Supervise the Company's financial situation, compliance with the law in the activities of Members of the Board of Directors, the General Director, and other managers;</p> <p>d. Ensure coordination of activities with the Board of Directors, the General Director, and shareholders;</p> <p>e. In the event of discovering any violation of law or violation of the</p>	<p>Supplement to comply with Article 39, Appendix I, Model Charter issued with Circular 116/2020/TT-BTC</p>





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	<p>the authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions requiring approval by the Board of Directors or the General Meeting of Shareholders.</p> <p>4. Review, inspect, and evaluate the effectiveness and efficiency of the company's internal control, internal audit, risk management, and early warning systems.</p> <p>5. Review the company's accounting books, accounting records, and other documents, as well as the company's management and operational activities when deemed necessary or as per the resolution of the General Meeting of Shareholders or at the request of a shareholder or group of shareholders as stipulated in Clause 3, Article 6 of this Charter.</p> <p>6. At the request of a shareholder or a group of shareholders as stipulated in Clause 3, Article 6 of this Charter, the The Board of Supervisors shall conduct an inspection within 07 working days from the date of receiving the request. Within 15 days from the end of the inspection, the The Board of Supervisors must report on the requested matters to the Board of Directors and the requesting shareholder or group of shareholders. The The Board of Supervisors's inspection as stipulated in this clause must not obstruct the normal operations of the</p>	<p>Company's Charter by a Member of the Board of Directors, the General Director, and other enterprise administrators, they must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violator to cease the violation and provide solutions to remedy the consequences;</p> <p>f. Develop the Regulations on Operation of the Board of Supervisors and submit them to the General Meeting of Shareholders for approval;</p> <p>g. Report to the General Meeting of Shareholders as prescribed in Article 290 of Decree No. 155/2020/ND-CP dated 2020-12-31 of the Government detailing the implementation of certain articles of the Law on Securities;</p> <p>h. Have the right to access the Company's records and documents kept at the headquarters, branches, and other locations; have the right to visit the workplace of the Company's managers and employees during working hours;</p> <p>i. Have the right to request the Board of Directors, Members of the Board of Directors, Directors (General Director) and other managers to provide complete, accurate, and timely information and documents on the Company's management, administration, and business operations;</p>	
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	<p>Board of Directors nor disrupt the company's business operations.</p> <p>7. Propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, and improve the organizational structure of management, supervision, and business operations of the company.</p> <p>8. Upon discovering any member of the Board of Directors, Director, or General Director violating the provisions of Article 165 of the Enterprise Law, the The Board of Supervisors must immediately notify the Board of Directors in writing, requesting the violator to cease the violation and implement solutions to remedy the consequences.</p> <p>9. Attend and participate in discussions at the General Meeting of Shareholders, Board of Directors meetings, and other company meetings.</p> <p>10. Utilize independent consultants and the company's internal audit department to perform assigned tasks.</p> <p>The Board of Supervisors may consult with the Board of Directors before submitting reports, conclusions, and recommendations to the General Meeting of Shareholders.</p> <p>Other rights and obligations as prescribed by the Law on Enterprises and resolutions of the General Meeting of Shareholders.</p>	<p>j. Other rights and obligations as prescribed by law and this Charter.</p> <p>2. Members of the Board of Directors, the General Director, and other enterprise administrators must provide complete, accurate, and timely information and documents on the Company's management, administration, and operations as requested by the Board of Supervisors. The person in charge of corporate governance must ensure that all copies of resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, financial information, other information and documents provided to shareholders and Members of the Board of Directors must also be provided to Members of the Board of Supervisors at the same time and in the same manner as for shareholders and Members of the Board of Directors.</p>	
	Article 45. Right to be Provided with Information of the Board of Supervisors	Suggest removing	To comply with Appendix I Model Charter





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	<p>1. Documents and information must be sent to the Supervisor at the same time and in the same manner as to Members of the Board of Directors, including:</p> <p>a) Notice of meetings, ballots of the Board of Directors, and accompanying documents;</p> <p>b) Resolutions, decisions, and minutes of meetings of the General Meeting of Shareholders and the Board of Directors;</p> <p>c) Reports of the Director or General Director submitted to the Board of Directors or other documents issued by the company.</p> <p>2. The Supervisor has the right to access the company's records and documents kept at the headquarters, branches, and other locations; and has the right to visit the workplace of the company's managers and employees during working hours.</p> <p>3. The Board of Directors, members of the Board of Directors, Director or General Director, and other managers must provide complete, accurate, and timely information and documents on the company's management, administration, and business operations as requested by the Supervisor or the Board of Supervisors.</p>		issued with Circular 116/2020/TT- BTC
<b>Article 40</b> <i>Meetings of the Board of Supervisors</i>	Not available yet	Article 40. Meetings of the Board of Supervisors 1. The Board of Supervisors must meet at least 02 (two) times a year, with the attendance of at least 2/3 of the Board of Supervisors members. Minutes of the Board of Supervisors meetings are	



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		<p>prepared in detail and clarity. The minute-taker and the members of the Board of Supervisors attending the meeting must sign the minutes of the meeting. Minutes of the Board of Supervisor's meetings must be retained to establish the responsibility of each member of the Board of Supervisors.</p> <p>2. The Board of Supervisors has the right to request members of the Board of Directors, the General Director, and representatives of the approved audit organization to attend and respond to matters that need clarification.</p>	
	<p>Article 47. Responsibilities of the Supervisor</p> <p>1. Comply with the law, the company's Charter, resolutions of the General Meeting of Shareholders, and professional ethics in exercising the assigned rights and obligations.</p> <p>2. Exercise assigned rights and obligations honestly, carefully, and to the best of their ability to ensure the maximum legitimate interests of the company.</p> <p>3. Be loyal to the interests of the company and shareholders; not abuse their position, title, and use information, secrets, business opportunities, or other assets of the company for personal gain or to serve the interests of other organizations or individuals.</p> <p>4. Other obligations as prescribed by the Law on Enterprises.</p>	<p>Suggest removing</p>	<p>To comply with Appendix I Model Charter issued with Circular 116/2020/TT-BTC</p>







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	<p>5. In the event of a violation of the provisions of Clauses 1, 2, 3, and 4 of this Article that causes damage to the company or others, the Supervisor shall be personally or jointly liable for compensation for such damage. Income and other benefits obtained by the Supervisor as a result of violations must be returned to the company.</p> <p>6. In case of discovering a Supervisor violating the exercise of assigned rights and obligations, it must be reported in writing to the Board of Supervisors; request the violator to cease the violation and remedy the consequences.</p>		
	<p>Article 48. Dismissal and Removal of Supervisor</p> <p>1. The General Meeting of Shareholders dismisses a Supervisor in the following cases:</p> <p>a) No longer meets the standards and conditions to be a Supervisor as prescribed in Article 169 of the Enterprise Law;</p> <p>b) Has submitted a resignation letter and it has been approved;</p> <p>c) Other cases specified in the company's Charter.</p> <p>2. The General Meeting of Shareholders removes a Supervisor in the following cases:</p> <p>a) Fails to complete assigned tasks and duties;</p> <p>b) Fails to exercise their rights and obligations for 06 consecutive months, except in cases of force majeure;</p>	Suggest removing	For consistency with Appendix I of the Model Charter issued together with Circular 116/2020/TT-BTC





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	c) Repeatedly or seriously violates the Supervisor's obligations as prescribed by the Law on Enterprises and the company's Charter; d) Other cases as resolved by the General Meeting of Shareholders.		
<b>CHAPTER X</b> <i>RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE THE BOARD OF SUPERVISORS, GENERAL DIRECTOR, AND OTHER EXECUTIVE OFFICERS</i>	<b>CHAPTER X</b> DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF SUPERVISORS MEMBERS, CHIEF EXECUTIVE OFFICER, AND OTHER MANAGEMENT PERSONNEL	<b>CHAPTER X</b> RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF SUPERVISORS MEMBERS, GENERAL DIRECTOR, AND OTHER EXECUTIVE OFFICERS	Supplement and amend to comply with Chapter X, Appendix I, issued together with Circular 116/2020/TT-BTC
<b>Article 43</b> <i>Duty of Loyalty and Avoidance of Conflicts of Interest</i>	Article 50. Duty of Loyalty and Avoidance of Conflicts of Interest 1. Members of the Board of Directors, members of the The Board of Supervisors, the General Director, and other management personnel may not exploit for their personal gain business opportunities that could benefit the Company, nor may they use information obtained by virtue of their position for personal gain or to serve the interests of other organizations or individuals.	Article 43. Responsibility of Honesty and Avoidance of Conflicts of Interest 1. Members of the Board of Directors, members of the The Board of Supervisors, the General Director, and other managers must disclose relevant interests as prescribed by the Law on Enterprises and relevant legal documents. 2. Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other managers, and their related persons may	Amended and supplemented in accordance with Article 47, Appendix I issued together with Circular 116/2020/TT-BTC

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	<p>2. Members of the Board of Directors, members of the The Board of Supervisors, the General Director, and other management personnel are obligated to disclose to the Board of Directors any interests that may conflict with the interests of the Company that they may receive through other legal entities, transactions, or individuals. The above-mentioned individuals may only exploit such opportunities when the Members of the Board of Directors without related interests have resolved not to pursue the matter.</p> <p>3. The Company may not grant loans, guarantees, or credit to Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other management personnel, or persons related to the aforementioned members or legal entities in which these persons have financial interests, unless otherwise resolved by the General Meeting of Shareholders.</p> <p>4. A contract or transaction between the Company and one or more Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other management personnel, or related persons or companies, partners, associations, or organizations in which one or more Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other management personnel, or related persons are members or have</p>	<p>only use information obtained by virtue of their positions to serve the interests of the Company.</p> <p>3. Members of the Board of Directors, members of the The Board of Supervisors, the General Director, and other managers are obligated to notify the Board of Directors and the The Board of Supervisors in writing of transactions between the Company, its subsidiaries, and other companies in which the public company holds a controlling interest of 50% or more of the charter capital with such persons or their related persons as prescribed by law. For the aforementioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of securities law on information disclosure.</p> <p>4. Members of the Board of Directors may not vote on transactions that benefit such members or their related persons as prescribed by the Law on Enterprises and the Company's Charter.</p> <p>5. Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other managers, and their related persons may not use or disclose to others inside</p>	
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	<p>financial interests will not be invalidated in the following cases:</p> <p>a. For contracts with a value of less than 20% of the total asset value recorded in the latest financial statements, material elements of the contract or transaction as well as relationships and interests of the management personnel or Members of the Board of Directors have been reported to the Board of Directors or relevant subcommittee. Simultaneously, the Board of Directors or such subcommittee has authorized such contracts or transactions in good faith by a majority vote of Members without related interests;</p> <p>b. For contracts with a value greater than 20% of the total asset value recorded in the latest financial statements, material elements of this contract or transaction as well as the relationships and interests of the management personnel or Member of the Board of Directors have been disclosed to the shareholders without related interests who are entitled to vote on the matter, and those shareholders have voted in favor of such contract or transaction.</p> <p>c. Such contract or transaction is deemed by an independent consulting organization to be fair and reasonable in all aspects related to the company's shareholders at the time the transaction or contract is authorized, approved, or ratified by the Board of</p>	<p>information to carry out related transactions.</p> <p>6. A contract or transaction between the Company and one or more Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other management officers, or those related to them or a company, partner, association, or organization in which one or more Members of the Board of Directors, members of the The Board of Supervisors, the General Director, other management officers or those related to them are members, or have a financial interest, shall not be invalidated in the following cases:</p> <p>a. For contracts with a value less than or equal to 35% of the total asset value recorded in the most recent financial statements, the important elements of the contract or transaction as well as the relationships and interests of the management officers or Members of the Board of Directors have been reported to the Board of Directors or the relevant subcommittee. At the same time, the Board of Directors or such subcommittee has authorized such contract or transaction in good faith by a majority vote of the members of the Board of Directors who have no related interests;</p> <p>b. For transactions with a value greater than 35% or transactions leading to a</p>	
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	<p>Directors or a subcommittee thereof or the shareholders.</p> <p>Members of the Board of Directors, members of the The Board of Supervisors, the CEO, other management officers, and their related persons are not permitted to buy, sell, or trade in any other manner the company's shares or shares of the company's subsidiaries at a time when they obtain definitive information that will affect the price of such shares and which other shareholders are not aware of.</p>	<p>transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial statements, the important contents of this transaction as well as the relationships and interests of the Members of the Board of Directors, members of the The Board of Supervisors, General Director, and other executives have been disclosed to the shareholders and approved by the General Meeting of Shareholders by the votes of shareholders with no related interests.</p>	
<p><b>Article 44</b> <i>Liability for Damages and Compensation</i></p>	<p>Article 51. Liability for Damages and Compensation</p> <p>2. Indemnification: The Company shall indemnify those who have been, are, or may become a party to any claim, suit, or proceeding, whether civil or administrative (other than an action brought by or on behalf of the Company) if such person has been or is a member of the Board of Directors, a manager, an employee or an authorized representative of the Company (or a subsidiary of the Company), or has been or is acting at the request of the Company (or a subsidiary of the Company) in the capacity of a member of the board of directors, manager, officer, employee or authorized representative of any other company, partnership, joint venture, trust or other</p>	<p>Article 44. Liability for Damages and Compensation</p> <p>2. The Company shall indemnify those who have been, are or may become a party to claims, lawsuits, or prosecutions (including civil and administrative cases and excluding lawsuits initiated by the Company) if such person was or is a member of the Board of Directors, a member of the The Board of Supervisors, the General Director, another executive officer, employee or authorized representative of the Company who performed their duties under the authorization of the Company, acted honestly, prudently, in the best interests of the Company on the basis of compliance with the law, and without</p>	<p>Amended and supplemented in accordance with Article 48, Appendix I issued together with Circular 116/2020/TT-BTC</p>



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	<p>entity. Such indemnifiable expenses include: expenses actually and reasonably incurred (including attorney's fees), judgments, fines, amounts paid in settlement and deemed reasonable within the boundaries permitted by law, provided that such person acted in good faith, with due care, diligence and skill in a manner reasonably believed to be in or not opposed to the best interests of the Company and consistent with the law, and without a finding or admission that such person violated such responsibilities. The company has the right to purchase insurance for such persons to cover the above indemnity liabilities.</p>	<p>proof confirming that such person violated their responsibilities.</p> <p>3. In carrying out functions, duties, or performing tasks as authorized by the Company, members of the Board of Directors, members of the The Board of Supervisors, other executive officers, employees, or authorized representatives of the Company shall be compensated by the Company when they become a party to complaints, lawsuits or prosecutions (except for lawsuits filed by the Company) in the following cases:</p> <p>a. Has acted honestly, prudently and diligently in the interests of and not contrary to the interests of the Company;</p> <p>b. Complied with the law and there is no confirming evidence of failure to perform their responsibilities.</p> <p>4. The compensation expenses include judgment expenses, fines, and actual incurred payments (including attorney's fees) in resolving these matters within the permissible legal framework. The Company can purchase insurance for these individuals to mitigate the aforementioned compensation liabilities.</p>	
<p><b>Article 45</b> <i>Right to Investigate Books and Records</i></p>	<p>Article 52. Right to Investigate Books and Records</p> <p>1. A shareholder or a group of shareholders referred to in Clause 3, Article 6 of this Charter has the right, directly or through an authorized representative, to send a written</p>	<p>Article 45. Right to Investigate Books and Records</p> <p>1. A shareholder or a group of shareholders referred to in Clause 3, Article 12 of this Charter has the right, directly or through an authorized</p>	<p>Updated reference to the relevant provision in the Charter</p>





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	request to inspect during business hours and at the company's principal place of business the list of shareholders, the minutes of the General Meeting of Shareholders, and to copy or extract from such records. A request for inspection by an authorized representative of a shareholder must be accompanied by a power of attorney from the shareholder whom the representative represents, or a notarized copy of this power of attorney.	representative, to submit a written request to inspect, during business hours and at the company's principal place of business, the list of shareholders, the minutes of the General Meeting of Shareholders, and to obtain copies or extracts of such records. A request for inspection made by an authorized representative of a shareholder must be accompanied by a power of attorney from the shareholder whom that person represents, or a notarized copy of this power of attorney.	related in the Charter
<b>Article 47</b> <i>Profit Distribution</i>	<b>Article 54. Profit Distribution</b> 1. Pursuant to the resolution of the General Meeting of Shareholders and in accordance with the law, dividends shall be declared and paid from the Company's retained earnings, but shall not exceed the level proposed by the Board of Directors after consulting with shareholders at the General Meeting of Shareholders.	<b>Article 47. Profit Distribution</b> 1. The General Meeting of Shareholders shall decide the dividend payout ratio and the form of annual dividend payment from the Company's retained earnings.	Supplemented and amended in accordance with Clause 1, Article 51, Appendix I issued together with Circular 116/2020/TT-BTC
	5. In cases where dividends or other monetary amounts relating to a class of shares are paid in cash, the Company shall make payment in Vietnamese Dong and may make payment by check or money order sent by post to the registered address of the receiving shareholder, and in the event of any risk arising (from the registered address of the shareholder), such shareholder shall bear the responsibility. In addition, cash payments of dividends or other monetary amounts	5. In cases where dividends or other monetary amounts relating to a class of shares are paid in cash, the Company shall make payment in Vietnamese Dong and may make payment by check or money order sent by post to the registered address of the receiving shareholder, and in the event of any risk arising (from the registered address of the shareholder), such shareholder shall bear the responsibility. In addition, cash payments	Supplemented and amended in accordance with Clause 4, Article 51, Appendix I issued together with Circular 116/2020/TT-BTC



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	relating to a class of shares may be made by bank transfer when the Company has the shareholder's detailed bank information to enable the Company to transfer directly into the shareholder's bank account. In the event that the Company has made the transfer in accordance with the detailed banking information provided by the shareholder but the shareholder does not receive the funds, the Company shall not be liable for the amount the Company transferred to the receiving shareholder. Payment of dividends for shares listed on the Stock Exchange/Securities Trading Center can be made through a securities company or the Vietnam Securities Depository.	of dividends or other monetary amounts relating to a class of shares may be made by bank transfer when the Company has the shareholder's detailed banking information to enable the Company to transfer directly into the shareholder's bank account. In the event that the Company has made the transfer in accordance with the detailed bank information provided by the shareholder but the shareholder does not receive the funds, the Company shall not be liable for the amount the Company transferred to the receiving shareholder. Payment of dividends for shares listed on the Stock Exchange can be made through a securities company or the Vietnam Securities Depository.	
<b>CHAPTER XIV</b> <i>BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING REGIME</i>	<b>CHAPTER XIV</b> BANK ACCOUNTS, RESERVE FUNDS, FISCAL YEAR, AND ACCOUNTING SYSTEM	<b>CHAPTER XIV</b> BANK ACCOUNTS, FISCAL YEAR, AND ACCOUNTING REGIME	Supplemented and amended to comply with Appendix I, Chapter XIV of the Model Charter issued together with Circular 116/2020/TT- BTC
	Article 56. Reserve Fund Appropriation The appropriation of funds shall be implemented in accordance with the provisions of the Law and as decided by the	Proposed to remove	To comply with Appendix I of the Model Charter issued together

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# UTXI AQUATIC PRODUCTS PROCESSING CORPORATION

Head office: No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province

Telephone: (0299) 3852 959 – 3852 671 Fax: (0299) 3852 952 – 3852 670

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	General Meeting of Shareholders. Annually, after fulfilling financial obligations to the State, profits shall be allocated as follows: 1) Financial Reserve Fund: 5% of profit after tax. 2) Reward and Welfare Fund: Annually, the Company shall allocate an amount not exceeding 10% of the Company's profit after tax to the Reward and Welfare Fund. The Board of Directors is authorized to determine the amount allocated to the Reward and Welfare Fund annually. 3) Other funds (If any) as proposed by the Board of Directors and approved annually by the General Meeting of Shareholders.		with Circular 116/2020/TT-BTC
<b>CHAPTER XV</b> <i>ANNUAL REPORT, FINANCIAL STATEMENTS, AND RESPONSIBILITY FOR INFORMATION DISCLOSURE</i>	<b>CHAPTER XV</b> ANNUAL REPORT, RESPONSIBILITY FOR INFORMATION DISCLOSURE, PUBLIC ANNOUNCEMENT	<b>CHAPTER XV</b> ANNUAL REPORT, FINANCIAL STATEMENTS, AND RESPONSIBILITY FOR INFORMATION DISCLOSURE	Supplemented and amended to comply with Appendix I, Chapter XIV of the Model Charter issued together with Circular 116/2020/TT-BTC
<b>Article 51</b> <i>Annual, Semi-Annual, and Quarterly Financial Statements</i>	Article 59. Annual, Semi-Annual, and Quarterly Reports 1. The Company must prepare annual financial statements in accordance with the provisions of the law as well as the regulations of the State Securities Commission and the reports must be audited	Article 51. Annual, Semi-Annual, and Quarterly Financial Statements 1. The Company must prepare annual financial statements, and the annual financial statements must be audited in accordance with the law. The Company shall publicly disclose the audited annual	Supplemented and amended to comply with Clauses 1 - 3, Article 55, Appendix I, Model Charter



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	<p>as prescribed in this Charter, and within ninety (90) days from the end of each fiscal year, the Company shall submit its annual financial statements which must already be approved by the General Meeting of Shareholders, to the competent tax authorities, the State Securities Commission, the Stock Exchange/Securities Trading Center (for listed companies), and the business registration authority.</p> <p>2. Annual financial statements must include a statement of business results that reflects truthfully and objectively the Company's profit and loss situation during the fiscal year and a balance sheet that reflects truthfully and objectively the status of the Company's operations up to the reporting date, the statement of cash flows, and notes to the financial statements. In cases where the Company is a parent company, in addition to annual financial statements, the financial report must also include the consolidated balance sheet for operations of the Company and its subsidiaries as at the end of each fiscal year.</p>	<p>financial statements according to the provisions of law on information disclosure in the securities market and submit them to the competent state authorities.</p> <p>2. The annual financial statements must include all reports, appendices, and explanations in accordance with the law on enterprise accounting. The annual financial statements must reflect truthfully and objectively the company's operational situation.</p> <p>3. The company must prepare and publish the reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to the competent state agencies.</p>	<p>issued with Circular 116/2020/TT-BTC</p>
<p><b>Article 52</b> <i>Annual Report</i></p>	<p>Article 60. Annual Report</p> <p>1. At the end of the fiscal year, the Board of Directors must submit the following reports to the General Meeting of Shareholders:</p> <p>a) Report on the company's business results;</p> <p>b) Financial statements;</p> <p>c) Report evaluating the company's management and administration;</p>	<p>Article 52. Annual Report</p> <p>The company must prepare and publish an Annual Report in accordance with the provisions of the law on securities and the securities market.</p>	<p>Amended to comply with Article 56, Appendix I, Model Charter issued with Circular</p>





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	<p>d) The Board of Supervisors's appraisal report.</p> <p>2. For joint-stock companies that are required by law to be audited, the annual financial statements of the joint-stock company must be audited before being submitted to the General Meeting of Shareholders for review and approval.</p> <p>3. The reports specified in points a, b, and c of clause 1 of this Article must be sent to the The Board of Supervisors for appraisal no later than 30 days before the opening date of the annual General Meeting of Shareholders, unless otherwise stipulated in the company's Charter.</p> <p>4. The reports specified in clauses 1, 2, and 3 of this Article, the The Board of Supervisors's appraisal report, and the audit report must be kept at the company's head office no later than 10 days before the opening date of the annual General Meeting of Shareholders, unless the company's Charter stipulates a longer period. Shareholders who have continuously owned shares of the company for at least 01 year have the right, on their own or together with lawyers, accountants, or certified auditors, to directly review the reports specified in this Article.</p>		116/2020/TT-BTC
	<p>Article 61. Information Disclosure</p> <p>1. The company must send the annual financial statements approved by the General Meeting of Shareholders to the competent state agencies in accordance with the law on</p>	Suggest removal.	For consistency with Appendix I, Model Charter issued with Circular



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	<p>accounting and other relevant legal provisions.</p> <p>2. The joint-stock company shall publish the following information on its website:</p> <p>a) Company Charter;</p> <p>b) Curriculum vitae, educational qualifications and professional experience of members of the Board of Directors, Supervisors, Director or General Director of the company;</p> <p>c) Annual financial statements approved by the General Meeting of Shareholders;</p> <p>d) Annual performance evaluation reports of the Board of Directors and the The Board of Supervisors.</p> <p>3. A joint-stock company that is not a listed company must notify the Business Registration Agency where the company has its head office within 03 working days after receiving information or changes in information regarding the full name, nationality, passport number, contact address, number of shares, and type of shares of a foreign individual shareholder; the name, enterprise code, head office address, number of shares, and type of shares of a foreign institutional shareholder; and the full name, nationality, passport number, contact address of the authorized representative of the foreign institutional shareholder.</p> <p>4. The public company shall disclose and publicize information in accordance with the provisions of the law on securities. The joint-</p>	116/2020/TT-BTC.
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	stock company as prescribed in point b, clause 1, Article 88 shall disclose and publicize information according to the provisions in points a, c, dd, and g, clause 1, Article 109 and Article 110 of the Enterprise Law.		
<b>Article 54</b> <i>Seal</i>	<p>Article 63. Seal</p> <p>1. The Company has the right to decide on the form, quantity, and Content of the enterprise's seal in accordance with legal regulations.</p> <p>2. The company seal shall be circular, using red ink. The Content of the Company seal shall include the following information: Enterprise name; Enterprise code; District and province name where the enterprise is headquartered.</p> <p>- The Company has only one enterprise seal.</p> <p>3. The management, use, and preservation of the seal shall be assigned to the company's legal representative.</p> <p>4. The enterprise shall be legally responsible for the honesty, accuracy, lawfulness, appropriateness to ethics and culture, and the potential for confusion of the seal design, and for disputes arising from the management and use of the seal.</p>	<p>Article 54. Seal</p> <p>1. A seal includes a seal made at a seal engraving facility or a seal in the form of a digital signature as prescribed by law on electronic transactions.</p> <p>2. The Board of Directors decides the type, quantity, form, and Content of the seals of the Company, its branches, and representative offices (if any).</p> <p>3. The Board of Directors and the General Director shall use and manage the seal according to current legal regulations.</p>	<p>Amend to conform to Article 58, Appendix I, Model Charter issued with Circular 116/2020/TT-BTC.</p>
	<p>Article 65. Deadlock among Board Members and Shareholders</p> <p>Unless otherwise provided in this Charter, shareholders holding half of the outstanding voting shares in the election of Board members shall have the right to petition the</p>	<p>Suggest removal.</p>	<p>For consistency with Appendix I, Model Charter issued with Circular</p>

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# UTXI AQUATIC PRODUCTS PROCESSING CORPORATION

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	<p>court for dissolution on one or more of the following grounds:</p> <ol style="list-style-type: none"> <li>1. Board members fail to agree on the management of the Company's affairs, resulting in a failure to achieve the required number of votes for the Board of Directors to operate.</li> <li>2. Shareholders cannot agree and therefore cannot achieve the required number of votes to elect Board members.</li> <li>3. Internal disagreement and division among two or more factions of shareholders make dissolution the most advantageous option for all shareholders.</li> </ol>		116/2020/TT-BTC.
<b>CHAPTER XXI</b> <i>EFFECTIVE DATE</i>	Not available.	<b>CHAPTER XXI</b> <i>EFFECTIVE DATE</i>	Supplement to comply with Chapter XIV, Appendix I of the Model Charter issued with Circular 116/2020/TT-BTC.
<b>Article 60</b> <i>Effective Date</i>	<p>Article 70. Effective Date</p> <p>1. This Charter consists of twenty (XX) chapters and seventy (70) articles, approved by the Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation on April 22, 2023 at the Company, and the full text of this Charter is hereby approved.</p>	<p>Article 60. Effective Date</p> <p>1. This Charter, comprising XXI Chapters and 60 Articles, was unanimously approved by the Annual General Meeting of Shareholders of Ut Xi Aquatic Products Processing Corporation on Date April 28, 2025 at the Company, and the full text of this Charter was concurrently approved.</p>	Supplemented and amended to conform to Article 64, Appendix I of the Model Charter issued together with Circular 116/2020/TT-BTC





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		<p>2. The Charter is made in 05 copies, each having equal validity, of which:</p> <p>a. One (01) copy is submitted to the Business Registration Office – Department of Planning and Investment of Soc Trang Province;</p> <p>b. Three (03) copies are submitted to the State Securities Commission, the Stock Exchange, and the Vietnam Securities Depository;</p> <p>c. One (01) copy is kept at the Company's headquarters.</p>	
<b>APPENDIX 01</b> <i>DETAILS OF THE COMPANY'S CHARTER CAPITAL FROM THE DATE OF ESTABLISHMENT TO DATE AND THE PROPORTION OF SHARES HELD BY THE FOUNDING SHAREHOLDERS ON THE DATE OF ESTABLISHMENT</i>	Not applicable	<b>APPENDIX 01</b> DETAILS OF THE COMPANY'S CHARTER CAPITAL FROM THE DATE OF ESTABLISHMENT TO DATE AND THE PROPORTION OF SHARES HELD BY THE FOUNDING SHAREHOLDERS ON THE DATE OF ESTABLISHMENT <i>(For details, please refer to the Draft of the Amended and Supplemented Charter 2025)</i>	To conform to Appendix I of the Model Charter issued together with Circular 116/2020/TT-BTC

U.T.C.P. \*  
S. C. P. \*  
S. C. P. \*



# UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

Address: No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province  
Business Registration Certificate No. 2200203836 issued by Soc Trang Business Registration Office, 18th amendment on  
October 3, 2022

## 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

April 28, 2025

### MINUTES OF VOTE COUNTING

Content 1

#### *Approval of the Proposal for profit distribution for the year 2024*

With the following results:

- Total number of shares with voting rights at the General Meeting: **22.809.111** shares.
- Number of votes in favor: **16** votes, corresponding to **22.737.111** shares, ratio **99,68%**
- Number of votes against: **0** votes, corresponding to **0** shares, ratio **0%**
- Number of votes with no opinion, other opinion: **0** shares, corresponding to **0** shares, ratio **0%**
- Invalid votes: **01** votes, corresponding to **72.000** shares, ratio **0,32%**

With an approval rate of **99,68%**, *Approval of the Proposal for profit distribution for the year 2024* has been approved.

Please present the results to the General Meeting of Shareholders.

Sóc Trăng, April 28, 2025

ON BEHALF OF THE BALLOT  
COUNTING COMMITTEE

Head of the Committee



Do Thanh Nhon





## UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

Address: No. 24, Provincial Road 934, Ha Bo Hamlet, Tai Van Commune, Tran De District, Soc Trang Province  
Business Registration Certificate No. 2200203836 issued by Soc Trang Business Registration Office, 18th amendment on  
October 3, 2022

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

April 28, 2025

#### MINUTES OF VOTE COUNTING

#### Content 2

*Approval of the remuneration payment results for the Board of Directors and the Board of Supervisors for the year 2024 and the remuneration payment plan for the Board of Directors and the Board of Supervisors for the year 2025*

With the following results:

- Total number of shares with voting rights at the General Meeting: **22.809.111** shares.
- Number of votes in favor: **16** votes, corresponding to **22.737.111** shares, ratio **99,68%**
- Number of votes against: **0** votes, corresponding to **0** shares, ratio **0%**
- Number of votes with no opinion, other opinion: **0** shares, corresponding to **0** shares, ratio **0%**
- Invalid votes: **01** votes, corresponding to **72.000** shares, ratio **0,32%**

With an approval rate of **99,68%**, *Approval of the remuneration payment results for the Board of Directors and the Board of Supervisors for the year 2024 and the remuneration payment plan for the Board of Directors and the Board of Supervisors for the year 2025* has been approved.

Please present the results to the General Meeting of Shareholders.

Sóc Trăng, April 28, 2025

ON BEHALF OF THE BALLOT  
COUNTING COMMITTEE

Head of the Committee



Do Thanh Nhon



## UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

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October 3, 2022

### 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

April 28, 2025

#### MINUTES OF VOTE COUNTING

Content 3

#### *Approval of the list of elected members to the Company's Board of Directors for the 2025 - 2030 term*

With the following results:

- Total number of shares with voting rights at the General Meeting: **22.809.111** shares.
- Number of votes in favor: **16** votes, corresponding to **22.737.111** shares, ratio **99,68%**
- Number of votes against: **0** votes, corresponding to **0** shares, ratio **0%**
- Number of votes with no opinion, other opinion: **0** shares, corresponding to **0** shares, ratio **0%**
- Invalid votes: **01** votes, corresponding to **72.000** shares, ratio **0,32%**

With an approval rate of **99,68%**, *Approval of the list of elected members to the Company's Board of Directors for the 2025 - 2030 term* has been approved.

Please present the results to the General Meeting of Shareholders.

Sóc Trăng, April 28, 2025

ON BEHALF OF THE BALLOT  
COUNTING COMMITTEE

Head of the Committee



**Đo Thanh Nhon**





## UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

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October 3, 2022

# 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

April 28, 2025

## MINUTES OF VOTE COUNTING

Content 4

### *Approval of the list of elected members to the Company's Board of Supervisors for the 2025 - 2030 term*

With the following results:

- Total number of shares with voting rights at the General Meeting: **22.809.111** shares.
- Number of votes in favor: **16** votes, corresponding to **22.737.111** shares, ratio **99,68%**
- Number of votes against: **0** votes, corresponding to **0** shares, ratio **0%**
- Number of votes with no opinion, other opinion: **0** shares, corresponding to **0** shares, ratio **0%**
- Invalid votes: **01** votes, corresponding to **72.000** shares, ratio **0,32%**

With an approval rate of **99,68%**, *Approval of the list of elected members to the Company's Board of Supervisors for the 2025 - 2030 term* has been approved.

Please present the results to the General Meeting of Shareholders.

Sóc Trăng, April 28, 2025

ON BEHALF OF THE BALLOT  
COUNTING COMMITTEE

Head of the Committee



Do Thanh Nhon

Do Thanh Nhon





# UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

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October 3, 2022

## 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

April 28, 2025

### MINUTES OF VOTE COUNTING

Content 6

#### *Approval of the proposal on amending the Company's charter in accordance with the Enterprise Law 2020*

With the following results:

- Total number of shares with voting rights at the General Meeting: **22.809.111** shares.
- Number of votes in favor: **16** votes, corresponding to **22.737.111** shares, ratio **99,68%**
- Number of votes against: **0** votes, corresponding to **0** shares, ratio **0%**
- Number of votes with no opinion, other opinion: **0** shares, corresponding to **0** shares, ratio **0%**
- Invalid votes: **01** votes, corresponding to **72.000** shares, ratio **0,32%**

With an approval rate of **99,68%**, *Approval of the proposal on amending the Company's charter in accordance with the Enterprise Law 2020* has been approved.

Please present the results to the General Meeting of Shareholders.

Sóc Trăng, April 28, 2025

ON BEHALF OF THE BALLOT  
COUNTING COMMITTEE

Head of the Committee



Do Thanh Nhon



## UT XI AQUATIC PRODUCTS PROCESSING CORPORATION

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October 3, 2022

# 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

April 28, 2025

## MINUTES OF VOTE COUNTING

Content 7

### *Approval of the Minutes of the Meeting and the Draft Resolution of the Annual General Meeting of Shareholders 2025*

With the following results:

- Total number of shares with voting rights at the General Meeting: **22.809.111** shares.
- Number of votes in favor: **16** votes, corresponding to **22.737.111** shares, ratio **99,68%**
- Number of votes against: **0** votes, corresponding to **0** shares, ratio **0%**
- Number of votes with no opinion, other opinion: **0** shares, corresponding to **0** shares, ratio **0%**
- Invalid votes: **01** votes, corresponding to **72.000** shares, ratio **0,32%**

With an approval rate of **99,68%**, *Approval of the Minutes of the Meeting and the Draft Resolution of the Annual General Meeting of Shareholders 2025* has been approved.

Please present the results to the General Meeting of Shareholders.

Sóc Trăng, April 28, 2025

ON BEHALF OF THE BALLOT  
COUNTING COMMITTEE

Head of the Committee



*Do Thanh Nhon*  
**Do Thanh Nhon**