



GIA LAI COFFEE JOINT STOCK COMPANY

No. 97 Pham Van Dong/Yet Kieu, Thong Nhat Ward,
Pleiku City, Gia Lai Province

Tel: (0269) 3824760 Fax: (0269) 3822847

No.: 02/BB.ĐHĐCĐ

Gia Lai, April 17, 2025

MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS GIA LAI COFFEE JOINT STOCK COMPANY

Today, at 7:30 AM on May 17, 2025, at the Conference Hall of Bien Ho Tea Joint Stock Company, Hamlet 5, Nghia Hung Commune, Chu Pah District, Gia Lai Province,

Gia Lai Coffee Joint Stock Company organizes the 2025 Annual General Meeting of Shareholders.

I. Participants of the Meeting, as follows:

*** The members of Board of Directors (BOD):**

- | | |
|--------------------------|---------------------------|
| 1. Mr. Trinh Quang Hung | Chairman of the BOD; |
| 2. Mr. Trinh Dinh Truong | Vice Chairman of the BOD; |
| 3. Mr. Nguyen Cong Tien | Member of the BOD; |
| 4. Mr. Phung Ngoc Kim | Member of the BOD. |

*** Invited delegates:**

1. Representative of Vietvalues Audit and Consulting Co., Ltd. (VIETVALUES)
Mr. Huynh Minh Hung – Auditor
2. Delegates of the Company:
Mr. Nguyen Van Quan – Deputy General Director
Mr. Tran Dong Hung – Head of the Board of Supervisors
3. Departments and Branch Managers
4. Shareholders invited to attend the 2025 Annual General Meeting of Shareholders at Gia Lai Coffee Joint Stock Company.

II. Proceedings of the general meeting:

1. Procedures

1.1. Mr. Bui Trong Mai – Organizing Committee

- + Declared the opening of the meeting
- + Introduced the delegates and participants
- + Introduced the Shareholder Eligibility Verification Committee
- Mr. Ngo Quang Hung – Head of the Committee reported as follows:



Total number of attending shareholders: ~~72~~ ⁷² persons, holding and representing ~~10.684.288~~ ^{10.684.288} shares, accounting for ~~40%~~ ^{40%} of the total shares eligible to attend the General Meeting.

1.2. Introduction of the Presiding Committee, Secretary and Vote Counting Committee

+ The Presiding Committee consists of the following members:

- Mr. Trinh Quang Hung, Chairman of the BOD – Chairperson
- Mr. Trinh Dinh Truong, Vice Chairman of the BOD – Member
- Mr. Nguyen Cong Tien, Member of the BOD – General Director of the Company – Member

+ Secretaries

- | | |
|------------------------|--------------------------|
| - Mr. Hoang Anh Tu | Head of the Secretariat. |
| - Ms. Le Thi Mong Dung | Member. |

+ Vote Counting Committee

- | | |
|---------------------------|-----------------------|
| - Mr. Nguyen Van Ha | Head of the Committee |
| - Ms. Nguyen Thanh Nga | Member |
| - Ms. Nguyen Thi Thu Hang | Member |

The Presiding Committee, Secretary and Vote Counting Committee were approved by 100% of the shareholders present at the meeting.

2. Conduct of the General Meeting

2.1. The Organizing Committee presented the Regulations and Agenda of the General Meeting.

2.2. Mr. Trinh Quang Hung presented the Report on the operations of the Board of Directors in 2024 and operational orientation for 2025:

*** Activities of the BOD in 2024:**

In 2024, the BOD exercised rights and obligations assigned in compliance with legal regulations as well as the Company's Governance regulations and the Charter based on the principles of democratic centralism, publicity and transparency. This ensured the internal consensus, and provided timely orientation, policy and decisions to address difficulties and outstanding issues in production - business operations, thereby fulfill of set objectives and plans.

*** Orientations and Tasks for 2025:**

+ To enhance the efficiency in the BOD's decision for a sustainable, prudent and stable development, the company will elect an additional position of Vice Chairman of the BOD.

+ In the immediate future, focus all resources on implementing the coffee replanting plan in 2025 with planned 32 hectares approved by the BOD

+ Continue to direct, supervise and manage the coffee plantation currently operating at the Branches; direct and improve the competitiveness and production - business efficiency of the Company.

+ Innovate techniques and apply advanced science and technology to improve crop productivity while expanding the Company's production and business activities towards product diversification.

+ Assign the Board of Management to research, prepare investment projects for crop conversion and high-tech applications in alignment with the province's development orientation, working with Gia Lai authorities to convert and redirect investment. These projects should be submitted to the BOD for approval and report to the next General Meeting of Shareholders.

+ Continue to assign the Board of Management to proactively engage with potential partners to attract and mobilize financial resources, focusing promoting investment activities to develop new projects at the Company.

+ Restructure human resources, attracting highly qualified personnel with strong networking and investment mobilization capabilities ... to appoint for the positions of members of the BOD, Executive Board to be able to fulfill the requirements of innovation tasks.

2.3. Mr. Nguyen Van Quan – Deputy General Director presented the Report on Production and Business Performance in 2024 and the Production and Business Plan for 2025:

+ Production and Business Performance results in 2024:

- Revenue:	15.774.627.970 VND
- Accounting profit before tax:	(20.475.052.795) VND
- Profit after corporate income tax:	(20.475.052.795) VND

*** + Production and Business plan for 2025**

No.	Indicator	Unit	Plan for 2025
1	Total revenue	1.000 VND	23.353.391
2	Total expenses	1.000 VND	23.148.570
3	Profit before tax	1.000 VND	204.820

2.4. Ms. Bui Thi Bich Huong – Representative of the Board of Supervisors presented the Report on Board of Supervisors's activities in 2024 and Operational Orientation for 2025:

*** Activities in 2024**

The Board of Supervisors (BOS) has supervised the Company's management and operation activities, compliance with the provisions of law, the Law on Enterprises, the Charter and the Corporate Governance Regulations for the BOD, the Board of Management and other managers in the Company's management and operation system.

Participate in successful organization of the 2024 Annual General Meeting of Shareholders, supervise the implementation of the Resolutions of the 2024 General Meeting of Shareholders, the issuance of resolutions and decisions of the BOD and the Board of Management.

Attend meetings of the BOD, provide opinions on discussed matters in the meeting.

Review compliance with regulations on ensuring security in business, analyze plans and potential risks in the business environment. Control compliance with the Company's information disclosure regulations in accordance with the provisions of law.

*** Orientation for 2025**

- Supervise the compliance with laws, the Company's Charter and the implementation of resolutions from the General Meeting of Shareholders and the BOD

- Continue to perform inspection and supervision duties over the governance activities of the BOD, BOM and the Company's managers;
- Supervise the planning and execution of the Company's production - business and investment activities;

2.5. The General Meeting reviewed and approved the proposals requiring voting at the General Meeting of Shareholders:

- Mr. Trinh Quang Hung, on behalf of the BOD approved the following Proposals:

a) Proposal for the approval of the 2024 production - business performance results and audited financial statements for 2024

Unit: billion VND

No.	Indicator	Performed in 2024	Note
1	Charter Capital	146	
1	Revenue	15	
2	Profit Before Tax	(20)	
3	Profit After Tax	(20)	

b) Proposal for the approval of the 2025 production and business plan:

Unit: 1000 VND

No.	Indicator	Plan for 2025	Note
1	Revenue	23.353.391	
2	Expenses	23.148.570	
3	Profit	204.820	

c) Proposal regarding Report on remuneration for the Board of Directors and the Board of Supervisors in 2024 and Remuneration plan for 2025

* Remuneration of members of the BOD and the BOS in 2024: 519.350.000 VND, of which:

+ Board of Directors: 428.350.000 VND

+ Board of Supervisors: 91.000.000 VND

* Proposed Remuneration for the BOD and BOS for 2025: Remain unchanged from 2024

* Remuneration for the Board of Directors:

- Chairman of the BOD: 25.000.000 VND/month

- Vice Chairman of the BOD: 12.000.000 VND/month

- Member of the BOD 3.000.000 VND/month

* Remuneration for the Board of Supervisors:

- Head of the BOS: 3.000.000 VND/month

- Members of the BOS: 2.000.000 VND/month

d) Proposal for the approval of transactions with related-persons/parties

To approval that transactions between the Company and related organizations/ individuals as outlined below are in accordance with the provisions of the Law on Enterprises 2020 and Law on Securities 2019, as follows:

* Related organizations/individuals:

(1) Bien Ho Tea Joint Stock Company

(2) Legend Highland Investment Joint Stock Company

(3) Individuals who are internal persons, related persons of internal persons or related persons of the Company

* Transaction items:

- Transactions of the purchase and sale of goods
- Transactions of short-term and long-term loan, advances and short-term principal repayments to ensure capital for production and business operations in compliance with securities regulations.
- Other transactions related to production and business.

The BOD is responsible for explaining and reporting on the implementation of the above-mentioned transactions (if any) to the General Meeting of Shareholders in the next meeting.

e) Approval for the dismissal of members of the Board of Directors and approval of the reduction in the number of Board of Directors' members to three.

***Approval of the dismissal of members of the Board of Directors**

To ensure the dismissal of members of BOD to comply with legal regulations, the BOD respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the dismissal of the following members from the BOD:

1. Mr. Trinh Quang Vinh – Member of the BOD;
2. Mr. Phung Ngoc Kim – Member of the BOD.

This dismissal shall take effect from the date of approval by the General Meeting of Shareholders.

***Approval of the reduction in the number of BOD members to three (03)**

- According to *Article 26* of the Company's Charter, the number of members of the BOD is 05 (five). The structure of the BOD must ensure that at least one-third of the total members are non-executive members and at least 01 independent member.

Furthermore, according to *Clause 1, Article 154* of the Law on Enterprises No. 59/2020/QH14, the BOD shall consist of between three (03) and eleven (11) members.

At present, the Company is streamlining its management and executive apparatus to enhance the operational efficiency of the BOD, increase the proactiveness and responsibility of each member. Therefore, the BOD respectfully submits to the General Meeting of Shareholders for approval of the reduction of the number of BOD members to 03 (three) members.

f) Proposal for the Dismissal of a member of the Board of Supervisors and the Election of a member for the term 2023-2028.

After receiving the resignation letter of Ms. Bui Thi Lieu – Member of the BOS:

* Dismissal of the Member of the BOS: Ms. Bui Thi Lieu

* Criteria and conditions for candidates for the BOS' member:

Candidates for the BOS must meet the criteria and conditions prescribed by the Law on Enterprises, the Law on Securities, the Company's Charter and the Corporate Governance Regulations. Specifically:

- + Have full civil act capacity and not be subject to any prohibitions on establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;
- + Be trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or a major suitable to the business activities of the enterprise;
- + Not be a family member of a member of the BOD or the General Director or other managers;

+ Not be a manager of the Company; not necessarily be a shareholder or an employee of the Company;

+ Not work in the Company's accounting or financial department;

+ Not be a member or an employee of an independent auditing firm that audited the Company's financial statements in the past three (03) consecutive years.

* Application document for candidacy and nomination for the BOS for the term 2023-2028: As per the Regulations on nomination and candidacy approved by the General Meeting.

* The General Meeting of Shareholders elects members of the BOS for the term 2023-2028: As per the Regulations on election approved by the General Meeting.

* List of candidates nominated or running for election to the BOS for the term 2023-2028: Ms. Nguyen Thi Thu Van

The list of candidates shall be compiled from those who meet the above criteria and conditions and have submitted complete and valid applications documents to the Company the deadline according to the regulations on nomination and candidacy.

g) Proposal for amendments and supplements to the Company's Charter and Internal Governance Regulations

Based on the practical requirements of corporate governance, the BOD has reviewed the current Charter and Internal Governance Regulations of the Company and identified certain provisions of the Charter that need to be amended and supplemented to ensure compliance with legal regulations. The BOD respectfully submits to the General Meeting of Shareholders for review and approval the following amendments and supplements:

1. Amendments to certain provisions of the Company's Charter (*attached as Appendix 01*).

2. Amendments to certain provisions of the Internal Governance Regulations of the Company (*attached as Appendix 02*).

The BOD is assigned to implement the adjustments and amendments to the provisions and content of the Charter and Regulations in accordance with Appendices 01 and 02, as approved by the 2025 Annual General Meeting of Shareholders.

h) Proposal for the approval of the selection of the Auditing Firm for the 2025 Financial Statements.

To ensure that the audit of the 2025 financial statements of Gia Lai Coffee Joint Stock Company complies with legal regulations and the Company's Charter, the BOD respectfully submits to the General Meeting of Shareholders the selection of the auditing firm to conduct the audit and review of the Company's 2025 financial statements, as follows:

*** Criteria for Selecting an Auditing Firm:**

The BOD would like to propose to the General Meeting of Shareholders the following criteria for selecting an auditing firm:

- The firm shall be legally operating in Vietnam
- The firm must have experience in auditing public companies.
- No conflicts of interest in auditing the Company's financial statements.
- Reasonable fees commensurate with audit quality, scope and progress.

*** Proposal for the approval of the selection of auditing firm by the General Meeting of Shareholders:**

With the above criteria, the BOD respectfully proposes the selection of **Vietvalues Audit and Consulting Co., Ltd. (VIETVALUES)** located at 63/5 Tran Quoc Toan, Phuoc Ninh Ward, Hai Chau District, Da Nang City, as the auditing firm for the Company's 2025 financial statements.

2.6. The General Meeting of Shareholders voted on the discussed matters as follows:

The total number of voting ballots issued: ballots. The total number of voting ballots collected: ballots. The voting results are as follows:

No	Description	Shares					
		Approve	%	Disapprove	%	No opinion	%
1	Report of the BOD for 2024 and the operational orientation for 2025.	10.862.288	99,98%	0	0%	0	0%
2	Report of on the production & business performance result in 2024 and the production & business plan for 2025.	10.860.588	99,97%	1.700	0,02%	0	0%
3	Report on the BOS' activities for 2024 and the operation plan for 2025.	10.862.588	99,98%	0	0%	0	0%
4	Proposal for the approval of the audited financial statements for 2024.	10.862.288	99,98%	2000	0,02%	0	0%
5	Proposal for the production & business plan for 2025.	10.862.288	99,98%	0	0%	0	0%
6	Proposal on remuneration for 2024 and approval of the remuneration plan for 2025 of the BOD and BOS.	10.862.288	99,98%	0	0%	0	0%
7	Proposal for the approval of Transaction Contracts with related persons/parties.	10.862.288	99,98%	2000	0,02%	0	0%
8	Proposal for the dismissal of members of the BOD and approval of the reduction in the number of BOD members to three (03).	10.862.288	99,98%	0	0%	0	0%
9	Proposal for the Dismissal of a member of BOS and the Election of a member for the term 2023 - 2028	10.864.288	100%	0	0%	0%	0%
10	Proposal for amendments to certain provisions of the company's Charter and internal corporate governance regulations.	10.864.288	100%	0	0%	0%	0%
11	Proposal for the approval of the selection of auditing firm for the Company in 2025.	10.862.288	99,98%	0	0%	0	0%

Thus, based on of the vote counting on the above matters, the reports and proposals at the 2025 Annual General Meeting of Shareholders were approved by the shareholders.

2.7. Conducting the Election of the member of the Board of Supervisors for the term 2023 - 2028

- The Vote counting Committee shall approve the Regulations on Nomination and Candidacy for the BOS member and the Regulations on election.

- Each shareholder shall be distributed **01 ballot (blue-colored)** which is the voting ballot for members of the BOS' approval of **Regulations on Nomination and Candidacy for BOS member** at the General Meeting of Shareholders.

- After the vote counting is completed, the Vote Counting Committee shall invite shareholders back into the conference hall to resume the General Meeting and to listen to the election results

** Vote counting results for the BOS:*

No.	Full name	Total number of votes entitled to voting rights	Percentage of election
1	Nguyen Thi Thu Van	10.856.388	99,93%
	Total		

** Based on the vote counting results:*

The General Meeting of Shareholders has elected a **member of the BOS**,
Ms.: Nguyen Thi Thu Van

III. Approval of Resolutions and Minutes of the General Meeting

- Mr. Hoang Anh Tu read the draft Minutes and Resolutions of the General Meeting.

- Shareholders' comments:

- The Minutes and Resolutions of the General Meeting were approved with 100% agreement by direct voting.

The General Meeting concluded at **11:00 AM on the same day**.

SECRETARY



Hoang Anh Tu

ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDER
CHAIRPERSON



CHỦ TỊCH HĐQT
Trịnh Quang Hùng



GIA LAI COFFEE JOINT STOCK COMPANY

No. 97 Pham Van Dong/Yet Kieu, Thong Nhat Ward,
Pleiku City, Gia Lai Province

Tel: (0269) 3824760

Fax: (0269) 3822847

No.: 02/NQ.ĐHĐCĐ

Gia Lai , April 17, 2025

RESOLUTION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

GENERAL MEETING OF SHAREHOLDERS GIA LAI COFFEE JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on June 17, 2020;
- Pursuant to The Charter of Gia Lai Coffee Joint Stock Company, approved by the General Meeting of Shareholders on April 28, 2023;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders No. /BB-ĐHĐCĐ dated April 17, 2025 of Gia Lai Coffee Joint Stock Company.

HEREBY RESOLVES TO:

Article 1. Approve the Report of the Board of Directors for 2024 and the operational orientation for 2025 (*attached with report*).

Article 2. Approve the Report of the Board of Management on the production - business performance result in 2024 and the production - business plan for 2025

* Production and Business Performance results in 2024

- Revenue: 15.774.627.970 VND
- Accounting profit before tax: (20.475.052.795) VND
- Profit after corporate income tax: (20.475.052.795) VND

* Production and Business plan for 2025:

No.	Indicator	Unit	Plan for 2025
1	Total revenue	1.000 VND	23.353.391
2	Total expenses	1.000 VND	23.148.570
3	Profit before tax	1.000 VND	204.820

Article 3. Approve the Report on the Board of Supervisors' activities for 2024 and the operation plan for 2025. (*Attached with report*)

Article 4. Approve the Proposal for the 2024 production - business performance results and audited financial statements for 2024

Article 5. Approve the Proposal for the 2025 production - business plan:



No.	Indicator	Unit	Plan for 2025
1	Revenue	1.000 VND	23.353.391
2	Expenses	1.000 VND	23.148.570
3	Profit before tax	1.000 VND	204.820
4	Profit after tax/Charter Capital ratio (%)	%	0.001
5	Payment to the state budget	1.000 VND	2.776.516

Article 6. Approve the Proposal regarding Report on remuneration for the Board of Directors and the Board of Supervisors in 2024 and Remuneration plan for 2025

* Remuneration of members of the BOD and the BOS in 2024: 519.350.000 VND, of which:

+ Board of Directors: 428.350.000 VND

+ Board of Supervisors: 91.000.000 VND

* Proposed Remuneration for the BOD and BOS for 2025: Remain unchanged from 2024

* Remuneration for the Board of Directors:

- Chairman of the BOD: 25.000.000 VND/month

- Vice Chairman of the BOD: 12.000.000 VND/month

- Member of the BOD 3.000.000 VND/month

* Remuneration for the Board of Supervisors:

- Head of the BOS: 3.000.000 VND/month

- Members of the BOS: 2.000.000 VND/month

Article 7. Approve the transactions with related-persons/parties

1. Related organizations/individuals:

a) Bien Ho Tea Joint Stock Company

b) Legend Highland Investment Joint Stock Company

c) Individuals who are internal persons, related persons of internal persons or related persons of the Company

2. Transaction items:

a) Transactions of the purchase and sale of goods

b) Transactions of short-term and long-term loan, advances and short-term principal repayments to ensure capital for production and business operations in compliance with securities regulations.

c) Other transactions related to production and business.

The Board of Directors is responsible for explaining and reporting on the implementation of the above-mentioned transactions (if any) to the General Meeting of Shareholders in the next meeting.

The Board of Directors and the Board of Management are authorized to sign and execute these transactions in compliance with legal regulation

Article 8. Approve the dismissal of members of the Board of Directors and approve the reduction in the number of Board of Directors' members to three (03).

1. Dismiss of Mr. Phung Ngoc Kim and Mr. Trinh Quang Vinh as members of the Board of Directors.

2. The number of members of the Board of Directors of Gia Lai Coffee Joint Stock Company: 03 members.

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Article 9. Proposal for the Dismissal of a member of the Board of Supervisors and the Election of a member for the term 2023-2028.

1. Dismissal of the Member of the BOS: Ms. Bui Thi Lieu
2. Election Results for the BOS member in the term 2023 - 2028: Ms. Nguyen Thi Thu Van.

Article 10. Approve the amendments and supplements to the Company's Charter and Internal Governance Regulations

1. Amendments to certain provisions of the Company's Charter (*attached as Appendix 01*).
2. Amendments to certain provisions of the Internal Governance Regulations of the Company (*attached as Appendix 02*).

The Board of Directors is assigned to implement the adjustments and amendments to the provisions and content of the Charter and Regulations in accordance with Appendices 01 and 02, as approved by the 2025 Annual General Meeting of Shareholders.

Article 11. Approve the selection of the Auditing Firm for the 2025 Financial Statements

*** Criteria for Selecting an Auditing Firm:**

The Board of Directors would like to propose to the General Meeting of Shareholders the following criteria for selecting an auditing firm:

- The firm shall be legally operating in Vietnam
- The firm must have experience in auditing public companies.
- No conflicts of interest in auditing the Company's financial statements.
- Reasonable fees commensurate with audit quality, scope and progress.

*** Proposal for the approval of the selection of auditing firm by the General Meeting of Shareholders:**

With the above criteria, the Board of Directors respectfully proposes the selection of **Vietvalues Audit and Consulting Co., Ltd. (VIETVALUES)** located at 63/5 Tran Quoc Toan, Phuoc Ninh Ward, Hai Chau District, Da Nang City, as the auditing firm for the Company's 2024 financial statements.

Article 12. Implementation:

1. The Board of Directors, based on the functions, duties and authority, shall develop a plan to proactively execute this Resolution.
2. The Board of Supervisors is responsible for supervising and inspecting the implementation of this Resolution of relevant organizations and individuals.

This Resolution was approved by the 2025 Annual General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company on April 17, 2025 and approved with 100% of the voting shares by General Meeting of Shareholders. This Resolution takes effect from the date of signing and issuance./.

Recipients:

- GMS;
- BOD;
- BOS;
- BOM.
- Saved at BOD records

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN



TRINH QUANG HUNG



GIA LAI COFFEE JOINT STOCK COMPANY



DOCUMENT
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Gia Lai, April 2025



Gia Lai, April 17, 2025

**REGULATION ON THE OPERATION
OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

I. SCOPE AND APPLICABILITY

1. These regulations shall apply to the organization and operation of the 2025 Annual General Shareholders Meeting (hereinafter referred to as “AGM”) of GIA LAI COFFEE JOINT STOCK COMPANY.
2. These regulations specify the rights and obligations of shareholders, authorized representatives of shareholders and other participants of the AGM; the conditions and procedures for the AGM and the voting for approval of matters under the authority of the AGM.
3. Shareholders, authorized representatives of shareholders and other participants of the AGM are responsible for complying with these regulations.

II. OBJECTIVES

1. To ensure the principles of publicity and transparency.
2. To facilitate the successful conduct of the AGM and in compliance with legal regulations.

III. CONDITIONS FOR ATTENDING THE GENERAL MEETING

1. Shareholders whose names are on the list of shareholders as of the record date for attending the AGM.
2. Shareholders may authorize in writing other individuals or organizations to attend the AGM in accordance with these regulations, the Charter of GIA LAI COFFEE JOINT STOCK COMPANY and the applicable laws.
3. Authorized representatives is not entitled to re-authorize to a third party.

IV. OBLIGATIONS OF THE PARTICIPANTS

All shareholders/their authorized representatives attending the General Meeting shall:

1. Dress appropriately and formally;
2. Arrive on time;
3. Bring their Identity card/Passport and the Invitation letter.
4. Sit in the designated position or area assigned by the Organizing Committee;
5. Do not smoke in the meeting room;
6. Avoid private conversations and phone calls; mobile phones must be set to silent/vibrating mode;
7. Shareholders/their authorized representatives are responsible for attending the AGM from start to finish. In case of any force majeure reason, a participant leaves the meeting without notifying the Organizing Committee, that shareholder is considered to have agreed to all matters to be voted on at the AGM.



8. Shareholders/their authorized representatives who arrive late must register immediately upon arrival and have the right to vote, but the Chairperson is not obligated to pause the AGM. The validity of the votes that have been conducted will not be affected.
9. Cover their own expenses for attending the AGM (such as transportation, meals and accommodations).

V. VOTING FOR APPROVAL OF THE GENERAL MEETINGS MATTERS

1. Principles:

All matters in the AGM agenda (except those to be approved by secret ballots) shall be approved by open voting of all shareholders and using voting ballots based on the number of shares owned and represented.

2. Voting procedures:

- Voting by public voting: Shareholders vote on a matter by raising their ballots (Approve, Disapprove, No opinion);
- Approval by secret ballot: Some matters will be approved by secret voting ballot. The Vote Counting Committee is responsible for distributing, collecting, counting the votes and reporting to the Secretary to announce the vote counting results before the AGM.

VI. SPEAKING AT THE GENERAL MEETING:

1. Principles:

Shareholders who wish to speak must register their speech by raising their ballots and obtain approval from the Chairperson.

2. Speaking procedures:

Shareholders must be concise and focus on the agenda of the AGM. The Chairperson will arrange speaking turns for the shareholders based on the registration order and will address shareholders' questions accordingly.

VII. RESPONSIBILITIES OF THE CHAIRPERSON

1. Conduct the General Meeting in accordance with the agenda, rules and regulations approved by the AGM.
2. Operate based on democratic principles and make decisions by majority vote.
3. Guide the AGM discussions, collecting votes on agenda items and address any arising issues during the AGM.

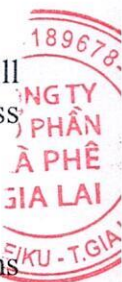
VIII. RESPONSIBILITIES OF COMMITTEES IN THE GENERAL MEETING

1. Shareholder Eligibility Verification Committee:

- Verify the identity of shareholders/authorized representatives using their ID cards, passports or power of attorney, ...
- Guide shareholders to their designated seats and remind them to ensure order in the AGM.
- Prepare minutes and report on the number of shareholders attending before the meeting
- Monitor shareholders who arrive late or leave the AGM during the meeting time, report to the Chairperson and guide shareholders to register properly in accordance with regulations.

2. Vote Counting Committee:

- Distribute ballots and guide shareholders on voting procedures;



- Supervise ballot collection and prepare minutes of vote counting, announce in front of the AGM and promptly inform the Secretaries about the voting results.
- The Vote Counting Committee shall ensure integrity and accuracy.

3. Secretary:

- Accurately and fully record the meeting proceedings and all matter that have been approved or noted by shareholders at the AGM;
- Draft the minutes of meeting and resolutions on matters approved at the AGM.

Recipients:

- *All shareholders;*
- *BOD, BOS;*
- *Published on the website;*
- *Saved in BOD and Clerk office records.*

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG





REPORT OF THE BOARD OF DIRECTORS

**PRODUCTION - BUSINESS AND INVESTMENT PERFORMANCE IN 2024
ORIENTATION - DEVELOPMENT PLAN FOR PRODUCTION AND BUSINESS FOR 2025**

Distinguished Shareholders, and Delegates,

Today, Gia Lai Coffee Joint Stock Company convenes the 2025 Annual General Meeting of Shareholders. First and foremost, on behalf of the Board of Directors, I would like to extend a warm welcome to all distinguished delegates and shareholders who have taken the time to attend this general meeting. I sincerely wish you good health and send my most respectful greetings.

In accordance with the functions and responsibilities of the Board of Directors as stipulated in the Charter of Gia Lai Coffee Joint Stock Company, we would like to report an overview of the BOD's activities in 2024, as well as the direction and objectives for 2025, as follows:

**I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND
OPERATIONAL ORIENTATION FOR 2025**

1. Report on the activities of the Board of Directors

- The Board of Directors (BOD) consists of five members::

- | | |
|--------------------------|--------------------------|
| 1. Mr. Trinh Quang Hung | Chairman of the BOD |
| 2. Mr. Trinh Dinh Truong | Vice Chairman of the BOD |
| 3. Mr. Nguyen Cong Tien | Member |
| 4. Mr. Phung Ngoc Kim | Member |
| 5. Mr. Trinh Quang Vinh | Member |

In 2024, the BOD carried out our assigned rights and obligations in accordance with the Law on Enterprises, relevant legal documents, corporate governance regulations, and the Company's Charter based on the principles of democratic centralism, publicity and transparency to ensure the internal consensus, timely decision-making to provide clear directions in addressing and resolving difficulties in the Company's production and business performance.

The disclosure of information in accordance with regulations was also accelerated, reminded and inspected regularly by the BOD to ensure timeliness, accuracy, sufficiency, publicity and transparency.

Throughout our operations, all BOD members demonstrated responsibility, promoted our spirit and fulfilled our assigned duties.

- The Board of Management provided all necessary information, documents, and resources to support the BOD members in performing our duties.

- BOD members exercised our full rights and responsibilities as stipulated in the Charter and as assigned by the General Meeting of Shareholders, specifically:

- + Attending all BOD meetings, discussing, and voting on proposed matters;
- + Taking individual responsibility before the law, the General Meeting of Shareholders and the BOD for our actions while ensuring publicity and transparency regarding related interests in accordance with regulations;
- + All members of BOD maintain solidarity, uphold responsibility and fulfill our rights and obligations as BOD members in accordance with the Charter.

2. BOD Meetings in 2024:

In 2024, the BOD held several meetings, resulting in the issuance of 12 Resolutions. Overall, these meetings of the BOD were well-organized and compliant with legal regulations. Minutes of Meeting were prepared in accordance with legal procedures, fully signed by BOD and BOS members attending the meetings. The document and material were distributed to BOD and Supervisory Board members for reference and review in advance as required by the Charter. Accordingly, the items approved by the BOD received high consensus and alignment, serving as a foundation as well as facilitating the issuance of the BOD's Resolutions, which are appropriate to the actual situation and specific to the production and business activities of the Company. These contributed significantly to the decision on policies, guidelines and development strategies of the Company and promptly resolving problems arising during the implementation.

In addition to meetings, the Chairman of the BOD also facilitated discussions between the BOD and the Board of Management, conducted hundreds of online exchanges and consultations among BOD members and Executive Boards to reach agreements on measures for implementing the policies of the General Meeting of Shareholders and the BOD

The important decisions approved are as follows:

No.	Resolution/ Decision No.	Date	Content
1	01/NQ-FGL-HĐQT	04/01/2024	Resolution on implementing the replanting of coffee trees at Ia Ba and Ia Grang branches of Gia Lai Coffee Joint Stock Company.
2	02/NQ-FGL-HĐQT	04/01/2024	Resolution on the appointment of the Deputy General Director of Gia Lai Coffee Joint Stock Company.
3	03/NQ-FGL-HĐQT	04/01/2024	Resolution on the assignment of responsibilities to Board of Directors' members for the 2023-2028 term.
4	04/NQ-FGL-HĐQT	23/02/2024	Resolution on convening the 2024 Annual General Meeting of Shareholders.

5	05/NQ-FGL-HĐQT	27/02/2024	Resolution on convening the 2024 Annual General Meeting of Shareholders
6	06/NQ-FGL-HĐQT	31/03/2024	Resolution on extending the organizing time for the 2024 Annual General Meeting of Shareholders.
7	07/NQ-FGL-HĐQT	26/04/2024	Resolution on convening the 2024 Annual General Meeting of Shareholders
8	08/NQ-FGL-HĐQT	26/06/2024	Resolution on convening the 2024 Annual General Meeting of Shareholders
9	09/NQ-FGL-HĐQT	26/06/2024	Resolution on the dismissal and election of the Chairman of the Board of Directors of Gia Lai Coffee Joint Stock Company for the 2023-2028 term.
10	10/NQ-FGL-HĐQT	26/06/2024	Resolution on the election of the Vice Chairman of the Board of Directors of Gia Lai Coffee Joint Stock Company for the 2023-2028 term.
11	11/NQ-FGL-HĐQT	26/06/2024	Resolution on the dismissal and appointment of the General Director, Deputy General Director and Chief Accountant of Gia Lai Coffee Joint Stock Company for the 2023-2028 term.
12	12/NQ-FGL-HĐQT	18/09/2024	Resolution on the assessment of the production - business performance for the first eight months of 2024 and implementation of production - business policies and tasks for the last four months of 2024.

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3. Supervision activities of the Board of Directors

3.1. For the Board of Management and other managers.

- In 2024, the BOD has regularly supervised the management and operations of the Board of Management in implementing production - business and investment plans. Through checking and controlling the implementation of daily tasks and through quarterly meetings and organizing extraordinary meetings in cases it is required to address unexpected and urgent work, thereby the BOD promptly and effectively resolved arising work. Furthermore, the BOD has supported and collaborated with the Board of Management to provide solutions to overcome rising difficulties, ensuring the achievement of annual strategic investment and business objectives.

- The BOD assigned specific responsibilities to each member and operated under the direction of the Chairman. Based on the strategic objectives approved by the General Meeting of Shareholders, the BOD determined specific objectives and operational directions,

periodically organized meetings to evaluate the implementation of the production and business plan at the company. The supervision of the General Director and the Board of Management is conducted continuously and strictly, ensuring the company's stable, secure operations in compliance with legal regulations and the Company's Charter, closely following the objectives and plans set by the BOD and the General Meeting of Shareholders but not affecting the initiative and creativity of the General Director and the Board of Management in general.

- Focused on reviewing the operational process being implemented throughout the company, thereby updating, amending and developing new procedures to standardize and enhance coordination among departments. For other managers, the BOD based on the assigned functions and duties and compared with the completed results as a measure for assessment, rewards, disciplinary actions, appointments and transfers to appropriate positions and implemented fair remuneration regimes. The BOD performed the annual periodic audit properly and fully.

In general, the BOD and other managers have fulfilled the assigned duties and responsibilities. During supervision and inspection, the BOD has not detected any violations of the Company's Charter, violations of the law as well as general rules and regulations.

3.2. Transactions between the Company and related parties:

The approval order and procedures for transactions between the Company and related parties are carried out in accordance with the Law on Enterprises, the Law on Securities and the company's internal governance regulations, which include transactions between the Company and related parties as detailed in the Report on Corporate Governance for 2024, available on the Company's website at: [wwwhttp://gialaicoffee.com.vn/quanhecodong/baocaotinhhinhhquantri](http://gialaicoffee.com.vn/quanhecodong/baocaotinhhinhhquantri).

II. ORIENTATION OF ACTIVITIES AND PRODUCTION - BUSINESS PLAN OF THE BOARD OF DIRECTORS IN 2025:

1. Operational orientation:

After carefully researching on investment and production - business situations in the agricultural sector, in line with the socio-economic development factors and investment opportunities in the Central Highlands in particular and in the whole country in general, the BOD and the Board of Management propose a strategic direction that aligns with economic trends, which is: Planning and restructuring certain production teams and plantations within the company with cautious steps, transition and expanding into new business sectors to adapt to market trend for a development in line with the current new situation. Accordingly, key directions for production - business and investment in 2025 include:

- Continue to direct, supervise and manage coffee plantations operating at Company branches, oversee, enhance competitiveness and business efficiency of the Company.

- Innovate techniques and apply advanced science and technology to improve crop productivity, while expanding the Company's production and business activities towards product diversification.

- Direct the organization of the Annual General Meeting in compliance with the Law on Enterprises and the Company's Charter. At the same time, propose solutions to implement the targets of the production and business plan approved by the General Meeting of Shareholders.

- Direct the good implementation of the resolutions of the General Meeting of Shareholders and the Resolutions and Decisions of the BOD through meetings. Ensure the Company's operations to comply with the provisions of relevant laws.

- Direct the implementation of Information Disclosure in accordance with the Law on Securities

- Continue to improve the lives and incomes of employees and foster the creativity, dedication and commitment to the company.

- Assign the Board of Management to proactively engage with partners to attract and mobilize financial resources, focusing on promoting investment activities to develop new projects at the Company.

- Restructure human resources, attracting highly qualified personnel with strong networking and investment mobilization capabilities ... to appoint for the positions of members of the BOD, Executive Board to be able to fulfill the requirements of innovation tasks.

2. Production and business plan for 2025:

No.	Indicator	Unit	2025 Plan
1	Total Revenue	1.000 VND	23.353.391
2	Profit Before Tax	1.000 VND	204.820
3	Profit After Tax	1.000 VND	204.820

The above report presents the 2024 activities of the BOD of Gia Lai Coffee Joint Stock Company, as well as the operational orientation and production – business plan for 2025.

On behalf of the BOD and the Board of Management, I sincerely appreciate the trust and confidence of our esteemed shareholders in the company. I also extend my gratitude to our valued customers, partners, and especially to all officers and employees whose dedication, creativity and hard work have contributed to the company's success. I call upon all officers and employees to join hands and work together with unity and determination with the BOD and the Board of Management for the success of the enterprise and for the benefit of shareholders, striving to successfully achieve the objectives and targets set by the Shareholders' Meeting of Shareholders.

I wish the 2025 Annual General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company a great success.

With sincere gratitude, thank you!

Recipients:

- All shareholders;
- BOD, BoS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



No.:02/BC-DHĐCĐ

Gia Lai, April 17, 2025

**REPORT OF THE BOARD OF MANAGEMENT
ON ASSESSMENT OF PRODUCTION – BUSINESS AND INVESTMENT
PERFORMANCE IN 2024 AND ORIENTATION FOR PRODUCTION – BUSINESS
DEVELOPMENT PLAN IN 2025**

Distinguished Shareholders, and Delegates,

In accordance with the functions and responsibilities of the Board of Management (hereinafter referred to as “BOM”) as stipulated in the Company’s Charter, the resolutions approved by the General Meeting of Shareholders and assigned by the Board of Directors (BOD) of Gia Lai Coffee Joint Stock Company in 2024, today, Gia Lai Coffee Joint Stock Company convenes the 2025 Annual General Meeting of Shareholders. First and foremost, on behalf of the BOM, I would like to extend my warmest welcome to all esteemed delegates and shareholders attending the meeting. I sincerely wish you good health and express my highest regards.

At this meeting, the BOM would like to report on our performance results in 2024 and the operational orientation for production-business in 2025 to the 2025 General Meeting of Shareholders as follows:

I. Production and Business status in 2024.

1. Characteristics

The socio-economic situation of Vietnam in 2024 is assessed to still have numerous difficulties and challenges for the agricultural production industry in general and the coffee production industry in particular. In which, climate change and extreme weather patterns have had a significant impact on the global coffee supply, leading to decreased productivity and quality. The shortage of supply has persisted while demand remains high. Moreover, coffee plantation areas have been shrinking in key growing regions and Vietnam’s coffee production is considered to decline. 2024 has been a significantly challenging for the coffee industry as unfavorable weather conditions have negatively affected crop yields and production efficiency, leading to serious impacts on the Company's production and business performance and on social life, income of employees and the interests of shareholders.

2. Advantages, difficulties and challenges.

*** Advantages:**

- The Board of Directors sets out an effective development strategy, which was approved with high consensus by the General Meeting of Shareholders, which is the basis for the orientation of the Company's production, business and investment activities;

- The successes achieved in previous years in arranging and reorganizing functional departments, restructuring production resources, land, production and business results, management capacity, quality of human resources, transparency in the financial system, the company's listed brand on the stock exchange... have been affirmed in the market, in the social community and gained more and more attention and support.

Coffee prices in 2024 are dramatically higher than in 2023, reaching a record high in the past 27 years. This brought profit to the company to facilitate the coffee replanting work in 2024 and the years ahead.

- The officers and staff of the Company Office and subsidiary branches, have accompanied the BOM for many years, always trusting and working side by side with the BOD and the BOM, actively promoting dynamism and creativity in implementing the Company's development policies and plans.

*** Difficulties and challenges**

- Regarding the goal of restructuring land resources, developing investment activities in high-tech agriculture sector..., although surveys have been conducted and large-scale investment projects have been established, the legal documents have not yet been completed for implementation. The main reason is regulatory barriers related to the specific management policy mechanism for the agricultural sector of the State have not been removed, especially for post-equitization enterprises.

- The Company access loans from credit institutions for business and production investment due to insufficient legal documents.

- The incitement of opposition by certain elements at the Chu Se branch, such as land encroachment, mobilizing workers not to fulfill their obligations and illegally constructing on agricultural land managed by the Company. At the Ia Grang branch, many contract farming households are ethnic minorities with poor agricultural technical skills and economic conditions, living in remote areas, making it difficult to implement the Company's production plans.

- The retrospective collection of tax obligations imposed on the enterprise before its equitization.

- The lack of decisive intervention by the authorities to resolve the above-mentioned issues has greatly affected the Company's development in recent years.

- Fierce competition among enterprises operating in the same investment and production business sectors.

The favorable and difficult factors have significantly affected the Company's production and business operations. However, under the close and determined direction of the BOD, the BOM has focused on exploiting advantages, determined to innovate, made in-depth investments, take advantage of the macro economy, turn challenges into development opportunities and have achieved remarkable results. Accordingly, the BOM and all employees of the company have united, made efforts and strived to fulfill the key tasks according to the Resolution of the 2024 Annual General Meeting of Shareholders. The basic indicators and achievements over the past year are as follows:

3. Production and business performance

3.1 Production and business situation

NO.	INDICATOR	PERFORMED IN 2023	PERFORMED IN 2024	COMPLETION RATE (%)
1	Revenue	11.331.056.127	15.774.627.970	
2	Accounting profit before tax	(12.441.876.599)	(20.475.052.795)	
3	Profit after corporate income tax	(12.441.876.599)	(20.475.052.795)	

In the initial period after equitization, Gia Lai Coffee Joint Stock Company encountered and resolved numerous difficulties and limitations due to objective factors arising after the equitization process, specifically as follows:

+ Although coffee prices increased compared to the 2022-2023 production period, the benefit were mainly concentrated in intermediary stages. The income of workers who directly grow coffee at the Company is unstable, fluctuating with market prices. The income of most employees at the Company in the past year has also been low, the profits are not enough to cover costs and funding sources for reinvestment are very difficult.

+ Most of the coffee areas taken over from the equitized enterprise have passed their business cycle (aging trees). The annual output is very low. Accordingly, in order to reinvest in developing the plantation to stabilize production and business activities in general in the 2025 and subsequent years, in 2024, following the BOD' direction and policy of replanting the plantation, the Company has demolished some aging coffee areas that failed to meet the required contracted output for technical treatment and land restoration, leading to a decrease in revenue and increased costs.

3.2. Regarding Coffee production and business:

No.	Location	Contracted output (kg)	Submitted output 2024 (kg)			Remaining output (kg)	Note
			Fresh fruit	In cash	Total		
1	Ia Yok	429.660	419.310	7.620	426.930	2.730	
2	Ia Ba	246.706	244.610	1.249	245.859	847	
3	Ia Grang	272.495	29.795	22.396	52.191	220.304	
4	Chu Se	103.795		50.676	50.676	53.119	
	Total	1.052.656	693.715	81.941	775.656	277.000	

Causes:

+ The coffee plantation area currently in the new planting and basic development stage covers 219,55 hectares, and thus has not yet yielded any harvest

+ The land and coffee plantation area occupied by local residents in Chu Se District is 252,96 hectares. The residents oppose and refuse to hand over the contracted products to the Company.

+ At the Ia Grang Branch, most of the workforce are ethnic minority people whose production capacity remains limited. Besides, difficulties such as irrigation water shortages, deteriorating aging plantations and degraded soil have led to low productivity and an absence of harvestable output.

+ Prolonged dry and hot weather and climate change have resulted in insufficient irrigation water, affecting the productivity and quality of crops.

+ The sharp increase in fertilizer and agricultural input prices has significantly affected the investment and maintenance of plantations due to high demand of capital investment, leading to many households faced financial difficulty in production.

4. Financial Status

4.1. Asset status

Indicator	Year 2023	Year 2024	Growth Rate (%)
1. Short-term Assets	35.404.896.008	14.946.735.832	
Cash and Cash Equivalents	676.605.283	4.304.624.152	
Short-term Receivables	32.702.812.324	5.295.329.276	
Inventories	178.001.955	3.523.951.803	
Other Short-term Assets	1.847.476.446	1.822.830.601	
2. Long-term Assets	114.804.356.438	100.852.272.899	
Fixed assets	111.075.516.744	95.057.515.570	
Long-term assets in progress	2.143.157.576	4.517.389.506	
Other Long-term Assets	1.585.682.118	1.277.367.823	
Total Assets	150.209.252.446	115.799.008.731	

- Short-term assets decreased in 2024 due to debt recovery.

- Long-term assets decreased compared to 2023 due to depreciation in 2024 as per regulations and the accounting write-off of aged and unproductive coffee plantation assets.

4.2. Liabilities Status

Indicator	Year 2023	Year 2024	Note
Short-term Liabilities	47.586.924.739	71.314.307.818	
Long-term Liabilities	42.839.801.633	22.750.074.357	
Total Liabilities	94.590.673.538	94.064.382.175	

In 2024, the BOM tried to utilize all financial resources to repay part of personal loan debts, leading to a decrease in short-term liabilities. Currently, the Company's liabilities remain under control with no overdue debts.

II. Directions and Objectives for 2025

1. Objectives and orientations for 2025:

The BOM remains steadfast in the objective of strongly restructuring existing resources, with a particular focus on implementing a coffee replanting plan with a total planned area of 28.04 hectares, according to policy No. (02/TTr - Ban GDDH) submitted to the BOD of Gia Lai Coffee Joint Stock Company and approved by the BOD on January 16, 2025. In the upcoming period, the Branches will be assigned to continue to propagate and mobilize local residents in the area where the Company is located about the Company's production - business development policy and replanting plan so that the local people understand and participate in contract-based plantation care. The Company will continue to improve and strengthen governance, restructure each business section and each customer for a sustainable development. Priority will be given to systematic and in-depth investment to complete the 2025 plan as well as lay the foundation for the Company's planning for the following years.

In 2025, the Executive Board plans to hand over the irrigation land area and specialized water surface land of 21,682.1 m² to local management. Specifically:

- Ia Pat Dam Lake at Chu Se Branch with an area of 11,782.9 m² according to Land Use Right Certificate No. DA 517897.

- Team 8 Lake at Ia Ba Branch with an area of 9,899.2 m² according to Land Use Right Certificate No. DA 517830.

Reason: Currently, the use of irrigation water from the area of irrigation land and specialized water surface land for production (irrigation) for the garden area at Chu Se and IaBa branches is almost unused, but every year the Company has to spend a lot of money on repair, maintenance, and land tax. In addition, the operation and use also require specialized management skills to ensure compliance with current state regulations. For the above reasons, in terms of demand and economic efficiency, it is not high.

2. Key financial indicators in 2025

No.	Indicator	Unit	Plan for 2025
1	Total Revenue	1.000 VND	23.353.391
2	Total Expenses	1.000 VND	23.148.570
3	Profit before tax	1.000 VND	204.820
4	Payment to the state budget	1.000 VND	2.776.516
5	Average income per person/month	1.000 VND	8.421

3. Implementation Measures for the 2025 production – business and investment plan

Based on the strategic orientation of the BOD, the BOM reviewed and restructured a number of the Company's production teams with cautious steps, shifting and expanding into new business sectors to adapt to market trend for a development in line with the current new situation. The Company will effectively utilize the land resources, promote high-tech agricultural production towards restructuring and product diversification, increasing the competitiveness of agricultural products in the domestic and export markets. Improve employees' income and well-being. Encourage employees to contribute initiatives, improve techniques and production processes, quality management systems to improve responsibility, labor productivity and work efficiency. Accordingly, the key orientation for production, business and investment activities in 2025 are as follows:

- In the immediate future, focus all resources on implementing the coffee replanting in 2025 according to the plan of nearly 30 hectares, as approved by the BOD on January 16, 2025.

- Improve production and business efficiency and competitiveness of the Company. Continue to direct, supervise and manage as well as focus on guiding and transferring to workers' families and contracted households on applying advanced technical programs, continuing to apply scientific technology to improve crop productivity; at the same time, expand the Company's production and business activities in the direction of diversifying the coffee products processing, which is currently in the business stage at branches.

- Ensure effective implementation of the resolutions of the General Meeting of Shareholders and the policies, resolutions of the BOD and direction of the Company's business operations in compliance with relevant legal regulations. Strengthen management, leadership and promote the proactive role of Executive Board members to effectively address limitations and shortcomings step by step, ensuring the successful completion of the assigned plan."

- Restructure human resources and recruit highly qualified personnel with networking capabilities and the ability to attract investment, to be additionally appointed to the BOM in order to fulfill the requirements of the innovation task.

- Organize the Annual General Meeting in compliance with the Law on Enterprises and the Company's Charter. At the same time, propose solutions to achieve the production - business and investment targets approved by General Meeting of Shareholders.

Distinguished Shareholders, and Delegates!

The overall results achieved in 2024 are also significant efforts, serve as a solid foundation for Gia Lai Coffee Joint Stock Company to continue restructuring its operations and investment sectors in align with practical realities and development trends, firstly as a basis for striving to complete the 2025 production and business plan.

On behalf of the BOM, I sincerely thank the BOD for the trust, close guidance, timely encouragement and support, and for closely monitoring the execution of the BOM over the past year to provide prompt direction to fulfill our duties. I also extend my gratitude to the departments and member branches for their cooperation and interaction. Especially, I sincerely thank all the staff and employees of the Company for helping us perform our duties effectively.

Thank you to our esteemed shareholders and investors for your continued commitment, interest, contributions and sharing for the Company.

During the implementation of our production and business tasks, we sincerely hope that the BOD will continue to place their trust in and create favorable conditions for the BOM. All employees are requested to uphold a spirit of proactiveness, creativity, dynamism, and enthusiasm and working alongside the Company's leadership to achieve the best possible results in 2025 and beyond. Furthermore, the BOM highly appreciate the enthusiastic support of our esteemed shareholders, the sharing of valued customers, partners and relevant authorities. This is an extremely important source of encouragement, contributing greatly to the overall success of Gia Lai Coffee Joint Stock Company.

We hereby pledge to the General Meeting and the BOD to make more efforts, operate actively, promote all our capacity, comply with the law and the direction of the BOD to improve our operational efficiency, strive to successfully implement the policies, objectives and targets set by the General Meeting of Shareholders and the BOD in 2025.

Finally, I wish all esteemed shareholders and delegates good health and success in life! May the General Meeting be a great success!

Thank you./.

**ON BEHALF OF
THE BOARD OF MANAGEMENT
GENERAL DIRECTOR**



NGUYEN VAN QUAN



REPORT OF THE BOARD OF SUPERVISORS FOR 2024

To: The 2025 Annual General Meeting of Shareholders

- Based on the functions and duties of the Board of Supervisors stipulated in the Law on Enterprises and the Charter of Gia Lai Coffee Joint Stock Company;

The Board of Supervisors (BOS) of Gia Lai Coffee Joint Stock Company respectfully submit to the 2025 Annual General Meeting of Shareholders a report on the supervisory performance of the BOS in 2024 and the operational orientation for 2025, specifically as follows:

I. Activities of the Board of Supervisors:

The BOS consists of three members, including Ms. Bui Thi Lieu, who was newly elected as a member at the 2024 Annual General Meeting of Shareholders

The BOS has supervised the Company's management and operation activities, compliance with the provisions of law, the Law on Enterprises, the Charter and the Corporate Governance Regulations for the Board of Directors (BOD), the Board of Management and other managers in the Company's management and operation system.

Participate in successful organization of the 2024 Annual General Meeting of Shareholders, supervise the implementation of the Resolutions of the 2024 General Meeting of Shareholders, the issuance of resolutions and decisions of the BOD and the Board of Management.

Attend meetings of the BOD, provide opinions on discussed matters in the meeting.

Review the audited financial statements, business performance, accounting records and other documents of the Company to assess the truthfulness and reasonableness of financial data.

Review compliance with regulations on ensuring safety in business, analyze plans and potential risks in the business environment. Control compliance with the Company's information disclosure regulations in accordance with the provisions of law.

Remuneration of the BOS: The Company has paid in accordance with the resolution of the General Meeting of Shareholders, as follows: Head of the BOS: **3.000.000 VND/month**, members: **2.000.000 VND/month**.

II. Results of supervising the performance of the Board of Directors, the Board of Management and financial and accounting work.

The supervisory and control activities of the BOS always aim to best implement the objectives and tasks in the Resolution of the Annual General Meeting of Shareholders in 2024, as well as ensure the best interests of shareholders. Through the development and organization



of specific programs and actions of the BOS, the content and results of corporate governance, execution and business performance supervision at the Company in 2024 are as follows:

1. Results of supervising the performance of the Board of Directors, Board of Management.

+ Regarding the Activities of the Board of Directors

Through the supervision of the corporate governance and management activities of the BOD the Board of Management in 2024, the BOS has not detected any irregularities. All activities of the Company have been conducted in compliance with the Law on Enterprises, the Company's Charter, and relevant legal regulations.

The report on corporate governance report of the BOD has fully and accurately reflected various operational aspects as well as the Company's leadership and management. The BOD has regularly supervised the Board of Management in their implementation of the resolutions, business plans, and investment plans approved by both the BOD and the General Meeting of Shareholders.

+ Regarding the Activities of the Board of Management

The supervision of the operations management by the BOD has ensured that the Company's production - business performance remain secure, fully compliant with legal regulations and aligned with the resolutions of the General Meeting of Shareholders. The Board of Management has made efforts in directing production and investment activities with a high sense of responsibility for the legitimate interests of the Company and its shareholders. The Board of Management regularly holds meetings, relying on the resolutions and decisions of the BOD to implement tasks and provide timely policies that are appropriate to specific conditions. The BOS highly appreciates the competence and dedication of the BOD and the Board of Management in leading the Company to overcome difficulties.

+ Operational coordination between the BOS, BOD and Board of Management

The operational coordination between the BOS, BOD and BOM has been closely carried out in alignment with the resolutions of the General Meeting of Shareholders. The BOS has been provided with the necessary documents and materials to effectively supervise the management and business activities of the BOD and the Board of Management.

2. Financial Performance of the Company

2.1. Production and business results

The production and business results of Gia Lai Coffee Joint Stock Company are reflected through the following basic indicators:

Net revenue:	15.774.627.970 đồng
Profit before tax:	(20.475.052.795) đồng
Profit after corporate income tax:	(20.475.052.795) đồng

2.2. Financial status

The Company's assets and capital sources as of December 31, 2024, are as follows:

No.	Indicators	Amount (VND)
A	ASSET	115.799.008.731
I	Short-term assets	14.946.735.832

II	Long-term assets	100.852.272.899
B	LIABILITIES	94.064.382.175
1	Short-term liabilities	71.314.307.818
2	Long-term liabilities	22.750.074.357
C	CAPITAL	
	Equity	21.734.626.556

IV. Operational orientation of the Board of Supervisors for 2025:

The BOS develops a plan for 2025 as follows:


- Supervise the compliance with legal regulations, the Company's Charter and the implementation of Resolutions of the General Meeting of Shareholders and the BOD;
- Continue to perform inspection and supervision duties over the governance activities of the BOD, BOM and the Company's managers;
- Supervise the planning and execution of the Company's production - business and investment activities;
- Appraise the Financial Statements and present an independent opinion on the audit results for the matters related to the Company's operations.

This report presents the BOS' performance in supervisory activities in 2024 and operational orientation for 2025.

We respectfully report to the General Meeting of Shareholders.

Sincerely./.

ON BEHALF OF
THE BOARD OF SUPERVISORS



TRẦN ĐÔNG HÙNG



**GIA LAI COFFEE
JOINT STOCK COMPANY**

No.: 01/TTr-ĐHĐCĐ2025

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, April 17, 2025

PROPOSAL

FOR THE APPROVAL OF THE 2024 PRODUCTION - BUSINESS PERFORMANCE RESULTS AND AUDITED FINANCIAL STATEMENTS FOR 2024

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

I. Production - Business Performance Results for 2024

- Key Indicators:

Unit: billion VND

No.	Indicator	Performed in 2024	Note
1	Charter Capital	146,764	
1	Revenue	15.775	
2	Profit Before Tax	(20,475)	
3	Profit After Tax	(20,475)	

- Profit Distribution Plan for 2024:

Based on the 2024 Financial Statements, the Company recorded a loss of **-20,475 billion VND**. Therefore, no profit distribution will be made.

II. Audited Financial Statements for 2024:

Pursuant to Resolution No. 08/NQ-FGL-BOD, the 2024 Annual General Meeting of Shareholders approved the selection of Viet Values Audit and Consulting Company Limited (VIETVALUES) as the auditing firm for the 2024 financial statements under Contract No. 02/24/AUD.VVALUES-DN. The audited financial statements for 2024, completed by Viet Values Audit and Consulting Company Limited, are attached with details as follows:

- Report of the BOD
- Report of the Independent Auditor
- Balance sheet
- Income Statement
- Statement of cash flows
- Notes to the financial statements.

This report presents the 2024 production and business performance results, the profit distribution plan and the 2024 audited financial statements of the Company. We respectfully submit it to the General Meeting of Shareholders.

Recipients:

- As above;
- BOD, BoS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



**GIA LAI COFFEE
JOINT STOCK COMPANY**

No.: 02/TTr-ĐHĐCĐ2025

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, April 17, 2025

PROPOSAL

FOR THE APPROVAL OF THE 2025 PRODUCTION AND BUSINESS PLAN

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

Based on the current actual situation, Gia Lai Coffee Joint Stock Company has developed and proposed the following key targets for the 2025 plan:

Unit: 1.000 VND

No.	Indicator	Plan for 2025	Note
1	Revenue	23.353.391	
2	Expenses	23.148.570	
3	Profit	204.820	
4	Payment to the state budget	2.776.516	

We would like to submit this plan to the General Meeting of Shareholders for review, approval and authorization to the Board of Directors to approve adjust the plan in accordance with the company's production business situation.

Sincerely yours./.

Recipients:

- As above;
- BOD, BoS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



PROPOSAL

**Regarding: Report on remuneration for the Board of Directors
and the Board of Supervisors in 2024 and Remuneration plan for 2025**

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14: 59/2020/QH14 passed by the National Assembly on June 17, 2020;

- Pursuant to the Charter of Gia Lai Coffee Joint Stock Company.

The Board of Directors reports to the General Meeting of Shareholders on the remuneration payments for the Board of Directors (and Board of Supervisors (BOS) in 2024 and propose the remuneration plan for 2025 as follows:

1. Remuneration of members of the Board of Directors and the Board of Supervisors in 2024 is: 428,350,000 VND, of which:

Unit: million VND

No.	Position	Number of members	Performed in 2024	Note
I.	Board of Directors	05	428,35	
1	Chairman of BOD	01	196,3	
2	Vice Chairman of the BOD	01	115,05	
3	Members of the BOD	03	117	
II.	Board of Supervisors	03	91	
1	Head of the BOS	01	39	
2	Members of the BOS	02	52	
	Total		519,35	

2. Proposed Remuneration for the BOD and BOS for 2025: Remain unchanged from 2024

* Remuneration for the Board of Directors:

- Chairman of the BOD: 25,000,000 VND /month

- Vice Chairman of the BOD: 12,000,000 VND/month

- Member of the BOD: 3,000,000 VND/month

* Remuneration for the Board of Supervisors:

- Head of the BOS: 3.000.000 VND /month

- Members of the BOS: 2.000.000 VND /month

We respectfully request the General Meeting of Shareholders to approve the actual remuneration settlement to the members of the BOS in 2024 and the proposed remuneration for 2025 as outlined above.

Sincerely yours./.

Recipients:

- As above;
- BOD, BoS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



**GIA LAI COFFEE
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 04/TTr-DHDCD2025

Gia Lai, April 17, 2025

PROPOSAL

For the approval of transactions with related-persons

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of Gia Lai Coffee Joint Stock Company.

In the course of operations to enhance production and business efficiency, Gia Lai Coffee Joint Stock Company may enter into certain transactions with organizations/ individuals who are related persons of the Company as prescribed in Clause 46, Article 4 of the Law on Securities. Therefore, the Board of Directors would like to submit to the General Meeting of Shareholders for review and approval of all transactions between the Company and related organizations/individuals as outlined below, in accordance with the provisions of the Law on Enterprises 2020:

1. Bien Ho Tea Joint Stock Company – the organization related to internal persons
2. Individuals who are related persons of the Company (to be reported to the General Meeting of Shareholders at the next upcoming Meeting).

We respectfully request the General Meeting of Shareholders to authorize the Board of Directors and the Board of Management to sign and execute the above transactions in compliance with legal regulations.

Respectfully submitted for the review and approval of the General Meeting of Shareholders./.

Recipients:

- As above;
- BOD, BOS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



**GIA LAI COFFEE
JOINT STOCK COMPANY**

No.: 05/TTr-DHĐCĐ2025

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Gia Lai, April 17, 2025

PROPOSAL

**For the dismissal of members of the Board of Directors and approval of the reduction
in the number of Board of Directors' members to three**

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Charter of Gia Lai Coffee Joint Stock Company.

Pursuant to other relevant legal documents.

The Board of Directors (BOD) of Gia Lai Coffee Joint Stock Company respectfully submits to the general meeting of shareholders for approval of the dismissal of members of the BOD and the reduction in the number of BOD members to three (03), as detailed below:

I. APPROVAL OF THE DISMISSAL OF MEMBERS OF THE BOARD OF DIRECTORS

To ensure the dismissal of members of BOD to comply with legal regulations, the BOD respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the dismissal of the following members from the BOD:

1. Mr. Trinh Quang Vinh – Member of the BOD;
2. Mr. Phung Ngoc Kim – Member of the BOD.

This dismissal shall take effect from the date of approval by the General Meeting of Shareholders.

II. APPROVAL OF THE REDUCTION IN THE NUMBER OF MEMBERS OF THE BOD TO THREE (03)

According to *Article 26* of the Company's Charter, the number of members of the BOD is 05 (five). The structure of the BOD must ensure that at least one-third of the total members are non-executive members and at least 01 independent member.

Furthermore, according to *Clause 1, Article 154* of the Law on Enterprises No. 59/2020/QH14, the BOD shall consist of between three (03) and eleven (11) members.

At present, the Company is streamlining its management and executive apparatus to enhance the operational efficiency of the BOD, increase the proactiveness and responsibility of each member. Therefore, the BOD respectfully submits to the General Meeting of Shareholders for approval of the reduction of the number of BOD members to 03 (three) members.

We respectfully request for review and approval by the General Meeting of Shareholders./.

Recipients:

- As above;
- BOD, BOS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



**GIA LAI COFFEE
JOINT STOCK COMPANY**

No.: 06/TTr-DHĐCĐ2025

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Gia Lai, April 17, 2025

PROPOSAL

Re: Dismissal of member of the Board of Supervisors and Election of the Board of Supervisors for the term 2023-2028 Term

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

Pursuant to::

- *The Law on Enterprises No. 59/2020/QH14, passed on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14, passed on November 26, 2019;*
- *The Charter on the organization and operation of Gia Lai Coffee Joint Stock Company;*
- *Other relevant legal documents,*

After receiving the resignation letter of Ms. Bùi Thị Liễu – Member of the Board of Supervisors and to ensure the continuous management and supervision of the Company's operation, the Board of Directors of Gia Lai Coffee Joint Stock Company hereby requests the General Meeting of Shareholders to consider and approve the election of one (01) member of the Board of Supervisors for the term 2023-2028 term as follows:

1. Dismissal of a member of the Board of Supervisors:

Ms: Bui Thi Lieu

2. Criteria and conditions for candidates for the Board of Supervisors' member:

Candidates for the Board of Supervisors must meet the criteria and conditions prescribed by the Law on Enterprises, the Law on Securities, the Company's Charter and the Corporate Governance Regulations. Specifically:

- a) Have full civil act capacity and not be subject to any prohibitions on establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;
- b) Be trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or a major suitable to the business activities of the enterprise;
- c) Not be a family member of a member of the Board of Directors or the General Director or other managers;
- d) Not be a manager of the Company; not necessarily be a shareholder or an employee of the Company;
- đ) Not work in the Company's accounting or financial department;
- e) Not be a member or an employee of an independent auditing firm that audited the Company's financial statements in the past three (03) consecutive years.

3. Application document for candidacy and nomination for the Board of Supervisors for the term 2023-2028: As per the Regulations on nomination and candidacy approved by the General Meeting.



4. The General Meeting of Shareholders elects members of the Board of Supervisors for the term 2023-2028: As per the Regulations on election approved by the General Meeting.

5. List of candidates nominated or running for election to the Board of Supervisors for the term 2023-2028:

The list of candidates shall be compiled from those who meet the above criteria and conditions and have submitted complete and valid applications documents to the Company the deadline according to the regulations on nomination and candidacy.

List of candidates for election to the Board of Supervisors for the term 2023-2028 term:
Ms.: **Nguyen Thi Thu Van.**

(The CVs of the candidates have been posted on the company's website at: <http://gialaicoffee.com.vn>)

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

Sincerely.

Recipients:

- As above;
- BOD, BOS;
- Published on the website;
- Saved in BOD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG





**GIA LAI COFFEE
JOINT STOCK COMPANY**

No.: 07/TTr-ĐHĐCĐ2025

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Gia Lai, April 17, 2025

PROPOSAL

For amendments and supplements to the Company's Charter and Internal Governance Regulations

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company.

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14, passed on June 17, 2020;*
- *The Law on Securities No. 54/2019/QH14, dated November 26, 2019;*
- *The Law No. 03/2022/QH15, dated January 11, 2022 on Amendments to certain articles of the law on public investment, the law public-private partnership investment, the law on investment, the law on housing, the law on procurement, the law on electricity, the law on enterprises, the law on special excise duties and the law on civil judgment enforcement;*
- *The Charter for Organization and Operation of Gia Lai Coffee Joint Stock Company;*
- *Relevant legal documents;*

Based on the practical requirements of corporate governance, the Board of Directors has reviewed the current Charter and Internal Governance Regulations of the Company and identified certain provisions of the Charter that need to be amended and supplemented to ensure compliance with legal regulations. The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval the following amendments and supplements:

1. Amendments to certain provisions of the Company's Charter (*attached as Appendix 01*).
2. Amendments to certain provisions of the Internal Governance Regulations of the Company (*attached as Appendix 02*).

The Board of Directors is assigned to implement the adjustments and amendments to the provisions and content of the Charter and Regulations in accordance with Appendices 01 and 02, as approved by the 2025 Annual General Meeting of Shareholders.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Recipients:

- As above;
- *Saved in Clerk office.*

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG

Appendix 01:
AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF
GIA LAI COFFEE JOINT STOCK COMPANY
(Attached to Proposal No. 06/TTr-DHDCD2025 dated April 17, 2025)

No.	Content to be Amended/ Supplemented	Current Charter	Proposed Amendment/ Supplement	Note
1	Clause 1, Article 26	The number of members of the Board of Directors is 5. The term of office for Board of Directors' members shall not exceed five (05) years and may be re-elected for an unlimited number of terms.	The number of members of the Board of Directors is 3. The term of office for Board odd Directors' members shall not exceed five (05) years and may be re-elected for an unlimited number of terms.	Based on the date of approval by the General Meeting of Shareholders for Charter amendments.

Other provisions of the current Charter remain unchanged.

Respectfully submit this proposal for consideration and approval by the General Meeting of Shareholders./.

Recipients:

- Shareholders;
- *Saved in AGM and Clerk office.*

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG

Appendix 02:
AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL GOVERNANCE
REGULATIONS OF GIA LAI COFFEE JOINT STOCK COMPANY
(Attached to Proposal No. 06/TTr-DHĐCĐ2025 dated April 17, 2025)

No.	Content to be Amended/ Supplemented	Current Regulation	Proposed Amendment/ Supplement	Note
1	Clause 1, Article 8	Term and number of Board of Directors members: The number of members of Board of Directors is 5 . The term of office for Board of Directors' members shall not exceed five (05) years and may be re-elected for an unlimited number of terms.	Term and number of Board of Directors members: The number of members of Board of Directors is 3 . The term of office for Board of Directors' members shall not exceed five (05) years and may be re-elected for an unlimited number of terms.	Based on the date of approval by the General Meeting of Shareholders for Regulation amendments.

Other provisions of the current Charter remain unchanged.

Respectfully submit this proposal for consideration and approval by the General Meeting of Shareholders./.

Recipients:

- Shareholders;
- *Saved in AGM and Clerk office.*

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



**GIA LAI COFFEE
JOINT STOCK COMPANY**

No.: 08/TTr-ĐHĐCĐ2025

SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Gia Lai, April 17, 2025

PROPOSAL

“Regarding the selection of the Auditing Firm for the 2025 Financial Statements”

To: General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company

- Pursuant to the Law on Enterprises No. 59/2020/QH14, passed by the National Assembly on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14, passed by the National Assembly on November 26, 2019;
- Pursuant to the current Charter on the Organization and Operation of Gia Lai Coffee Joint Stock Company;
- Pursuant to the operational requirements of the Company.

To ensure that the audit of the 2025 financial statements of Gia Lai Coffee Joint Stock Company complies with legal regulations and the Company’s Charter, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the selection of the auditing firm to conduct the audit and review of the Company’s 2025 financial statements, as follows:

1. Criteria for Selecting an Auditing Firm:

The Board of Directors would like to propose to the General Meeting of Shareholders the following criteria for selecting an auditing firm:

- The firm shall be legally operating in Vietnam
- The firm must have experience in auditing public companies.
- No conflicts of interest in auditing the Company’s financial statements.
- Reasonable fees commensurate with audit quality, scope and progress.

2. Proposal for the approval of the selection of auditing firm by the General Meeting of Shareholders:

With the above criteria, the Board of Directors respectfully proposes the selection of **Vietvalues Audit and Consulting Co., Ltd. (VIETVALUES)** located at 63/5 Tran Quoc Toan, Phuoc Ninh Ward, Hai Chau District, Da Nang City, as the auditing firm for the Company’s 2025 financial statements.

Respectfully submitted to the General Meeting of Shareholders for review and approval by voting.

Yours Sincerely!

Recipients:

- As above;
- BOD, BOS;
- Published on the website;
- Saved in BoD and Clerk office records.

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



TRINH QUANG HUNG



Gia Lai, April 17, 2025

REGULATIONS
on Voting at the 2025 Annual General Meeting of Shareholders
of Gia Lai Coffee Joint Stock Company

Article 1. General Provisions:

1. These regulations apply to voting at the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the "AGM") of Gia Lai Coffee Joint Stock Company.
2. These regulations specify the principles and procedures for conducting voting on matters at the AGM.
3. Shareholders and authorized representatives attending the AGM are responsible for complying with the provisions of these regulations.

Article 2. Subjects of voting

Shareholders owning shares and authorized representatives of shareholders with voting rights attending the AGM.

Article 3. Voting ballots:

1. Voting ballots are uniformly printed, stamped by Gia Lai Coffee Joint Stock Company and distributed to shareholders by the Organizing Committee.
2. Each shareholder's voting ballot shall clearly state the shareholder's name, the total number of shares that the shareholder represents (owned or authorized) and the total number of votes.
3. Each shareholder attending the AGM shall have only one (01) voting ballot for all voting matters.

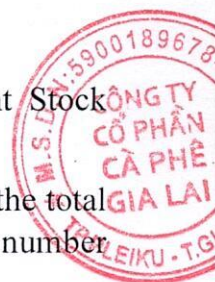
Article 4. Voting Method:

Each shareholder will be distributed 01 voting ballot to approve matters presented at the AGM. Shareholders shall only mark an "X" or "V" in only one of the 03 sections: "Approve" "Disapprove" or "No opinion".

Article 5. Invalid Ballots:

Ballots are considered invalid in the following cases:

- Ballots does not follow the prescribed form, not issued by the company, lacks the company's stamp.
- Ballots are erased or crossed out.
- Ballots are torn, damaged or no longer intact
- Ballots contain additional information or additional symbols.
- Ballots with no box filled or with two or more boxes filled in at each decision for approval.
- There is no signature of the shareholder or the shareholder's authorized representative.



Article 6. Vote Counting Committee, Voting and Counting Principles:

1. The Vote Counting Committee is approved by the General meeting of Shareholders.

2. Responsibilities of the Vote Counting Committee:

- Approve the contents of this Regulation at the AGM;
- Introduce and distribute voting ballots.
- Conduct vote counting and prepare a minutes of the vote counting results;
- Announce the votecounting results at the AGM.

The Vote Counting Committee shall ensure the integrity of the vote counting and keep the confidentiality; if there is any violation, the Vote Counting Committee shall take responsibility. After vote counting, the ballots will be sealed and handed over to the AGM's Organizing Committee.

3. Voting and counting principles:

- The Vote Counting Committee finalizes the list of shareholders participating in voting
- The ballot box is checked in the presence of shareholders;
- Voting begins once the distribution of ballots is completed and ends when the last shareholder puts his vote in the ballot box.
- Checking the number of ballots shall be conducted immediately after the voting finishes;
- The vote counting results shall be recorded in writing and announced by the Head of the Vote Counting Committee at the AGM.

Article 7. Preparation and Announcement of the Minutes of Vote Counting

- After vote counting, the Vote Counting Committee shall prepare a minutes of vote counting.
- The minutes shall include: total number of shareholders attending the meeting, total number of shareholders who voted, number and percentage of valid and invalid ballots.
- The minutes of vote counting shall be publicly announced at the AGM.

Article 8. Any complaints about the vote counting results shall only be considered at the AGM and decided by the Chairperson of the AGM.

Article 9. These regulations consist of 09 (nine) articles and will be publicly read at the 2025 Annual General Meeting of Shareholders.

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN



TRINH QUANG HUNG



Gia Lai, April 17, 2025

REGULATIONS

**On election rules for the members of the Board of Supervisors
at Gia Lai Coffee Joint Stock Company**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 passed on June 17, 2020;*
- *Law on Securities No. 54/2019/QH14 dated November 26, 2019;*
- *The Charter of organization and operation of Gia Lai Coffee Joint Stock Company;*
- *The Corporate Governance Regulations of Gia Lai Coffee Joint Stock Company;*
- *Relevant legal documents,*

Article 1. Eligible Voters: Shareholders owning shares and authorized representatives with voting rights attending the General Meeting of Shareholders.

Article 2. Criteria for nominees and candidates for the Board of Supervisors (BOS) as prescribed in Articles 155, 169 of the Law on Enterprises and Articles 275, 286 of Decree 155/2020/ND-CP detailing the implementation of certain provisions of the Law on Securities. Other criteria and conditions are specified in the Company's Charter.

Article 3. Number of BOS members to be elected:

- Number of BOS member : **01** person.

Article 4. Voting ballots:

4.1. Ballots are uniformly printed, stamped with the seal of Gia Lai Coffee Joint Stock Company and distributed to shareholders by the Organizing Committee.

4.2. Each shareholder's ballot shall clearly state the total number of shares that the shareholder represents (owned or authorized), the total number of vote and the name of the person on the nomination or candidacy list

- Total number of shares = number of owned shares+ number of authorized;
- Total number of votes = Total number of shares x number BOS members to be elected

4.3. The "**Number of Votes**" on the ballot will be left blank for shareholders to fill in. If shareholder supports a candidate with a certain number of votes, the shareholder write the number of votes directly in the "**Number of votes**" box corresponding to the "**Full name**" of that candidate.

4.4. Each shareholder attending the General Meeting has only 01 (one) ballot for each election of a BOS member

Article 5. Election procedure:

5.1. The election of BOS members of Gia Lai Coffee Joint Stock Company shall be conducted by secret ballot using the cumulative voting method at the General Meeting.

5.2. Shareholders may accumulate all their votes to vote for 01 (one) or multiple candidates.



5.3. Each shareholder attending the General Meeting is only entitled to accumulate votes for candidates within their total number of votes.

Article 6. Valid or invalid ballots:

6.1. Valid ballots:

- Must be issued by the Organizing Committee, without any content being erased;
- Must have sufficient or less than the number of BOS member on the list of nominees and candidates approved by the General Meeting;
- The total number of votes cast for candidates is less than or equal to the total number of votes of each shareholder;
- Ballots left blank are considered valid.

6.2. Invalid ballots:

- Ballots not issued by the Organizing Committee;
- Ballots with erased, modified content or names of candidates crossed out.
- Ballots including names not on the approved list of nominees and candidates approved by the General Meeting.
- Shareholders do not clearly state the number of votes but write as a percentage (%) of votes;
- Shareholders write more votes than they own or represent.

Article 7. Vote Counting Committee, Voting, and Counting Principles:

7.1. The Vote Counting Committee is introduced by the Organizing Committee and approved by the General Meeting of Shareholders.

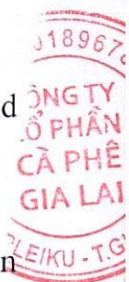
7.2. Responsibilities of the Vote Counting Committee:

- Approving these regulations at the General Meeting and instructing shareholders on cumulative voting;
- Introducing and distributing ballots;
- Vote counting and make a Minutes of vote counting results;
- Announcing election results at the General Meeting.

The Vote Counting Committee shall ensure integrity of the election and confidentiality of the vote counting. If there is any violation, the Vote Counting Committee shall take responsibility. After counting the votes, ballots must be sealed and handed over to the Organizing Committee.

7.3. Principles of voting and counting:

- The Vote Counting Committee shall finalize the list of shareholders participating in the election;
- The ballot box is checked in the presence of shareholders;
- Voting shall begin when the ballots are distributed and end when the ballot of the last shareholder is put in the ballot box;
- Vote counting must be conducted immediately after the voting ends;
- The result of the vote counting must be recorded in writing and announced by the Head of the Vote Counting Committee at the General Meeting.



Article 8. Principles of election:

8.1. The elected members of the Board of Supervisors shall be determined in descending order of votes received until the required number of members is fulfilled.

8.2. In the event that multiple candidates receive an equal number of votes and it is necessary to eliminate some candidates to meet the required number of elected members, the General Meeting of Shareholders shall conduct a re-election for those candidates using the cumulative voting method.

8.3. If the first round of voting does not result in the selection or a selection with not enough members of the Board of Supervisors, the General Meeting shall proceed with a second round of supplementary voting to select or select enough members. If the required number is still not met, the re-election for the second round shall be conducted only for the candidates who did not meet the threshold in the first round.

If the election fails to select or fulfill the required number of members for the Board of Supervisors after two rounds of voting, the General Meeting of Shareholders shall decide whether to continue the election or leave the position vacant and conduct a supplementary election in the next General Meeting of Shareholders.

Article 9. Preparation and announcement of Minutes of Vote Counting:

- After counting the votes, the Vote Counting Committee must prepare a minutes of vote counting;

-The minutes of vote counting shall include: the total number of shareholders attending the meeting; the total number of shareholders participating in the voting; the percentage of voting shares of shareholders who cast votes in relation to the total voting shares of the shareholders attending the meeting (based on the cumulative voting method); the number and percentage of valid and invalid ballots; and the number and percentage of votes received by each candidate.

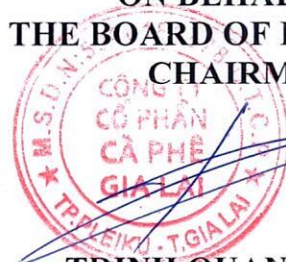
- The minutes of vote counting shall be announced at the General Meeting.

Article 10. Any complaints regarding the election results shall only be considered immediately at the General Meeting and shall be decided by the Chairperson of the Meeting. Shareholders shall not dispute the validity of the results at any later time. In the event of a disagreement concerning the election procedures, the Vote Counting Committee shall re-examine the matter and seek the opinion of the General Meeting for a final decision.

All other matters related to the members of the Board of Supervisors shall be carried out in accordance with the Company's Charter on organization and operation.

Article 11. The regulations consist of 11 articles and shall be publicly read at the 2025 Annual General Meeting of Shareholders for voting and approval. It shall apply solely to the election of members of the Board of Supervisors for the term 2023-2028 term at the 2025 Annual General Meeting of Shareholders./.

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN



TRINH QUANG HUNG

MINUTES OF VOTE COUNTING

Today, at 14^h on April 17, 2025, at the Conference Hall of Bien Ho Tea Joint Stock Company, the 2025 Annual General Meeting of Shareholders of Gia Lai Coffee Joint Stock Company conducted voting matters at the meeting. The Vote Counting Committee consists of:

- | | |
|----------------------------|-------------------------|
| 1. Mr. Nguyen Van Ha | - Head of the Committee |
| 2. Mr. Nguyen Thi Thu Hang | - Member |
| 3. Ms. Nguyen Thanh Nga | - Member |

After announcing the regulations on voting, the Vote Counting Committee proceeded with the vote counting in accordance with the prescribed rules and principles and unanimously prepared the following minutes:

I. ELECTION SECTION:

Election of the Board of Supervisors member:

No.	Full name of candidate	Number of votes	Percentage (%)	Result
1	Nguyen Thi Thu Van	10.856.388	99,932	
	Total			



II. VOTING SECTION:

- Item 1: Report of the Board of Directors for 2024 and the operational orientation for 2025**
 - Shares approved: 10.862.288 accounting for 99,98% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- Item 2: Report of the Board of Management on the production - business performance result in 2024 and the production - business plan for 2025.**
 - Shares approved: 10.860.588 accounting for 99,97% of total voting shares;
 - Shares disapproved: 1.700 accounting for 0,02% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- Item 3: Report on the Board of Supervisors' activities for 2024 and the operation plan for 2025.**
 - Shares approved: 10.862.588 accounting for 99,98% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- Item 4: Proposal for the approval of 2024 production - business performance results and audited financial statements for 2024.**
 - Shares approved: 10.862.288 accounting for 99,98% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;

- Shares with no opinion: accounting for% of total voting shares;
- 5. Item 5: Proposal for the 2025 production - business plan.**
- Shares approved: 10,862,288 accounting for 99.98..% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- 6. Item 6: Proposal regarding Report on remuneration for the Board of Directors and the Board of Supervisors in 2024 and Remuneration plan for 2025.**
- Shares approved: 10,862,288 accounting for 99.98..% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- 7. Item 7: Proposal for the approval of Transaction Contracts with related persons/parties.**
- Shares approved: 10,862,288 accounting for 99.98...% of total voting shares;
 - Shares disapproved: 2,000.. accounting for 0.02..% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- 8. Item 8: Proposal for the dismissal of members of the BoD and approval of the reduction in the number of BoD members to three (03).**
- Shares approved: 10,862,288 accounting for 99.98..% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- 9. Issue 9: Proposal for the Dismissal of a member of the Board of Supervisors and the Election of a member for the term 2023-2028.**
- Shares approved: 10,862,288 accounting for 100% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- 10. Item 10: Proposal for amendments to certain provisions of the company's Charter and internal corporate governance regulations.**
- Shares approved: 10,864,288 accounting for 100..% of total voting shares;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares;
- 11. Item 11: Proposal for the approval of the selection of auditing firm for the Company in 2025.**
- Shares approved: 10,862,288 accounting for 99.98..% of total voting shares;;
 - Shares disapproved: accounting for% of total voting shares;
 - Shares with no opinion: accounting for% of total voting shares.

**VOTE COUNTING COMMITTEE
HEAD OF THE COMMITTEE**


Nguyễn Văn Lộc

**ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRPERSON**



CHỦ TỊCH HĐQT
Trịnh Quang Hùng