

No: 01/2025/TT6/NQ-ĐHĐCĐ

Hau Giang, 23 May 2025

RESOLUTION

OF THE ANNUAL GENERAL SHAREHOLDERS' MEETING TIẾN THỊNH GROUP JOINT STOCK COMPANY

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP guiding the implementation of several provisions of the Securities Law;
- Based on the Minutes of the Annual General Shareholders' Meeting No. 01/2025/TT6/BBH-ĐHĐCĐ of Tiến Thịnh Group Joint Stock Company dated May 23, 2025;

RESOLVES

Article 1. Approval of the 2024 Business Results and 2025 Business Plan

The General Shareholders' Meeting agrees to approve the business results for 2024 and the business plan for 2025 as presented in Report No. 01/2025/TT6/BC-BTGD dated April 29, 2025, as follows:

a. 2024 Business Results:

Unit: Milion VND

No.	Indicator	2023	2024	% (+/-)
1	Total Assets	383.536	468.345	122,11%
2	Net Revenue	298.510	351.050	117,60%
4	Gross Profit	32.188	43.191	134,18%
5	Operating Profit	8.236	15.523	188,48%
6	Other Profit	408	-47	-
7	Profit Before Tax	8.643	15.476	179,06%
8	Profit After Tax	8.099	14.700	181,50%
9	Dividend Rate (% of Par Value)	-	11% (*)	N/a

b. 2025 Revenue and Profit Plan:

- Net Revenue: 362 billion VND;



- Profit Before Tax: 16.3 billion VND;
- Profit After Tax: 15,485 billion VND.

Dividend Plan: Based on actual business conditions, a proposal will be submitted to the General Shareholders' Meeting for profit distribution in 2025.

Article 2. Approval of the 2024 Board of Directors' Report and 2025 Action Plan

The General Shareholders' Meeting agrees to approve the Board of Directors' 2024 Report and the 2025 Action Plan as presented in Report No. 01/2025/TT6/BC-HĐQT dated April 29, 2025.

Article 3. Approval of the 2024 Audited Financial Statements

The General Shareholders' Meeting agrees to approve the 2024 Audited Financial Statements of Tiên Thịnh Group Joint Stock Company, audited by A&C Audit and Consulting Co., Ltd. Can Tho Branch, as presented in Proposal No. 01/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.

Article 4. Approval of the Profit Distribution and Dividend Plan for 2024 and 2025

The General Shareholders' Meeting agrees to approve the profit distribution, dividend payout for the year 2024, and the profit distribution and dividend payout plan for the year 2025 of Tien Thinh Group Joint Stock Company, as per Proposal No. 02/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.

Article 5. Approval of the Total Remuneration, Salary, Bonuses, and Other Benefits for the Board of Directors and Supervisory Board for 2024 and 2025

The General Shareholders' Meeting agrees to approve the remuneration, salary, bonuses, and other benefits for the Board of Directors, the Supervisory Board, and the Audit Committee for the year 2024, as well as the plan for the year 2025 of Tien Thinh Group Joint Stock Company, as per Proposal No. 03/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.

Article 6. Approval of the Selection of the Auditing Firm for the 2025 Financial Statements

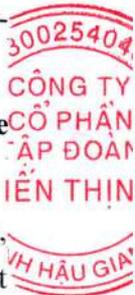
The General Shareholders' Meeting shall vote to approve the selection of the auditing firm to review and/or audit the financial statements for the year 2025 of Tien Thinh Group Joint Stock Company, as per Proposal No. 04/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.

Article 7. Approval of Transactions between the Company and Related Parties

The General Shareholders' Meeting agrees to approve contracts and transactions between Tiên Thịnh Group Joint Stock Company and its internal and related parties as presented in Proposal No. 05/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.

Article 8. Approval to Transfer Shares from Upcom to HOSE Listing

The General Shareholders' Meeting agrees to approve the transfer of Tiên Thịnh Group Joint Stock Company's shares from the Upcom trading system to listing on the Ho Chi Minh Stock Exchange (HOSE) as presented in Proposal No. 06/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.



Article 9. Approval of the Share Issuance Plan to Pay Dividends for 2024

The General Shareholders' Meeting agrees to approve the share issuance plan to pay dividends for 2024 as presented in Proposal No. 07/2025/TT6/TTr-DHĐCĐ dated April 29, 2025.

Article 10. Approval of Dismissal and Additional Election of Members of the Board of Directors for the 2021–2026 Term

The General Meeting of Shareholders unanimously approved the dismissal and additional election of members of the Board of Directors for the 2021–2026 term in accordance with Proposal No. 08A/2025/TT6/TTr-AGM dated May 20, 2025.

Article 11. Approval of the Removal of Certain Business Lines and Re-registration of the Maximum Foreign Ownership Ratio

The General Meeting of Shareholders unanimously approved the removal of certain business lines and the re-registration of the maximum foreign ownership ratio as presented in Submission No. 09/2025/TT6/TTr-GMS dated May 20, 2025.

Article 12. Approval of the Result of the Additional Election of a Member of the Board of Directors for the 2021–2026 Term

The General Meeting of Shareholders unanimously approved the result of the election of the new member of the Board of Directors:

- + Mr. Phan Duy Binh
- + Mr. Vo Phan Hai Au

Have officially become members of the Company's Board of Directors for the 2021–2026 term.

Article 13. Effectiveness

This Resolution was unanimously approved by the General Shareholders' Meeting and shall take effect from the date of signing.

The General Meeting of Shareholders unanimously assigns the Board of Directors, the Audit Committee, and the Executive Board to be responsible for disseminating, thoroughly implementing, and supervising the execution of this Resolution./.

On Behalf Of The General Shareholders' Meeting

Nơi nhận:

- Shareholders;
- BOD; AC; BOM;
- Archive for record.



Chairman Of The Meeting

Pham Tien Hoai

MEETING MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
TIEN THINH GROUP JOINT STOCK COMPANY

I. TIME AND VENUE OF THE MEETING

The 2025 Annual General Meeting of Shareholders of Tien Thinh Group Joint Stock Company, whose head office is located at My Phu Hamlet, Tan Phuoc Hung Commune, Phung Hiep District, Hau Giang Province (Enterprise Registration Certificate No. 6300254045, initially issued by the Department of Planning and Investment of Hau Giang Province on December 3, 2014, and amended for the 7th time on November 24, 2023), was officially convened at 08:00 AM, Friday, May 23, 2025 at TTC Hotel, 02 Hai Ba Trung Street, Tan An Ward, Ninh Kieu District, Can Tho City, based on the charter capital of VND 205.458.000.000.

II. OPENING PROCEDURES

1. Mr. Pham Tien Hoai, on behalf of the Organizing Committee, introduced the delegates and attendees of the Meeting.
2. Ms. Ly Bao Tran – on behalf of the Shareholder Eligibility Verification Committee – presented the report on the verification of shareholders eligible to attend the Meeting, which concluded as follows:
 - Total number of shareholders (in person and by proxy): 22 shareholders
 - Number of shares represented: 15.655.097 shares, accounting for 76,20% of the total shares with voting rights.

The Meeting was deemed valid and lawful in accordance with the Law on Enterprises and the Company's Charter.

3. Mr. Pham Tien Hoai, on behalf of the Organizing Committee, introduced the members of the Chairing Panel:
 1. Mr Pham Tien Hoai - Chairman of the meeting
 2. Mr To Thai Thanh - Member
 3. Mr Lam Chau Tuan - Member

The General Meeting approved the Secretarial Team and Ballot Counting Committee as above with 100% approval from the attending shareholders.

4. The Chairing Panel introduced the Secretarial Team and the Ballot Counting Committee:

Secretarial Team:

1. Ms. Duong Thi Ut - Head

M.S.D.

2. Ms. Bui Thi Ngoc Han - Member

Ballot Counting Committee:

1. Mr. Huynh Trung Nghia - Head
2. Ms. Ly Bao Tran - Member
3. Ms. Le Thi My Xuyen - Member

The General Meeting approved the Secretarial Team and Ballot Counting Committee as above with 100% approval from the attending shareholders.

5. Mr. Pham Tien Hoai, Chairperson of the Meeting, delivered the Opening Speech.

III. PROCEEDINGS OF THE MEETING

1. Mr. Pham Tien Hoai, on behalf of the Chairing Panel, introduced and submitted the Meeting Agenda. The General Meeting unanimously approved the Agenda with 100% votes in favor from attending shareholders.

2. Mr. Pham Tien Hoai, on behalf of the Chairing Panel, submitted the Working Regulations, Voting Regulations, and Election Regulations of the Meeting. Accordingly, the General Meeting voted and unanimously approved:

- Working Regulations of the Meeting: 100% in favor
- Voting Regulations of the Meeting: 100% in favor
- Election Regulations of the Meeting: 100% in favor

3. The Chairing Panel presented the following Proposals:

- Report of the Board of Directors on 2024 performance and the 2025 action plan;
- Report of the General Director on 2024 business results and the 2025 business plan;
- Proposal on the 2024 audited financial statements;
- Proposal on the profit distribution, dividend payment for 2024, and the profit distribution and dividend plan for 2025;
- Proposal on remuneration, salary, bonus, and other benefits for the Board of Directors and Audit Committee in 2024, and the plan for 2025;
- Proposal on the selection of an audit firm for the 2025 financial statements;
- Proposal on contracts and transactions between the Company and internal persons or related parties;
- Proposal on transferring the Company's shares from trading on the UpCOM system to listing on the Ho Chi Minh City Stock Exchange;
- Proposal on stock dividend payment plan for 2024;
- Proposal on dismissal and additional election of members of the Board of Directors for the 2021–2026 term;
- Proposal on eliminating certain business lines and re-registering the maximum foreign ownership ratio;

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- Nomination list for additional election of members to the Board of Directors for the 2021–2026 term.

4. Discussion and Summary of Shareholders' Comments:

A summary of key matters raised and discussed by shareholders during the General Meeting is as follows:

NO.	Shareholder's Question	Company's Response
1	<p>Shareholder Nguyen Minh Ngoc asked:</p> <ul style="list-style-type: none"> - The Company completed its registration for trading in 2024. I noticed a Proposal regarding the plan to move the listing to HOSE. Could the Chairing Panel share more specific details about the listing roadmap on HOSE? 	<p>The transition from trading on the UPCoM system to listing on the Ho Chi Minh City Stock Exchange (HOSE) is a strategic direction to enhance the Company's credibility, governance standards, and stock liquidity. Specifically, the Company completed its trading registration on UPCoM in 2024 and is currently preparing the necessary conditions to apply for listing on HOSE. Key tasks being carried out include:</p> <ol style="list-style-type: none"> 1. Reviewing and fulfilling HOSE's stringent requirements on financials and governance. 2. Strengthening corporate governance structure, especially the role of independent Board members and the Audit Committee to meet public listing standards. 3. Coordinating with listing advisors and, if needed, underwriters to prepare and submit the listing application dossier as soon as the Company meets all listing requirements
2	<p>Shareholder Le Quang Hung asked:</p> <ul style="list-style-type: none"> - What is the Company's dividend plan for 2025 and the following years? 	<p>In 2024, the Company implemented a stock dividend plan with a ratio of 11%, demonstrating its effort to balance shareholder interests with a long-term growth strategy. For 2025, the Company is currently prioritizing financial resources for investment and business expansion activities aligned with its long-term strategy. Although the Company has been profitable in recent years, the Board of Directors believes that retaining earnings for reinvestment during this period will yield greater long-term value for shareholders.</p> <p>As such, no specific dividend ratio has been determined for 2025. It is expected that at the 2026 Annual General Meeting of Shareholders, the Board of Directors will propose a dividend plan for 2025 for approval.</p>

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		For the years ahead, once key projects are completed and business operations become more stable, the Company will establish a clear, transparent, and sustainable dividend policy. Dividend payments may be made in cash, stock, or a combination of both, depending on the financial situation of each year and in accordance with legal regulations and the Company's Charter. The Company also aims to consider interim dividend payments during the year, in line with the practices of listed companies.
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5. Resolutions of the General Meeting:

After discussion, the attending shareholders unanimously approved each item presented at the Meeting:

As of the time of vote counting, the total number of shareholders attending in person or by proxy was 22 shareholders, representing 15.655.097 shares, accounting for 76,20% of the total number of shares with voting rights at the Meeting.

Resolution Item 1: Approval of the 2024 Business Performance Report by the Executive Board and the 2025 Business Plan

The General Meeting approved the 2024 business performance report by the Executive Board and the 2025 business plan as detailed in Report No. 01/2025/TT6/BC-BTGD dated April 29, 2025, with the following key figures:

a. 2024 Business Performance Results:

Unit: VND million

No.	Indicator	2023	2024	% (+/-)
1	Total Assets	383.536	468.345	122,11%
2	Net Revenue	298.510	351.050	117,60%
4	Gross Profit	32.188	43.191	134,18%
5	Operating Profit	8.236	15.523	188,48%
6	Other Profit	408	-47	-
7	Profit Before Tax	8.643	15.476	179,06%
8	Profit After Tax	8.099	14.700	181,50%
9	Dividend Rate (% of Par Value)	-	11% (*)	N/a

b. 2025 Revenue and Profit Plan:

- Net Revenue: 362 billion VND;

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- Profit Before Tax: 16,3 billion VND;
- Profit After Tax: 15,485 billion VND.

(*) Dividend Plan: Based on actual business conditions, a proposal will be submitted to the General Shareholders' Meeting for profit distribution in 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 2: Approval of the 2024 Report of the Board of Directors and the 2025 Operational Plan

The General Meeting of Shareholders approved the 2024 Report of the Board of Directors and the 2025 Operational Plan in accordance with Report No. 01/2025/TT6/BC-HĐQT dated April 29, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 3: Approval of the 2024 Audited Financial Statements

The General Meeting of Shareholders approved the Company's 2024 audited financial statements, which were audited by A&C Auditing and Consulting Co., Ltd. – Can Tho Branch, as presented in Proposal No. 01/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.



Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 4: Approval of the Profit Distribution and Dividend Payment Plan for 2024 and the Tentative Plan for 2025

The General Meeting of Shareholders approved the profit distribution and dividend payment plan for 2024 and the tentative plan for 2025 of Tien Think Group Joint Stock Company, as presented in Proposal No. 02/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 5: Approval of the Total Remuneration, Salary, Bonus, and Other Benefits of the Board of Directors and the Supervisory Board for 2024 and the Plan for 2025

The General Meeting of Shareholders approved the total remuneration, salary, bonus, and other benefits of the Board of Directors, Supervisory Board, and Audit Committee for 2024 and the plan for 2025 of Tien Think Group Joint Stock Company, as presented in Proposal No. 03/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

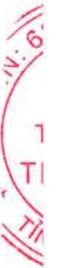
Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 6: Approval of the Selection of the Auditing Firm for the 2025 Financial Statements

The General Meeting of Shareholders approved the selection of the auditing firm to perform the review and/or audit of the 2025 financial statements of Tien Think Group Joint Stock Company, as presented in Proposal No. 04/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:



Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 7: Approval of Transactions Between the Company and Insiders or Related Parties

The General Meeting of Shareholders approved the contracts and transactions between Tien Think Group Joint Stock Company and insiders or related parties, as presented in Proposal No. 05/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:

Valid votes: 20 shareholders representing 4.667.007 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 20 shareholders representing 4.667.007 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Shareholders with related interests were not allowed to vote on this item according to Proposal No. 05/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025. The restricted shareholders include:

No.	Shareholder	Shares Held	Non-Voting Shares
1	Pham Tien Hoai	10.936.090	10.336.090
2	Tran Ha Giang	52.000	52.000

Resolution Item 8: Approval of the Listing Transfer from UPCoM to HOSE

The General Meeting of Shareholders approved the transfer of the Company's shares currently registered for trading on the UPCoM trading system to be listed on the Ho Chi Minh Stock Exchange (HOSE), as presented in Proposal No. 06/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting

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shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 9: Approval of the Plan to Issue Shares for 2024 Dividend Payment

The General Meeting of Shareholders approved the plan to issue shares for the 2024 dividend payment of Tien Think Group Joint Stock Company, as presented in Proposal No. 07/2025/TT6/TTr-ĐHĐCĐ dated April 29, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 10: Approval of the Dismissal and Supplementary Election of Members of the Board of Directors for the 2021-2026 Term

The General Meeting of Shareholders approved the dismissal and supplementary election of members of the Board of Directors for the 2021-2026 term, as proposed in Proposal No. 08A/2025/TT6/TTr-ĐHĐCĐ dated May 20, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Resolution Item 11: Approval of Removal of Certain Business Lines and Re-registration of the Maximum Foreign Ownership Ratio

The General Meeting of Shareholders approved the removal of certain business lines and the re-registration of the maximum foreign ownership ratio, as proposed in Proposal No. 09/2025/TT6/TTr-ĐHĐCĐ dated May 20, 2025.

Voting Results:

Valid votes: 22 shareholders representing 15.655.097 shares, accounting for 100% of the total shares participating in the vote.

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Invalid votes: 0 shareholders representing 0 shares, accounting for 0%.

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

Nội dung 12: Thông qua Kết quả bầu bổ sung 02 thành viên Hội đồng quản trị Công ty.

1. Approval of the nomination letter from Mr. Phạm Tiến Hoài nominating 02 members of the Board of Directors for the 2021–2026 term:

No.	Full Name	Position
1	Phan Duy Bình	Member of the Board of Directors
2	Võ Phan Hải Âu	Member of the Board of Directors

Voting Results:

In favor: 22 shareholders representing 15.655.097 voting shares, equal to 100% of the voting shares.

Against: 0 shareholders, 0 shares, 0%.

Abstain: 0 shareholders, 0 shares, 0%.

2. Results of the supplementary election of members of the Board of Directors for the 2021–2026 term:

No.	Full Name	Number of Votes	Voting Percentage
1	Phan Duy Bình	15.634.963	99,87%
2	Võ Phan Hải Âu	14.675.231	93,74%

6. Approval of the Minutes and Resolutions of the General Meeting

The Secretary's representative read the Minutes and Resolutions publicly at the General Meeting.

The General Meeting of Shareholders approved the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders with 15.655.097 voting shares in favor, accounting for 100% of the total voting shares of the attending and authorized shareholders.

The Minutes of the 2025 Annual General Meeting of Shareholders of Tiên Thịnh Group Joint Stock Company was made at 11:15 AM on May 23, 2025

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7. The General Meeting was concluded at 11:30 AM on May 23, 2025..

VOTE COUNTING
COMMITTEE

MEETING SECRETARY

CHAIRMAN OF THE
MEETING

Huynh Trung Nghia

Duong Thi Ut



Pham Tien Hoai

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**TIEN THINH GROUP
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Hau Giang, 23 May 2025

VERIFICATION MINUTES

**ON THE ELIGIBILITY OF SHAREHOLDERS ATTENDING THE 2025 ANNUAL
GENERAL MEETING OF SHAREHOLDERS 2025 TIEN THINH GROUP JOINT
STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020.

At 08:00 AM on May 23, 2025, at TTC Hotel, No. 02 Hai Ba Trung Street, Tan An Ward, Ninh Kieu District, Can Tho City, the Organizing Committee of the General Meeting of Shareholders of Tien Thinh Group Joint Stock Company conducted the verification of shareholder eligibility to attend the Meeting.

The Shareholder Eligibility Verification Committee consists of the following members:

- 1. Mr. Huynh Trung Nghia - Head of the Committee
- 2. Ms. Ly Bao Tran - Member
- 3. Ms. Le Thi My Xuyen - Member

The total number of shareholders eligible to attend is 367, representing 20,545,800 voting shares of the Company, based on the list of shareholders finalized by the Vietnam Securities Depository and Clearing Corporation as of March 31, 2025

As of 09:00 AM, May 23, 2025, the total number of shareholders attending in person and by proxy is 22 shareholders, representing 15.655.097 shares, accounting for 76,20% of the total voting shares entitled to attend the Meeting.

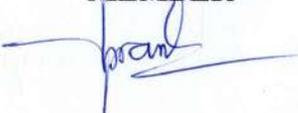
Pursuant to Article 145 of the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, the 2025 Annual General Meeting of Shareholders of Tien Thinh Group Joint Stock Company satisfies the conditions to be duly conducted.

Respectfully submitted./.

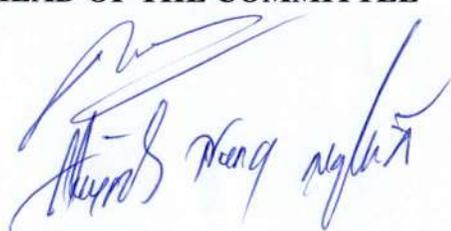
MEMBER


Le Thi My Xuyen

MEMBER


Ly Bao Tran

HEAD OF THE COMMITTEE


Huynh Trung Nghia



Hau Giang, 23 May 2025

BALLOT COUNTING MINUTES

Results of Voting on the Proposals Submitted to the 2025 Annual General Meeting of Shareholders Tien Thinh Group Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Working Regulations, Voting Regulations, and Election Regulations of the 2025 Annual General Meeting of Shareholders adopted on May 23, 2025

At 11:00 a.m., on May 23, 2025, at TTC Hotel, 02 Hai Ba Trung Street, Tan An Ward, Ninh Kieu District, Can Tho City, the Ballot Counting Committee was formed, consisting of:

1. Mr. Huynh Trung Nghia - Head of the Committee
2. Ms. Ly Bao Tran - Member
3. Ms. Le Thi My Xuyen - Member

As of the opening of the General Meeting at 09:00 a.m., May 23, 2025, the total number of shareholders attending in person or by proxy was 22 shareholders, representing 15.655.097 shares, accounting for 76,20% of the total voting shares eligible to attend the Meeting.

As of the time of vote counting at 10:40 a.m., the total number of shareholders attending in person or by proxy remained 22 shareholders, representing 15.655.097 shares, accounting for 76,20% of the total voting shares eligible to attend the Meeting..

The Ballot Counting Committee conducted the vote counting on the proposals presented to the 2025 Annual General Meeting of Shareholders and the election of additional members to the Board of Directors of Tien Thinh Group Joint Stock Company.

I. Voting Results on Proposals Submitted to the AG:

No.	Proposal	Valid Votes	Invalid Votes	In Favor (%)	Against (%)	Abstained (%)	Voting Result
1.	Report of the Board of General Directors on business performance in 2024 and the business plan for 2025.	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
2.	Report of the Board of Directors for 2024 and plan for 2025	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved

No.	Proposal	Valid Votes	Invalid Votes	In Favor (%)	Against (%)	Abstained (%)	Voting Result
	Tỷ lệ	100%	0%	100%	0%	0%	
3.	Proposal of the audited 2024 financial statements	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
4.	Proposal on profit distribution, dividend payment for 2024, and plan for 2025.	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
5.	Proposal on remuneration, bonuses, and other benefits of the Board of Directors and Supervisory Board for 2024 and plan for 2025.	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
6.	Proposal on the selection of the audit firm for the Company's 2025 financial statements.	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
7.	Proposal on contracts and transactions between the Company and internal persons or related parties.	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
8.	Proposal on transferring the Company's shares from the UpCOM trading system to be listed on the Ho Chi Minh City Stock Exchange (HOSE).	4.667.007 (*) Shares	0 Shares	4.667.007 (*) Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
9.	Proposal on the plan to pay 2024 dividends in shares.	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Approved
	Tỷ lệ	100%	0%	100%	0%	0%	
10.	Proposal on dismissal and election of	15.655.097	0	15.655.097	0	0	Appro

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No.	Proposal	Valid Votes	Invalid Votes	In Favor (%)	Against (%)	Abstained (%)	Voting Result
	additional members to the Board of Directors for the 2021–2026 term	Shares	Shares	Shares	Shares	Shares	ved
	Tỷ lệ	100%	0%	100%	0%	0%	
11.	Proposal on removing certain business lines and re-registering the maximum foreign ownership ratio	15.655.097 Shares	0 Shares	15.655.097 Shares	0 Shares	0 Shares	Appro ved
	Tỷ lệ	100%	0%	100%	0%	0%	

(*): Note: Shareholders with related interests were not allowed to vote on the matter under Proposal No. 05/2025/TT6/TTr-GMS dated April 29, 2025. The shareholders restricted from voting include:

No.	Shareholder Name	Shares Held	Shares Ineligible to Vote
1	Pham Tien Hoai	10.336.090	10.336.090
2	Tran Ha Giang	52.000	52.000

II. Voting Results – Election of Additional Members to the Board of Directors for the 2021–2026 Term

The Vote Counting Committee conducted the inspection and tallying of ballots for the election of additional members to the Board of Directors of Tien Thinh Group JSC and unanimously agreed to record the results as follows:

- a. Total number of shareholders and authorized representatives attending the meeting: 22 shareholders, representing 15.655.097 voting shares, equivalent to 76,20% of the total shares entitled to vote at the General Meeting.
 - b. Total number of shareholders and authorized representatives present at the time of voting: 22 persons (including authorized representatives), representing 15.655.097 voting shares, accounting for 100% of the total voting shares.
 - c. Number of absent shareholders during voting: 0 persons, representing 0 voting shares, accounting for 0% of the total voting shares.
- **Election of Members to the Board of Director:**
- Total ballots distributed: 22 ballots (including those of authorized shareholders).
 - Total ballots collected: 22 ballots.
 - + Valid ballots: 22 ballots (100% of total ballots)

+ Invalid ballots: 0 ballots (0%)

d. Vote Counting Results – Election of Additional Members to the Board of Directors:

No.	Full Name	Number of Votes	
		Number of Votes	Percentage (%)
1.	Phan Duy Binh	15.634.963	99,87%
2.	Vo Phan Hai Au	14.675.231	93,74%

- e. Based on the Company's Charter and the Election Regulations, Mr. Phan Duy Binh and Mr. Võ Phan Hải Âu were elected as members of the Board of Directors of Tien Thinh Group Joint Stock Company for the 2021–2026 term

The vote counting session was concluded at 11:00 AM on May 23, 2025.

We hereby certify the accuracy of the above vote counting results.

VOTE COUNTING COMMITTEE

MEMBER


Li Thi My Xuyen

MEMBER


Ly Bai Tran

HEAD OF THE COMMITTEE





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Hậu Giang, ngày 09 tháng 04 năm 2025
Hau Giang, 09 April 2025

CHƯƠNG TRÌNH ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2025 (Dự kiến)
AGENDA ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 (Tentative)

I. THỜI GIAN VÀ ĐỊA ĐIỂM/ TIME AND VENUE

- Thời gian: 08h00 thứ Sáu, ngày 23/05/2025. /Time: 08:00 AM, Friday, 23/05/2025
- Địa điểm/Location: TTC Hotel, 02 Hai Bà Trưng, P. Tân An, Q. Ninh Kiều, TP. Cần Thơ/ TTC Hotel, 02 Hai Ba Trưng Street, Tan An Ward, Ninh Kieu District, Can Tho City.

II. NỘI DUNG CHƯƠNG TRÌNH/ MEETING AGENDA:

Thời gian/ Time	Nội dung/ Agenda
08:00 – 08:30	Đón khách và kiểm tra tư cách đại biểu: <ul style="list-style-type: none">• Đón tiếp đại biểu;• Kiểm tra tư cách đại biểu, phát thẻ biểu quyết, phiếu biểu quyết, phiếu bầu cử và tài liệu Đại hội. Guest Reception and Delegate Verification: <ul style="list-style-type: none">• Welcoming delegates;• Verifying delegate eligibility, distributing voting cards, ballots, and AGM materials.
08:30 – 08:50	Khai mạc Đại hội đồng cổ đông: <ul style="list-style-type: none">• Báo cáo kiểm tra tư cách đại biểu tham dự Đại hội;• Tuyên bố lý do, giới thiệu Chủ tọa;• Thông qua Quy chế làm việc;• Chủ tọa giới thiệu và thông qua danh sách Đoàn chủ tọa, Ban Kiểm tra tư cách đại biểu, Ban Kiểm phiếu;• Thông qua chương trình Đại hội; Opening of the Annual General Meeting of Shareholders (AGM): <ul style="list-style-type: none">• Report on delegate verification;• Opening remarks, introduction of the Chairperson;• Approval of the working regulations;• Chairperson introduces and approves the list of the Presidium, Delegate Verification Committee, and Vote Counting Committee;• Approval of the AGM agenda.
08:50 – 09:20	Hội đồng quản trị, Ủy ban kiểm toán, Ban Tổng Giám Đốc trình bày các nội dung sau: <ul style="list-style-type: none">• Báo cáo kết quả hoạt động của Hội đồng quản trị năm 2024 và Kế hoạch hoạt động năm 2025;• Báo cáo của Ban Tổng Giám đốc Công ty về tình hình hoạt động kinh doanh năm 2024 và Kế hoạch hoạt động năm 2025.

Thời gian/ Time	Nội dung/ Agenda
	<p><i>Presentations by the Board of Directors (BOD), the Audit Committee (AC), and Board of Management (BOM):</i></p> <ul style="list-style-type: none"> • <i>Report on BOD's activities in 2024 and the 2025 activity plan;</i> • <i>Report by the BOM on business performance in 2024 and the 2025 business plan.</i>
09:20 – 10:00	<p>Các nội dung từ trình Đại hội:</p> <ul style="list-style-type: none"> • Tờ trình báo cáo tài chính năm 2024 của Công ty đã qua kiểm toán; • Tờ trình phân phối lợi nhuận, chia cổ tức năm 2024 và kế hoạch phân phối lợi nhuận, chia cổ tức năm 2025; • Tờ trình mức thù lao, tiền lương, thưởng và lợi ích khác của Hội đồng quản trị và Ủy ban kiểm toán năm 2024 và kế hoạch năm 2025; • Tờ trình lựa chọn công ty kiểm toán Báo cáo tài chính Công ty trong năm 2025; • Tờ trình về các hợp đồng, giao dịch giữa Công ty với người nội bộ, người có liên quan; • Tờ trình Chuyển cổ phiếu của Công ty đang đăng ký giao dịch trên hệ thống giao dịch Upcom sang niêm yết tại Sở Giao dịch Chứng khoán Thành phố Hồ Chí Minh; • Tờ trình về phương án chia cổ tức bằng cổ phiếu năm 2024; • Tờ trình về việc miễn nhiệm và bầu bổ sung thành viên Hội đồng quản trị nhiệm kỳ 2021 – 2026; • Tờ trình về việc loại bỏ một số ngành nghề kinh doanh và đăng ký lại tỷ lệ sở hữu nước ngoài tối đa. • Thông qua đề cử thành viên Hội đồng quản trị. • Nội dung khác (nếu có). <p><i>Proposals to the AGM:</i></p> <ul style="list-style-type: none"> • <i>Presentation of the audited financial statements for 2024;</i> • <i>Proposal on profit distribution and dividend payment for 2024 and the 2025 plan;</i> • <i>Proposal on remuneration, salaries, bonuses, and other benefits for the Board of Directors and the Audit Committee in 2024 and the plan for 2025;</i> • <i>Proposal for the selection of an auditing firm for 2025;</i> • <i>Proposal on contracts and transactions between the Company and insiders or related parties;</i> • <i>Submission on transferring the Company's shares from the UpCOM trading system to be listed on the Ho Chi Minh City Stock Exchange (HOSE).</i> • <i>Submission on the plan to pay 2024 dividends in shares.</i> • <i>Proposal on the Dismissal and Additional Election of Members of the Board of Directors for the 2021–2026 Term</i> • <i>Proposal on the Removal of Certain Business Lines and Re-registration of the Maximum Foreign Ownership Ratio;</i> • <i>Approval of the nomination of members of the Board of Directors;</i> • <i>Other matters (if any).</i>
10:00 – 10:15	<p>Hướng dẫn biểu quyết và Biểu quyết thông qua các báo cáo và tờ trình. Hướng dẫn bầu cử thành viên HĐQT</p> <p><i>Voting Guidance and Voting on Reports and Proposals. Guidelines for the Election of Members of the Board of Directors</i></p>
10:15 – 10:30	<p>Nghỉ giải lao Break</p>

Thời gian/ Time	Nội dung/ Agenda
10:30 – 11:00	Đại hội thảo luận <i>AGM Discussion</i>
11:00 – 11:15	Công bố kết quả kiểm phiếu biểu quyết, kết quả bầu cử thành viên Hội đồng quản trị <i>Announcement of the Voting and Election Results for Members of the Board of Directors</i>
11:15 – 11:25	Thư ký đọc dự thảo Biên bản họp và Nghị quyết ĐHĐCĐ; Đại hội biểu quyết thông qua nội dung Biên bản họp và Nghị quyết ĐHĐCĐ. <i>Secretary Reads the Draft AGM Minutes and Resolution; AGM Votes to Approve the AGM Minutes and Resolution.</i>
11:25 – 11:30	Tuyên bố bế mạc Đại Hội. <i>Closing of the AGM.</i>

CTCP TẬP ĐOÀN TIẾN THỊNH/ TIEN THINH GROUP JSC
TM. HỘI ĐỒNG QUẢN TRỊ/On behalf of the Board of Directors
CHỦ TỊCH/ Chairman

Đã ký/Signed

PHẠM TIẾN HOÀI

Hau Giang, 23 May 2025

REGULATIONS

**ON ADDITIONAL ELECTION OF MEMBERS TO THE BOARD OF
DIRECTORS OF TIEN THINH GROUP JOINT STOCK COMPANY FOR THE
2021–2026 TERM**

Bases on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.*

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope and subjects of the election

1. These regulations govern the additional election of members to the Board of Directors (“BOD”) for the 2021–2026 term of Tien Thinh Group Joint Stock Company, to be conducted at the 2025 Annual General Meeting of Shareholders (“AGM” or “Meeting”).
2. Eligible participants in the election: Shareholders holding voting shares or their authorized representatives (as listed in the Company's shareholder registry dated March 31, 2025) who are present at the Meeting.

**CHAPTER II
NOMINATION AND CANDIDACY FOR THE BOARD OF DIRECTORS**

Article 2. Criteria and conditions for BOD members

- a) Must have full civil act capacity and must not fall under the category of individuals prohibited from managing enterprises as stipulated in Clause 2, Article 17 of the 2020 Law on Enterprises.
- b) Must possess professional qualifications and experience in business administration or in the company's business sector; not necessarily a shareholder of the company;
- c) A BOD member may concurrently serve as a BOD member of another company;
- d) Must meet other criteria and conditions as stipulated by relevant laws and the Company's Charter.

Article 3. Nomination, candidacy, and number of BOD members to be elected

1. Nomination and candidacy for BOD members for the 2021–2026 term:
 - a) Shareholders or groups of shareholders may aggregate their voting rights to reach at least 10% of the total voting shares to nominate candidates for the BOD.
Shareholders or shareholder groups holding:
 - From 10% to less than 20% of total voting shares may nominate up to one (01) candidate;
 - From 20% to less than 30% of total voting shares may nominate up to two (02) candidates;
 - From 30% to less than 40% of total voting shares may nominate up to three (03) candidates;
 - From 40% to less than 50% of total voting shares may nominate up to four (04) candidates;
 - From 50% to less than 65% of total voting shares may nominate up to five (05) candidates;
 - From 65% or more of total voting shares may nominate up to six (06) candidates for the Board of Directors.
 - b) In the event that no shareholder or group of shareholders makes a nomination, or the number of candidates nominated remains insufficient to meet the minimum number and composition requirements as stipulated in the Company's Charter and relevant laws, the incumbent Board of Directors shall have the right to nominate additional candidates to fulfill the required number. The list of candidates nominated by the incumbent Board of Directors shall be clearly announced at the General Meeting of Shareholders prior to the election.
2. The number of additional BOD members to be elected: 02 member.

Article 4. Application documents for nomination or candidacy for the Board of Directors

1. The application documents for nomination or candidacy as a BOD member shall include:
 - a. Nomination/Candidacy Application Form for the BOD (in the prescribed format);
 - b. Curriculum vitae (in the prescribed format), completed by the candidate;
 - c. A copy of the Citizen ID/Passport and academic qualification certificates;
 - d. A valid Power of Attorney for nomination (in case a shareholder authorizes another person to make the nomination);

CHAPTER III

ADDITIONAL ELECTION OF BOARD OF DIRECTORS MEMBERS

Article 5. Voting method and election principles

1. The additional election of BOD members shall be conducted by secret ballot using the cumulative voting method.
2. Each shareholder shall have a total number of votes equal to the number of voting shares held (including shares owned and authorized) multiplied by the number of BOD members to be elected.

3. Shareholders may allocate all their votes to one or several candidates.
4. The total number of votes cast by each shareholder for all candidates must not exceed the number of votes they are entitled to.

Article 6. Ballots and voting instructions

1. Each shareholder/authorized representative attending the meeting shall be provided with a BOD Election Ballot containing the shareholder code, number of shares held, total number of votes entitled, and the list of nominated candidates. The ballot shall be stamped with the Company's official seal.
2. A valid ballot must meet the following conditions:
 - a. Votes are cast for candidates listed in the officially announced candidate list and within the number of BOD members to be elected, as approved by the General Meeting prior to the election.
 - b. The total number of votes cast does not exceed the number of votes the shareholder is entitled to (votes entitled = number of voting shares × number of BOD members to be elected).
 - c. The ballot does not fall under the invalid ballot cases listed in Clause 6.3 of this Article.
3. A ballot shall be deemed invalid if it meets any of the following conditions:
 - a. The ballot was not issued by the Meeting Organizing Committee;
 - b. The ballot does not bear the Company's official seal;
 - c. The ballot is torn, crossed out, erased, altered, or contains names of candidates not included in the official candidate list announced at the Meeting prior to the vote;
 - d. The ballot includes additional unrelated information or inappropriate symbols;
 - e. The total number of votes cast exceeds the number of votes entitled to the shareholder;
 - f. The ballot contains votes for more candidates than the number of BOD members to be elected;
 - g. The ballot is not signed by the shareholder or their authorized representative;
 - h. The ballot is submitted to the Vote Counting Committee after the voting has concluded and the ballot box has been sealed.
4. Invalid ballots shall not be counted in the election results.
5. Instructions for completing the Election Ballot:
 - a. Shareholders may choose one of the following methods to fill out the ballot:
 - Enter the number of votes in the "Number of Votes" column:
 - + If the shareholder agrees to vote for a candidate, they shall write the number of votes they wish to allocate in the "Number of Votes" column corresponding to that candidate's name. This number must not exceed the total number of votes the shareholder is entitled to.
 - + If the shareholder does not wish to vote for a candidate, they may either write "0" or leave the "Number of Votes" column blank for that candidate.
 - b. The shareholder/authorized representative attending the meeting may concentrate all votes on one or several candidates, or choose not to vote for any candidate.

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6. If a shareholder makes an error while completing the ballot, they may request a new one from the Head of the Vote Counting Committee, provided the incorrect ballot has **not yet been placed in the ballot box**, in order to protect their voting rights.

Article 7. Voting and vote counting principles for BOD election

1. The Vote Counting Committee shall prepare the ballot box for the BOD election and inspect it in the presence of the shareholders.
2. Voting shall commence upon the signal of the Chairperson of the Meeting or the Head of the Vote Counting Committee and shall end either when the last shareholder has cast their vote or after 15 minutes from the start of voting, whichever occurs first. Once voting has ended, the ballot box shall be sealed by the Vote Counting Committee in the presence of the shareholders.
3. Vote counting shall begin immediately after the ballot box is sealed.
4. The results of the vote counting shall be documented and announced by the Head of the Vote Counting Committee before the General Meeting.

Article 8. Election result determination

1. The elected BOD member(s) shall be determined based on the descending number of votes received, starting with the candidate with the highest number of votes until the required number of members is filled.
2. In the event that two (02) or more candidates receive an equal highest number of votes, a re-vote shall be conducted among those candidates.

Article 9. Announcement of Vote Counting Results

1. Based on the Vote Counting Record, the election results must be announced by the Vote Counting Committee immediately at the General Meeting.
2. The Vote Counting Record must include: the total number of shareholders attending and represented by proxy, the number of shareholders who cast votes, the number of valid ballots, the number of invalid ballots, and the number of votes received by each BOD candidate.
3. The election result shall be recorded in the Resolution of the General Meeting.

Article 10. Complaints Regarding the Voting and Vote Counting Process

Any complaints related to the election and vote counting process at the General Meeting shall be resolved by the Chairperson of the Meeting and shall be recorded in the minutes of the General Meeting of Shareholders.

Article 11. Effectiveness

This election regulation consists of 03 Chapters and 11 Articles, and takes effect after being approved by the General Meeting of Shareholders. It applies only to the election of the additional member of the Board of Directors for the 2021–2026 term at the 2025 Annual General Meeting of Shareholders of the Company.

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ON BEHALF OF THE BOD
CHAIRMAN



PHAM TIEN HOAI



**VOTING REGULATIONS FOR
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter of Organization and Operations of Tiên Thịnh Group Joint Stock Company.*

The Board of Directors of Tien Thinh Group Joint Stock Company (“the Company”) respectfully submits to the General Shareholders' Meeting for approval the Voting Rules (“the Rules”) at the 2025 Annual General Shareholders' Meeting as follows:

Article 1. Scope of Application of the Rules

These Rules are issued to regulate the procedures for voting and collecting shareholder opinions on the items listed in the Agenda. They apply to the Annual General Shareholders' Meeting and the Extraordinary General Shareholders' Meeting of the Company (“**the Meeting**”) in accordance with the provisions of the Company’s Charter and the Corporate Governance Rules.

Article 2. Definition of Terms

In these Rules, the following terms are understood as follows:

- 1. Voting:** The act of a shareholder expressing their opinion on a specific issue or matter in the Agenda, which needs to be voted on to determine whether the matter will be approved by the General Shareholders' Meeting.
- 2. Agenda:** The items in the Meeting Agenda proposed by the Board of Directors (“BOD”) for shareholder voting.
- 3. Charter:** The current Charter of Tien Thinh Group Joint Stock Company.
- 4. Corporate Governance Rules:** The current Corporate Governance Rules of Tien Thinh Group Joint Stock Company.
- 5. Voting Slip (or Voting Card):** The means by which a shareholder expresses their opinion on the matters for vote during the Meeting, issued to shareholders or authorized representatives who are eligible to vote upon registration to attend the Meeting.
- 6. Voting Method:** The method of voting, which may include raising hands, voting by ballot, via the online meeting software system, and/or any other method determined by the Chairperson in accordance with the actual circumstances and legal regulations.
- 7. Online Meeting Software System:** A software system designed and implemented by a third party to allow shareholders/authorized representatives to register and participate remotely in the Meeting via internet connection, without needing to attend a physical location.

Article 3. General Provisions on Voting

1. Voting Conditions



Voting at the General Shareholders' Meeting will be considered valid if the following conditions are met:

- a. The meeting has been convened in accordance with the provisions of the Charter and applicable laws;
- b. The voting items have been officially proposed by the BOD and approved in the Agenda;
- c. The participants in the vote must have voting rights;
- d. Voting must be in compliance with the principles specified in the Charter, these Rules, and relevant laws.

2. Shareholders with Voting Rights

Shareholders holding common shares of the Company are entitled to vote after completing valid registration for the Meeting and being issued a Voting Slip.

3. Voting Committee

a. The verification, counting, and categorization of shareholders' voting opinions will be carried out by counting the number of Voting Slips. The organizing committee of the Meeting will prepare and propose to the Meeting the formation of a Voting Committee to be responsible for verifying the eligibility of attendees and for counting and checking the Voting Slips. This Voting Committee will be elected by the shareholders present at the Meeting through a public vote based on the Chairperson's proposal.

b. The Voting Committee will consist of three (03) members, including one (01) Chairperson and two (02) members. The person with the highest vote count will serve as the Chairperson of the Voting Committee. The composition and responsibilities of the Voting Committee are as follows:

- Chairperson of the Voting Committee: Responsible for ensuring that procedures and legal requirements are followed in the verification of shareholder eligibility and the voting process.
- Member in charge of data and statistics: Responsible for ensuring the accuracy of data, including but not limited to inputting, calculating, and compiling statistics related to the Meeting and vote counting.
- Member responsible for supervising the vote counting: Responsible for overseeing the work of the Voting Committee in verifying and counting votes. The Meeting may assign other personnel to replace or supplement this role to carry out the supervision.

b. The Meeting may select representatives from the shareholders to supervise the vote counting by the Voting Committee.

c. The Voting Committee is responsible for preparing the Vote Counting Report. The Voting Committee members will sign the report to confirm its accuracy, transparency, and adherence to principles and procedures of the voting process.

4. Application of Information Technology in Vote Counting

To ensure accuracy and timeliness in recording and consolidating information and data, and to facilitate shareholder participation, the registration process, voting opinions, and the consolidation of information will be processed through computer systems and software designed in accordance with voting principles.

Article 4. Voting

1. Voting Slip

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A Voting Slip must contain the following key information:

- Shareholder's name;
- Registration number of the securities holder;
- Total number of shares owned;
- Issued by the Voting Committee or generated by the online meeting software after successful registration for the meeting.

2. Participation in Voting:

- Shareholders vote at the Meeting.
- Shareholders may only exercise their voting rights after completing the registration procedure and verifying their eligibility.
- The voting rights for each matter will end once the Chairperson has concluded the collection of opinions for that issue and/or the online voting software has recorded the results.

3. Voting Procedure for Approving Decisions at the Meeting

Voting on matters at the General Shareholders' Meeting will be conducted by raising the Voting Slip. The Chairperson will announce the results before the Meeting is concluded. Shareholders vote on each issue by raising their Voting Slip when the Chairperson asks for approval/disapproval/no opinion on each specific issue. Shareholders may only raise their Voting Slip once for each matter under consideration.

4. Determining the Validity of the Voting Slip

(i) Paper Voting Slips are considered valid if:

- a. They are issued by the Voting Committee according to the Company's template;
- b. They are intact (not torn)
- c. No corrections or erasures have been made to the printed content on the slip;
- d. No additional information or symbols are added, except for those required or added correctly as directed by the Chairperson;

(ii) Electronic Voting Slips created by the online meeting software are considered valid once registration for the online meeting has been successfully completed.

5. Collection, Verification, and Consolidation of Voting Results:

- Shareholders' voting opinions for each matter will be categorized into three types: (i) Approve; (ii) Disapprove; (iii) No Opinion.
- The Voting Committee will collect the votes directly and/or through the online meeting software as shareholders vote.
- The results of the voting for each matter will be consolidated and announced before the Meeting is adjourned.

6. Conditions for Approval of Voting Matters:

- Voting matters are approved when they meet the minimum voting percentage specified in the Company's Charter.
- In the case where no shareholders with a related interest attend and vote at the meeting, the voting matters at the General Meeting will be approved based on the minimum voting

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percentage required in the Company's Charter, using the votes of shareholders present at the meeting.

Điều 5. Complaints

Any opinions, questions, or complaints regarding the voting process will be collected by the Organizing Committee and submitted to the Chairperson of the General Meeting for resolution.

Article 6. Implementation Clause

1. This Regulation may be amended and supplemented upon the proposal of the Board of Directors and must be approved by the General Meeting of Shareholders.
2. This Regulation takes effect immediately after being approved by the General Meeting of Shareholders and applies to all Annual and Extraordinary General Meetings of Shareholders of Tien Thinh Group Joint Stock Company from time to time.

ON BEHALF OF THE BOARD
CHAIRMAN



PHAM TIEN HOAI



Hau Giang, 23 May 2025

**WORKING REGULATIONS
FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *The Charter of Organization and Operations of Tiên Thịnh Group Joint Stock Company.*

The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company (the “**Company**”) has approved the Regulations on the Organization and Conduct of the General Meeting of Shareholders (the “**Regulations**”) at the 2025 Annual General Meeting of Shareholders held on May 23, 2025.

**CHAPTER I
GENERAL PROVISIONS**

Article 1. Scope of Application

1. These Regulations shall apply to the organization and conduct of the Annual General Meeting of Shareholders and Extraordinary General Meetings of Shareholders (the “Meeting”) of Tien Thinh Group Joint Stock Company.
2. These Regulations specifically define the rights and obligations of shareholders, authorized representatives of shareholders, and participants attending the Meeting; the conditions and procedures for convening the Meeting; and the method of voting on matters under the authority of the Meeting.
3. Shareholders, their authorized representatives, and all participants attending the Meeting are responsible for complying with the provisions set forth in these Regulations.

Article 2. Principles of Implementation

1. Ensure favorable conditions for the successful organization of the Meeting, in compliance with the Company’s Charter, applicable legal regulations, and the protection of the lawful rights and interests of all shareholders of the Company.
2. Ensure the principles of transparency and openness.

**CHAPTER II
RIGHTS AND OBLIGATIONS OF MEETING PARTICIPANTS**

Article 3. Conditions for Shareholders to Attend the Meeting

Individual shareholders and authorized representatives of institutional shareholders whose names appear on the list of shareholders confirmed by the Vietnam Securities Depository and

Clearing Corporation (VSD) as of the record date are entitled to attend the Meeting in person or to authorize another person to attend in accordance with the provisions of these Regulations and applicable laws.

Article 4. Rights and Obligations of Shareholders Attending the Meeting

1. Rights of Shareholders and their Authorized Representatives when Attending the Meeting:

- a. To attend the Meeting in person or authorize another person to attend on their behalf by written proxy in accordance with the Company's prescribed form;
- b. To discuss and vote on all matters within the authority of the General Meeting of Shareholders in accordance with the Law on Enterprises, relevant legal regulations, and the Company's Charter;
- c. To be informed by the Organizing Committee of the Meeting agenda and contents;
- d. Each shareholder or authorized representative attending the Meeting shall receive a Voting Ballot (or Voting Card) and relevant materials immediately after completing the registration procedures with the Shareholder Qualification Verification Team;
- e. Shareholders or authorized representatives must register to attend the Meeting within the time frame specified in the Meeting Invitation; late registrations after the announced registration time shall be handled at the discretion of the Meeting Convener.

2. Obligations of Shareholders and their Authorized Representatives when Attending the Meeting:

a. For attending the Meeting in person, shareholders or their authorized representatives must bring the following documents:

- Meeting Invitation Letter or Notice of Meeting (if any);
- Original valid Identification Card/Citizen Identification Card/Passport or other legal personal identification documents;
- A valid Letter of Authorization (applicable for authorized representatives), which must include:

+ For individual shareholders: the Letter of Authorization must be signed by both the shareholder and the authorized person, accompanied by a copy of the shareholder's Identification Card, Citizen Identification Card, Passport, or other legal personal identification document.

+ For institutional shareholders: the Letter of Authorization must be signed and, if applicable, stamped by the legal representative of the institution and the authorized person.

b. For attending the Meeting online

- Shareholders or authorized representatives must follow the registration process and procedures for online attendance as detailed in the Online Participation Handbook published on the Company's website along with the Meeting materials.

- Shareholders are responsible for maintaining the confidentiality of the information provided to them for online registration purposes. The online meeting system will grant participation rights and voting ballots to individuals who successfully register according to the shareholder verification procedures.

- Shareholders shall be responsible for equipping themselves with the necessary devices and internet connection to access the online meeting platform. The Company shall not be liable if shareholders are unable to successfully register for online participation due to device errors, connection issues, or other objective reasons.

- Shareholders must provide valid personal information of themselves or their authorized representatives for participation before the deadline specified in the Meeting Invitation. The Company shall not be liable if a shareholder fails to successfully register due to incomplete or invalid personal information provided.

c. Shareholders shall only be officially entitled to participate and vote at the Meeting after successfully completing the registration procedures in accordance with this Regulation.

3. In the event a shareholder has authorized another person to attend the Meeting without submitting a written notice of cancellation of such authorization, the shareholder shall not be permitted to attend or, if attending, shall not be issued a Voting Ballot if the authorized person has already completed registration procedures and received a Voting Ballot.

4. Authorized representatives attending the Meeting are not allowed to re-authorize a third party.

5. During the Meeting, shareholders and their representatives must strictly comply with this Regulation, follow the instructions and guidance of the Chairperson, respect the Meeting's working results, and behave in a civilized and courteous manner without causing disorder. This includes, but is not limited to:

- Wearing appropriate and formal attire;
- Not recording audio and/or video without prior approval from the Chairperson;
- Registering to speak in accordance with the Meeting's regulations, adhering to the allotted speaking time, and ensuring the discussion topics remain within the Meeting agenda;
- Speaking and voting in accordance with the guidance of the Meeting Organizing Committee and the Chairperson's instructions;
- Refraining from any acts that hinder, disrupt, or unfairly affect the Meeting proceedings;
- Not obstructing the normal course of the Meeting;
- Respecting the authority of the Chairperson;
- Strictly complying with the Regulation and respecting the Meeting's outcomes.

6. Shareholders and authorized representatives must comply with this Regulation. In the event of a violation, depending on its severity, the Chairperson shall consider and implement appropriate measures in accordance with the Law on Enterprises, the Company's Charter, and this Regulation.

7. Shareholders may leave the Meeting after casting their votes on the issues being discussed. If a shareholder leaves the Meeting without casting a vote, it shall be deemed that the shareholder has no opinion on all matters on which they have not voted.

Article 5. The Presidium, the Chairperson of the Meeting, and the Secretariat

1. The Presidium of the Meeting shall be nominated by the Board of Directors and approved by the General Meeting of Shareholders by voting. The Chairperson shall preside over the

Meeting. The Chairperson of the Board of Directors, or in the Chairperson's absence, the Vice Chairperson, shall preside over the Meeting. If neither the Chairperson nor the Vice Chairperson is present within 45 (forty-five) minutes from the scheduled start time of the Meeting, the attending members of the Board of Directors shall elect one among them to act as the Chairperson if they so agree; if only one member of the Board of Directors is present, that member shall act as the Chairperson if willing. In case no Chairperson is elected, the Head of the Supervisory Board shall preside over the General Meeting of Shareholders to organize the election of the Chairperson, and the person receiving the highest number of votes shall become the Chairperson. In other cases, the person signing the Meeting Convening Notice shall organize the election of the Chairperson, and the person receiving the highest number of votes shall act as the Chairperson.

2. The Chairperson's decisions on matters of order, procedures, or arising events outside the Meeting agenda shall be effective immediately and implemented accordingly;
3. The Chairperson shall undertake necessary actions to duly conduct the Meeting in an orderly manner and ensure that the outcome of the Meeting reflects the will of the majority of attending shareholders;
4. At any time, without requiring the Meeting's approval, the Chairperson may adjourn the Meeting to another time (in compliance with the provisions of the Law on Enterprises and the Company's Charter) and to another location, if the Chairperson deems that:
 - a. The meeting venue does not have sufficient convenient seating for all participants;
 - b. Attendees are engaging in disruptive acts that could compromise the fairness and legality of the Meeting; or
 - c. The adjournment is necessary to enable the Meeting to proceed in a proper and lawful manner.
5. The Chairperson has the right not to respond to or only to acknowledge shareholders' comments and suggestions if such comments or suggestions fall outside the matters submitted for the Meeting's consideration.
6. The Chairperson has the right to cut short a shareholder's or participant's speech if the speech is lengthy, off-topic, exceeds the allocated speaking time, repeats earlier points, or is unrelated to the Meeting agenda.
7. The Chairperson has the authority to request the competent authorities to maintain order at the Meeting, to expel or disconnect individuals exhibiting disruptive behavior, failing to comply with the Chairperson's direction, or obstructing the normal course of the Meeting.
8. The Secretariat of the Meeting shall be nominated by the Board of Directors and approved by the General Meeting of Shareholders by voting at the Meeting.
9. The Secretariat shall perform supporting tasks as assigned by the Chairperson, including but not limited to:
 - a. Accurately and faithfully recording the contents of the Meeting.
 - b. Assisting the Presidium in announcing the drafts of the Meeting Minutes and the Resolutions of the General Meeting of Shareholders, as well as distributing the Presidium's announcements to shareholders when requested.

c. Collecting shareholders' opinion ballots.

Article 6. Rights and Obligations of the Shareholder Eligibility Verification Committee

1. The Shareholder Eligibility Verification Committee for the Meeting (hereinafter referred to as the "Eligibility Verification Committee") shall be appointed by the Meeting Organizing Committee and shall have the following functions and duties:

- a. Verify the registration and eligibility of shareholders and their authorized representatives to attend the Meeting in accordance with the procedures detailed in these Regulations;
 - b. Directly or via the online Meeting software system, distribute/issue Voting Ballots and Meeting materials to shareholders or their authorized representatives;
 - c. Consolidate and/or extract the results of the eligibility verification and report to the Meeting on the verification results of shareholders attending the Meeting.
2. The Eligibility Verification Committee shall have the right to establish support teams to assist in completing its duties;
3. In case any person registering for the Meeting does not meet the eligibility requirements, the Eligibility Verification Committee has the right to deny that person the right to attend the Meeting, as well as to deny the issuance of Voting Ballots and Meeting materials.

Article 7. Rights and Obligations of the Vote Counting Committee

1. The Vote Counting Committee must have at least three (03) members, including one (01) Head and two (02) Members, nominated by the Chairperson and approved by the General Meeting of Shareholders by voting.
2. The Vote Counting Committee is responsible for providing instructions on the election and voting procedures, guiding the use of Voting Ballots, conducting the counting of votes, calculating the results, and excluding related shareholders who are not entitled to vote (if applicable) for each voting matter.
3. The Head of the Vote Counting Committee shall report the vote counting results to the Meeting.
4. The Vote Counting Committee may establish support teams to assist in fulfilling its tasks.
5. The Vote Counting Committee is responsible for the accuracy and integrity of the announced voting results.
6. The Vote Counting Committee is responsible for retaining, safeguarding, and handing over all voting ballots, election ballots, and vote counting records to the Company's Board of Directors immediately after the conclusion of the Meeting.

CHAPTER III

CONDUCTING THE MEETING

Article 8. Conditions for Conducting the Meeting

1. The Meeting shall be conducted when the number of shareholders who have duly registered for attendance in person and/or online represents at least fifty percent (50%) of the total voting shares according to the list of shareholders confirmed by the Vietnam Securities Depository and Clearing Corporation ("VSDC") at the record date for the Meeting. If, after 60

minutes from the scheduled start time of the Meeting (as stated in the meeting invitation sent to the shareholders), the shareholders who have registered to attend do not represent at least fifty percent (50%) of the total voting shares according to the shareholder list as of the record date, the Meeting shall be considered not duly convened.

2. In case the Meeting does not meet the conditions for convening as specified above, the summoning and conducting of subsequent General Meetings of Shareholders shall be carried out in accordance with the Company's Charter and the Law on Enterprises.

Article 9. Approval of Decisions of the Meeting

1. Except for the matters specified in Clause 2 of this Article, resolutions at the Meeting shall be approved when shareholders representing at least fifty percent (50%) of the total voting ballots of all shareholders registered for the Meeting vote in favor;
2. The following matters must be approved by shareholders representing at least sixty-five percent (65%) of the total voting ballots of all shareholders attending the Meeting:
 - a. Types of shares and the total number of shares of each type;
 - b. Changes to the Company's business lines, industries, and fields of operation;
 - c. Changes to the Company's management structure;
 - c. Changes to the Company's management structure;
 - d. Investment projects or disposal of assets valued at thirty-five percent (35%) or more of the total asset value recorded in the latest audited financial statements of the Company;
 - d. Reorganization or dissolution of the Company.
3. The election of members of the Board of Directors and members of the Supervisory Board shall be conducted by cumulative voting, as prescribed in the Election Regulations for Board Members.

Article 10. Voting Ballots

1. Voting Ballots shall be distributed by the Shareholder Eligibility Verification Committee or issued via the online Meeting software to shareholders or their authorized representatives attending the Meeting. Each Voting Ballot shall contain a code number, the full name, the signature of the shareholder or authorized representative, and other technical elements to facilitate accurate and convenient vote counting.
2. The voting value of each Voting Ballot shall be determined based on the number of voting shares owned or represented by the attending shareholder.

Article 11. Voting Methods for Approving Resolutions at the Meeting

Voting on matters at the General Meeting of Shareholders shall be conducted by direct voting, online voting, or a combination of both.

1. Direct voting: Shareholders shall raise their Voting Ballots and the Chairperson shall announce the results immediately at the Meeting. Shareholders shall cast their votes for each matter by raising their Voting Ballots when the Chairperson calls for votes of Agreement/Disagreement/No Opinion on each specific matter. Each shareholder may raise their Voting Ballot only once per matter and must submit their Voting Ballot to the Organizing Committee at the end of the Meeting.

2. Online voting: Shareholders may cast their votes when the online Meeting software system enables voting.
3. Specific voting procedures shall be regulated under the Voting Regulations.
4. The voting results shall be announced by the Chairperson before the conclusion of the Meeting.

Article 12. Speaking at the Meeting

Shareholders or their authorized representatives attending the Meeting must register their intention to speak by filling in the Speaking Registration Form (in the prescribed format) provided upon check-in at the Meeting. In the Registration Form, shareholders must clearly state their questions or intended comments. The Registration Form shall be submitted to the Chairperson for consideration. Shareholders or their authorized representatives may only speak when invited by the Chairperson. When speaking, comments must be brief, focused on the topics being discussed at the Meeting, and in line with the Meeting agenda. Each speech should not exceed five (05) minutes. If this time limit is exceeded, the Chairperson may request shareholders to submit their questions or proposals in writing. The Meeting Secretariat must record these comments, and the Board of Directors shall respond in writing within five (05) working days from the date of receipt. Shareholders shall not repeat comments already made by others, and only speeches relevant to the Meeting agenda shall be recorded in the Meeting Minutes.

Article 13. Meeting Minutes

1. The content and proceedings of the Meeting must be recorded in the Meeting Minutes. The Chairperson and the Secretary of the Meeting are responsible for the accuracy and truthfulness of the Meeting Minutes.
2. The Meeting Minutes must be announced before the Meeting ends and approved by the Meeting before its conclusion;
3. The Meeting Minutes, the Shareholder Eligibility Verification Minutes, the Vote Counting Minutes, and other documents recording the proceedings and outcomes of the Meeting must be archived by the Company.
4. The Meeting Minutes must be sent to the shareholders within fifteen (15) days from the date of the Meeting's conclusion.
5. The Meeting Minutes serve as the basis for issuing the Resolutions of the Meeting.

Article 14. Resolutions of the Meeting

Based on the results of the Meeting, the Chairperson shall prepare the Resolutions on the matters approved by the Meeting. The Resolutions must be read aloud at the Meeting for shareholders to vote on and must be sent to shareholders within fifteen (15) days from the date of the Meeting's conclusion.

Article 15. Implementation Provisions

1. This Regulation consists of 3 (three) Chapters and 15 (fifteen) Articles and is approved by the General Meeting of Shareholders during the Meeting.

2. This Regulation may be amended and supplemented upon the proposal of the Board of Directors and must be approved by the General Meeting of Shareholders.

3. This Regulation takes effect immediately after being approved by the General Meeting of Shareholders and applies to all Annual and Extraordinary General Meetings of Shareholders of Tien Thinh Group Joint Stock Company from time to time.

**ON BEHALF OF THE BOARD
CHAIRMAN**



PHẠM TIẾN HOÀI



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

1. General Assessment of the Business Performance of Tien Thinh Group Joint Stock Company in 2024:

Unit: VND million

No.	Indicators	2023	2024	% 2024/2023
1	Total Assets	383.536	468.345	122,11%
2	Net Revenue	298.510	351.050	117,60%
3	Gross Profit	32.188	43.191	134,18%
4	Net Operating Profit	8.236	15.523	188,48%
5	Other Profit	408	-47	-
6	Profit Before Tax	8.643	15.476	179,06%
7	Profit After Tax	8.099	14.700	181,50%
8	Dividend Rate (% of par value)	-	11% (*)	N/a

(*): The Board of Directors will propose to the 2025 Annual General Meeting of Shareholders the distribution of dividends for 2024 in the form of bonus shares at a rate of 11% for the period from 2023 to 2024. The source of the dividend distribution will be the undistributed after-tax profits as recorded in the Company's audited financial statements as of December 31, 2024.

Moving into 2024, although Vietnam's economy continued to face numerous challenges and difficulties, the Company recorded a positive result with net revenue reaching VND 351.050 million, an increase of 17,6% compared to the same period in 2023. This growth was driven by favorable market developments, including:

- Agricultural products such as fresh fruits, fruit juices, and processed agricultural products were increasingly exported to major markets such as China, Japan, the United States, and the European Union. Free Trade Agreements (FTAs) continued to create significant opportunities for Vietnamese agricultural products to boost exports.
- International markets are imposing increasingly strict requirements on product quality, necessitating that Vietnamese agricultural exports meet international standards on food safety, traceability, and quality certification.

- Processed fruit products such as fruit juices, dried fruits, jams, and other processed products have great potential in export markets, especially as global consumption trends favor more ready-to-eat and convenient food products.

Net Revenue Structure by Product Category:

Unit: VND million

No.	Net Revenue	2023		2024		% 2024 / 2023
		Value	Proportion	Value	Proportion	
I Revenue by Product						
1	Fresh Fruits	71.492	23,95%	122.724	34,96%	171,66%
2	Fruit Juices	198.613	66,53%	187.551	53,43%	94,43%
3	Soft Dried Fruits	26.927	9,02%	38.554	10,98%	143,18%
4	Other Products	1.478	0,50%	2.220	0,63%	150,20%
II Revenue by Market						
1	Domestic	179.493	60,13%	234.934	55,53%	130,89%
2	Export	119.017	39,87%	116.116	44,47%	97,56%
Total		298.510	100%	351.050	100%	117,60%

- **Fresh Fruits:** In 2024, fresh fruit sales recorded a remarkable growth of 71,66% compared to the same period, primarily due to the successful signing of new contracts with higher volumes and better pricing.
- **Fruit Juices:** In 2024, the Company managed to maintain its fruit juice sales volume; however, revenue decreased by 5,57% compared to the same period. The decline was mainly due to stricter import and quarantine regulations imposed by major export markets, particularly China and the EU. This situation posed significant challenges in maintaining sales volume. Nevertheless, achieving nearly the same revenue level as 2023 reflects the commendable efforts of the Management and the entire sales team.
- **Soft Dried Fruits:** 2024 witnessed an outstanding surge in both sales volume and revenue of soft dried fruits, reaching 250.235 tons and VND 38.554 million, respectively, driven by the expansion into export markets and adherence to international standards. The revenue proportion of this product category increased to 10,98%, underscoring the effectiveness of the Company's strategic focus. Competitive advantages stem from superior product quality especially soft dried mango and product diversification. Moving forward, Tien Think aims to sustain its growth momentum, further expand its export market reach, and penetrate new markets.

Gross Profit Structure by Product Category in 2024:

Unit: VND million

Gross Profit	2023		2024		%2024/2023
	Value	Gross Margin	Value	Gross Margin	
By Product					
Fresh Fruits	2.024	2,83%	7.605	6,20%	375,74%
Fruit Juices	17.911	9,02%	18.160	9,68%	101,39%
Soft Dried Fruits	10.775	40,02%	16.805	43,59%	155,96%
Other Products	1.478	100,00%	621	27,97%	42,02%
By Market					
Domestic	14.640	8,16%	10.568	4,50%	72,19%
Export	17.548	14,74%	32.623	28,10%	185,91%
Total	32.188	10,78%	43.191	12,30%	134,18%

In 2024, despite ongoing economic difficulties, the Company managed to maintain stable operations and achieved many positive results. By ensuring timely delivery according to schedule, implementing cost-saving measures, improving labor productivity, and promoting high-margin products such as fruit juices and soft dried fruits, gross profit for 2024 increased by 34,18% compared to 2023. Furthermore, the gross profit margin also improved significantly, rising from 10,78% in 2023 to 12,30% in 2024.

- **Fresh Fruits:** Gross margin from fresh fruits showed a strong recovery, reaching 6,20%, an improvement of 3,37 percentage points compared to the previous year. This was primarily driven by increased sales volume, a higher number of orders, and better selling prices compared to 2023. As a result, gross profit from fresh fruits for 2024 reached VND 7.605 million, a 275,7% increase year-on-year.
- **Fruit Juices:** Although revenue from fruit juices decreased by 5,57% in 2024 compared to 2023, the gross margin improved significantly to 9.68%. This improvement was mainly due to optimized selling prices, stable raw material costs, reduced production expenses, and enhanced labor productivity. Consequently, gross profit from fruit juices reached VND 18.160 million in 2024, an increase of 1,39% compared to the same period last year.
- **Soft Dried Fruits:** Maintaining strong business performance and growth momentum in 2024, the soft dried fruits segment—especially soft dried mango—continued to receive high levels of trust from customers. Continuous improvements in processing technology, productivity optimization, and the Company's strong brand reputation allowed soft dried fruits to command better selling prices. As a result, the gross margin rose to 43,59%, compared to 40,02% in 2023. Gross profit from soft dried fruits reached VND 16.805 million, an impressive increase of 55,97% year-on-year.

2. Key Indicators in 2024

a. Financial Indicators:

Unit: VND million

No.	Item	31/12/2022	31/12/2023	31/12/2024
I	Total Liabilities	165.951	168.349	238.461
1	Short-term Liabilities	133.826	138.469	205.199
1.1	Short-term Borrowings and Finance Leases	113.885	119.152	144.534
1.2	Short-term Trade Payables	15.646	15.811	13.061
1.3	Short-term Advances from Customers	1.119	1.158	44.919
1.4	Taxes and Other Payables to the State	856	686	856
1.5	Payables to Employees	886	837	1.162
1.6	Accrued Expenses	98	345	.446
1.7	Other Short-term Payables	1.336	481	221
2	Long-term Liabilities	32.125	29.880	33.262
2.1	Long-term Borrowings and Finance Leases	32.051	29.880	31.683
2.2	Other Long-term Payables	74	-	1.579
II	Owner's Equity	207.085	215.191	229.885
I	Charter Capital	169.800	205.458	205.458
@	Total Capital Sources	373.036	383.540	468.345
I	Current Assets	230.334	249.805	332.953
II	Non-current Assets	142.702	133.735	135.392
@	Total Assets	373.036	383.540	468.345

b. Human Resources Structure:

- In 2024, the Company witnessed a resurgence in growth, with the total number of employees reaching 160 by year-end.
- The Management Board of Tien Think Group continuously prioritizes enhancing both the material and spiritual well-being of employees, fostering a cohesive and sustainable working environment. The Company ensures full compliance with employee welfare policies, including

participation in statutory insurance programs such as Social Insurance (SI), Health Insurance (HI), and Unemployment Insurance (UI).

- Recruitment plans were implemented based on staffing allocations for both office and production departments.
- A comprehensive performance measurement and evaluation system was developed and deployed, along with salary and bonus policies tailored to each department's characteristics.
- Regular health check-ups for employees were maintained. In addition, employees demonstrating strong capabilities were provided with skill development and upskilling opportunities, motivating continuous improvement. The Company's Trade Union also actively supported employees by organizing gift-giving activities on special occasions such as International Women's Day (March 8), Vietnamese Women's Day (October 20), National Day (September 2), Lunar New Year, as well as arranging entertainment activities for employees' children on International Children's Day (June 1) and the Mid-Autumn Festival.

c. Investments

- Invested in two fruit drying machines: Capacity of 5.000 kg/batch/machine; Total investment value: VND 11 billion.
- Invested in an additional fruit washing and processing line: In response to the growing market demand for concentrated fruit juice and dried fruit products, the Company expanded investment into a fruit washing and processing line to enhance production capacity and increase product value.

3. Business Plan and Operational Orientation for 2025

a. Business Plan for 2025:

Based on the Company's development objectives, strategic direction, competitive advantages, and market growth potential in its current business and investment sectors, the 2025 targets for revenue, profit, and dividend are as follow:

Unit: VND million

No.	Item	Actual 2024		Plan 2025	
		Value	% (+/-) vs. 2023 Actual	Giá trị	% (+/-) vs. 2024 Actual
1	Net Revenue	351.050	17,60%	362.000	3,12%
2	Profit Before Tax	15.464	179,06%	16.300	5,41%
3	Net Profit After Tax	14.700	81,49%	15.485	5,34%
4	Net Profit Margin (NPAT/Net Revenue)	4,19%	1,47%	4,28%	0,09%
5	Return on Equity (ROE)	6,39%	2,63%	6,74%	0,35%
6	Return on Charter Capital	7,15%	3,21%	7,54%	0,39%

No.	Item	Actual 2024		Plan 2025	
		Value	% (+/-) vs. 2023 Actual	Giá trị	% (+/-) vs. 2024 Actual
7	Dividend Payout Ratio (% of par value)	11%	N/a	-	N/a

a. Challenges and Opportunities in 2025

- The global trend toward natural and health-oriented food consumption is expected to continue growing strongly in 2025. Products such as fruit juices, dried fruits, concentrated purees, and purée-based products will remain dominant in global consumer behavior due to their high content of vitamins, minerals, and natural antioxidants.
- The juice and fruit concentrate market is projected to grow robustly at a rate of approximately 14–15% per annum, particularly in Asia, the Middle East, and North America.
- The ongoing shift in global supply chains and the increasing need to diversify sourcing are creating significant opportunities for Vietnam in general, and for Tien Thinh in particular, to participate more deeply in the value chain for processed agricultural exports.
- The fresh fruit market continues to offer substantial growth potential, particularly with China's post-quarantine market reopening policies, along with rising demand in Australia, the EU, and other regions increasingly favoring Vietnamese fruits.
- Nevertheless, challenges in 2025 remain significant, including: Intensified competition, not only from domestic companies but also from producers in Thailand, the Philippines, Ecuador, and China, across both fresh and processed fruit sectors. Stricter requirements regarding traceability, quarantine regulations, and quality certifications in major markets, necessitating increased investments in processing technologies, quality control, and raw material infrastructure. Ongoing impacts from trade conflicts, notably the U.S.–China trade war and tensions among major economies (U.S.–EU, U.S.–Russia, China–India), creating widespread uncertainty and risks for global trade.

b. Capital Investment Plan

- **Investment in Upgrading Fruit Processing Equipment, particularly for Dried Fruit:** The Company plans to invest in the comprehensive upgrade and modernization of its fruit processing systems, with a special focus on the dried fruit production line—one of the Company's highest value-added product categories that enjoys strong demand both domestically and internationally. The investment will include:
 - + Increase the capacity and operational stability of the current production line.
 - + Integrate advanced drying technologies to preserve the natural flavor, color, and nutritional value of fruits.
 - + Improve the automatic temperature and humidity control system to optimize efficiency and reduce energy costs.

- + Meet international standards for food safety, export requirements, and HACCP/ISO certifications.
- Expand the Company's fruit processing plant. In parallel with equipment upgrades, the Company will implement a project to expand its current fruit processing plant to meet increasing production demands and prepare for large export contracts. The project will include:
 - + Expanding factory space, cold storage, and raw material warehouses.
 - + Installing additional modern pre-processing, sorting, and packaging lines.
 - + Enhancing production capacity towards automation and reducing reliance on manual labor.
 - + Increasing the capability to process strategic product groups such as dried fruits, frozen fruits, canned fruits, and other value-added products.
- Research and implement an IQF freezing project – Individual Quick Freezing system: This method uses high-velocity circulating cold air for ultra-fast freezing. The advantages of IQF technology include:
 - + IQF-frozen products retain their shape after thawing, thanks to the insulated chamber with dual-layer stainless steel and polyurethane that minimizes heat loss. This method is especially important in processing and preserving perishable foods like seafood, fruits, and vegetables.
 - + Cold storage of agricultural products after harvest not only brings economic benefits but also ensures food hygiene and safety for consumers.
 - + It significantly extends the shelf life of products without negatively affecting their quality or inherent characteristics, thereby minimizing losses in quantity and quality over time.
 - + IQF technology also saves time, labor, and costs during food processing at the factory, helping to lower the price of the finished product.

c. Production and Business Plan:

- Research, develop products, and expand the product portfolio:
 - + Conduct market research combined with R&D to develop new products that diversify the product range and capture more market share, such as additive-free soft dried mango and passion fruit peel products.
 - + Research new products suitable for the IQF technology system, including fruits, vegetables, meat, fish, seafood, starchy products, and dairy-based products.
- **Diversify distribution channels**, leveraging digital marketing channels such as social media and online advertising to expand reach and enhance customer engagement. This enables close monitoring and evaluation of marketing strategies for continuous improvement to match customer needs and preferences.
 - + Build and develop a professional e-commerce system, including:
 - ✓ Establishing official business accounts on major platforms (Alibaba, Amazon, Shopee, Tiki, Lazada, etc.);

- ✓ Integrating cross-border payment and order management systems;
- ✓ Developing a dedicated e-commerce website connected to the ERP system, supporting both B2B and B2C sales.
- Maintain a multi-dimensional marketing strategy, with participation in international exhibitions and trade fairs playing an important role. Participating in international agricultural trade events such as Sial Paris, Anuga, Gulfood, Seoul Food, etc., not only helps to widely introduce products but also provides opportunities to access a large number of potential customers, assess competitors, and capture new industry trends. This approach ensures that our products become widely known and favored internationally, strengthens our competitive position, attracts attention from potential partners, and continuously builds and expands the Company's brand image globally.
- Ensure strict quality assurance and internal control:
 - + Strengthen output quality control, especially for inventory and export goods prior to shipment; packaging during the production process, timely detection and handling of defects; conduct regular and ad-hoc inspections according to international standards.
 - + Develop a professional customer complaint response and handling procedure to maintain reputation and ensure continuous improvement.
- Implement a comprehensive ERP enterprise management system for departments including production, warehousing, accounting – finance, sales, and human resources.
- Expand and establish partnerships with logistics companies to optimize transportation costs, especially for cold chain logistics and international container shipping.
- Continuously collaborate with cooperatives and purchasing agents to guide cultivation processes according to standards such as VietGAP and GlobalGAP. At the same time, expand the sourcing areas from the Mekong Delta to the Southeast, Central Highlands, and other regions. Provide timely consultation to farmers regarding permitted plant varieties, fertilizers, and pesticides; closely monitor farming practices and pest control.

- *As above;*
- *Archive for record.*



**TIEN THINH GROUP JSC
GENERAL DIRECTOR**

TO THAI THANH



**TIEN THINH GROUP
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No: 01/2025/TT6/BC-HĐQT

Hau Giang, 29 April 2025

**REPORT OF THE BOARD OF DIRECTORS FOR 2024
AND OPERATIONAL DIRECTIONS FOR 2025**

(At the Annual General Meeting in 2025)

The Board of Directors (BOD) of Tiên Thịnh Group Joint Stock Company for 2024 consists of:

- Mr. Phạm Tiến Hoài – Chairman of the Board of Directors.
- Mr. Tô Thái Thành – Board Member and CEO.
- Mr. Nguyễn Bá Đoan – Board Member and Board Secretary.
- Mr. Viên Tấn Phát – Non-executive Board Member.
- Mr. Huỳnh Trung Nghĩa – Independent Board Member.

Based on the Articles of Association of Tiên Thịnh Group Joint Stock Company and relevant legal regulations, the Board of Directors (BOD) respectfully reports to the General Meeting of Shareholders (GMS) on the results of the Board's governance in 2024 and the operational direction for 2025.

I. REPORT ON BOARD GOVERNANCE ACTIVITIES IN 2024:

1. Business Targets for 2024

Unit: Million VND

No.	Indicator	Actual 2023	Plan 2024	Actual 2024	Actual 2024 / 2023	Actual 2024 / Plan 2024
1	Net Revenue	298.510	302.000	351.050	117,60%	116,24%
2	Profit Before Tax	8.643	10.000	15.476	179,06%	154,64%
3	Profit After Tax	8.099	9.500	14.700	181,50%	154,74%

- In 2024, the Company achieved significant breakthroughs with many indicators far exceeding expectations, clearly reflecting the effectiveness of its flexible management strategy and correct development direction. The Board of Directors highly appreciates the continuous efforts of the Board of Management and all employees in driving revenue and profit growth. Specifically, net revenue reached 351.050 million VND, an increase of 17,6% compared to the previous year, while profit after tax recorded an 81,5% growth

compared to last year, surpassing the target by 54,74%. These results clearly reflect the effectiveness in improving product quality, optimizing the supply chain, and leveraging the competitive advantage from abundant raw materials.

- The Board of Directors also commended the implementation of comprehensive measures to enhance product quality, control costs effectively, proactively manage raw materials, and improve operational efficiency in production and business activities. Additionally, the promotion of developing products compatible with IQF freezing technology, expanding export markets, and applying technology to management and operations played a key role in achieving these positive results.
- The business results of 2024 not only show a clear recovery after a period of volatility but also provide a solid foundation for the Company to continue pursuing sustainable growth, enhancing its competitiveness, and expanding its market share in the following years.

2. Summary of Meetings and Resolutions/Decisions of the Board of Directors:

The Board of Directors held 08 in-person meetings. All BOD members participated and provided full input in each meeting.

The Board of Directors passed 10 resolutions and 1 announcement to implement the decisions of the GMS and other matters within the Board's authority, including:

No.	Resolution/Decision Number	Date	Content
01	01/2024/TT6/NQ-HĐQT	07/03/2024	Approval of the business plan for 2024 and the extension of the Annual General Meeting (AGM) date.
02	02/2024/TT6/NQ-HĐQT	12/03/2024	Approval of the termination of the representative office in Ho Chi Minh City.
03	03/2024/TT6/NQ-HĐQT	06/05/2024	Approval of the plan to organize the Annual General Meeting of Shareholders for 2024, with the planned date being 28/06/2024 and the registration deadline on 31/05/2024.
04	04/2024/TT6/NQ-HĐQT	05/06/2024	Approval of the organization of the 2024 AGM of Tiên Thịnh Group Joint Stock Company. Approval of AGM meeting documents, including: <ul style="list-style-type: none"> • Report by the Board of Management on business activities in 2023 and the production and business plan for 2024; • Report by the Board of Directors for 2023

No.	Resolution/Decision Number	Date	Content
			and the action plan for 2024; <ul style="list-style-type: none"> • Report by the Supervisory Board for 2023 and the plan for 2024; • Proposal to approve the audited financial statements for 2023; • Proposal to approve the distribution of profits and dividends for 2023 and the plan for 2024; • Proposal on the remuneration, salary, bonus, and other benefits for the BOD and SB for 2023 and the plan for 2024; • Proposal for selecting the auditing company to review and/or audit financial statements for 2024; • Proposal to approve related transactions between the Company and insiders and related parties.
5	01/2024/TB/HĐQT	27/06/2024	Approval of the amendments and supplements to the AGM organization documents for Tiên Thịnh Group Joint Stock Company, as follows: <ul style="list-style-type: none"> • Amendment and addition to Proposal No. 04/2024/TT6/TTr-AGM on selecting an auditing company for financial statements in 2024. • Addition of Proposal No. 06/2024/TT6/TTr-AGM regarding the plan to increase charter capital in 2024 and approve the selection of a securities company to advise on the issuance of shares for the capital increase in 2024. • Addition of Proposal No. 07/2024/TT6/TTr-AGM on the plan to offer additional shares to existing shareholders through a rights offering.
6	05/2024/TT6/NQ-HĐQT	02/07/2024	Approval of the selection of the auditing company to review and/or audit the financial statements for

No.	Resolution/Decision Number	Date	Content
			2024.
7	06/2024/TT6/NQ-HĐQT	04/11/2024	Approval to conduct a shareholder vote by written consent on matters within the Board's authority.
8	07/2024/TT6/NQ-HĐQT	29/11/2024	Approval of the materials for the written consent shareholder vote.
9	08/2024/TT6/NQ-HĐQT	16/12/2024	Appointment of the Secretary of the Board of Directors.
10	09/2024/TT6/NQ-HĐQT	16/12/2024	Approval of the establishment and appointment of members of the Audit Committee.
11	10/2024/TT6/NQ-HĐQT	16/12/2024	Approval of the issuance of the Audit Committee's Operating Regulations.

3. Report on Transactions Between the Company and Related Parties, Major Shareholders, Insiders, or Entities Where Board Members, Supervisory Board Members, or the CEO Have Been Founders or Members of the Board of Directors or CEOs in the Past Three (3) Years:

These transactions were disclosed in the Company's Governance Report for the year 2024, prepared on 22/01/2025. The transactions have been fully disclosed and approved in accordance with the provisions of the Company's Charter.

- 4. Selection of the Audit Firm for the 2024 Financial Statements:** In accordance with the resolution of the Annual General Meeting (AGM) of Shareholders in 2024, the Board of Directors has selected A&C Auditing and Consulting Company Limited – Can Tho Branch to audit the Company's financial statements for 2024.
- 5. Payment of Salaries, Bonuses, and Remuneration for the Board of Directors, Supervisory Board, and Audit Committee for 2024:**

- The remuneration and bonuses for key management members, the Board of Directors, the Supervisory Board, and the Audit Committee in 2024 are as follows: Based on the resolution of the AGM in 2024, the AGM has authorized the Board of Directors to decide on the payment of remuneration and bonuses to the Board of Directors and the Supervisory Board. Based on this authorization, the Board of Directors has decided not to pay remuneration and bonuses to the Board of Directors and the Supervisory Board for 2024, in order to focus resources on the Company's production and business activities. This matter will be reported to and considered by the AGM in 2025 in accordance with regulations.

- The income for 2024 of the Board of Directors, the Supervisory Board, and the Audit Committee members who are directly involved in the Company's activities will be paid based on their respective positions, including salaries, bonuses, and other income according to internal regulations:

Name	Position at the Company	Total Income for 2024 (VND)
Mr. Tô Thái Thành	CEO (also Board Member)	423.100.000
Mr Nguyễn Bá Đoan	Factory Director (also Board Member & Secretary)	270.050.000
Mr. Lê Thị Minh Phúc	Head of Statistics Department (Supervisory Board Member until 13/12/2024)	100.554.197
Total		793.704.197

6. Board of Directors' Supervision of the CEO:

- The Board of Directors (BOD) of the Company performs a comprehensive strategic direction role and develops long-term action plans to ensure the sustainable development of the Company. During the management process, the BOD issues timely directives and implements strategic solutions in strict compliance with current laws and regulations. At the same time, the BOD is responsible for overseeing the implementation of the plans and objectives approved by the Annual General Meeting of Shareholders in 2024, ensuring compliance and effectiveness in the execution.
- The BOD is committed to maintaining transparency in governance, facilitating shareholders and regulatory bodies to organize supervision and control in accordance with regulations. All resolutions and decisions made by the BOD are fully and promptly communicated to the BOD members, the Supervisory Board, the Executive Board, and relevant parties, while also closely monitoring the CEO in implementing and complying with the contents of the approved resolutions.
- Under the direction of the BOD, the Executive Board of the Company implements business measures suitable for the actual situation, in compliance with current legal frameworks. These measures include controlling and optimizing operational costs based on the principle of using reasonable costs, developing cost norms for each task, and strengthening inspection, review, and management of products in each group. The Executive Board also establishes a scientific product procurement process, with periodic inventory schedules to ensure legal compliance in operations.
- The BOD reviewed and approved the CEO's proposal regarding the selection of the auditing firm, resulting in the appointment of A&C Auditing and Consulting Company

Limited – Can Tho Branch as the auditing firm for the Company’s financial statements, which was presented for approval by the AGM.

- During the BOD meetings, the CEO regularly reports in detail on the Company's business activities, as well as measures to enhance operational efficiency and comply with the regulations of the Enterprise Law.

7. Other Activities of the Board of Directors in 2024:

- The task of public disclosure to the State Securities Commission was directed by the BOD and the Chairman of the Board, ensuring that all necessary information is disclosed in a timely manner in compliance with regulations.
- Based on the resolution of the AGM No. 02/2024/TT6/NQ-AGM, approved on 13/12/2024 via written shareholder voting, the BOD directed the relevant departments to prepare documentation for the issuance of shares to existing shareholders. As a result, in March 2025, the Company submitted the share issuance application to the State Securities Commission of Vietnam. The Company is currently working with the Commission to complete the supplementary documentation as required.

8. Subcommittees under the Board of Directors:

- The Audit Committee (AC) under the Board of Directors (BOD) was established according to the AGM resolution via written shareholder voting on 13/12/2024. By 16/12/2024, the BOD appointed members of the Audit Committee, consisting of independent, non-executive BOD members, with the function of independently reviewing and evaluating the Company's operations.
- During the remainder of 2024, the Audit Committee focused on finalizing internal work assignments and developing a detailed work plan for 2025. This plan aims to ensure the effective, rigorous, and compliant oversight of the Company’s activities, in alignment with legal regulations and the Company’s governance strategy.

II. Activity Plan for 2024

1. Business Plan

Unit: Million VND

No.	Item	Actual 2024		Plan for 2025	
		Value	% (+/-) vs. 2023	Value	% (+/-) vs. 2024
1	Net Revenue	351.050	17,60%	362.000	3,12%
2	Profit Before Tax	15.464	179,06%	16.300	5,41%
3	Net Profit After Tax	14.700	81,49%	15.485	5,34%
4	Net Profit Margin (NPAT/Net Revenue)	4,19%	1,47%	4,28%	0,09%

No.	Item	Actual 2024		Plan for 2025	
		Value	% (+/-) vs. 2023	Value	% (+/-) vs. 2024
5	Return on Equity (ROE)	6,39%	2,63%	6,74%	0,35%
6	Return on Charter Capital	7,15%	3,21%	7,54%	0,39%
7	Dividend Payout Ratio (% of par value)	11%	N/a	-	N/a

(*): The Board of Directors will propose to the 2025 Annual General Meeting of Shareholders the distribution of dividends for 2024 in the form of bonus shares at a rate of 11% for the period from 2023 to 2024. The source of the dividend distribution will be the undistributed after-tax profits as recorded in the Company's audited financial statements as of December 31, 2024.

2. Implementation Strategy:

a. Governance and Financial Management

In 2025, the Board of Directors identifies this year as a pivotal one to strengthen internal capabilities and expand market reach in the face of ongoing global economic volatility. Based on this, the operational strategy will focus on the following directions:

- Development of Core Products: Focus on developing value-added products such as dried mango, concentrated passion fruit, IQF dragon fruit, fruit juice, and purees. Enhance R&D to diversify the product portfolio and meet the growing trend for natural and healthy consumption.
- Expansion of Production Capacity and Raw Material Sourcing: Invest in expanding the factory, upgrading processing lines, cold storage, and warehouses. Strengthen partnerships with cooperatives and farmers following VietGAP/GlobalGAP standards to build a stable supply chain.
- Sustain Key Markets and Expand to New Ones: Maintain key markets while expanding into regions such as Asia, the EU, and Australia. Proactively adapt to trade wars and geopolitical shifts by diversifying markets and leveraging Free Trade Agreements (FTAs).
- Enhancing E-Commerce and Digital Marketing: Expand online sales channels, develop digital storefronts on international platforms. Boost digital marketing efforts, participate in both online and physical trade fairs to promote the brand and seek business partners.
- Improving Governance and Quality Control: Implement an ERP system to streamline operations; tighten control over product quality; standardize governance processes according to ISO and HACCP standards.
- Capital Increase and Resource Mobilization: Focus on completing the offering of shares to existing shareholders in 2025 to strengthen working capital. Distribute dividends for 2024

This concludes the report of the Board of Directors.

Presented for approval by the General Shareholders' Meeting.

Nơi gửi:

- BOD; AC;
- Shareholders;
- Archive for record.

ON BEHALF OF THE BOD
CHAIRMAN
CÔNG TY
CỔ PHẦN
TẬP ĐOÀN
TIÊN THINH
TỈNH HẬU GIANG
PHAM TIEN HOAI



T.C.P.

No: 01/2025/TT6/TTTr-ĐHĐCĐ

Hau Giang, 29 April 2025

**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

Re: Approval of the Audited Financial Statements for the Year 2024

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.*

The Board of Directors of Tien Thinh Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the audited financial statements for the year 2024, audited by A&C Audit and Consulting Co., Ltd. – Can Tho Branch, including the following documents:

1. Auditor's Report;
2. Balance Sheet as of December 31, 2024;
3. 2024 Income Statement;
4. 2024 Cash Flow Statement;
5. Notes to the Financial Statements;

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.

Recipients:

- *As above;*
- *BOD, AC, BOM;*
- *Archive for record.*

ON BEHALF OF THE BOD
CHAIRMAN
CỘNG TY
CỔ PHẦN
TẬP ĐOÀN
TIỀN THINH
TỈNH HẬU GIANG
PHAM TIEN HOAI

PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS

*Re: Profit Distribution and Dividend Payment for 2024
and Profit Distribution and Dividend Payment Plan for 2025*

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;
- The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.

The Board of Directors respectfully submits for consideration and approval by the General Meeting of Shareholders the profit distribution and dividend payment for 2024, as well as the profit distribution and dividend payment plan for 2025, as follows:

1. Profit Distribution and Dividend Payment Plan for 2024:

(Unit: VND)

No.	Item	Amount
1	Undistributed profit after tax	24.426.769.363
1.1	Profit before tax for 2024	15.476.062.638
1.2	Corporate income tax expense for 2024	776.172.482
1.3	Profit after tax for 2024	14.699.890.156
1.4	Undistributed profit after tax as of 31/12/2023	9.726.879.207
2	Total profit for distribution (*)	22.600.380.000
2.1	Fund allocations (**)	-
2.1.1	Welfare and reward fund	-
2.1.1	Development investment fund	-
2.2	Dividend payment: 11% on charter capital (***)	22.600.380.000
	<i>Of which: Dividends in shares at a ratio of 11%</i>	22.600.380.000
3	Lợi nhuận sau thuế chưa phân phối còn lại lũy kế (3=1-2):	1.826.389.363

(**): In 2024, the Board of Directors decided not to pay any remuneration to the members of the Board of Directors, and will not allocate to the Welfare and Reward Fund or the Development Investment Fund from the profit after tax of 2024.



(***) The dividend payment in shares for 2024 will be carried out simultaneously with the issuance of shares to existing shareholders as per Resolution No. 02/2024/TT6/NQ-GMS dated December 13, 2024:

- ✓ *The dividend for 2024 will be paid in shares at a rate of 11% based on the current charter capital as of April 29, 2025, which is VND 205,458,000,000 (Two hundred five billion, four hundred fifty-eight million VND), corresponding to 20,545,800 common shares with a nominal value of VND 10,000 per share.*
- ✓ *In the event that the total number of shares issued changes as of the record date for shareholders entitled to receive the dividend, the General Meeting of Shareholders authorizes the Board of Directors to adjust the total dividend payout amount accordingly, to ensure that the 11% payout ratio is maintained based on the remaining profit and in compliance with legal regulations. As a result, the total profit for distribution (*) will change accordingly.*
- ✓ *Implementation: The company will proceed with the dividend payment for 2024 in the form of shares at a rate of 11%, simultaneously with the issuance of shares to existing shareholders, as per Resolution No. 02/2024/TT6/NQ-GMS dated December 13, 2024.*
- ✓ *The General Meeting of Shareholders authorizes the Board of Directors to decide on the specific timing of the dividend payment, in accordance with legal regulations.*

2. Profit Distribution and Dividend Payment Plan for 2025:

- Development Investment Fund: Authorization is given to the Chairman of the Board of Directors to consider and decide on the allocation and expenditure of this fund.
- Welfare and Reward Fund: The maximum allocation is 5% of the profit after tax: Authorization is given to the Chairman of the Board of Directors to consider and decide on the allocation and expenditure of this fund.
- Board of Directors Remuneration: Detailed in Resolution No. 03/2025/TT6/TTr-GMS dated April 29, 2025.
- Dividend for 2025: The Board of Directors will base the decision on the actual business performance and seek approval from the General Meeting of Shareholders regarding the profit distribution for 2025 at the 2026 Annual General Meeting of Shareholders.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.

Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.

ON BEHALF OF THE BOD ^{Phu}
CHAIRMAN


PHAM TIEN HOAI



**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

Re: Remuneration, Bonuses, and Other Benefits for the Board of Directors, Supervisory Board, and Audit Committee for 2024 and the Plan for 2025

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;
- The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.

The Board of Directors (BOD) respectfully presents to the General Shareholders' Meeting (GSM) for approval the remuneration, bonuses, and other benefits for the Board of Directors, Supervisory Board (SB), and Audit Committee (AC) as follows:

1. Remuneration and bonuses for the Board of Directors, Supervisory Board, and Audit Committee for 2024:

Based on the Resolution of the 2024 Annual General Meeting of Shareholders, the General Meeting of Shareholders authorized the Board of Directors to decide on the payment of remuneration and bonuses for the Board of Directors and the Supervisory Board. Accordingly, the Board of Directors has agreed not to pay remuneration or bonuses to the Board of Directors and the Supervisory Board in 2024, in order to focus resources on the Company's production and business activities. This matter will be reported and presented for approval at the 2025 General Meeting of Shareholders in accordance with regulations.

2. Remuneration and bonuses for the Board of Directors and the Audit Committee for 2025:

Based on the 2025 business plan, the Board of Directors respectfully submits for approval by the General Meeting of Shareholders the total amount of remuneration and bonuses for the Board of Directors and the Audit Committee for 2025, with a maximum amount of VND 1,000 million (One billion VND).

The General Meeting of Shareholders authorizes the Chairman of the Board of Directors, based on the proposal of the Board of Directors, to decide on the principles, methods of payment, specific amounts, and allocation of the remuneration and bonus fund for each member, in line with the total amount approved by the General Meeting of Shareholders and the actual implementation during the year.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.



ON BEHALF OF THE BOD

Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.



CHAIRMAN

PHAM TIEN HOAI



**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

Re: Selection of Audit Firm for Financial Statements in 2025

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.*

Based on the list of audit firms approved by the State Securities Commission to audit public companies, and based on the proposal and recommendations of the Board of Directors regarding the selection of an audit firm to conduct the financial statement audit for the Company in 2025, the Board of Directors respectfully submits for approval by the General Shareholders' Meeting the following list of audit firms for the financial statement audit of 2025:

1. A&C Audit and Consulting Co., Ltd.
2. Chuẩn Việt Audit and Consulting Co., Ltd.
3. Nam Việt Accounting, Finance Consulting, and Auditing Co., Ltd.

The Board of Directors is authorized to select and sign contracts with the audit firm from the list above. In case the Company cannot reach an agreement and finalize a contract with any of the three firms listed, the GSM authorizes the Board of Directors to negotiate and sign the contract with any audit firm approved by the State Securities Commission to audit public companies. The Board will report the final selection to the GSM at the next shareholders' meeting.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.

Recipients:

- *As above;*
- *BOD, AC, BOM;*
- *Archive for record.*

ON BEHALF OF THE BOD
CHAIRMAN

PHAM TIEN HOAI

Số: 05/2025/TT6/TT-ĐHĐCĐ

Hau Giang, 29 April 2025

PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS

Re: Approval of Contracts and Transactions Between Tiên Thịnh Group Joint Stock Company and Related Parties

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tiên Thịnh Group Joint Stock Company.*

The Board of Directors respectfully submits for the approval of the General Shareholders' Meeting the contracts and transactions between Tiên Thịnh Group Joint Stock Company and its related parties as follows:

1. Approval of Transactions Between the Company and Its Related Parties; or Between the Company and Major Shareholders, Internal Members, or Related Parties of Internal Members in 2024:

Unit: VND

Related Party	Relationship with the Related Party	Transaction Value	Transaction Details
Hạnh Nguyên Logistics JSC	Common legal representative	8.686.846.736	Warehousing fees, transportation, container pulling
		89.184.000	Sale of goods
Phú Thịnh Import-Export JSC	Company with a key management member closely related to the Board of Directors	1.380.314.214	Purchase of goods and processing
Mr. Phạm Tiến Hoài	Chairman of the Board of Directors	Loan to the company: Beginning balanc: 0 VND During the period:	



		- Loan to the company: 13.700.514.483 VND - Loan repayment by the compan: 12.122.185.183 VND Ending balance: 1.578.329.300 VND.
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2. Approval of Contracts and Transactions Between Tiên Thịnh Group Joint Stock Company and Related Parties of Board Members, Audit Committee, and Executive Board in 2025:
- Approval of contracts and transactions between Tiên Thịnh Group Joint Stock Company (TT6) and related parties of the members of the Board of Directors, Audit Committee, and Executive Board, as listed below:

Related Party	Relationship with the Related Party	Transaction Details
Hạnh Nguyên Logistics JSC	Common legal representative	Warehousing fees, transportation, container pulling, Sale of goods
HG Consulting Services JSC	Legal representative is a key management member of the Company	Service provision
Phú Thịnh Import-Export JSC	Company with a key management member closely related to the Board of Directors	Purchase of goods and processing
Mr. Phạm Tiến Hoài	Chairman of the Board of Directors	Loan to the company

- Contract Value: Based on actual business conditions.
 - Draft Contract: Attached documents.
 - Duration: 12 months from the date of approval by the General Shareholders' Meeting.
3. Authorize the Chairman of the Board of Directors – the legal representative of the Company, to decide on the content and value of the contract; conduct negotiations, sign the contract, and carry out all tasks related to the contracts and transactions approved by the Board of Directors, ensuring compliance with the law, the Company's Charter, and the best interests of the Company.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.

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ON BEHALF OF THE BOD ^g

CHAIRMAN

Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.



[Handwritten signature]
PHAM TIEN HOAI





CÔNG TY CỔ PHẦN DỊCH VỤ - HG

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc Lập - Tự Do - Hạnh Phúc

Số : /HDDV- KT-TH

HỢP ĐỒNG

DỊCH VỤ TƯ VẤN QUẢN LÝ

Dự thảo

*Căn cứ Bộ Luật Dân Sự số 91/2015/QH13 ngày 24/11/2015;
Căn cứ Luật Thương mại số 36/2005/QH11 ngày 14/06/2005;
Căn cứ nhu cầu và khả năng của hai bên.*

Hôm nay, ngày ... tháng ... năm, tại Công Ty Cổ Phần Dịch Vụ - HG, Chúng tôi gồm:

BÊN A : **CÔNG TY TNHH MTV CHẾ BIẾN NÔNG SẢN TIỀN THỊNH**
Địa chỉ : Ấp Mỹ Phú, Xã Tân Phước Hưng, Huyện Phụng Hiệp, Tỉnh Hậu Giang
MST : 6300254045
Đại diện : **PHẠM TIẾN HOÀI** Chức vụ: **Giám đốc**
Tài khoản NH : 0111000257062 tại Ngân hàng Vietcombank - CN Cần Thơ

BÊN B : **CÔNG TY CỔ PHẦN DỊCH VỤ - HG**
Địa chỉ : Cụm công nghiệp tập trung Phú Hữu A – giai đoạn 1, Thị trấn Mái Dầm, huyện Châu Thành, tỉnh Hậu Giang
MST : 6300331236
Đại diện : **TRẦN HÀ GIANG** Chức vụ: **Giám đốc**
Tài khoản NH : 1015389645 tại Ngân hàng Vietcombank - CN Cần Thơ

Sau khi trao đổi, thỏa thuận, hai bên cùng đồng ý ký kết hợp đồng với các nội dung công việc và các điều khoản sau:

ĐIỀU 1: NỘI DUNG CÔNG VIỆC

Bên A đồng ý giao, Bên B đồng ý nhận cung cấp dịch vụ tư vấn quản lý, tư vấn lập chứng từ theo đối tượng và theo yêu cầu quản lý cho Bên A, bao gồm các công việc sau:

STT	Nội dung công việc	Thời gian
1	Tư vấn lập phiếu Nhập xuất kho hàng hóa, Nguyên liệu, vật liệu	Tháng
2	Tư vấn lập phiếu Nhập xuất kho Công cụ dụng cụ, vật tư sản xuất	
3	Tư vấn lập chứng từ mua bán hàng hóa theo qui định của công ty	
4	Tư vấn lập chứng từ thu chi tiền mặt	
5	Tư vấn hạch toán thu chi tiền mặt, Ngân hàng	
6	Tư vấn lập và In các loại sổ sách kế toán + Sổ chi tiết tài khoản + Nhập xuất tồn kho hàng hóa nguyên vật liệu + Khấu hao tài sản, phân bổ CCDC + Tổng hợp công nợ phải thu + Tổng hợp công nợ phải trả + Tổng hợp các khoản phải thu, phải trả + Tổng hợp và chi tiết các khoản vay	Năm
7	Phân loại, sắp xếp và đóng chứng từ theo tháng	Tháng



STT	Nội dung công việc	Thời gian
8	Tư vấn lập và kiểm tra Báo cáo tài chính do bên A lập	Tháng/ Quý/ năm

ĐIỀU 2: PHÍ DỊCH VỤ VÀ PHƯƠNG THỨC THANH TOÁN

1/ Phí dịch vụ:

- Phí dịch vụ : đồng/tháng
- Toàn bộ phí trên chưa bao gồm 10% thuế GTGT, thù lao của bên thứ 3 để hoàn thành các công việc tại Điều 1 đúng luật định, phí và lệ phí theo quy định.
- Phí dịch vụ được các bên xem xét, thỏa thuận điều chỉnh vào tháng 12 hàng năm hoặc khi Bên A có thay đổi yêu cầu Bên B cung cấp dịch vụ khác so Điều 1 trong quá trình thực hiện hợp đồng.

2/ Phương thức thanh toán

- Phí dịch vụ hàng tháng Bên A thanh toán cho Bên B vào ngày đầu của tháng nhưng không được trễ hơn ngày 6 của tháng.

ĐIỀU 3: PHƯƠNG THỨC THỰC HIỆN VÀ THỜI HẠN HỢP ĐỒNG

- Mọi công việc được thực hiện tại văn phòng Bên A.
- Chậm nhất đến trước 05 ngày hết hạn nộp báo cáo Bên B sẽ giao báo cáo cho Bên A kiểm tra, ký tên, đóng dấu và chuyển lại cho Bên A trước 02 ngày hết hạn nộp báo cáo.
- Trong quá trình làm việc nếu có thông báo của cơ quan thuế Bên A chuyển ngay cho Bên B để Bên B bố trí, cử người đại diện phù hợp để làm việc, trao đổi, giải quyết công việc theo nội dung thông báo với cá nhân, tổ chức có thẩm quyền.
- Trừ trường hợp đặc biệt, để giải quyết công việc được nhanh chóng, hiệu quả, hai bên thống nhất mọi tư vấn hoặc trao đổi công việc giữa Bên B với Bên A được thực hiện qua điện thoại.
- Hợp đồng này có thời hạn kể từ ngày 11/01/2021 đến 31/12/2025.

ĐIỀU 4: TRÁCH NHIỆM MỖI BÊN

Trách nhiệm của Bên B :

- Dựa trên những tài liệu, hồ sơ, chứng từ, thông tin do Bên A cung cấp, Bên B thực hiện đầy đủ và đúng quy định của pháp luật đối với các nội dung trong Điều 1 của hợp đồng này có hiệu lực cho đến khi chấm dứt.
- Kiểm tra, phát hiện và thông báo cho Bên A biết những sai sót trong các loại hồ sơ chứng từ để bổ sung, sửa chữa kịp thời. Thường xuyên thông báo và tư vấn cho Bên A những thay đổi liên quan đến việc kê khai, quyết toán thuế.
- Hàng tháng phải thông báo cho Bên A biết những khoản thuế mà Bên A phải nộp cùng với thời gian gọi báo cáo thuế cho Bên A.
- Chịu trách nhiệm bảo mật toàn bộ số liệu về doanh số và thông tin các hoạt động kinh doanh của Bên A trong và sau khi thực hiện hợp đồng.
- Bảo quản hóa đơn, chứng từ do Bên A cung cấp trong thời gian thực hiện công việc cho đến khi giao lại cho Bên A.
- Hỗ trợ Bên A giải trình với các cơ quan liên quan đến công việc do Bên B thực hiện.
- Khi chấm dứt hợp đồng phải bàn giao đầy đủ hồ sơ, chứng từ với người có trách nhiệm của Bên A, trừ trường hợp các bên chưa thực hiện xong nghĩa vụ của mình.
- Bên B không can thiệp vào nội bộ của Bên A, không chịu trách nhiệm về những hoạt động kinh doanh cũng như các nội dung, tính pháp lý đã ghi trong hoá đơn, chứng từ của Bên A.

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 CÔNG TY
 CỔ PHẦN
 ĐẦU TƯ
 VÀ THƯƠNG MẠI
 HẬU GIANG

- Bên B chỉ chịu trách nhiệm về những sai sót do chính lỗi nghiệp vụ của Bên B gây ra.

Trách nhiệm của Bên A :

- Ngay sau khi ký hợp đồng, Bên A cung cấp đầy đủ cho Bên B các loại hồ sơ, tài liệu được sao y, có giá trị hiệu lực mới nhất như sau: Giấy chứng nhận ĐKKD, giấy chứng nhận đăng ký thuế, giấy chứng nhận góp vốn của các thành viên, đăng ký mở tài khoản ngân hàng, các loại hợp đồng thuê, mướn, ... và các loại giấy tờ liên quan khác nếu có.
- Bên A cung cấp cho Bên B User phần mềm kế toán, User token khai báo thuế, mật khẩu các tài khoản có liên quan, máy tính, máy in, trang thiết bị vật chất cần thiết để Bên B thực hiện công việc tại Điều 1.
- Chậm nhất đến ngày 03 hàng tháng Bên A phải cung cấp cho Bên B đầy đủ các loại hóa đơn, chứng từ mua hàng, bán hàng, chứng từ giao dịch với ngân hàng, hợp đồng kinh tế và các loại thông tin khác nếu có (bản chính hoặc bản photo).
- Thông báo cho Bên B biết trước 30 ngày nếu có những thay đổi trong hoạt động kinh doanh của Bên A, đơn vị mình như: Thay đổi giấy phép, thay đổi trụ sở chính, chi nhánh hoặc văn phòng đại diện... theo quy định Luật Doanh nghiệp và các luật, văn bản quy phạm khác có liên quan.
- Cung cấp đầy đủ và chịu trách nhiệm hoàn toàn về tính hợp lý của các loại hồ sơ, chứng từ do Bên A cung cấp cũng như mọi vấn đề liên quan đến hoạt động kinh doanh của đơn vị mình. Bên A chịu mọi trách nhiệm do việc cung cấp hồ sơ, chứng từ không đầy đủ hoặc không hợp pháp.
- Có trách nhiệm kiểm tra, lưu giữ, bảo quản và ký đầy đủ vào các loại báo cáo, hồ sơ, chứng từ, ... do Bên B in ra và gửi cho Bên A.
- Thực hiện đầy đủ các nghĩa vụ đối với Nhà nước theo quy định.
- Bên A chỉ giao hồ sơ chứng từ cho người có giấy giới thiệu của Bên B. Khi giao nhận phải liệt kê hoặc kiểm đếm đầy đủ theo mẫu giao nhận của Bên B.
- Trong quá trình thực hiện hợp đồng hoặc sau khi hợp đồng này hết hiệu lực mà Bên A có yêu cầu Bên B giải trình về việc thanh tra, kiểm tra với cơ quan có thẩm quyền thì Bên A phải trả thêm phí cho Bên B để thực hiện công việc này. Số tiền này được các bên thỏa thuận trên cơ sở khối lượng công việc và tình hình thực tiễn.
- Bên A chịu trách nhiệm nộp các khoản thuế, phạt, phí, lệ phí theo quyết định của cơ quan thuế có thẩm quyền
- Bên A tạo các điều kiện thuận lợi, tốt nhất cho Bên B hoàn thành tốt công việc tại Điều 1.

ĐIỀU 5: ĐIỀU KHOẢN CHUNG

- Nếu trong quá trình thực hiện hợp đồng nếu có phát sinh thêm nhu cầu sử dụng các dịch vụ của Bên B thì hai bên cùng thỏa thuận và tiến hành lập thêm phụ lục hợp đồng. Các phụ lục hợp đồng là bộ phận không thể tách rời của hợp đồng này.
- Hai bên cam kết thực hiện nghiêm chỉnh các điều khoản ghi trong hợp đồng. Trong trường hợp khó khăn sẽ cùng nhau giải quyết trên tinh thần hợp tác. Trong trường hợp nếu không giải quyết được bất đồng thì tranh chấp sẽ đưa ra Tòa án giải quyết theo thẩm quyền.
- Nếu một trong hai bên đơn phương chấm dứt hợp đồng thì trước khi chấm dứt phải thông báo bằng văn bản cho bên kia biết trước 01 tháng, sau đó thực hiện thanh lý hợp đồng.
- Hợp đồng được lập thành 02 (hai) bản, 04 (bốn) trang, mỗi bên giữ 01 (một) bản có giá trị pháp lý như nhau.

ĐẠI DIỆN BÊN A
GIÁM ĐỐC

ĐẠI DIỆN BÊN B
GIÁM ĐỐC



CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập – Tự do – Hạnh phúc

HỢP ĐỒNG MƯỢN TIỀN

Số: .../HDVV

- Căn cứ Bộ luật Dân sự năm 2015;
- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 được Quốc hội nước Cộng hòa xã hội chủ nghĩa Việt Nam thông qua ngày 17/06/2020;

Hôm nay, ngày ... tháng ... năm 2025, chúng tôi gồm:

Bên cho mượn tiền : **ÔNG PHẠM TIÊN HOÀI**

Địa chỉ :

CCCD :

Ngày sinh :

Bên mượn tiền : **CÔNG TY CỔ PHẦN TẬP ĐOÀN TIÊN THỊNH**

Địa chỉ : ấp Mỹ Phú, xã Tân Phước Hưng, huyện Phụng Hiệp, tỉnh Hậu Giang

Mã số thuế : 6300254045

Người đại diện : **Ông Tô Thái Thành** Chức vụ: Tổng Giám đốc

Tài khoản số : 0111000257062 tại Ngân hàng TMCP Ngoại thương Việt Nam CN Cần Thơ

117000170012 tại Ngân hàng TMCP Công thương Việt Nam – CN Tây Đô



Hai bên thoả thuận ký Hợp đồng cho mượn này theo các điều khoản và điều kiện sau đây:

Điều 1: Số tiền mượn, lãi và mục đích sử dụng vốn

1.1. Số tiền mượn tối đa:

- Bằng số: đồng

- Bằng chữ: đồng.

1.2 Lãi cho mượn: Lãi suất cho mượn là: 0%.

1.3 Mục đích sử dụng vốn: Bổ sung vốn lưu động, đầu tư tài sản.

Điều 2: Thời hạn cho mượn

Thời hạn cho mượn: là **12 tháng** kể từ ngày bắt đầu khoản mượn.

Điều 3: Loại tiền cho mượn và trả nợ:

Bên mượn tiền nhận nợ và trả nợ bằng VNĐ nhưng không vượt quá số tiền cho mượn theo quy định tại Điều 1 của Hợp đồng này.

Bên mượn tiền trả nợ gốc theo đúng quy định theo Điều 2 của hợp đồng này

Điều 4: Quyền và nghĩa vụ của Bên cho mượn tiền.

4.1 Quyền của Bên cho mượn tiền:

Được yêu cầu các Ngân hàng thương mại, nơi Bên mượn tiền có tài khoản tiền gửi, trích tài khoản tiền gửi của Bên mượn tiền tại các Ngân hàng này để chuyển về tài khoản của bên cho mượn tiền để thu nợ.

Được quyền chấm dứt việc cho mượn tiền và thu nợ trước hạn cả gốc và lãi trong các trường hợp sau:

- Bên mượn tiền vi phạm Hợp đồng tín dụng này.
- Bên mượn tiền bị giải thể, mất khả năng thanh toán, có nguy cơ phá sản, ban lãnh đạo của Bên mượn tiền bị khởi tố.

Được khởi kiện bên mượn tiền vi phạm Hợp đồng tín dụng theo qui định của pháp luật.

4.2. Nghĩa vụ của Bên cho mượn tiền.

- Cung cấp đầy đủ và kịp thời vốn mượn tiền theo thoả thuận khi Bên mượn tiền xuất trình đầy đủ chứng từ hợp lệ theo thoả thuận.
- Bồi thường thiệt hại cho Bên mượn tiền theo qui định của pháp luật nếu Bên cho mượn tiền có lỗi không thể khắc phục được gây thiệt hại cho Bên mượn tiền.
- Bên cho mượn tiền có các quyền và nghĩa vụ khác theo định của pháp luật.

Điều 5: Quyền và nghĩa vụ của Bên mượn tiền.

5.1. Quyền của Bên mượn tiền:

- Bên mượn tiền được rút vốn theo thời hạn thoả thuận trong Hợp đồng cho mượn tiền này;
- Bên mượn tiền có thể trả nợ trước hạn nhưng phải đảm bảo thời gian mượn tiền vốn tối thiểu là 02 ngày làm việc.

5.2 Nghĩa vụ của Bên mượn tiền:

- Tạo điều kiện cho Bên cho mượn tiền giám sát, kiểm tra quá trình mượn tiền vốn, sử dụng vốn mượn tiền và trả nợ.
- Trả nợ gốc và/hoặc lãi mượn tiền đúng hạn cho Bên cho mượn tiền theo điều 2 và điều 3 hợp đồng này.
- Chịu trách nhiệm trước pháp luật khi không thực hiện đúng, đầy đủ những nghĩa vụ, cam kết đã được quy định trong Hợp đồng này

Điều 6: Cam kết và xử lý các vi phạm.

- Hai bên cam kết thực hiện đúng các điều khoản của Hợp đồng này và các qui định khác có liên quan của pháp luật.
- Trường hợp có phát sinh tranh chấp từ Hợp đồng này, các bên sẽ cùng nhau thương lượng, hoà giải. Nếu thương lượng hoà giải không thành, các bên có quyền đưa tranh chấp đó yêu cầu Toà Kinh tế Tỉnh Hậu Giang giải quyết.

Điều 7: Điều khoản thi hành.

- Hợp đồng này và các văn bản kèm theo hợp đồng này [như văn bản về giấy nhận nợ, giấy gia hạn nợ và các văn bản giải thích, sửa đổi, bổ sung hợp đồng (nếu có)] là một bộ phận thống nhất không tách rời nhau, các bên phải có nghĩa vụ chấp hành.
- Hợp đồng này có hiệu lực kể từ ngày ký cho đến khi Bên mượn tiền trả hết nợ (bao gồm cả nợ gốc, nợ lãi, các khoản phạt và chi phí khác nếu có)
- Khi Bên mượn tiền trả hết nợ gốc, lãi và các chi phí phát sinh khác (nếu có) theo Hợp đồng này, thì Hợp đồng này mặc nhiên được thanh lý.

Hợp đồng được lập thành 4 bản có giá trị pháp lý như nhau. Bên cho mượn tiền giữ 2 bản, Bên mượn tiền giữ 2 bản.

BÊN MƯỢN TIỀN

BÊN CHO MƯỢN TIỀN





HỢP ĐỒNG THUÊ KHO VÀ DỊCH VỤ LOGISTICS

Số: .../2025/HNL/HĐ-PKD

Hợp đồng này được lập và ký kết vào ngày ... tháng ... năm 2025, giữa:

- BÊN A** : **CÔNG TY CỔ PHẦN HẠNH NGUYÊN LOGISTICS**
- Địa chỉ : Cụm Công nghiệp tập trung Phú Hữu A – Giai đoạn 1, Thị trấn Mái Dầm, Huyện Châu Thành, Tỉnh Hậu Giang
 - Điện thoại :
 - MST :
 - Người đại diện :

 - Tài khoản số :
- BÊN B** : **CÔNG TY CỔ PHẦN TẬP ĐOÀN TIẾN THỊNH**
- Địa chỉ : Ấp Mỹ Phú, Xã Tân Phước Hưng, Huyện Phụng Hiệp, Tỉnh Hậu Giang
 - Điện thoại :
 - MST :
 - Người đại diện :
 - Tài khoản số :

Hai bên thống nhất ký “*Hợp đồng thuê kho và dịch vụ logistics*” (Sau đây gọi tắt là “*Hợp đồng*”) với các điều khoản sau đây:

Điều 1. Giải thích từ ngữ

Trong Hợp Đồng này, các từ ngữ dưới đây được hiểu như sau :

- Kho** : là nơi lưu trữ hàng hoá cùng các khu vực phụ trợ thuộc quyền sở hữu và quản lý của Bên A, tại địa chỉ: Cụm CN tập trung Phú Hữu A – Giai đoạn 1, Thị trấn Mái Dầm, Huyện Châu Thành, Tỉnh Hậu Giang.
- Hàng hoá** : là một hoặc nhiều chủng loại hàng mà Bên B hoặc bên được Bên B uỷ quyền hợp pháp vận chuyển đến và được gửi tại kho bên A theo quy định của Hợp đồng.
- Hàng hoá tự hư hỏng** : là hàng hoá bị biến dạng, biến chất và những hư hỏng khác do tính chất sinh học, vật lý, vòng đời hàng hoá hoặc thay đổi tự nhiên sẵn có của hàng hoá.
- Hàng hoá hết hạn sử dụng** : là loại hàng hoá được áp dụng quy định pháp luật về hạn sử dụng của hàng hoá và/hoặc hạn sử dụng đã hết theo quy định của nhà sản xuất.



5. *Hàng hoá gần hết hạn sử dụng* là loại hàng hoá được áp dụng quy định pháp luật về hạn sử dụng của hàng hoá và còn hạn 30 (ba mươi) ngày sử dụng theo quy định của nhà sản xuất.
6. *Bậc thêm cửa kho* là nơi tiếp giáp giữa cửa kho nhập xuất hàng với sân đậu xe chờ nhập xuất hàng tại kho lạnh Hạnh Nguyên (Bên A).
7. *Khu vực trữ hàng* : là phần diện tích có hệ thống máy làm lạnh, được bao bọc giới hạn bởi hệ thống cửa và tường cách nhiệt thuộc phạm vi kho bên A.

Điều 2. Nội dung dịch vụ

1. Bên B đồng ý thuê và Bên A đồng ý cho thuê kho lạnh của bên A tại địa chỉ : Cụm CN tập trung Phú Hữu A – Giai đoạn 1, Thị trấn Mái Dầm, huyện Châu Thành, tỉnh Hậu Giang, Việt Nam, với các dịch vụ sau :
 - a. Kho lạnh: - 20°C (± 2°C)
 - b. Kho mát: +2°C → + 5°C
 - c. Cấp đông nhanh: -40°C → -45°C
 - d. Xếp dỡ hàng hóa 24/7
 - e. Các dịch vụ hỗ trợ khác
2. Tên hàng hóa, loại hàng hoá, số lượng, trọng lượng, bao bì, quy cách đóng gói, nhiệt độ bảo quản hàng hoá của mỗi lô hàng cụ thể do Bên B cung cấp cho bên A. Bên B cung cấp thông tin nhân sự đại diện bên B thực hiện giao dịch với bên A quy định chi tiết tại Phụ lục 3 của Hợp đồng này.

Điều 3. Thời gian thực hiện

1. Bên A nhận hàng hoá lưu kho của bên B và thực hiện các dịch vụ kèm theo như nêu ở Điều 2 Khoản 1 (Sau đây được gọi tắt là dịch vụ) kể từ ngày hợp đồng được ký.
2. Đây là cơ sở để bên B thanh toán phí dịch vụ phát sinh trong quá trình gửi hàng tại kho bên A.

Điều 4. Đơn giá dịch vụ

1. Đơn giá dịch vụ: Đơn giá dịch vụ theo quy định tại **Phụ Lục 01** đính kèm của Hợp Đồng này.
2. Trong trường hợp giá dịch vụ được thay đổi, Bên A sẽ thông báo bằng văn bản, email hoặc Fax cho Bên B trước 30 (ba mươi) ngày. Trong vòng 7 (bảy) ngày kể từ ngày nhận được thông báo của Bên A thì Bên B có trách nhiệm xác nhận cho Bên A. Quá thời hạn 7 (bảy) ngày kể từ ngày nhận được thông báo của Bên A mà Bên B không xác nhận thì xem như Bên B đồng ý với giá dịch vụ được thay đổi; việc thay đổi giá dịch vụ được hai Bên lập thành Phụ lục hợp đồng.
3. Bên B thanh toán thuế giá trị gia tăng theo thuế suất và phụ thu (nếu có) theo quy định Nhà Nước tại từng thời điểm.
4. Các dịch vụ chưa được liệt kê tại hợp đồng này, hai Bên sẽ thương lượng và thỏa thuận riêng đồng thời được thể hiện bằng một phụ lục hợp đồng.



Điều 5. Điều khoản thanh toán

1. **Đồng tiền thanh toán:** Đồng Việt Nam
2. **Hình thức thanh toán:**
 - a. Chuyển khoản.
 - b. Thông tin tài khoản được nêu chi tiết trong hợp đồng này và trong hóa đơn giá trị gia tăng hoặc theo thông báo bằng văn bản của Bên A vào từng thời điểm; Phí ngân hàng liên quan đến bên nào bên đó chịu.

3. **Điều kiện thanh toán:**

Vào ngày cuối của mỗi tháng Dương lịch (nếu trùng vào ngày nghỉ thì sẽ được tính ngày tiếp theo), hai Bên tiến hành đối chiếu số liệu xuất - nhập - tồn kho và các dịch vụ khác chậm nhất đến ngày 05 của tháng sau. Sau ngày 05 này, Bên B không phản hồi số liệu nhập - xuất - tồn kho của Bên A cung cấp cho Bên B thì xem như Bên B chấp nhận các số liệu của Bên A và đồng ý thanh toán theo số liệu của Bên A. Sau đó Bên A sẽ phát hành bộ chứng từ gốc thanh toán sau đây:

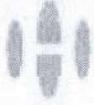
- a. Bảng kê phí lưu kho.
- b. Bảng kê phí bốc xếp.
- c. Bảng kê các phí dịch vụ khác (nếu có).
- d. Hóa đơn giá trị gia tăng dịch vụ kho.

4. **Thời hạn thanh toán:**

- a. Trong vòng 5 (năm) ngày kể từ ngày Bên B nhận được bộ chứng từ thanh toán do Bên A phát hành, Bên B phải thanh toán phí dịch vụ kho của tháng ngay trước đó.
 - b. Nếu quá 05 (năm) ngày kể từ ngày Bên B nhận được bộ chứng từ thanh toán của Bên A mà Bên B chưa thanh toán tiền thì Bên B có nghĩa vụ trả nợ gốc và lãi được tính trên số tiền/số ngày chậm thanh toán với mức lãi suất cho vay của Ngân Hàng TMCP Ngoại Thương Việt Nam – Chi nhánh Cần Thơ công bố tại thời điểm mà Bên B thanh toán tiền nợ gốc và lãi. Thời hạn thanh toán chậm không được quá 15 (mười lăm) ngày kể từ ngày Bên B nhận được bộ chứng từ thanh toán.
 - c. Nếu quá 15 (mười lăm) ngày kể từ ngày Bên B nhận được bộ chứng từ thanh toán của Bên A mà Bên B vẫn chưa thanh toán tiền, thì Bên A có quyền chấm dứt hợp đồng trước thời hạn và đồng thời Bên B có nghĩa vụ trả nợ gốc và lãi phạt được tính dựa trên số tiền/số ngày chậm thanh toán với mức lãi bằng 1,5 lần lãi suất cho vay của Ngân Hàng TMCP Ngoại Thương Việt Nam – Chi nhánh Cần Thơ công bố tại thời điểm mà Bên B thanh toán tiền nợ gốc và lãi phạt.
5. Bên B phải thanh toán toàn bộ công nợ và các chi phí khác có liên quan đến hàng hóa của mình trước khi nhận lô hàng cuối cùng trong kho. Giá trị hàng hóa của Bên B đang lưu kho phải cao hơn 200% toàn bộ công nợ của Bên B đối với Bên A vào thời điểm Bên B xuất hàng ra khỏi kho.

Điều 6. Giao nhận hàng hóa

1. Bên B thông báo thông tin lô hàng xuất nhập kho (mô tả hàng hóa, số lượng, trọng lượng, nhiệt độ trữ lạnh, ngày sản xuất, hạn sử dụng, thời gian dự kiến nhập, xuất hàng, phương tiện vận chuyển và các thông tin khác) cho Bên A trước 24 giờ thông qua văn bản, fax, thư điện tử.



2. Trước khi nhập hàng hoá vào kho, Bên B phải cung cấp Bảng kê hàng hoá quy định tại Khoản 1 Điều này và cử người đại diện giám sát, xác nhận việc nhập hàng.
3. Hàng hóa phải được đóng gói trong thùng hoặc kiện chắc chắn, ghi rõ tên, loại, kích cỡ hàng hóa, thời hạn sử dụng. Bên A có quyền từ chối nhập hàng nếu bao bì rách vỡ, nhiệt độ trung bình của hàng hóa không đảm bảo, mất vệ sinh, hàng hoá gần hết hạn sử dụng, hết hạn sử dụng hoặc không đáp ứng các yêu cầu lưu trữ hàng hoá của Bên A.
4. Đối với hàng hoá nhập khẩu, hàng hoá có quy định về hạn sử dụng thì bên B phải cung cấp cho bên A: Tờ khai hải quan nhập khẩu, Giấy kiểm dịch động vật, giấy kiểm dịch thực vật, giấy tờ hợp pháp thể hiện thời hạn sử dụng của hàng hoá.
5. Bên A tiếp nhận hàng hóa của bên B trên cơ sở nguyên trạng như được đóng gói, bên A không có nghĩa vụ xác định chất lượng, số lượng bên trong từng thùng (hoặc gói, hoặc hàng rời) của hàng hóa. Số lượng, chủng loại, trọng lượng, quy cách, tình trạng hàng hoá thực tế nhập kho phải được lập bằng văn bản có sự xác nhận của đại diện bên B và người đại diện kiểm đếm hợp pháp của bên A. Chi tiết quy định Khoản 3 Điều 5 và Khoản 5 Điều này là cơ sở để bên B thanh toán phí dịch vụ phát sinh trong quá trình gửi hàng hoá tại kho.
6. Khi xuất hàng hoá, bên B phải cung cấp cho bên A “Giấy đề nghị xuất hàng” với nội dung: Tên công ty, người nhận hàng, chủng loại, số lượng, trọng lượng hàng hoá và các yêu cầu khác của bên B. “Giấy đề nghị xuất hàng” phải có chữ ký của người đại diện hoặc của người được uỷ quyền hợp pháp và con dấu của Bên B.

Điều 7. Cung cấp và trao đổi thông tin

1. Người đại diện/ủy quyền

Sau khi Hợp đồng này được ký kết, hai bên phân công người đại diện giao dịch thực hiện Hợp đồng. Đại diện hai bên sẽ được giới thiệu chính thức cho bên kia bằng văn bản (Giấy ủy quyền hoặc Giấy giới thiệu).

Người đại diện có trách nhiệm thực thi đúng đắn công việc được giao, theo đúng quy trình công việc được hai bên thống nhất với tinh thần Hợp tác, phục vụ lợi ích chung của hai Bên.

Phạm vi công tác và quyền hạn của người đại diện được quy định trong quy trình thực hiện Hợp đồng. Mọi vấn đề phát sinh, vượt qua phạm vi hiệu lực của Hợp đồng, người đại diện phải báo cáo và giải quyết công việc theo chỉ đạo, ủy quyền của cấp trên mỗi bên.

Hai bên thống nhất các giao dịch có liên quan đến Hợp đồng này được thực hiện thông qua người đại diện liên lạc đã được quy định như trên. Trong trường hợp thay đổi người đại diện liên lạc, hai bên cần có thông báo kịp thời bằng văn bản chính thức gửi fax hoặc thư điện tử trong thời gian không quá 24h, kể từ thời điểm người đại diện liên lạc không còn quyền tiếp tục đại diện. Thông báo có giá trị khi được xác nhận bởi đại diện liên lạc của Bên còn lại.

2. Thay đổi thông tin

Nếu có sự thay đổi về những thông tin liên quan đến quá trình giao dịch giữa hai bên trong Hợp đồng như : Thay đổi người đại diện, thay đổi trụ sở làm việc, mã số thuế, tài khoản thanh toán, địa điểm giao nhận và các thông tin khác có liên quan ; Hai bên có trách



nhiệm thông báo chính thức bằng văn bản trước khi phát sinh giao dịch mới. Nếu việc thông báo thay đổi thông tin không kịp thời và gây ra những thiệt hại, Bên gây thiệt hại phải chịu trách nhiệm bồi hoàn toàn bộ các thiệt hại do việc thông báo chậm hoặc không thông báo gây ra.

Điều 8. Quyền và trách nhiệm của Bên A

1. Đảm bảo hàng hóa được bảo quản ở nhiệt độ thích hợp theo quy định tại Phụ Lục 01 đính kèm của Hợp Đồng này.
2. Đảm bảo tính chính xác trong giao nhận, phân loại hàng hóa.
3. Kho lưu trữ đảm bảo sạch sẽ, vệ sinh và tuân thủ các tiêu chuẩn và quy trình vệ sinh.
4. Trang bị đầy đủ các trang thiết bị chuyên dùng đảm bảo quá trình lưu trữ sản phẩm và thực hiện dịch vụ nhanh chóng, thuận lợi, an toàn.
5. Bên A có quyền từ chối xuất hàng cho Bên B trong trường hợp Bên B vi phạm nghĩa vụ thanh toán quy định tại Điểm b, c Khoản 4 Điều 5 của Hợp Đồng này.
6. Bên A có quyền từ chối nhập hàng nếu hàng hoá của bên B:
 - a. Không đáp ứng điều kiện nhập hàng quy định tại Hợp Đồng;
 - b. Không phù hợp với điều kiện hoạt động và lưu trữ của kho.
7. Bên A chỉ chịu trách nhiệm quản lý hàng hoá, rủi ro của hàng hoá kể từ thời điểm hàng hoá chuyển qua bậc thềm cửa kho và được xếp trong khu vực trữ hàng theo các quy định của Hợp đồng.
8. Cung cấp tài khoản và mật khẩu truy cập hệ thống quản lý kho (WMS) của Bên A để Bên B truy cập thông tin về hàng hóa và đặt yêu cầu dịch vụ; cung cấp cho Bên B báo cáo về tình hình hàng hóa trong tháng hoặc theo thời điểm bên B yêu cầu.
9. Bên A không chịu trách nhiệm trước cơ quan Nhà nước có thẩm quyền về nguồn gốc, thời hạn sử dụng và tính hợp pháp của các lô hàng của bên B gửi kho.
10. Trong quá trình hàng hóa được lưu kho, Bên A không chịu trách nhiệm về sự thay đổi chất lượng, bao bì, trọng lượng và tỷ lệ hao hụt do các nguyên nhân thay đổi tự nhiên của sản phẩm trong điều kiện của kho lạnh.
11. Bồi thường cho bên B trong các trường hợp sau: Hàng hóa trong kho bị thất lạc, mất mát, hàng hóa bị vỡ nát không còn nguyên như ban đầu, bị hư hỏng do bên A không thực hiện đầy đủ các Nghĩa vụ của bên A theo quy định tại Hợp đồng.
12. Giá trị bồi thường (nếu có) dựa theo giá nhập khẩu, hoặc giá mua, hoặc giá xuất xưởng của hàng hóa tùy theo hàng nhập khẩu, hoặc mua trong nước hoặc sản xuất theo thời điểm thực tế.
13. Thông báo bằng văn bản ngay cho bên B khi phát hiện ra bất kỳ nguy cơ hư hỏng hoặc tổn thất đối với hàng hóa của bên B do tính chất sinh học, hóa học, vật lý, vòng đời của hàng hóa và yêu cầu bên B tìm cách giải quyết trong thời hạn 15 ngày.
14. Giữ bí mật thông tin đối với hàng hóa được lưu kho trừ khi được Bên B cho phép và/ hoặc căn cứ vào yêu cầu bằng văn bản của bất kỳ cơ quan Nhà nước có thẩm quyền nào và/ hoặc do luật pháp yêu cầu. Trong các trường hợp đó, Bên A sẽ kịp thời thông báo cho Bên B và Bên B không được khiếu nại đối với Bên A về vấn đề này.



15. Chấm dứt hợp đồng trước thời hạn theo các qui định của Hợp đồng.
16. Các quyền và trách nhiệm khác theo quy định của pháp luật.

Điều 9. Quyền và trách nhiệm của bên B

1. Thực hiện đầy đủ thủ tục giao nhận hàng hóa tại kho lạnh Bên A. Cung cấp cho Bên A chi tiết về người có thẩm quyền hoặc người đại diện giao dịch và các số fax, địa chỉ thư điện tử, số điện thoại để giao dịch với bên A.
2. Đưa ra các yêu cầu rõ ràng bằng văn bản về các điều kiện lưu kho, bốc xếp, thuê dịch vụ đối với hàng hóa của mình. Bên A sẽ không chịu trách nhiệm đối với những thiệt hại và tổn thất do Bên B cung cấp thiếu, không chính xác các thông tin về hàng hóa gửi kho.
3. Thông báo cho Bên A nếu hàng hóa không đúng tiêu chuẩn, vượt quy cách chứa hàng của pallet gỗ của kho, phát tán mùi hoặc khí có thể làm ô nhiễm hàng hóa khác trong kho. Trong các trường hợp này, bên A có quyền từ chối nhận hàng hóa đó.
4. Bên B tự chịu trách nhiệm quản lý hàng hoá, rủi ro của hàng hoá khi hàng hoá ở khu vực sân đậu xe chờ nhập xuất hàng hoặc ở bên ngoài phạm vi kho.
5. Thanh toán đầy đủ và đúng hạn các khoản phí dịch vụ, các chi phí khác và các khoản công nợ đối với bên A.
6. Giữ bí mật các thông tin liên quan đến hợp đồng giữa hai Bên; có trách nhiệm bồi thường thiệt hại cho Bên A do việc tiết lộ thông tin của Bên B gây ra.
7. Có trách nhiệm thực hiện các thủ tục, quy trình, quy định về vệ sinh thú y, về an toàn thực phẩm...theo luật định.
8. Đảm bảo rằng hàng hóa của Bên B gửi tại kho Bên A là các mặt hàng hợp pháp về nguồn gốc, quyền sở hữu; được phép lưu trữ và sử dụng tại Việt Nam theo quy định của pháp luật; chịu trách nhiệm giải quyết các vấn đề pháp lý liên quan đến hàng hóa của mình và bồi thường cho Bên A nếu những thông tin của Bên B gây ảnh hưởng xấu đến uy tín của Bên A.
9. Cung cấp đầy đủ các chứng từ hợp lệ, hợp pháp về giá trị hàng hóa trong trường hợp yêu cầu Bên A bồi thường thiệt hại như đề cập tại Khoản 11 Điều 8 và Điều 11 Hợp Đồng này.
10. Ngoại trừ lý do ở Điều 13 của Hợp Đồng này và các lý do vi phạm của bên A phải chấm dứt hợp đồng thì việc Bên B chấm dứt hợp đồng trước thời hạn phải thông báo bằng văn bản cho Bên A biết trước ít nhất 30 (ba mươi) ngày, và thanh toán đầy đủ các khoản phí dịch vụ, các chi phí khác và các khoản công nợ đối với Bên A. Mọi chi phí khác Bên B tự chịu trách nhiệm.
11. Gửi bản gốc hợp đồng và các phụ lục cho bên A.
12. Các quyền và trách nhiệm khác theo quy định của pháp luật.

Điều 10. Thanh lý, tiêu huỷ hàng hoá

1. Bên A có nghĩa vụ thông báo bằng văn bản cho bên B khi có tình trạng hàng hoá tự hư hỏng, hàng hoá gần hết hạn sử dụng, hàng hoá hết hạn sử dụng tại kho. Sau khi nhận được thông báo của bên A thì bên B có nghĩa vụ thanh lý, tiêu huỷ và tự chịu các chi phí các loại hàng hoá này theo quy định.



2. Bên A có quyền đơn phương thanh lý, tiêu huỷ hàng hoá của Bên B đang gửi kho trong các trường hợp sau :
 - a. Sau 15 ngày kể từ ngày bên A gửi thông báo quy định tại Khoản 1 Điều này mà Bên B không giải quyết thanh lý, tiêu huỷ hàng hoá tự hư hỏng, hàng hoá gần hết hạn sử dụng, hàng hoá hết hạn sử dụng và/hoặc các loại hàng hoá này là nguy cơ gây nguy hiểm cho sự an toàn, vệ sinh của kho thì Bên A sẽ chủ động tiến hành việc tiêu huỷ, thanh lý hàng hoá; mọi chi phí cho các công việc này do Bên B chịu và có nghĩa vụ thanh toán cho Bên A.
 - b. Việc thanh lý hàng hoá khi chấm dứt hợp đồng trước thời hạn theo điểm c Khoản 4 Điều 5 của Hợp Đồng này sẽ được trừ nợ gốc, lãi và các chi phí phát sinh ; tiền còn dư từ việc thanh lý hàng hoá sẽ trả lại cho bên B.
3. Bên A có nghĩa vụ thông báo bằng văn bản cho bên B trước khi thực hiện việc thanh lý, tiêu huỷ hàng hoá quy định tại Hợp đồng này.
4. Nguyên nhân hàng hoá hư hỏng quy định tại Khoản 1; Điểm a Khoản 2 Điều này không do lỗi của Bên A.

Điều 11. Bảo hiểm hàng hóa

1. Bên B chịu trách nhiệm mua bảo hiểm hàng hóa. Trong trường hợp Bên A mua theo đề nghị của Bên B thì Bên B sẽ thanh toán cho Bên A các chi phí mua bảo hiểm phát sinh liên quan đến hợp đồng này.
2. Bên B tự chịu trách nhiệm về hàng hóa đã được đóng gói và niêm phong trong thùng giấy, hoặc đóng kiện hoàn chỉnh, do đó Bên A không thể biết được giá trị của hàng hóa. Bên B đồng ý với Bên A rằng giá trị tối đa của hàng hóa bằng với “Giá trị được bảo hiểm” và trách nhiệm tối đa của Bên A đối với Bên B trong mọi trường hợp là bằng với “Giá trị được bảo hiểm”.
3. Trong bất kỳ trường hợp nào, kể cả khi xảy ra sự kiện bất khả kháng theo quy định tại Điều 12 Hợp Đồng này, bất kể nguyên nhân gây tổn thất hoặc giá trị của hàng hóa, Bên A sẽ không chịu trách nhiệm đối với bất kỳ thiệt hại và tổn thất nào vượt quá và trên mức “giá trị được bảo hiểm”.

Điều 12. Bất khả kháng

1. Không Bên nào phải chịu trách nhiệm cho bất kỳ sự chậm trễ hay thất bại nào trong việc thực hiện bất kỳ nghĩa vụ hoặc trách nhiệm nào theo như Hợp đồng này, cũng như những hậu quả do việc chậm trễ hay thất bại này gây ra mà có nguyên nhân bởi sự kiện hay hoàn cảnh nằm ngoài sự kiểm soát của Bên đó do việc thực hiện nghĩa vụ cơ bản theo hợp đồng này, bao gồm những nguyên nhân sau nhưng không giới hạn: chiến tranh, đình công, bạo loạn (do một nhóm người gây ra nằm ngoài sự nhận thức và kiểm soát của mỗi bên), dân biến, đảo chính, kẹt xe, đường trơn trượt, nước từ dưới đất hoặc nước từ dưới cống tràn lên, tai nạn giao thông, hỏa hoạn, nổ, phá hoại, hiểm họa của biển và không khí, cấm vận, hành vi của Chính phủ, thiên tai, đó là những việc nằm ngoài sự kiểm soát hợp lý của mỗi Bên làm giảm khả năng thực hiện các nghĩa vụ theo hợp đồng này. Không tùy thuộc vào các sự kiện hoặc các trường hợp, Bên còn lại phải được báo cáo ngay lập tức và Bên chịu ảnh hưởng nỗ lực thực hiện để giảm bớt thiệt hại hoặc tổn thất gây ra bởi các sự kiện không may hay hoàn cảnh.

11/01/2025 14:11



2. Thông báo về bất khả kháng:

Bên gặp trường hợp bất khả kháng phải gửi thông báo bằng văn bản cho Bên kia về việc tạm ngưng thực hiện nghĩa vụ trong vòng 03 (ba) ngày làm việc kể từ ngày gặp trường hợp bất khả kháng, trong đó có nêu rõ tính chất của việc tạm ngưng, các lý do tạm ngưng, thời gian dự kiến phải tạm ngưng và biện pháp nào sẽ thực hiện để khắc phục hậu quả của sự kiện bất khả kháng; cung cấp bằng chứng bằng văn bản về tình trạng bất khả kháng của mình; thời gian sớm nhất sẽ bắt đầu thực hiện trở lại nghĩa vụ của mình.

3. Trường hợp có tổn thất hàng hoá thực tế phát sinh vì nguyên nhân bất khả kháng, thì mỗi Bên phải tự chịu trách nhiệm đối với tổn thất hàng hoá, tài sản của mình theo quy định của pháp luật.

Điều 13. Thời hạn hợp đồng và chấm dứt hợp đồng

1. Hợp đồng có thời hạn kể từ ngày ký đến hết ngày 31/12/2025 và được gia hạn bằng phụ lục hợp đồng.
2. Hợp đồng này chấm dứt trước thời hạn trong các trường hợp sau:
 - a. Trong trường hợp hai Bên ký kết thỏa thuận chấm dứt trước hạn; Bên yêu cầu chấm dứt trước hạn phải gửi thông báo bằng văn bản cho bên kia trước 30 ngày.
 - b. Khi ít nhất một Bên gặp trường hợp bất khả kháng khiến Bên đó không thể tiếp tục thực hiện một phần hoặc toàn bộ hợp đồng và trường hợp bất khả kháng đó là không thể khắc phục;
 - c. Hợp đồng này sẽ đương nhiên chấm dứt trong trường hợp một trong hai Bên hoặc cả hai Bên chấm dứt hoạt động, giải thể, tuyên bố phá sản hoặc không còn tồn tại ở Việt Nam hoặc không được phép hoạt động theo quyết định của cấp có thẩm quyền.
 - d. Các trường hợp khác được ghi nhận trong Hợp Đồng này
3. Trong thời hạn của hợp đồng, nếu bên B không còn lưu giữ hàng hóa tại kho lạnh Bên A liên tục 03 (ba) tháng và hai Bên không còn khoản nợ tồn đọng lẫn nhau thì hợp đồng này xem như đã được thanh lý và tự động chấm dứt.
4. Trong trường hợp một Bên vi phạm hoặc không tuân thủ các điều khoản đã thỏa thuận trong hợp đồng này và vi phạm đó không được khắc phục trong vòng 30 (ba mươi) ngày kể từ ngày Bên không vi phạm thông báo cho Bên vi phạm thì Bên không vi phạm có quyền chấm dứt hợp đồng này và thông báo cho bên kia bằng văn bản.
5. Những căn cứ chấm dứt hợp đồng khác theo qui định của pháp luật hiện hành.

Điều 14. Điều khoản chung

1. Trong trường hợp có sự sáp nhập hoặc mua lại giữa một công ty khác với một trong hai Bên, thì hợp đồng này sẽ được thanh lý theo thỏa thuận của hai Bên hoặc vẫn còn giá trị và các quyền, trách nhiệm sẽ chuyển sang cho công ty mới theo đúng thủ tục, trình tự quy định của pháp luật.
2. Hai Bên cam kết thực hiện đúng và đầy đủ các điều khoản nêu trong hợp đồng này. Việc thay đổi bất kỳ nội dung nào của hợp đồng phải được thống nhất, chấp thuận bằng văn bản giữa hai Bên mới có giá trị. Nếu gặp khó khăn trong quá trình thực hiện hợp đồng, hai Bên sẽ trao đổi và giải quyết trên tinh thần hợp tác, tôn trọng, hai Bên cùng có lợi và không vi phạm quy định của pháp luật.



HANH NGUYEN LOGISTICS

CÔNG TY CỔ PHẦN HẠNH NGUYỄN LOGISTICS

Add: Cụm công nghiệp tập trung Phú Hữu A - Giai đoạn 1,

Thị trấn Mái Dầm, Huyện Châu Thành, Tỉnh Hậu Giang

Tel: 077 980 3456 Website: www.hanhnguyen.vn

3. Nếu có bất kỳ tranh chấp nào phát sinh liên quan đến hợp đồng này, hai Bên sẽ thương lượng giải quyết. Trường hợp không giải quyết được bằng đàm phán thì tranh chấp sẽ được giải quyết bởi Tòa án nhân dân có thẩm quyền theo quy định của pháp luật.
4. Hợp đồng có hiệu lực từ ngày ký, được lập thành 02 (hai) bản bằng tiếng Việt, có giá trị như nhau, mỗi Bên giữ 01 (một) bản; các phụ lục là bộ phận không thể tách rời của hợp đồng chính.

**ĐẠI DIỆN BÊN A
TRƯỞNG PHÒNG KINH DOANH**

**ĐẠI DIỆN BÊN B
TỔNG GIÁM ĐỐC**

PHAN THỊ HỒNG NHUNG

TÔ THÁI THÀNH



CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
----- oOo -----

HỢP ĐỒNG MUA BÁN
Số: .../PT-TT/25

- Căn cứ Bộ luật dân sự số 91/2015/QH13 được Quốc hội nước Cộng hòa xã hội chủ nghĩa Việt Nam khóa XIII kỳ họp thứ 10 thông qua ngày 24/11/2015.
- Căn cứ vào năng lực, nhu cầu và sự thỏa thuận của hai bên.

Hôm nay, vào lúc ... giờ ... phút ngày ... tháng ... năm 2025, tại văn phòng công ty **Cổ Phần Tập Đoàn Tiên Thịnh** chúng tôi gồm có:

BÊN BÁN CÔNG TY CP CHẾ BIẾN THỰC PHẨM XUẤT KHẨU PHÚ THỊNH

(Bên B):

Địa chỉ: KCN Tân Phú Thạnh, huyện Châu Thành A, tỉnh Hậu Giang.

Điện thoại:

Tài khoản:

Mã số thuế :

Do bà:

Sau đây gọi tắt là Bên A

BÊN MUA CÔNG TY CỔ PHẦN TẬP ĐOÀN TIÊN THỊNH

(Bên A):

Địa chỉ: Ấp Mỹ Phú, xã Tân Phước Hưng, huyện Phụng Hiệp, tỉnh Hậu Giang.

Điện thoại:

Tài khoản:

Mã số thuế :

Do ông:

Sau đây gọi tắt là Bên B

Sau khi thỏa thuận, hai bên thống nhất ký hợp đồng mua bán theo các điều khoản sau:

ĐIỀU 1: TÊN HÀNG – SỐ LƯỢNG – ĐƠN GIÁ - TỔNG TRỊ GIÁ

STT	TÊN HÀNG	SỐ LƯỢNG (kg)	ĐƠN GIÁ (đ/kg) (chưa VAT)	THÀNH TIỀN (chưa VAT)
1				
TỔNG CỘNG				

Đơn giá trên là giá giao hàng tại kho của bên B.

Tiền hàng chưa có VAT: VNĐ

VAT 8%: VNĐ

Tổng giá trị (đã có 10% VAT): VNĐ

Bằng chữ:

ĐIỀU II: QUY CÁCH SẢN PHẨM – BAO BÌ ĐÓNG GÓI

1. QUY CÁCH:

A. CHỈ TIÊU CẢM QUAN:

- Mùi vị: đặc trưng, không có mùi vị lạ.
- Màu sắc: màu vàng cam tự nhiên.
- Sản phẩm 100% sản xuất từ sơ ri và chanh trái tươi, không pha thêm nước, không bổ sung phụ gia.

B. CHỈ TIÊU LÝ HÓA:

- Brix: 3° min
- Acidity: As Natural
- Pulp: As Natural
- pH: 3.8 max

C. CHỈ TIÊU VI SINH:

- Total Plate Count: 10³ cfu/g max
- Yeast and Mould: 100 cfu/g max
- Coliforms: 10 cfu/g max
- E. coli: Negative
- Salmonella: Negative

Lưu ý: Chỉ tiêu vi sinh nào nhà máy không tự kiểm được thì phải gửi mẫu của cùng batch sản xuất chuẩn bị giao hàng đi kiểm đầy đủ các vi sinh trên

D. HẠN SỬ DỤNG:

24 tháng kể từ ngày sản xuất trong điều kiện bảo quản ở nhiệt độ – 18°C

2. ĐÓNG GÓI – BAO BÌ

A. ĐÓNG GÓI

- 4 x 5kg/túi/thùng chanh dây puree không hạt
- Trên mỗi túi PE có dán 1 tem dán nhãn tạm.
- Nội dung tem dán theo thiết kế của khách hàng.
- Bên B không dùng ký mã hiệu của bên A cho khách hàng khác.

B. BAO BÌ

- Chất lượng túi PE phải mới, đảm bảo độ dày, độ chống ăn mòn do tác dụng của acid trong sản phẩm trong thời gian bảo hành sản phẩm là 24 tháng.
- Túi PE phải được lau sạch sau khi rót sản phẩm để tránh hiện tượng túi bị men mốc trong quá trình vận chuyển.
- Phuy mới, phải khô, sạch và phù hợp cho việc đựng thực phẩm. Mỗi phuy phải được đóng kính đảm bảo chắc chắn trong quá trình bốc xếp, vận chuyển.

ĐIỀU III: THỜI GIAN VÀ ĐỊA ĐIỂM GIAO NHẬN

- Thời gian giao hàng: Trong vòng 60 ngày kể từ ngày hợp đồng được hai bên ký kết.
- Địa điểm giao hàng: Tại Công Ty Cp Chế Biến Thực Phẩm Xuất Khẩu Phú Thịnh

ĐIỀU IV: PHƯƠNG THỨC THANH TOÁN – CHỨNG TỪ THANH TOÁN

1. PHƯƠNG THỨC THANH TOÁN:

Trong vòng 30 ngày kể từ ngày nhận đủ lượng hàng theo hợp đồng đã ký thì bên A sẽ thanh toán dứt điểm cho bên B giá trị lô hàng mà bên B đã giao cho bên A.

2. CHỨNG TỪ THANH TOÁN:

- Hoá đơn GTGT do bên B phát hành.
- Kết quả kiểm nghiệm (Certificate of Analysis) do bên B gửi cho bên A để gửi cho khách hàng bao gồm ngày sản xuất, mẻ sản xuất (Batch No.), số lượng thùng phuy của mỗi batch sản xuất, độ Brix, Acid, Pulp, pH, viscosity, % solid, chỉ tiêu vi sinh, khối lượng tịnh, khối lượng cả bì của mỗi thùng phuy.

ĐIỀU V: TRÁCH NHIỆM MỖI BÊN

1. BÊN A:

- Có trách nhiệm hoàn thành các thủ tục cần thiết để bên B tiến hành việc giao hàng kịp thời hạn đã thoả thuận.
- Có trách nhiệm gửi cho bên B lịch giao hàng 5 ngày trước ngày giao hàng.
- Thanh toán tiền hàng cho bên B như quy định ở điều IV.

2. BÊN B:

- Cung cấp cho bên A phiếu đóng gói có ghi rõ ngày sản xuất.

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- 05 ngày trước ngày giao hàng, bên B gửi cho bên A Certificate of Analysis bao gồm: số lượng thùng phuy, ngày sản xuất, mẻ sản xuất (Batch No.), số lượng thùng phuy của mỗi batch sản xuất, độ Brix, Acid, Pulp, pH, viscosity, %s olid, kết quả kiểm nghiệm vi sinh, khối lượng tịnh, khối lượng cả bì của mỗi thùng phuy để bên A gửi cho khách hàng ngoại kiểm tra, xác nhận trước khi giao hàng.
- Chịu trách nhiệm về chất lượng sản phẩm đến khách hàng ngoại và phải có trách nhiệm bồi thường lô hàng khi có vấn đề của khách hàng ngoại yêu cầu bồi thường lô hàng do không đạt chất lượng như qui định của hợp đồng này.
- Tự kiểm tra chất lượng lô hàng và chịu trách nhiệm về chất lượng lô hàng như Giấy chứng nhận chất lượng Certificate of Analysis của bên B giao cho bên A để gửi cho khách hàng ngoại.
- Giao hàng đúng thời hạn qui định.
- Trong trường hợp chậm giao hàng so với lịch giao hàng như quy định trong hợp đồng, bên B phải chịu mọi chi phí bồi thường do việc không thực hiện đúng hợp đồng nếu khách hàng ngoại yêu cầu bồi thường.

ĐIỀU V: CAM KẾT CHUNG

- Hợp đồng sẽ mặc định được thanh lý khi hai bên thực hiện đầy quyền và nghĩa vụ đã được ghi tại hợp đồng này.
- Hai bên cam kết thực hiện đầy đủ các điều khoản được ghi tại hợp đồng này. Nếu bên nào thực hiện sai và gây thiệt hại về kinh tế cho bên kia thì bên vi phạm sẽ phải bồi hoàn thiệt hại và chịu hoàn toàn trách nhiệm trước pháp luật.
- Trong quá trình thực hiện hợp đồng nếu có vấn đề phát sinh thì hai bên cùng bàn bạc giải quyết. Mọi thoả thuận khác với các điều khoản được ghi trong hợp đồng này thì phải được lập thành văn bản. Văn bản này phải được hai bên ký kết và được xem là phụ lục hợp đồng. Phụ lục hợp đồng này không thể tách rời hợp đồng chính trong suốt quá trình thực hiện.
- Trong trường hợp hai bên không tự giải quyết được những khó khăn thì hai bên thống nhất sẽ đưa ra giải quyết tại tòa án quận Ninh Kiều – TP. Cần Thơ. Quyết định của tòa án quận Ninh Kiều là cơ sở cuối cùng để hai bên thực hiện. Mọi chi phí phát sinh trong quá trình giải quyết tranh chấp tại tòa án quận Ninh Kiều sẽ do bên vi phạm chịu.

Hợp đồng có hiệu lực kể từ ngày ký và được lập thành 02 bản, mỗi bên giữ 01 bản có giá trị như nhau để làm cơ sở thực hiện.

ĐẠI DIỆN BÊN A

ĐẠI DIỆN BÊN B



No: 06/2025/TT6/TTTr-DHDCĐ

Hau Giang, 29 April 2025

**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

*Re: Transfer the Company's shares, currently registered for trading on the Upcom trading system,
to listing on the Ho Chi Minh City Stock Exchange*

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.*

To ensure the interests of shareholders and align with the Company's development direction, the Board of Directors respectfully submits for approval by the General Shareholders' Meeting the plan to transfer the shares of Tien Thinh Group Joint Stock Company (Ticker: TT6) currently trading on the Upcom trading system to be listed on the Ho Chi Minh Stock Exchange (HOSE), as detailed below:

A. CANCELLING TRADING ON UPCOM AND LISTING ON HOSE

Cancel the registration of all shares of Tien Thinh Group Joint Stock Company (stock code: TT6) on the Upcom trading system and transfer the registration for listing on HOSE.

The expected timeline for submitting the listing application: within 2025, immediately after completing the share offering to existing shareholders. The Board of Directors and/or the Chairman of the Board of Directors is authorized to choose the appropriate time to submit the listing application.

B. ORGANIZATION OF IMPLEMENTATION

The General Shareholders' Meeting assigns and authorizes the Board of Directors and/or the Chairman of the Board of Directors to direct and carry out the tasks, documentation, and procedures related to transferring the shares of the Company from Upcom to be listed on HOSE in accordance with current legal regulations. The Board of Directors has the authority to decide and modify the sequence and timing of the cancellation of registration on Upcom and the listing on HOSE as deemed necessary.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.



Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.



**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

Re: Proposal for Issuing Shares to Pay Dividends for 2024

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Based on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tiên Thịnh Group Joint Stock Company.*

The Board of Directors respectfully submits for approval by the General Shareholders' Meeting the plan to issue shares to pay dividends for the year 2024 as follows:

A. ISSUANCE OF SHARES TO PAY DIVIDENDS FOR 2024:

I. Plan for Issuing Shares to Pay Dividends for 2024

- 1. Name of the issuing organization** : Tiên Thịnh Group Joint Stock Company
- 2. Share name** : Tiên Thịnh Group Joint Stock Company Shares
- 3. Type of shares issued** : Common shares
- 4. Par value of shares** : 10.000 VND/share
- 5. Current charter capital** : 205.458.000.000 VND (In words: Two hundred five billion, four hundred fifty-eight million VND)
- 6. Total number of outstanding shares** : 20.545.800 shares (In words: Twenty million, five hundred forty-five thousand, eight hundred shares)
- 7. Number of treasury shares** : 0 shares
- 8. Number of shares to be issued** : 2.260.038 shares (In words: Two million, two hundred sixty thousand, thirty-eight shares)
- 9. Total value of shares to be issued at par value:** : 22.600.380.000 VND (In words: Twenty-two billion, six hundred million, three hundred eighty thousand VND)



- 10. Target participants for the issuance** : Existing shareholders listed in the shareholder register on the record date, as confirmed by the Vietnam Securities Depository and Clearing Corporation. The record date will be decided by the General Shareholders' Meeting and authorized for the Board of Directors. Treasury shares (if any) will not be eligible to participate in the new share issuance.
- 11. Issuance method** : Rights offering to existing shareholders.
- 12. Rights exercise ratio** : 11%
- On the record date, each shareholder will receive 1 right for every 1 share held. Every 100 rights will allow the shareholder to receive 11 additional shares as dividends.
- 13. Issuance capital source** : The capital for the issuance will come from retained earnings (undistributed profits after tax) based on the audited financial statements as of December 31, 2024.
- 14. Execution time** : The issuance will take place alongside the share offering to existing shareholders as approved by the General Shareholders' Meeting in Resolution No. 02/2024/TT6/NQ-DHĐCĐ dated December 13, 2024.
- The expected time for execution is in Q3 and Q4 of 2025, after the Vietnam Securities Commission confirms the receipt of the required documents for the share issuance.
- 15. Handling fractional shares** : Any fractional shares resulting from the issuance will be rounded down to the nearest whole share, ensuring that the total number of shares distributed does not exceed the total number of shares to be issued. Any fractional shares (if any) will be cancelled and not issued. The new charter capital will be based on the actual number of shares issued. *Example: If shareholder A owns 101 shares on the record date, the number of shares issued based on the rights ratio of 100:11 will be 11.11 shares. Thus, after rounding down, shareholder A will receive 11 shares, and the fractional share of 0.11 will be cancelled.*

11/11/2024

16. Registration and supplementary registration of shares : The total number of shares issued will be registered for custody at the Vietnam Securities Depository and Clearing Corporation and registered for supplementary trading at the unlisted securities trading system (UPCOM) of the Hanoi Stock Exchange after the issuance is completed.

II. Authorization to the Board of Directors

The General Shareholders' Meeting agrees to delegate and authorize the Board of Directors to organize and make detailed decisions regarding the implementation of all necessary tasks for executing the share issuance plan to pay dividends, including but not limited to the following:

- Deciding the implementation of the share issuance plan and the timing of the issuance of shares to pay dividends in accordance with legal regulations.
- Implementing and approving all other necessary procedures and documents to complete the share issuance to pay dividends in accordance with the Company's Charter and legal requirements. Depending on the specific circumstances, the Board of Directors may authorize the Chairman of the Board or the CEO to carry out one or more specific tasks mentioned above.
- Preparing and explaining the issuance documents to submit to the State Securities Commission and relevant regulatory authorities for implementing the issuance plan.
- Ensuring that the share issuance complies with the foreign ownership ratio regulations for the sectors in which the Company is registered to operate.
- Carrying out necessary procedures with the Business Registration Agency to amend the Company's business registration regarding the change in charter capital corresponding to the result of the share issuance.
- Amending the provisions related to charter capital and shares in the Company's Charter after receiving the State Securities Commission's written confirmation of the receipt of the issuance results.
- Carrying out procedures for amending the Company's business registration related to the change in charter capital based on the actual result of the share issuance, in compliance with the written notice from the State Securities Commission confirming the receipt of the issuance results.
- Carry out all necessary procedures and select an appropriate time to register the additional number of issued shares with the Vietnam Securities Depository and Clearing Corporation (VSDC) and to register the additional shares for trading on the Unlisted Public Company Market (UPCOM) at the Hanoi Stock Exchange, in accordance with the issuance plan approved by the General Meeting of Shareholders, immediately after receiving the notification from the State Securities Commission of Vietnam regarding the acknowledgment of the issuance results report.
- Deciding on the detailed content of the share issuance plan (if necessary) and making all decisions related to the share issuance, registration, depository, and listing of the additional shares.

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B. IMPLEMENTATION ORGANIZATION

The General Shareholders' Meeting authorizes the Board of Directors to make specific decisions regarding the implementation of the share issuance plan to pay dividends based on market conditions and the Company's actual operations. The Board of Directors has the right to decide and modify the order and timing of the share issuance plan when deemed necessary.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.

Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.

ON BEHALF OF THE BOD
CHAIRMAN



PHAM TIEN HOAI



C.T.C.P
TỈNH HẬU GIANG

**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

Re: Dismissal and Additional Election of Members of the Board of Directors for the 2021–2026 Term;

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Bases on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.*

This proposal is prepared to replace Proposal No. 08/2025/TT6/TTTr-HĐQT dated May 8, 2025 regarding the dismissal and additional election of members of the Board of Directors, in order to update and supplement personnel information based on the Company's current situation.

To ensure the effective governance and management of the Board of Directors and its oversight over the Company's business operations, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the dismissal of a member of the Board of Directors for the 2021–2026 term and the adjustment of the number of members of the Board of Directors as follows:

1. Dismissal of a Member of the Board of Directors:

Based on the Resignation Letter from Mr. Nguyen Ba Doan dated May 6, 2025, and the Resignation Letter from Mr. Vien Tan Phat dated May 19, 2025.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the dismissal of Mr. Nguyen Ba Doan and Mr. Vien Tan Phat from their positions as members of the Board of Directors.

Mr. Nguyen Ba Doan and Mr. Vien Tan Phat shall be responsible for handing over all documents and work related to their positions as members of the Board of Directors to the Company's Board of Directors.

2. Additional Election of a Member of the Board of Directors

a. Number of additional members to be elected:

In light of actual business needs and a performance review of the current Board of Directors, the Board proposes that the General Meeting of Shareholders elect two (02) additional member to the Board of Directors for the 2021–2026 term.



b. Criteria and qualifications for candidates

Candidates must satisfy the conditions stipulated under the Law on Enterprises 2020, the Law on Securities 2019, Decree No. 155/2020/NĐ-CP dated December 31, 2020, detailing the implementation of certain provisions of the Law on Securities, and the Company's Charter.

Candidates may be self-nominated shareholders, nominated by individual shareholders or shareholder groups, or nominated by current members of the Board of Directors, in accordance with the above laws, the Company's Charter, and the Company's Election Regulations for the 2021–2026 term.

c. List of candidates for election to the Board of Directors for the 2021–2026 term:

The list of candidates is compiled from individuals who meet the above-mentioned qualifications and conditions and have submitted complete application documents to the Company on time in accordance with the Notice of nomination and self-nomination for the additional election of members of the Board of Directors for the 2021–2026 term. This list will be announced at the General Meeting in accordance with the Company's Charter and applicable laws.

We respectfully propose the General Meeting of Shareholders review and approve the above documents./.

Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.

ON BEHALF OF THE BOD
CHAIRMAN

PHAM TIEN HOAI



**PROPOSAL
TO THE GENERAL MEETING OF SHAREHOLDERS**

Re: Approval of Removal of Certain Business Lines and Re-registration of the Maximum Foreign Ownership Ratio

To: The General Meeting of Shareholders of Tien Thinh Group Joint Stock Company

Bases on:

- *The Law on Enterprises No. 59/2020/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *The Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of certain provisions of the Securities Law;*
- *The Charter of Organization and Operations of Tien Thinh Group Joint Stock Company.*
- *Enterprise Registration Certificate No. 6300254045, initially issued on December 24, 2014, with the 7th amendment dated November 24, 2023, issued by the Department of Planning and Investment of Hau Giang Province.*

- 1. The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the adjustment of the Company's business lines, specifically the proposal to remove certain business lines that are no longer aligned with the Company's current strategic direction, as follows:**

No.	Business Code	Registered Business Line
1	0163	Post-harvest activities Detail: drying and processing of rice, bran, corn, and other agricultural products.
2	0161	Support activities for crop production Detail: milling, processing, and subcontracted milling and processing of foodstuffs, rice polishing.
3	0121	Growing of fruit-bearing trees
4	0131	Propagation and care of annual seedlings
5	0150	Mixed farming (crop and animal production combined)



No.	Business Code	Registered Business Line
6	0132	Propagation and care of perennial seedlings
7	1040	Manufacture of vegetable and animal oils and fats

2. **The General Meeting of Shareholders agrees to authorize the Chairman of the Board of Directors and/or the Legal Representative of the Company** to carry out all necessary procedures to complete the amendment of the Charter and business lines, including but not limited to: updating changes to the Company's business lines in the Company Charter, submitting applications to amend the Company's enterprise registration content with the competent authorities, and carrying out any other related tasks to finalize the adjustment of the Company's business activities as mentioned above.
3. **The General Meeting of Shareholders agrees to assign and authorize the Board of Directors** to carry out all procedures and documentation related to the re-determination of the Company's maximum foreign ownership ratio for submission to the State Securities Commission of Vietnam, specifically as follows:
- To implement and approve all necessary procedures and documents required to finalize the determination of the maximum foreign ownership ratio in accordance with current legal regulations. Depending on specific circumstances, the Board of Directors may further authorize the Chairman of the Board of Directors, concurrently the Legal Representative, to perform one or more of the aforementioned tasks.
 - To prepare, explain, and supplement the application dossier for the determination of the maximum foreign ownership ratio to be submitted to the State Securities Commission of Vietnam and other relevant competent authorities.



We respectfully submit this proposal to the General Meeting of Shareholders for consideration and approval./.

Recipients:

- As above;
- BOD, AC, BOM;
- Archive for record.

ON BEHALF OF THE BOD
CHAIRMAN

[Handwritten Signature]

PHAM TIEN HOAI

No: 15/2025/TT6/TB-CBTT

Re: Update of 2025 Annual General Meeting
Documents

Hau Giang, May 21, 2025

EXTRAORDINARY INFORMATION DISCLOSURE

**To: - THE STATE SECURITIES COMMISSION OF VIETNAM;
- VIETNAM STOCK EXCHANGE;
- HANOI STOCK EXCHANGE.**

1. **Company Name:** TIEN THINH GROUP JOINT STOCK COMPANY

Stock Code: TT6

Head Office Address: My Phu Hamlet, Tan Phuoc Hung Commune, Phung Hiep District, Hau Giang Province

Phone: 0901.225.777

Fax: (0292) 3730 998

Email: sales@tienthinh.vn

Website: tienthinh.vn

Information Disclosure Officer: To Thai Thanh

Address: TIEN THINH GROUP JOINT STOCK COMPANY

Phone (mobile, office, home): 0901.225.777 Fax: (0292) 3730 998

Type of disclosure 24h 72h Extraordinary On request Periodic:

2. Content of the information disclosed:

On May 21, 2025, the Company received a nomination letter and relevant documents of the nominated candidate for the additional election of a member of the Board of Directors for the 2021–2026 term.

3. This information will be disclosed on the Company's website on May 21, 2025 at the following link: <http://www.tienthinh.vn>, under the "Investor Relations" section.

We hereby certify that the above disclosed information is true and we take full legal responsibility for the contents of this disclosure.

Attached documents:

- Nomination letter for Board of Directors member and Curriculum Vitae;

TIEN THINH GROUP JSC

**General Director – Authorized Information
Disclosure Officer**



To Thai Thanh

Hau Giang, May 21, 2025

MINISTRATION FORM
FOR BOARD OF DIRECTORS MEMBER

Pursuant to the provisions of the Law on Enterprises 2020 and the Charter of Tien Think Group Joint Stock Company, I/we hereby nominate:

1. Mr. Phan Duy Binh

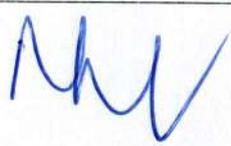
Date of Birth: October 23, 1996; Place of Birth: Kien Giang; Gender: Male
CIC/Passport No.: 090196000103; Date of Issue: December 8, 2023; Place of Issue: Director General of the Police Department for Administrative Management of Social Order
Permanent Address: District 4, Ho Chi Minh City
Contact Number: 0912 462 961
Educational Qualification: Bachelor's degree; Major: Business Administration

2. Mr Vo Phan Hai Au

Date of Birth: May 15, 1987; Place of Birth: Vung Liem District, Cuu Long Province; Gender: Male
CIC/Passport No.: 086087008670; Date of Issue: August 09, 2021; Place of Issue: Director General of the Police Department for Administrative Management of Social Order
Permanent Address: Thai An Hamlet, Thanh Binh Commune, Vung Liem District, Vinh Long Province
Contact Number: 0971049357
Educational Qualification: Bachelor's degree; Major: Food Technology

As a candidate for the position of Member of the Board of Directors of Tien Think Group Joint Stock Company for the term 2021–2026.

Shareholder/Group of Shareholders:

No.	Full name	Number of shares	Signature
1	Pham Tien Hoai	10,936,090 shares, accounting for 53.23% of the charter capital	
	Total number of shares		

SHAREHOLDER(S)/GROUP OF SHAREHOLDERS
(Signature(s) and Full Name(s))



Pham Tien Hoai

Attached Documents:

- Self-declared Curriculum Vitae of the nominee (using the Company's template);
- Certified copies of CIC/Passport and academic certificates;
- Power of Attorney (in case a shareholder authorizes another person to make the nomination);
- Confirmation letter of attendance at the 2025 Annual General Meeting of Shareholders from the shareholder (if self-nominated) or from the shareholder/group of shareholders (if nominating a candidate)..

Note: Shareholders are kindly requested to refer to the qualifications and conditions for nominating candidates to the Board of Directors in the "Notice on Nomination and Self-nomination for BOD Membership" attached or published on the Company's website.

Color photo

4x6cm

(Stamped across
the photo by the
verifying
authority)

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

CURRICULUM VITAE

*(For candidates nominated/self-nominated for the Board of Directors
or Supervisory Board of Tien Think Group JSC)*

1. Full name: Vo Phan Hai Au
2. Gender: Male
3. Date of birth: May 15, 1987
4. Place of birth: Vung Liem District, Cuu Long Province
5. ID Card/Passport No.: 086087008670 - Place of issue: Director General of the Police Department for Administrative Management of Social Order - Date of issue: August 09, 2021
6. Nationality: Vietnamese
7. Ethnicity: Kinh
8. Permanent address: Thai An Hamlet, Thanh Binh Commune, Vung Liem District, Vinh Long Province
9. Contact number: 0971049357
10. Email address: haiauvo87@gmail.com
11. Education level: Bachelor of Food Technology
12. Employment history:

Period	Organization	Position
From 2009 to 2012	Masan Binh Duong Industrial Joint Stock Company	Production Shift Leader – Fish Sauce & Seasoning Line
From 2012 to 2013	ADC Co., Ltd.	Production Shift Leader
From 2013 to 2016	PPE Co., Ltd.	Production Manager
From 2016 to present	Tien Think Group Joint Stock Company	Production Manager

13. Current position held at the Company (if any):
14. Positions held at other organizations: None
15. Number of shares held: 514.734 shares, accounting for 2,51% of the charter capital, including:
 - Individual ownership: 514.734 shares, accounting for 2,51%.
 - Representative ownership (on behalf of individual/organization): 0 shares, accounting for 0%.
16. Shareholding commitment (if any):
17. List of related persons of the declarant:

No.	Name (Individual/Or ganization)	Securities Account No. (if any)	ID/Passport No. (for individuals) or Business Registration No./Legal Doc (for organizations), Date & Place of Issue	Date of Birth	No. of Shares Held & Ownership Ratio (%)	Relationship
I will provide this information upon official election to the Board of Directors.						

18. Relevant interests in public companies or public funds (if any): None
 19. Conflicting interests with public companies or public funds (if any): None
- I hereby certify that all the information provided above is true and accurate. I take full responsibility before the Company and competent authorities as prescribed by law if any declaration is found to be false./.

**CERTIFICATION BY CURRENT
EMPLOYER**
(if applicable)

Hau Giang, May 21, 2025
Declarant
(Signature and full name)



Võ Phan Hải Âu

Color photo
4x6cm
(Stamped across
the photo by the
verifying
authority)

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

CURRICULUM VITAE

*(For candidates nominated/self-nominated for the Board of
Directors or Supervisory Board of Tien Think Group JSC)*

1. Full name: Phan Duy Binh
2. Gender: Male
3. Date of birth: October 23, 1996
4. Place of birth: Kien Giang
5. ID Card/Passport No.: 091096000103 - Place of issue: Director General of the Police Department for Administrative Management of Social Order - Date of issue: December 8, 2023
6. Nationality: Vietnamese
7. Ethnicity: Kinh
8. Permanent address: 231/12/1B Ton That Thuyet, Ward 3, District 4, Ho Chi Minh City
9. Contact number: 0912 462 961
10. Email address: duybinh2310@gmail.com
11. Education level: Bachelor's Degree
12. Employment history:

Period	Organization	Position
2018 – Present	The Sun Hotel Services Co., Ltd.	Director

13. Current position held at the Company (if any): None
14. Positions held at other organizations: None
15. Number of shares held: 1.000.000 shares, accounting for 4,87% of the charter capital, including:
 - Individual ownership: 1.000.000 shares, accounting for 4,87%.
 - Representative ownership (on behalf of individual/organization): 0 shares, accounting for 0%.
16. Shareholding commitment (if any):
17. List of related persons of the declarant:

No.	Name (Individual/Or ganization)	Securities Account No. (if any)	ID/Passport No. (for individuals) or Business Registration No./Legal Doc (for organizations), Date & Place of Issue	Date of Birth	No. of Shares Held & Ownership Ratio (%)	Relationship
I will provide this information upon official election to the Board of Directors.						

18. Relevant interests in public companies or public funds (if any): None
 19. Conflicting interests with public companies or public funds (if any): None
- I hereby certify that all the information provided above is true and accurate. I take full responsibility before the Company and competent authorities as prescribed by law if any declaration is found to be false./.

**CERTIFICATION BY CURRENT
EMPLOYER**
(if applicable)

....., Date Month Year 2025
Declarant
(Signature and full name)



Phan Duy Binh