

**RESOLUTION****THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to The Law on Enterprises No. 59/2020/QH14 dated June 17th 2020;
- Pursuant to The Law on Securities 54/2019/QH14 dated November 26th 2019;
- Pursuant to Decree No. 155/2020/ND-CP of the Government dated December 31st 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to The Charter of Nafoods Group Joint Stock Company (“Company”);
- Pursuant to the Reports and Proposals at the 2025 Annual General Meeting of Shareholders (“AGM”) held on April 24th 2025 of the Company;
- Pursuant to the Meeting Minutes of the 2025 AGM No. 02/2025/BB-ĐHĐCĐ dated April 24th 2025 of the Company,

**RESOLVE:**

**Article 1:** Approval of the Report on Performance Results in 2024 and the Action Plan in 2025, Report No. 01/2025/BC-ĐHĐCĐ dated April 3rd 2025, with the following financial indicators:

1. 2024 Performance results:

Unit: billion dong

No.	Indicators	Value
1	Net Revenue	1.437,0
2	Profit after tax	116,4

2. 2025 Operating plan:

Unit: billion dong

No.	Indicators	Value
1	Net Revenue	1.985
2	Profit after tax	135

**Article 2:** Approval of the Board of Directors' Report ("BOD") on the BOD's operations in 2024 and the 2025 operating direction No. 02/2025/BC-DHDCD dated April 3rd 2025.

**Article 3:** Approval of the 2024 Operating Report and 2025 Operating Direction of the Audit Committee No. 03/2025/BC-DHDCD dated April 3rd 2025.

**Article 4:** Approval of the Audited Financial Statements ("FS") for 2024 No. 04/2025/TTr-DHDCD dated April 3rd 2025.

**Article 5:** Approval of the Proposal on selecting an independent audit firm to audit the 2025 Financial Statements No. 05/2025/TTr-DHDCD dated April 3rd 2025.

**Article 6:** Approval of the Proposal on 2024 profit distribution and profit distribution plan in 2025 No. 06/2025/TTr-DHDCD dated April 3rd 2025.

**Profit distribution for fiscal year 2024:**

No.	Content	Amount (VND)	Ratio
1	Total profit after tax of parent company shareholders in 2024	116.182.961.939	
2	Annual appraisal fee payment to redeemable preference shareholders	13.415.040.000	11,5% of profit after tax
3	Welfare bonus fund	5.809.148.097	5,0% of profit after tax
4	Operating budget of the BOD	3.080.234.723	2,7% of profit after tax
5	Payment of stock dividends to common shareholders	55.620.280.000	47,9% of profit after tax

**Profit distribution plan for fiscal year 2025**

No.	Content	Amount/Ratio
1	Welfare bonus fund	5% of profit after tax
2	Operating budget of the BOD	Maximum 5% of profit after tax
3	Payment of stock dividends to common shareholders	10% - 15% of Charter Capital.

**Article 7:** Approval of the Report on remuneration of BOD members in 2024 and remuneration plan for BOD members in 2025 No. 07/2025/TTr-DHĐCD dated April 3rd 2025.

**Article 8:** Approval of the plan to issue shares to pay dividends in 2024 to shareholders owning ordinary shares according to the content of the proposal No. 08/2025/TTr-DHĐCD dated April 3rd 2025:

**1. The plan to issue shares to pay dividends in 2024 for common shareholders:**

- <b>Name of share:</b>	The Share of Nafoods Group Joint Stock Company (NAF)
- <b>Type of share:</b>	Ordinary share
- <b>Par value:</b>	10.000 dong per share
- <b>Number of shares expected to be issued:</b>	Maximum 5.562.028 shares, equivalent to 10% of the total number of outstanding ordinary shares.
- <b>Total expected issuance value at par value:</b>	Maximum 55.620.280.000 dong
- <b>Purpose of issuance:</b>	Issuing shares to pay dividends in 2024 to shareholders owning ordinary shares
- <b>Issuance rate:</b>	10:1 (Shareholders owning 10 ordinary shares will receive 1 new share)
- <b>Implementation resources:</b>	Undistributed profit after tax according to Audited Financial Statements as of December 31 <sup>st</sup> 2024.
- <b>Eligible receiver:</b>	Shareholders owning ordinary shares according to the shareholder list closed on the last registration date entitled to receive stock dividends.
- <b>Rounding and fractional shares principles:</b>	<p>The fraction of the number of shares issued to pay dividends that shareholders receive (if any) will be rounded down to the nearest unit. The fractional shares arising due to rounding will be canceled.</p> <p><b>Example:</b> On the record date for shareholders to exercise the right to receive stock dividends, Shareholder A owns 126 common shares, and will be entitled to receive an additional <math>126 \times 1/10 = 12.6</math> shares. According</p>

	<i>to the rounding down principle, the number of shares that Shareholder A will receive is 12 shares, the odd number of shares of 0.6 shares will be canceled.</i>
- <b>Expected issuance period:</b>	In 2025, after being approved by the State Securities Commission (“SSC”).
- <b>Registration for addition depository and listing of issued shares:</b>	The GMS approved the registration of additional depository and listing of all additional shares issued according to the results of the issuance with the Vietnam Securities Depository and Clearing Corporation (“VSDC”), Ho Chi Minh City Stock Exchange (“HOSE”), immediately after the completion of the issuance, and authorized the BOD to implement in accordance with the provisions of law.
- <b>Amendment of the Charter and Enterprises Registration Certificate:</b>	Approval of amendments to the Charter (Section Charter Capital) and the Enterprises Registration Certificate according to the actual capital increase as a result of the issuance.

## 2. Authorization to the Board of Directors

- Proactively develop, implement and adjust the content of the issuance plan (if necessary), choose the issuance time and carry out issuance registration procedures with the State Securities Commission, register for additional depository and listing;
- Amend the Charter of the organization according to the actual increased capital from the issuance in accordance with the provisions of law;
- Make new enterprises registration certificate with actual capital increased due to the issuance;
- Decide on other tasks related to the issuance of dividend shares as required by competent authorities;
- Select the time to close the list of shareholders entitled to receive dividends in shares after receiving approval from the State Securities Commission;
- Decide all other issues to ensure the implementation of the above issuance plan;

- Depending on each specific case, the BOD is authorized to authorize the Chairman of the BOD and/or General Director to perform one or more of the specific work mentioned above.

**Article 9:** Approval of the Proposal on continuing to implement the Company's Private Offering Plan and Buyback Preference Share Plan No. 09/2025/TTr-DHĐCĐ dated April 3rd 2025.

**Article 10:** Approval of the Proposal to elect members of the Board of Directors for the 2025-2030 term No. 10/2025/TTr-DHĐCĐ dated April 3rd 2025.

**Article 11:** Approving the results of the election of BOD members for the 2025-2030 term as follows:

No.	Full name	Year of birth	Nationality
1	Nguyen Manh Hung	1968	Vietnam
2	Johan Nyvene	1965	US
3	Nguyen Phi Bang	1987	Vietnam
4	Dinh The Hien	1961	Vietnam
5	Nguyen Hoang Hiep	1973	Vietnam

**Article 12:** Implementation provisions:

This Resolution is approved on the 2025 Annual General Meeting of Shareholders of Nafoods Group Joint Stock Company held on April 24th 2025 and shall effect immediately after the end of the 2025 Annual General Meeting of Shareholders.

The members of the BOD, BOM, Shareholders and relevant departments of the Company are responsible for implementing this Resolution./.

**O/B THE GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRMAN**



**DIEN THI LAN PHUONG**