

No.: 01/ĐHCĐ/NQ/23

RESOLUTION
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2023
OF VINH HOAN CORPORATION

- Pursuant to Law on Enterprises No. 59/202/QH14 by the Congress of the Socialist Republic of Vietnam dated 17/6/2020;
- Pursuant to Law on Securities No. 54/2019/QH14 by the Congress of the Socialist Republic of Vietnam dated 26/11/2019;
- Pursuant to the Company Charter of Vinh Hoan Corporation approved by the AGM on 28/3/2007, and the 11st amendment dated 29/4/2021;
- Based on the voting and election results at the Annual General Meeting of Shareholders 2023 ('AGM') of Vinh Hoan Corporation on May 12, 2023.

RESOLVED

Article 1: TO APPROVE REPORT OF THE BOARD OF MANAGEMENT ON BUSINESS RESULTS IN 2022

❖ **Summary of the business results in 2022:**

Item	2022 - Actual (VND billion)	2022 – Plan (VND billion)	Achievement rate (%)
Consolidated revenue	13.231	13.000	102%
After-tax profit	1.975	1.600	123%

Article 2: TO APPROVE REPORT OF THE BOARD OF DIRECTORS AND BUSINESS PLAN FOR 2023

❖ **Revenue and profit plan in 2023:**

Item	2022 - Actual (VND billion)	2023 – Plan (VND billion)
Consolidated revenue	13.231	11.500
After-tax profit	1.975	1.000

❖ **Capex plan in 2023:**

Total capex of 2023 is planned at VND 1,000 billion, including:

- ✓ Invest in one more Gelatin production line and renovate the factory at Vinh Hoan Collagen;
- ✓ Supplement budget for investment in Thanh Ngoc fruit processing factory;
- ✓ Supplement budget for investment in Feedone aqua feed factory;
- ✓ Investments to enhance farming areas;
- ✓ Investments to renovate the factories at Vinh Phuoc, Thanh Binh, Vinh Hoan, and Sa Giang.

Article 3: TO APPROVE THE FY22 AUDITED CONSOLIDATED FINANCIAL STATEMENTS

The AGM approved the FY22 consolidated financial statements audited by PricewaterhouseCoopers (Vietnam) Ltd.

Article 4: TO APPROVE REPORT OF THE SUPERVISORY BOARD FOR THE YEAR 2022

The AGM approved the report of the Supervisory Board for the year 2022.

Article 5: TO APPROVE THE REPORT ON FY2022 PROFIT DISTRIBUTION

Cash Dividend (according to FY2022 profit distribution plan) as follows:

- ✓ Payout ratio: 20% in cash (VND 2,000 per share).

Net profit after tax attributed to parent company's shareholders	1.975.232.341.240	VND
2022 Dividend	Has paid cash dividends on October 28, 2022 with a ratio of 20% on per value, equivalent to VND 2,000 / share.	

- ✓ Payout ratio: 20% in shares (shareholders owning 100 shares would receive a dividend of 20 shares): expected to be implemented in August-September 2023.
- ✓ Bonus and Welfare provision: 5% of profit after tax, equivalent to 98,761,617,062 VND.
- ✓ Rewards to Management provision: 30.000.000.000 VND

Article 6: TO APPROVE THE PROPOSAL ON FY2023 PROFIT DISTRIBUTION PLAN

2023 dividend payout:

- ✓ Payout ratio: 20% in cash (VND 2,000 per share), and
- ✓ Rewards to Management provision: 20% profit exceeding the plan but not exceed VND 20 billion.

The AGM authorized the BOD to determine the date to finalize the shareholder list and execute necessary and regulatory procedures in relation to dividend payment in accordance with the Company Charter and applicable legal regulations.

Article 7: TO APPROVE THE PROPOSAL FOR REMUNERATION OF THE BOD AND THE SB IN FY2023

Approving remuneration of the BOD and the SB in FY2023 is VND 6,500,000,000, equivalent to VND 500,000,000 per month for 13 months

Article 8: TO ENGAGE THE INDEPENDENT AUDITOR FOR FY2023

The AGM authorized for the BOD to choose and engage the Company's FY2023 according to the list of audit firms in the proposal.

Article 9: TO APPROVE THE PROPOSAL OF EXTENSION TO ISSUE ESOP SHARES

Approving the extension to issue ESOP shares to employees of Vinh Hoan Corporation, Subsidiaries, Member Companies and Associated Companies from before 31/12/2022 to before 31/12/2023.

Article 10: ELECTION OF ADDITIONAL TWO INDEPENDENT MEMBERS OF THE BOD AND AN ADITIONAL MEMBER OF THE SB FOR THE TERM OF 2022 - 2026

The AGM approved the proposal to dismiss and re-election of additional two independent members of the BOD and and additional member of the SB for the term of 2022 – 2026, the results are as follows:

Approving the list of members to be dismissed:

No.	List of members of BOD & SB	Position	Resignation Date
1	Mr. Nguyen Van Khanh	Independent members of the BOD	Resigned from 12/05/2023
2	Mr. Le Van Nhat	Independent members of the BOD	Resigned from 12/05/2023
3	Ms. Phan Thi Kim Hoa	Member of the SB	Resigned from 12/05/2023

List of independent members of the BOD and SB elected additionally for the term of 2022-2026:

No.	List of members of BOD & SB	Position
1	Ông Nguyen Bao Anh	Independent members of the BOD
2	Ông Bui Ba Trung	Independent members of the BOD
3	Ông Mai Thanh Trong Nhan	Member of the SB

Article 11: IMPLEMENTATION PROVISION

The 2023 AGM authorized the BOD to organize and lead Vinh Hoan Corporation to execute the provisions of this resolution in compliance with the applicable legislation and the Company Charter.

The Resolution has been read through at the 2023 AGM of Vinh Hoan Corporation and approved by 100% of present shareholders at the AGM. The Resolution is effective starting May 12, 2023.

The Resolution would be published on the Company's website within twenty-four (24) hours from the closing of the AGM at the address: <http://www.vinhhoan.com/shareholders-meetings/>.

Recipient:

- SSC; HOSE;
- BOD, SB, BOM members;
- Corporate website;
- Archive.

**ON BEHALF OF 2023 AGM
CHAIRWOMAN**

TRUONG THI LE KHANH