

No: 01/2025 /NQ-ĐHĐCĐ

Di An, day 18th , April, 2025

RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Pursuant to the Charter on Organization and Operation of the company;

Pursuant to the program and documents approved by the General Meeting of Shareholders (GMS).

Today, April 18, 2025, Nhi Hiep Brick Tile co-operation held its 2025 Annual General Meeting of Shareholders. The conference was held from 8:30 AM to 11:15 AM on the same day, through the contributions of the shareholders, the Presidium summarized the resolutions and presented them to the GMS for approval as follows:

1. First Matter

The General Meeting approved the reports, including: Report on the activities of the Board of Directors for 2024; Supervisory Board's report on its activities, audited financial statements for 2024

The 2025 business targets were approved as follows:proposal for selecting an audit firm for the 2025 financial statements:

No	Indicator	Unit	2025 Target
1	Total revenue	million VND	55.000
2	Total profit before tax	million VND	1.500

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

2. Second Matter

The General Meeting approved the profit distribution and fund allocation for 2024 as per Proposal No. 01/

Percentage of After-Tax Income Allocation	Beneficiary of Allocation
5%	- Bonus & Welfare Fund
2.5 %	- Board of Directors (BOD) & Supervisory Board (SB) Remuneration Fund
2.5 %	- Executive Management Bonus Fund
25 %	- Investment & Development Fund

65%	- Dividend Fund
- Dividend payout for 2025: The company will present to the Annual General Meeting of Shareholders in 2026	

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

3. Third Matter

Approve the signing of the transaction contract with the relevant parties according to the content of proposal number 02.

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

4. Fourth Matter

Change of Company Headquarters Address according to the content of proposal number 03:

6.1 Previous Address:

No 1/8 Quyet Thang Street, Binh Thang Ward, Di An City, Binh Duong Province, Vietnam.

6.2 New Address:

No. 34, DT743 Street, Tan An Quarter, Tan Dong Hiep Ward, Di An City, Binh Duong Province, Vietnam.

- Implementation time: Year 2025
- Authorize the Board of Directors to review and decide on the timing of the change and to carry out the necessary procedures to complete the change of the registered office address in accordance with current legal regulations and the Company's policies
- Implement amendments to the Company's Charter regarding the change of the Company's headquarters address upon approval from the relevant state management authorities

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

5. Fifth Matter

The General Meeting authorized the Chairman of the BOD to select an auditing company to audit the 2025 Financial Statements as per Proposal No. 04.

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

6. Sixth issue

The resolution to dismiss Mr. Nguyen Quoc Binh from the Board of Directors is approved, effective from April 18, 2025.

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

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Unanimously approved the results of the supplementary election of the Board of Directors member for the term 2022-2027 for Mr. Lam Thanh Lam.

(Voting results: Approved: 100%; Disapproved: 0%; No opinion: 0%)

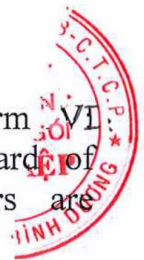
7. Seventh issue

Agree not to pay dividends in 2024, based on the production and business results of the first 6 months of 2025, the Board of Directors will consider asking for shareholders' opinions.

Voting results:

(Voting rate: Agree: 83.61%; disagree: 16.39%; no opinion: 0%)

This resolution of the 2025 General Meeting of Shareholders (Term VI: 2022-2027) has been unanimously approved. Members of the Board of Directors, Executive Board, Supervisory Board, and shareholders are responsible for implementing this resolution



ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

On behalf of the Presidium



NGUYEN HONG CHAU

Recipient address

- The State Securities Commission;
- The Hanoi Stock Exchange
- Board of Directors/ Director
- Board of Supervisors
- Save.

MINUTES
ANNUAL GENERAL SHAREHOLDERS' MEETING 2024
NHI HIEP BRICK AND TILE JOINT STOCK COMPANY

Today, at 8:30 a.m. on April 18, 2025, at the Hall of Binh Duong Materials and Construction corporation, Nhi Hiep Brick Tile co-operation (Business registration certificate No. 3700358798 first issued by the Department of Planning and Investment of Binh Duong province on December 22, 2000; Address: No. 1/8, Quyet Thang Quarter, Binh Thang Ward, Di An City, Binh Duong Province), held the 2025 Annual General Meeting of Shareholders, with the following attendees:

- ❖ **Board of Directors;**
- ❖ **Board of Control;**
- ❖ **Shareholders and authorized shareholders' representatives.**

*** Check shareholder qualifications before holding the meeting:**

- **At 8:30 a.m.** Mr. Huynh Minh Tam approved the shareholder qualification inspection report:

The total number of shareholders of the company is 474 shareholders holding 3.041.542 shares, total value is 30.415.420.000 VND.

+ The number of shareholders present was 40 shareholders and authorized shareholder representatives holding 2.183.889 shares, accounting for 71,8%.

+ The number of absent shareholders was 434 shareholders, holding 857.653 shares, accounting for 28,2%

Congress is eligible to proceed.

- At 8:35 a.m., Mr. Huynh Minh Tam approved the congress regulations.

A/. CEREMONY

The Congress introduced the Presidium, the Supervisory Board and the Congress Secretary, including:

*** Presidium:**

- | | |
|------------------------|----------------------------|
| - Mr. Nguyen Hong Chau | Chairman of the delegation |
| - Ms. Lam Thi Mai | Member |
| - Ms. Bui Hoai Châu | Member |

*** Board of Control:**

- Mr Huynh Minh Tam
- Ms Phan Thi Thuyen Huong

*** Secretariat:**

- Mr Ho Huyen Trang
- Ms Phan Tong Thuy Huyen Trang

B/. MAIN PROGRAM CONTENT:

1/. **At 8:40 am**, Ms. Lam Thi Mai approved the Congress program: 100% voting rate.

3/. **At 8:45 a.m.**, Mr. Nguyen Hong Chau approved the Board of Directors' 2024 performance report, 2025 plan and approved the reports on fund allocation, signing transaction contracts with related parties, Report on change of Company head office address (with attached reports and reports).

3/. **At 9:05 a.m.**, Ms. Bui Hoai Chau approved the 2024 independent Board member's performance report (with attached report).

4/. **At 9:15 a.m.**, Mr. Huynh Minh Tam presented the 2024 Supervisory Board's performance report (with attached report), the audited 2024 financial report, and approved the proposal on selecting an auditing company for 2025 (with attached report);

5/. **At 9:25 a.m.**, Mr. Nguyen Hong Chau approved the resignation of the Board of Directors, introduced personnel and elected new Board of Directors members.

The Presidium introduces the Vote Counting Committee consisting of the following gentlemen and ladies:

- Ms. Nguyen Thi Thu Phuong
- Mr. Le Huu Coi
- Ms. Do Duy Linh

Congress voted: 100%

6/ **At 9:30 a.m.**, the Board of Supervisors reported on the situation of shareholders attending the General Meeting.

+ The number of shareholders present was 44 shareholders and authorized shareholder representatives holding 2.214.104 shares, accounting for 72,8%.

+ The number of absent shareholders was 430 shareholders, holding 827.438 shares, accounting for 27,2%.

7/ **At 9:30 a.m.**, Mr. Nguyen Hong Chau asked for the dismissal of Mr. Nguyen Quoc Binh.

Voting rate 100%

8/ **At 9:35 a.m.**, Ms. Nguyen Thi Thu Phuong approved the regulations for the election of additional members of the Board of Directors of Nhi Hiep Brick Tile co-operation for Term VI (2022 - 2027); The Congress voted to approve the regulations for the election of additional members of the Board of Directors.

Voting rate 100%

9/ **At 9:45 am: General meeting discussion, shareholders give opinions:**

Shareholder code 75's opinions:

1. What is the investment efficiency of the two grinders? When is the expected payback period?
2. The report should provide detailed information on business activities by sector.
3. What are the monthly operating costs of Song Phan Joint Stock Company? How are contingency expenses covered? What is the transfer price of Song Phan Joint Stock Company? Can selling at a loss be considered to recover capital and cut losses?
4. How much is the current monthly rental income from the land? Is it possible to transfer or sell that land?
5. Will the 2024 dividend fund be distributed to shareholders?

10/ At 10:00 am the congress took a break.

11/ At 10:00 am Mr Nguyen Hong Chau responds to the shareholder's opinions:

1. The grinders officially began operation in July 2024. Their investment efficiency aligns with the investment plan previously approved by the shareholders.
2. Regarding the transfer of Song Phan Joint Stock Company: The General Meeting of Shareholders has authorized the Board of Directors to negotiate the transfer with potential partners. However, no agreement has been reached on the price, so the transfer has not yet been completed. Once the transfer is finalized, the previously allocated provisions will be reversed, and the business results will improve.
3. The investment in the stone quarry is part of the company's long-term development strategy, as it is expected to generate stable profits. When a quarry with a favorable location and financially viable potential is found, the Board of Directors will seek shareholder approval for the investment.
4. Regarding land leasing: The company continues to lease the land to generate income while also developing investment plans to maximize the land's usage efficiency.
5. Regarding dividend payment: The Company will consider paying dividends from the remaining dividends in 2024 and the profits generated in the first 6 months of the year after having the audited financial statements for the first 6 months of 2025.

12/ At 10:40 am, the vote counting committee approved the results of the vote to elect additional members of the Board of Directors.

Election of additional members of the Board of Directors: number of ballots issued: 44 ballots, number of ballots received: 44 ballots. Number of valid ballots: 44 ballots, number of invalid ballots: 0 ballots.

Election results:

Mr. Lam Thanh Lam won 2.214.104 votes, accounting for 100%, and was elected to the Board of Directors for the term VI (2022-2027).

13/ At 10:45 a.m., the Board of Supervisors reported on the situation of shareholders attending the General Meeting.

+ The number of shareholders present was 44 shareholders and authorized shareholder representatives holding 2.214.104 shares, accounting for 72,8%.

+ The number of absent shareholders was 430 shareholders, holding 827.438 shares, accounting for 27,2%.

14/ At 10:45 a.m., Mr. Nguyen Hong Chau approved the Resolution of the 2025 Annual General Meeting of Shareholders with 07 issues, the voting ratio is as follows:

1. The first problem

Agreed to approve reporting documents such as: Report on Board of Directors' activities, report on Board of Supervisors' activities in 2024, audited financial report in 2024, in which the following production and business plan targets in 2025 were approved:

Numerical order	Target	unit of measure	2025 plan
1	Total revenue	million dong	55.000
2	Total profit before tax	million dong	1.500

(Voting rate: Agree: 100%; disagree: 0%; no opinion: 0%)

2. Second problem

Agreed to approve the profit distribution targets and fund allocations according to the content of Report No. 01, in which the profit distribution plan for 2025 is as follows:

Net income after tax deduction rate %	Excerpted object
5%	- Bonus and welfare fund.
2.5 %	- Board of Directors and Supervisory Board Remuneration Fund.
2.5 %	- Bonus fund for the company's executive management board.
25%	- Development investment fund
65%	- Dividend Fund
Dividend level in 2025: The Company will submit to the 2026 Annual General Meeting of Shareholders.	

(Voting rate: Agree: 100%; disagree: 0%; no opinion: 0%)

3. Third problem.

Agreed to authorize the Board of Directors to sign transaction contracts with related parties according to the content of report No. 02..

(Voting rate: Agree: 100%; disagree: 0%; no opinion: 0%)

4. Fourth problem

Agree to change the address of the Company's Headquarters, according to the content of the submission No. 03, specifically as follows:

- Address before change: No. 1/8 Quyet Thang Quarter, Binh Thang Ward, Di An City, Binh Duong Province.
- Address after change: No. 34, DT 743 Street, Tan Dong Hiep Ward, Di An City, Binh Duong Province.
- Implementation time: 2025
- Authorize the Board of Directors to consider, decide the time of change and carry out the necessary procedures to complete the change of the Headquarters address in accordance with the provisions of current Law and the Company.
- Implement amendments and supplements to the Company's Charter on the content related to the change of the Company's Headquarters address when approved by State management agencies.

(Voting ratio: Agree: 100%; disagree: 0%; no opinion: 0%)

5. Fifth problem

Agreed to authorize the Board of Directors to select an auditing company to conduct the 2025 financial audit according to the content of submission No. 04.

(Voting ratio: Agree: 100%; disagree: 0%; no opinion: 0%)

6. Problem Six

Agreed to dismiss the members of the Board of Directors from April 18, 2025 for Mr. Nguyen Quoc Binh - Independent member of the Board of Directors, 100% rate

Unanimously approved the results of the election of additional members to the Board of Directors for the term 2022-2027 for Mr. Lam Thanh Lam

(Voting ratio: Agree: 100%; disagree: 0%; no opinion: 0%)

7. Problem Seven

Agree not to pay dividends in 2024, based on the production and business results of the first 6 months of 2025, the Board of Directors will consider asking for shareholders' opinions.

Voting results:

(Voting rate: Agree: 83.61%; disagree: 16.39%; no opinion: 0%)

The minutes ended at 11:15 a.m. the same day, were read to the entire Congress and approved by 100% of the votes. These minutes were made into 03 original copies and were copied and sent to the subjects according to the provisions of the Company Charter.

CHAIRMAN OF THE CONFERENCE



NGUYEN HONG CHAU

SECRETARY OF THE CONGRESS

HO HUYEN TRANG

PHAN TONG THUY HUYEN TRANG



BOARD OF DIRECTORS ACTIVITIES REPORT 2024, PLAN 2025

Based on the functions, duties and powers of the Board of Directors as stipulated in the Company Charter.

Pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders

On behalf of the Board of Directors, I would like to report to the congress on the results of the implementation of tasks in 2024 and the specific planning orientations for 2025 as follows:

PART 1: IMPLEMENTATION OF DUTIES

I. PERSONNEL: The Company's Board of Directors consists of 05 members.

1. Mr. Nguyen Hong Chau _ Chairman
2. Mr. Pham Thanh Liem _ Member
3. Ms. Lam Thi Mai _ Member
4. Mr. Nguyen Quoc Binh _ Member
5. Ms. Bui Hoai Chau _ Member

II. RESULTS OF IMPLEMENTING THE RESOLUTION OF THE 2024 SHAREHOLDERS' MEETING

In 2024, the Board of Directors held 06 meetings as required by production and business tasks, and issued 06 Resolutions to serve the company's management and administration. Documents issued by the Board of Directors were issued promptly and based on the principle of democratic centralism, in accordance with regulations, with the following implementation results:

1. Implementation status of production and business targets in 2024

No	INDICATORS	Unit	Merge 2024		
			Plan	Real	Proportion
1	Total Revenue	million dong	19.333	51.103	264.3%
2	Profit before tax	million dong	1.850	710	38.4%

2. Fund allocation:

No	INDICATORS	Consolidation report	Note
1	Reward and Welfare Fund (5%)	27.442.700	
2	Board of Directors and Supervisory	13.721.400	

	Board Remuneration Fund (2.5%)		
3	Management bonus fund (2.5%)	13.721.400	
4	Annual Dividend Fund 2024 (90%)	493.969.055	

3. Signing of transaction contracts with related parties.

- Signed a contract to become a distributor of construction materials and a contract to grind and process mixed stone with Binh Duong Construction and Materials Joint Stock Company.
- Signed a contract to become a construction materials distributor with Nui Nho Stone Joint Stock Company.

4. Transfer of Song Phan Joint Stock Company.

In 2024, 03 partners came to see and negotiate, but up to now, the transfer of Song Phan Company has not been carried out

5. Investment in stone quarries worth no more than 100 billion VND

Up to now, it has not been implemented. In 2024, the Board of Directors and the Board of Management surveyed mines in Phu Giao, Dong Phu and Hon Quan districts of Binh Duong and Binh Phuoc provinces, however, most of these mines are stuck in legal procedures and high transfer prices.

6. Joint venture partners to provide logistics services.

Not yet implemented because the partner TBS Logistics still does not have a feasible plan to cooperate with Nhi Hiep to do the project

7. Authorize the Board of Directors to select an auditing company.

The company has signed a financial statement audit contract with independent auditing firm AASCS to complete the audit of the 2024 financial statements

8. Some other issues

- Completed the renewal of the operating license of Nhi Hiep 2 Inland Waterway Terminal in November 2024.
- The People's Committee of Binh Thuan province has granted an adjustment to the clay mine license in August 2024.
- Binh Phuoc branch at Tan Lap quarry reopened in July 2024.
- Invested in 02 used stone crushing lines with a total capacity of 600 tons/hour worth 60 billion VND, signed a stone grinding and processing contract with Binh Duong Construction and Materials Joint Stock Company at Tan Lap quarry, Binh Phuoc.
- Mortgaged the land certificate of Nhi Hiep Brick - Tile Joint Stock Company to borrow 30 billion VND in bank credit to pay 50% of the investment in 02 stone crushing and screening machines.
- Directing the search for partners to lease premises to maximize the efficiency of land use of the existing Company.

*** General assessment:**

In 2024, although the Board of Directors was very determined in directing the operations of the Board of Directors, in addition to the leasing of premises and 02 stone grinding and processing machines operating stably and effectively, Song Phan Brick and Tile Factory had to stop production and encountered many difficulties, leading to business results not reaching the target set by the shareholders' meeting

(reaching 38.4%). The main reason is that the country's economy is facing difficulties, very few construction projects are being constructed due to the sluggish real estate market, the state's management is also tightening... from there, the Company's goods are consumed very slowly, the company has to set aside large inventories for Song Phan... this is an undesirable result of the Board of Directors, we hope that shareholders will share the common difficulties of the Company.

Part 2: Board of Directors' Operational Plan for 2025

The economy in 2025 is expected to be more prosperous than in 2024 thanks to the large public investment projects that have been implemented. However, the market still faces many difficulties due to the impact of political and economic instability in the world. In the country, there is a streamlining of the state apparatus, merging of provincial, district and communal administrative units... In addition, the domestic real estate market is still quiet, with no positive changes... which will affect the Company's business activities. The Board of Directors has agreed with the Board of Directors to develop and submit to the 2025 General Meeting of Shareholders with the following targets:

No	INDICATORS	Unit	Plan 2025
1	Revenue	million dong	55.000
2	Profit before tax	million dong	1.500

*** Mind the mission**

1. Continuously improve the effectiveness and efficiency of the Board of Directors' operations on the basis of strict compliance with the provisions of the Law and the Company's Charter, ensuring maximum facilitation and promoting the capacity of the management and executive staff.

2. The Board of Directors directs and closely monitors production costs. Regularly inspects the Executive Board in implementing the Board of Directors' resolutions and decisions.

3. Manage and operate well 02 stone grinding machines at Tan Lap stone quarry to promote investment efficiency.

4. Continue to find partners to transfer Song Phan Joint Stock Company.

5. Carry out procedures to invest in a gas station and electric charging and gas filling station at Nhi Hiep Land Area.

6. Continue to research and invest in quarries to expand the company's development

Respectfully present to the general meeting of shareholders!

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



NGUYEN HONG CHAU

No: 01/TTr-CTY

Di An, day 18th, April, 2025

SUBMISSION

Re: Approval of financial targets and fund distribution ratios

Pursuant to the Company's Charter.

Pursuant to the 2024 Financial Statements audited by the Southern Advisory Auditing Company (AASCs).

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the financial targets for 2024 as follows:

No.	Indicator	Consolidated Report	Notes
I	Total after-tax profit for the year 2024.	548.854.555	
II	Profit Distribution 2024		
1	Reward and welfare fund (5%)	27.442.700	
2	Remuneration fund for BOD & Supervisory Board (2.5%)	13.721.400	
3	Bonus fund for Executive Management (2.5%)	13.721.400	
4	Dividend fund for 2024 (90%)	493.969.055	
5	Remaining previous years' dividend fund	250.365.969	
6	Total dividend fund carried forward to 2025	744.335.024	

III. Proposed 2025 Profit Distribution and Dividend Allocation:

- Profit distribution from the consolidated post-tax profit:

- | | | |
|---|---|-------|
| 1. Reward and welfare fund | : | 5 % |
| 2. Remuneration fund for BOD & Supervisory Board: | | 2,5 % |
| 3. Bonus fund for Executive Management | : | 2,5 % |
| 4. Development investment fund | : | 25 % |
| 5. Dividend fund | : | 65 % |

Dividend payment for 2025: Depending on the actual business situation, the company will present specific details at the 2026 Annual General Meeting of Shareholders.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HONG CHAU

No: 02/TTr-CTY

Di An, day 18th, April, 2025

SUBMISSION

Re: Approval for signing transactions with related parties

To: General Meeting of Shareholders

- Pursuant to the current Enterprise Law;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to the Charter and corporate governance regulations of Nhi Hiep Brick Tile co-operation.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of signing transactions with related parties for 2025 as follows:

1. Approval for signing transactions with related parties:

a. Binh Duong Materials and Construction Joint Stock Company

- Relationship with NHC: Major shareholder owning 30.04% of NHC's charter capital.
- Transaction details: Distributor contract for construction material products; Office space lease agreement; Contract for mixed stone grinding service; Petroleum Purchase and Sale Contract/Contract for Petroleum Purchase and Sale.

b. Nui Nho Stone Joint Stock Company

- Relationship with NHC: Major shareholder owning 19.57% of NHC's charter capital.
- Transaction details: Distributor contract for construction material products.

2. Authorization:

The General Meeting of Shareholders authorizes the Board of Directors to direct the Company in negotiating the specific terms of the above-mentioned contracts to ensure compliance with current laws while aligning with the conditions and characteristics of Nhi Hiep Brick Tile co-operation.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN


NGUYEN HONG CHAU

No: 03/TTr-CTY

Di An, day 18th, April, 2025

SUBMISSION

Re: Change of Company Headquarters Address

To: General Meeting of Shareholders

- Pursuant to the current Enterprise Law;
- Pursuant to the Charter and operations of Nhi Hiep Brick Tile co-operation.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the change in the headquarters address of Nhi Hiep Brick Tile co-operation as follows:

1. Details of the address change:

- Previous address: No. 1/8, Quyet Thang Quarter, Binh Thang Ward, Di An City, Binh Duong Province.
- New address: No. 34, DT 743 Street, Tan Dong Hiep Ward, Di An City, Binh Duong Province.
- Implementation time: 2025

2. Authorization:

- The General Meeting of Shareholders authorizes the Board of Directors to determine the timing of the change and carry out the necessary procedures to complete the address change in accordance with applicable laws and company regulations.
- The Board of Directors is authorized to delegate appropriate personnel to perform the aforementioned tasks.
- Amend and supplement the Company's Charter regarding the address change once approved by the relevant regulatory authorities.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN HONG CHAU

Di An, day 18th, April, 2025

REPORT
INDEPENDENT BOARD MEMBER'S ASSESSMENT
AT THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of certain provisions of the Securities Law and the regulations in the Charter of Nhi Hiep Brick and Tile Joint Stock Company, the independent member of the Board of Directors (BOD) presents the annual report on activities in 2024 at the Annual General Meeting of Shareholders (AGM).

I. BOD Activities in 2024:

The independent BOD member provides the following general assessments:

- The BOD has worked with a high sense of responsibility and transparency in corporate governance, adhering strictly to regulations applicable to public companies. BOD meetings were convened promptly and conducted in accordance with the procedures stipulated in the Company's Charter and internal governance regulations. Meeting contents were thoroughly discussed and assessed by all BOD members to ensure the best interests of the Company.
- Key matters related to business strategy, market expansion, technology investment, and management system development were regularly reviewed and evaluated during periodic meetings.
- Decisions made during BOD meetings followed the majority principle, with full meeting minutes recorded and signed by attending members.

1. Organizational Structure

In 2024, the BOD consisted of five members, including one independent member. All BOD members actively and fully participated in strategic planning, compliance oversight, and corporate governance best practices.

2. Operational Mechanism:

- In 2024, the BOD held six meetings, conducted both in-person and via written consultation. These meetings were organized with clear schedules, well-prepared documents, and in compliance with the Company's Charter and legal regulations. Discussion topics were thoroughly analyzed and debated by BOD members.
- Matters related to strategy, business planning, finance, corporate culture, and management system development were closely coordinated between the BOD and the Executive Board (EB).

- Changes in investment plans and new strategies were independently researched and critically reviewed between the BOD and EB..

3. Corporate Governance and Supervision Results:

- The BOD has effectively fulfilled its role in implementing plans, guidelines, and strategic directions set by the AGM.
- The BOD complied with corporate governance regulations, convening regular and extraordinary meetings to make timely decisions based on actual conditions.
- The BOD fulfilled its responsibilities in directing, supporting, and supervising the EB in executing resolutions passed by the AGM and BOD, ensuring compliance with legal regulations while balancing corporate and shareholder interests.
- Important EB decisions were analyzed, debated, and consulted with BOD members or the BOD Chairman to safeguard the Company's interests.
- BOD members proactively assumed their roles and responsibilities, offering support, sharing experience, and engaging in governance-related discussions with the EB.

4. Conclusion:

- The BOD proactively held meetings, issued resolutions, and directed the Company in effectively executing business and investment plans. The CEO and management team successfully carried out their assigned tasks, efficiently managing capital, assets, and inventory while enhancing business performance. The Company adhered to both internal and state management regulations.
- The independent BOD member worked closely with the BOD, CEO, and shareholders, ensuring strict compliance with Company regulations and state laws.
- The BOD fully exercised its ownership representation role in supervising Company operations, providing timely direction, and ensuring optimal resource utilization to achieve AGM targets while adhering to legal and corporate regulations.
- Besides its governance and supervisory roles, the BOD closely collaborated with the EB to address operational challenges in 2024.
- Despite significant economic and political impacts domestically and internationally in 2024, the BOD remained highly responsible, united, and cooperative in executing tasks transparently and prudently. The BOD implemented decisive supervisory measures to ensure that EB decisions aligned with AGM and BOD resolutions, ultimately protecting the interests of the Company and shareholders.

II. Evaluation of the 2024 Financial Statements

The 2024 financial statements provide a complete, truthful, and reasonable reflection of the Company's business activities, financial status, assets, and capital as of December 31, 2024. Business results and cash flow statements comply with regulations set by the Ministry of Finance. The Company's financial health is stable, and capital has been efficiently utilized. Asset, material, capital, and debt management have been conducted

rigorously and in compliance with regulations. Tax declarations and payments were fully executed without violations.

III. Assessment of Transactions Involving Insiders and Related Parties

1. Transactions Between the Company and Related Parties, Major Shareholders, Insiders, or Their Related Persons: **None.**
2. Transactions Between Insiders or Their Related Persons and Subsidiaries or Controlled Entities of the Listed Company: **None.**
3. Other Company Transactions:
 - a. Transactions with Companies Where BOD Members, Supervisory Board Members or Executives Are Founding Members or Currently Hold Executive Positions.
 - In 2024, in accordance with the AGM resolution, the BOD directed the CEO to sign a distribution agreement for construction materials with related parties, including Binh Duong Construction Materials JSC and Nui Nho Stone JSC, to support the Company's business activities.
 - These transactions were fully disclosed, approved by the appropriate authority, and complied with internal and legal transaction limits.
 - b. Transactions with Companies Where Related Persons of BOD Members or Executives Hold Executive Positions: **None.**
 - c. Other Transactions That Could Provide Material or Non-Material Benefits to BOD Members or Executives: **None.**

4. Insider and Related Party Share Transactions

- a. Transactions Involving Insiders and Their Related Parties in Company Shares:

In 2024, there were share transactions involving Company insiders and their related parties, all of which were duly reported and publicly disclosed in full compliance with internal and legal regulations.

- b. Other Notable Issues: **None.**

This report presents the independent BOD member's assessment of the 2024 activities of Nhi Hiep Brick and Tile JSC's Board of Directors.

Respectfully submitted!


INDEPENDENT BOARD MEMBER
CÔNG TY
CỔ PHẦN
GẠCH NGÓI
NHỊ HIỆP
TP. DI AN - T. BÌNH DƯƠNG
BUI HOAI CHAU



SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

Di An, day 18th, April, 2025

REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD FOR THE YEAR 2024

To: Esteemed Shareholders

Pursuant to the functions, duties, and powers of the Supervisory Board as stipulated in the Company's Charter, On behalf of the Supervisory Board, I would like to report to the General

Meeting of Shareholders on the results of the Supervisory Board's activities in 2024 as follows:

I. COMPOSITION OF THE SUPERVISORY BOARD

The Board of Supervisors consists of 3 members elected by the General Meeting of Shareholders, including:

- | | |
|------------------------------|---------------------------------|
| 1. Mr. Huynh Minh Tam | – Head of the Supervisory Board |
| 2. Ms. Phan Thi Thuyen Huong | – Member |
| 3. Mr. Ho Huyen Trang | – Member |

II. PERFORMANCE OF DUTIES

1. Inspection and Supervision Work:

In 2024, the Supervisory Board conducted monitoring of the company's activities within its scope of authority, including:

- Check and supervise the implementation of the Resolution of the General Meeting of Shareholders, Resolution of the Board of Directors, Charter and working regulations between the Chairman of the Board of Directors and the Director, and internal documents issued to serve the management and operation of the enterprise.
- Reviewing and supervising the execution of business plans and technical-economic indicators of the Company..
- Assessing the legality and reasonableness of business operations, bookkeeping, and financial reporting of the Company and its subsidiaries.
- Monitoring compliance with information disclosure regulations set by the State Securities Commission.
- Discussing issues raised in the audited financial statements with the independent auditors.
- Consulting with the Company's management on the 2025 business plan.
- Through the work results, the Board of Supervisors has reported to the Board of Directors and the Board of Management of the Company the remaining shortcomings, and at the same time proposed solutions to resolve and handle such as: payment collection procedures; Calculation and accounting of accounts; additional analysis and pre-quotation of expenses, etc. All proposals and recommendations are considered and resolved by the Board of Directors and the Board of Management within the scope of their authority as stipulated in the Company Charter and relevant legal documents.
- The Board of Supervisors has assigned tasks to the supervisors and organized regular meetings in accordance with the provisions of the Enterprise Law and the

Company's Charter. Fully participated in meetings of the Company's Board of Directors on orientation and decision-making on issues related to Production and Business.

2. Monitoring the Implementation of GMS Resolutions:

The Board of Directors has implemented the Resolution of the 2024 General Meeting of Shareholders as assigned:

Ensured the welfare of employees, contributing to the successful execution of the annual business plan assigned by the GMS.

- Implement the production and business plan targets assigned by the General Meeting of Shareholders as presented in the report.;
- Allocated and distributed funds according to the approved resolutions;
- Negotiated and signed an auditing contract with AASC Auditing Company for financial statement audits;
- Taking good care of the lives of the Company's staff helps speed up the implementation of annual planning targets assigned by the General Meeting of Shareholders.

3. Results of monitoring the performance of management and operation tasks of the Board of Directors, Board of Management and management staff.

- In 2024, the Board of Directors held 5 regular meetings. In addition, to prohibit actions in response to Resolutions and decisions, the Board of Directors collected written opinions from Board members. The Board of Directors has seriously implemented the Resolutions of the General Meeting of Shareholders. The Board of Directors has issued Resolutions and decisions related to production and business activities, investment and construction orientations, and personnel organization in accordance with regulations and the company adjusted.

- The Board of Directors has performed well its role in directing, supervising and supporting the Board of Directors in effectively managing production and business activities and has achieved the production and business targets approved by the General Meeting of Shareholders.

- The Board of Directors has made efforts to manage production and business, determined to overcome difficulties, to implement the 2024 production and business plan approved by the Annual General Meeting of Shareholders and the Resolutions and Decisions of the Board of Directors.

- The Board of Supervisors found that the Board of Management had carried out the Company's business activities in accordance with the recommendations of the Board of Directors.

- At the time of reporting, the Board of Supervisors has not received any complaints related to the positions of the Board of Directors and the Board of Management. The Board of Supervisors has not seen any abnormalities in the activities of the Board of Directors, the Board of Management and the company's management staff.

- The Supervisory Board agrees to approve the business performance report, profit distribution plan, and fund allocations of the Company.

- Remuneration of the Board of Directors and the Board of Supervisors is paid according to the resolution of the 2024 General Meeting of Shareholders.



III. BOARD OF SUPERVISORY BOARD'S 2025 ACTIVITY PLAN

1. Supervise the activities of the Board of Directors, the Board of Management of the Company, supervise the implementation of resolutions of the General Meeting of Shareholders, supervise the implementation according to the Company Charter, internal regulations on corporate governance

2. Review quarterly financial reports before submitting to the Chairman of the Board of Directors for review and approval..

3. Monitor and supervise information disclosure according to regulations of the State Securities Commission.

4. Strengthening control work at Company departments and subsidiaries.

Above is the report on the performance of the Board of Supervisors.

Respectfully submit to the General Meeting of Shareholders for consideration.

ON BEHALF OF THE BOARD OF
SUPERVISORS HEAD



HUYNH MINH TAM

No: 280 /BCKT/TC/2025/AASCS

INDEPENDENT AUDITOR'S REPORT

On the consolidated financial statements of Nhi Hiep Brick – Tile Co-operation and its subsidiary for the year ended 31 December 2024

**To : SHAREHOLDERS, BOARD OF DIRECTORS, AND BOARD OF MANAGEMENT
NHI HIEP BRICK – TILE CO-OPERATION**

We have audited the consolidated financial statements of Nhi Hiep Brick – Tile Co-operation and its Subsidiary ("the Company"), prepared on March 25, 2025, set out on page 06 to 41, which comprise the consolidated balance sheet as at 31 December 2024, the consolidated income statement and the consolidated cash flow statement for the year then ended and the notes thereto.

The Board of Management's Responsibility

The Company's Board of Management is responsible for the preparation and fair presentation of these financial statements in accordance with the Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and the statutory requirements relevant to the preparation and presentation of the consolidated financial statements and for such internal control as the Board of Management determines is necessary to enable the preparation and presentation of the financial statements are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial consolidated statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical regulations and standards, plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including assessments of the risk of material misstatement in financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Company's Board of Management, as well as evaluating the overall presentation of the financial statements.

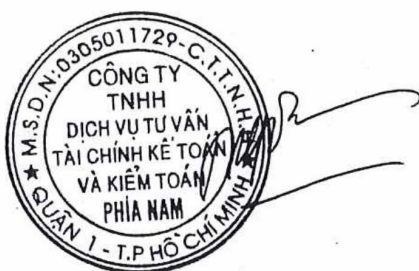
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

The opinion of the auditor:

In our opinion, the consolidated financial statements give a true and fair view, in all material respects, of the financial position of the Company as at 31 December 2024, and of the consolidated results of its operations and its consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System and the statutory requirements relevant to the preparation and presentation of the financial statements.

Ho Chi Minh City, March 25, 2025

**Southern Auditing and Accounting Financial
Consulting Services Company Limited - AASCs**
Deputy Director



Le Kim Ngoc

Audit Practising Registration Certificate:
0181-2023-142-1

Auditor



Chu The Binh

Audit Practising Registration Certificate:
1858-2023-142-1

No: 04/TTr-BKS

Di An, day 18th, April, 2025

SUBMISSION

Re: Authorization for the Board of Directors to select an audit firm

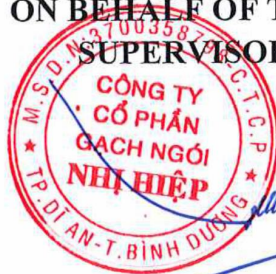
To: General Meeting of Shareholders

- Pursuant to the current Securities Law.
- Pursuant to the Charter and Corporate Governance Regulations of Nhi Hiep Brick Tile co-operation.

The Supervisory Board respectfully submits to the General Meeting of Shareholders for approval and authorization for the Board of Directors to select one of the independent audit firms approved by the State Securities Commission to audit listed companies, in order to conduct the financial statement audit for the year 2025 of Nhi Hiep Brick Tile co-operation.

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

ON BEHALF OF THE BOARD OF
SUPERVISORS HEAD



HUYNH MINH TAM

Di An, April 18, 2025

RULES

ELECTION OF ADDITIONAL MEMBERS OF THE BOARD OF DIRECTORS FOR THE TERM 2022-2027 AT THE GENERAL MEETING OF SHAREHOLDERS

NHI HIEP BRICK AND TILE JOINT STOCK COMPANY 2025

Base:

- *The Enterprise Law was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Company Charter.*

ARTICLE 1: NOMINATION, CANDIDATE FOR BOARD OF DIRECTORS MEMBERS.

- The number of board members is 01 person..
- Conditions for nomination - candidacy, standards of candidates and candidacy documents are implemented according to Notice No. of the Company announced information on April 15, 2025.

- Selection of candidates: Based on the profiles of shareholders or groups of shareholders participating in the nomination, the Organizing Committee of the General Meeting will prepare a list of candidates who meet the requirements as prescribed and submit it to the General Meeting to elect members of the Board of Directors.

ARTICLE 1: ELECTION OF BOARD MEMBERS.

1/ Subject of election.

Shareholders owning voting shares and authorized representatives of shareholders owning voting shares of the Company (according to the list of shareholders closed on March 14, 2025)

2/ Ballot and ballot paper.

- The list of candidates for Board of Directors members is arranged in alphabetical order by name, with full name written on the ballot.
- Shareholders or authorized representatives are simultaneously issued ballots to vote for Board of Directors members according to the attendance code (owned and authorized).
- In case of incorrect recording, shareholders can request the Vote Counting Committee to change the ballot.;
- Shareholders or authorized persons must personally mark (x) or write the number of votes for each candidate in the blank box of that candidate on the ballot.

3/ Invalid ballot cases:

- The ballot does not follow the prescribed form of the Congress Organizing Committee and does not have the seal of Nhi Hiep Brick and Tile Joint Stock Company;
- Ballots with crossed-out, corrected, added or incorrect names, not on the list of candidates unanimously approved by the General Meeting of Shareholders before voting.;
- The total number of votes for the candidates of the Shareholder exceeds the total number of voting rights held by that Shareholder..

4/ Election method.

- Voting to elect members of the Board of Directors is carried out by cumulative voting method;

- Each Shareholder has a total number of voting rights corresponding to the total number of voting shares (including owned and authorized) multiplied by the number of elected members of the Board of Directors.;

- Shareholders choose one of the following two methods to elect members of the board of directors:

+ **Equal voting:** Shareholders only need to check (x) in the box ELEVATE VOTING. The number of votes of each candidate marked (x) will be the result of equal division of the total number of voting rights of shareholders divided among the selected candidates..

+ **Cumulative voting:** Shareholders directly write the number of votes in the blank box of each candidate they choose. The number of votes for each candidate may vary depending on the trust of the shareholders. The total number of votes that shareholders vote for candidates must not exceed the total number of votes of the shareholders..

- **Principles of voting and counting:**

+ The counting committee shall check the ballot boxes in the presence of the Shareholders;
+ Voting begins when the distribution of ballot papers is completed and ends when the last Shareholder places his/her ballot in the ballot box;

+ The counting of votes must be carried out immediately after the voting ends;

+ The vote counting results are recorded in writing and announced by the Head of the Vote Counting Committee before the Congress..

- **Principle of cumulative voting, principle of election of members of the Board of Directors**

+ Cumulative voting principle: According to the instructions specified in the appendix attached to this Regulation.

+ Principle of election:

The candidate elected to the Board of Directors is the candidate with the highest number of votes;

In case the expected number of Board members cannot be selected due to candidates having the same number of votes, a re-election will be held for those candidates to select the person with the higher number of votes.

ARTICLE 3: Complaints about voting and vote counting will be resolved by the meeting chairman and recorded in the minutes of the General Meeting of Shareholders.

This Charter consists of 03 articles and is read publicly before the General Meeting of Shareholders for voting and approval.

**NHI HIEP BRICK AND TILE JOINT STOCK
COMPANY**

APPENDIX GUIDELINES FOR ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS

(By cumulative voting method)

1. Vote type:

- Blue ballot: vote for Board of Directors members

2. Vote:

- Ballots for Board members are placed in sealed ballot boxes.

3. Record votes:

- Each shareholder has a total number of votes corresponding to the total number of voting shares (including owned and authorized) multiplied by the number of elected members of the Board of Directors. Shareholders choose one of the following two methods to elect members of the Board of Directors

+ **Equal voting:** Shareholders only need to check (x) in the box ELEVATE VOTING. The number of votes of each candidate marked (x) will be the result of equal division of the total number of voting rights of shareholders divided among the selected candidates..

+ **Cumulative voting:** Shareholders directly write the number of votes in the blank box of each candidate they choose. The number of votes for each candidate may vary depending on the trust of the shareholders. The total number of votes that shareholders vote for candidates must not exceed the total number of votes of the shareholders..

Example of Board of Directors election: The General Meeting of Shareholders votes to select 05 members of the Board of Directors from a total of 05 candidates. Shareholder Nguyen Van A holds (including ownership and authorization) 1,000 shares with voting rights. Then the total number of voting rights of shareholder Nguyen Van A is: 1,000 shares x 5 = 5,000 voting rights.

Case 1: Shareholder Nguyen Van A votes equally (divides his votes equally among 5 candidates for the Board of Directors, equivalent to each candidate receiving 1,000 votes)

Candidate's Name	Number of voting rights elected
1. Candidate 1	1.000
2. Candidate 2	1.000
3. Candidate 3	1.000
4. Candidate 4	1.000
5. Candidate 5	1.000
Total voting rights	5.000

Case 2: Shareholder Nguyen Van A Bau casts all of his voting rights for 1 candidate for the Board of Directors:

Candidate's Name	Number of voting rights elected
1. Candidate 1	0
2. Candidate 2	5.000
3. Candidate 3	0
4. Candidate 4	0
5. Candidate 5	0
Total voting rights	5.000

Case 3: Shareholder Nguyen Van A votes for several candidates for the Board of Directors.

Candidate's Name	Number of voting rights elected
1. Candidate 1	1.000
2. Candidate 2	1.500
3. Candidate 3	2.500
4. Candidate 4	
5. Candidate 5	
Total voting rights	5.000

