

**CÔNG TY CỔ PHẦN
PHÂN LÂN NUNG CHÁY VĂN ĐIỂN**

**CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc**

Số: 218 /CBTT-PLVD

Hà Nội, ngày 21. tháng 4 năm 2025

Kính gửi:

- Ủy ban Chứng khoán Nhà nước
- Sở Giao dịch Chứng khoán Thành phố Hồ Chí Minh
- Quý cổ đông

Công ty: CÔNG TY CỔ PHẦN PHÂN LÂN NUNG CHÁY VĂN ĐIỂN

Mã chứng khoán: VAF

Địa chỉ: Đường Phan Trọng Tuệ, xã Tam Hiệp, huyện Thanh Trì, TP. Hà Nội

Mã số doanh nghiệp: 0100103143

Điện thoại: 0243.6884489

Fax: 0243.6884277

Người đại diện theo pháp luật: Văn Hồng Sơn – Tổng Giám đốc

Loại thông tin công bố: ☐ 24 giờ; ☐ 72 giờ; ☐ bất thường; ☐ theo yêu cầu; ☐ định kỳ

Nội dung báo cáo và công bố thông tin: Chương trình và tài liệu họp Đại hội đồng cổ đông thường niên thường niên năm 2025 điều chỉnh, bổ sung.

Thông tin này được công bố trên trang thông tin điện tử của Công ty tại đường dẫn vandienfmp.vn-tin cổ đông.

Công ty chúng tôi xin cam kết thông tin được báo cáo và công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung thông tin đã báo cáo và công bố.

Tài liệu kèm theo:

- Nghị quyết số 43/NQ-HĐQT ngày 19/04/2025 của Hội đồng quản trị Công ty cổ phần Phân lân nung chảy Văn Điển và tài liệu kèm theo.

(Tài liệu CBTT gồm 02 bản Tiếng Anh và Tiếng Việt)

Nơi nhận:

- Như kính gửi;
- HĐQT, BKS (b/c);
- Người được UQCBTT;
- Lưu Thư ký, VT.

**NGƯỜI ĐẠI DIỆN THEO PHÁP LUẬT
TỔNG GIÁM ĐỐC,**



Văn Hồng Sơn

DRAFT



AGENDA

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Văn Điển Fused Magnesium Phosphate Fertilizer JSC

Time: April 22, 2025

Venue: Văn Điển Fused Magnesium Phosphate Fertilizer JSC, Phan Trong Tue Street,
Tam Hiệp Commune, Thanh Trì District, Hanoi City.

No.	Content
1	Registration & Verification of Shareholder Eligibility (7:00 AM – 8:00 AM)
2	Report on the Verification of Shareholder eligibility (8:00 AM).
3	Opening of the Annual General Meeting.
4	Chairman appoints the Secretary.
5	Chairman nominates the Vote Counting Committee.
6	Discussion & Voting on: <ul style="list-style-type: none">- The Working Regulations of the 2025 Annual General Meeting.- The Meeting agenda.- Election and Vote Counting Committee of the Meeting.
I	Reports & Proposals
1	Report of the Board of Directors.
2	Report on Business Performance & Operations of the Company.
3	Self-assessment report on the performance of the Board of Supervisors and its members; Report of the Board of Supervisors on the Company's business results, performance of the Board of Directors and General Director.
4	Proposal for Approval of the 2024 Audited Financial Statements.
5	Proposal of the Board of Directors on Profit Distribution & Dividend Payment for 2024.



6	Proposal of the Board of Directors on Business Plan & Expected Dividend for 2025.
7	Proposal of the Board of Directors on the approval of the adjustment to the industrial production value target at actual prices for 2025 of the Company
8	Proposal of the Board of Supervisors on the Selection of an Auditing Firm for the 2025 Financial Statements.
9	Proposal of the Board of Directors on Remuneration for the Board of Directors and the Board of Supervisors in 2024 and the Plan for 2025.
10	Proposal of the Board of Directors on Amendments and Supplements to the Company's Internal Governance Regulations.
11	Proposal of the Board of Directors on the approval of termination, final settlement, and liquidation of the investment project for the construction of Van Dien NPK and Fused Phosphate Fertilizer Factory - Bim Son Industrial Park, Thanh Hoa, under investment certificate No. 26221000137 dated January 16, 2013, issued by the Board of Management of Nghi Son Economic Zone to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company
12	Proposal of the Board of Directors on the approval of the Investment Policy for the Company relocation project, ensuring the existence and development of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company
13	Proposal on the Election of the Board of Directors and the Board of Supervisors for the 2025-2030 term.
	Discussion and Voting on: - Reports; - Proposals.
II	Election of the Board of Directors and the Board of Supervisors for the 2025-2030 term
1	Voting to approve the Election Regulations for the Board of Directors and the Board of Supervisors for the 2025-2030 term.
2	Nomination and candidacy for the Board of Directors and the Board of

	Supervisors.
3	Voting to approve the list of candidates for the Board of Directors and the Board of Supervisors.
4	Ballot casting for the election of the Board of Directors and the Board of Supervisors.
5	Vote counting and announcement of election results for the Board of Directors.
6	Vote counting and announcement of election results for the Board of Supervisors.
7	Other matters (if any).
8	Break
III	Approval of the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders
1	Voting to approve the Minutes of the Annual General Meeting of Shareholders.
2	Voting to approve the Resolutions of the Annual General Meeting of Shareholders.
IV	Introduction of the Board of Directors and the Board of Supervisors for the 2025-2030 Term; Closing Ceremony of the Annual General Meeting of Shareholders
1	- Meeting of the Board of Directors to elect the Chairman; - Meeting of the Board of Supervisors to elect the Head of the Board of Supervisors.
2	Introduction of newly elected Board Members and Supervisors, and announcement of election results for the Chairman of the Board of Directors and Head of the Board of Supervisors.
3	Closing of the Annual General Meeting of Shareholders.



CHAIRMAN



DRAFT

REGULATION

On Organizing the 2025 Annual General Meeting of Shareholders Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company

Chapter I General provisions

Article 1. These regulations apply to the organization of the 2025 Annual General Meeting of Shareholders of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

Article 2. These regulations stipulate the rights and obligations of shareholders, authorized representatives of shareholders and other participants attending the General Meeting of Shareholders; conditions and procedures for conducting the General Meeting of Shareholders.

Chapter II

Rights and obligations of shareholders, authorized representatives of shareholders and participants attending the General Meeting of Shareholders

Article 3. Rights of shareholders and authorized representatives of shareholders when attending the General Meeting of Shareholders:

1. Shareholders and authorized representatives of shareholders of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company whose names are on the list of shareholders as of **March 19, 2025** have the right to attend the General Meeting of Shareholders.

2. At the General Meeting of Shareholders, each delegate attending the meeting will receive a voting card and ballot issued by the Company, stating the registration number, full name of the shareholder, full name of the shareholder's authorized representative, and total number of voting shares.

3. Shareholders and authorized representatives of shareholders who arrive at the General Meeting of Shareholders later than the prescribed time have the right to register immediately at the General Meeting of Shareholders and then have the right

to participate in voting, but the Chairman of the meeting is not responsible for stopping the General Meeting of Shareholders to allow them to register and the validity of previous votes remains unchanged.

Article 4. Obligations of shareholders and authorized representatives of shareholders when attending the General Meeting of Shareholders:

a. Comply with the provisions of this Regulation.

b. Complete the registration procedures for attending the General Meeting of Shareholders with the Organizing Committee of the General Meeting. When registering to attend the General Meeting of Shareholders, the following documents must be presented to the Organizing Committee:

- Citizen identification card/passport;
- Meeting invitation;

- If the person attending the meeting representing a shareholder who is an individual, there must be a Power of Attorney from that individual. The Power of Attorney must be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the name of the authorized individual, the number of authorized shares, the content of the authorization, the scope of authorization, the duration of authorization, the signature of the shareholder and the person authorized to attend the General Meeting of Shareholders;

- If the meeting participant represents an organization, there must be a Power of Attorney from that organization; the Power of Attorney must be prepared in accordance with the provisions of civil law and must clearly state the name of the authorizing shareholder, the authorized person, the number of authorized shares, the content of the authorization, the scope of authorization, the authorization period, with full signatures and seals of the shareholder and the authorized person attending the General Meeting of Shareholders; including information about the meeting participant (full name, citizen identification card/passport, date of issue, place of issue) and the number of shares represented for voting.

3. Seriously comply with the direction of the Presidium/Chairman of the meeting and the Secretary of the meeting, and respect the results of the work at the General Meeting of Shareholders.

4. Self-funded expenses when attending the General Meeting of Shareholders.

Article 5. Rights and obligations of the Shareholders' Eligibility Verification Committee and the Vote Counting Committee:

1. The Board of Directors decides to establish the Shareholders' Eligibility Verification Committee. The tasks of the Shareholders' Eligibility Verification Committee:

Check the documents of shareholders and authorized representatives of shareholders attending the General Meeting of Shareholders; report to the General Meeting on the results of checking the qualifications of attending delegates; issue voting cards and ballots; determine the voting results for approval by the Vote Counting Committee; promptly notify the Presidium/Chairman of the General Meeting of changes in delegates (attending the meeting, leaving without attending the meeting) during the General Meeting of Shareholders.

2. The Vote Counting Committee is nominated by the Presidium/Chairman of the General Meeting and approved by the General Meeting. The Vote counting Committee has the following duties:

- Announce the principles, rules, and guidelines for voting procedures;
- Check and record voting cards/ballots, prepare the ballot counting minutes, announce the results, and submit the minutes to the Chairman for approval;
- Promptly inform the Secretary of the General Meeting about the voting results;
- Review and report to the General Meeting any violations of voting rules or complaints regarding the voting results.

Article 6. Rights and duties of the Presidium/ Chairman and the Secretary:

1. Presidium:

- The Presidium includes:
 - + Chairman of the meeting - Chairman of the Board of Directors;
 - + 02 (two) members of the Presidium - Members of the Board of Directors.
- The Presidium conducts the 2025 Annual General Meeting of Shareholders of the Company in accordance with the law and the Company's regulations.
- The Presidium works according to the assignment of the Chairman.

2. Presidium/ Chairman:

a. Rights of the Presidium/ Chairman:

- The Presidium/ Chairman of the General Meeting of Shareholders may conduct necessary activities to conduct the General Meeting of Shareholders in a valid and orderly manner, according to the approved program and reflecting the wishes of the majority of the attending delegates;
- The Presidium/ Chairman of the General Meeting of Shareholders may postpone the meeting when there is consensus or request from the General Meeting of Shareholders with the required number of attending delegates as prescribed in Clause 8, Article 146 of the Law on Enterprises.

b. Duties of the Presidium/ Chairman:

- Conduct the activities of the General Meeting of Shareholders according to the program approved by the General Meeting of Shareholders;
- Guide delegates and the General Meeting to discuss the contents in the program;
- Present drafts and conclusions on necessary issues for the General Meeting to vote on;
- Respond to issues raised by the General Meeting;
- Resolve any issues that arise during the General Meeting.

3. The Secretary:

a. The chairman appoints 01 (one) person as meeting secretary .

b. Duties of the Secretary:

- Record fully and honestly the content of the General Meeting;
- Receive registration forms for speaking from Delegates;
- Prepare meeting minutes and draft resolutions of the General Meeting;
- Assist the Presidium/Chairman in disclosing information related to the General Meeting of Shareholders and notifying shareholders in accordance with the law and the company's regulations;
- Other tasks as required by the Chairman.

Chapter III

Conducting the General Meeting of Shareholders

Article 7. According to the provisions of Clause 1, Article 145 of the Law on Enterprises: The General Meeting of Shareholders is held when the number of shareholders and authorized representatives of shareholders attending the meeting represents more than 50% of the total number of shares with voting rights (at this General Meeting of Shareholders corresponding to more than 50% of the Company's charter capital).

Article 8. The General Meeting shall discuss and vote on issues according to the agenda of the General Meeting of Shareholders approved by the General Meeting and other issues arising at the General Meeting (if any).

Article 9. Voting rules:

1. Voting cards and ballots have the Company's seal in the upper left corner.
2. Voting card:
 - a. Voting cards are used to vote on the following matters:

- Personnel of the Vote Counting Committee;
- Regulations on organizing the General Meeting;
- Agenda of the General Meeting;
- Regulations on nomination and candidacy for Members of the Board of Directors and Members of the Board of Supervisors for the 2020-2025 term;
- Minutes of the General Meeting;
- Resolution of the General Meeting;
- Other arising matters at the General Meeting (if any, except for matters voted by ballots as specified in Clause 3, Article 9).

b. Shareholders and authorized representatives of shareholders vote by raising the Voting Card, the front of the Voting Card must be raised towards the Chairman. In case a delegate does not raise the Voting Card in all three votes of Approval, Disapproval or No Opinion on an issue, it shall be considered as a vote of approval on that issue. In case a delegate raises the Voting Card more than one (01) time when voting Approval, Disapproval or No Opinion on an issue, it shall be considered as an invalid vote. In the form of voting by raising the Voting Card, the Member of the Shareholders' Eligibility Verification Committee /Vote Counting Committee shall mark the delegate code and the corresponding number of votes of each shareholder Approval, Disapproval, No Opinion and Invalid.

3. Voting form:

a. Voting ballots are used to vote on the following issues:

- Audited summary financial statements for 2024;
- Report on the activities of the Board of Directors;
- Reports of the Board of Supervisors;
- The proposal of the Board of Directors on the profit distribution plan and dividend payment for the year 2024;
- The proposal of the Board of Directors on the business plan and dividend payment for the year 2025;
- The proposal of the Board of Supervisors on the selection of the auditing firm for the Company's 2025 financial statements;
- The proposal of the Board of Directors on the remuneration payment for the Board of Directors and the Board of Supervisors for the year 2024 and the plan for 2025;
- The proposal of the Board of Directors on Amendments and Supplements to the Company's Internal Governance Regulations.
- The proposal of the Board of Directors on the approval of the adjustment to the industrial production value target at actual prices for 2025 of the Company.
- The proposal of the Board of Directors on the approval of termination, final settlement, and liquidation of the investment project for the construction of Van Dien

NPK and Fused Phosphate Fertilizer Factory - Bim Son Industrial Park, Thanh Hoa, under investment certificate No. 26221000137 dated January 16, 2013, issued by the Board of Management of Nghi Son Economic Zone to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

- The proposal of the Board of Directors on the approval of the Investment Policy for the Company relocation project, ensuring the existence and development of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

- The proposal on the election of the Board of Directors and the Board of Supervisors for the 2025-2030 term.

b. Shareholders and authorized representatives of shareholders vote by filling out the Voting Form ; for each issue , delegates choose one of the three options "Agree", "Disagree", "No opinion" printed in the Voting Form by marking "X" or "✓" in the box they choose. After completing the issues to be voted on at the General Meeting, delegates send the Voting Form to the sealed ballot box at the General Meeting according to the instructions of the Vote Counting Committee. The Voting Form must be signed and clearly state the full name of the delegate.

4- A voting card/ballot is considered invalid if it does not meet one or more of the following conditions:

- Voting cards/ballots do not follow the pre-printed form issued by the Shareholders' Eligibility Verification Committee/Vote Counting Committee, and do not have the Company's red seal;

- Voting card/ballot has been erased, scratched, edited, or written with content other than the regulations for the Voting card/ballot;

- The delegate does not check one (01) box out of three voting squares or checks more than one (01) box out of three (03) voting squares in the Voting Form for each issue;

- Delegates do not sign and write their full name on the Voting Form.

In a Voting Form, the issues to be voted on are voted on independently of each other. The invalidity of the voting on one issue will not affect the validity of the voting on other issues.

4. The Delegate Qualification Examination Committee/Vote Counting Committee is responsible for announcing the vote counting results right at the General Meeting of Shareholders.

Article 10. Conditions for the Approval of Resolutions of the General Meeting of Shareholders: As stipulated in Article 21 of the Company's Charter.

- The resolution of the General Meeting of Shareholders is passed when it is approved by the number of shareholders, authorized representatives of shareholders

representing ownership of more than 50% of the total number of voting shares of shareholders, authorized representatives of shareholders attending the meeting.

Article 11. All contents of the General Meeting of Shareholders shall be recorded by the Secretary in the minutes of the General Meeting of Shareholders. The Secretary shall approve the Minutes and Resolutions of the General Meeting of Shareholders before the closing of the General Meeting.

Chapter IV

Enforcement Provisions

Article 12. Shareholders, authorized representatives of shareholders, and other participants of the General Meeting of Shareholders are responsible for complying with the provisions of this Regulation.

Article 13. This Regulation shall be approved at the General Meeting of Shareholders when it is approved by shareholders or authorized representatives holding more than 50% of the total voting shares of the attending shareholders or their authorized representatives and shall take effect immediately at the General Meeting of Shareholders./.

CHAIRMAN





**VAN DIEN FUSED MAGNESIUM
PHOSPHATE FERTILIZER JSC
GENERAL MEETING OF
SHAREHOLDERS 2025**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

BOARD OF DIRECTORS VOTING BALLOT
(Term 2025-2030)

SHAREHOLDER CODE:

Shareholder's Full Name:

Number of voting shares owned: votes

Number of voting shares authorized: votes

Total number of voting shares represented: votes

Total number of votes for Board members: votes

I agree to elect the following members of the BOD for the 2025-2030 term:

No.	Candidate's Full Name	Cumulative Vote (for candidates)	Number of votes (for each candidate)
1	NGUYEN VAN A		
2	NGUYEN VAN B		
3	NGUYEN VAN C		
4			
5			

April 22, 2025

SHAREHOLDER

(Sign, Full Name)

Instructions:

1. Shareholders elect a maximum number of candidates equal to the number of candidates to be elected (**05 people**);
2. If allocating all votes to a single candidate, shareholders mark the box "**Cumulative vote**" or clearly write the number of votes in the box "**Number of votes**" of the corresponding candidate.



**VAN DIEN FUSED MAGNESIUM
PHOSPHATE FERTILIZER JSC
GENERAL MEETING OF
SHAREHOLDERS 2025**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

BOARD OF SUPERVISORS VOTING BALLOT
(Term 2025-2030)

SHAREHOLDER CODE:

Shareholder's Full Name:

Number of voting shares owned: votes

Number of voting shares authorized: votes

Total number of voting shares represented: votes

Total number of votes for Board of Supervisors members: votes

I agree to elect the following members of the Board of Supervisors for the 2025-2030 term:

No.	Candidate's Full Name	Cumulative Vote (for candidates)	Number of votes (for each candidate)
1	NGUYEN VAN A		
2	NGUYEN VAN B		
3	NGUYEN VAN C		
4			
5			

April 22, 2025

SHAREHOLDER

(Sign, Full Name)

Instructions:

- Shareholders elect a maximum number of candidates equal to the number of candidates to be elected (**05 people**);
- If allocating all votes to a single candidate, shareholders mark the box "**Cumulative vote**" or clearly write the number of votes in the box "**Number of votes**" of the corresponding candidate.



ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
VAN DIEN FUSED MAGNESIUM PHOSPHATE FERTILIZER JSC

Hanoi, A1

VOTING BALLOT

Shareholder name:

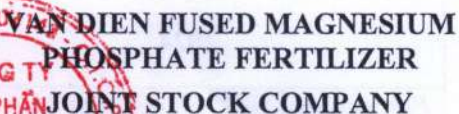
Registration number

Number of shares owned	Number of shares represented	Total number

No.	Content	Approve
1	Approval of the Board of Directors' Activity Report.	
2	Approval of the Board of Supervisors' Activity Report	
3	Approval of Audited 2024 Summary Financial Statements	
4	Approval of the Board of Directors' Proposal on Profit Distribution & Dividend Payment for 2024	
5	Approval of the Board of Directors' Proposal on Business Plan & Expected Dividend for 2025.	
6	Approval of the Board of Supervisors' Proposal on the Selection of an Auditing Firm for the 2025 Financial Statements.	
7	Approval of the Board of Directors' Proposal on Remuneration for the Board of Directors and the Board of Supervisors in 2024 and the Plan for 2025	
8	Approval of the Board of Directors' Proposal on Amendments and Supplements to the Company's Internal Governance Regulations	
9	Proposal of the Board of Directors on the approval of the adjustment to the industrial production value target at actual prices for 2025 of the Company	
10	Proposal of the Board of Directors on the approval of termination, final settlement, and liquidation of the investment project for the construction of Van Dien NPK and Fused Phosphate Fertilizer Factory - Bim Son Industrial Park, Thanh Hoa, under investment certificate No. 26221000137 dated January 16, 2013, issued by the Board of Management of Nghi Son Economic Zone to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company	
11	Proposal of the Board of Directors on the approval of the Investment Policy for the Company relocation project, ensuring the existence and development of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company	

give their opinions by marking

Shareholder/authori
of shareholders sign



No.: /NQ-AGC

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Hanoi, April 22, 2025

RESOLUTION

ANNUAL 2025 GENERAL MEETING OF SHAREHOLDERS IN 2025

VAN DIEN FUSED MAGNESIUM PHOSPHATE FERTILIZER JSC

Pursuant to the Charter of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company approved by the General Meeting of Shareholders;

Pursuant to the Minutes of the Annual General Meeting of Shareholders dated April 22, 2025 of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

DECIDE

Article 1:

1- Approval of the 2024 Financial Statements audited by ACC Auditing Firm Co., Ltd. (*detailed content posted on the Company's Website: vandienfmp.vn-shareholder relations*) with the following main indicators:

No.	INDICATORS	Unit	In 2024
1	Total assets	VND	1,071,996,533,013
2	Owner's Equity	VND	521,181,557,222
3	Net sales from goods and services sold	VND	1,220,272,860,917
4	Profit after income tax	VND	63,771,735,294
5	Primary earnings per share	VND/share	1,617

2. Approval of the Report of the Board of Directors.

3. Approval of the Report of the Board of Supervisors.

4. Approval of the Proposal No./TTr-HDQT dated .../.. /2024 of the Board of Directors on the Profit Distribution and Dividend Payment Plan for 2024 with the following main contents:

a. Indicators:

No.	INDICATORS	2024	
		Percentage (%)	Value (VND)
1	CHARTER CAPITAL	67.056	376,653,480,000
	- State capital	32.944	252,568,870,000
	- Other shareholders' capital		124,084,610,000
2	TOTAL REVENUE		1,220,293,850,417
3	TOTAL ACCOUNTING PROFIT BEFORE CORPORATE INCOME TAX		76,118,826,523
	- Profit realized during the year		76,118,826,523
	- Adjusted profit (According to the State inspection and audit records)		
4	CORPORATE INCOME TAX		15,223,765,305
	- Corporate income tax payable on realized profits		11,371,474,410
	- Deferred corporate income tax		3,852,290,895
	- Corporate income tax payable according to the State inspection and audit records		
5	PROFIT AFTER CORPORATE INCOME TAX		60,895,061,218
6	UNDISTRIBUTED PROFIT CARRIED FORWARD FROM PREVIOUS YEAR		2,876,674,076
7	TOTAL PROFIT DISTRIBUTED THIS YEAR	30.0%	62,290,747,487
7.1	Development Investment Fund	10%	18,268,518,365
7.2	Bonus and Welfare Fund		6,089,506,122
7.3	Manager's Bonus Fund	%/Charter capital	267,375,000
7.4	Annual dividend	10.0%	37,665,348,000
	- Cash dividends	67.056	37,665,348,000
8	UNDISTRIBUTED PROFIT CARRIED FORWARD TO NEXT YEAR		1,480,987,807

b. Dividend payment in 2024 in cash:

Dividend payment in 2024 in cash is: 10.0%/par value.

(Each share receives 1,000 VND), in which:

- Dividend paid in cash during 2024: 0%/par value.
- Remaining 2024 dividend to be paid in cash in 2024: 10%/par value.

5. Approval of the Proposal No./TTr-HDQT dated/2025 of the Board of Directors on the 2025 Production and Business Plan and Dividend Payment Plan with the following main indicators:

- Total sales revenue in 2025: 1,295.62 billion VND;
- Net revenue: 1,256,776 billion VND;
- Profit before tax: 60.54 billion VND.

- Dividend payment in 2025:

- Dividend payment level: from 8%/par value.

+ Cash dividend payment: from 8%/par value.

+ 2025 interim dividend: The General Meeting of Shareholders authorizes the Company's Board of Directors to decide on the 2025 interim dividend level and make interim dividend payments to shareholders in accordance with the Company's production and business results during the year.

6. Approval of the list of independent audit units to selection of an independent auditing company to review periodic financial statements and audit the financial statements for 2025 as follows:

- AASC Auditing Firm Company Limited.
- International Auditing and Valuation Company Limited;
- MOORE AISC Auditing and Informatics Services Company Limited.

Authorize the Board of Directors to select one of three (03) auditing companies (mentioned in Section 2) to conduct periodic audits and audits of the 2025 Financial Statements, and report the results to the Annual General Meeting of Shareholders in accordance with regulations.

7. Approval of the Proposal No./TTr-PLVĐ dated/2025 of the Board of Directors on Remuneration and Salary for the Board of Directors and the Board of Supervisors in 2024 and the Payment Plan for 2025 with the following main contents:

- Approval of the payment of remuneration and salary to members of the Board of Directors and the Company's Board of Supervisors in 2024, it is:

+ Chairman of the Board of Directors: Remuneration: 7,500,000 VND/month;

+ Board of Directors members: Remuneration: 6,500,000 VND/person/month;

+ Supervisors: Remuneration: 5,000,000 VND/person/month;

+ Head of the Board of Supervisors: Salary is applied according to the Company's salary management and income distribution regulations, equivalent to the salary of the Chief Accountant.

- Plan for payment of remuneration and salary to members of the Board of Directors and Board of Supervisors of the company in 2025:

+ Chairman of the Board of Directors: Remuneration: 7,500,000 VND/month;

+ Board of Directors members: Remuneration: 6,500,000 VND/person/month;

+ Supervisors: Remuneration: 5,500,000 VND/person/month;

Head of the Board of Supervisors: Salary is applied according to the Company's salary management and income distribution regulations, equivalent to the salary of the Chief Accountant.

8. Approval of the Proposal No. /TTr-PLVĐ dated /... /2025 of the Board of Directors on the Amendments and Supplements to the Internal Regulations on Corporate Governance.

9. Approval of the Proposal No. /TTr-PLVĐ dated /... /2025 of the Board of Directors on the approval of the adjustment to the industrial production value target at actual prices for 2025 of the Company.

10. Approval of the Proposal No. /TTr-PLVĐ dated /... /2025 of the Board of Directors on the approval of termination, final settlement, and liquidation of the investment project for the construction of Van Dien NPK and Fused Phosphate Fertilizer Factory - Bim Son Industrial Park, Thanh Hoa, under investment certificate No. 26221000137 dated January 16, 2013, issued by the Board of Management of Nghi Son Economic Zone to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

11. Approval of the Proposal No. /TTr-PLVĐ dated /... /2025 of the Board of Directors on the approval of the Investment Policy for the Company relocation project, ensuring the existence and development of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

12. Approval of the Proposal No. /TTr-PLVĐ dated /... /2025 of the Board of Directors on the electing members of the Board of Directors and the Board of Supervisors for the 2025 - 2030 term;

13. Elect Mr/Ms..... as a member of the Board of Directors of the Company for the term 2025-2030;

14. Elect as a member of the Board of Supervisors of the Company for the term 2025-2030;

Article 2.- This Resolution takes effect from the date of signing.

Article 3. The Board of Directors, Board of Supervisors, the General Director and relevant units and individuals of Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company shall be responsible for implementing this Resolution in accordance with the provisions of law and the Company.

Recipients:

- Shareholders;
- As in Article 3;
- SSC;
- Hochiminh Stock Exchange;
- Authorized person to disclose information;
- Archived: Office, Board of Directors.

**O.B.O 2025 ANNUAL GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN**

Phung Ngoc Bo





**VĂN DIỄN FUSED MAGNESIUM
PHOSPHATE FERTILIZER JSC**

No.: /TTr-HĐQT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, April 2025

PROPOSAL

Re: Approval of termination, final settlement, and liquidation of the investment project for the construction of Van Dien NPK and Fused Phosphate Fertilizer Factory - Bim Son Industrial Park, Thanh Hoa, under investment certificate No. 26221000137 dated January 16, 2013, issued by the Board of Management of Nghi Son Economic Zone to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company.

To: Annual General Meeting of Shareholders of the Company

- Pursuant to Law on Investment No. 61/2020/QH14 dated June 17, 2020 and implementing documents;
- Pursuant to the Law on Construction No. 50/2014/QH13, the Laws amending the Law on Construction and documents guiding its implementation;
- Pursuant to the Company's charter approved by the General Meeting of Shareholders on April 23, 2024;
- Pursuant to Investment Certificate No. 26221000137, dated January 16, 2013, issued by Nghi Son Economic Zone Management Board to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company;
- Pursuant to Decision No. 03/QĐ-ĐHĐCĐ dated April 8, 2015 of the Company's Annual General Meeting of Shareholders on approving the Investment Project to build a factory producing fused phosphate and Van Dien NPK fertilizer in Zone B, Bim Son Industrial Park, Thanh Hoa province;
- Pursuant to Resolution No. 01/NQ-ĐHĐCĐ dated April 26, 2018 of the Company's Annual General Meeting of Shareholders on the contents related to the Investment Project to build a factory to produce fused phosphate fertilizer and Van Dien NPK fertilizer in Zone B, Bim Son Industrial Park, Thanh Hoa province;
- Pursuant to Decision No. 135/QĐ-BQLKKTNS& KCN dated May 18, 2023 of the Board of Management of Nghi Son Economic Zone and Industrial Parks of Thanh Hoa province on the decision to terminate the operation of the investment project;



- Pursuant to Decision No. 140/QD-BQLKKTNS& KCN dated May 18, 2023 of the Board of Management of Nghi Son Economic Zone and Industrial Parks of Thanh Hoa province on revoking the Investment Registration Certificate;
- Pursuant to the actual situation of the Company,

The Board of Directors of the Company respectfully submits to the Company's Annual General Meeting of Shareholders for consideration and approval to stop the implementation of the Investment Project to build a factory to produce fused phosphate fertilizer and Van Dien NPK fertilizer in Zone B, Bim Son Industrial Park, Thanh Hoa province, specifically as follows:

1. Approve the termination of implementation, settlement and liquidation of the Van Dien NPK and Fused Phosphate Fertilizer Factory Construction Investment Project in Zone B, Bim Son Industrial Park, Thanh Hoa Province in accordance with the provisions of law, the Company's Charter and relevant regulations.

***Project Information:**

Project name: Van Dien NPK and Fused Phosphate Fertilizer Factory;

Construction site: Zone B - Bim Son Industrial Park, Thanh Hoa;

Investor: Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company;

Project consulting organization: Chemical Industry Design Joint Stock Company;

Investment objective: Developing production and business combined with relocating old factories;

Size, capacity:

- Phase 1: Construction of a Fused Phosphate Fertilizer factory with a capacity of 300,000 tons/year;

- Phase 2: Construction of NPK production factory with capacity of 200,000 tons/year. Including 01 steam pelletizing line and 01 rotating disc pelletizing line;

- Phase 3: Expanding the Fused Phosphate Fertilizer factory to increase capacity to 500,000 tons/year.

Total investment: According to Project Approval Decision No. 03/QD-DHDCD dated April 8, 2015: 1,291.6 billion VND.

2. Authorize the Board of Directors to hire a consulting unit and organize the settlement and liquidation of the Van Dien NPK and Fused Phosphate Fertilizer Factory Investment Project according to Investment Certificate No. 26221000137, in accordance with the provisions of law, the Company's Charter and relevant regulations.

Respectfully submit to the Company's Annual General Meeting of Shareholders for consideration and approval for implementation in accordance with the provisions of law and the Company's regulations.

Sincerely thanks./.

Recipients:

- As above;
- Bim Son Project Board of Management;
- Board of Directors; Board of Supervisors;
- Archived: Office, project records .

**ON BEHALF OF THE BOD
CHAIRMAN**

Phung Ngoc Bo





**VĂN DIỄN FUSED MAGNESIUM
PHOSPHATE FERTILIZER JSC**

/TTr-HĐQT

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hanoi, April 2025

PROPOSAL

Re: Approval of the Investment Policy for the Company relocation project,
ensuring the existence and development of Van Dien Fused Magnesium
Phosphate Fertilizer Joint Stock Company

To: Annual General Meeting of Shareholders of the Company

- Pursuant to the Company's charter approved by the General Meeting of Shareholders on April 23, 2024;
- Pursuant to Investment Certificate No. 26221000137 dated January 16, 2013 issued by Nghi Son Economic Zone Board of Management to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company;
- Pursuant to Decision No. 3765/QĐ-UBND dated August 22, 2012 of the Hanoi People's Committee on approving the S5 urban subdivision planning, scale 1/5000 (location: Yen So Ward - Hoang Mai District; Van Dien Town, communes of Tu Hiep, Tam Hiep, Vinh Quynh, Ta Thanh Oai, Thanh Liet, Dai Ang, Ngoc Hoi, Nhu Hiep, Lien Ninh - Thanh Tri District);
- Pursuant to Document No. 6462/STNMT-CCQLD dated August 8, 2018 of the Department of Natural Resources and Environment, Hanoi City on giving opinions on the proposal for long-term land lease of Van Dien Fused Phosphate Joint Stock Company;
- Pursuant to Decision No. 2943/QĐ-UBND dated July 5, 2021 of the Hanoi People's Committee on leasing 85,000m² of land in Tam Hiep commune and Van Dien town, Thanh Tri district to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company for ^{use} as office and fertilizer production facility.
- Pursuant to Decision No. 5148/QĐ-UBND dated December 7, 2021 of the Hanoi People's Committee on approving the land use planning until 2030 of Thanh Tri district;
- Pursuant to Decision No. 135/QĐ-BQLKKTNS& KCN dated May 18, 2023 of the Board of Management of Nghi Son Economic Zone and Industrial Parks of Thanh Hoa province on the decision to terminate the operation of the investment project;



- Pursuant to Decision No. 140/QD-BQLKKTNS& KCN dated May 18, 2023 of the Board of Management of Nghi Son Economic Zone and Industrial Parks of Thanh Hoa province on revoking the Investment Registration Certificate;

- Pursuant to the actual situation of the Company,

According to the S5 urban zoning plan approved by Decision No. 3765/QD-UBND dated August 22, 2012 of the Hanoi People's Committee, Official Dispatch No. 6462/STNMT-CCQLDD dated August 8, 2018 of the Hanoi Department of Natural Resources and Environment and Decision No. 5148/QD-UBND dated December 7, 2021 of the Hanoi People's Committee, the Company's current land will be planned as commercial and service land.

According to Decision No. 2943/QD-UBND dated July 5, 2021 of the Hanoi People's Committee on leasing 85,000m² of land in Tam Hiep commune and Van Dien town, Thanh Tri district to Van Dien Fused Magnesium Phosphate Fertilizer Joint Stock Company for use as its headquarters and fertilizer production facility; the Company is not allowed to lease land for long-term use; the Company is only allowed to lease land in the form of signing an annual contract, the State leases land and pays the rent annually. At the same time, the Company must maintain the current status of land use and comply with the handover when the City reclaims the land according to regulations. Thus, the Company's current land use is only calculated in the short term - one year term.

Therefore, the Company must relocate its production facilities, and whenever Hanoi City reclaims and requests land handover, the Company must comply. This will impact and affect the future, development and production and business activities of the Company.

To ensure the existence and development of the Company, the Board of Directors of the Company respectfully submits to the Company's Annual General Meeting of Shareholders for consideration and approval: Investment Policy for the Company relocation project, ensuring the existence and development of the Company, specifically as follows:

1. General information about the project implementation:

- Expected investment location: In Thanh Hoa province or other suitable locations;

- Investment area: About 22 - 25 hectares;

- Estimated investment value: (1,600 - 1,700) billion VND;

- Investment capacity: 500,000 tons of Fused Phosphate & 200,000 tons of NPK. Expected to be divided into 4 phases:

+ Phase 1: Construction of NPK factory with capacity of 200,000 tons/year (including relocation of 1 NPK line of 100,000 tons/year) & items: Wall, Electrical system, Water supply and drainage system, Operator house, Housing area for employees...); put into production.

+ Phase 2: Construction of fused phosphate plant with capacity of 200,000 tons/year & auxiliary items; put into production.

+ Phase 3: Increase production capacity of fused phosphate fertilizer to 400,000 tons/year & auxiliary items; put into production.

+ Phase 4: Increase production capacity of fused phosphate fertilizer to 500,000 tons/year & auxiliary items; put into production.

2. Assign the Board of Directors to carry out the following tasks:

- Find suitable land that meets the criteria, requirements and needs of the Company to select as a location to implement the project and negotiate and sign a land lease contract.

- Hire a consulting unit to develop a plan, investment plan for factory construction, preliminary environmental impact assessment and project efficiency as a basis for the Board of Directors to consider and decide on land lease.

- Authorize the Company's Board of Directors to carry out procedures and make decisions in accordance with the provisions of law, local regulations, and Company regulations to prepare for the Company's relocation.

- Authorize the Company's Board of Directors to establish an investment project to build a new factory; the investment decision is made in accordance with the provisions of law and the Company's charter.

- Implement other related tasks to prepare for project implementation.

- Coordinate with the Hanoi People's Committee and relevant agencies on matters related to factory relocation; propose and recommend preferential policies and compensation to support the Company and its employees according to regulations.

Respectfully submit to the Company's Annual General Meeting of Shareholders for consideration and approval as a basis for implementation in accordance with the provisions of law and the Company's regulations .

Sincerely thanks./.

Recipients:

- As above;
- BOD, BOS;
- Archived: Office.

**ON BEHALF OF THE BOD
CHAIRMAN**

Phung Ngoc Bo





**VĂN DIỆN FUSED MAGNESIUM
PHOSPHATE FERTILIZER JSC**

No:

/TTr-HĐQT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, April 2025

PROPOSAL

**Re: Approval of the industrial production value target at actual prices for
2025 of the Company**

To: Annual General Meeting of Shareholders of the Company

- Pursuant to the Company's charter approved by the General Meeting of Shareholders on April 23, 2024;
- Pursuant to the Company's 2025 production and business plan;
- Pursuant to the actual situation of the Company,

The Board of Directors of the Company respectfully submits to the Company's Annual General Meeting of Shareholders for consideration and approval of the industrial production value target at actual prices (GTSXCNTT) in 2025 of Van Dien Fused Magnesium Phosphate Fertilizer JSC, specifically as follows:

Industrial production value target at actual prices in 2025: 1,373,600 billion VND.

Respectfully submit to the Company's Annual General Meeting of Shareholders for consideration and approval.

Sincerely thanks./.

Recipients:

- As above;
- BOD, BOS;
- Archived: Office.

**ON BEHALF OF THE BOD
CHAIRMAN**

Phung Ngoc Bo