

*Can Tho, June 03, 2025*

**REGULATIONS ON ORGANIZATION AND OPERATION  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
SADICO CAN THO JOINT STOCK COMPANY**

Pursuant to:

- Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam and documents guiding its implementation;
- Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under the form of corporate partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement of the National Assembly of the Socialist Republic of Vietnam passed on January 11, 2022;
- Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and documents guiding its implementation;
- Charter of Sadico Can Tho Joint Stock Company (**Charter**);
- Current internal regulations on corporate governance of Sadico Can Tho Joint Stock Company ("**Governance Regulations**").

The 2025 Annual General Meeting of Shareholders of Sadico Can Tho Joint Stock Company is organized and implemented in accordance with the Regulations on organizing the 2025 Annual General Meeting of Shareholders (hereinafter referred to as "**Regulations**") as follows

**CHAPTER I  
GENERAL REGULATIONS**

**Article 1. Scope and subjects of application**

1. These regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "**AGM**") of Sadico Can Tho Joint Stock Company (hereinafter referred to as the "**Company**" or "**Sadico**")
2. These regulations specifically stipulate the rights and obligations of shareholders, authorized persons attending the meeting and parties participating in the General Meeting, conditions, procedures for conducting the General Meeting, voting and election methods at the General Meeting of Shareholders
3. Shareholders, authorized persons attending the meeting and members attending the General Meeting are responsible for complying with the provisions of these Regulations. ✓

## **CHAPTER II**

### **RIGHTS AND OBLIGATIONS OF PARTICIPANTS IN THE GENERAL MEETING**

#### **Article 2. Conditions for attending the General Meeting**

All shareholders, authorized representatives of shareholders owning common shares of the Company according to the list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation as of April 25, 2025.

#### **Article 3. Regulations on Authorization to attend the General Meeting**

1. The authorization for a representative to attend the General Meeting of Shareholders must be made in writing according to the company's form (Form 01-UQ) or according to the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of the authorization, the scope of authorization, the duration of authorization, the signature and seal (if any) of the authorizing party and the authorized party as prescribed below:
  - a. In case the shareholder is an individual:
    - The authorization document must be signed by the authorizing shareholder and the authorized individual;
    - The authorization document must be signed by the authorizing shareholder and the signature and seal (if any) of the legal representative of the shareholder. authorized organization.
  - b. In case the shareholder is an organization:
    - The authorization document must have the signature and seal of the legal representative according to the internal regulations of the shareholder being the authorizing organization and the signature of the authorized individual;
    - The authorization letter must have the signature and seal of the legal representative according to the internal regulations of the shareholder being the authorizing organization and the signature and seal (if any) of the legal representative according to the internal regulations of the authorized organization.
2. In cases where the authorization is not made in accordance with the regulations, the Chairman of the meeting will have the full authority to decide on the validity of such authorization.
3. An individual/organization can act as an authorized representative for one or more shareholders.
4. The person authorized to attend the General Meeting of Shareholders must submit the authorization document before registering to attend the meeting.
5. The shareholder and the party authorized to attend the meeting are responsible for the rights and obligations of each party and the legal value of the authorization document and the letter



of introduction of the attendee. General Meeting. The Company is not responsible for any complaints or claims related to the authorization of shareholders.

#### **Article 4. Rights and obligations of shareholders attending the General Meeting**

##### **1. Rights of shareholders**

- To directly attend or authorize another person to attend the General Meeting by written authorization;
- When attending the General Meeting of Shareholders, each shareholder/shareholder representative shall receive 01 Voting Card, 01 Voting Ballot with the corresponding number of shares after registering to attend the General Meeting with the Shareholders' Qualification Examination Board;
- To have the right to speak, discuss and vote on all matters under the authority of the General Meeting of Shareholders according to the provisions of the Law on Enterprises, other relevant legal documents and the Company's Charter.
- To be informed by the Organizing Committee of the content, agenda of the General Meeting and accompanying documents.
- To be distributed documents, contents, agenda of the General Meeting.
- Shareholders and authorized persons who arrive late when the General Meeting has not yet ended have the right to register and vote at the General Meeting for issues that have not been voted on, then the Chairman is not responsible for stopping the General Meeting for shareholders to register and the validity of the previous votes will not be affected.
- Shareholders or groups of shareholders owning 05% or more of the total number of common shares have the right to propose issues to be included in the General Meeting Agenda. The proposal must be in writing and sent to the Company at least 03 working days before the opening date. The proposal must clearly state the name of the shareholder, the number of each type of shares of the shareholder, and the issues proposed to be included in the General Meeting Agenda

##### **2. Obligations of shareholders when attending the General Meeting**

- Shareholders or authorized persons attending the General Meeting must complete the procedures for registering to attend the General Meeting with the Shareholders' Qualification Examination Committee/General Meeting Organizing Committee and present the following documents:

###### **Individuals attending:**

- + Meeting invitation (Meeting invitation letter).
- + Authorization letter to attend the General Meeting (if authorized) rights).
- + Citizen identification card/Passport of the meeting participant (shareholder or authorized person).

###### **Participating organization:**

- + Business registration certificate/Business registration certificate/License for establishment and operation (valid copy).
  - + Decision of the legal representative to appoint a person to attend the General Meeting of Shareholders or Power of Attorney to attend the General Meeting.
  - + Citizen identification card/Passport of the meeting participant (legal representative or authorized person)
- Comply with the provisions of the Law on Enterprises, the Company Charter and this regulation;
  - Strictly comply with the regulations at the General Meeting of Shareholders, respect the results of the work at the General Meeting. Shareholders are responsible for studying the documents sent in the invitation letter, documents posted on the Company's official website and documents broadcast live at the General Meeting;
  - Dress politely; do not smoke; do not talk privately during the General Meeting;
  - Register to speak at the General Meeting according to regulations, comply with the speaking time, the content of the speech within the scope of the General Meeting program, respect the direction of the General Meeting by the General Meeting Chairman;
  - Recording and filming of the General Meeting must be publicly announced and approved by the General Meeting Chairman;
  - Do not obstruct or disrupt the order, causing the meeting to not be conducted fairly and legally;
  - Do not disrupt or prevent the normal progress of the General Meeting;
  - Self-fund the costs of attending the General Meeting (such as transportation, meals, rest, etc.)
  - Provide information about related persons or persons with interests related to shareholders as requested by the Company.

#### **Article 5. Rights and obligations of the Chairman of the General Meeting**

1. The General Meeting of Shareholders shall be chaired by the Chairman of the Board of Directors.
2. The Chairman shall decide on the order, procedures and events arising outside the General Meeting Agenda. The Chairman of the General Meeting may postpone the General Meeting upon the consent or request of the General Meeting of Shareholders when there are sufficient delegates attending the meeting.
3. The Chairman shall have the right to request all attendees to be subject to inspection or other legal and reasonable security measures.
4. The Chairman shall have the right to request the competent authority to maintain order at the meeting; expel from the General Meeting those who do not comply with the Chairman's direction, intentionally disrupt the order, prevent the normal progress of the meeting or do



not comply with security inspection requirements.

5. The Chairman has the right not to respond or only acknowledge the shareholders' contributions if the contributions and recommendations are outside the content of the General Meeting's request for opinions.
6. The Chairman appoints the General Meeting Secretariat.
7. The Chairman has the right to postpone the General Meeting when there are enough people registered to attend the meeting according to regulations, no more than 03 days from the scheduled opening date of the meeting and may only postpone the meeting or change the meeting location in the following cases:
  - The meeting location does not have enough convenient seats for all attendees;
  - The means of communication at the meeting location do not ensure that shareholders attending the meeting can participate, discuss and vote;
  - There are attendees who obstruct or disrupt order, with the risk of making the meeting not be conducted fairly and legally.

#### **Article 6. Rights and obligations of the Secretariat**

1. The General Meeting Secretariat is appointed by the Chairman.
2. The tasks of the General Meeting Secretariat include:
  - Preparing the minutes of the General Meeting;
  - Drafting the Resolutions on the issues approved by the General Meeting and sending the documents and results of the General Meeting to the shareholders;
  - Presenting the Minutes and Resolutions of the General Meeting to the General Meeting;
  - Issuing the Shareholders' Speech Registration Form (if any);
  - Other tasks assigned by the Chairman

#### **Article 7. Rights and obligations of the Shareholders' Qualification Examination Committee**

The Shareholders' Qualification Examination Committee consists of 01 Head and members decided by the Chairman of the Board of Directors, with the following functions and tasks:

1. Examine the qualifications of shareholders or authorized representatives of shareholders attending the meeting;
2. Issue to shareholders or authorized representatives attending the meeting 01 Voting Card, 01 Voting Ballot and other relevant meeting documents;
3. Report to the General Meeting on the results of examining the qualifications of shareholders attending the General Meeting of Shareholders at the following times: Before the opening of the General Meeting; Before each vote of the General Meeting if there is a change in the number of shareholders registered to attend the General Meeting (shareholders arriving late to register to attend the meeting).

4. Perform other tasks assigned by the General Meeting Organizing Committee or the General Meeting Chairman

#### **Article 8. Rights and obligations of the Ballot Counting Committee**

1. The Ballot Counting Committee consists of 01 Head and members nominated by the Chairman of the General Meeting and approved by the General Meeting of Shareholders by raising voting cards directly at the General Meeting.
2. The Ballot Counting Committee has the following tasks:
  - Guiding shareholders in voting and election;
  - Counting the number of voting cards in favor/disapproval/no opinion at the General Meeting when asking for the General Meeting's opinion on issues voted by Voting Cards;
  - Collecting and checking the validity of the Voting Cards after the General Meeting votes and conducting the vote counting;
  - Making the Minutes of the Voting Card Counting and announcing the voting and election results to the General Meeting;
  - Resolving shareholders' questions and complaints about the voting;
  - All inspections, making minutes and announcing the vote counting results, the Ballot Counting Committee must do honestly and accurately and be responsible for those results.

### **CHAPTER III PROCEDURE OF THE GENERAL MEETING**

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

1. The General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares according to the list of Sadico Can Tho Joint Stock Company as finalized by the Vietnam Securities Depository and Clearing Corporation on April 25, 2025. In case more than 30 minutes have passed since the opening time of the General Meeting as stated in the meeting agenda sent to shareholders, but the number of shareholders registered to attend the General Meeting does not represent more than 50% of the total number of voting shares according to the list of shareholders established at the time of finalizing the list of shareholders, the meeting shall be deemed not eligible to be held.
2. In case the General Meeting does not meet the conditions to be held according to the above provisions, the convening and holding of the next General Meetings shall be conducted in accordance with the provisions of the Company Charter and the Law on Enterprises.

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

1. The General Meeting will take place in accordance with the order of the agenda approved by the General Meeting.
2. The General Meeting of Shareholders will discuss and approve the contents of the General



Meeting agenda in turn according to the voting method prescribed in this Regulation.

3. The General Meeting will close after the Minutes of the General Meeting are approved.

#### **Article 11. Speaking at the General Meeting**

Shareholders or authorized representatives attending the meeting have the right to participate in contributing opinions during the discussion of the General Meeting. When speaking, they must raise their voting cards or register to speak. The Chairman shall arrange the speaking of shareholders based on the meeting agenda time. The Chairman may give priority to speaking to shareholders who register to speak first and have opinions related to the meeting agenda. The content of the speech must be concise and consistent with the content being discussed at the General Meeting. Shareholders do not repeat opinions that have been expressed by other shareholders and only opinions that are consistent with the content of the General Meeting's agenda will be considered for recording in the meeting minutes.

#### **Article 12. Approval of decisions at the General Meeting**

The matters of the General Meeting shall be approved after the approval of shareholders or authorized persons present in person at the General Meeting with the ratio prescribed in the Company's Charter.

#### **Article 13. Minutes of vote counting**

1. After counting the votes, the Ballot Counting Committee must prepare the Minutes of vote counting.
2. The Minutes of vote counting must include the following main contents:
  - Time and place of preparing the Minutes of vote counting;
  - Composition of the Ballot Counting Committee;
  - Total number of shareholders present and authorized representatives voting at the General Meeting. Total number of votes participated in the vote, in which the number of valid votes and the number of invalid votes are distinguished.
  - Voting results for each issue;
  - Signature of the member of the Ballot Counting Committee.
3. The full text of the Minutes of vote counting must be announced by the Ballot Counting Committee before the General Meeting and recorded in the Resolution of the General Meeting.

#### **Article 14. Minutes of the General Meeting of Shareholders**

All contents of the General Meeting of Shareholders shall be recorded in minutes by the Secretary of the General Meeting. The minutes of the meeting shall be read and approved before the closing of the meeting and shall be kept in the documents of the General Meeting of Shareholders of the Company.

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

- Based on the results of the General Meeting, the Chairman shall issue a Resolution of the

- General Meeting of Shareholders on the issues approved by the General Meeting;
- Shareholders have the right to request the Court or Arbitration to consider and cancel part or all of the decisions of the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises.

## **CHAPTER IV**

### **VOTING AT THE GENERAL MEETING**

#### **Article 16. Voting cards and Voting ballots**

##### **1. Voting cards**

- Voting cards stamped by the Company are issued by the Company to shareholders or authorized representatives of shareholders attending the meeting.
- Valid voting cards: are voting cards issued by the Company, clearly stating the name of the shareholder/shareholder representative, ID card/passport/business registration number, number of shares owned/represented ownership, and stamped by the Company. Voting cards must not be erased, deleted, or modified.
- The number of shares with voting rights is calculated based on the total number of shares owned/represented ownership.

##### **2. Voting ballot**

- Voting cards stamped by the Company are issued by the Company to shareholders or authorized representatives of shareholders attending the meeting. The ballot paper is recorded with the name of the shareholder, the shareholder's registration number, the number of voting shares, the voting content and other technical factors to help the vote counting be accurate and convenient.
- The number of voting shares is calculated based on the total number of shares owned/represented.
- Invalid ballot papers will not be counted, including:
  - + Voting papers that do not follow the form issued by the Organizing Committee and do not have the Company's seal;
  - + Voting papers that are torn, crossed out, erased, or modified;
  - + Voting papers that contain additional information or symbols that make it impossible for the Vote Counting Committee to determine the voter's opinion;
  - + Voting papers that contain many different opinions in the same voting content, that voting part is invalid;
  - + Ballots that do not have the signature of the shareholder/authorized person;
  - + Blank ballots.

#### **Article 17. Voting procedures for passing decisions at the General Meeting**

Voting on issues at the General Meeting, depending on the case, will be carried out in the



following forms:

**1. Direct voting by Voting Card.**

- The General Meeting of Shareholders votes by Voting Card on the following issues:
  - + Approving the composition of the Vote Counting Committee;
  - + Approving the General Meeting Agenda;
  - + Approving the Regulations on organization and operation of the 2025 Annual General Meeting of Shareholders;
  - + Approving the Minutes and Resolutions of the General Meeting
  - + Submission No. 06/2025/TTr-HĐQT dated June 2, 2025 on not purchasing shares offered to existing shareholders to increase the charter capital of Tay Do Cement Joint Stock Company.
- Voting is conducted by counting the number of voting shares when the shareholders approve, then counting the number of voting shares when the shareholders do not approve, and finally counting the number of voting shares when the shareholders have no opinion;
- The voting results are calculated based on the percentage between the total number of shares of valid Voting Cards and the total number of shares of all shareholders and authorized representatives of shareholders attending and voting at the General Meeting.

**2. Voting by ballots.**

- The General Meeting votes by ballot on the following issues:
  - + Report on the activities of the Board of Directors in 2024 and the 2025 operation plan;
  - + Report on the results of production and business activities in 2024 and the 2025 plan;
  - + Report on the activities of the Board of Supervisors in 2024 and the 2025 operation plan;
  - + Submission No. 01/2025/TTr-HĐQT dated June 2, 2025 on the approval of the audited consolidated and separated financial statements in 2024;
  - + Submission No. 02/2025/TTr-HĐQT dated June 2, 2025 on the approval of the allocation of funds and profit distribution in 2024;
  - + Submission No. 03/2025/TTr-HĐQT dated June 2, 2025 on the approval of the production and business plan and the profit distribution plan for the year of 2025;
  - + Submission No. 04/2025/TTr-HĐQT dated June 2, 2025 on approving the remuneration of the Board of Directors and the Board of Supervisors in 2024, the remuneration plan of the Board of Directors and the Board of Supervisors in 2025;
  - + Submission No. 05/2025/TTr-HĐQT dated June 2, 2025 on approving the selection of the auditing firm for the 2025 Financial Statements;
  - + Submission No. 07/2025/TTr-HĐQT dated June 2, 2025 on not purchasing shares offered to existing shareholders to increase the charter capital of Tay Do Cement Joint Stock Company and transfer the share purchase rights to management staff of Sadico Can Tho

Joint Stock Company at Tay Do Cement..

- Voting contents recorded in the Voting Form will be voted by shareholders/authorized representatives of shareholders by choosing one of the following options: Approve or disapprove or have no opinion on each content that needs to be voted on.
- Shareholders vote according to the following principles:
  - + Voting begins when the Chairman of the meeting or the Head of the Vote Counting Committee gives the signal and ends when the last shareholder puts his/her vote in the ballot box or after 30 (thirty) minutes from the start of voting, whichever comes first. After the voting ends, the ballot box will be sealed;
  - + Shareholders or authorized representatives of shareholders vote by choosing one of the following Voting Opinions: Agree, Disagree or No Opinion and marking (X) or (V) for each voting content at the General Meeting, signing and clearly stating their full name and submitting it to the Vote Counting Committee;
  - + Vote counting is conducted immediately after the voting ends and the ballot box is sealed.
- Voting results: Voting results are calculated based on the percentage between the total number of shares of valid ballots sent to the Ballot Counting Committee and the total number of shares of all shareholders and authorized representatives of shareholders attending and voting at the General Meeting;
- Voting for each content to be approved in the Ballot Counting Committee is independent of each other and the validity of the voting on this content does not affect the validity of other voting contents;
- In case a shareholder makes a mistake in the process of writing the Ballot Counting Committee, provided that it has not been put into the ballot box and the voting period has not expired, he/she has the right to directly meet the Head of the Ballot Counting Committee to request a replacement of the Ballot Counting Committee to ensure the rights of the shareholder.

**Article 18. Regulations on counting votes for voting by ballot.**

**1. Organizing the counting of votes**

The counting committee shall conduct the counting of votes according to the following regulations:

- The counting of votes must be conducted by the counting committee in a closed room immediately after the voting ends;
- The counting committee may use electronic means in counting votes;
- Check the validity of the voting ballot;
- The counting committee shall not erase or make corrections on the voting ballot.

**2. Announcement of the counting results**

After the counting of the voting ballots is completed, the Head of the counting committee shall,



on behalf of the counting committee, read the minutes of the counting results to the Congress.

## **CHAPTER V OTHER PROVISIONS**

### **Article 19. Cases in which the General Meeting fails to convene**

1. In case the first meeting does not meet the conditions to be conducted as prescribed in Clause 1, Article 9 of this Regulation within 30 minutes from the scheduled opening time of the General Meeting, the convener shall cancel the meeting. The General Meeting shall be convened for the second time within 30 days from the scheduled date of the first meeting. The second General Meeting shall be convened when the number of shareholders attending the meeting represents at least 33% of the total number of votes.
2. In case the second meeting does not meet the conditions to be conducted as prescribed in Clause 1 of this Article within 90 minutes from the scheduled opening time of the General Meeting, the third meeting shall be convened within 20 days from the scheduled date of the second meeting. In this case, the General Meeting shall be convened regardless of the total number of votes of the shareholders attending the meeting.

## **CHAPTER VI IMPLEMENTATION PROVISIONS**

### **Article 20. Effectiveness of the Regulations:**

This Regulation consists of six (06) Chapters, twenty (20) Articles and takes effect immediately after being approved by the General Meeting of Shareholders.

**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Mai Cong Toan**

Can Tho, Jun 02, 2025

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

**To: Annual General Meeting of Shareholders in 2025**

The Board of Directors (“BOD”) of Sadico Can Tho Joint Stock Company (“Company”) would like to report to the Annual General Meeting of Shareholders (“AGM”) in 2025 on the management activities of 2024 as follows:

**I. ASSESSMENT OF THE COMPANY’S ACTIVITIES IN 2024**

**1. General**

In 2024, the global economic recession was at a high level, the market’s purchasing power decreased sharply, affecting the Company’s revenue and profit. The Company tried to reduce costs, but still achieved most of the targets set by the General Meeting. Achieving the above results is, first of all, thanks to the consensus and support of Shareholders in approving decisions and business development plans, the proactive management and timely solutions of the Board of Directors, and the solidarity and efforts of all officers and employees in the entire Company.

**2. Achievements**

In 2024, the total output of the Company's products is: 72 million bags (in 2023: 63 million bags, plan for 2024: 80 million bags).

Production and business results in 2024:

*Unit: VND billion*

TT	Items	2024 plan		2024 results			
		Company	Consolidate	Company	%TH/KH	Consolidate	%TH/KH
1	Revenue	269,6	1.897,20	208,72	77,42%	1.137,00	59,93%
2	Profit before tax	33,07	41,55	1,18	3,57%	-51,62	-224,24%
2.1	Operating profit	20,43		-6,36	-131,13%		
2.2	Profit from financial investments	12,64		7,54	59,65%		
3	Profit after tax	28,98	34,96	1,07	3,69%	-52,41	-249,91%



TT	Items	2024 plan		2024 results			
		Company	Consolidate	Company	%TH/KH	Consolidate	%TH/KH
3.1	Operating profit	16,34		-6,47	-139,60%		
3.2	Profit from financial investments	12,64		7,54	59,65%		

### 3. Assessment of the Board of Directors' performance of responsibilities

In 2024, the Board of Directors has performed its duties carefully. The Resolutions and Decisions of the Board of Directors were approved and issued based on the high consensus of the Board members.

The Board of Directors has operated within its authority, in line with the goals, Resolutions of the General Meeting of Shareholders and Resolutions issued by the Board of Directors.

The Board of Directors has performed its role well by actively supporting the management work, providing timely instructions and closely monitoring the activities of the Executive Board in implementing the set goals.

The Board of Directors always complies with the provisions of law, the Charter, as well as the regulations and rules of the Company

## II. ACTIVITIES, REMUNERATIONS AND OPERATING EXPENSES OF THE BOARD OF DIRECTORS AND MEMBERS OF THE BOARD OF DIRECTORS

### 1. Board of Directors

Currently, the Board of Directors consists of 03 members:

- |                       |          |
|-----------------------|----------|
| 1. Mr. Mai Cong Toan  | Chairman |
| 2. Mr. Do Huu Huong   | Member   |
| 3. Mr. Nguyen Van Ngu | Member   |

The Chairman of the Board of Directors is elected by the Board of Directors; the Board of Directors has not established any subcommittees, and the activities of the Board of Directors are carried out in the form of assignment to members.

### 2. Activities of the Board of Directors

In 2024, the Board of Directors closely followed the actual developments of business activities, directed the Board of Directors to properly implement the resolutions and decisions of the Board of Directors, maintained stable production and business situation, preserved capital sources and focused on the interests of the Company's shareholders.

### 3. Remuneration and expenses of the Board of Directors

Remuneration (before tax) in 2024 for members of the Board of Directors is VND 10,000,000/person/month.

## III. SUMMARY OF MEETINGS AND DECISIONS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company held meetings in accordance with the order and procedures prescribed in the Company's Charter and the Law on Enterprises to effectively implement the Resolution of the General Meeting of Shareholders, and at the same time, promptly direct and resolve any arising issues to ensure that the Company's operations are

effective and in line with the development orientation of the Board of Directors.

The Board of Directors meetings were held in accordance with the provisions of law, and all records and documents were sent to the members of the Board of Directors for reference and study in advance in accordance with the regulations; all minutes of the Board of Directors meetings were fully signed by the members of the Board of Directors attending the meetings, in accordance with the provisions of the Company's Charter and the provisions of law.

The members of the Board of Directors have been united, have a high sense of responsibility, and have performed well the obligations and powers of a member of the Board of Directors in accordance with the provisions of the Company's Charter and the provisions of law.

The Board of Directors has conducted activities in accordance with the provisions of law and the Company's Charter, specifically as follows:

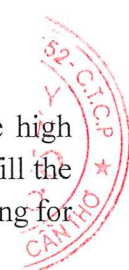
- Organize and direct the strict implementation of the reporting regime for the 2024 Financial Report, the 6-month Financial Report, the Quarterly Financial Reports of the Parent Company and the Consolidated Company;

- Supervise the implementation of the resolutions issued by the General Meeting of Shareholders and the Board of Directors, inspect and supervise the operations of the Board of Directors and managers in production and business activities;

In 2024, the Board of Directors held meetings and obtained written opinions from the Board of Directors on the following issues:

- Regarding borrowing capital, using assets as collateral at banks;
- Other activities under the authority of the Board of Directors

The resolutions and decisions issued by the Board of Directors are based on the high consensus of the members. Each member of the Board of Directors has made efforts to fulfill the task of managing the business activities in accordance with the development orientation, acting for the benefit of shareholders and for the overall development of the Company.



#### **IV. ASSESSMENT OF THE BOARD OF DIRECTORS ON THE PERFORMANCE OF THE BOARD OF DIRECTORS IN 2024**

##### **1. General assessment**

The management, direction and operation of the Board of Directors in 2024 has not been resolute in the management, direction, operation, inspection and supervision of the units and departments to perform the Company's production and business tasks in line with reality and market requirements, specifically:

- + Not promptly directing the development and implementation of plans for maintenance and repair of machinery and equipment, estimating materials, raw materials and fuels for production, leading to frequent breakdowns of machinery and equipment, and being passive in providing materials according to production requirements;

- + Management and direction of the arrangement of goods, factories, warehouses, and control of imported and exported goods are not scientific; not resolutely directing the inspection, strict control and synchronization between stages in the production process, leading to a lot of waste in the production process, low efficiency;

- + Not regularly proactively updating and analyzing market and customer information in a timely manner; the work of searching for new markets and customers to create more jobs is still passive;

- + The Board of Directors has not coordinated well in directing and operating, especially in managing, urging, inspecting and supervising units to perform assigned tasks according to the



orientation and direction of the Chairman of the Board of Directors and the actual requirements of the current market.

**2. Some issues that the Board of Directors needs to pay attention to in the coming time**

- Making decisions more quickly in the face of increasingly complicated developments in the world situation, leading to large fluctuations in input material prices with a more increasing trend. In addition, construction activities have not improved much, so cement consumption continues to decrease, thereby affecting the Company's output;

- Research and approach the output market to improve sales activities, maximize the capacity of newly invested equipment lines;

- Improve the capacity and qualifications of managers, employees, operating workers, etc. Focus on developing expertise, creativity in work, professional style, increasing labor productivity;

- Continue to research solutions to reduce production costs, improve the Company's operating efficiency, etc..

- In 2025, the Board of Directors needs to closely follow the Resolutions of the Board of Directors, the Resolutions of the General Meeting of Shareholders and the actual requirements of the market, and at the same time, must innovate thinking in the management, direction and operation of the Company's production and business activities to bring about higher efficiency.

**V. ORIENTATION AND WORK PLAN OF THE BOARD OF DIRECTORS IN 2025**

The Board of Directors determines the direction of operation in 2025 as follows:

- Directing the drastic and effective implementation of the Board of Directors' resolutions on: human resources, monitoring the effectiveness of expansion investment, corporate culture, internal control, production, finance, practicing thrift and combating waste, etc.;

- Directing the promotion of research and development, initiatives to improve and rationalize production and business to diversify products and designs, stabilize and improve the quality of products and services, save costs and enhance competitiveness;

- Proactively and actively support the Board of Directors in finding markets and developing new products; maximizing all resources to develop business, bring profits and create a brand for the Company; create jobs, increase income for workers, participate in implementing social policies well.

Above is the Report on the management work in 2024 and the Operational direction in 2025 of the Board of Directors of Sadico Can Tho Joint Stock Company. The Board of Directors is committed to performing its duties honestly and carefully to meet the expectations of shareholders, bringing the highest benefits to the company.

Respectfully submit to the General Meeting for consideration and approval.

On behalf of the Board of Directors, I wish all shareholders good health and happiness, and wish the General Meeting a great success.

Sincerely!

**CHAIRMAN OF THE BOARD OF DIRECTORS**



**Mai Cong Toan**

Can Tho, Jun 02, 2025

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

**CHAPTER I  
2024 BUSINESS RESULTS**

**I. REPORT ON PRODUCTION & BUSINESS ACTIVITIES IN 2024**

**1. Business climate:**

Overall, following the difficulties from 2023 to 2024, the global economy in 2024 is still unstable and in recession in the context of prolonged impacts of overlapping negative shocks, such as the post-Covid-19 pandemic, the conflict between Russia and Ukraine and the tightening monetary policies of developed countries to curb inflation and move towards sustainable public finance, the trend of narrowing consumption, the decline in export orders, anti-dumping laws, environmental protection barriers, "net zero" production systems, etc.

- In Vietnam, the whole country is currently investing in 92 cement production lines, with a total capacity of over 122 million tons/year. However, in 2024, the total output of cement and clinker consumed will be only about 95 million tons (domestic about 65.3 million tons and export about 29.7 million tons). Thus, cement production lines will only operate at an average of about 77% of the total design capacity.

- The real estate market is frozen, credit is tightened to fight inflation, cement bag consumption also decreases accordingly while competitors are continuously expanding capacity and competing to reduce prices. Although the demand for sewing bags and processed rolls is still maintained, purchasing power is weak, inventory is high, and overdue debt is increasing. On the other hand, the company has just basically renovated the factory, combined with installing machines, recruiting and training new workers. After putting the new line into operation, the initial output is still low (not reaching the target of 7 million bags/month), depreciation costs and interest rates are both increasing, with many unpredictable fluctuations.

- The Board of Directors has restructured the management apparatus, recruited new personnel, converted to 3-shift production, tried to ensure production maintenance, developed new products, stabilized production human resources, restructured capital sources to take advantage of the financial strength of the system, and minimized costs... However, due to the difficulties and challenges caused by supply exceeding demand, the Vietnamese economy is still heavily affected by the world economic context, so the company has not achieved the profit targets set by the 2024 Shareholders' Meeting.

**2. Summary report of production, business targets and results in 2024 compared to the plan**



TT	Items	2024 business plan		2024 business results			
		Sadico	Consolidated	Sadico	%results/ plan	Consolidated	%results/ plan
1	Revenue	269,6	1.897,20	208,72	77,42%	1.137,00	59,93%
2	Profit before tax	33,07	41,55	1,18	3,57%	-51,62	-224,24%
2.1	Operating profit	20,43		-6,36	-131,13%		
2.2	Financial investment	12,64		7,54	59,65%		
3	Profit after tax	28,98	34,96	1,07	3,69%	-52,41	-249,91%
3.1	Operating profit	16,34		-6,47	-139,60%		
3.2	Financial investment	12,64		7,54	59,65%		

### 3. Some difficulties and advantages in 2024:

- Good system to optimize costs;
- Weak market for cement bags, sewing bags and woven rolls, increased supply, competitors reduce prices to gain market share, reducing profits;
- Customers occupy a lot of capital: overdue debt amounts to more than 10 billion;
- Diversify products, increase sources of goods, small orders accompanied by increased costs for making samples, transferring machines;
- Exchange rate increases, 2024 is one of the first years of high fixed costs due to the Company borrowing to invest in new equipment;
- Inventory and overdue debt increase due to slow consumption

### 4. Some key tasks have been implemented:

- Developing new products, diversifying products (agricultural bags, animal feed bags, grain bags, ...) connecting many new customers and forming a sewing bag segment: (0.5-1 million bags/month), the processing roll segment is still maintained (2-3 million bags/month);
- Consumption market: maintaining traditional customers, developing new customers: ACIFA, BB Dau Khi, BB Hiep Phuoc;
- Selectively searching for new ink suppliers with higher requirements: glossy printing ink, rough printing ink, heat-resistant and friction-resistant ink to meet the strict requirements of XM customers;
- Regarding human resources: Recruiting new employees, new employees, training and rearranging the management apparatus, centers, 3 shifts 4 groups production;
- Regarding the supply chain: finding new input suppliers: Pefect - India, FTO - China, negotiating price reductions, reducing many imported spare parts compared to previous

years, although almost depreciated, many damaged equipment, but the cost of spare parts is maintained at (80-90) VND/bag;

- Taking advantage of system resources: materials, labor, equipment, upgrading, renovating basic construction to reduce outsourcing costs, ... etc.;

- Finance: recovering sales debts, taking advantage of system finance, minimizing new investment costs, increasing reserve of large quantities of main raw materials at appropriate times is a competitive advantage in terms of price;

- Applying many flexible mixing formulas to adapt to each time of plastic price and market and changing trends of super light bags in accordance with new environmental regulations, both maintaining quality and reducing costs, increasing competitiveness with competitors;

- Develop a plan to expand production and business in 2024-2025: increase capacity, diversify products, and create stable jobs for workers.

## II. REPORT ON FINANCIAL INVESTMENTS IN 2024:

In 2024, Tay Do Cement Joint Stock Company's revenue and output decreased, profits decreased sharply, so dividends from this activity decreased sharply compared to 2023, not reaching the planned expectations. Specifically as follows:

*Unit: VND*

Company	Book value	Par value	2023 dividend	2024 dividend	Percentage (%)
1- Tay Do Cement JSC	53,25	38,8	48,60	0	0%
2- Ha Tien Kien Giang Cement JSC	1,55	1,4	0,7	6,16	440%
3- Ha Tien Cement JSC	2,68	3,93	1,38	1,38	35%
<b>Total</b>	<b>57,48</b>		<b>50,68</b>	<b>7,54</b>	

*Financial investment dividends in 2024 received: 1.26 billion VND.*

## III. SADICO CAN THO IS COMMITTED TO HARMONIZING 4 BENEFITS:

1. **For investors:** SADICO Company commits to preserving and developing capital even in the most difficult periods. The company is investing in expanding production to 150 million bags/year, with an investment capital of 60 billion VND.

2. **For the state:** SADICO Company strictly complies with business activities on the basis of current laws, Party and State policies.

The company paid 10.41 billion VND to the state budget in 2024.

3. **For employees:** SADICO Company is ready to provide all resources, create a professional working environment. Leaders commit to - find more jobs, create stability for employees to work with peace of mind, and stay with the company for a long time.



The regimes and benefits of employees are implemented in accordance with the Labor Code and the Company's Collective Labor Agreement, rebuilding appropriate regulations, rules, and ISO system procedures, maintaining the activities of political organizations, organizing major holidays for employees to create conditions to motivate and encourage the spirit of competition and creativity at work. Results in 2024: Average income of employees: 9.85 million VND/person/month. Tet bonus: 1 month average salary.

4. **For community welfare:** SADICO Company maintains an integrated management system including: ISO9001, ISO14001, ISO17085. Using resources economically, minimizing hazardous waste, preserving a green, clean, and beautiful environment. Every year, SADICO responds to many social welfare programs.

In 2024, local sponsorship and social welfare expenses are 117.5 million VND.

#### IV. 2024 PROFIT DISTRIBUTION PLAN

*Unit: VND billion*

ITEMS	PLAN		DIVIDEND PAID	
	ANNUAL GENERAL MEETING			
	Percentage	Value	Percentage	Value
1- 2024 Profit after tax		28,98		1,07
- Operating profit		16,34		-6,47
- Financial investment profit		12,64		7,54
2- Retained earnings		69,14		69,14
3- Undistributed profits		98,12		70,21
4- Distributed profit		25,42		10,94
- Dividend (%/charter capital)	20%	20,28	10%	10,14
- BOD remuneration		0,60		0,44
- Supervisory board remuneration		0,24		0,24
- Bonus for Chairman of BOD (Operating profit after tax)	5%	0,82		0
- Investment development fund (profit after tax)	6%	1,74	6%	0,06
- Bonus and welfare fund (profit after tax)	6%	1,74	6%	0,06
5- Undistributed profit		72,70		59,27

## CHAPTER II

### 2025 PRODUCTION AND BUSINESS ACTIVITIES ORIENTATIONS & PLAN

#### I. FORECASTS OF ADVANTAGES & DIFFICULTIES

In 2025, in the context of Vietnam and the world, there will continue to be very complicated and unpredictable developments: the Sino-US trade war is spreading rapidly,

destroying the global supply chain, currency devaluation, fluctuating raw material and fuel prices, strong fluctuations in the consumer market... will cause very negative impacts and consequences on economies, especially developing countries like Vietnam: while many economic problems are internal and have not been resolved such as: real estate market, exchange rates, changes in the state apparatus, ... In the long term, the key solution is to strengthen measures to manage financial risks, exchange rate fluctuations and raw material prices, so cross-border operations transparent, flexible and harmonious to manage risks, optimize the efficiency of investment capital and working capital to expand capacity, policy between increasing goods sources and minimizing capital occupation, inventory affecting production and business.

## II. PLAN & TARGETS:

Unit: VND

Main targets		2025 PLAN	
	Unit	Sadico	Consolidation
1- Output	Bags	80.545.000	56.425.000
	Tonnes		1.200.000
2- Revenue	Billion	263,46	1.504,81
3- Profit before tax	Billion	25,05	19,27
* Operating profit		12,98	
* Financial investments		12,07	
4- Profit after tax	Billion	22,45	17,85
* Operating profit		10,38	
* Financial investments		12,07	
5- Dividend (%)		20%	
6- Remuneration			
* BOD & Chief of supervisory board		10.000.000 VND/person/month	
* Supervisory board members		5.000.000 VND/person/month	
7- Bonus for Chairman of BOD		5% Profit after tax (if Sadico meets target set by AGM)	
8- Investment and development fund		6% profit after tax	
9- Bonus & welfare fund		6% profit after tax	

## III. MAIN SOLUTIONS:

Reorganize the streamlined, professional human resources to meet new production and business needs.

2. Digitize the management system with professional software.

3. Continue to build the basic, clean, green and environmentally friendly factory and landscape (phase 2).



4. Continue to diversify products to exploit the full capacity of equipment to reach 7-9 million bags/month.
5. Find good renewable sources to reduce costs according to the world's green product orientation (net zero), build a GRS certification system: serving exports.
6. Find foreign consumption markets, directly export all kinds of packaging.
7. Calculate and balance optimal financial resources: ensure increased investment capital and working capital due to capacity expansion.
8. Develop new products: jumbo bags, laminated paper bags, OPP bags.
9. Search for new raw material suppliers (Long Son, Nghi Son) and foreign: China, compete to reduce costs: pp plastic, additives, recycled particles, clean scrap, printing ink, solvents... quality and stable, diversified supply sources.
10. Search and select large suppliers of materials - spare parts, good debt finance, build a processing chain to support member units. Find sources of supply from China and India to replace imports from Europe, build a reasonable short-term and long-term supply plan to avoid capital stagnation, ensure timely operation of machinery and equipment to meet production and business needs.
11. Continue the industrial hygiene program, 5S to build a green, clean landscape, beautiful corporate culture environment: respect criticism, solidarity, attachment, love, take efficiency as a measure of quality

### **CHAPTER III PROPOSAL**

Submit to the General Meeting of Shareholders for approval to pass a resolution, including the following proposed contents:

1. Approval of the 2024 business production results, the audited consolidated and parent company financial statements for 2024.
2. Approval of the 2024 profit distribution plan.
3. Approval of the 2025 business production plan.
4. Approval of the 2025 profit distribution plan.
5. Approval of the authorization for the Board of Directors to select an Auditing Company for the 2025 financial statements.
6. Proposal to approve the 2025 salary of the Chairman of the Board of Directors equal to 20 times the average salary of officers and employees in 2024.

Sincerely.

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



**Nguyen Van Cuong**

Can Tho, Jun 02, 2025

**REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD  
2024 AND ACTIVITY PLAN FOR 2025**

**To: Annual General Meeting of Shareholders in 2025**

In accordance with:

- *Law on Enterprises of the National Assembly of the Socialist Republic of Vietnam;*
- *Functions, tasks and powers of the Supervisory Board;*
- *Financial statements for 2024 have been audited by A&C Auditing and Consulting Company Limited*

The Supervisory Board would like to report to the Annual General Meeting of Shareholders ("AGM") in 2025 on the audit results of the 2024 financial year with the following main contents:

**I. Members of the Board of Supervisors, activities, remuneration and operating expenses of the Board of Supervisors**

**1. *Supervisory board members***

- Mr. Vu Xuan Nguyen                      Chief
- Mr. Nguyen Nhu Tien                    Member
- Mr. Bui Vu Phuc                         Member

**2. *Activities of the Supervisory Board***

The new Supervisory Board has performed its duties on behalf of shareholders to control a number of production, business, management and operation activities of the Company immediately after being appointed.

In 2024, the Supervisory Board has performed the following tasks:

- Regularly exchanged internally with the Board of Directors and the Board of Management to ensure that the Company's activities are appropriate and meet the interests of shareholders;
- Participated in meetings of the General Meeting of Shareholders and the Board of Directors;
- Provided opinions to the Board of Directors in selecting an independent auditor for the 2024 fiscal year

**3. *Remuneration and operating expenses of the Supervisory Board***

The remuneration (before tax) of the Supervisory Board in 2024 is:

Chief of the Board: VND 10 million/person/month, Member: VND 5 million/person/month.

**II. Results of the Board of Supervisors' inspection and supervision activities**

**1. Results of production and business activities in 2024:**

**1.1. *General assessment:***

The 2024 financial report was prepared in accordance with Circular No. 200/2014/TT-BTC dated December 22, 2014 of the Ministry of Finance and relevant legal regulations. The 2024



financial report was audited by A&C Auditing and Consulting Company Limited Branch with the Auditor's opinion: Fully accepted.

## 1.2. Analysis of financial statements for 2024 and as at 31/12/2024

### - Overall assessment of implementation results compared to the plan set by the General Meeting of Shareholders

Unit: VND

TT	Items	Operating target 2024		Results 2024			
		Sadico	Consolidated	Sadico	%Target /Results	Consolidated	%Target /Results
1	Output (million bags)	79,98	61,98	63,87	79,86%	49,44	79,77%
2	Revenue	269,6	1.897,20	208,72	77,42%	1.137,00	59,93%
3	Profit before tax	33,07	41,55	1,18	3,57%	-51,62	-224,24%
3.1	Operating profit	20,43		-6,36	-131,13%		
3.2	Financial investments	12,64		7,54	59,65%		
4	Profit after tax	28,98	34,96	1,07	3,69%	-52,41	-249,91%
4.1	Operating profit	16,34		-6,47	-139,60%		
4.2	Financial investments	12,64		7,54	59,65%		

The Company has not achieved some targets set by the General Meeting of Shareholders due to the general impact of the global economy.

### - Evaluation of the Parent Company's 2024 Business Results compared to 2023

Unit: VND

No.	Items	2024	2023	Change 2024/2023	
				Amount	(%)
1	Revenue and other income	217,98	273,14	-55,16	-20,19%
	Sales	208,72	220,18	-11,46	-5,20%
	Financial income	9,17	52,95	-43,78	-82,68%
	Other income	0,09	0,01	0,08	800,00%
2	COGS	190,59	179,05	11,54	6,45%

No.	Items	2024	2023	Change 2024/2023	
				Amount	(%)
<b>3</b>	<b>Expenses</b>	<b>25,94</b>	<b>26,61</b>	<b>-0,67</b>	<b>-2,52%</b>
	Financial	5,15	3,65	1,5	41,10%
	Selling	3,04	3,5	-0,46	-13,14%
	Administration	17,75	19,46	-1,71	-8,79%
<b>4</b>	<b>Profit after tax</b>	<b>1,07</b>	<b>63,41</b>	<b>-62,34</b>	<b>-98,31%</b>

Total revenue decreased slightly compared to 2023 due to the general impact of the global economy.

**- Evaluation of some financial indicators as of December 31, 2024 compared to the same period in 2023**

*Unit: VND*

No.	Items	2024	2023	Change 2024/2023	
				Amount	(%)
1	Short-term Receivables	68,12	59,99	8,13	13,55%
2	Provisions	-9,87	-8,29	-1,58	19,06%
3	Inventories	44,39	57,61	-13,22	-22,95%
4	Liabilities	92,74	85,15	7,59	8,91%
5	Total Assetssản	300,87	317,23	-16,36	-5,16%

These financial indicators are still at a guaranteed level, consistent with the actual situation of the Company.

**- Investment in subsidiaries and other financial investments:**

The total book value of this investment as of December 31, 2024 is: VND 57.48 billion, expected dividend income is VND 12.1 billion.

2024 is a year of many fluctuations, the profit of Tay Do Cement Joint Stock Company has decreased sharply, causing the Company's operating efficiency to decrease accordingly.

**III. Work Plan of the Board of Supervisors for 2025**

The Board of Supervisors will establish a specific Work Program in accordance with the functions and tasks of the Board of Supervisors as well as the provisions of the Enterprise Law and the Company's Charter to:

- Monitor the compliance with the provisions of law, the Company's Charter, the implementation of the Resolutions of the General Meeting of Shareholders, the Board of Directors of the Company;
- Carry out the appraisal of financial reports, business performance reports and management assessment reports of the Board of Directors;
- Timely provide comments to the Board of Directors and the Executive Board on management work, coordination of activities between the Board of Directors, the Executive Board and the Supervisory Board;
- Monitor the activities of the Board of Directors and the Board of Management;
- Proactively research and improve inspection and supervision skills to successfully complete assigned tasks.



**- Conclusion and recommendations**

Năm 2025, BKS sẽ tiếp tục thực hiện nhiệm vụ thay mặt cổ đông thường xuyên kiểm soát mọi In 2025, the Supervisory Board will continue to perform its duties on behalf of shareholders to regularly control all business, management and operation activities of the Company, and at the same time inspect and evaluate the activities of the Board of Directors and the Board of General Directors and be responsible for reporting to the entire General Meeting of Shareholders of the Company.

In addition, the Supervisory Board has the following recommendations:

- Continue to improve the efficiency of inventory management: Review and improve the process of inventory management, transportation, and reasonable delivery, avoiding risks of quality, loss of quantity and legal damage;

- Propose that the Board of Directors and the Board of General Directors have policies to attract many experienced and qualified personnel, especially those in management and operation positions of the Company;

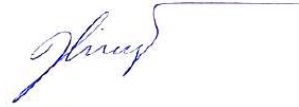
- On behalf of the Supervisory Board, I would like to thank all shareholders for entrusting us with the task, and thank the Board of Directors and the Executive Board of the Company for supporting the Supervisory Board in completing its tasks.

Above is the Report on the production and business situation in 2024 and the direction for 2025 of the Company's Supervisory Board, respectfully submitted to the Annual General Meeting of Shareholders.

Wishing all shareholders good health and success, and wish the meeting.

Sincerely!

**ON BEHALF OF BOARD OF SUPERVISION  
CHIEF OF SUPERVISORY BOARD**



**Vu Xuan Nguyen**