
No: 02 /2025/NQ-HĐQT

Ha Noi, date 19 month 05 year 2025

**RESOLUTION OF THE BOARD OF DIRECTORS
HANOI – KINH BAC AGRICULTURE AND FOOD JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises 2020;
- Pursuant to the Charter of Hanoi – Kinh Bac Agriculture and Food Joint Stock Company;
- Pursuant to the Minutes of the Board of Directors' Meeting No.:02 /BB-HĐQT dated 19 /05 /2025;
- Pursuant to the functions and duties of the Board of Directors;

HEREBY RESOLVES

Article 1: To include the proposal regarding the restructuring through asset sales and transfer of investment capital in subsidiary companies into the meeting documents for the 2025 Annual General Meeting of Shareholders, with details as follows:

1. Approval of the Policy on the Sale of the Company's Assets

The General Meeting of Shareholders authorizes and delegates the Board of Directors to:

- Review, assess, and compile a list of assets to be sold;
- Decide on the selling prices of assets, including cases where the selling price exceeds 35% of the total asset value as recorded in the latest audited financial statements of the Company;
- Approve/endorse contracts and transactions with parties specified in Clause 1, Article 167 of the Law on Enterprises, with a value equal to or exceeding 35% of the total asset value as recorded in the latest audited financial statements of the Company (if any);
- Develop and approve a plan for asset sales to ensure the highest possible benefit for the Company;
- Organize the implementation of the asset sale plan in compliance with legal regulations;
- Decide on the use of proceeds from the asset sale to ensure maximum efficiency for the Company.

2. Approval of the Policy on Transfer of Investment Capital in Subsidiary Companies

The General Meeting of Shareholders authorizes and delegates the Board of Directors to:

- Review, assess, and compile a list of subsidiary companies subject to capital transfer;

- Decide on the transfer price of investment capital in each subsidiary, including cases where the transfer price exceeds 35% of the total asset value as recorded in the Company's latest audited financial statements;
- Approve/endorse contracts and transactions with parties specified in Clause 1, Article 167 of the Law on Enterprises, with a value equal to or exceeding 35% of the total asset value as recorded in the Company's latest audited financial statements (if any);
- Develop and approve a plan for transferring investment capital in each subsidiary to ensure the highest possible benefit for the Company;
- Organize the implementation of the capital transfer plan in compliance with legal regulations;
- Decide on the use of proceeds from the capital transfer to ensure maximum efficiency for the Company.

Article 2: This resolution shall take effect from the date of signing.

Article 3: Members of the Board of Directors, the Supervisory Board, the Executive Board, relevant departments, and individuals shall be responsible for implementing this resolution.

Recipients:

- As stated in Article 3;
- Archive: Office.

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

