

PETROVIETNAM FERTILIZER AND
CHEMICALS CORPORATION
NORTHERN PETROVIETNAM FERTILIZER
AND CHEMICALS JSC

Số: 444/MB-TCHC

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, March 27th, 2025

INFORMATION DISCLOSURE NOTICE

To:

- **The State Securities Commission;**
- **The Ha Noi Stock Exchange.**

Pursuant to Resolution No. 39/NQ-ĐHĐCĐ dated March 26, 2025, of the Annual General Meeting of Shareholders 2025, and Resolution No. 69/NQ-MB dated March 26, 2025, regarding the election of the Chairman of the Board of Directors of PetroVietnam Northern Fertilizer and Chemicals Joint Stock Company, we respectfully announce the following personnel changes:

1. Appointment Case (*): Chairman of the Board of Directors

- Mr. Cao Trung Kiên
- Previous Position: [To be specified]
- Newly Appointed Position: Chairman of the Board of Directors
- Term of Appointment: According to the Board of Directors' term (2021–2026)
- Effective Date: March 26, 2025

2. Dismissal/Resignation Case: Mr. Lương Anh Tuấn

- No longer holding the position: Member of the Board of Directors - Chairman of the Board of Directors
- Reason for Dismissal (if applicable): Mr. Lương Anh Tuấn has been reassigned by PetroVietnam Fertilizer and Chemicals Corporation - the major shareholder holding 75% of the Company's shares - to another position.
- Effective Date: March 26, 2025

Receiving place: *Mat*

- As above;
- BOD, BOS, Director (to report);
- Save VT, DNH.

Attached file:

- Resolution No. 39/NQ-ĐHĐCĐ dated March 26, 2025;
- Resolution No. 69/NQ-MB dated March 26, 2025;
- List of related persons.

**PERSON IN CHARGE OF
INFORMATION DISCLOSURE**



**TRƯỞNG PHÒNG TCHC
Phạm Trần Nguyễn**

No: 39/NQ-HDCĐ

Hanoi, 26th March, 2025

RESOLUTION
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

GENERAL MEETING OF SHAREHOLDERS
NORTHERN PETROVIETNAM FERTILIZER AND CHEMICALS JSC

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments, supplements, and guiding documents;

Pursuant to the Charter of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company, approved at the First General Meeting of Shareholders on January 13, 2011, and amended and supplemented on June 28, 2022;

Pursuant to the Voting Results of the Annual General Meeting of Shareholders (AGM) held on March 26, 2025;

Pursuant to the Minutes of the 2025 AGM of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company dated March 26, 2025,

RESOLVES:

Article 1: Approval of Reports and Proposals:

1.1. Approval of the Business Performance Report for 2024 with the following key indicators:

- Total fertilizer sales volume: 224.651 tons
- Financial indicators:
 - Total revenue: 2163,19 billion VND
 - Profit before tax: 12,96 billion VND
 - Profit after tax: 9,90 billion VND
 - Dividend payout ratio (to charter capital): 7%

1.2. Approval of Key Business Targets for 2025:

- Total sales volume: 220.000 tons
- Total revenue: 2175,43 billion VND



- Profit before tax: 14,20 billion VND
- Profit after tax: 11,36 billion VND
- Dividend payout ratio (to charter capital): 7%

1.3. Approval of the Board of Directors' Activity Report for 2024 and the Operational Plan for 2025.

1.4. Approval of the 2024 Audited Financial Statements (audited by Deloitte Vietnam Co., Ltd.) and the Profit Distribution Plan for 2024:

- Allocation to the Bonus and Welfare Fund (20% of profit after tax): 1,98 billion VND
- Additional allocation to the Bonus and Welfare Fund (20% of profit after tax exceeding the target): 0,188 billion VND
- Dividend distribution in cash (7% of charter capital): 8,4 billion VND
- Remaining profit carried forward to 2025: 3,998 billion VND

1.5. Approval of the Profit Distribution Plan for 2025:

- Dividend payout ratio (to charter capital): 7%
- Allocation to the Bonus and Welfare Fund: 20% of profit after tax
- If actual profit exceeds the planned target, an additional 10% of the excess profit after tax may be allocated to the Bonus and Welfare Fund.

1.6. Approval of the Report on Salary, Remuneration, Allowances, and Other Benefits for the Board of Directors and the Supervisory Board in 2024, and the Budget Estimate for 2025:

- Actual expenditures in 2024: 2,273 billion VND
- Budget estimate for 2025: 2,038 billion VND

1.7. Approval of the Supervisory Board's Activity Report for 2024, the Operational Plan for 2025, and Authorization for the Board of Directors to Select One of the Following Audit Firms for the 2025 Financial Statements Audit:

1. Deloitte Vietnam Co., Ltd.
2. Ernst & Young Vietnam Co., Ltd.
3. KPMG Vietnam Co., Ltd.

1.8. Approval of the Policy to Sign Contracts and Transactions of Unlimited Value with PetroVietnam Fertilizer and Chemicals Corporation - JSC.

1.9. Approval of the Resignation of Mr. Lương Anh Tuấn from the Board of Directors Effective March 26, 2025, Due to His Reassignment by PetroVietnam Fertilizer and Chemicals Corporation, Which Holds 75% of the Company's Charter Capital.



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1.10. Approval of the Election of One Additional Board of Directors Member for the 2021-2026 Term.

1.11. Approval of the Regulations for the Additional Election of Board of Directors Members for the 2021-2026 Term.

1.12. Approval of the Results of the Additional Election of One Board of Directors Member:

- Mr. Cao Trung Kien has been elected as a Board of Directors Member for the 2021-2026 term.

Article 2: Effectiveness

This resolution takes effect immediately after being approved by the Annual General Meeting of Shareholders on March 26, 2025.

Article 3: Implementation Responsibilities

The Board of Directors, Executive Management, Supervisory Board, and Heads of Departments of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company are responsible for implementing this resolution.

**On behalf of the General Meeting of Shareholders
Chairman of the Board of Directors**



Luong Anh Tuan



No: 69/NQ-MB

Hanoi, 26th March, 2025

RESOLUTION

**Re: Election of the Chairman of the Board of Directors
of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company**

BOARD OF DIRECTORS

NORTHERN PETROVIETNAM FERTILIZER AND CHEMICALS JSC

Pursuant to the Charter of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company as approved at the First General Meeting of Shareholders on January 13, 2011, and amended and supplemented on June 28, 2022;

Pursuant to the official dispatch No. 24-2478/PBHC-HĐQT dated December 19, 2024 from the Board of Directors of PetroVietnam Fertilizer and Chemicals Corporation regarding personnel affairs at the Northern Company;

Pursuant to Resolution No. 39/NQ-DHĐCĐ dated March 26, 2025, of the Annual General Meeting of Shareholders of the Company;

Pursuant to the Meeting Minutes No. 02/BB-MB dated March 26, 2025 of the Board of Directors of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company;

RESOLVES:

Article 1: Approve the election of Mr. Cao Trung Kien as Chairman of the Board of Directors, effective from March 26, 2025.

Article 2: Mr. Cao Trung Kien is responsible for receiving the handover of duties as the full-time Chairman of the Board of Directors in accordance with the provisions of the laws, the Company's Charter, and relevant regulations and policies of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company.

Article 3: The salary and other benefits of Mr. Cao Trung Kien shall be paid in accordance with the salary, bonus, remuneration rules and other applicable policies of PetroVietnam Fertilizer and Chemicals Corporation and Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company.

Article 4: The Members of the Board of Directors, the Executive Board, Heads of Departments of Northern PetroVietnam Fertilizer and Chemicals Joint Stock Company, and Mr. Cao Trung Kien are responsible for implementing this Resolution.

Recipients:

- As per Article 4;
- Board of Directors and General Director of the Corporation (for reporting);
- Supervisory Board of the Company;
- Archive: Office, ĐNH.

ON BEHALF OF THE BOARD OF DIRECTORS
Member of the Board of Directors



Bui Tuan Anh

Hanoi, 26th March 2025

CURRICULUM VITAE


To:

- The State Securities Commission;
- The Ha Noi Stock Exchange.

1. Full name: Cao Trung Kiên
 2. Gender: Male
 3. DOB: 12/03/1976
 4. Place of Birth: Yen Mo, Ninh Binh
 5. ID no: ... dated: by: Ministry of Public Security
 6. Nationality: Viet Nam
 7. Ethnicity: Kinh
 8. Permanent address: Nguyen Son Street, Gia Thuy Ward, Long Bien District, Hanoi
 9. Phone number: 024.35378256
 10. Email: ctkien@pvfcco.com.vn
 11. Organisation's name subject to information disclosure rules: Northern PetroVietnam Fertilizer and Chemical Joint Stock Company.
 12. Current position in an organization subject to information disclosure: Chairman of the Board of Directors
 13. Positions in other companies: None
 14. Number of owning shares 5.420.000, accounting for 45,167% of charter capital, of which:
 - + Owning on behalf of (the State/strategic investor/other organisation): 5.400.000 shares, accounting for 45% of Charter Capital
 - + Owning by Individual: 20.000 shares, accounting for 0,167% of Charter Capital
 15. Other owning commitments (if any): None
 16. List of affiliated persons of declarant: Details in the attached file
 17. Related interest with public company, public fund (if any): None
 18. Interest in conflict with public company, public fund (if any): None
- I hereby certify that the information provided in this cv is true and correct and I will bear the full responsibility to the law.

DECLARANT

(Signature, full name)



Cao Trung Kiên

List of affiliated persons of declarant

No.	Securities symbol	Name	Securities trading accounts (if available)	Position at the company (if available)	Relationship with the company/ internal person	Type of documents (ID /Passport/ Business Registration Certificate)	No.	Date of issue	Place of issue	Address l Head office address	Number of shares owned at the end of the period	Percent age of shares owned at the end of the period	Time the person became an affiliated person/ internal person	Time the person ceased to be an affiliated person/ internal person	Reasons (when arising changes related to sections of 13 and 14)	Notes (i.e. not in possession of a NSH No. and other notes)
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
1	PMB	Cao Trung Kiên		Chairman of the Board of Directors		ID					5.420.000	45,17	26/03/2025		Elected by the General Meeting of Shareholders as a member of the Board of Directors for the 2021–2026 term and appointed by the Board of Directors as Chairman.	
2	PMB	Trần Thu Phương			Wife	ID					0	0	26/03/2025			
3	PMB	Trần Phúc Huy			Son	ID					0	0	26/03/2025			
4	PMB	Cao Quang Nam			Son	ID					0	0	26/03/2025			
5	PMB	Cao Phương Linh			Daughter	ID					0	0	26/03/2025			

No.	Securities symbol	Name	Securities trading accounts (if available)	Position at the company (if available)	Relationship with the company/ internal person	Type of documents (ID /Passport/ Business Registration Certificate)	No.	Date of issue	Place of issue	Address 1 Head office address	Number of shares owned at the end of the period	Percent age of shares owned at the end of the period	Time the person became an affiliated person/ internal person	Time the person ceased to be an affiliated person/ internal person	Reasons (when arising changes related to sections of 13 and 14)	Notes (i.e. not in possession of a NSH No. and other notes)
6	PMB	Cao Văn Cường			Father	ID					0	0	26/03/2025			
7	PMB	Bùi Thị Yên			Mother	ID					0	0	26/03/2025			
8	PMB	Trần Đồng			Father in law	ID					0	0	26/03/2025			
9	PMB	Nguyễn Thị Bích			Mother in law	ID					0	0	26/03/2025			
10	PMB	Cao Trùy Trang			Sister	ID					0	0	26/03/2025			
11	PMB	Nguyễn Kim Sinh			Brother in law	ID					1.000	0,0083	26/03/2025			
12	PMB	Trần Thị Bích Ngọc			Sister in law	ID					0	0	26/03/2025			
13	PMB	Trần Thị Quỳnh Hoa			Sister in law	ID					0	0	26/03/2025			