



VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Address: No. 277 Van Xuan Street, O Dien Commune, Hanoi City

Business Registration Certificate: No. 0107409148 issued by the Hanoi Department of Planning and Investment, first issued on April 25, 2016, and amended for the 7th time on October 3, 2022.

MEETING INVITATION

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder:.....

Address :

Tel : Registration No.: Voter ID:

The Board of Directors ("BOD") of Vietnam Herbs and Foods Joint Stock Company ("the Company") respectfully announces the convening of the 2026 Annual General Meeting of Shareholders ("AGM") as follows:

- 1. Time : 09:00 AM, Monday, June 22, 2026** (Shareholder reception starts at 08:30 AM)
- 2. Venue:** No. 277, Van Xuan Street, O dien Commune, Hanoi.
- 3. Eligibility to Attend:** All shareholders of Vietnam Herbs and Foods Joint Stock Company whose names are included in the shareholder register list as of **May 25, 2026**, provided by the Vietnam Securities Depository and Clearing Corporation, and their duly authorized representatives.
- 4. Meeting Agenda:** The agenda and related documents for the 2026 Annual General meeting of Shareholders are available on the Company's website: <http://vinaherbfoods.com>, under the Shareholder Relations section.

5. Note:

- In case a shareholder is unable to attend, they may authorize another person in writing (using the attached letter of authorization or another form that complies with Clause 2, Article 144 of the Law on Enterprises 2020 and the Company's Charter). Authorization must be made in accordance with Article 18 of the Company's Charter. The authorized person must present the written letter of authorization upon registration at the meeting.
- When attending the General Meeting, shareholders or authorized representatives are kindly requested to bring the following documents:
 - Shareholders attending the AGM are required to present: the original Citizen ID card/Identity card/Passport (for individuals); a copy of the Enterprise Registration Certificate/Operating License (for organizations); and the original Invitation to the meeting.





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- Authorized representatives attending the AGM are required to present: a copy of the authorizing shareholder's Citizen ID card/Identity card/Passport/Enterprise Registration Certificate/Operating License; their own original Citizen ID card/Identity card/Passport; the original Power of Attorney (if not previously submitted to the Company); and the original Invitation to the meeting.
- All travel and accommodation expenses will be paid by the shareholders.

6. Confirmation of Attendance

To ensure thoughtful preparation, we kindly request shareholders (or their authorized representatives) to confirm attendance or send the letter of authorization to the **Company no later than 4:00 PM on June 17, 2026**, through one of the following channels:

- By post to: Vietnam Herbs and Foods Joint Stock Company, No. 277, Van Xuan Street, O Dien Commune, Hanoi, Vietnam
- By email to: congbothongtin@vinaherbfoods.com
- By phone: (0243) 3816999

The Company is honored to welcome our valued Shareholders to the 2026 Annual General Meeting of Shareholders..

Hanoi, May 28, 2026

O.B.O BOARD OF DIRECTORS

Chairman



BUI TIEN VINH

....., June....., 2026



**LETTER OF AUTHORIZATION
TO ATTEND THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY**

To: The Board of Directors of Vietnam Herbs and Foods Joint Stock Company (VHE)

1. AUTHORIZING PARTY:

Shareholder name:
ID card/Citizen ID/Passport/Business registration No.: issued on..... at.....
Address:
Phone number:
Number of shares owned as of May 25, 2026:.....
(In words:)

Name of legal representative (LR) of institutional shareholders:
ID card/ Citizen ID/Passport of the legal representative: issued on..... at.....

2. AUTHORIZED PARTY:

Name of individual/organization:
ID card/Citizen ID /Passport/Business registration No.: issued on..... at.....
Address:
Phone number:
Name of legal representative for the institutional authorized party:.....
ID card/ Citizen ID /Passport of legal representative: issued on..... at.....

Or, shareholders can authorize all of their shares to one (01) of the members of the Board of Directors (BOD) of VHE according to the list below (mark X or √ in the square to the left box of the name of the authorized BOD member):

☐ Mr. Bui Tien Vinh - Chairman of the Board of Directors

☐ Mr. Nguyen The Hung - Board member

☐ Mr. Tran Nhat Thanh - Board member

☐ Mr. Nguyen Tai Duc - Board member

☐ Mr. Nguyen Dinh Cong - Board member

3. AUTHORIZATION CONTENT:

Number of authorized shares:
(In words:)

Scope of authorization: The Authorized party is authorized to represent the Authorizing party to attend the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company on June 22, 2026 and on behalf of the Authorizing party to exercise all rights and obligations of shareholders at the General Meeting of Shareholders related to the authorized shares (including the use of authorized shares to participate in nominations, candidatures, and the pooling of shares with other shareholders to nominate or run for positions on the Board of Directors)..

Term of authorization: This authorization is effective from the date of signing until the end of the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company.

We are fully responsible for this authorization and commit to strictly comply with current regulations of the Law and the Charter of Vietnam Herbs and Foods Joint Stock Company./.

AUTHORIZING PARTY

(Sign, print full name, stamp)

AUTHORIZED PARTY

(Sign, print full name, stamp)

Note:

- If the authorizing party/authorized party is an organization, the signature of the legal representative and the organization's seal are required.
- Shareholders can send this letter of authorization via email: congbothongtin@vinaherbfoods.com or by post to Vietnam Herbs and Foods Joint Stock Company, Address: No. 277 Van Xuan Street, O Dien Commune, Hanoi City before 16:00 on June 17, 2026.

VIETNAM HERBS AND FOODS JOINT STOCK COMPANY
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

QR CODE

[print code]



VOTING BALLOT
VOTER ID:

Full Name:
Number of votes owned: votes
Number of authorized votes: votes
Total number of votes represented: votes

(Voters are kindly requested to mark the box corresponding to the selected opinion for each voting item)

ITEM	Approve	Disapprove	Abstain
Content 01: Approval of the Report on the Board of Directors' activities in 2025 and orientation for 2026	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 02: Approval of the Report on the activities of independent members of the Board of Directors in the Audit Committee in 2025	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 03: Approval of the Report of the Board of Management on business performance in 2025 and the business plan for 2026	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 04: Approval of the 2025 audited financial statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 05: Approval of the profit distribution in 2025 and the profit distribution plan for 2026	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 06: Approval of the remuneration for the Board of Directors and the Audit Committee in 2025 and the plan for 2026	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 07: Approval of the selection of an independent auditing firm to audit the financial statements for the 2026 fiscal year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 08: Approval of the election of members of the Board of Directors for the 2026 - 2031 term	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 09: Approval of the cancellation of the private placement plan to increase charter capital, which was previously approved by the GMS in the 2025 Extraordinary General Meeting Resolution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Content 10: Approval of the private placement plan to increase charter capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Instructions:

Shareholders shall mark one of the three boxes: **Approve/**
Disapprove/ Abstain for each voting item.

June 22, 2026
VOTER
(Sign and Full Name)



VIETNAM HERBS AND FOODS JOINT STOCK COMPANY
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

VOTING CARD

VOTER ID:

.....

Full name of Voter:

Number of votes owned: votes

Number of authorized votes: votes

Total number of votes represented:..... votes

VIETNAM HERBS AND FOODS JOINT STOCK COMPANY
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

QR CODE



VOTE ON THE BOARD OF DIRECTORS

VOTER ID:

[print code]

Full Name:
Number of votes owned: votes
Number of authorized votes: votes
Total number of votes represented: votes
Total number of voting rights for BOD members:voting rights

I hereby agree to cast the votes for the chosen 05 members of the BOD for the 2026–2031 term as follows:

No	Full name	Equal and even cumulative voting (for chosen candidates)	Number of votes (for each candidate)
1	<input type="checkbox"/>	
2	<input type="checkbox"/>	
3	<input type="checkbox"/>	
4	<input type="checkbox"/>	
5	<input type="checkbox"/>	

Guide:

1. Voters can vote for a maximum number of candidates equal to the number of candidates to be elected (05 candidates)
2. If a Voter allocates all votes to one (01) candidate or distributes votes equally among multiple candidates, the voter shall mark the checkbox in the “Equal and even cumulative voting” column for the selected candidates.
3. If a Voter distributes votes unequally among multiple candidates, voters shall enter the specific number of votes in the “Number of Votes” column for each candidate.

June 22, 2026

VOTER

(Sign and Full Name)

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CONTENT AND AGENDA

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 09:00 AM, Monday, June 22, 2026

Venue: No. 277, Van Xuan Street, O dien Commune, Hanoi

No.	Time	Content (tentative)	Moderator
1	08:30 – 09:00	Welcoming shareholders and delegates	Organizing Committee
		Verification of shareholder eligibility, distribution of voting cards, ballots, and meeting documents	Voter Eligibility Verification Committee
2	09:00 – 09:05	Report on the verification of voter eligibility attending the General Meeting	Head of Voter Eligibility Verification Committee
3	09:05 – 09:15	Flag salute, Opening of the Meeting, Introduction of the Presidium, Secretariat, and approval of the Vote Counting Committee	Organizing Committee
4	09:15 – 09:30	Approval of: - Meeting agenda - Regulations on Organizing 2026 Annual General Meeting of Shareholders - Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (Term 2026 - 2031).	Chairman
5	09:30 – 10:30	Contents of reports and proposals: 1. Report on the Board of Directors' activities in 2025 and orientation for 2026 2. Report on the activities of independent members of the Board of Directors in the Audit Committee in 2025 3. Report of the Board of Management on business performance in 2025 and the business plan for 2026 4. Proposal regarding the approval of the 2025 audited financial statements	Presidium

No.	Time	Content (tentative)	Moderator
		5. Proposal regarding the approval of the profit distribution in 2025 and the profit distribution plan for 2026 6. Proposal regarding the approval of the remuneration for the Board of Directors and the Audit Committee in 2025 and the plan for 2026 7. Proposal regarding the approval of the selection of an independent auditing firm to audit the financial statements for the 2026 fiscal year 8. Proposal regarding the approval of the election of members of the Board of Directors for the 2026 - 2031 term 9. Proposal regarding the approval of the cancellation of the private placement plan to increase charter capital, which was previously approved by the GMS in the 2025 Extraordinary General Meeting Resolution. 10. Proposal regarding the approval of the private placement plan to increase charter capital	
6	10:30 – 10:50	Discussion of voting matters	Chairman
7	10:50 – 11:05	Voting - Electing instructions The General Meeting proceeds with voting and elections.	General Meeting
8	11:05 – 11:20	Tea break	
9	11:20 – 11:30	Announcement of voting and election results	Vote Counting Committee
10	11:30 – 11:45	Read the draft Resolution and Meeting Minutes	Secretary, Presidium
11	11:45 – 11:50	Approval of the Resolution and Meeting Minutes	Chairman
12	11:50	Closing of the Meeting	Chairman

ORGANIZING COMMITTEE

**REGULATIONS ON ORGANIZING
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 ("Law on Enterprises 2020") and its amendments, supplements, and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 ("Law on Securities 2019") and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (the "Company Charter").

The 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company (VHE) is organized and implemented according to the following Organization Regulation:

Article 1. Purpose

- To ensure the proper procedures, code of conduct, and voting principles are followed during the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company, in accordance with regulations and to ensure a successful outcome.
- Resolutions of the General Meeting of Shareholders represent the unified will of the General Meeting of Shareholders, meet the shareholders' expectations and interests, and comply with the law.

Article 2. Subjects and scope

- **Subjects:** All shareholders and authorized representatives of shareholders attending the 2026 Annual General Meeting of Shareholders of VHE (hereinafter referred to as "voters/delegates") must comply with the provisions of this Regulation, the Charter of VHE and current regulations of law.
- **Scope of application :** These regulations are used for organizing the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company.

Article 3. Conditions for conducting the General Meeting of Shareholders

- The General Meeting of Shareholders shall be conducted when the attending shareholders represent more than 50% of the total votes.
- If the required number of delegates is not present within thirty (30) minutes from the scheduled opening time of the meeting, a second meeting invitation must be sent within thirty (30) days from the intended date of the first General Meeting. The reconvened meeting may only be held if the attending members, including shareholders and their authorized representatives, represent at least 33% of the total votes.
- If the second meeting cannot proceed due to an insufficient number of delegates within thirty (30) minutes from the scheduled opening time, a third meeting invitation must be sent within twenty (20) days from the intended date of the second meeting. In this case, the meeting may proceed regardless of the total number of votes represented by the attending shareholders and their authorized representatives and shall be considered valid and entitled to decide on all matters that the first General Meeting of Shareholders was authorized to approve.

Article 4. Voters attending the General Meeting of Shareholders

1. VHE shareholders and authorized representatives of shareholders owning voting shares (according to the list of shareholders as of the record date on May 25, 2026) are entitled to attend the General Meeting of Shareholders;
2. Shareholders and/or authorized representatives hereinafter referred to as "*Voter/Delegates*" must be present at the General Meeting room at the specified time and complete registration procedures with the General Meeting Organizing Committee;
3. During the General Meeting of Shareholders, Delegates must comply with the instructions of the Presidium, behave civilly, politely and maintain order at the Meeting;
4. Delegates must keep secrets, properly follow the regulations on using and preserving documents, and not copy or record them to give to people outside the General Meeting without permission from the Presidium;
5. No smoking in the General Meeting room;
6. No private conversations, no use of mobile phones during the General Meeting, all mobile phones must be turned off or not ringing.

Article 5. Presidium

1. The Presidium consists of 01 Chairman and members. The Chairman of the Board of Directors is the Chairman of the Presidium and the Chairman of the 2026 Annual General Meeting of Shareholders of VHE. Other members of the Presidium are introduced and appointed by the Chairman.
2. Duties of the Presidium:
 - a. Manage the activities of the General Meeting of Shareholders according to the Agenda approved by the General Meeting of Shareholders at the meeting;
 - b. Guide the Voters and the General Meeting to discuss the contents of the agenda;
 - c. Draft and conclude necessary issues for the General Meeting to vote on;
 - d. Respond to questions requested by the General Meeting;
 - e. Resolve issues arising during the General Meeting.

3. Working principles of the Presidium:

The Presidium works on the principles of collective, democratic centralism, and majority decision.

Article 6. General Meeting Secretariat

1. The Secretariat of the General Meeting consists of 02 people introduced by the Chairman (through the General Meeting Organizing Committee); Responsible to the Presidium and the General Meeting of Shareholders for their duties and under the direction of the Presidium.
2. Secretariat's duties:
 - a. Assist the Presidium in checking the eligibility of voters attending the meeting (when necessary);
 - b. Assist the Presidium in announcing draft documents, conclusions, and Resolutions of the General Meeting and sending notices of the Presidium to Voters when requested;
 - c. Receive and review Discussion Ballots and Voters' opinions, and submit them to the Presidium for decision;
 - d. Record fully and honestly all the content of the General Meeting and the issues that have been approved or are still being noted in the General Meeting Minutes;
 - e. Draft Resolutions on issues passed at the General Meeting.

Article 7. Voter Eligibility Verification Committee

1. The Voter Eligibility Verification Committee consists of 02 people, including 01 Head of the Committee and 01 member. The Voter Eligibility Verification Committee is responsible to the Presidium and the General Meeting of Shareholders for its duties.
2. Duties of the Voter Eligibility Verification Committee:
 - a. The General Meeting's Voter Eligibility Verification Committee is responsible for checking the eligibility and status of shareholders attending the meeting.
 - b. The Head of the Voter Eligibility Verification Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the meeting has enough voters representing more than 50% of the total votes, the VHE General Meeting of Shareholders will be conducted.

Article 8. Vote counting committee

1. The General Meeting's Vote Counting Committee consists of 02 people, including 01 Head of the Committee and 01 member introduced by the Chairman (through the General Meeting Organizing Committee) and approved by the General Meeting.
2. Duties of the Counting Committee:
 - a. The vote counting committee must prepare the vote counting minutes and be responsible to the Presidium and the General Meeting of Shareholders when performing its duties;
 - b. Accurately determine the voting results at the General Meeting;
 - c. Promptly notify the Secretariat of the vote counting results;
 - d. Conduct vote counting according to the provisions of this Regulation.
 - e. Review and report to the General Meeting any violations of voting and election rules or complaints about vote counting results.

Article 9. Discussion at the General Meeting

1. Principle:
 - a. Discussions shall only be conducted within the prescribed time and within the scope of the issues presented in the agenda of the General Meeting of Shareholders;
 - b. Voters have their opinions registered on the Discussion Ballot and forwarded to the Secretariat;

- c. The Secretariat will arrange the Voters' Discussion Ballots in order of registration and forward them to the Presidium;
 - d. When a Voter wishes to speak or engage in discussion, they must raise their hand and may only speak upon approval by the Presidium. Each Voter's speech should not exceed 5 minutes, and the content should be concise and avoid duplication.
2. Responding to Voter' questions:
- a. Based on the Voter's Discussion Ballot, the Chairperson or a designated member assigned by the Chairperson will answer the Voter's questions;
 - b. In cases where time constraints prevent questions from being addressed during the meeting, VHE will provide written responses afterward.

Article 10. Voting to approve reports and proposals requiring approval of the General Meeting of Shareholders

1. Principles:
- a. All issues in the reports, proposals in the agenda and meeting content of the General Meeting must be discussed publicly by the General Meeting of Shareholders and voted on publicly by voting cards or secret ballots by voting ballots.
 - b. Voting Cards, Voting Ballots (used for votings and election) shall be printed and stamped with a corporate seal by VHE and delivered directly to delegates at the meeting (accompanying the set of AGM documents). The Voting Cards, Voting Ballots shall clearly specify the delegate's ID code, full name, and the total number of owned and authorized shares entitled to vote.
 - c. The form of voting to approve issues at the General Meeting of Shareholders is as follows:
 - + Voting by raising the Voting Card: this form is used to approve issues such as: approval of the Vote Counting Committee; Meeting agenda; Regulations on organizing the 2026 Annual General Meeting of Shareholders; Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (Term 2026 - 2031); Minutes of the General Meeting, Resolutions of the General Meeting and other contents at the General Meeting (if any) under the direction of the chairperson;
 - + Voting by filling out the Voting Ballot: this form is used to approve the contents of reports and proposals presented to the General Meeting, which are identified and clearly stated in each voting ballot sent to each voter.

2. Voting method:

- a. Voters shall cast their vote as "Approve", "Disapprove" or "Abstain" on matters presented for voting at the General Meeting by either raising the Voting Card or filling in the options on the Voting Ballot corresponding to the contents to be voted on as prescribed in Clause 1 of this Article.

b. Voting by raising Voting Card:

When voting by raising the Voting Card, the front of the Voting Card must be raised towards the Presidium. In case a voter does not raise the Voting Card in any of the three (03) voting rounds - "Approve", "Disapprove" or "Abstain" - for a given matter, it shall be considered as voting approve on that issue. In case a voter raises the Voting Card more than once during the three (03) voting rounds - "Approve", "Disapprove" or "Abstain" - on an issue, the vote shall be deemed invalid. In the form of voting by raising the Voting Card, the Member of the Vote Counting Committee will record the voter id and the corresponding number of votes of each shareholder for Approve, Disapprove, Abstain, or Invalid.

c. Voting by Voting ballot:

+ When voting by filling in the Voting Ballot, for each voting content, voters choose one of the three options "Approve", "Disapprove" or "Abstain" printed in the Voting ballot by marking "X" or "✓" in the corresponding box, then signing and clearly stating their full name on the Voting Ballot.

+ After completing all the contents that need to be voted on at the General Meeting, the voters send the Voting Ballot to the sealed ballot box at the General Meeting according to the instructions of the Vote Counting Committee. The Voting Ballot must be signed and clearly state the full name of the voter.

+ In case a Voter or authorized representative arrives after the voting has ended, they may still allowed to register as a voter and participate in voting on issues arising after their registration, but are not allowed to participate in voting on issues that have already been voted on. In this case, the validity of the votes that have been conducted is not affected.

3. Valid ballot:

- a. The ballot is issued by the Organizing Committee and stamped with the Company's seal.

- b. No erasures, scratches, repairs, tears,...and additional voting content.
 - c. Sign and write full name of the Voter attending.
 - d. On the ballot, the voting content is valid when the Voter ticks one (01) out of three (03) voting boxes of that content. Invalid voting content is content that does not comply with the regulations of valid voting content (voting content for which the Voter does not tick any voting box or ticks more than one voting box for the same voting content) .
 - e. If a valid ballot contains one or more invalid voting contents, the remaining valid contents will still be counted in the voting results for that valid content.
4. Invalid ballot:
- a. Voting ballots that are not issued by the Organizing Committee or are not stamped with the Company's seal.
 - b. The ballot does not have full signatures and full names of the Voter;
 - c. The ballot is torn, damaged, or crossed out, modified, or has additional voting content that is not in accordance with regulations;
 - d. The ballot in which all voting contents are invalid.
5. Voting rules: According to the provisions of Article 23 of the Company Charter.
6. The election of members of the Board of Directors for the 2026 - 2031 term shall be conducted in accordance with the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (Term 2026 - 2031).

Article 11. Minutes and Resolutions of the General Meeting of Shareholders

The minutes and the Resolution of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

Article 12. Implementation of the Regulations

Other relevant contents not mentioned in this Regulation shall be applied according to the provisions of the Company Charter and the Internal Regulations on Corporate Governance. Voters attending the General Meeting must strictly comply with the Regulations on organizing the 2026 Annual General Meeting of Shareholders. Voters who violate this Regulation shall, depending on the specific level, be considered by the Presidium and handled in accordance with the VHE Charter and the Law on Enterprises.

This Regulation consists of 12 Articles and takes effect immediately after being voted and approved by the VHE General Meeting of Shareholders .

O.B.O BOARD OF DIRECTORS

CHAIRMAN



Bùi Tien Vinh

**REGULATIONS ON NOMINATION, CANDIDACY, AND
ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS**
(Term 2026 - 2031)

PURSUANT TO:

- Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 ("Law on Enterprises 2020") and its amending, supplementing, and implementing guidelines;
- Law amending and supplementing a number of articles of the Enterprise Law No. 76/2025/QH15 passed on June 17, 2025 ("Amended Enterprise Law 2025")
- Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 ("Law on Securities 2019") and its amendments, supplements, and implementing guidelines;
- Decree No. 155/2020/ND-CP issued on December 31, 2020 ("Decree 155/2020/ND-CP") of the Government provides detailed regulations on a number of articles of the Securities Law;
- Decree No. 245/2025/ND-CP issued on September 11, 2025 ("Decree 245/2025/ND-CP") of the Government amends and supplements a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;
- Charter of Organization and Operation of Vietnam Herbs and Foods Joint Stock Company ("Company Charter").

The Organizing Committee announces the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (term 2026 – 2031) at the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company (VHE) as follows:

I. Explanation of abbreviations/terms

- Company/VHE : Vietnam Herbs and Foods Joint Stock Company
- BOD : Board of Directors
- OC : Organizing Committee
- GSM : General Shareholders' Meeting
- Voter/Delegate : Shareholders, authorized representatives

Terms used that are not defined in these Regulations shall have the meanings as prescribed in the Regulations on Organizing 2026 Annual General Meeting of Shareholders.

II. Election principles

- Comply strictly with the law and the Company's Articles of Association.
- The vote counting committee is nominated by the Chairman and approved by the GSM. Members of the vote counting committee may not be on the list of nominees for the Board of Directors.

III. Number, term of office, and criteria for becoming a member of the Board of Directors.

1. The number of Board members to be elected is 5 members. Of these, at least one must be an independent Board member.
2. Term of office: 2026 – 2031
3. Maximum number of candidates for the Board of Directors: Unlimited
4. Criteria for candidates to join the Board of Directors :
 - 4.1. Standards for Board of Directors members: Must meet the requirements stipulated in Article 155 of the Law on Enterprises 2020, Article 275 of Decree 155/2020/ND-CP, Clause 78, Article 1 of Decree 245/2025/ND-CP, and the company's charter. Specifically:
 - Having full legal capacity and not falling under the category of individuals prohibited from managing businesses as stipulated in Clause 2, Article 17 of the Law on Enterprises 2020, as regulated by the *Amended Enterprise Law 2025*;
 - They must have professional qualifications and experience in business administration or in the company's field, industry, or profession, and do not necessarily have to be shareholders of the company;
 - A person may simultaneously be a member of the Board of Directors or Board of Members in a maximum of 05 other companies.
 - Other standards and conditions as stipulated by law and the Company's Articles of Association (if any).
 - 4.2. Criteria for independent members of the Board of Directors:

In addition to the standards in Clause 4.1 above, independent members of the Board of Directors must meet the conditions stipulated in Clause 2, Article 155 of the Law on Enterprises 2020 and the Company's Charter.

IV. Regulations on the nomination and candidacy of candidates for the Board of Directors (According to Article 27 of the Company Charter)

1. Nominate candidates

Shareholders holding less than 10% of the voting shares have the right to combine their individual voting rights to nominate candidates for the Board of Directors. Shareholders or groups of shareholders holding from 10% to less than 20% of the voting shares are entitled to nominate one (01) candidate; from 20% to less than 30% are entitled to nominate two (02) candidates; from 30% to less than 50% are entitled to nominate three (03) candidates; from 50% to less than 65% are entitled to nominate four (04) candidates; and if 65% or more are entitled to nominate five (05) candidates.

If the number of candidates for the Board of Directors, both nominated and those who applied, is still insufficient, the incumbent Board of Directors may nominate additional candidates or organize nominations according to a mechanism stipulated by the company. The nomination mechanism or the method by which the incumbent Board of Directors nominates candidates for the Board of Directors must be clearly announced and approved by the General Meeting of Shareholders before the nomination process begins.

2. Candidacy

Individuals who nominate themselves for a position on the Board of Directors must be shareholders holding at least 10% of the total voting shares and meet the criteria for a member of the Board of Directors.

V. Documents for nominating and applying for membership on the Board of Directors.

1. Nomination and candidacy documents for the Board of Directors

(The form is available on the company's website at <https://vinaherbfoods.com/quan-he-co-dong/dai-hoi-co-dong/>)

- Nomination/Application Form *(according to template)*
- Minutes of the meeting of the group nominating candidates to participate in the Board of Directors (applicable to nominations by the group of shareholders) .
- Candidate's resume *(using the provided template)*.
- Valid copies of: Citizen Identification Card/Passport, professional qualifications and educational certificates of the applicant;
- Valid copies: Business registration certificate/Citizen ID/Passport of the shareholder/group of shareholders nominating or running for election;
- In cases where the nominating or candidacy participant is an authorized representative of a shareholder, a Power of Attorney must be submitted, which includes the following authorization details: authorization/permission to use the authorized shares to participate in the nomination or candidacy process, or to consolidate shares with other shareholders to nominate or elect candidates to the Board of Directors;

Note:

Nominating/candidates for the Board of Directors are legally responsible and accountable to the Shareholders' Meeting for the accuracy and truthfulness of the content in their application documents.

Common shareholders who form a group to nominate candidates for the Board of Directors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders.

Only nominations or applications that meet the eligibility requirements and candidates who meet the corresponding eligibility requirements for a Board of Directors member will be included in the list to be announced at the General Meeting.

2. Location and deadline for receiving nomination and candidacy documents.

To facilitate the organization of the General Meeting, shareholders or groups of shareholders who fully meet the conditions stated in Section III of these Regulations and wish to nominate/candidate members of the Board of Directors should submit their nomination/candidate documents directly to the Company or by mail before **5:00 PM on June 11, 2026**, according to the following information:

Vietnam Herbs and Foods Joint Stock Company

Address: 277 Van Xuan Street, O Dien Commune, Hanoi City, Vietnam

Phone: (0243) 3816999

Email: congbothongtin@vinaherbfoods.com

Contact : Ms. Bui Thi Hong Dung – Title: Authorized person for information disclosure

VI. List of candidates

- The list of candidates for the Board of Directors is compiled based on nominations from shareholders/groups of shareholders or candidacies from individual shareholders who meet the eligibility requirements as stipulated by law and the Company's Articles of Association. The current Board of Directors of the Company is responsible for receiving the applications and lists of nominated candidates and publishing the personal information of the candidates on the Company's website so that shareholders entitled to attend the meeting are aware of it.
- If, after the deadline as specified in Clause 2, Section V, the number of candidates nominated and running for the Board of Directors is still insufficient, then the incumbent Board of Directors shall nominate additional candidates. The incumbent Board of Directors' nomination of candidates must be clearly announced and approved by the General Meeting of Shareholders before the election takes place.
- The list of candidates for the Board of Directors is presented to the General Meeting and the General Meeting of Shareholders votes on its approval. The full names of the candidates are recorded on the ballot.

VII. Election method:

The election will be conducted using the cumulative voting method (*According to Clause 3, Article 148 of the 2020 Enterprise Law and the Company's Charter*).

- Accordingly, each delegate has a total number of votes corresponding to the total number of voting shares (including owned and authorized shares) multiplied by the number of members of the Board of Directors to be elected.
- Delegates may cast all of their total votes for one (01) or several people, but may not choose more than the number of members approved by the General Meeting of Shareholders.
- If additional candidates appear on the day of the congress, delegates may contact the Vote Counting Committee to request a new ballot and must return the old ballot (before placing it in the ballot box).

VIII. Ballot

1. Contents of the Ballot

- Each delegate will be given a ballot for the Board of Directors election. Delegates must check the information on the ballot upon receiving it, and if there are any errors, they must immediately notify the Vote Counting Committee.
- Some terms used in the ballot are understood and explained as follows:
 - "Voter": is understood to mean a shareholder/a representative authorized by a shareholder;
 - "Total number of votes represented": is understood as the total number of votes with voting rights, including the number of votes owned by a Delegate and/or authorized by one or more other Delegates;
 - "Total number of voting rights for BOD members": is understood as the Total number of votes represented multiplied by the number of Board of Directors members to be elected.
 - "Equal and even cumulative voting" is the method of cumulative voting where Delegates pool their votes for one (01) candidate or divide the votes equally among the maximum number of candidates according to the number of Board of Directors members to be elected; After dividing equally, the corresponding number of votes for each candidate is rounded down to the nearest whole number. Any remaining odd votes (if any) will be discarded;
 - "Number of votes" is a method of cumulative voting where delegates specifically record the number of votes for each candidate so that the total number of votes cast by all candidates equals the total number of votes the delegate represents.
- Ballots for the election of members of the Board of Directors issued by the Company, bearing the Company's red seal affixed in overlap, specifying the Voter's name, Voter code, total number of votes represented, total number of voting rights for BOD members, and the list of candidates for the BOD.

2. Instructions for Completing the Ballot

The specific instructions for filling out the ballot are as follows:

- Case 1: If the Voter allocates all votes to one (01) candidate or distributes votes equally among multiple candidates

Voters shall mark the checkbox in the "Equal and even cumulative voting" column for the selected candidates.
- Case 2: If Voter distributes votes unequally among multiple candidates.

Voters shall enter the specific number of votes (maximum equal to the Total number of voting rights for BOD members) in the "Number of Votes" column for each candidate.
- Case 3: If the Voter does not vote for any candidate.

Voters should leave both the " Equal and even cumulative voting" and "Number of Votes" columns blank, and NOT mark or indicate any symbols for any candidate. In this case, the Voter's vote will be considered invalid.

- Note: If a Voter has both checked the box in the "Equal and even cumulative voting" column and entered the number of votes in the "Number of Votes" section, the result will be based on the number of votes entered in the "Number of Votes" box.

3. Validity and invalidity of ballots

- Valid ballots are those printed on the form provided by the organizing committee, without any erasures, alterations, or additions beyond what is required; they must be signed and clearly state the full name of the attending delegate and submitted to the Vote Counting Committee before the ballot box is opened.
- The following ballots will be considered invalid:
 - + Ballots that do not conform to the pre-printed form issued by the organizing committee, ballots lacking the company's seal, or those that have been erased, altered, or have had additional content added beyond what is permitted on the ballot;
 - + Write your comments on the ballot using a pencil .
 - + Cross out the names of the candidates;
 - + Ballots that do not conform to the pre-printed form issued by the organizing committee, ballots lacking the company's seal, or ballots that have been erased, altered, or had additional content added beyond what is permitted on the ballot;
 - + The number of candidates elected by the delegates is greater than the number of Board of Directors members approved by the General Meeting of Shareholders for the 2026-2031 term .
 - + The ballot shows that the total number of votes cast for the candidates does not equal the "Total number of voting rights for BOD members" by the delegates;
 - + The ballots must be submitted after the Vote Counting Committee has opened the sealed ballot box.
 - + There are no signatures or full names of the attending delegates.

4. Voting and Counting

- In case of any errors, delegates may contact the Vote Counting Committee to request a new ballot and must return the old ballot (before placing it in the ballot box).
- Delegates cast their votes into sealed ballot boxes supervised by the vote counting committee. The ballot must be signed and clearly state the full name of the delegate.
- The vote counting committee is responsible for preparing the vote counting report, announcing the results, and, together with the Chairperson, resolving any questions or complaints from delegates (if any).
- After verification, the ballots will be stored in accordance with regulations.

5. Principles for selecting candidates in elections (*According to Article 148 of the Enterprise Law*)

- The elected members of the Board of Directors are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the required number of members is elected.
- In the event that two (02) or more candidates receive the same number of votes for the last member of the Board of Directors, a re-election will be held among the candidates with the equal number of votes.
- If the first round of elections does not result in the election of enough members to the Board of Directors, elections will be held until the required number of members are elected.
- Note: The results of the election of Board of Directors members for the 2026-2031 term will only be effective after the 2026 Annual General Meeting of Shareholders approves: the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (Term 2026 – 2031) and the Proposal on the approval of the election of members of the Board of Directors for the 2026 - 2031 term.

IX. Effective date

Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (Term 2026 – 2031) shall take effect immediately upon approval by the General Meeting of Shareholders.

This regulation will expire upon the conclusion of the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company.

The above is the complete Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (term 2026 – 2031) at the 2026 Annual General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company. We respectfully submit this to the General Meeting of Shareholders for consideration and approval.

O.B.O. BOARD OF DIRECTORS

CHAIRMAN

Bùi Tiến Vinh

**REPORT
ON THE BOARD OF DIRECTORS' ACTIVITIES IN 2025,
ORIENTATION FOR 2026**

Dear Esteemed Shareholders, Valued Customers, and Employees of Vietnam Herbs and Foods Joint Stock Company,

First and foremost, on behalf of the Board of Directors, we would like to extend our sincere and heartfelt gratitude to all shareholders, customers, and employees who have chosen to accompany and support VHE throughout our journey.

Pursuant to the Charter on the Organization and Operation of Vietnam Herbs and Foods Joint Stock Company and the Resolution of the 2026 Annual General Meeting of Shareholders, I hereby, on behalf of the Board of Directors, present to the General Meeting of Shareholders the Report on the Board of Directors' activities in 2025 and the orientation for 2026 as follows:

I. The performance of Vietnam Herbs and Foods Joint Stock Company (hereinafter referred to as "Vinaherbfoods" or "the Company") in 2025.

In 2025, Vietnam Herbs and Foods Joint Stock Company marked a significant breakthrough in both quantity and scale, successfully achieving the set business targets.

Regarding business performance, the Board of Directors ("BOD") assessed that the Company and the Board of Management demonstrated great flexibility and responsiveness to market developments. Observing the increasing demand in the export market, the Company actively sought new export markets while expanding the scale of its agricultural operations. As a result, revenue in 2025 reached VND 534.7 billion, consolidated profit after tax reached VND 17.6 billion, of which profit after tax attributable to the parent company was VND 17.59 billion.

In terms of business sectors, in 2025 the Company conducted additional research and development on new products to diversify its product portfolio.

The BOD adopted multiple strategic decisions to restructure and streamline the organizational apparatus to improve efficiency. The leadership also actively expanded and adjusted the market strategy to align with global trends, while implementing stringent control policies on input materials to ensure the quality of exported products and continuing to explore the herbal beverage market.

II. Activities and Board of directors

1. General activities:

In 2025, the BOD held seven meetings to collect opinions from BOD members and make decisions on Company matters. Drawing lessons from the BOD's activities in 2025

and implementing the 2026 operating plan in line with the orientation of the 2021–2026 term, all meetings were conducted in compliance with the procedures and regulations stipulated under the Law on Enterprises, the Company Charter, and internal regulations. During these meetings, strategic directions were approved and tasks were assigned to the Executive Board to address specific matters based on approved policies, while promptly resolving proposals arising during the course of production and business operations.

In 2025, the BOD issued multiple resolutions approving key strategic orientations for the Company's development, including:

- Carefully and gradually proceeding with digital transformation in accordance with actual market requirements.
- Continuing to improve and restructure the organizational apparatus to ensure optimal performance.
- Raising loans to serve production and business operations.

In addition to regular and extraordinary meetings, the BOD also maintained weekly and monthly task handovers to monitor and evaluate its activities and oversee executive performance. All BOD resolutions and decisions were issued with a high level of consensus among members.

2. Supervisory activities of the BOD:

In accordance with the Company Charter, internal regulations, and applicable laws, the BOD conducted the following supervisory activities:

- Oversaw and managed the use of capital by the Board of Management to ensure efficiency and cost-effectiveness in line with the business plan.
- Successfully directing the organization of the 2025 Annual General Meeting of Shareholders held on May 28, 2025 and the Extraordinary General Meeting of Shareholders held on December 19, 2025.
- Ensured compliance with financial reporting regulations for the fiscal year 2025.
- Supervised the implementation of resolutions issued by the BOD and AGM resolutions.
- Monitored executive management activities to improve business efficiency and achieve planned targets.
- Oversaw information disclosure to ensure transparency and timely compliance with regulations.

Evaluation of supervisory activities by Independent BOD Members regarding the General Director and the Board of Management:

- In 2025, the Independent Members of the Board of Directors fully participated in all Board meetings and provided their opinions in the spirit of serving the shareholders' interests and ensuring the sustainable development of the Company.
- Independent members made significant contributions to the enhancement of the Company's internal governance system and worked with the BOD to manage and supervise the executive operations, thereby contributing to the successful fulfillment of the 2025 business plan.

The Independent Members of the Company's Board of Directors fulfilled their duties in 2025 in accordance with their assigned responsibilities and with a strong sense of accountability; making significant efforts to effectively perform their roles in directing and supervising all aspects of the Company's operations in line with the resolutions of the 2025 Annual General Meeting of Shareholders, aligned with strategic orientations, and for the benefit of shareholders and the Company's overall development.

3. Activities of the Audit Committee under the Board of Directors:

In 2025, the Audit Committee held four meetings to assist the BOD in performing its supervisory functions on corporate governance issues, especially those related to cash flow management, as detailed below:

No.	Meeting	Date	Content	Attendance
1	Meeting 1	31/03/2025	Review of Q1/2025 results and financial report	100%
2	Meeting 2	30/06/2025	Review of Q2/2025 results and financial report	100%
3	Meeting 3	30/09/2025	Review of Q3/2025 results and financial report	100%
4	Meeting 4	31/12/2025	Review of Q4/2025 results and financial report	100%

- The Audit Committee effectively fulfilled its roles and responsibilities by providing direction, orientation, and consultation to the Board of Management without intervening directly in the Company's operations or those of individual departments.
- The Audit Committee under the BOD also played an important advisory role in supporting the BOD in making key decisions that significantly impacted the Company's overall operations.

4. Remuneration, Operating Expenses, and Other Benefits of the BOD and BOD members: Details are presented in Note No. 29 of the audited consolidated financial statements for the year 2025.

5. Report on the implementation of the private placement plan to increase charter capital in 2025: The implementation was suspended, and the BOD plans to submit to the General Meeting of Shareholders for approval the cancellation of this plan.

6. Transactions Between the Company and Related Parties, or Between the Company and Major Shareholders, Insiders, or Their Related Persons: None.

7. Transactions Between Insiders or Their Related Persons and Subsidiaries or Controlled Affiliates of the Company: None.

8. Transactions between the Company, subsidiaries, or companies in which the public company holds more than 50% of the charter capital and members of the Board of Directors and their related persons; transactions between the Company

and companies in which a member of the Board of Directors is a founding member or manager within the three years preceding the transaction date: None.

III. Activities of Independent Members of the Board of Directors and Evaluation Results by Independent Members of the Board of Directors regarding the Activities of the Board of Directors

1. Report of Independent BOD Member – Mr. Nguyen Dinh Cong: (Detailed in Appendix No. 01 attached hereto)
2. Report of Independent BOD Member – Mr. Nguyen Tai Duc: (Detailed in Appendix No. 02 attached hereto)

IV. Strategic Directions of the Board of Directors for 2026

In 2026, the Company must focus on ensuring stable supply, controlling costs, managing raw material quality to ensure food safety, and creating value for the local community.

- Strengthening inspection, control, and risk management efforts to ensure financial safety ratios. The Company should also establish a standardized, professional operational structure, comply with legal regulations, and remain flexible in its business operations.
- The Company aims to continue growing in the field of raw material exports for the pharmaceutical industry, while also expanding online sales to align with global trends.

The above is the report on the activities of the Board of Directors of Vietnam Herbs and Foods Joint Stock Company in 2025 and the plan for 2026, respectfully submitted for approval by the Annual General Meeting of Shareholders. Best regards!

Recipient:

- General Meeting of Shareholders;
- Board of Directors, Board of Management, Company Secretary
- Archive: Office, BOD

O.B.O BOARD OF DIRECTORS



**REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS
MR. NGUYEN DINH CONG**

I, Nguyen Dinh Cong, the undersigned, am an Independent Member of the Board of Directors of Vietnam Herbs and Foods Joint Stock Company. In exercising the rights and responsibilities of an Independent Member of the Board of Directors and ensuring compliance with corporate governance regulations, I hereby submit the report on my activities and the evaluation results regarding the activities of the Board of Directors in 2025 as follows:

1. Activities of the Independent Member of the Board of Directors in 2025

I fully participated in all meetings of the BOD (ensuring a 100% attendance rate). At all meetings, I consistently maintained an independent and objective position, balancing the interests of the Company and its shareholders, particularly in relation to strategic matters and important projects.

I fully performed my functions and duties in accordance with the law, the Company Charter, and the Regulations on the Operation of the BOD, specifically including:

- Performing the supervisory functions and duties over the activities of the BOD through meetings, discussions, and the process of issuing BOD resolutions, while also supervising the activities of the Board of Management through monitoring compliance with BOD resolutions.
- Ensuring the principles of independence and objectivity in BOD discussions and decision-making.
- Closely monitoring the Company's internal control activities. Together with members of the Audit Committee, supervising the integrity and objectivity of the preparation of financial statements, monitoring the effectiveness of the financial statement audit process, and reporting supervisory results and related matters to the Board of Directors.
- Voting to approve BOD resolutions in accordance with the Company Charter and applicable laws. The list of approved resolutions is presented in the 2025 Corporate Governance Report published on the Company's website.

2. Evaluation by the Independent Member of the Board of Directors regarding the BOD and the General Director.

The activities of the BOD were implemented in accordance with the 2025 operational plan and in compliance with the resolutions of the General Meeting of Shareholders, the Company Charter, and internal corporate governance regulations. The BOD fully performed its functions in supervising the Company's executive activities, providing appropriate orientations and timely directions to ensure the efficient utilization of resources in achieving the targets assigned by the General Meeting of Shareholders, on the basis of compliance with applicable laws and the Company Charter.

- The BOD assigned specific responsibilities to each BOD member according to their areas of expertise and for supervising the operations of subsidiaries.
- In 2025, the BOD organized regular and extraordinary meetings to promptly address arising matters, as well as approve appropriate decisions in line with actual circumstances to ensure the interests of the Company and shareholders. Meetings of the BOD were convened and conducted in accordance with the procedures stipulated in the Company Charter and applicable laws. Meeting materials were fully prepared and distributed to BOD

members. Meeting contents were thoroughly discussed, reviewed, and carefully evaluated by BOD members.

- BOD resolutions were adopted in compliance with legal regulations, disclosed in accordance with applicable requirements, and scientifically archived in compliance with regulations.
- The BOD properly fulfilled its roles and responsibilities in directing, supporting, and supervising the General Director in implementing matters approved by the General Meeting of Shareholders and the BOD, ensuring compliance with legal regulations while harmonizing the interests of the Company and its shareholders.
- The BOD actively directed, regularly participated in, and closely monitored activities aimed at strengthening and developing corporate culture, internal communications, and employee engagement throughout the Company.

3. Conclusion and Recommendations

In my capacity as an Independent Member of the Board of Directors, I have made every effort to fulfill the duties assigned to me. I am committed to maintaining independence and objectivity in performing my duties and to protecting the legitimate rights and interests of the Company and its shareholders..

**INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**



NGUYEN DINH CONG

Appendix No. 02

**REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS
MR. NGUYEN TAI DUC**

I, Nguyen Tai Duc, the undersigned, am an Independent Member of the Board of Directors of Vietnam Herbs and Foods Joint Stock Company. In exercising the rights and responsibilities of an Independent Member of the Board of Directors and ensuring compliance with corporate governance regulations, I hereby submit the report on my activities and the evaluation results regarding the activities of the Board of Directors in 2025 with the following main contents:

1. Activities of the Independent Member of the Board of Directors in 2025

In 2025, I fully participated in all meetings of the BOD and consistently maintained an independent and objective perspective, focusing on ensuring transparency and harmonizing the interests of the Company and its shareholders.

In the course of the Company's operational and governance activities, I also independently fulfilled my roles and responsibilities. I assessed transactions between the Company and related parties, as well as transactions with credit institutions, to ensure that they were conducted in accordance with proper procedures to protect shareholders' interests, in compliance with applicable laws and standards on corporate financial safety. In addition, I proactively supported the BOD by proposing effective solutions and providing timely support to the General Director during the course of managing the Company, while effectively carrying out supervisory and control activities to ensure compliance with legal regulations..

2. Evaluation by the Independent Member of the Board of Directors regarding the BOD and the General Director.

Based on independent supervision, I noted the following key matters:

- The BOD performed its duties using a scientific approach, closely aligned with the Company's strategic orientation and overall objectives. All activities were carried out in compliance with the Company Charter, internal corporate governance regulations, and applicable specialized laws and regulations.
- Meetings of the BOD were convened in a timely manner and in accordance with proper procedures and authority. Meeting contents were comprehensively and carefully prepared. The system of documents issued complied with applicable regulations and ensured openness and transparency.
- BOD members demonstrated proactiveness, contributed objective and constructive opinions, and exercised a high level of responsibility for individual decisions. The 100% approval voting rate reflected a high level of consensus and unity regarding the Company's development orientations.

4. Conclusion and Recommendations

I have fulfilled the duties assigned to me in my capacity as an Independent Member of the Board of Directors. During the performance of my duties, I remain committed to ensuring

independence, integrity, and objectivity in protecting the legitimate rights and interests of the Company and its shareholders.

Recipient:

- General Meeting of Shareholders;
- Board of Directors, Board of Management, Company Secretary
- Archive: Office, BOD

**INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**



NGUYEN TAI DUC

DRAFT

**REPORT ON ACTIVITIES OF THE INDEPENDENT MEMBER OF THE BOARD OF
DIRECTORS IN THE AUDIT COMMITTEE IN 2025**

To: General Meeting of Shareholders of Vietnam Herbs and Foods Joint Stock Company

The independent members of the Board of Directors (“BOD”) in the Audit Committee report the 2025 performance results as follows:

1. General information

The Company operates under the Audit Committee model under the Board of Directors as prescribed in Point b Clause 1 Article 137 of Enterprise Law No. 59/2020/QH14. The Audit Committee was established in accordance with the provisions of the Enterprise Law and the Securities Law. The Audit Committee operates according to the tasks specified in the Charter, the Company's internal governance regulations and the Audit Committee's operating regulations.

The organizational structure of the Audit Committee in 2025 includes:

Member of Audit Committee	Position	
Nguyen Dinh Cong	Chairman of the Audit Committee	Independent Board Member
Nguyen Tai Duc	Member	Independent Board Member

2. Remuneration, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee

In 2025, the Audit Committee members did not receive remuneration. Details have been disclosed in the Company's audited 2025 Financial Statements.

3. Summary of Audit Committee meetings and conclusions and recommendations of the Audit Committee

In 2025, the Audit Committee held 04 meetings to perform its tasks and functions in accordance with the Audit Committee's Operating Regulations. Through these meetings, the Audit Committee assigned tasks for 2025, organized the implementation of the Audit Committee's operating plan, discussed and agreed on the content of the assessment of the performance results during the year, monitored the honesty and objectivity of financial reporting, monitored the effectiveness of the financial reporting audit process, monitored the effectiveness of the risk control system and reported the monitoring results and related contents to the Board of Directors and the General Director of the Company according to the issued procedures.

4. Results of monitoring of financial reports, operating situation, financial situation of the company

Financial statements are prepared and published in accordance with accounting standards and current legal regulations, reasonably and honestly reflecting the financial situation of the Company.

Resolutions and decisions are issued validly, within authority and in compliance with information disclosure regime for listed companies.

The selected auditing company must ensure reliability, honesty, compliance with audit deadlines, compliance with professional regulations, independence and objectivity when giving audit opinions and compliance with information disclosure regulations for large-scale public companies.

In 2025, the Company's consolidated net revenue reached VND 534.7 billion, representing an increase of 22.6% compared to 2024. Profit after tax exceeded VND 17.6 billion, increasing by 6.7 times compared to the previous year.

5. Report on transactions between the Company, Subsidiaries, Companies controlled by the Company with the Company's insiders and related persons of the Company's insiders.

The Company has complied with relevant regulations on the authority to approve, monitor and explain transactions between the Company and its insiders; related persons of insiders with the Company, Subsidiaries, and Companies controlled by the Company. Details of the transactions are shown in the 2025 Audited Financial Statements (separate and consolidated), the 2025 Corporate Governance Report which have been disclosed and posted on the Company's website.

6. Assessment results of the company's internal control and risk management system

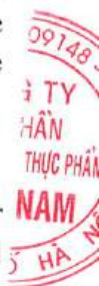
The Audit Committee has coordinated with the Company's Board of Directors to regularly monitor market developments, forecast and propose appropriate business plans to limit economic risks, legal risks, industry-specific risks and other risks.

The Company's Board of Directors has reviewed, supplemented and promptly issued regulations and rules related to operations, improving the effectiveness of the internal control system.

7. Results of supervision of the Board of Directors, the General Director and Other Executives of the Company

Complying with the provisions of the Charter of Vietnam Herbs and Foods Joint Stock Company ("Vinaherbfoods"), Vinaherbfoods Corporate Governance Regulations, internal management regulations and current laws, specifically:

- Preparing explanatory reports on matters requested for inspection by the Board of Directors, shareholders, or groups of shareholders upon request;
- Establishing a mechanism for receiving feedback and complaints from employees regarding violations or shortcomings in business management, operations, risk management, and internal control;
- Verifying the legality and integrity of the management and operation of business activities, and of the organization of accounting, statistics, and financial reporting;
- Reviewing accounting books and other relevant documents of the Company as authorized by the Board of Directors;



- Recommending to the Board of Directors measures to amend, supplement, and improve the Company's organizational structure;
- Appraising the Company's Business Performance Report and its annual, semi-annual, and quarterly Financial Statements.

8. Results of the assessment of the coordination of activities between the Audit Committee, the Board of Directors, the General Director and shareholders

In 2025, the Audit Committee closely coordinated with the Board of Directors, the Board of Management and other management staff to complete the assigned tasks. The Audit Committee actively participated in supervising the Board of Management's implementation of the Resolutions of the Board of Directors and the General Meeting of Shareholders, contributing opinions and making recommendations when deemed necessary. The Audit Committee complied with and implemented tasks according to the Company's Charter, Internal Regulations on Corporate Governance and the Audit Committee's Operating Regulations, seriously performing the assigned functions and obligations.


Respectfully submit to the General Meeting of Shareholders for consideration.


Sincerely,

Recipient :

- Shareholders of Vietnam Herbs and Foods Joint Stock Company;
- Board of Directors, Board of Management, Company Secretary
- Archive: Office, BOD

**O.B.O. INDEPENDENT MEMBERS
OF THE AUDIT COMMITTEE**


Nguyễn Tài Đức


Nguyễn Đình Công



Draft

No: 2206/2026/BCBTGD-DHĐCĐ

Hanoi, June 22, 2026

REPORT OF THE BOARD OF MANAGEMENT ON THE BUSINESS PERFORMANCE IN 2025 AND THE BUSINESS PLAN FOR 2026

To : General Meeting Of Shareholders Of

Vietnam Herbs And Foods Joint Stock Company

On behalf of the Board of Management, I would like to respectfully present to the General Meeting of Shareholders the business performance in 2025 and the business plan for 2026:

I. Advantages and disadvantages affecting business operations in 2025

Advantages and disadvantages affecting the production and business activities of Vietnam Herbs and Foods Joint Stock Company in 2025.

*** Advantages:**

According to data published by the General Statistics Office, Vietnam's economy achieved a GDP growth rate of 8.02% in 2025, ranking among the highest growth rates in the region and demonstrating the strong recovery of the economy. The size of the economy reached approximately USD 514 billion, while GDP per capita reached USD 5,026, continuing to improve compared to the previous year. All economic sectors recorded positive growth, notably industry and construction growing by approximately 8.95%, and services increasing by 8.62%, serving as the main drivers of the economy. In addition, domestic demand recovered significantly, with consumption increasing by 7.95% and exports of goods and services increasing by over 16%, thereby promoting production and business activities. Inflation was controlled at 3.31%, creating a stable environment for business development.

*** Disadvantages:**

Despite achieving many positive results, Vietnam's economy in 2025 continued to face numerous challenges. Business activities were under pressure due to imports increasing rapidly by 17.12%, exceeding export growth, reflecting dependence on imported raw materials and the potential risk of trade imbalance in certain sectors. In addition, the

economy continued to be affected by natural disasters, climate change, and agricultural epidemics, adversely impacting production and livelihoods. Although economic growth remained high, labor productivity and technological capabilities of many enterprises remained limited, making competitiveness insufficiently sustainable. Furthermore, increasing production costs, logistics expenses, and growing requirements for digital transformation and green transformation also created significant pressure on enterprises.

II. Business performance in 2025

In the context of an extremely challenging market environment, the Board of Management remained committed to the mission of “Delivering the beneficial values of Vietnamese herbs to community health in the most natural way.” At the same time, the Board promoted solidarity and focused leadership in implementing the resolutions of the Board of Directors, while building a workforce with sufficient capability to overcome the difficulties encountered in 2025, specifically as follows:

Business performance in 2025

Unit: Dong

No.	Indicators	2024	2025	% Increase/dec rease in 2025/2024
1	Total assets	495,106,915,356	620,158,917,541	25.26%
2	Owner's Equity	359,283,034,150	376,925,513,324	4.91%
3	Net revenue	436,101,869,536	534,710,664,379	22.61%
4	Net operating profit	2,117,406,990	22,108,683,366	944.14%
5	Other profits	895,279,687	21,704,142	-97.58%
6	Profit before tax	3,012,686,677	22,130,387,508	634.57%
7	Profit after tax	2,611,240,275	17,642,479,174	575.64%

(Source: 2025 Audited Consolidated Financial Statements)

- Profit after Corporate Income Tax in 2025 increased by 575.64% compared to 2024 due to the following reasons:

+ Net revenue increased by 22.61% year-on-year. Specifically, revenue from agricultural products increased by VND 92.24 billion, equivalent to 21.04%, mainly due to rising market demand and higher selling prices of agricultural products. Revenue from herbal beverages decreased by VND 86.03 million, equivalent to 2.50%, as escalating global

conflicts in 2025 caused commodity prices to increase significantly, leading consumers to tighten their spending.

+ Cost of goods sold for agricultural products increased by 17.12% compared to the previous year, representing a lower growth rate than revenue growth. This was attributable to the Company's advantage of having a large warehouse system, allowing inventory storage during periods of low prices. This helped reduce the average cost of goods sold and improve gross profit margins. In addition, effective control of losses during the preliminary processing stage also contributed to reducing actual production costs and increasing profitability.

+ Selling expenses in 2025 decreased by 29.2% compared to 2024 due to the decline in direct export revenue, resulting in corresponding reductions in logistics expenses. Administrative expenses increased by 6.32% as the Company invested in additional machinery and equipment to meet office operational needs and recruited additional management personnel. Financial expenses increased by 106.43%; however, they accounted for only a small proportion of revenue.

In summary, revenue increased at a higher rate than the increase in cost of goods sold, while selling expenses declined and the increases in administrative and financial expenses were insignificant. As a result, profit after Corporate Income Tax increased by VND 15.03 billion, equivalent to 575.64%.

III. Objectives and Solutions for the 2026 Business Plan

1. Industry Outlook and 2026 Business Targets

- Amid the ongoing competition among countries for geopolitical influence, resulting in conflicts occurring in many regions worldwide, including the US-China trade war, the Russia-Ukraine conflict, the China-Iran conflict, and the Thailand-Cambodia conflict, Vietnam is increasingly regarded as a safe destination.
- Vietnam's political environment remains stable and is undergoing positive transformation, demonstrated through the restructuring of the administrative system, which has gradually stabilized. The replanning and development of Hanoi Capital represent decisive and comprehensive measures aimed at creating a green, clean, and beautiful capital city, thereby facilitating the attraction of both domestic and foreign investment.
- Increasing awareness of health protection has prompted the Government to strengthen market supervision and screening of functional foods and daily consumer food products, opening significant opportunities for herbal and functional food products.

Based on the achievements in 2025 and considering the ongoing complexity and unpredictability of domestic and international economic and political conditions, the Board of Management has developed the 2026 business plan with the following key targets:

- Estimated revenue from business activities approximately VND 600 billion
- Estimated profit before corporate income tax approximately VND 30 billion.

2. Implementation solutions of the Board of Managements:

To achieve the set objectives in 2026, the Board of Management will focus on the following key solutions:

- Streamlining and optimizing operations across subsidiaries, linking employee income to efficiency and productivity.
- Enhancing workforce quality, creating a positive working environment, and improving employee welfare and benefits;
- Expanding the sales network and improving product and service quality;
- Strengthening enterprise-wide risk management, controlling receivables to minimize capital appropriation, managing inventory efficiently, and improving capital turnover to maximize capital efficiency.

The above is the report of on the business performance in 2025 and the business plan for 2026, respectfully submitted to the General Meeting of Shareholders for approval.

Sincerely!

Recipient :

- General Meeting of Shareholders;
- Board of Directors, Board of Management,
- Company Secretary
- Archive: Office, BOD



Nguyễn Thế Hùng

**VIETNAM HERBS AND FOODS
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: .../2026/TTr-DHDCĐ

Hanoi, June 22, 2026

DRAFT

PROPOSAL

Re: Approval of The 2025 audited financial statements

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 (“Law on Enterprises 2020”) and its amendments, supplements, and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 (“Law on Securities 2019”) and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (the “Company Charter”).

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the following matter:

Approval of the separate and consolidated financial statements for the fiscal year 2025 of Vietnam Herbs and Foods Joint Stock Company, audited by AASC Auditing Firm Company Limited and signed on March 20, 2026.

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Archived: Office; BOD.

O.B.O BOARD OF DIRECTORS

CHAIRMAN



CHỦ TỊCH HĐQT

Bùi Tiến Vinh

DRAFT

PROPOSAL

Re: Approval of the profit distribution in 2025 and the profit distribution plan for 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 (“Law on Enterprises 2020”) and its amendments, supplements, and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 (“Law on Securities 2019”) and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (the “Company Charter”).
- Pursuant to the 2025 audited financial statements (both separate and consolidated) of Vietnam Herbs and Foods Joint Stock Company, which were audited by AASC Auditing Firm Company Limited;

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders of the Company for approval the following contents:

1. Profit distribution plan for 2025

Indicators	2025 (Unit: VND)
1. Profit after tax of the Parent Company (as per the 2025 audited consolidated financial statements)	17,592,428,170
2. Retained earnings accumulated to December 31, 2024	4,887,873,658
3. Other adjustments	0
4. Total retained earnings accumulated to December 31, 2025 (4=1+2+3)	22,480,301,828
5. Profit carried forward to the following year	22,480,301,828

-Profit distribution: Based on the business results for 2025, the Board of Directors of the Company held a meeting and agreed to propose to the 2026 Annual General Meeting of Shareholders to consider not paying dividends for 2025 in order to stabilize the Company's capital structure and reinvest in business operations.

2. Profit distribution plan for 2026:

According to the business plan for 2026, the Board of Directors anticipates using the after-tax profit of 2026 for reinvestment in the following year.

The above presents the profit distribution plan for 2025 and the profit and profit distribution plan for 2026. This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Archived: Office; BOD.

O.B.O BOARD OF DIRECTORS
CHAIRMAN
CÔNG TY
CỔ PHẦN
DUỐC LIỆU VÀ THỰC PHẨM
VIỆT NAM
THÀNH PHỐ HÀ NỘI
CHỦ TỊCH HĐQT
Bùi Tiến Vinh

DRAFT

PROPOSAL

Re: Approval of the remuneration for the Board of Directors and the Audit Committee in 2025 and the plan for 2026

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 ("Law on Enterprises 2020") and its amendments, supplements, and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 ("Law on Securities 2019") and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (the "Company Charter").

The Board of Directors respectfully submits the following matters for consideration and approval by the General Meeting of Shareholders:

1. In order to ensure the operations of the Board of Directors and the Audit Committee in carrying out their assigned tasks, based on the business results of Vietnam Herbs and Foods Joint Stock Company in 2025 and the relevant regulations of the State, the Company reports the total remuneration for the Board of Directors and the Audit Committee in 2025:

Full name	Position	2025 (Million VND)
Bui Tien Vinh	Chairman of the Board of Directors	170.3
Tran Nhat Thanh	Board member	196.1
Nguyen The Hung	Board member, General Director	128.9
Nguyen Dinh Cong	Board member, Chairman of the Audit Committee	-
Nguyen Tai Duc	Board member, Member of the Audit Committee	-
Total remuneration for the Board of Directors and Audit Committee		495.3

The other benefits for the members of the Board of Directors and the Audit Committee will be implemented in accordance with the legal regulations, the Company's Charter, and the regulations.



2. In order to ensure the operations of the Board of Directors in carrying out their assigned tasks, the Company proposes that the total remuneration for the Board of Directors in 2026 be a maximum of 20% of the after-tax profit.

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Archived: Office; BOD.

O.B.O BOARD OF DIRECTORS



CHAIRMAN
CHỦ TỊCH HĐQT
Bùi Tiến Vinh



DRAFT

PROPOSAL

***Re: Approval of the selection of an independent auditing firm to audit the
financial statements for the 2026 fiscal year***

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 ("Law on Enterprises 2020") and its amendments, supplements, and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 ("Law on Securities 2019") and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (the "Company Charter").

The Board of Directors respectfully submits the following matters for consideration and approval by the General Meeting of Shareholders:

In order to ensure proactive selection of a suitable auditing firm that meets the Company's requirements for execution time and service quality, the Board of Directors respectfully proposes that the General Meeting of Shareholders authorize the Board of Directors to select one (01) auditing firm from the list of independent auditing companies that are qualified and approved by the State Securities Commission of Vietnam to audit public companies and listed organizations, in order to audit the Company's financial statements for the year 2026 and to review the quarterly and semi-annual financial statements (if required by the State management authorities).

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Archived: Office; BOD.

O.B.O BOARD OF DIRECTORS

CHAIRMAN

BUI TIEN VINH

DRAFT

PROPOSAL

Re: Approval of the election of members of the Board of Directors for the 2026 - 2031 term

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted on June 17, 2020 ("Law on Enterprises 2020") and its amendments, supplements, and implementing regulations;
- Pursuant to the Law on Securities No. 54/2019/QH14 adopted on November 26, 2019 ("Law on Securities 2019") and its amendments, supplements, and implementing regulations;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (the "Company Charter").

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the election of members of the Board of Directors for the 2026 – 2031 term as follows:

The term of office of the Company's Board of Directors under Resolution No. 1904/2021/NQ-ĐHĐCĐ/VHE adopted by the General Meeting of Shareholders on 19 April 2021 is nearing its conclusion. Therefore, in accordance with the Company's Charter, it is necessary for the General Meeting of Shareholders to proceed with the election of BOD members for the new term (2026 – 2031), specifically:

1.1. Number of members of the Board of Directors:

The Board of Directors comprises 05 members, including at least 01 independent member.

1.2. Approval of the list of candidates for the Board of Directors

Based on the nomination and self-nomination results of shareholders and groups of shareholders in accordance with the Company's Charter and the Regulations on Nomination, Candidacy, and Election of Members of the Board of Directors (Term 2026 - 2031); based on the qualifications, integrity, reputation and ability of the candidates to fulfill the duties and responsibilities of a member of the Board of Directors if elected; and in compliance with the eligibility criteria for members of the Board of Directors as prescribed by the Company's Charter and applicable laws, the Board of Directors submits to the General Meeting of Shareholders the list of candidates for election to the Board of Directors for the 2026–2031 term, as follows:

- Mr/Mrs.
- Mr/Mrs.
- Mr/Mrs.
- Mr/Mrs.
- Mr/Mrs.



(Candidates' Curriculum Vitae are attached to this proposal)

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Archived: Office; BOD.

O.B.O BOARD OF DIRECTORS

CHAIRMAN



No.:/2026/TTr-DHĐCĐ

DRAFT

PROPOSAL

Re: Approval of the cancellation of the private placement plan to increase charter capital, which was previously approved by the GMS in the 2025 Extraordinary General Meeting Resolution.

- 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, as amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025, and the guiding documents for implementation thereof;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and the guiding documents for implementation thereof;
- Pursuant to Decree No. 155/2020/ND-CP promulgated by the Government on December 31, 2020 detailing the implementation of a number of articles of the Law on Securities, and the amending, supplementing and guiding documents for implementation thereof;
- Resolution of the 2025 Extraordinary General Meeting of Shareholders No. 1912/2025/NQ-DHĐCĐ/VHE dated December 19, 2025;
- Proposal No. 01/2025/TTr-DHĐCĐBT dated December 19, 2025;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company.

The Board of Directors of Vietnam Herbs and Foods Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the following matter:

Approval of the cancellation of the private placement plan to increase charter capital, which was previously approved by the GMS in the 2025 Extraordinary General Meeting Resolution No. 1912/2025/NQ-DHĐCĐ/VHE dated December 19, 2025.

Reason for cancellation: Due to significant changes in market conditions, the initially proposed list of strategic investors is no longer aligned with the Company's current orientation.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval.
Sincerely!



Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Save: Office; BOD.

O.B.O BOARD OF DIRECTORS



**VIETNAM HERBS AND FOODS
JOINT STOCK COMPANY**

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: / 2026/TTr-ĐHĐCĐ

Hanoi, June 22, 2026

DRAFT

PROPOSAL

Re: Approval of the private placement plan to increase charter capital

- 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, as amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025, and the amendments, supplements, and implementing regulations thereof;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, as amended and supplemented by Law No. 56/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024, and the amendments, supplements, and implementing regulations thereof;
- Pursuant to Decree No. 155/2020/NĐ-CP issued by the Government on December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and the amendments, supplements, and implementing regulations thereof;
- Pursuant to the Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company;
- Pursuant to the Company's business plan.

The Board of Directors of Vietnam Herbs and Foods Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the Plan for the Private Placement of Shares to increase Charter Capital in 2026, with the following details:

I. Plan for the Private Placement of Shares to Increase Charter Capital in 2026

1. Information on the shares to be offered:

Stock name	: Shares of Vietnam Herbs and Foods Joint Stock Company
Stock code	: VHE
Stock type	: Common stock
Par Value	: 10,000 VND/share
Total shares offered	: 33,140,000 shares
Total shares outstanding	: 33,139,996 shares

Total treasury shares : 4 shares

2. Offering plan:

- Offering method: Private placement of shares
- Purpose of offering: Mobilizing capital to repay loans from credit institutions to improve capital autonomy, reduce financial pressure for the Company.
- Estimated number of shares to be offered (maximum): 10,000,000 shares.
- Total par value of shares to be offered (maximum): 100,000,000,000 VND (In words: One hundred billion VND).
- Offering price: 10,000 VND/share
- Principle for determining offering price: at par value of VND 10,000/share
- Target Investors: Strategic investors and professional securities investors
- Criteria for selecting investors:
 - + Domestic organizational and individual strategic investors who are selected by the General Meeting of Shareholders based on criteria regarding financial capacity, technological expertise, and a commitment to cooperate with the Company for a period of 3 years.
 - + Domestic organizational and individual professional securities investors according to current law, belonging to one of the following subjects:
 - o Commercial banks, financial companies, insurance business organizations, securities companies, securities investment fund management companies, securities investment companies, securities investment funds, international financial organizations, non-budgetary state financial funds, and state financial organizations are allowed to purchase securities in accordance with relevant laws;
 - o Companies with contributed charter capital of over VND 100 billion or listed organizations, unlisted public company;
 - o Person with securities practice certificate;
 - o An individual holding a listed or unlisted public securities portfolio with a minimum value of VND 2 billion as confirmed by a securities company at the time the individual is identified as a professional securities investor;
 - o Individuals whose taxable income in the most recent year is at least 1 billion VND up to the time the individual is determined to be a professional securities investor according to the tax declaration submitted to the tax authority or tax deduction documents of the paying organization or individual.
 - + Priority shall be given to the Company's traditional and potential partners;
 - + Investors with strong financial capability and the ability to contribute capital immediately upon share registration;
 - + Other criteria deemed necessary by the Board of Directors.



- List of expected investors to purchase shares:
+ The list of strategic investors is as follows:

No.	Name of Investor	Citizen ID/Passport/Enterprise Registration Certificate No.	Strategic Investor/ Professional Securities Investor	Number of Shares held before the Offering (Shares)	Number of Shares registered for subscription (Shares)
1	Nguyen Thi Ty	001165003650	Strategic Investor	0	7,000,000
2	Nguyen The Hung	001082032569	Strategic Investor	0	3,000,000
Tổng cộng				0	10.000.000

- + List of professional securities investors:
- In the event that the strategic investors approved by the General Meeting of Shareholders do not register to subscribe for all the shares offered, the General Meeting of Shareholders authorizes the Board of Directors to: review, adjust, select, and determine the list of professional securities investors in accordance with the selection criteria approved by the General Meeting of Shareholders; and concurrently approve the list of professional securities investors and the number of shares to be offered to each investor at the price of VND 10,000 per share, or cancel the unsubscribed shares and terminate the offering.
- Transfer restriction: The trading and transfer of shares offered through the private placement shall be restricted for a period of 03 years for strategic investors and 01 year for professional securities investors from the completion date of the offering, except for transactions or transfers between professional securities investors, or transfers conducted pursuant to a legally effective court judgment or decision, an arbitral award or decision, or inheritance in accordance with the law.
- Method for handling unsubscribed shares: The number of shares not subscribed for or not fully paid by investors (in whole or in part of the number of shares offered to each investor) shall be authorized to the Board of Directors for distribution to one or more professional securities investors selected by the Board of Directors in accordance with the investor selection criteria approved by the General Meeting of Shareholders at the price of VND 10,000 per share, or otherwise cancelled and the offering terminated.

- Implementation timeline: Expected during 2026–2027, after being approved by the General Meeting of Shareholders and upon receipt of written confirmation from the State Securities Commission acknowledging that the Company’s registration dossier for the private placement of shares has been duly and sufficiently submitted.
- Plan to ensure compliance with foreign ownership limits in the share offering: The investor selection criteria for the offering are limited to domestic organizations and individuals; therefore, the share offering shall ensure compliance with the regulations on foreign ownership ratios in accordance with prevailing laws.

3. Plan for using capital raised from the Share Offering:

The total proceeds from the proposed private offering are expected to be VND 100,000,000,000 (in words: One hundred billion Vietnam Dong). This amount will be used for repaying loans from credit institutions in order to enhance the Company’s financial autonomy and reduce financial pressure. Details are as follows:

No.	Object	Expected Use of Proceeds from the Offering (VND)	Implementation Timeline
1	Repayment of loans to credit institutions	100,000,000,000	In 2026 - 2027
1.1	Military Commercial Joint Stock Bank	50,000,000,000	
1.2	Vietnam Prosperity Joint Stock Commercial Bank	50,000,000,000	
Total		100.000.000.000	

The General Meeting of Shareholders authorizes the Board of Directors to formulate a detailed capital utilization plan and to adjust the plan for the use of proceeds from the offering in order to ensure compliance with prevailing laws, market conditions, and the Company’s actual business and operational circumstances at the time of the share offering. In the event that the shares are not fully distributed as expected and the capital raised does not reach the anticipated amount, the Board of Directors shall adjust the funding sources and arrange additional financing through borrowings or other lawful funding sources. The Board of Directors shall be responsible for reporting any change in the purpose of use of proceeds (if any) at the nearest General Meeting of Shareholders.

4. Amendment to the Charter and Registration of Changes to Enterprise Registration Contents

The General Meeting of Shareholders authorizes the Board of Directors to amend the provisions and contents relating to charter capital, shares, and share certificates under Article 7 and Appendix 01 of the Company’s Charter to reflect the updated charter capital upon completion of the share offering, and to carry out the registration procedures for amendment of enterprise registration contents with

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the competent authority in order to record the actual charter capital following completion of the share offering.

5. Adjustment of the number of registered securities and change of stock listing registration:

The Company shall carry out procedures to increase the number of registered securities with the Vietnam Securities Depository and Clearing Corporation (VSDC) and to modify the share listing registration with the Hanoi Stock Exchange (HNX) for all additionally issued shares immediately after the completion of the share offering, in accordance with legal regulations.

6. Authorization to the Board of Directors:

- Implement the share offering plan, decide the timing of the offering plan, and carry out necessary procedures with competent authorities to register the share offering.
- Supplement, edit, complete or change the offering plan (if necessary or at the request of State management agencies) to ensure that the share offering is carried out legally and to ensure that the capital increase is completed in accordance with the established capital use plan.
- Finalize the details of the use of proceeds from the offering; and adjust the capital use plan and the total proceeds with a variation not exceeding 50% of the total capital raised from the offering if deemed necessary. Any changes in the use of proceeds must be reported to the General Meeting of Shareholders at the nearest meeting.
- In case the strategic investors approved by the General Meeting of Shareholders do not register to purchase the entire number of shares offered, the General Meeting of Shareholders authorizes the Board of Directors review, adjust, select, and determine the list of professional securities investors in accordance with the selection criteria approved by the General Meeting of Shareholders; and concurrently approve the list of professional securities investors and the number of shares to be offered to each investor at the price of VND 10,000 per share, or cancel the unsubscribed shares and terminate the offering. The selection of investors must ensure that the share offering complies with the maximum foreign ownership ratio in the Company as per current legal regulations;
- Approve, adjust the offering plan and carry out necessary procedures to ensure that the offering of shares meets the foreign ownership ratio at the Company according to current laws;
- Finalize other related contents of the offering plan as required by competent state authorities, ensuring the share offering is legally executed and fully compliant with applicable regulations, while protecting the best interests of the Company and its shareholders.
- Carry out procedures to increase the charter capital and update, amend the provisions related to charter capital, shares, and securities in the Company's Charter after the completion of the share offering, in accordance with the law.
- Carry out the procedures to adjust the Company's Business Registration Certificate, including preparing and submitting the documents for the registration of changes in business registration content to the Business Registration Authority after the completion of the offering, as required by law.



- Carry out the necessary procedures, tasks, and select an appropriate time to adjust the number of securities at the Vietnam Securities Depository and Clearing Corporation (VSDC) and change the listing registration of shares at the Hanoi Stock Exchange (HNX) for the additional shares offered, based on the Plan for the Private Placement of Shares to Increase Charter Capital in 2026, which has been approved by the General Meeting of Shareholders, after receiving the written approval from the State Securities Commission of Vietnam.
- Carry out other tasks and procedures that the Board of Directors deems necessary to complete the offering according to the offering plan approved and ratified by the General Meeting of Shareholders as stated above.

This proposal is respectfully presented to the General Meeting of Shareholders for consideration and approval.

Sincerely!

Recipients:

- Shareholders;
- BOD, BOM, Company Secretary;
- Save: Office; BOD.

O.B.O BOARD OF DIRECTORS



10/10/2024

No: .../2026/NQ-ĐHĐCĐ/VHE

Hanoi, June 22, 2026

Draft

RESOLUTION
OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
VIETNAM HERBS AND FOODS JOINT STOCK COMPANY

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 passed on June 17, 2020 (“2020 Law on Enterprises”) and its amendments, supplements, and implementing regulations;*
- *Law on Securities No. 54/2019/QH14 passed on November 26, 2019 (“2019 Law on Securities”) and its amendments, supplements, and implementing regulations;*
- *Charter on Organization and Operation of Vietnam Herbs and Foods Joint Stock Company (“Company Charter”);*
- *Minutes of the 2026 Annual General Meeting of Shareholders dated June 22, 2026;*

The 2026 Annual General Meeting of Shareholders (“AGM”) of Vietnam Herbs and Foods Joint Stock Company held at No. 277 Van Xuan Street, O Dien Commune, Hanoi City on June 22, 2026 passed this Resolution with the following contents:

DECISION

Article 1. Approval of the Report on the Board of Directors' activities in 2025 and orientation for 2026. (Report attached)

Article 2. Approval of the Report on the activities of independent members of the Board of Directors in the Audit Committee in 2025. (Report attached)

Article 3. Approval of the Report of the Board of Management on business performance in 2025 and the business plan for 2026. (Report attached)

Article 4. Approval of the 2025 audited financial statements (According to Proposal No. 01/2026/TTr-ĐHĐCĐ dated June 22, 2026).

Article 5. Approval of the profit distribution in 2025 and the profit distribution plan for 2026 (According to the Proposal No. 02 /2026/TTr-ĐHĐCĐ dated June 22, 2026).

Article 6: Approval of the remuneration for the Board of Directors and the Audit Committee in 2025 and the plan for 2026 (According to Proposal No. 03/2026/TTr-ĐHĐCĐ dated June 22, 2026).

Article 7: Approval of the selection of an independent auditing firm to audit the financial statements for the 2026 fiscal year (According to the Proposal No. 04/2026/TTr-ĐHĐCĐ dated June 22, 2026) .

Article 8: Approval of the election of members of the Board of Directors for the 2026 - 2031 term (According to the Proposal No. 05/2026/TTr-ĐHĐCĐ dated June 22, 2026) .



Article 9: Approval of the cancellation of the private placement plan to increase charter capital, which was previously approved by the GMS in the 2025 Extraordinary General Meeting Resolution. (According to the Proposal No. 06/2026/TTr-ĐHĐCĐ dated June 22, 2026)

Article 10: Approval of the private placement plan to increase charter capital (According to proposal No. 07/2026/TTr-ĐHĐCĐ dated June 22, 2026)

Article 11: The General Meeting elected five (05) members to the Board of Directors for the 2026-2031 term, comprising the following members:

1. Mr./Ms.
2. Mr./Ms.
3. Mr./Ms.
4. Mr./Ms.
5. Mr./Ms.

Article 12: Implementation provisions

The Resolution shall take effect from the date of issuance. The Board of Directors, the Board of Management and relevant departments are responsible for implementing this Resolution.

**O.B.O 2026 GENERAL MEETING OF
SHAREHOLDERS**

CHAIRMAN

VIỆT NAM
BUI TIEN VINH

