

No.: 2303.2/2026/NQ-HĐQT/VHE

Hanoi, March 23, 2026

**RESOLUTION**

**THE BOARD OF DIRECTORS OF VIETNAM HERBS AND FOODS JOINT STOCK  
COMPANY**

*Pursuant to:*

- *The Law on Enterprises No. 59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam dated June 17, 2020, as amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and Law No. 76/2025/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025 and its implementing regulations;*
- *The Law on Securities No. 54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam dated November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15, approved by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and its implementing regulations;*
- *Decree No. 155/2020/ND-CP detailing the implementation of several articles of the Law on Securities and its amendments, supplements and implementing guidance documents;*
- *The Charter of Vietnam Herbs and Foods Joint Stock Company;*
- *Resolution of the 2025 Extraordinary General Meeting of Shareholders no. 1912/2025/NQ-ĐHĐCĐ/VHE dated December 19, 2025;*
- *Meeting minutes of the 2025 Extraordinary General Meeting of Shareholders no. 1912/2025/BBH-ĐHĐCĐ/VHE dated December 19, 2025;*
- *Proposal No. 01/2025/TTr-ĐHĐCĐBT dated December 19, 2025;*
- *Resolution of the Board of Directors no. 3012.2/2025/NQ-HĐQT/VHE dated December 30, 2025 of Vietnam Herbs and Foods Joint Stock Company;*
- *Meeting minutes of the Board of Directors of Vietnam Herbs and Foods Joint Stock Company no. 2303.2/2026/BBH-HĐQT/VHE dated March 23, 2026*

**DECISION:**

**Article 1: To approve the registration dossier of the private placement of shares to increase the charter capital, replacing the dossier approved by the Resolution of the Board of Directors No. 3012.2/2025/NQ-HĐQT/VHE dated December 30, 2025 of Vietnam Herbs and Foods Joint Stock Company:**

The Board of Directors (BOD) unanimously approves the registration dossier of the private placement of shares to be submitted to the State Securities Commission, including:

1.	Application for registration of private share placement No. 2303/2026/DKCB-VHE dated March 23, 2026 of Vietnam Herbs and Food Joint Stock Company.
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2.	Resolution of the 2025 Extraordinary General Meeting of Shareholders No. 1912/2025/NQ-ĐHĐCĐ/VHE dated December 19, 2025 of Vietnam Herbs and Foods Joint Stock Company.
3.	Meeting minutes of the 2025 Extraordinary General Meeting of Shareholders No. 1912/2025/BBH-ĐHĐCĐ/VHE dated December 19, 2025 of Vietnam Herbs and Foods Joint Stock Company.
4.	Proposal No. 01/2025/TTr-ĐHĐCĐBT dated December 19, 2025 regarding the approval of the plan for the share offering to increase charter capital.
5.	Resolution of the Board of Directors No. 3012.1/2025/NQ-HĐQT/VHE dated December 30, 2025 of Vietnam Herbs and Foods Joint Stock Company.
6.	Meeting minutes of the Board of Directors No. 3012.1/2025/BBH-HĐQT/VHE dated December 30, 2025 of Vietnam Herbs and Foods Joint Stock Company.
7.	Resolution of the Board of Directors No. 3012.2/2025/NQ-HĐQT/VHE dated December 30, 2025 of Vietnam Herbs and Foods Joint Stock Company.
8.	Resolution of the Board of Directors No. 2303.1/NQ-HĐQT/VHE dated March 23, 2025 of Vietnam Herbs and Foods Joint Stock Company.
9.	Document No. 3012/2025/SHC-VHE dated December 30, 2025 of Vietnam Herbs and Foods Joint Stock Company on the commitment not to violate the regulations on cross-ownership under the Law on Enterprises.
10.	Document No. 3176/CNĐĐ-KHDNL dated December 25, 2025 issued by Vietnam Joint Stock Commercial Bank for Industry and Trade – Dong Da Branch regarding the confirmation of blocking the account for receipt of proceeds from the purchase of shares in the private share placement.
11.	Business Registration Certificate No. 0107409148 initially issued by the Hanoi Department of Planning and Investment on April 25, 2016, amended for the 7th time on October 03, 2022.
12.	Official Letter No. 2849/UBCK-PTTT dated June 14, 2021 of the State Securities Commission regarding the dossier for notification of the maximum foreign ownership ratio at Vietnam Herbs and Foods Joint Stock Company.
13.	<p>Documents relating to the plan for use of capital proceeded:</p> <ul style="list-style-type: none"> <li>- Credit line loan agreement No. 332/2025-HĐCVHM/NHCT126-VHE dated June 09, 2025 between the Company and Vietnam Joint Stock Commercial Bank for Industry and Trade – Dong Da Branch, enclosed with the Notice of the outstanding loan balance of the Company as of March 12, 2026 at Vietnam Joint Stock Commercial Bank for Industry and Trade – Dong Da Branch.</li> <li>- Credit facility agreement No. 314895.25.833.6059556.TD dated July 11, 2025 between the Company and Military Commercial Joint Stock Bank – My Dinh Branch, enclosed with the Notice of the outstanding loan balance of the</li> </ul>





	<p>Company as of March 13, 2026 at Military Commercial Joint Stock Bank – My Dinh Branch.</p> <ul style="list-style-type: none"> <li>- Loan agreement No. CLC-52516-01 dated July 29, 2025 between the Company and Vietnam Prosperity Joint Stock Commercial Bank – Kinh Do Branch, enclosed with the Notice of the outstanding loan balance of the Company as of March 12, 2026 at Vietnam Prosperity Joint Stock Commercial Bank – Kinh Do Branch.</li> <li>- Credit line agreement No. 112-00030539.20113/2024/HĐTD dated November 05, 2024 and Credit line agreement No. 112-00054252.24805/2025/HĐTD dated December 03, 2025 between the Company and Vietnam Maritime Commercial Joint Stock Bank – Long Bien Branch, enclosed with the Notice of the outstanding loan balance of the Company as of March 12, 2026 at Vietnam Maritime Commercial Joint Stock Bank – Long Bien Branch.</li> </ul>
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## **Article 2: Implementation**

The Board of Directors assigns the Chairman of the Board of Directors and the Board of Management (BOM) to direct relevant departments and individuals to carry out the necessary tasks to complete the dossier and amend or supplement the dossier (if any) as required by competent state authorities during the appraisal process, in order to ensure the successful implementation of the private share placement.

## **Article 3: Effectiveness**

This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Board of Management, and relevant departments and individuals shall be responsible for the implementation of this Resolution.

### **Recipients:**

- Members of the BOD;
- Board of Management;
- Archive: Office;

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**




**BUI TIEN VINH**

