CÔNG TY CỔ PHẦN **SXKD XNK DV & ĐT TÂN BÌNH** ***TAN BINH IMPORT - EXPORT*** ***JOINT STOCK CORPORATION*** **(TANIMEX)**	**CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM** **Độc lập - Tự do - Hạnh phúc** ***THE SOCIALIST REPUBLIC OF VIETNAM*** ***Independence - Freedom - Happiness***
Số: 20 /CV-ĐT&DA No: 20 /CV-DT&DA	TP.HCM, ngày 09 tháng 01 năm 2025 *HCMC, ...01/09/..... 2025.*

Công Ty Cổ Phần Sản Xuất Kinh Doanh Xuất Nhập Khẩu Dịch Vụ Và Đầu Tư T
Digitally signed by Công Ty Cổ Phần Sản Xuất Kinh Doanh Xuất Nhập Khẩu Dịch Vụ Và Đầu Tư T
DN: C=VN, S=THÀNH PHỐ HỒ CHÍ MINH, CN=Công Ty Cổ Phần Sản Xuất Kinh Doanh Xuất Nhập Khẩu Dịch Vụ Và Đầu Tư T, OID.0.9.2342.19200300.100.1.1=MST:0301464904
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CÔNG BỐ THÔNG TIN ĐỊNH KỲ
PERIODIC INFORMATION DISCLOSURE

Kính gửi/To: - Ủy ban Chứng khoán Nhà nước/*State Securities Commission*

- Sở Giao dịch chứng khoán TP.HCM/*Ho Chi Minh City Stock Exchange*

1. Tên tổ chức/*Name of organization*: Công ty Cổ phần Sản xuất Kinh doanh Xuất Nhập khẩu Dịch vụ và Đầu tư Tân Bình/*Tan Binh Import - Export Joint Stock Corporation* (viết tắt/ *abbreviation*: TANIMEX).
   - Mã chứng khoán/Securities code: TIX
   - Địa chỉ trụ sở chính/Address: 325 Lý Thường Kiệt, Phường 9, Quận Tân Bình, TP.HCM/*325 Ly Thuong Kiet, Ward 9, District Tân Bình, HCM City*
   - Điện thoại liên hệ/telephone: (84-028)3868.6378 Fax: (84-8)38642060
   - Email: tanimex@tanimex.com.vn
2. Nội dung thông tin công bố/*Contents of disclosure*::
   - Nghị quyết số: 01/NQ-ĐHĐCĐ ngày 08/01/2025 của Đại hội đồng cổ đông 2024, thông qua các nội dung tại cuộc họp ĐHĐCĐ thường niên năm 2024 và biên bản kèm tài liệu đại hội/*Resolution 01/NQ-ĐHĐCĐ dated January 8, 2025, of the 2024 General Shareholders' Meeting, approving the matters discussed at the 2024 Annual General Shareholders' Meeting along with the minutes and accompanying documents*
3. Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày .../01/2025 tại đường dẫn: https://www.tanimex.com.vn/ ⇒ Quan hệ cổ đông/ This information was published on the company's website on .../01/2025 at the link: https://www.tanimex.com.vn/ ⇒ Shareholders Relations.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Đại diện tổ chức/*Organization representative*
Người đại diện theo pháp luật/*Legal representative*
TỔNG GIÁM ĐỐC/*CEO*

CÔNG TY CỔ PHẦN SẢN XUẤT KINH DOANH XUẤT NHẬP KHẨU DỊCH VỤ VÀ ĐẦU TƯ TÂN BÌNH
S.Đ.K.K.D: 0301464904-C.T.C.P
Q. TÂN BÌNH TP. HỒ CHÍ MINH

TRẦN QUANG TRƯỜNG

Tài liệu đính kèm:

- *Nghị quyết: 01/NQ-ĐHĐCĐ/ Resolution: 01/NQ-ĐHĐCĐ*
- *Biên bản và tài liệu đại hội/ Minutes and Meeting Documents*

Nơi nhận:

- *Như trên/As above*
- *Lưu VT, ĐT&DA-NV-03/Save VT, DT&DA-NV-03*

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION (TANIMEX)	SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom – Happiness **********
No: 01/NQ-DHDCD	Tan Binh, January 8th 2024

RESOLUTION OF THE GENERAL SHAREHOLDERS' MEETING

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THE GENERAL SHAREHOLDERS' MEETING

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION (TANIMEX)

- Based on the Enterprise Law No. 59/2020/QH14;
- Based on the Business Registration Certificate No. 0301464904 issued by the Ho Chi Minh City Department of Planning and Investment on July 18, 2006, amended for the 17th time on January 25, 2019;
- Based on the Charter of Organization and Operation of the Tan Binh Import - Export Joint Stock Corporation approved by the General Shareholders' Meeting, effective from January 11, 2022;
- Based on the Minutes of the 2024 Annual General Shareholders' Meeting No. 01/BBDHĐCĐ-2024 dated January 8, 2025;

RESOLUTION

****

ARTICLE I : Approval of report of the Executive Board on results of production and business operations in fiscal year 2024 (from October 1, 2023 to September 30, 2024).

ARTICLE II : Approval of the Board of Directors' Report for the 2024 financial year and the Audit Committee's 2024 report.

ARTICLE III : Approval of the audited 2024 Financial Report.

ARTICLE IV : Approval of the 2024 FY profit distribution plan as follows:

Spending	Actual deduction rate	Total amount
Profit after tax	100%	105,150,717,723
Dividend 30%/year	85,6%	90,000,000,000
Board of Directors & Subcommittees Remuneration	0.9%	900,000,000
Bonus for exceeding plan (15% of excess profit)	1.3%	1,372,607,523
Employee Bonus Fund	5%	5,257,535,886
Employee Welfare Fund	3,0%	3,154,521,532

Social Welfare Fund	4,0%	4,206,028,709
Retained Profit	**0,2%**	**260,023,938**

ARTICLE V: Approval of the production and business plan targets for the 2025 fiscal year (from October 1, 2024, to September 30, 2025), as follows:

No.	Description	Actual 2024	Plan 2025	Comparison (Plan/Actual) (%)
1	Total Revenue	266,069,080,935	256,300,000,000	96.3%
2	Total Costs	136,935,900,051	136,100,000,000	99.4%
3	Profit Before Tax	129,133,180,884	120,200,000,000	93.1%
4	Profit After Tax	105,150,717,723	98,200,000,000	93.4%

ARTICLE VI: Approval of the profit distribution ratio for the 2025 fiscal year as follows:

No.	Indicator	Allocation Ratio
1	Dividend Distribution	25% per year
2	Employee Bonus Fund	5% of Profit After Tax
3	Employee Welfare Fund	3% of Profit After Tax
4	Social Fund	4% of Profit After Tax

ARTICLE VII : Approve the operating budget for the Board of Directors and subcommittees under the Board of Directors for the fiscal year 2025 and reward the Executive Board and management staff, specifically:

VIII.1 . The budget is VND 1,000,000,000 (one billion VND), including salaries and reasonable expenses related to the performance of duties of the Executive Board and subcommittees.

VIII.2 . Bonus exceeding the plan of 15% on the after-tax profit exceeding the plan for the Executive Board and the entire management staff of the Company in case the results of the 2025 fiscal year (from October 1, 2024 to September 30, 2025) have after-tax profit exceeding the plan approved by the Company's General Meeting of Shareholders at this year's Annual General Meeting.

ARTICLE VIII : Approving the selection of A&C Auditing and Consulting Company Limited as the independent auditor to audit the 2025 financial statements.

ARTICLE X: Approving the amendment of the charter and internal regulations on corporate governance, specifically as follows:

X.1 Amendment of the company charter (15th time):

a) Edited content: adjust 27 contents in the terms, to ensure updating according to the form and current legal regulations

b) Contents of the charter after revision: 21 chapters; 62 articles

X.2 Amendment of internal regulations on corporate governance (6th time)

a) Change the main content of the regulations in accordance with the order and terms of the model regulations specified in Appendix II of Circular 116/2020/TT-BTC dated December 31, 2020

b) Appendix 1 "Regulations on attending online shareholders' meetings and electronic voting": adjust and remove chapter titles

c) Add Appendix 2: Regulations for attending the General Meeting of Shareholders in a hybrid format (attached regulations) to ensure updating of new regulations.

d) The revised regulations include: 18 articles and 02 attached appendices.

ARTICLE X: Approval of the Election Results for the Members of the Board of Directors for Term V (2025–2030), including 06 members, as listed below:

No.	Full name	Position
1	Mr. NGUYEN MINH TAM	Chairman of the Board of Directors
2	Mr. TRAN QUANG TRUONG	Vice Chairman of the Board of Directors
3	Ms. TRAN THI THANH NHAN	Non-Executive Member of the Board of Directors
4	Mr. LA NGỌC THONG	Non-Executive Member of the Board of Directors
5	Ms. NGUYEN THI THU GIANG	Independent Member of the Board of Directors
6	Mr. PHAN NGOC LIEM	Independent Member of the Board of Directors

ARTICLE XI: The Board of Directors of the company is assigned to implement the contents approved in this resolution. The resolution takes effect from the date of signing, is announced and kept at the company's headquarters.

Received:

- Board of Directors, Executive Board
- Department of Investment and Development, Department of Finance and Planning
- Shareholders
- Save HDQT-HD-10

On behalf of the General Meeting of Shareholders

Chairman of the BOD

NGUYEN MINH TAM

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION
(TANIMEX)
****

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness
****

No.: 01/BBĐHĐCĐ-2024

MEETING MINUTES
2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
FISCAL YEAR FROM 10/01/2023 TO 30/09/2024

★ **Tan Binh Import - Export Joint Stock Corporation (stock code: TIX).**

★ Address: 325 Ly Thuong Kiet, Ward 9, Tan Binh District, HCMC

★ Business registration number: 0301464904

★ Congress time **: Wednesday 08** January 2025

★ Venue: Eastin Grand Hotel Saigon (253 Nguyen Van Troi, Phu Nhuan District, Ho Chi Minh City)

★ **Start** time : **9:10 End** time: **11:30**

★ Chairman of the congress : Mr. Nguyen Minh Tam

★ Congress Secretary : Ms. Le Nguyen Huong Duong and Mr. Nguyen Ngoc Vy Lam

★ Number of listed shares : 30,000,000 shares

★ At the opening time, the number of shareholders attending was 61 shareholders, including: 44 official shareholders (10,685,621 shares) and 17 authorized shareholders (17,079,731 shares), representing **27,735,052** voting shares, equivalent to **92.55 %** of charter capital

The progress of the congress was recorded as follows:

I- CONGRESS OPENING PROCEDURES:

1. Ms. Le Thi Thanh Phuong - Leader of the Delegate Qualification Examination Board read the Report on the results of the Delegate Qualification Examination, the congress was qualified to proceed.

2. The Organizing Committee introduces the list of the Presidium, Secretariat, Ballot Counting Committee, Working Regulations at the congress and voting principles at the congress:

❖ **Presidium**:

1. Mr. Nguyen Minh Tam : Chairman of the Board of Directors - Chairman of the meeting

2. Mr. Tran Quang Truong : Vice Chairman of Board of Directors - General Director

3. Ms. Ha Thi Thu Thao : Chief Accountant

❖ **Secretariat :**

1. Ms. Le Nguyen Huong Duong - Leader
2. Mr. Nguyen Ngoc Vy Lam - Member

❖ **Vote counting committee:**

1. Ms. Le Thi Thanh Phuong - Leader;
2. Ms. Pham Ngoc Van - member;
3. Ms. Tran Minh Huyen Vy - member

3. The Congress voted to approve the list of personnel for the Presidium, Secretariat, Vote Counting Committee and working regulations at the 2024 annual general meeting of shareholders with an approval rate of 100% (equivalent to the number of voting shares of **27,735,052** shares).

II- DEVELOPMENTS AT THE CONGRESS:

1. The Chairman approved the meeting agenda including 9 contents and the Congress agreed with 100% approval rate (equivalent to 27,735,052 voting shares), the agenda includes:

1/ Report of the Board of Directors on business results in 2024

2/ Report of the Board of Directors and report of the audit committee in 2024

3/Audited Financial Statements for 2024

4/Profit Distribution Plan for 2024

5/ Report on Production and Business Plan for 2025

6/ Submission for approval of the 2025 Board of Directors' remuneration budget

7/Request for selection of audit unit in 2025

8/ Proposal to amend the Charter and Internal Regulations on corporate governance

9/ Election of members of the Board of Directors for term V (2025-2030)

2. The Presidium presented the contents in the shareholders' meeting documents, including:

- Content 1: Report of the Executive Board on business results in 2024
- Content 2: Report of the Board of Directors and report of the audit committee in 2024
- Content 3: Audited Financial Statements for 2024
- Content 4: Proposal for 2024 Profit Distribution Plan
- Content 5: Report on Production and Business Plan for 2025
- Content 6: Submission for approval of the 2025 Board of Directors' remuneration budget
- Content 7: Proposal for selecting an auditing unit in 2025
- Content 8: Proposal to amend the Charter and Internal Regulations on corporate governance

3. The Chairman presides over a number of contents related to the election of the Board of Directors for term V (2025-2030), specifically including:

3.1. Approved the number of Board of Directors members for the 2025-2030 term is 06 members.

➢ Voting results: The congress approved by raising voting cards with a 100% approval rate (equivalent to **27,735,052** voting shares).

3.2. The Election Committee consists of the following members:

1/ Ms. Le Thi Thanh Phuong - Leader;

2/ Ms. Nguyen Thi Ngoc Dieu - member;

3/Ms. Pham Thi Ha Giang - member;

4/ Mr. Bui Van Chung - member

➢ **27,735,052** voting shares).

3.3. Approval of the Regulations on nomination, candidacy and election of members of the Board of Directors of Tanimex for term V (2025-2030):

➢ Voting results: The congress approved by raising voting cards with a 100% approval rate (equivalent to **27,735,052** voting shares).

4. Ms. Le Thi Thanh Phuong, Leader of the Election Committee, presented the following contents:

4.1. List of candidates for Board of Directors for term V (2025-2030):

No	Full name
1	NGUYEN THI THU GIANG
2	PHAN NGOC LIEM
3	TRAN THI THANH NHAN
4	NGUYEN MINH TAM
5	LA NGOC THONG
6	TRAN QUANG TRUONG

4.2. Candidate's CV

4.3. Election principles according to approved regulations and election instructions.

4.4. Ms. Le Thi Thanh Phuong - Leader of the Election Committee (also Leader of the Delegate Qualification Examination Committee) reported an update on the participation situation before the election, specifically as follows:

- Total number of shareholders attending 65 shareholders, including: 47 official shareholders (10,726,950 shares) and 18 authorized shareholders (17,089,231 shares), representing **27,816,181** voting shares, equivalent to **92.72%** of charter capital.

4.5. The Election Committee is responsible for guiding shareholders in voting to elect members of the Board of Directors and conducting vote counting.

5. The chairman guides the meeting to discuss the contents of the annual general meeting of shareholders program presented.

+ **Comment 1 (Shareholder code 268):** The economy has been very difficult recently, to maintain production and business activities and good jobs for workers, the Board of Directors and the Executive Board have had to be very creative in business strategies. Agree on the profit distribution proposal as presented, however, suggest considering if it is possible to distribute an additional 3% dividend to shareholders, that would be great.

+ **Comment 2 (Shareholder code 312):** As an institutional shareholder, I understand the difficulties that the Board of Directors and the company are facing in the context of the economy not recovering , while the policy mechanism has changed a lot, greatly affecting the operation and progress of the company's 2 projects being delayed. However, according to the profit distribution proposal of the Board of Directors, it has proposed to pay an additional 3% dividend of 28%. I see that the retained profit is still quite good. If possible, I would like to propose that the Chairman and the Board of Directors consider continuing to pay an additional 2%, making it 5% with a rate of 30%/year like the previous 2 years, then the shareholders will be extremely happy.

+ **Comment 3 (shareholder code 100):** As a long-time shareholder of the company, I am very upset with the implementation of the company's two key projects. All causes are due to the policy mechanism and changes of the State Department. I request the Board of Directors to boldly reflect and make recommendations to the competent authority.

➢ **Mr. Nguyen Minh Tam responded to shareholders' comments as follows:**

- Regarding the issue of increasing the dividend rate by 5% as proposed by shareholders, I propose that our congress will vote to approve it later.
- Regarding the general difficulties of the company in the past year, in order to achieve the results as presented to shareholders, the Board of Directors has strictly implemented the risk management strategy, not being impatient because of difficulties leading to unnecessary mistakes; in addition, the Board of Directors and the Executive Board have maintained a culture of solidarity, high unity in management and operation, taking good care of the lives of employees and listening to the aspirations of workers, so the entire system from top to bottom is unanimous, united, attached and trusts the company's leadership, this is the tradition we have built over the past 40 years.

➢ **Mr. Tran Quang Truong responded to comments on the project progress:** this is the most difficult issue during the past term of the Board of Directors, we have actually completed all the documents according to current regulations, just waiting for approval. However, due to the new policy of Ho Chi Minh City is to implement the project of planning the general space of the whole city and submit it to the government for approval (3-step implementation process), the city is currently at step 2, this should not affect the approval of Tanimex's planning because the current regulations are still in effect, however, the government is holding the project documents to wait for the new planning project of Binh Tan District People's

Committee to be approved, then they will approve our planning. In fact, when it comes to making recommendations to superiors, the Board of Directors and the Executive Board have done so many times, but as shareholders can see, this is the authority of the government agency, we cannot be proactive, so when it comes to the actual progress of when it can be approved, when the project will be implemented, the Board of Directors does not dare to confirm exactly to answer shareholders, only trying to follow up on the paperwork and urge progress at relevant agencies.

6. The Votes Counting Committee guides shareholders in voting on the contents presented to the meeting and conducts the vote counting.

III. RESULTS OF VOTING:

1. Ms. Le Thi Thanh Phuong - Head of the Election Committee read the minutes of the vote counting for the election of members of the Board of Directors for term V (2025-2030), including the following specific contents:

1.1. Vote counting results:

a) Total number of official shareholders/shareholder representatives present at the meeting: 65 people; equivalent to total number of voting shares: **27,816,181** shares, accounting for 92.72% of charter capital;

b) Total votes: 65 votes

c) Total number of ballots issued: 65 ballots, equivalent to **166,897,086** votes

d) Total number of ballots received: 65 ballots, of which:

+ Number of invalid ballots: 06 ballots, equivalent to 41,112 votes

+ Number of valid ballots: 59 votes, equivalent to 166,855,972 votes

e) Valid election results:

No.	Full name	Number of valid votes	Percentage of voting shares
1	NGUYEN THI THU GIANG	23,668,939	85.11%
2	PHAN NGOC LIEM	13,938,615	50.12%
3	TRAN THI THANH NHAN	36,365,119	130.77%
4	NGUYEN MINH TAM	40,943,373	147.23%
5	LA NGOC THONG	16,949,267	60.95%
6	TRAN QUANG TRUONG	34,990,659	125.82%
	TOTAL VOTES	166,855,972	

1.2. Election results: List of elected members of the Board of Directors for term V (2025-2030) according to the number of votes cast from high to low as follows:

No.	Full name	**Number of valid votes**
1	NGUYEN MINH TAM	40,943,373
2	TRAN THI THANH NHAN	36,365,119
3	TRAN QUANG TRUONG	34,990,659
4	NGUYEN THI THU GIANG	23,668,939
5	LA NGOC THONG	16,949,267
6	PHAN NGOC LIEM	13,938,615

2. Ms. Le Thi Thanh Phuong - Head of the vote counting committee read the voting results of the congress contents, specifically:

- **Voting content No. 1 : <u>Approval of the Executive Board's Report on 2024 business results.</u>**
  - Number of valid votes : 65 votes
  - Number of invalid votes : 0 votes
  - Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
  - Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
  - Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of 100 %, corresponding to the total number of voting shares attending the congress being 27,816,181 shares

❖ **Voting content No. 2: <u>Approval of the Board of Directors' Report and the Audit Committee's report for 2024</u>**

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

❖ **Voting content No. 3: <u>Approval of audited financial statements for the fiscal year 2024</u>**

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of 100 %, corresponding to the total number of voting shares attending the congress being 27,816,181 shares

❖ **Voting content No. 4 : <u>Approval of the 2024 FY profit distribution plan, with a dividend rate of 30%, specifically:</u>**

Indicator	Proportion according to the General Meeting of Shareholders	Total amount
PROFIT AFTER TAX	**100%**	**105,150,717,723**
Dividend 30%/year	85.6%	90,000,000,000
Board of Directors & Subcommittees Remuneration	0.9%	900,000,000
Bonus for exceeding plan (15% of excess profit)	1.3%	1,372,607,658
Employee bonus fund - 5% profit after tax	5.0%	5,257,535,886
Employee welfare fund - 3% profit after tax	3.0%	3,154,521,532
Social Welfare Fund - 4% of profit after tax	4.0%	4,206,028,709
Retained earnings	0.2%	**260,023,938**

- Number of valid votes : **65** votes
- Number of invalid votes : **0** votes
- Number of votes Approve : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes Disapprove: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of No opinion: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

❖ **Voting content number 5 : Through the 2025 production and business plan submission, specific targets:**

STT	Interpretation	Perform 2024	Plan 2025	Compare KH/TH (%)
1	**Total revenue**	**266.069.080.935**	**256,300,000,000**	**96.3%**
2	Total cost	136.935.900.051	136,100,000,000	99.4%
3	**Profit before tax**	**129.133.180.884**	120,200,000,000	93.1%
4	**Profit after tax**	**105.150.717.723**	**98,200,000,000**	**93.4%**

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of 100 %, corresponding to the total number of voting shares attending the congress being 27,816,181 shares

❖ **Content of vote number 6 : Approval of 2025 profit distribution ratio**

No	CATEGORY	DISTRIBUTION
1	Dividends	25%/year
2	Employee Reward Fund	5% Profit After Tax
3	Employee Welfare Fund	3% Profit After Tax
4	Social Fund	4% Profit After Tax

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

❖ **Content of vote number 7 : <u>Approval of the 2025 Board of Directors' remuneration budget and over-plan rewards for the Executive Board</u>**

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

❖ **Content of vote number 8 : <u>Approval of the proposal to select an auditing unit for 2025</u>**

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

❖ **Content of vote number 9: <u>Approval of the proposal to amend the Charter and Internal Regulations on corporate governance</u>**

- ❖ Number of valid votes : 65 votes
- ❖ Number of invalid votes : 0 votes
- ❖ Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- ❖ Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- ❖ Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

IV. READING THE RELEVANT MINUTES AND DRAFT RESOLUTIONS:

1. Ms. Le Nguyen Huong Duong - Secretary of the meeting read the minutes of the first meeting of the Board of Directors with the contents voted and approved by the Board of Directors members including:

a) Elect Mr. Nguyen Minh Tam to hold the position of Chairman of the Board of Directors

b) Elect Mr. Tran Quang Truong to the position of Vice Chairman of the Board of Directors

c) Establish an Audit Committee under the Board of Directors, with a term of 5 years (2025-2030) consisting of 3 members with the following names:

1/ Ms. Nguyen Thi Thu Giang (independent member of the Board of Directors)

2/ Mr. La Ngoc Thong (non-executive member of the Board of Directors)

3/ Mr. Phan Ngoc Liem (independent member of the Board of Directors)

d) Elect Ms. Nguyen Thi Thu Giang to hold the position of Chairwoman of the Audit Committee for the 2025-2030 term.

2. Ms. Le Nguyen Huong Duong - Secretary of the General Meeting read the draft Minutes of the General Meeting of Shareholders and the draft resolution of the General Meeting of Shareholders.

V- VOTING TO APPROVE THE MINUTES AND RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS:

The Chairman proposed that the meeting vote to approve the resolution of the 2024 annual general meeting of shareholders:

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes Approve : 65 votes, corresponding to the number of voting shares of 27,816,181 shares, ratio 100 %;
- Number of votes Disapprove: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;
- Number of No opinion: 0 votes, corresponding to the number of shares with voting rights is 0 shares, ratio 0 %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

V I. CLOSING OF THE CONGRESS:

Mr. Nguyen Minh Tam - Chairman declared the closing of the 2024 annual general meeting of shareholders.

- This Meeting Minutes consists of 08 pages, which is the basis for making resolutions for the 2024 Annual General Meeting of Shareholders.
- Attached to this record is the shareholder qualification verification report; Minutes of vote counting for election of members of the Board of Directors for term V (2025-2030); Minutes of vote counting; Minutes of the first meeting of the Board of Directors;

The congress closed at 11:30.

Chairman of Presidium	**Leader of Secretariat**
Chairman of BOD	
Nguyen Minh Tam	**Le Nguyen Huong Duong**

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION
(TANIMEX)
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MINUTES OF SHAREHOLDER QUALITY CHECKING
Annual General Meeting of Shareholders 2024
Tan Binh Production, Trading, Import-Export, Service and Investment Joint Stock Company

Today, at 09:10 on January 8, 2025, at the Eastin Grand Saigon Hotel hall, our Shareholder Qualification Examination Board includes:

1. Ms. Le Thi Thanh Phuong, - Head of Shareholder Qualification Inspection Committee
2. Mr. Doan Quoc Nam, - member
3. Ms. Vo Thi Anh Nguyet, - member

In accordance with the law, we have conducted a check on the qualifications of shareholders attending the General Meeting, the results are as follows:

Total number of outstanding shares of the company: 30,000,000 shares

1. Number of shareholders participating : **61** shareholders, including:
   - Live : **44**
   - Authorization : **17**
2. Representing : **27,765,052** shares, accounting for **92.55** % of voting shares, of which:
   - Direct: **10,685,821** shares, accounting for **35.62** % of voting shares
   - Authorization: **17,079,231** shares, accounting for **56.93** % of voting shares

Pursuant to current regulations and the company's charter, the 2024 annual general meeting of shareholders of Tan Binh Production, Trading, Import-Export, Services and Investment Joint Stock Company with the above composition is valid and qualified to proceed.

Attached is the list of participating delegates (printed from the software).

Leader	Member	
Le Thi Thanh Phuong	Doan Quoc Nam	Vo Thi Anh Nguyet

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MINUTES OF ELECTION COUNTING
ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS FOR TERM V (2025-2030)
AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Tan Binh Production, Trading, Import-Export, Service and Investment Joint Stock Company (Tanimex)

❖ Time: at 10 hours 10 minutes on January 8, 2025

❖ Location: Eastin Grand Saigon Hotel, 253 Nguyen Van Troi, Phu Nhuan District, HCMC.

❖ Election Committee consists of :

1. Ms. Le Thi Thanh Phuong - Leader of the Committee
2. Ms. Nguyen Thi Ngoc Dieu - member
3. Ms. Pham Thi Ha Giang - member
4. Mr. Bui Van Chung - member

❖ Purpose and content of voting: election of members of the Board of Directors for term V (2025-2030)

- Pursuant to the Regulations on nomination, candidacy and election of members of the Board of Directors for term V (2025-2030), the Election Committee will conduct the vote counting for the election of members of the Board of Directors for term V (2025-2030) . The election vote counting minutes are prepared with the following contents:

I. LIST OF 06 CANDIDATES FOR THE BOARD OF DIRECTORS APPROVED BY THE GENERAL MEETING OF SHAREHOLDERS:

No	Full name
1	NGUYEN THI THU GIANG
2	PHAN NGOC LIEM
3	TRAN THI THANH NHAN
4	NGUYEN MINH TAM
5	LA NGOC THONG
6	TRAN QUANG TRUONG

II. VOTE COUNTING RESULTS:

1) The total number of official shareholders/ shareholder representatives present at the meeting is: **65** People
equivalent to the total number of voting shares is: **27,816,181** , shares account for **100** %
Total number of votes (equal to the number of voting shares attending the meeting multiplied by 6): **166,897,086** votes

2) Total number of ballots issued: **65** ballots, equivalent to **166,897,086** votes

3) Total number of ballots received: **65** votes, of which:

+ Number of invalid ballots: **06** ballots, equivalent to **41,112** votes

+ Number of valid ballots: **59** votes, equivalent to **166,855,974** votes

4) **Valid election results:**

No	Full name	Election results	
		valid votes	Percentage of total valid votes
1	NGUYEN THI THU GIANG	23,668,939	85.11
2	PHAN NGOC LIEM	13,938,615	50.12
3	TRAN THI THANH NHAN	36,365,119	130.77
4	NGUYEN MINH TAM	40,943,373	147.23
5	LA NGOC THONG	16,949,267	60.93
6	TRAN QUANG TRUONG	34,990,659	125.82
	Total number of valid votes	**166,855,972**	

III. ELECTION RESULTS:

Pursuant to the provisions of Clause 3, Article 148 of the Law on Enterprises 2020 and Section VII of the Company 's Regulations on nomination , candidacy and election approved by the General Meeting of Shareholders, the Election Committee hereby announces the list of elected members of the Board of Directors for term V (2025-2030) according to the number of votes cast from high to low:

STT	Full name	Election results	
		Number of valid votes	Percentage of total valid votes
1	NGUYEN MINH TAM	40,943,373	147.23
2	TRAN THI THANH NHAN	36,365,119	130.77
3	TRAN QUANG TRUONG	34,990,659	125.82
4	NGUYEN THI THU GIANG	23,668,939	85.11
5	LA NGOC THONG	16,949,267	60.93
6	PHAN NGOC LIEM	13,938,615	50.12
	Total number of valid votes	**166,855,972**	

The vote counting was completed at 10 hours 40 minutes on the same day. This record consists of 03 pages, was made on the spot and was unanimously signed by all members of the Election Committee.

SIGNATURES OF ELECTION COMMITTEE MEMBERS

Leader

Lê thị thanh Phương

Members

Phạm Thị Hà Giang

Bùi Văn Chung

Nguyễn Thị Ngọc Điệp

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MINUTES OF VOTING COUNTING
2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

★ Time: 10:40 **a.m.** January **8 ,** 2025

★ Location **:** Eastin Grand Hotel Saigon

I- Composition of the Ballot Counting Committee:

1. Ms. Le Thi Thanh Phuong - Leader
2. Ms. Pham Ngoc Van - Member
3. Ms. Tran Minh Huyen Vy - Member

II- Voting content:

The Congress voted to approve the following contents:

1. Approval of the Executive Board's Report on the 2024 Business and Production Results
2. Approval of the Board of Directors' Report and the Audit Committee's Report for the 2024 fiscal year
3. Approval of audited financial statements for the year 2024.
4. Approval of the 2024 NDTC profit distribution plan.
5. Approval of the report on the 2025 production and business plan of the National Assembly.
6. Approving the 2025 NDTC profit distribution ratio.
7. Approval of the operating budget for the Board of Directors of NDTC in 2025.
8. Approval of the proposal to select an auditing unit for the 2025 financial year
9. Through the proposal to amend the Charter and Internal Regulations on corporate governance.

III- Vote counting results:

A) Total votes issued: 65 votes; corresponding to the total number of shares with voting rights attending the meeting is **27,816,181** shares;

B) Total votes received: 65 votes; **100** %

C) Vote counting results:

1) Approval of the Executive Board's Report on the 2024 Business and Production Results.
   - Number of valid votes : **65** votes
   - Number of invalid votes : **0** votes

- Number of votes in favor : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: 0 votes, corresponding to the number of shares with voting rights is **0** shares, ratio 0%;
- Number of abstentions: 0 votes, corresponding to the number of shares with voting rights is **0** shares, ratio 0%;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares.

2) Approval of the Board of Directors' Report and the Audit Committee's report for 2024:
   - Number of valid votes : **65** votes
   - Number of invalid votes : **0** votes
   - Number of votes in favor : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
   - Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
   - Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

3/ Approval of audited financial statements for fiscal year 2024.
- Number of valid votes : **65** votes
- Number of invalid votes : 0 votes
- Number of votes in favor : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

4/ Approval of the 2024 Profit Distribution Plan.
- Number of valid votes : **65** votes
- Number of invalid votes : 0 votes
- Number of votes in favor : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

5/ Approval of the report on the 2025 production and business plan
- Number of valid votes : **65** votes

- Number of invalid votes : 0 votes
- Number of votes in favor : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

6/ Approval of NDTC profit distribution ratio in 2025:

- Number of valid votes : **65** votes
- Number of invalid votes : **0** votes
- Number of votes in favor : **65** votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

7/ Approve the budget approval document for the Board of Directors of NDTC in 2025.

- Number of valid votes : **65** votes
- Number of invalid votes : 0 votes
- Number of votes in favor : 65 votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

8/ Approval of the proposal to select an auditing unit for the 2025 NDTC:

- Number of valid votes : **65** votes
- Number of invalid votes : 0 votes
- Number of votes in favor : 65 votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

9/ Approval of the proposal to amend the Charter and Internal Regulations on corporate governance.

- Number of valid votes : 65 votes
- Number of invalid votes : 0 votes
- Number of votes in favor : 65 votes, corresponding to the number of voting shares of **27,816,181** shares, ratio **100** %;
- Number of votes against: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;
- Number of abstentions: **0** votes, corresponding to the number of shares with voting rights is **0** shares, ratio **0** %;

=> Thus, the congress approved this content with a rate of **100** %, corresponding to the total number of voting shares attending the congress being **27,816,181** shares

Minutes made at 11:00 a.m. on the same day. Made in 02 copies of equal value.

Leader	Members	
Lê Thị Thanh Phương	Phạm Ngọc Vân	Trần Minh Huyền Vy

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION(TANIMEX)
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Email: tanimex@tanimex.com.vn ; website: www.tanimex.com.vn

AGENDA

2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 09:00 January 08 , 2025

Venue: EASTIN GRAND SAIGON HOTEL

(253 Nguyen Van Troi, Ward 10, Phu Nhuan District, Ho Chi Minh City)

STT	Time	Content
	08:30 - 08:55	Verifying the qualification of shareholders
1	**09:00 - 09:10**	**I. Meeting Protocol:** 1. State the reason. 2. Report on the results of the shareholder qualification verification for attending the General Meeting. 3. Approval of the list of the Presidium, Secretary, and Counting Committee; 4. Working regulations at the Meeting; 5. Approval of the Meeting Agenda.
2	**09:10 - 09:50**	**II. Meeting content:** 1. Report of the Board of Directors on the business results of the year 2024 2. Report of the Board of Directors in fiscal year 2024 3. Audited Financial Statements of the Company for fiscal year 2024 4. Proposal for fiscal year 2024 Profit Distribution Plan of the Company 5. Production and business plan of the Company in fiscal year 2025 6. Proposal to approve the remuneration budget for the Board of Directors for the fiscal year 2025 7. Proposal for the selection of the auditing firm for the fiscal year 2025. 8. Proposal for loans and loan limits between the company and related parties from January 1, 2025, to December 31, 2025. 9. Proposal to amend the Articles of Association and Governance Regulations.

3	**09:50- 10:20**	**III. Election of the Board of Directors for term V (2025-2030)** 1. Approval of the number of members of the Board of Directors. 2. Introduction to the Election Committee. 3. Approval of the Regulations on candidacy, nomination and election Board of Directors of Tanimex for term V (2025 - 2030); 4. Introduce the list and resume of candidates for Board of Directors. 5. Instructions on the voting procedure. 6. Voting and counting.
4	**10:20 - 10:50**	The Meeting discussed and voted.
5	**10:50 - 11:00**	**VI. Announcement of voting results on the contents of the 2024 annual general meeting of shareholders**
6	**11:00 - 11:05**	**V. Announcement of election results of Board of Directors for term 2025-2030** New Board of Directors Introduced Before Shareholders' Meeting
7	**11:05 - 11:15**	**VI. Election of Chairman and Vice Chairman of the Board of Directors** The Board of Directors held its first meeting to elect the positions of Chairman and Vice Chairman of the Board of Directors.
	11: 05 - 11:15	Take a break
8	**11:15 - 11:20**	**VII. Announcement of voting results**
9	**11:20 - 11:25**	**VIII. Announcement of the minutes of election of Chairman and Vice Chairman of the Board of Directors for the 2025-2030 term**
10	**11:25 - 11:30**	**IX. Approval of Minutes and Resolution of the 2024 Annual General Meeting of Shareholders**
11	**11:30**	**X. Closing of the Meeting**

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION (TANIMEX)

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HCMC, November 29 2024

DRAFT

WORKING REGULATIONS OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION (TANIMEX)

- *Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
- *Pursuant to Law on Securities No. 59/2019/QH14 dated November 26, 2019;*
- *Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Pursuant to the Charter of Tan Binh Production, Business, Import-Export, Services and Investment Joint Stock Company and the Internal Regulations on the Management of Tan Binh Production, Business, Import-Export, Services and Investment Joint Stock Company.*

Article 1. Scope and subjects of application

- This regulation applies to the 2024 Annual General Meeting of Shareholders of Tan Binh Import - Export Joint Stock Corporation held on January 8, 2025.
- These regulations stipulate: principles of working at the congress; order; conditions for attending the congress; regulations on shareholders, shareholder representatives, guests; presidium and staff assisting the congress; voting methods and approval of contents at the congress; and other contents related to the congress.
- Apply to: shareholders, shareholders' representatives, guests, other organizations and individuals related to the congress.

Article 2. Interpretation of terms/abbreviations

- Company	:	Tan Binh Import - Export Joint Stock Corporation
- BOD	:	Board of Directors
- Congress	:	General meeting of shareholders
- Delegates	:	Shareholder, representative (*authorized person*)

Article 3. Working principles

- Open, fair, democratic
- Ensure shareholder rights
- Comply with the provisions of law, company charter and this regulation

Article 4. Order

- Delegates sit in appropriate positions as instructed by the organizing committee.
- Maintain order during the Congress, avoid private conversations
- Put your cell phone on airplane mode or turn off the ringer.
- Do not film, take photos or record the proceedings of the congress without the consent of the chair or organizing committee.

Article 5. Conditions for attending the congress

- Shareholders or authorized representatives (legally, with a power of attorney in the form) whose names are on the shareholder list at the time of closing the shareholder list have the right to attend and vote at the meeting.
- Guests are individuals and organizations invited by the company to attend the Congress.
  - Note: Shareholders and authorized representatives of shareholders must present their ID card/identity card or valid authorization letter and complete the registration procedure for delegate qualification verification before attending the meeting.

Article 6. Conditions for holding General Meeting of Shareholders

- The Congress is held when the number of shareholders attending the meeting represents 51% or more of the total number of shares with voting rights.

Article 7. Rights and obligations of shareholders attending the meeting

- Receive voting cards, ballots, Congress documents and other documents as prescribed by the organizing committee.
- To attend and express opinions (directly or by writing a comment ballot) at the meeting under the direction of the presidium. Shareholders' comments will be recorded in the meeting minutes.
- Participate in voting on issues according to the congress program.
- Attend the meeting on time. Latecomers are still allowed to register to attend the meeting, but the chairman is not responsible for stopping the meeting. The validity of previous nội dung đã được votes is not affected.
- Comply with the provisions of law, company charter and these working regulations.
- No obstruction, disturbance or disorderly conduct is allowed at the congress.

Article 8. Presidium

- The Presidium consists of a chairman and other members.
- The Chairperson introduces the list of Presidium members as follows:

No	Member Name	Note
1	Mr. Nguyen Minh Tam (Chairman of the Board of Directors)	Chairman
2	Mr. Tran Quang Truong (General Director)	Member
3	Ms. Ha Thi Thu Thao (Chief Accountant)	Member

- Rights and Obligations of the Presidium:

+ Conduct the Congress in accordance with the agenda and regulations approved by the Congress.
+ Introduce the personnel to assist the congress;
+ Guide the Congress to discuss and answer questions requested by shareholders.
+ Conclude the issues discussed at the congress; preside over the voting on the contents and approve the meeting minutes and resolutions of the annual General Meeting of Shareholders.
+ Other rights and duties as prescribed by law and the company charter.

- Rights and Obligations of the chairman:
  + The Chairman has the right to take necessary and reasonable measures to conduct the meeting in an orderly manner and in accordance with the agenda of the meeting and to reflect the desires of the majority of the delegates attending.
  + The Chairman has the right to postpone a Congress with a sufficient number of registered attendees for no more than 03 working days from the date the meeting is scheduled to open and may only postpone the meeting or change the meeting location in the following cases:
  - The meeting location does not have enough convenient seating for all attendees;
  - The media at the meeting location does not ensure that shareholders attending the meeting can participate, discuss and vote;
  - There are people attending the meeting who obstruct, disrupt order, and risk making the meeting not be conducted fairly and legally;

Shareholder Qualification Examination Board

- Shareholder Qualification Examination Board is a department that assists the Organizing Committee and the Presidium. The Board of Directors introduces the list of members as follows:

STT	Member Name	Note
1	Ms. Le Thi Thanh Phuong	Leader
2	Ms. Vo Thi Anh Nguyet	Member
3	Mr. Doan Quoc Nam	Member

- Obligations of the Shareholder Qualification Examination Board
  + Verify shareholder qualifications, ensure eligibility to attend the meeting according to the provisions of law, company charter and regulations.
  + Issue voting cards; voting papers; shareholder documents…
  + Respond to questions or detect issues related to shareholders' eligibility to attend meetings.
  + Summarize the results of shareholder qualification examination and report to the General Meeting of Shareholders on the conditions for holding the meeting according to the provisions of law and the company's charter.

Article 10. Secretariat

- The Secretariat is the department that assists the Presidium and works under the direction of the Presidium. The Board of Directors introduces the list of members as follows:

STT	Member Name	Note

1	Mrs. Le Nguyen Huong Duong	Leader
2	Mr. Nguyen Ngoc Vy Lam	Member

- Mission:
  + Record the minutes of the General Meeting of Shareholders fully and honestly, including all the content of the General Meeting and the issues approved by the shareholders or still noted at the General Meeting.
  + Receive registration forms for comments and forward them to the Presidium.
  + Draft minutes and resolutions of the congress.

Article 11. Vote counting committee

- The Ballot Counting Committee is the department assisting the Presidium and the Board of Directors. It introduces the list of members as follows:

STT	Member Name	Note
1	Ms. Le Thi Thanh Phuong	Leader
2	Mrs. Pham Ngoc Van	Member
3	Mrs. Tran Minh Huyen Vy	Member

- Mission:
  + Collect voting ballots under the direction of the Chairman.
  + Check the voting results , prepare the vote counting minutes, and report the vote counting results of each issue to the Presidium.
  + Ensure the validity of voting and vote counting according to the provisions of this charter and regulations.

Article 12. Election Committee for members of the Board of Directors for the 2025-2030 term (hereinafter referred to as the Election Committee)

- The Election Committee is the department that assists the Presidium and the Board of Directors to introduce the list of members as follows:

STT	Member Name	Note
1	Ms. Le Thi Thanh Phuong	Leader
2	Ms. Nguyen Thi Ngoc Dieu	Member
3	Mrs. Pham Thi Ha Giang	Member
4	Mr. Bui Van Chung	Member

- Mission:
  + Announce the list of candidates for the Board of Directors;
  + Disseminate regulations and instructions on how to vote to shareholders;
  + Issue ballots, exchange ballots (if any) and collect ballots;
  + Conduct vote counting, prepare vote counting minutes, and announce vote counting results before the General Meeting of Shareholders;
  + Together with the Presidium, review and resolve complaints and denunciations about candidates as well as election results (if any) and report to the General Meeting of Shareholders for decision;
  - And other related tasks;

Article 13. Principles of voting to approve issues at the congress

Shareholders will vote to approve issues at the meeting by Voting Cards and Voting Ballots, specifically as follows:

1. Voting card:

- Voting cards have been sent to shareholders ,containing the registration number, the shareholder's full name, the name of the authorized representative, and the number of voting shares held by that shareholder
- Voting cards will be used to vote on the following issues:
  + Through the personnel of the Presidium, Secretariat, Ballot Counting Committee; Election Committee;
  + Approval: Congress agenda; Congress working regulations; Regulations on nomination, candidacy and election of Board of Directors members ; Minutes of the General Meeting of Shareholders; Resolutions of the General Meeting of Shareholders.
  + Other matters as decided by the Presidium.
- How to pass issues using Voting Cards:
  + Delegates raise their voting cards after being asked by the Chairman.
  + Under the direction of the Chairman, delegates will take turns raising their voting cards "Agree", "Disagree", "No opinion".

2. Voting form:

- The voting form has been sent to shareholders, containing the name, number of shares owned/represented by the shareholder with voting rights. The voting form will clearly state each issue to be passed by the meeting, each corresponding issue will have the boxes "Agree"; "Disagree", "No opinion" for shareholders to choose.
- The ballot will be used to vote on the following issues:
  + Report of The Executive Board on Results of Production and Business Operations in 2024;
  + Report of The Board of Directors at The 2024 Annual General Meeting of Shareholders;
  + Report of The Audit Committee;
  + The submissions include: Approval of audited financial statements for 2024; Approval of the 2024 Profit Distribution Plan; 2025 Business Production Plan; Approval of the Board of Directors' operating budget; Selection of an Independent Auditing Unit for Auditing; Loan limits for relevant entities; Amending the Company Charter and Internal Regulations on Corporate Governance;
  + Other issues under the authority of the General Meeting of Shareholders (if any)
- How to pass issues by Voting
  + Delegates mark [X] or [V] in one of the boxes: "Agree"; "Disagree", "No opinion" corresponding to each issue stated in the Voting Form.
  + Invalid voting ballots are ballots in the following cases: ballots that do not follow the prescribed form; Ballots that are not issued by the company and do not have the company seal; Ballots that are crossed out, erased, edited ử, added to, or have an incorrect name; Ballots that are torn or no longer intact; Ballots that have additional information, content, or symbols; Ballots that have all

invalid voting contents (ballots in which the delegate does not check any box in the voting opinion section or checks more than one (01) voting opinion on that content); Ballots that do not have the signature and full name of the shareholder or the shareholder's authorized representative.

+ If a valid ballot has one (01) or several invalid voting contents, the remaining contents will still be counted in the voting results of that valid content.

- Principles of ballot collection and counting:

+ The ballot counting committee must collect the ballots after the General Meeting of Shareholders votes and then count the ballots.
+ The counting committee is responsible for the accuracy and transparency of the vote counting process and results.

- Announcement of vote counting results and complaints about vote counting results:

+ The Head of the Ballot Counting Committee announces the vote counting results before the congress.
+ Any complaints about the vote counting results will be considered and resolved by the Chairman at the Congress.

Article 14. Election of members of the Board of Directors

1. The election of BOD will be conducted by the Election Committee.
2. Regulations on voting and vote counting are implemented according to the Regulations on nomination, candidacy and election of members of the Board of Directors of Tanimex Company for term V (2025-2030)

Article 15. Conditions for passing voting issues at the congress

1. One (01) common share is equivalent to one (01) voting right.
2. The following issues are approved when approved by shareholders representing at least 65% of the total votes of all shareholders attending the meeting:

   a) Type of shares and total number of shares of each type;

   b) Change of industry, profession and business field;

   c) Change the company's management structure;

   d) Investment projects or sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial report, except in cases where the company's charter stipulates a different ratio or value;

   d) Reorganization and dissolution of the company;

3. Except for the cases specified in Clause 2 and Clause 4 of this Article, the following issues are approved when approved by shareholders representing at least 51% or more of the total votes of all shareholders attending the meeting:

+ Report of The Executive Board on Results of Production and Business Operations in 2024;
+ Report of The Board of Directors at The 2024 Annual General Meeting of Shareholders;
+ Report of The Audit Committee;

+ The submissions include: Approval of audited financial statements for 2024; Approval of the 2024 Profit Distribution Plan; 2025 Business Production Plan; Approval of the Board of Directors' operating budget; Selection of an Independent Auditing Unit for Auditing; Loan limits for relevant entities; Amending the Company Charter and Internal Regulations on Corporate Governance;
+ Other issues under the authority of the General Meeting of Shareholders (if any)

4. Voting to elect members of the Board of Directors is carried out according to election regulations.

Article 16. Minutes of the General Meeting of Shareholders

1. All contents at the General Meeting of Shareholders must be recorded by the General Meeting Secretariat in the Minutes of the General Meeting of Shareholders.
2. The minutes of the General Meeting of Shareholders must be read and approved before the closing of the General Meeting.

Article 17. Responsibility for implementation

1. Effectiveness: This Charter is read publicly before the meeting and takes effect immediately after the General Meeting of Shareholders votes to approve it.
2. The Presidium, the Delegate Qualification Examination Board; the Secretariat; the Ballot Counting Board; the Election Board and shareholders , authorized representatives and other individuals and organizations participating in the congress are responsible for implementing these regulations.
3. Any violation of the regulations, depending on the specific level, the Presidium will consider inviting them to leave the congress or taking action according to the law .

Tan Binh November 29, 2024

On behalf of BOD

CHAIRPERSON

ĐÃ KÝ

NGUYEN MINH TAM

REPORT OF THE EXECUTIVE BOARD

ON RESULTS OF PRODUCTION AND BUSINESS OPERATIONS IN FISCAL YEAR 2024

(From 01/10/2023 to 30/09/2024)

I. OVERVIEW OF PRODUCTION AND BUSINESS OPERATIONS IN 2024:

1. RESULTS OF PRODUCTION AND BUSINESS OPERATIONS:

1.1. REVENUE AND PROFIT:

Based on audited financial statements, the business results for fiscal year 2024 (from October 1, 2023 to September 30, 2024) are as follows:

Category	Plan 2024	Actual 2024	Actual/Plan Ratio
Total revenue	**249,000,000,000**	**266,069,080,935**	**106.9%**
Total cost	132,000,000,000	136,935,900,051	103.7%
Profit before tax	117,000,000,000	129,133,180,884	110.4%
Profit after tax	**96,000,000,000**	**105,150,717,723**	**109.5%**

Analysis:

- Business results for the 2024 fiscal year exceeded the Plan 2024, in which total revenue reached 106.9% and Profit after tax reached 109.5% of 2024 plan although the company has not yet implemented any projects this year, revenue and profit still grew from various sources.
- *The target of profit after tax exceeded the plan mainly due to 2 factors:*

+ Increase in revenue, in which:

  * Increased revenue from sales of goods and services: VND 7,900,000,000, primarily from the increased of land lease fees of infrastructure tenants in the industrial park due to the adjustment of increased land lease prices, as well as from some other business activities.

  * Increased financial revenue by VND 5,500,000,000 as a result of cash flow from bank deposit interest, investment dividends in affiliated companies, bond interest,

stock investment... all increased.

* Increased other income by VND 3,600,000,000 from fines arising from contract payments to warehouse rental units and some other revenues.

+ Cost reduction during the period: Due to optimal expense control, the amount saved was 4,900,000,000 VND.

1.2. ASSETS AND CAPITAL:

Based on audited data , the company's total assets and capital remained almost unchanged in 2024. However, at the end of 2024, the company transferred 110 billion bonds maturing in 2025 from long-term to short-term investments, causing short-term assets to increase by 134.9% and long-term assets to decrease by 82.8% compared to the beginning of the period. Specifically as follows:

Category	END OF PERIOD	BEGIN OF PERIOD	End of period/beginning of period comparison (%)
ASSET	**1,212,026,189,437**	**1,213,809,332,625**	**99.9**
Current assets	534.100.597.459	395.806.327.878	134.91
Long-term assets	677.925.591.978	818.003.004.747	82.9
CAPITAL	**1,212,026,189,437**	**1,213,809,332,625**	**99.9**
Liabilities	368,718,531,148	370,623,792,706	99.5
Equity	843.307.658.289	843.185.539.919	100

2. FINANCIAL INDICATORS FOR EVALUATING THE INTERNAL STRENGTH OF THE COMPANY:

SOME FINANCIAL INDICATORS	Last year	This year
1. Solvency indicators		
Current ratio	4.56	4.66
Quick ratio	4.51	4.66
2. Capital structure indicators		
Debt/Total Assets Ratio	30.53%	30.42%
Debt/Equity Ratio	43.96%	43.72%

3. Operation capability indicators		
Inventory Turnover	15.83	26.35
Net Revenue/Total Assets	0.17	0.18
4. Profitability indicators		
Profit after tax/Net revenue ratio	50.39%	48.24%
Profit after tax/Equity ratio	12.50%	12.47%
Profit after tax/Total assets	8.71%	8.67%
Profit from business activities/Net Revenue Ratio	58.08%	55.67%

3. RESULTS FROM MAIN BUSINESS ACTIVITIES:

In the 2024 fiscal year, the company synchronously and effectively executed its primary and regular business activities in accordance with the annual plan, as detailed below:

3.1 . Business operations related to industrial park infrastructure

- Tan Binh Industrial Park always ensures the company's mission is to maintain infrastructure, comply with wastewater and environmental treatment issues, and protect security and order and fire safety for businesses operating in the Industrial Park.
- However, the problem of land rent payable to the state at the industrial park has increased dramatically (4 times higher than previous years) due to the city's adjustment of land prices, contributing to increasing capital costs at the industrial park, and creating pressure for businesses renting land at the industrial park.

3.2. Business operations related to the rental of factories:

- Stable management and operation of the industrial park's factory system including: 24 warehouse clusters with a total area of 110,877 m^2 and 02 high-rise warehouses with a total area of 14,100 m^2
- However, the current economic situation still affects some sectors, during the year, many enterprises have requested to return their factories and relocate elsewhere. In addition, the annual increase in land rent prices by the state has affected the cost of renting factories of the company because the rental price has been agreed upon in the signed contract and cannot be adjusted mid-term, so the profit from renting factories in the coming years will be affected.

3.3. Business activities of leasing buildings and offices:

- Effective exploitation of leased assets has brought in stable revenue stream throughout the year, in which has valuable leased premises such as: two 5-floor Tanioffice buildings of the company in Tan Binh Industrial Park, leasing facilities for Tri Duc education system; other warehouses and offices for leased.

4. RESULTS FROM FINANCIAL INVESTMENT ACTIVITIES:

- Total investment capital as of September 30, 2024 is 288,203,133,612 VND , including capital investment in enterprises, bond, the result in 2024 FY reached VND 23,712,592,806 , equivalent to an average interest rate of 8.2% on total investment capital for financial activities, details as follows:

4.1- Capital investment in affiliated companies with participation in management:

COMPANY	CHARTER CAPITAL	OWNERSHIP RATIO	INVESTMENT VALUE (at face value)		DIVIDEND 2024	
			Number of shares	Total amount	%	Total amount
1.Taniservice	100,000,000,000	22.85%	2,285,200	22,852,000,000	30%	6,855,600,000
2.Minh Phat	80,000,000,000	45.28%	3,622,250	36,222,500,000	15.0%	5,433,375,000
3. Tri Duc	35,000,000,000	22.08%	772,800	7,728,000,000	15.0%	1,159,200,000
4. Gia Tri	50,000,000,000	19.75%	987,500	9,875,000,000	6.0%	592,500,000
TOTAL	**265,000,000,000**			**76,677,500,000**	**18.31%**	**14,040,675,000**

4.2. Capital investment in other units:

COMPANY NAME	CHARTER CAPITAL	OWNERSHIP RATIO	INVESTMENT VALUE (at face value)		DIVIDEND 2024	
			Number of shares	Total amount	%	Total amount
1. Nam Trung Bo	64,045,600,000	18.74%	1,200,000	12,000,000,000	0	0

2. Kien Duc	100,000,000,000	19.76%	1,975,752	19,757,520,000	0	0
4. Viet Phat	50,000,000,000	35.00%	1,750,000	17,500,000000 0	4.0 %	700,000,000
TOTAL	**214,045,600,000**			**49,257,520,000**		**700,000,000**

4.2. Bond investment:

No	Bond Name	Face value	interest rate/year	fruit	Note
1	Kien Duc Company Bonds	20,000,000,000	9.0%	1,804,931,500	
2	VCB bonds	10,000,000,000	7.6%	759,643,836	
3	BIDV bonds	20,000,000,000	7.9%	663,342,466	Expiry date: January 2024
4	BIDV bonds	60,000,000,000	7.4%	4,413,863,014	
5	BIDV bonds	20,000,000,000	6.7%	1,330,136,990	
	TOTAL	**130,000,000,000**		**8,971,917,806**	

5. REPORT ON PROJECT IMPLEMENTATION STATUS :

Over the past year, the implementation of legal procedures for the two projects has been almost at a standstill, although the company has been very active in monitoring and urging relevant regulatory authority.

5.1. For Social Housing Project in Tan Binh II Industrial Park:

- Scale: 9 floors, construction floor area 33,073 m^2
- Total number of apartments: 329
- Estimated investment capital: 327 billion VND
- Progress: in the past year there has been no progress due to objective reasons from the competent authorities.

5.2. For Binh Tan Apartment Project in Tan Binh II Industrial Park (Milky Way):

	– Scale: 16 floors, construction floor area 201,155 m^2 – Total number of apartments: 1,960 – Estimated investment capital: 2,452 billion VND – Progress: no progress due to waiting for competent authorities to carry out procedures to adjust the 1/2000 planning of Binh Tan District first, then approve the adjustment to the planning. 1/2000 of TB Industrial Park Expansion

6. Report on the use of capital issued to increase charter capital of the previous year

- Resolution No. 02/NQ-ĐHĐCĐ of the 2018 Extraordinary General Meeting of Shareholders dated June 22, 2018 approved the plan to issue shares to increase charter capital. The total number of additional shares issued is 3,600,000 shares, par value 10,000 VND/share, expected issuance price 25,000 VND/share. The entire number of additional shares issued is 3,600,000 shares issued to existing shareholders.

- Implementation status: The company has offered 3,600,000 common shares to existing shareholders and potential partners to supplement business capital according to the Resolution of the 2018 Annual General Meeting of Shareholders dated January 17, 2019, the number of shares sold is 3,600,000, collecting 90,000,000,000 VND and has adjusted the charter capital to increase to 300,000,000,000 VND, issuance purpose: for use in the Binh Tan Apartment project (Milky Way Apartment) Binh Hung Hoa Ward, Binh Tan District, Ho Chi Minh City.

- Because in 2024, the legal procedures of the Milky Way Apartment project have not progressed, the company has not used the collected amount yet, and continues to deposit the entire amount of 90,000,000,000 VND in the bank for a term to increase the Company's profits.

II. REPORT ON COMPANY'S INTERNAL MANAGEMENT STATUS:

1. Shareholder structure:

According to the shareholder record cut-off date, November 21, 2024, the total number of shareholders was 334 shareholders, an increase of 3.89% (an increase of 13 shareholders) compared to the same period in 2023, of which the majority were changes of domestic individual shareholders.

- Detailed statistics of shareholder structure in FY 2024 are as follows:

Object	Number of shares own	Proportion	Number of shareholders		
			2023	2024	Increase /decrease
1. Domestic	**29,857,747**	**99.53%**	**304**	**318**	**+14**
1.1 Individual	9,491,982	31.64%	289	303	14
1.2 Organization	20,365,765	67.89%	15	15	0
2. Foreign	**142,253**	**0.47%**	**17**	**16**	**-1**
2.1 Individual	27,408	0.09%	11	10	-1
2.2 Organization	114,845	0.38%	6	6	0
SUM	**30,000,000**	**100.00%**	**321**	**334**	**+13**

2. Disclosure information of business activities:

- The company strictly implements regulations on publicity and transparency of business operations.
- During the fiscal year, there were: 26 information disclosures on the company's Website (www.tanimex.com.vn); 48 information disclosures at the Ho Chi Minh City Stock Exchange (HOSE) and 29 information disclosures to the State Securities Commission, including the following types of information:

  + Quarterly and annual financial statements, audited financial statements and reports explaining financial statement; information related to shareholders, asking for shareholders' opinions in writing, organizing annual general meetings of shareholders, etc.

  + Quarterly, 6-month and annual report on corporate governance; Annual report

  + Reports on internal transactions; transactions of related parties; transactions of members of the Board of Directors and the Executive Board

+ Resolutions of the General Meeting of Shareholders, resolutions of the Board of Directors, other Announcements according to the company's business activities

3. Caring for the well-being of employees:

a) Labor situation: the average number of employees in 2024 is 101 people, a decrease of 02 employees (retirement, job transfer) .

b) Caring for the well-being of employees:

- Implement well policies on insurance, salary, policies and allowances for employees.
- Conduct internal training and improve professional skills for 16 employees with a budget of 34,400,000 VND.
- Continue to implement the program to support employees with 0% interest loans to help stabilize family finances for 69 employees, with a total disbursement amount of 1,366,000,000 VND;
- Taking care of children of employees in Tanimex group detailed as follows: rewarding 78 children with excellent academic achievements and awarding 59 Tanimex scholarships, total program value 280,900,000 VND.
- Health care for employees:
  + Regular health check-ups once a year help employees monitor regularly and ensure good health. Female employees are given more attention through gynecological check-ups twice a year.
  + Visiting and providing health benefits for 60 sick, hospitalized, terminally ill employees, etc., worth 91,100,000 VND
- Average income in 2024 of employees is **25,975,000 VND** /person/month equivalent to 127.72% compared to the same period in 2023 .

c) Improve working environment, technology:

- The company has completed the renovation of the Tanimex headquarters at 325 Ly Thuong Kiet, creating a new look for the company, enhancing the green tree system, and increasing amenities for employees.
- Equip new working facilities, use current management technology, and operate a paperless office management system.

III. CONCLUSION:

The FY 2024 ended in a context where Tanimex still had no growth in the real estate sector because the legal documents of both key projects had not yet made any positive progress.

However, the Board of Directors has been flexible in managing production and business tasks, especially internal control and cost control, resulting in successful implementation of both revenue and profit targets, taking good care of the team and fulfilling the commitment to shareholders on paying interim dividends in 2024 at 25%/year.

Above is the report of the Executive Board on the results of the implementation of production and business tasks in the fiscal year 2024 (from October 1, 2023 to September 30, 2024), respectfully submitted to the General Meeting of Shareholders for approval.

Respectfully submit.

Ho Chi Minh City November 29, 2024

CEO

TRAN QUANG TRUONG

REPORT OF THE BOARD OF DIRECTORS
AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS
(Fiscal year from October 1, 2023 to September 30, 2024)

****

I. BOARD OF DIRECTORS STRUCTURE:

➢ According to Resolution No. 01/NQ-DHDCD dated January 8, 2020 , the Board of Directors for term IV (2020-2025) was elected by the General Meeting of Shareholders, consisting of the following 06 members:

NO	Full name	Position	Non-Executive Member	Executive Member	Independent Member
1	Mr. Nguyen Minh Tam	Chairperson	✔		
2	Mr. Tran Quang Truong	Vice president		✔ General Director	
3	Mrs. Tran Thi Thanh Nhan	Member	✔		
4	Ms. Nguyen Thi Thu Giang	Member and Chairman of the Audit Committee			✔
5	Mr. La Ngoc Thong	Member	✔		
6	Mr. Pham Ngoc Liem	Independent Member			✔

II. REVIEW OF COMPANY PERFORMANCE IN 2024 :

1. Business results in 2024:

- Total revenue in 2024 reached **106.9%** of the plan, equivalent to VND **266.069.080.935** and Profit after tax reached **109.5%** of the plan, equivalent to VND **105,150,717,723**.
- The 2024 Interim dividend of about 25%/year has been paid to shareholders, fulfilling the commitment in the resolution of the AGM, equivalent to VND

75,000,000,000. In addition, the company has also paid an additional 5% dividend in 2023 according to resolution No. 01/NQ-DHDCD dated January 11, 2024 to shareholders, equivalent to VND 15,000,000,000.

2. **Supervisory activities of the Board of Directors over the General Director and the Executive Board of the company:**

In 2024, the Board of Directors supervised the activities of the General Director and the Executive Board in implementing the Resolution of the General Meeting of Shareholders and the Decisions of the Board of Directors, specifically as follows:

2.1. **Monitoring method:**

- The Board of Directors closely cooperates with the Audit Committee to grasp the operational situation, monitor and direct the implementation of resolutions in practice to promptly provide guidance and support to ensure the completion of the targets set by the General Meeting of Shareholders;
- Require the General Director and the Executive Board to report on the performance at the quarterly meetings of the Board of Directors;
- Regularly review the Board of Directors' 6-month performance results and annual summary to closely monitor the company's business activities.
- Assign the Chairman of the Audit Committee and the Person in charge of company administration to supervise the company's information disclosure, ensuring transparency in operations.

2.2. **Monitoring results for General Director:**

a) **Executing production and business tasks in 2024:**

- Executing management work with the right authority, responsibility, many forms of innovation in staff training.
- Timely and fully reporting on the implementation status of production and business tasks to the Board of Directors.
- For policies under the approval authority of the Board of Directors, there must be a submission requesting the Board of Directors' direction before implementation.
- In 2024, the General Director managed the Departments, Divisions and units to achieve the following business results:

NO	Category	Plan 2024	Actual 2024	Actual/Plan Ratio
1	**Total revenue**	**249,000,000,000**	**266.069.080.935**	**106.9%**

2	**Total cost**	132,000,000,000	136.935.900.051	103.7%
3	Profit before tax	**117,000,000,000**	**129.133.180.884**	**110.4%**
4	**Profit after tax**	**96,000,000,000**	**105.150.717.723**	**109.5%**

- Interim dividend of 25% equivalent to 75,000,000,000 VND.

b) **Human resources work - taking care of employees' lives:**

The General Director has implemented policies to take care of the material and spiritual life of the company's employees, specifically:

- Fully implement the company's policies for employees according to the Collective Labor Agreement on health care; health insurance; social insurance, holiday bonuses; scholarships for children of employees with good achievements; vacation regime and other regimes.
- Proactively and effectively use the salary fund approved by the Board of Directors and pay attention to the issue of remuneration for capable employees and those who need to be cared for to promote annual production and business tasks. The average income of employees in 2024 is 25,975,000 VND/month, an increase of 27% over the same period in 2023.

c) **Internal management and information disclosure:**

- Regarding internal governance: comply with the company's internal governance regulations; ensure quarterly, 6-month and annual reporting of governance status in accordance with Decree 155/2020/ND-CP and Circular 116/2020/TT-BTC dated December 31, 2020.
- Regarding information disclosure: promptly disclose information on the website and ECM system of the Ho Chi Minh City Stock Exchange; State Securities Commission according to the provisions of Circular 96/2020/TT-BTC dated November 16, 2020.
- Fully perform the responsibility of reporting, explaining, and disclosing information on business operations in a complete, transparent, and legal manner.

d) **Monitoring results for other executives:**

- The company's Executive Board consists of a General Director and 01 Deputy General Director and Chief Accountant ; in the management work between the Executive Board, there is a clear and complete assignment of tasks, responsibilities

and powers from the General Director to the Deputy General Director, and is shown by Authorization Letters.

- The Deputy General Director participates in managing production and business activities according to his authority and advises and supports the General Director in professional work.

3. **General comments:**

The Board of Directors has conducted production and business tasks with a high sense of responsibility, creativity, flexibility and led the management team to work together with high solidarity and unity, comply with the company's charter and regulations and ensure the successful completion of tasks assigned by the Board of Directors.

IV- ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 (from October 1, 2023 to September 30, 2024)

1. **Summary of meetings and decisions of the Board of Directors:**

- BOD members work according to the Board's Operating Regulations. All members are committed to fulfilling their responsibilities in fully participating in BOD meetings as well as making important decisions to promptly serve the implementation of business activities.
- The working regime of the BOD ensures that meetings are held once a quarter, with the content of the work being within the authority and ensuring the company's governance regulations. In the 2024 fiscal year, the Board of Directors held 05 periodic meetings.
- Summary of the meeting attendance of members is as follows:

No	Board Member	Position	Date of starting/cease of membership in the BOD	Number of BODs meetings attended	Meeting attendance rate	Reason for not attending the meeting
1	Nguyen Minh Tam	Chairperson	01/08/2020	5/5	100%	
2	Tran Quang Truong	Vice President, General Director	01/08/2020	5/5	100%	

3	Nguyen Thi Thu Giang	Member and Chairman of the Economic Committee	01/08/2020	5/5	100%	
4	La Ngoc Thong	Member	01/08/2020	5/5	100%	
5	Phan Ngoc Liem	Member	01/08/2020	5/5	100%	
6	Tran Thi Thanh Nhan	Member	01/08/2020	5/5	100%	

2. **Decisions issued by the Board of Directors:**

- During the year, 03 decisions were issued according to authority, specifically:

Status	Resolution/ Decision Number	Day	Content
1	01/2024/QD-HĐQT	11/03/2023	Regarding the announcement of the record date to make a list of shareholders (organizing the 2023 Annual General Meeting of Shareholders and paying the second interim cash dividend in 2023)
2	02/2024/QD-HDQT	April 25, 2024	Regarding the announcement of the record date date to make a list of shareholders, pay the remaining cash dividends in 2023 and advance the first cash dividend in 2024
3	03/2024/QD-HĐQT	9/27/2024	Regarding the approval of the transaction plan between the company and related parties

3. **Assessing the independence of independent members of the Board of Directors**

The structure of the Board of Directors of the company ensures that the number of independent members of the Board of Directors accounts for 1/3, including two (02) members: Mr. Phan Ngoc Liem and Ms. Nguyen Thi Thu Giang. In the FY 2024, according to the general assessment of the Board of Directors on the performance of these 02 independent members as follows:

- Actively participate in strategy building, business planning and discussing content at meetings.

- Ensure independence and objectivity when participating in voting on matters under the authority of the Board of Directors and not being influenced by personal relationships or feelings with other members of the Board of Directors that affect their decisions.
- Participating in constructive criticism, contributing to Board of Directors meetings and being independent in assessment and comments, especially in her assigned role as Chairwoman of the Audit Committee, Ms. Nguyen Thi Thu Giang has performed well in her duties in supervising corporate governance and internal transactions, ensuring that the Board of Directors' activities always comply with legal regulations.

4. Evaluation of the performance of the Audit Committee under the Board of Directors

On December 7, 2020, in accordance with the provisions of the Enterprise Law 2019, the Board of Directors signed a decision to re-appoint the Audit Committee (replacing the Internal Audit Committee) consisting of 03 concurrent Board members, specifically:

1. Ms. Nguyen Thi Thu Giang - Independent Member of the BOD: Chairperson of the Audit Committee
2. Mr. La Ngoc Thong - Member of BOD: member
3. Mr. Phan Ngoc Liem - Independent member of the BOD: member

During the last fiscal year, the members performed the following tasks:

- Attend all 05 meetings of the Board of Directors and fully access the contents and resolutions of the Board of Directors.
- Ensure independence, objectivity and compliance with regulations when performing tasks.
- The Audit Committee's 2024 performance report (pursuant to Article 284 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) is attached to this report to be reported to the Annual General Meeting of Shareholders.

5. General assessment of the Board of Directors' performance:

In 2024, the Board of Directors of the company made many efforts in corporate governance in accordance with current legal regulations, specifically:

- Ensure the requirements on the structure of the number of independent members, the number of non-executive members and the number of meetings in accordance with the provisions of law.

- Clearly defining the roles of non-executive members and independent members, and separating the roles of the Chairman of the Board of Directors and the General Director (the Chairman of the Board of Directors does not concurrently hold the position of General Director) has demonstrated transparency and independence between the Board of Directors and the Executive Board, dividing authority in decisions, thereby increasing responsibility and independence of both parties.
- Ensure the qualifications of the Board of Directors, no member is concurrently a member of the Board of Directors of more than five (05) other companies. Maintain regular activities together through various forms such as regular meetings, telephone exchanges, emails, etc. to promptly and fully inform about the company's operations, ensure the fulfillment of obligations and responsibilities in accordance with the Charter and ensure the interests of the company's shareholders.

V- TRANSACTIONS, REMUNERATIONS AND BENEFITS OF THE BOARD OF DIRECTORS

1. Remuneration and operating expenses of the Board of Directors in 2024:

- Pursuant to Resolution No. 01/NQ-DHDCD dated January 11 , 2024 , the Annual General Meeting of Shareholders approved the remuneration of the Board of Directors in the amount of VND 900,000,000 (Nine hundred million dong), including:

1.1. *Remuneration for each member of the Board of Directors (from October 1, 2023 to September 30, 2024):*

No	Full name	Position	Salary (VND/month)	Total remuneration paid for the whole year
1	Nguyen Minh Tam	Chairman of the Board	12,000,000	144,000,000
2	Tran Quang Truong	Vice Chairman of Board of Directors, General Director	10,000,000	120,000,000
3	Nguyen Thi Thu Giang	Member; Chairman of the Economic Committee	10,000,000	120,000,000
4	La Ngoc Thong	Member	10,000,000	120,000,000

5	Tran Thi Thanh Nhan	Member	10,000,000	120,000,000
6	Phan Ngoc Liem	Member	10,000,000	120,000,000
	TOTAL			**744,000,000**

1.2. *Summary of remuneration and operating expenses of the Board of Directors and subcommittees:*

NO	Interpretation content	1 year cost
1	Board of Directors' remuneration	744,000,000
2	Meeting expenses; operating and business expenses during the year	36,000,000
3	Remuneration of staff assisting the Board of Directors	120,000,000
	Total	**900,000,000**

2. Salary and bonus of Chairman of the Board of Directors, General Director and Manager:

NO	Full name	Position	Salary/monthly rate	2024 Business Performance Bonus	Other benefits
A- **BOARD OF DIRECTORS**					
1	Nguyen Minh Tam	Chairman of the Board	Salary: 150,000,000 Board of Directors' remuneration: 12,000,000	450,000,000	None
2	Tran Quang Truong	Vice President	10,000,000		None
3	Nguyen Thi Thu Giang	Member; Chairman of the Inspection Committee	10,000,000	None	None
4	La Ngoc Thong	Member	10,000,000	None	None
5	Phan Ngoc Liem	Member	10,000,000	None	None

6	Tran Thi Thanh Nhan	Member	10,000,000	None	None
B - EXECUTIVE BOARD					
1	Tran Quang Truong	General Director	138,000,000	**414 ,000,000**	None
2	Nguyen Dinh Minh Triet	Deputy General Director	99,000,000	**2 97,000 ,000**	None
3	Ha Thi Thu Thao	Chief Accountant	66,000,000	**1 80,0 00,000**	None

3. **Stock transactions of insiders and related persons:**

Report on the increase and decrease in shares of insiders and related persons of the company during the year as follows:

STT	**The person who makes the transaction**	**Insider Relations**	**Number of shares owned at the beginning of the period**		**Number of shares owned at the end of the period**		**Reason for increase, decrease (buy, sell, convert, reward...)**
			Number of shares	**Proportion**	**Number of shares**	**Proportion**	
01	Mr. Tran Hung Loc	- Related person of Internal actors	400,000	1.33%	500,000	1.67%	Increase ownership ratio (Transaction from 01/09/2024 - 02/07/2024)
02	Tan Binh Tanimex Production and Service Joint Stock	- Related person of Internal actors - Major	5,640,000	18.8%	5,400,000	18%	Reduce ownership ratio

	Company (Taniservice)	shareholder - Affiliated companies					(Transaction from 01/09/2024 - 02/07/2024)

4. **Report on transactions between the company, its subsidiaries, and companies controlled by the publicly listed company with over 50% of the charter capital, with members of the Board of Directors and related parties of those members; transactions between the company and another company where a member of the Board of Directors is a founding member or has been an enterprise manager within the last 3 years prior to the transaction date:**

During the year, the company had transactions with organizations related to the manager, including signing contracts to provide land lease services, premises lease services, etc. and signing contracts to purchase goods and services. Details of the contracts and transactions are listed in Appendix 1 attached to the meeting documents.

V- REPORT ON PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS FOR THE ENTIRE 5-YEAR TERM (from 2020 to 2024)

The Board of Directors for the 4th term was elected by the General Meeting of Shareholders to build and develop the enterprise. To evaluate the implementation of responsibilities, powers and obligations from 2020 to 2024, we would like to summarize the activities of the Board of Directors as follows:

1. Achievements:

1.1. Regarding compliance with legal regulations and working principles:

- Ensure compliance with current legal regulations for listed public companies, ensure the structure of the Board of Directors, the independence in the supervision activities of the Audit Committee and independent members.
- BOD members have full moral qualities, leadership capacity and work on the principle of democracy, multi-dimensional discussion to reach high consensus on all issues before making decisions.

1.2. Specific targets achieved during the term:

NO	Content	2020	2021	2022	2023	2024
1	Average number of employees	109	110	105	103	101

2	**Average income of employees (VND/person/month)**	15,134,000	15,134,000	18,324,000	20,337,000	25,975,000
	** growth (%)*		*100.00%*	*121.08%*	*110.99%*	*127.72%*
3	**Business results**					
	* Total assets (billion VND)	1,141.88 billion	1,210.54 billion	1,206.77 billion	1,213.80 billion	1,212.02 billion
	*Total Revenue (billion VND)	219,590 billion	293,761 billion	275,209 billion	257,403 billion	266,124 billion
	* Profit after tax (billion VND)	87,388 billion	117,547 billion	110,969 billion	105,439 billion	105,150 billion
	*** Dividends**	**25%**	**25%**	**30%**	**30%**	**28%**
4	**Administration**					
4.1	Information Disclosure (number of times)	38	62	36	32	48
4.2	Internal training					
	* Number of times	10	49	10	12	16
	* Cost (billion VND)	0.022 billion	0.048 billion	0, 0.224 billion	0.366 billion	0.344 billion
5	**Caring for Employees' lives**					
5.1	Interest-free loans for employees					
	* Number of employees	67	70	72	73	69
	* Total loan disbursement (billion VND)	1.215 billion	1.333 billion	1.411 billion	1,480 billion	1.366 billion
5.2	Taking care of employees' children in Tanimex Group					
	*Reward excellent students (children)	130	140	78	112	78
	* Tanimex scholarship (children)	50	50	47	50	59
	* Total amount (billion VND)	0.260 billion	0.280 billion	0.241 billion	0.224 billion	0.280 billion
5.3	* Taking care of employees during the Covid 19	0.318 billion	0.224 billion	0.101 billion		

	epidemic					

1.3. Business management and development strategy:

The last term was a cycle of many global fluctuations in terms of epidemics, Covid, natural disasters, wars... leading to a general economic recession in the world. The Board of Directors together agreed on the company's development strategy according to the following directions:

- Focus on core activities, no expansion investment, optimize strong business areas, preserve capital and shareholder rights.
- Strengthen the management system, good internal control, keep jobs for Employees.
- Provide timely support to the Board of Directors in business operations.
- At the same time, directing step-by-step business development towards sustainable development, meeting ESG standards according to international trends as well as the government's green business criteria, the following have been done:

+ Tan Binh Industrial Park applies green industrial park criteria such as green tree system, wastewater treatment, meeting ISO 14000 environmental standards;
+ Environmental protection: installing solar power systems on the roofs of warehouses, providing clean energy for businesses renting warehouses ; replacing power sources at headquarters and branches with solar power; greening businesses (outside and inside the office) to help improve air quality and reduce the greenhouse effect.
+ Improve work processes, apply technology to management: digitize the management system to meet paperless office standards, not only improving productivity but also helping to save resources and business operating costs significantly.
+ The company's social welfare system is focused on caring for employees, with annual income increasing despite economic difficulties;
+ Contribution to society: Over the years, the company has joined hands with local authorities in many provinces and cities across the country to carry out activities to repay society, specifically:

Content	2020	2021	2022	2023	2024
Annual social work and social welfare	**2,595,657,990**	**3,718,545,700**	**3,086,815,808**	**3,854,671,500**	**4,068,208,900**
* House of love and kindness	140,000,000	320,000,000	250,000,000	140,000,000	60,000,000
* Care for the poor	450,000,000	450,000,000	540,000,000	600,000,000	765,000,000
*Educational sponsorship, scholarships	150,000,000	150,000,000	250,000,000	310,000,000	303,000,000

* Building bridges and roads				340,000,000	395,000,000
* Other social charity activities	1,855,657,990	2,798,545,700	2,046,815,808	2,464,671,500	2,545,208,900

2. Limitations:

During the past term, the biggest limitation in implementing the resolution of the General Meeting of Shareholders was the development of the company's two key projects. Although there were many objective reasons from the outside that the company could not take the initiative, there were still subjective reasons from within the company such as the slow updating of legal changes by the implementing staff, leading to the need for planning to be adjusted many times, etc.

V. KEY ACTIVITIES IN THE 2025 FISCAL YEAR (from October 1, 2024 to September 30, 2025):

1. For administration:

- Ensure transparency in corporate governance and responsibility for risk management in financial accounting.
- Promote transparency in all company activities and accountability of independent members of the Board of Directors.
- Improve the capacity of the management apparatus to meet the requirements of the new period
- Standardize work processes to ensure compliance with legal regulations and enhance professionalism in operations.
- Develop a training plan to develop management staff, rejuvenate the workforce, and prepare successor human resources at the executive management level.

2. For production and business activities

- Good control and improvement of efficiency for the company's main and regular business groups such as warehouse, office, storage yard rental activities... to create a foundation to ensure the company's operations are maintained.
- Focus human resources to closely monitor and promote the progress of legal procedures of 02 key projects including Social Housing and Milky Way apartment building, especially the requirements for adjusting the 1/200 planning of the Industrial Park to soon get the project approved within the year.

- Seize future development opportunities for the policy of converting Tan Binh Industrial Park after 2047 under the direction of the City People's Committee.
- Take good care of the lives and interests of employees while ensuring benefits for shareholders.

3. **For the work of building and managing enterprises towards sustainable development and green enterprises:**

- Continue to implement appropriate criteria into business management activities and in line with general international development trends.

4. **Announce the list of contracts and transactions signed between the company and individuals/organizations related to the company manager from October 1, 2024 to September 30, 2025 :**

- Details of contracts and transactions on the purchase and sale of goods and services with organizations related to the Company Manager in 2025 according to Appendix 2 attached to the meeting documents.

5. **Announcement of the list of individuals and organizations that are related to the Manager:**

- Detailed list of individuals and organizations that are related to the manager according to Appendix 3 attached to the congress documents.

VI. CONCLUSION:

Another year has passed, and in general, the Board of Directors' activities in 2024 did not have any breakthroughs in strategy and new project development.

However, looking back over the past 5-year term, during a period when the country and the world have experienced unprecedented events due to the Covid 19 pandemic, which has caused the world to change greatly in production activities, service supply chains, consumer habits, economic recession, layoffs everywhere, business closures, etc., the fact that Tanimex Company can still develop sustainably, complete revenue and profit targets, ensure dividend rights for shareholders, and even increase the dividend rate by 30% for 2 consecutive years is the greatest achievement that the members of the Board of Directors of the 4th term (2020-2025) have achieved in the past term.

Before this year's annual general meeting of shareholders, the Board of Directors would like to report on the completion of assigned tasks and declare the end of its term.

In the coming years, the newly appointed Board of Directors will continue to work with a high sense of responsibility, comply with legal regulations, maintain a unified working style from top to bottom, create high consensus between the Board of Directors and the Executive Board, help operate production and business activities well and ensure benefits for shareholders.

Above are some contents of the report on the activities of the Board of Directors members in the 2024 fiscal year, respectfully submitted to the General Meeting of Shareholders for approval.

Tan Binh, November 29, 2024

Board of Directors

CHAIRMAN OF BOARD OF DIRECTORS

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Nguyen Minh Tam

TAN BINH IMPORT - EXPORT JOINT STOCK CORPORATION
(TANIMEX)
*****

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

AUDIT COMMITTEE

HCMC, November 29 2024

2024 REPORT OF THE AUDIT COMMITTEE

- *Pursuant to Decision No. 16/QD-HDQT dated December 7, 2020 on the establishment of the Audit Committee.*
- *Pursuant to Resolution No. 01/NQ - DHCD dated January 11, 2024 of the 2023 Annual General Meeting of Shareholders.*
- *Based on the business performance and financial report of 2024 of the Board of Directors of Tanimex Company.*

Audit Committee members as of the reporting date:

1- Ms. Nguyen Thi Thu Giang - Independent Member of the BOD: Chairwoman of the Audit Committee
2- Mr. La Ngoc Thong - Member of BOD: member
3- Mr. Phan Ngoc Liem - Independent member of the BOD: member

Activities of the Audit Committee (Audit Committee):

- Monitor and supervise the implementation of Resolutions of the Annual General Meeting of Shareholders.
- Regularly discuss and coordinate with the BOD, the Board of Management and relevant Departments in monitoring and supervising the Company's activities, promptly detecting and adjusting errors that affect the interests of shareholders.
- Assessment of quarterly, 6-month and annual production and business reports.

Based on its functions and duties, the Audit Committee would like to report to the General Meeting of Shareholders on the activities of the Audit Committee for the fiscal year from October 1, 2023 to September 30, 2024 as follows:

1/ Summary of remuneration and expenses of the Audit Committee:

- Remuneration and expenses incurred by members of the Board of Directors concurrently holding the position of Audit Committee in the 2024 fiscal year totaled VND 408 million, of which remuneration for 3 members was VND 360 million and for 01 assistant was VND 48 million.
- The detailed remuneration of each member is as follows:

No	Full name	Position	Salary (VND/month)	Total remuneration
1	Nguyen Thi Thu Giang	Chairperson	10,000,000	120,000,000
2	La Ngoc Thong	Member	10,000,000	120,000,000
3	Phan Ngoc Liem	Member	10,000,000	120,000,000
	Total			360,000,000

2/ Summary of meetings of the Audit Committee:

In the 2024 fiscal year, the Audit Committee members held 02 regular meetings:

- Organize the review and internal audit of quarterly reports, 6-month reports and 2024 report of the General Director.
- Supervise the implementation of the internal regulations on corporate governance and the organization of information disclosure of the company in accordance with current laws.

Recommendations at meetings:

- Continue to effectively manage revenue & regular operating expenses to drive profitability for the Company.
- Speed up the completion of legal documents for 02 Binh Tan apartment projects (Milky way) and Social Housing.

3/ Supervision of financial statements and business performance:

- The management and operation of the BOD is within its authority. The BOD has fully and strictly complied with the legal regulations on commercial contracts and labor contracts.
- Check the rationality, legality, honesty and level of prudence in management and operation of business activities; the systematicity, consistency and appropriateness of accounting, statistics and financial reporting.
- Assess the completeness, legality and honesty of the company's business situation reports and financial reports.

In 2024, the Board of Directors directed departments and units to achieve the following business results:

Unit: million VND

No	Target	Plan 2024	Actual 2024	Actual/Plan ratio
1	Total revenue	249,000	266,069	106.86%
2	Total cost	132,000	136,936	103.74%

3	Profit before tax	117,000	129,133	110.37%
4	Profit after tax	96,000	105.151	109.53%

4/ Monitor the transaction situation between the company and related parties.

- The Company had transactions with organizations related to the manager, including signing contracts to provide land lease services, premises lease services, etc. and signing contracts to purchase goods and services.
- From October 1, 2023 to September 30, 2024, the Company signed or transacted 56 contracts with the manager and related parties with a value ranging from VND 1.7 billion to VND 21.5 billion according to the plan approved in Decision No. 12/2023/QD-HDQT dated September 19, 2023, which has been announced.
- Signing contracts with proper authority and in accordance with current laws.

5/ Evaluation of the company's risk management system

- Risk management is assigned to each Department, Division, and Unit. Specific tasks are assigned to specialized staff to limit risks and losses to the company.
- The Company's risk management system has not shown any significant deficiencies.

6/ Results of supervision of the Board of Directors, General Director and other executives of the enterprise;

6.1. Supervision of Board of Directors members:

- The Audit Committee fully participated in 05 meetings of the BOD, timely reported on the activities of the Audit Committee, discovered issues and recommendations of the company's production and business activities.
- The BOD' s meetings are held at least once a quarter, with appropriate authority and in compliance with corporate governance regulations. During the 2024 fiscal year, the BOD held 05 regular meetings.
- During the year, the Board of Directors issued 03 decisions within its authority.
- The Board of Directors has clearly grasped the operating situation, monitored and directed the implementation of resolutions of the Shareholders' Meeting and the BOD in accordance with the actual situation.

6.2. Supervision of the General Director:

- The General Director has fully implemented the Resolutions of the General Meeting of Shareholders and the Resolutions of the Board of Directors in a timely, accurate, honest and responsible manner.
- The Audit Committee has supervised the information disclosure of the General Director to ensure transparency in operations and compliance with regulations: during the year, it has made: 26 information disclosures on the company's Website (www.tanimex.com.vn); 48 information disclosures at the Ho Chi Minh City Stock Exchange (HOSE) and 29 information disclosures to the State Securities Commission.

- Take care of workers' lives fully, average income in 2024 increases by 27% over the same period.

7/ Assessment of the coordination of activities between the Audit Committee and the Board of Directors and General Director:

- The Audit Committee has coordinated with the Board of Directors and General Director to make recommendations on business strategies. The Audit Committee also participates in the work of completing the company's internal governance regulations.
- The Audit Committee has closely coordinated with the Company's Board of Directors to promptly detect and correct errors that affect shareholders' rights.
- In 2024, members of the Board of Directors and the Executive Board will continue to work actively with a high sense of responsibility to make timely decisions in accordance with the actual situation.
- Although real estate business activities still face many difficulties, the Board of Directors and the Board of Management continue to maintain regular business activities: Leasing premises, warehouses, financial investment activities... to bring stable profits to the Company, ensuring dividend payments to shareholders according to the resolution of the 2023 General Meeting of Shareholders.

Tanimex Company Audit Committee respectfully reports.

On behalf of AUDIT COMMITTEE

Chairperson

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NGUYEN THI THU GIANG

STATEMENT

Re: Approval of audited financial statements for 2024

To: General Meeting of Shareholders

- *Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
- *Based on the audited 2023 Financial Report;*
- *Pursuant to the Company Charter, the rights and duties of the General Meeting of Shareholders regarding the approval of the Company's annual audited financial statements.*

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval of the 2024 Audited Financial Statements as of September 30, 2024 and audited by A&C Auditing and Consulting Company Limited signed on November 29, 2024.

The full text of the 2024 Audited Financial Report is posted on the Website www.tanimex.com.vn

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Respectfully submit.

Tan Binh, November 29, 2024

On behalf of BOD

CHAIRPERSON

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NGUYEN MINH TAM

STATEMENT

Re: Approval of the 2024 Profit Distribution Plan (from 01/10/2023 to 30/9/2024)

To: General Meeting of Shareholders

In order to have a basis for the Board of Directors and the Executive Board to distribute the business results of the 2024 fiscal year (from October 1, 2023 to September 30, 2024), we respectfully submit to the General Meeting of Shareholders of the Company for consideration and approval of the profit distribution plan for the 2024 fiscal year, specifically as follows:

1. **Profit distribution plan for 2024 according to Resolution No. 01/NQ-DHDCD dated January 11, 2024:**

Target	Distribution rate according to resolution	Total amount
PROFIT AFTER TAX	**100%**	**105,150,717,723**
Dividend 25%/year	71.3%	75,000,000,000
Board of Directors & Subcommittees Remuneration	0.9%	900,000,000
Bonus for exceeding plan (15% of excess profit)	1.3%	1,372,607,658
Employee Reward Fund	5.0%	5,257,535,886
Employee Welfare Fund	3.0%	3,154,521,532
Social Welfare Fund	4.0%	4,206,028,709
Retained earnings	**14.5%**	**15,260,023,938**

Because in 2024 the company's after-tax profit increased beyond the planned target, the source of profit distribution after setting aside items still has a good amount of retained profit (**VND 15,260,023,938)** . The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the

plan to increase dividends to shareholders **by 3%** compared to the resolution, the amount corresponding to 3% is: VND 9,000,000,000.

- Thus, the dividend rate submitted to the General Meeting of Shareholders for approval is: 28%/year.

2. 2024 profit distribution plan if approved to pay 28%/year dividend, specifically as follows:

Target	Actual distribution rate	Total amount
PROFIT AFTER TAX	**100%**	**105,150,717,723**
Dividend 28%/year	79.9%	84,000,000,000
Board of Directors & Subcommittees Remuneration	0.9%	900,000,000
Bonus for exceeding plan (15% of excess profit)	1.3%	1,372,607,658
Employee Reward Fund	5.0%	5,257,535,886
Employee Welfare Fund	3.0%	3,154,521,532
Social Welfare Fund	4.0%	4,206,028,709
Retained earnings	**6.0%**	**6,260,023,938**

Ho Chi Minh City November 29, 2024

On behalf of BOD

CHAIRPERSON

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NGUYEN MINH TAM

STATEMENT

2025 BUSINESS PRODUCTION PLAN

(from 01/10/2024 to 30/9/2025)

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I. 2025 BUSINESS PRODUCTION PLAN:

1. REVENUE – PROFIT PLAN :

- Based on the socio-economic context of our country in the last 6 months of 2024, many new policies have been implemented such as: issuing a new land price list in Ho Chi Minh City, adjusting the basic salary and regional minimum ... which have a direct impact on the company's main business areas in 2024 and will continue to affect the following years, when the land rent calculated according to the new unit price has increased more than 4 times compared to the present and will continue to be adjusted annually.
- After reviewing practical factors in the 2024 fiscal year, the Board of Directors has developed a specific business production plan for the 2025 fiscal year (from October 1, 2024 to September 30, 2025) as follows:

No	Category	Actual 2024	Plan 2025	Plan/Actual (%)
1	**Total revenue**	**266,069,080,935**	**256,300,000,000**	**96.3%**
2	Total cost	136,935,900,051	136,100,000,000	99.4%
3	**Profit before tax**	**129,133,180,884**	120,200,000,000	93.1%
4	**Profit after tax**	**105,150,717,723**	**98,200,000,000**	**93.4%**

➢ The 2025 plan is built with a total revenue ratio of 96.3% and after-tax profit of 93.4% compared to 2024. This figure is given on a very cautious basis, because reality shows that

the company's 2 key projects will certainly continue to be unable to pass legal documents in 2025.

- Revenue generation basis: based on the foundation of regular activities including 02 main activities:

  + Stable revenue from the main business activities of Tan Binh Industrial Park includes infrastructure business, factory leasing (total leasing area is 11 hectares of warehouse and 14,100m^2 of high-rise warehouse), office building leasing and some other premises .

  + Revenue from financial investment activities through capital investment, bond investment, etc.

  + Revenue from project investment: in 2025, no projects will be implemented.

2. CORE ACTIVITIES IN BUSINESS ACTIVITIES:

To successfully achieve the targets, the Company will focus on the following key tasks:

2.1. Continue to maintain the company's regular business operations, specifically including:

a) Continue to maintain warehouse rental business effectively, implement regular repair plans and major repairs as planned.

b) Manage and maintain industrial park infrastructure, operate wastewater treatment systems and ensure security and order and fire prevention and firefighting at Tan Binh I and II Industrial Parks.

c) Continue to provide office and building rental services, effectively manage financial investment capital, and some other commercial business activities.

2.2. Promote legal procedures of 02 key projects including: Social Housing Project and Milky Way Apartment Project in Tan Binh II Industrial Park.

a) Try to complete the adjustment of the 1/2000 planning project of the Tan Binh Industrial Park Extension Residential Area (TB II Industrial Park) as required by the People's Committee of Binh Tan District.

b) Continue legal procedures related to paying land fees for 02 projects to be granted Certificate of Land-use Rights and apply for construction permission.

2.3. Implementing the "Project to convert Tan Binh Industrial Park before and after 2047" is a strategic task for future generations.

- Pursuant to Decision No. 1353/QD-UBND and Decision No. 1354/QD-UBND of the People's Committee of Ho Chi Minh City dated April 11, 2023 on approving the project and issuing the implementation plan of the project "Orientation for the development of export processing and industrial parks in Ho Chi Minh City for the period 2023-2030 and vision to 2045", Tan Binh Industrial Park is designated as one of 13 processing and industrial parks approved to pilot the conversion to new industrial park models.
- Realizing that this is an opportunity for the company to be prioritized as the investor of the Tan Binh Industrial Park project for another cycle (50 years) after the expiration of the Tan Binh Industrial Park (2047), the Board of Directors will focus on directing the Executive Board and the Project Management Board to carefully study issues related to: planning, industries, policies and mechanisms, incentives for investors and businesses, etc. related to the model designated as "industrial - urban - service park".

3. KEY WORK IN MANAGEMENT:

3.1. Continue to improve modern working processes , apply modern technology, improve work efficiency and management.

3.2. Ensure transparency in the operations of the Board of Directors, supervise the implementation of production and business tasks of the Executive Board and promptly provide appropriate strategic orientation.

3.3. Strengthening internal control, optimizing business operating costs in the context of company projects not being implemented as scheduled, to ensure a source of profit to pay dividends to shareholders as committed, cost control is extremely important .

3.4. Comply with regulations on internal governance and information disclosure as prescribed by current laws.

3.5. Continue to upgrade sustainable corporate governance (ESG) and green business criteria to enhance corporate value.

II. EXPECTED PROFIT DISTRIBUTION RATIO FOR 2025:

No	CATEGORY	DISTRIBUTION
1	Dividends	25%/year
2	Employee Reward Fund	5% Profit After Tax
3	Employee Welfare Fund	3% Profit After Tax
4	Social Fund	4% Profit After Tax

III. CONCLUSION:

With the forecast that the legal implementation progress of the two projects will not be able to make a breakthrough, the Board of Directors, in the process of implementing the 2025 fiscal year business plan, will continue to maintain a good internal control strategy, along with the consensus, solidarity and unity of the Executive Board and all employees of the entire system, determined to successfully achieve the set goals, ensuring dividends for shareholders.

Ho Chi Minh City November 29, 2024
On behalf of BOD
CHAIRPERSON

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NGUYEN MINH TAM

STATEMENT

Re: Approval of the Board of Directors' operating budget for 2025 Fiscal year from 10/01/2024 to 09/30/2025

To: General Meeting of Shareholders

In order to have funding for the Board of Directors and Subcommittees of the company to carry out the tasks assigned by the General Meeting of Shareholders of the company in the 2025 fiscal year, we respectfully submit to the General Meeting of Shareholders of the Company for consideration and approval of the following contents:

1. Approve the operating budget for the Board of Directors and subcommittees under the Board of Directors for the 2025 fiscal year (from October 1, 2024 to September 30, 2025):

   - Amount: **1,000,000,000 VND** (One billion VND), including remuneration and reasonable expenses related to the performance of duties of the Board of Directors and subcommittees.

2. Bonus exceeding the plan of **15%** on the after-tax profit exceeding the plan for the Board of Directors and the entire management staff of the Company in case the results of the 2025 fiscal year (from October 1, 2024 to September 30, 2025) have after-tax profit exceeding the plan approved by the Company's General Meeting of Shareholders at this year's Annual General Meeting.

Ho Chi Minh City November 29, 2024

On behalf of BOD

CHAIRPERSON

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NGUYEN MINH TAM

STATEMENT

Regarding the selection of an independent auditing unit for auditing financial statement 2025

CÔNG TY CỔ PHẦN SẢN XUẤT KINH DOANH XUẤT NHẬP KHẨU DỊCH VỤ VÀ ĐẦU TƯ TÂN BÌNH
S.Đ.K.K.D: 0301464904-C.T.C.P
Q. TÂN BÌNH TP. HỒ CHÍ MINH

To: General Meeting of Shareholders

- *Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*
- *Based on the audited 2024 Financial Report;*
- *Pursuant to the Company Charter, the rights and duties of the General Meeting of Shareholders regarding the approval of the Company's annual audited financial statements.*

The Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for approval of the selection of A&C Auditing and Consulting Company Limited as the independent auditor of the Company's financial statements for the fiscal year 2025.

Respectfully submit to the General Meeting of Shareholders for consideration and approval.

Respectfully submit.

Tan Binh, November 29, 2024

On behalf of BOD

CHAIRPERSON

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NGUYEN MINH TAM

STATEMENT

Re: Amending the Company Charter

and Internal Regulations on Corporate Governance

To: General Meeting of Shareholders

To ensure compliance with current legal documents including:

- *Securities Law dated November 26, 2019;*
- *Law on Enterprises dated June 17, 2020;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*

Respectfully submit to the General Meeting of Shareholders for approval the amendment of the Charter and Internal Regulations on corporate governance, specifically as follows:

1. Amendment of the Company Charter (15th time):

- Edited content: adjusted 27 contents, to ensure updating according to current forms and legal regulations.
- Contents of the Charter after revision: 21 chapters; 62 articles.

2. Amendment of Internal Regulations on Corporate Governance (6th time):

a) Main regulations: no change in content but change the entire order and structure of the provisions according to the form in Appendix II of Circular No. 116/2020/TT-BTC dated December 31, 2020 to stick to the current model.

b) Appendix 1 "Regulations on attending online General Meeting of Shareholders and electronic voting": adjusted to remove chapter titles.

c) Add Appendix 2: Regulations for attending the General Meeting of Shareholders in person and online (attached regulations) to ensure updating of new regulations.

d) The revised regulations include: 18 articles and 02 attached appendices.

The detailed content of the amendment is presented in the detailed explanation table attached to this report. Respectfully submit to the General Meeting of Shareholders for consideration and approval for promulgation.

Tan Binh, November 29, 2024

On behalf of BOD
CHAIRPERSON

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NGUYEN MINH TAM

EXPLANATORY TABLE ATTACHED TO THE PROPOSAL FOR AMENDMENT OF THE COMPANY CHARTER AND REGULATIONS

PART 1: DETAILED CONTENT OF CHARTER AMENDMENTS (15TH TIME ON JANUARY 8, 2025)

Terms and Conditions	Contents of the 14th Charter (Dated on January 11, 2022)	Proposed changes, adjustments and additions are as follows:	Reason for adjustment
CHAPTER I **Article 1: Definition**	Article 1: Definition of terms	**Additional:** f. "executives" at the company include the General Director, Deputy General Director, Chief Accountant;	*Supplement according to the Model Charter in Circular 116/2020 and regulations in Decree 155/2020*
CHAPTER II **Article 3: Legal representative**	**Mr. TRAN QUANG TRUONG** born on: August 13, 1968; Ethnicity: Kinh Citizen identification number: 001068007424 Place of permanent residence registration: 46 Tran Van Danh, Ward 13, Tan Binh District, Ho Chi Minh City **Position: GENERAL DIRECTOR**	**Edit content:** **1. The legal representative of the company is: General Director** **2. Rights and obligations of legal representative:** The legal representative of the Company has the following responsibilities: + Exercise assigned rights and obligations honestly, carefully and to the best of ability to ensure the legitimate interests of the company; + Be loyal to the interests of the company; do not abuse position, title and use information, know-how, business opportunities, other assets of the company for personal gain or to serve the interests of other organizations or individuals;	Adjust and supplement according to the framework regulations in the Model Charter Circular 116/2020 According to Article 13-Law

		+ Timely, fully and accurately notify the company about the company in which you or your related person owns or has shares or capital contributions according to the provisions of the Company Law 2020 . - The legal representative of the company is personally responsible for damages to the company caused by violating the above responsibilities.	on Company's 2020
CHAPTER V: **Article 14. Organizational, Managerial and Supervisory Structure**	**CHAPTER V: ORGANIZATION AND MANAGEMENT STRUCTURE** **Article 14. Organizational and management structure** The Company's organizational and management structure includes: 1. **General meeting of shareholders;** 2. **Board of Directors;** • Audit Committee under the Board of Directors; 3. **General Director.**	**Adjust the wording to:** **CHAPTER V: ORGANIZATIONAL, MANAGERIAL AND SUPERVISORY STRUCTURE** **Article 14. Organizational, Managerial and Supervisory Structure** The organizational, managerial and supervisory structure of the Company comprises:	Adjusted according to the model charter of Circular 116/2020
Article 15. **Rights of shareholders**	5. Shareholders or groups of shareholders owning **[5]% or more of total common shares** have the right to nominate people to the Board of Directors. The nomination is carried out as follows: a) .... b)	**Amend clause 5 as follows:** 5. The shareholder or groups of shareholders owning **[10]% or more of the total number of common shares** is entitled to nominate candidates to the Board of Directors. Candidates shall be nominated as follows: a) .... b)	Adjusted according to Clause 5 - Article 115 of the Company Law

Article 17. Shareholders ' Meetings	Article 17: Meetings of the General Meeting of Shareholders	**Adjust the wording to:** Article 17: General Meeting of Shareholders	Adjusted according to Model Charter Circular 116/2020
Article 18: Rights and obligations of the General Meeting of Shareholders	2. The General Meeting of Shareholders has the following rights and obligations: a)..b)..c)..d)..e).f)...i)..k)..l)..m)..... n) The General Meeting of Shareholders approves the following contracts and transactions: - Contracts and transactions between the company and related parties as stipulated in Clause 1, Article 167 of the Law on Company's, has a value **greater than [35%]** of the total value of assets recorded in the latest financial report.	**Adjust the ratio in item n) as follows:** n) The General Meeting of Shareholders approves the following contracts and transactions: - Contracts and transactions between the company and related persons as prescribed in Clause 1, Article 167 of the Law on Companies ***that are worth at least 35%*** total asset value recorded in the latest financial statement.	Clearly state the transaction ratio according to the rights of the General Meeting of Shareholders compared to the rights of the Board of Directors (Clause 2, Article 167 of the Law on Companies)
Article 19: Authorized representative	Article 19: Authorized representative	**Wording correction:** Article 19: **Authorizing participation in General Meeting of Shareholders**	Adjusted according to Model Charter Circular 116/2020
Article 24. Through Resolution of the General Meeting of Shareholders	2. Except for the cases specified in Clause 1 and Clause 3 of this Article, decisions of the General Meeting of Shareholders on the following issues shall be adopted when **there are 51% or more of** the total votes of shareholders with voting rights .....General Meeting of Shareholders:	**Adjust the ratio:** 2. Except for the cases specified in Clause 1 and Clause 3 of this Article, decisions of the General Meeting of Shareholders on the following issues shall be ratified when there are **more than [50%]** Total number of votes of shareholders with voting rights present in person or through authorized representatives present at the General Meeting of Shareholders	according to clause 2, article 148 of the Company Law 2020

Article 24.	3. **Voting to elect members of the Board of Directors must be carried out by cumulative voting,** whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to concentrate all or part of their total votes on one or several candidates.	**Adjust the content of clause 3:** 3. Election of members of the Board of Directors: ***except for the case of electing additional members of the Board of Directors (occur in the middle of the term when the number of members is deficient due to dismissal/removal of members of the Board of Directors)***, the voting to elect members of the Board of Directors must be carried out by cumulative voting method,...	According to Clause 3, Article 148 of the Law on Companies, the charter provides additional provisions to apply to the case of electing additional members of the Board of Directors more conveniently.
Article 22: **Conditions for holding a General Meeting of Shareholders**	1. The General Meeting of Shareholders is held when there are a number of shareholders attending the meeting representing **at least 51%** of total voting shares.	**Adjust the ratio:** 1. The General Meeting of Shareholders shall be carried out when the number of shareholders attending the meeting represents **over [50%]** of the total number of the voting shares.	according to clause 1 - article 145 of the Law on Companies
Article 23. Procedures for conducting meetings and voting at the General Meeting of Shareholders	Article 23: has 13 contents	**Add section 14.** 14. The Annual General Meeting of Shareholders/Extraordinary General Meeting of Shareholders will be held in the form of an in-person meeting or an online meeting or a combination of both forms depending on the actual situation each year. The specific form will be decided by the Board of Directors.	Add other forms of meetings to the charter.
Article 25. Authority	1. The Board of Directors has the right to seek shareholders' written opinions to approve the decisions of the General Meeting	**Adjust item d) clause 1 and clause 9 as follows:** 1. The Board of Directors has the right to seek shareholders'	Supplementing the case of electing

and procedures for obtaining shareholders ' written opinions to pass Resolutions of the General Meeting of Shareholders	of Shareholders on the following contents: a) Amend and supplement the contents of the Company Charter; b) Company development orientation; c) Type of shares and total number of shares of each type; d) **Elect** , dismiss, remove members of the Board of Directors; d) .....e) .....g) ..... 9. Resolutions passed by way of written shareholder voting must be approved by the number of shareholders representing the **At least 51%** of total voting shares approve.	opinions in writing.....: a)...b)...c)..... d) **Elect (including additional election)** , dismiss, remove members of the Board of Directors; .... 9. The resolution is ratified by questionnaire survey if approved by the number of shareholders owning the shares **over [50%]** of the total votes of all shareholders with voting rights in favor; The resolution has the same validity as a resolution passed at the General Meeting of Shareholders.	additional members to the Board of Directors to promptly respond to production and business operations. according to article 22 of the model charter
Article 29 : **Candidacy, nomination of members of the Board of Directors**	2. In case it has been determined that Shareholders holding common shares from **[5]% of the total number of shares** specified in Clause 5, Article 15 have the right to aggregate the number of voting rights to nominate candidates for the Board of Directors. **Shareholders or groups of shareholders holding from 5% to less than 10% of the total number of shares with voting rights may nominate one (01) candidate; from 10% to less than 30% may nominate up to two (02) candidates; from 30% to less than 40% may nominate up to**	**Adjust the content of Clause 2 as follows:** *2.* Shareholders holding common shares from **[10]% of the total number of shares** specified in Clause 5, Article 15 of this Charter have the right to aggregate the number of voting rights to nominate candidates for the Board of Directors, specifically as follows: + Shareholder or groups of shareholders holding from 10% to less than 20% of total voting shares: may nominate one (01) candidate; + Shareholder or groups of shareholders holding from 20% to less than 40% of total voting shares: may nominate a maximum of two (02) candidates; + Shareholder or groups of shareholders holding 40% or more of total voting shares: may nominate up to three (03)	Pursuant to Clause 5, Article 115 of the Law on Companies, it is proposed to adjust the ratio of candidates for the Board of Directors into 3 groups.

	three (03) candidates; from 40% to less than 50% may nominate up to four (04) candidates; from 50% to less than 60% may nominate up to five (05) candidates; from 60% to less than 70% may nominate up to six (06) candidates; from 70% to 80% may nominate up to seven (07) candidates; and from 80% to less than 90% can nominate up to eight (08) candidates.	candidates.	
Article 30 : Composition and term of office of members of the Board of Directors	1. Number of Board of Directors members from 05 to 11 people. Term .....with unlimited number of terms.	***Amendment to Clause 1* :** 1. The number of members of the Board of Directors is **06 (Six) people.**	Adjust the number of Board members in detail according to reality.
Article 32. Remuneration , salary and other benefits of members of the Board of Directors	Article 32. Remuneration, salary <u>and</u> other benefits of members of the Board of Directors	**Edit: replace "salary" with "bonus"** Article 32. Remuneration and **bonus** and other benefits of Board members	according to article 28, model charter Circular 116/2020
Article 34. Meeting of the Board of Directors	11. Voting: d) A member of the Board of Directors who benefits from a contract specified **<u>in Point a and Point b, Clause 5, Article 37 of this Charter</u>** is considered to have a significant interest in that	**Adjust item d, clause 11:** d) A member of the Board of Directors who benefits from a contract specified **in Clause 1 and Clause 2, Article 43 of this Charter** is considered to have a significant interest in that contract.	update new reference point

	contract;		
Article 37. Audit Committee	**Article 37. Audit Committee** 3. The Audit Committee has the following rights and obligations: a)...b)...c)...d)..e)...f)...	**Article 37. Audit Committee** **3. The Audit Committee has the following rights and obligations:** Additional contents from Article 44 of the standard charter are incorporated into Clause 3. The adjusted numbering of the items is as follows: a) Has the right to access documents related to the company's operations, communicate with other members of the Board of Directors, the CEO (General Director), the Chief Accountant, and other management staff to collect information for the activities of the Audit Committee. b) Has the right to request the representative of an approved auditing organization to attend and respond to issues related to audited financial reports at Audit Committee meetings. c) May use external legal, accounting, or other advisory services when necessary. d) Develops and submits risk detection and management policies to the Board of Directors, proposing solutions for handling risks arising in the company's activities. e) Prepares written reports to the Board of Directors upon discovering that members of the Board of Directors, the CEO (General Director), and other managers have not fully performed their responsibilities as prescribed by the Law on Enterprises and the company charter. f) Develops the operational regulations of the Audit Committee and submits them to the Board of Directors for approval. g) ... h) ... **4. Report on Activities of the Independent Members of the Board of Directors in the Audit Committee at the Annual**	According to the Standard Charter and Article 161 of the Law on Enterprises

		General Shareholders' Meeting 4.1. Independent members of the Board of Directors who are part of the Audit Committee are responsible for reporting on their activities during the Annual General Shareholders' Meeting. 4.2. The report of independent members of the Board of Directors in the Audit Committee at the Annual General Shareholders' Meeting must include the following: a) A detailed disclosure of the remuneration, operational expenses, and other benefits of the Audit Committee as a whole and for each individual member. b) A summary of the Audit Committee's meetings, conclusions, and recommendations. c) Monitoring results of the company's financial statements, operational status, and financial health. d) Assessment of transactions between the company, its subsidiaries, or other entities where the company holds over 50% of charter capital and members of the Board of Directors, the CEO, other executives, and their related parties; transactions between the company and entities where members of the Board of Directors, the CEO, or other executives were founders or managers within the last three years prior to the transaction. e) Results of the evaluation of the company's internal control and risk management systems. f) Monitoring results of the Board of Directors, the CEO, and other company executives. g) Results of the evaluation of the coordination between the Audit Committee, the Board of Directors, the CEO, and shareholders.	
CHAPTER VIII: GENERAL DIRECTOR	CHAPTER VIII: GENERAL DIRECTOR	**Add the phrase "and other operators"** **CHAPTER VIII: GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS**	according to chapter VIII model charter

CHAPTER VIII: GENERAL DIRECTOR	**Article 39.** Organization **of management apparatus** • **Article 40; 41 => correct the serial number**	**Add Article 40.** **Article 40. Company Executives** 1. The Company's executives include: General Director, Deputy General Director, Chief Accountant. 2. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other managers with the number and standards in accordance with the Company's structure and regulations of management as prescribed by the Board of Directors. 3. The General Director is paid salary and bonus. The General Director's salary and bonus are decided by the Board of Directors. 4. The salary of the executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting. **=> Change the order numbers of articles 40,41 to articles 41,42**	according to chapter VIII, article 34, model charter
CHAPTER **IX** **Article 42. Disclosure of related interests**	CHAPTER IX: **DISCLOSURE OF RELATED INTERESTS AND** APPROVAL OF TRANSACTION CONTRACTS BETWEEN THE COMPANY AND RELATED PERSONS **Article 42. Disclosure of related interests**	**Adjustment: remove the phrase "Disclosure of related interests"** CHAPTER IX: ACCEPTANCE OF TRANSACTION CONTRACT BETWEEN THE COMPANY AND RELATED PERSONS • **Proposal to remove Article 42**	The model charter does not specify "disclosure of related interests"
CHAPTER X :	CHAPTER X: RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTOR AND MANAGERS	**Add words:** CHAPTER X: RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, **MEMBERS OF THE AUDIT COMMITTEE** , GENERAL DIRECTOR AND OTHER **EXECUTIVES**	according to chapter X model charter

CHAPTER X **Article 44. Responsibilities of company managers** **Article 45: Responsibility to be honest and avoid conflicts of interest**	**Article 44. Responsibilities of company managers** …… **Article 45. Responsibility to be honest and avoid conflicts of interest** 1…2….3…. 4. Contracts or transactions between the Company and one or more members of the Board of Directors, General Director, managers... shall not be invalidated in the following cases: a) For contracts with a value **less <u>than or equal to twenty percent (20%)</u>** of the total asset value recorded in the most recent financial report, ……. has no related interests; b) For contracts with a value **<u>greater than twenty percent (20%)</u>** of the total asset value recorded in the most recent financial report…….	• **Adjustment of articles 44,45:** Which items contain the phrase *"Member of the Board of Directors, General Director and Manager"*? => adjust to the phrase: **" Members of the Board of Directors, Members of the Audit Committee, General Director and other executives"** • **Adjust the content of items a), b) of clause 4, article 45 as follows:** 4. Contract or transaction……. a) For contracts with a value **<u>less than [35%]</u>** of the total asset value recorded in the most recent financial report…. b) For contracts with a value **<u>of [35%] or more</u>** total asset value recorded in the most recent financial statement……	according to chapter X and article 47 of the model charter
Chapter X **Article 46.**	**Article 46. Liability for damage and compensation** 1…. 2…. 3….	Replace the phrase *"Member of the Board of Directors, General Director and Manager"* in clauses 1,2,3 with the phrase: **"Members of the Board of Directors, Members of the Audit Committee, General Director and other executives"**	alternative to uniform terms and conditions

CHAPTER XI	**CHAPTER XI: RIGHT TO SUE AND INVESTIGATE COMPANY BOOKS AND RECORDS**	**CHAPTER XI. RIGHT TO INVESTIGATE COMPANY BOOKS AND RECORDS (remove the phrase "SUE")**	According to the model charter
CHAPTER XI **Article 47.**	**Article 47: Right to sue** • Articles 48, 49, 50, 51, 52, 53	• **Proposal: Remove Article 47** • Adjust the appropriate order number to: Article 47,48,49,50,51,52	The model charter does not specify
Article 54. Responsibility for information disclosure	**Article 54. Responsibility for information disclosure** • Correct the order number from article 55 to article 58	• **Proposal to REMOVE Article 54** • Correct the order number to from article 53,54,55,56.	The model charter does not specify
CHAPTER XVIII.	**CHAPTER XVIII: TERMINATION OF OPERATIONS AND LIQUIDATION** **Article 50: Profit Distribution** • 4. In the case of dividends or other amounts related to a specific type of share... The payment of dividends for shares listed or registered for trading on the Stock Exchange may be carried out through securities companies or the **Securities depository centers**.	**Adjust word order and numbers as follows:** **CHAPTER XVIII. DISSOLUTION OF COMPANY** **Article 50: Profit Distribution** 4. In the case of dividends or other amounts related to a specific type of share... The payment of dividends for shares listed or registered for trading on the Stock Exchange may be carried out through securities companies or the **Viet Nam Securities Depository and Clearing Corporation**.	Changed name
	Article 59. Termination of operations	**Article 57. Dissolution of the company** Edit the order number from article 60 to 64 => article 58 to article 62	Modify according to model charter

CHAPTER XXI: EFFECTIVE DATE	**Article 64. Effective date** 1. This charter consists of **21 chapters and 64** articles and was unanimously approved by the General Meeting of Shareholders of Tan Binh Production, Trading, Import-Export, Services and Investment Joint Stock Company (Tanimex) on January 11, 2022 in Ho Chi Minh City and also approved the full validity of this Charter. 2. The Charter is made in ten (10) copies, each of equal value, of which: *a. One (01) copy submitted to the local State Notary Office;* *b. Five (05) copies registered with the government agency as prescribed by the People's Committee of the Province or City;* *c. Four (04) copies are kept at the Company's head office.]*	**Adjust the content and order of Article 6 as follows:** **Article 62. Effective date** 1. This charter **consists of 21 chapters and 62** articles and was unanimously approved by the General Meeting of Shareholders of Tan Binh Production, Trading, Import-Export, Services and Investment Joint Stock Company (Tanimex) on January 8, **2025** in Ho Chi Minh City and agreed to the full validity of this Charter. 2. The Charter is made in ten (10) copies, each of equal validity, and kept at the Company's head office. 3. This Charter is the sole and official of the Company. 4. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.	Amend according to article 64 of the model charter

PART 2: DETAILED CONTENT OF AMENDMENTS TO INTERNAL REGULATIONS ON CORPORATE GOVERNANCE (6th time on January 8, 2025):

Terms and Conditions	Contents of the 5th Internal Regulations on Administration (issued on December 8, 2021)	Proposed changes, adjustments and additions are as follows:	Reason for adjustment
Internal regulations on corporate governance	The Charter consists of 10 chapters and 45 articles, approved by the Company's General Meeting of Shareholders on December 8, 2021. and Appendix 1: Regulations on attending the online General Meeting of Shareholders and conducting electronic voting	1. Internal regulations on administration: compile new ones with the order of terms and content according to the model regulations. - Basically the content remains unchanged, only the structure and order of the terms change. - The new regulations include 18 articles and 2 attached appendices. 2. Appendix 1 attached to the regulations: proposal to remove chapter titles. 3. Additional information: Appendix 2 "Regulations on attending the General Meeting of Shareholders in person and online" (attached with regulations)	updated according to the regulation form in APPENDIX II, issued with Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance The model regulations have added a form of combined in-person and online congress.