

Detailed content		Host
07:30 – 08:30	Welcoming shareholders and delegates attending the Annual General Meeting of Shareholders (AGM)	Organizing Committee
	Distribute meeting documents, voting cards, Voting ballots, Election ballots	
08:30 – 08:35	Report on the verification of shareholder eligibility	Voter Eligibility Verification Committee
08:35 – 08:40	Opening, Introduction of delegates and introduction of the Meeting Chairman	Organizing Committee
08:40 – 08:50	Introduce and vote through the Presidium, Secretariat and Ballot Counting Committee (also the Election Committee).	Chairman
08:50 – 09:05	Presentation and vote to approve of the AGM agenda	Chairman
	Present and vote to approve the Meeting Regulations; Voting Regulations at the Meeting.	
09:05 – 09:45	1. Report of the Executive Board on the 2024 business results and 2025 Business plan	Chairman
	2. Report of the Board of Directors on the 2024 operation and 2025 plan	
	3. Report of the Board of Supervisors in 2024 and Plan in 2025.	
	4. Proposal regarding Approval of the 2024 Audited Financial Statement.	
	5. Proposal regarding Approval of the 2024 Profit Distribution Plan	
	6. Proposal regarding Approval of the 2025 Profit Plan and the Proposed Profit distribution;	
	7. Proposal regarding Approval of the remuneration for the Board of Director' members; Board of Supervisors; BOD Secretary; Salary of executive managers in 2024; Remuneration payment plan in 2025	
	8. Proposal regarding selection of an independent auditing firm to audit semi-annual and full-year financial statements for 2025.	
	9. Proposal regarding approval of the 2025 contract between the Company and Hanoi Beer Alcohol And Beverage Joint Stock Corporation	
	10. Proposal regarding approval of the dismissal of 01 Board of Supervisors due to the end of the term and electing an additional member of the Board of Supervisors for the 2025 - 2030 term.	
09:45-10:05	Present and vote to approve the Regulations on nomination, candidacy, and election of additional members of the Board of Supervisors (term 2025-2030) and Election Instructions.	
10:05– 10:20	Discuss voting contents (Shareholders have opinions to speak)	Chairman
10:20 – 10:30	Conduct voting on matters at the Meeting and Elections	Shareholders Ballot Counting Committee

MEETING AGENDA ON APRIL 25, 2025
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
HANOI - THANH HOA BEER JOINT STOCK COMPANY

Time	Detailed content	Host
10:30 - 10:50	Vote Counting, Election Ballots	Ballot Counting Committee
	Take a break.	
10:50 - 11:00	Announcement of voting results and Election	Counting Committee
11:00 – 11:10	Present Draft Minute and Draft Resolution of the Meeting.	Secretary
	Vote to approve the Draft Minute; Draft Resolution of the Meeting.	Chairman
11:10 – 11:15	Summary and Closing of the Meeting.	Chairman

Thanh Hoa, April 25, 2025

REGULATIONS
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
HANOI - THANH HOA BEER JOINT STOCK COMPANY

Pursuant to:

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company.

The 2025 Annual General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company is organized and implemented according to the following Regulations:

Article 1. Shareholders and authorized representatives of shareholders attending the General Meeting of Shareholders

1. Shareholders of the Company whose names are on the list of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company as of March 26, 2025 provided by Vietnam Securities Depository and Clearing Corporation (VSDC) or legally authorized representatives of shareholders (hereinafter referred to as "Delegate/Voter") have the right to attend and vote at the General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company;
2. Delegates must be present at the specified time and register with the General Meeting's Organizing Committee before entering the Meeting room;
3. Delegates attending after the meeting has started may still register and have the right to vote immediately after registration. The chairman is not responsible for stopping the meeting to allow shareholders, authorized representatives of shareholders or people authorized to attend the meeting who attend late to register and the validity of the contents previously voted on remains unchanged;
4. During the General Meeting, shareholders must comply with the instructions of the Presidium, behave civilly, politely and maintain order;
5. Delegates must keep the documents confidential, properly follow the regulations on using and preserving documents, not copy or record them for people outside the General Meeting; not record, film or audi the meeting without permission from the Presidium;

6. Authorization to attend the General Meeting of Shareholders: Shareholders who have the right to attend the General Meeting of Shareholders according to the provisions of law may authorize individuals or organizations to attend on their behalf. Authorization for representatives to attend the General Meeting of Shareholders shall be implemented in accordance with the provisions of Article 16 of the Company's Charter.

Article 2. Chairman of the General Meeting

1. The General Meeting has 01 Chairman of the General Meeting who is the Chairman of the Board of Directors. The Chairman of the General Meeting can invite 02 other members to participate.

2. Duties of the Chairman:

- a. Conduct the activities of the Company's General Meeting of Shareholders according to the program approved by the General Meeting of Shareholders;
- b. Guide delegates and the General Meeting to discuss the contents of the program;
- c. Draft and conclude necessary issues for the General Meeting to vote on;
- d. Respond to shareholder inquiries;
- e. The decision of the Presidium on matters of order, procedure or events arising outside the agenda of the General Meeting shall be final.

Article 3. General Meeting's Secretariat

1. The Secretariat of the General Meeting consists of 02 people introduced by the Chairman of the General Meeting and approved by the General Meeting. The Secretariat is responsible to the Presidium and the General Meeting of Shareholders for its duties and is under the direction of the Presidium.

2. Duties of the Secretariat:

- a. Assist the Presidium in announcing draft documents, conclusions, Resolutions of the General Meeting and notices of the Presidium sent to shareholders when requested;
- b. Receive and review registration forms for shareholders' opinions and submit them to the Presidium for decision;
- c. Record fully and honestly all the content of the General Meeting and the issues approved or noted by the shareholders in the Minutes of the General Meeting;
- d. Draft Resolutions on issues approved at the General Meeting.

Article 4. Voter Eligibility Verification Committee

1. The Voter Eligibility Verification Committee of the General Meeting consists of 03 people, the Head of the Company's Board of Supervisors is the Head of the Voter Eligibility Verification Committee. The Voter Eligibility Verification Committee is responsible to the Presidium and the General Meeting of Shareholders for its duties.

2. Duties of the Voter Eligibility Verification Committee.

- a. The Voter Eligibility Verification Committee of the General Meeting is responsible for examining the eligibility and status of shareholders and shareholder representatives attending the meeting.
- b. The Head of the Voter Eligibility Verification Committee reports to the General Meeting of Shareholders on the situation of shareholders attending the meeting. If the number of

shareholders entitled to attend the meeting represents more than 50% of the total votes of all shareholders entitled to vote, the General Meeting of Shareholders of the Company shall be held.

Article 5. Ballot Counting Committee

1. The General Meeting's Ballot Counting Committee consists of 03 people: 01 Head of the committee and 02 members introduced by the General Meeting Chairman and approved by the General Meeting.

2. Duties of the Ballot Counting Committee:

a. Manage and accurately determine the voting results on each content to be voted on at the General Meeting;

b. Promptly notify the secretary of the voting results;

c. Review and report to the General Meeting any violations of voting rules or complaints about voting results;

d. Conduct the election at the General Meeting and announce the election results;

e. The Ballot Counting Committee must prepare the vote Counting Minutes and be responsible to the Presidium and the General Meeting of Shareholders when performing its duties.

Article 6. Discussion at the General Meeting

1. Principle:

a. Discussions shall only be conducted within the prescribed time and within the scope of the contents in the agenda of the Shareholders' Meeting;

b. Shareholders who have comments to discuss register the content on the Question Form and submit it to the Secretary of the General Meeting;

c. The Secretary of the General Meeting will arrange the Question Forms (if any) of shareholders in order of registration and forward them to the Presidium;

d. Shareholders who need to speak or debate should raise their hands and can only speak when the Presidium agrees. The content of the speech should be concise and avoid repetition.

2. Responding to shareholders' opinions:

a. Based on the shareholder's Questionnaire, the Chairman or a member designated by the Chairman will answer the shareholder's opinions;

b. In case of time constraints, questions that are not answered directly at the General Meeting will be answered directly in writing by the Company.

Article 7. Voting to approve contents at the General Meeting

All issues to be voted on in the program and content of the General Meeting must be The General Meeting of Shareholders discusses and votes publicly by raising voting cards or by secret ballot under the direction of the Presidium.

Article 8. Resolutions and Minutes of the General Meeting of Shareholders

The Resolution and Minutes of the General Meeting must be read before the closing of the General Meeting.

Resolutions and Minutes of the Meeting must be voted on by Voting cards.

Article 9. Implementation of the Regulations

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Shareholders and authorized representatives attending the General Meeting must strictly comply with the Regulations at the General Meeting of Shareholders. Shareholders who violate these Regulations will be considered by the Presidium and disciplined according to the Company's Charter and the Law on Enterprises.

This Charter has 09 articles and takes effect immediately after being approved by the Company's General Meeting of Shareholders.

O/B. BOARD OF DIRECTORS

CHAIRMAN



Bùi Trương Thang



Thanh Hoa, April 25, 2025

VOTING REGULATIONS
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
HANOI - THANH HOA BEER JOINT STOCK COMPANY

Pursuant to:

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021 and implementing documents;
- Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company.

The 2025 Annual General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company will vote to approve the contents according to the following regulations:

Article 1. Subjects of voting

Shareholders owning voting shares of the Company whose names are on the list of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company as of March 26, 2025 provided by Vietnam Securities Depository and Clearing Corporation (VSDC) or legally authorized representatives of such shareholders (hereinafter collectively referred to as "Delegate") are entitled to attend and vote at the General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company.

Article 2. Principles

1. Except for the election of the member of the Board of Supervisors, which will be presented in the Regulations on Nomination, Candidacy, and Election of the Additional members of the Board of Supervisors (2025–2030 term), the following reports and proposals will be presented at the AGM and voted on by the General Meeting of Shareholders using voting ballots:

- a. Report of the Board of Directors on the 2024 operation and 2025 plan
- b. Report of the Executive Board on the 2024 business results and 2025 Business plan
- c. Report of the Board of Supervisors in 2024 and Plan in 2025
- d. Proposal: Other proposals as per the meeting agenda approved by the General Meeting of Shareholders.

The matters requiring approval by Voting ballots will be clearly identified and specified in each voting ballot sent to each shareholder.

2. The method of electing the Board of Supervisors' member will be presented in the Regulations on Nomination, Candidacy, and Election of the Additional Members of the Board of Supervisors (2025–2030 term), which will be approved by the General Meeting of Shareholders at the AGM.

3. Except for the matters specified in Clauses 1 and 2 of this Article, all other issues at the AGM will be approved by voting cards.

Article 3 . Voting cards/Voting ballots

Voting cards /Voting ballots are printed by Hanoi - Thanh Hoa Beer Joint Stock Company and sent directly to Delegates and/or authorized representatives at the Meeting (attached with the Meeting documents). Each Delegate and/or authorized representative is provided with 01 set of Voting cards and Voting ballots. The Voting cards /Voting ballots clearly state the registration number ("Voter code"), full name, number of voting shares of that Delegate and are stamped.

Article 4. Voting method

When voting at the General Meeting, delegates vote to approve the contents by the following methods:

❖ Voting card raising method:

- For voting issues by raising Voting Cards, each issue brought before the General Meeting under the authority of the General Meeting of Shareholders is asked for opinions in the following order:

- + Approve (agreement) with the content just submitted;
- + Disapprove (disagreement) with the content just submitted;
- + Abstain (no opinion) on the content just submitted.

- When voting at the Meeting, the delegates raise their Voting cards high towards the Presidium.

- In case a delegate does not raise the Voting Card in all three votes of approval, disapproval and no opinion on an issue, it is considered as *a vote of approval (agreement)*

with that issue.

- In case a delegate raises the Voting Card all three times or two out of three times voting in favor and/or against and/or having no opinion on an issue , *the voting result will be recorded at the last raising of the card.*

❖ **Voting method by Voting Ballot:** Delegates vote by choosing one of three options: Approve, Disapprove, Abstain printed on the Ballot by marking “x” or “√” for each content of the Report and Proposal at the Meeting that needs to be voted on. Then, put the ballot into the box prepared by the Ballot Counting Committee according to the instructions of the Ballot Counting Committee. *The ballot must be signed and clearly state the full name of the delegate.*

- In case a delegate does not choose one of the three options or checks more than one of the three options: Approve, Disapprove, Abstain on a content that needs to be approved, it is considered as *the voting content is invalid.*

- After completing the voting on all the contents that need to be voted on at the Meeting, the delegates cast their votes into the ballot box that has been sealed at the Meeting according to the instructions of the Ballot Counting Committee.

a. **Validity of Voting Ballot:** *A valid voting ballot is a ballot in the pre-printed form issued by the Meeting’s Organizing Committee, without erasures, scratches, or tears, without any additional content other than the regulations for this ballot, and must have a signature, below which must be the full handwritten name of the attending delegate.*

- On the Voting Ballot, the voting content is valid when the delegate selects one of the three voting options: Approve, Disapprove, Abstain. *Invalid voting content* is content for which the delegate *does not mark any voting box* or *marks more than one voting box for the same voting content* or content that does not comply with the regulations of valid voting content. *If a valid voting ballot has one or more invalid voting contents, the remaining valid contents will still be counted in the voting result for that valid content.*

- **Invalid ballot:**

+ Additional content added to the Voting Ballot;

+ Voting ballots do not follow the pre-printed form issued by the Meeting’s Organizing Committee;

+ If the ballot does not have the Company's red seal or has been erased, scratched, torn, or has additional content written outside the regulations for the Voting Ballot, then all voting content on the Voting Ballot is invalid.

+ The ballot does not have full signatures and does not clearly state the full name of the Delegate;

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- + The ballot contains all invalid voting contents;
- + The ballot is submitted after the Counting Committee has opened the sealed ballot box.

Note: In case the Voting ballot is erased, torn, or scraped, the delegate can request the Meeting's Organizing Committee to exchange a new ballot after submitting the old ballot and this must be completed before the expired time for voting in the ballot box as prescribed by the Meeting's Chairman.

b. Announcement of voting results: After completing the voting on all the prescribed contents, the Ballot Counting Committee will proceed to count the votes and the Head of the Ballot Counting Committee will notify the Meeting of the voting results and transfer the voting results to the Secretariat to record in the Minutes of the Meeting.

Article 5. Minimum percentage required for voting

1. Resolutions on the following contents shall be approved if approved by shareholders representing 65% or more of the votes of all shareholders attending and voting at the meeting:

- a. Types of shares and total number of shares of each type;
- b. Change of industry and business field;
- c. Change the company's management structure;
- d. Investment project or sale of assets with a value of 35% or more of the total asset value recorded in the company's most recent financial statements;
- e. Reorganization, dissolution of the company;

2. Other resolutions are approved when approved by the number of delegates owning/ or representing ownership of more than 50% (fifty percent) of the total number of votes of all shareholders attending and voting at the meeting (except for the voting content according to Clause 3, Clause 5 and Clause 6, Article 21 of the Company's Charter).

3. The election of members of the Board of Supervisors must be carried out in accordance with the Regulations on nomination, candidacy, and election of additional members of the Board of Supervisors (term 2025-2030) approved by the General Meeting of Shareholders at the meeting.

Article 6. Ballot counting committee

- The Ballot Counting Committee is nominated by the Chairman and approved by the General Meeting of Shareholders. Candidates participating in the election or nomination (in case of election) are not allowed to participate in the Ballot Counting Committee.

- The Counting Committee is responsible for:
 - + Disseminate principles, rules, and instructions on voting methods;
 - + Check and record voting results, prepare minutes of vote counting, announce results; transfer Minutes to the Chairman for approval of voting and election results;
 - + Promptly notify the Secretary of the voting results;
 - + Conduct elections at the Meeting and announce election results.
- The Ballot counting committee must prepare the Ballot counting Minutes and be responsible to the Presidium and the General Meeting of Shareholders when performing its duties.

Article 7. Complaints

- Complaints about ballot counting will be resolved by the Chairman of the meeting and recorded in the Minutes of the Shareholders' Meeting.

Article 8. Implementation of the Regulations

- This charter consists of 8 articles and is publicly announced to the General Meeting of Shareholders for approval. The contents not specified in detail in this charter shall be uniformly applied according to the provisions of the Company's Charter, the Law on Enterprise 2020 and current legal documents of the State.

**O/B. BOARD OF DIRECTORS
CHAIRMAN**


Bui Trung Thang

T.C.T. 5/

Thanh Hoa, April 25th, 2025

**REGULATIONS ON NOMINATION, CANDIDACY, AND ELECTION
OF ADDITIONAL MEMBERS OF THE BOARD OF SUPERVISORS'
(Term 2025 – 2030)**

Pursuant to:

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 amended and supplemented by Law No. 56/2022/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and implementing documents;
- Pursuant to the Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company;

Regulations on nomination, candidacy, and election of additional members Board of Supervisors' member (term 2025-2030) at the 2025 Annual General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company as follows:

I. Explanation of terms/abbreviations

- Company : Hanoi - Thanh Hoa Beer Joint Stock Company
- BOD : Board of Directors
- BOS : Board of Supervisors
- OC : Organizing Committee
- GMS : General Meeting of Shareholders
- Delegate : Shareholders, authorized representatives of shareholders

II. Chairman at the Meeting

The Chairman at the Meeting is responsible for presiding over the election with the following specific tasks:

- Introduce the list of nominees for the Board of Supervisors;
- Preside over the vote to approve the List of nominations and candidacies;
- Resolve election complaints (if any);

III. Election principles

- Comply with the provisions of law and the Company's Charter.

- The Ballot Counting Committee is nominated by the Chairman and approved by the Meeting. Members of the Ballot Counting Committee may not be on the list of nominees or candidates for the Board of Supervisors.

IV. Numbers, terms and criteria for membership of the Board of Supervisors

1. Number of additional members of the Board of Supervisors elected : 01 member (In case the General Meeting of Shareholders approves the Proposal regarding approval of the dismissal of 01 Board of Supervisors due to the end of the term and electing an additional member of the Board of Supervisors for the 2025 - 2030 term).

2. Term of office of newly elected members: 2025 – 2030.

3. Maximum number of Board of Supervisors candidates: Unlimited

4. Candidates for the Board of Supervisors must satisfy the Standards and conditions of Supervisors as prescribed in Clause 1, Article 169 of the Enterprise Law 59/2020/QH14 and Clause 2, Article 38 of the Company's Charter, specifically:

a. 21 years of age or older, with full civil act capacity and not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises;

b. Trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the business operations of the enterprise;

c. Not a family member of a member of the Board of Directors, Director and other managers;

d. Not a company manager; not necessarily a shareholder or employee of the company, otherwise provided in the Company's Charter;

e. Not working in the accounting or finance department of the Company;

f. Not a member or employee of an independent auditing firm that audited the company's financial statements in the previous 3 consecutive years. Good health, good moral character, honesty, integrity, understanding and awareness of law compliance, and professional capacity and qualifications in finance, accounting and business administration.

V. Nomination and Candidacy as a candidate for the Board of Supervisors

Shareholders holding voting shares have the right to aggregate their voting rights to nominate candidates for the Board of Supervisors at the following ratio:

Percentage of voting shares (%)	Maximum number of nominees (people)
From 5% to less than 10%	01
From 10% to less than 30%	02
From 30% to less than 50%	03
From 50% to under 65%	04
65% or more	Enough candidates

VI. Application for nomination and candidacy for election to the Board of Supervisors (BOS)

1. Nomination documents for Board of Supervisors

- Shareholders/groups of shareholders specified in Section V of this Regulation can apply for election to the Board of Supervisors.

- Application documents for candidacy and nomination of candidates for election to the Board of Supervisors include:
 - + Nomination form or Candidacy form for the Board of Supervisors (*as sample*);
 - + Candidate's resume (*according to form*);
 - + Notarized copy of one of the following documents of the candidate : ID Card/Passport/ Permanent residence registration;
 - + Certificates of educational and professional qualifications (*if any*);
 - + Minutes of Meeting of the group nominating candidates for the Board of Supervisors (if any).
 - + Notarized copy of one of the following documents of the shareholder/group of shareholders participating in nominating candidates: ID card/Passport/Permanent residence registration (for individuals), Business registration certificate (for organizations);

(The form has been posted on the Company's website: <http://biathanhhoa.com.vn/web/> from 04/04/ 2025)
- Nominees/candidates for the Board of Supervisors must be responsible before the law and the General Meeting of Shareholders for the accuracy and honesty of the content in their documents.

2. Location and deadline for receiving nomination and candidacy applications

- Candidacy profile/ Nominations must be sent to the Organizing Committee of the Hanoi - Thanh Hoa Beer Joint Stock Company Meeting ***before 5:00 p.m. on Tuesday, April 15, 2025*** at the following address: No. 152 Quang Trung, Ngoc Trao Ward, Thanh Hoa City according to the Meeting Invitation (if any).
- In case candidates are nominated by shareholder groups at the General Meeting, please send the nomination documents to the General Meeting Secretary before starting the election process. Only nomination/candidate documents that meet the nomination/candidate requirements and candidates that meet the corresponding requirements of the Board of Supervisors' members will be included in the list of candidates announced at the General Meeting.

VII. Candidate List

- Based on the Candidacy and nomination documents of shareholders, shareholder groups and the attached documents of the candidates, the Secretary of the General Meeting will prepare a list of candidates who meet the prescribed conditions to elect additional members of the Board of Supervisors.
- In case the number of candidates for the Board of Supervisors through nomination and candidacy is still not enough, then: The incumbent Board of Supervisors shall nominate additional candidates. The nomination of candidates by the incumbent Board of Supervisors must be clearly announced and must be approved by the General Meeting of Shareholders before the election according to the provisions of the Company's Charter and Internal Regulations on corporate governance.
- The list of candidates for the Board of Supervisors includes full names on the ballot.

VIII. Election method

- Implement by cumulative voting method (*According to Clause 5, Article 21 of the Company's Charter*);
- Accordingly, each delegate has a total number of votes corresponding to the total number of voting shares (including owned and authorized) multiplied by the number of elected members of the Board of Supervisors approved by the General Meeting of Shareholders.
- Delegates can cast all their votes for one person or several people, but not exceeding the number of members of the Board of Supervisors approved by the General Meeting of Shareholders.
- In case of additional candidates appearing on the day of the Meeting, the Meeting agrees to record the full name of the new candidate on the ballot before putting it in the ballot box.

IX. Election Ballot

1. Contents of the Election Ballot

- The Election ballot for the election of the Board of Supervisors (hereinafter referred to as "ballot") is a ballot containing the delegate code, full name of the delegate, number of votes owned, number of votes authorized, total number of votes represented, total number of votes for members of the Board of Supervisors and stamped with the Company's seal. In which:
 - + "Total number of representative votes": is understood as the number of votes with voting rights including the number of votes owned by the Delegate and/or authorized by one or more other Delegates;
 - + "Total number of votes of Board of Supervisors' member": is understood as the total number of representative votes multiplied (x) by the number of elected Board of Supervisors' members.
- Each delegate will be given 01 Election ballot for the Board of Supervisors. When given the ballot, the delegate must check the information on the ballot. If there is any error, the ballot must be immediately notified to the Ballot Counting Committee.

2. Instructions for Filling Out the Election Ballot

Each Election ballot allows voting for a maximum number of members as specified in Clause 1, Section IV of this Regulation (01 person). Delegates shall cast their votes according to the following guidelines:

- Case 1: If the delegate votes for one (01) candidate:

The delegate marks the checkbox in the "Cumulative Voting" column for the selected candidate.

- Case 2: If the delegate does not vote for any candidate:

The delegate leaves the ballot blank, WITHOUT marking or writing any symbol in the "Cumulative Voting" column for all candidates.

3. Validity and invalidity of election ballots

- Valid election ballot: is an election ballot according to the pre-printed form issued by the organizing committee, without erasures, scratches, or any other content other than the regulations for the election ballot (except for adding the full name of the additional election candidate and being on the election list approved by the Meeting); must have the signature and full name of the attending delegate.
- The following ballots will be considered invalid:

- + The ballot includes additional information (except for the full name of the additional election candidate who is included in the election list approved by the Meeting);
- + Ballots filled out using a pencil;
- + Ballots that have crossed out the candidates' names;
- + Ballots that do not follow the pre-printed form issued by the Organizing committee, do not have the company's seal, or have been erased, scratched, edited, or have additional content written outside the regulations for the ballot;
- + The number of candidates elected by the delegates is greater than the number of members of the Board of Supervisors approved by the General Meeting of Shareholders for election;
- + The ballot has the total number of votes for the candidate of the delegate not equal to the "Total number of votes for the Board of Supervisors' member" is recorded on the ballot;
- + Ballots are submitted after the Ballot Counting Committee has opened the sealed ballot box;
- + The ballot does not have full signatures and does not clearly state the full name of the attending delegate.

4. Voting and Counting

- In case of errors, delegates can contact the Ballot Counting Committee to request a new ballot and must return the old ballot (before putting it in the ballot box).
- Delegates put their ballots into sealed ballot boxes supervised by the Ballot Counting Committee. The ballots must be signed and clearly state the full name of the delegate.
- After the voting is over, the counting of votes will be conducted under the supervision of the Board of Directors or shareholder representative.
- The Ballot counting committee is responsible for making Minutes of the vote counting, announcing the results and, together with the Chairman, resolving questions and complaints from delegates (if any).
- Ballots after being counted will be stored according to regulations.

5. Principles for selecting candidates *(According to Clause 5, Article 21 of the Company's Charter)*

- Elected members of the Board of Supervisors are determined by the number of votes from high to low, starting with the candidate with the highest number of votes until the required number of members is reached.
- In case there are two (02) or more candidates receiving the same number of votes for the final member of the Board of Supervisors, a re-election will be held among candidates with an equal number of votes.
- If the first election results do not have enough members for the Board of Supervisors, elections will be held until the required number of members are elected.

X. Effective Implementation

- This Charter comes into effect immediately upon approval by the General Meeting of Shareholders.

- This Charter will expire when the 2025 Annual General Meeting of Shareholders of Hanoi - Thanh Hoa Beer Joint Stock Company ends.
- Above is the entire regulation on nomination, candidacy, and election of additional members of the Board of Supervisors of Hanoi - Thanh Hoa Beer Joint Stock Company for the term 2025 - 2030 at the Company's 2025 Annual General Meeting of Shareholders.

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

**O/B. BOARD OF DIRECTORS
CHAIRMAN**



Bùi Truong Thang

C.P. BIA

HANOI BEER ALCOHOL AND BEVERAGE
JOINT STOCK CORPORATION
HA NOI - THANH HOA BEER
JOINT STOCK COMPANY
No.: 07/BC-HDQT-THB

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Thanh Hoa, March 27, 2025

REPORT OF THE BOARD OF DIRECTORS ON THE 2024 OPERATION AND 2025 PLAN

The Board of Directors (BOD) presents to the Annual General Meeting of Shareholders the results of the Board of Directors' operations in 2024. The plan for 2025 is as follows:

I. BUSINESS PERFORMANCE RESULTS IN 2024.

1. Business Operation results in 2024:

No.	Items	Unit	Actual 2023	Plan 2024	Actual 2024	Actual 2024/ Actual 2023 (%)	Actual 2024/ Plan 2024 (%)
I	Net revenue from sale of goods and rendering of services (Consolidated)	Billion VND	1,503.78	1,638.80	1,624.58	108.03	99.13
II	Total payment to the State budget	Billion VND	263.48	302.83	299.46	113.66	98.89
III	Consolidated profit after tax	Billion VND	5.05	3.51	3.81	75.45	108.42
IV	Dividends	%	3.5	2.0	2.5 (expected)	71.43	125.00

Consolidated net revenue from sale of goods and rendering of services reached 99.13% of the plan; increased 8.03% over the same period.

Total payment to the State budget reached 98.89% of the plan; increased 13.66% over the same period.

Consolidated profit after tax reached 108.42% of the plan; decreased 24.55% over the same period.

Expected dividend for 2024 was 2.5% (two point five percent), while the plan approved by the 2024 General Meeting of Shareholders was 2.0% (achieving 125.0% of the plan).

2. Summary of Board of Directors meetings.

In 2024, the Board of Directors held 08 meetings to decide on matters within its authority and approved the following main contents:

+ Unanimously approved the policy to proceed with the signing of guarantee issuance contracts with credit institutions in relation to the procurement and business operations of Hanoi Beer products at HABECO Central Trading Company Limited.

+ Unanimously approved the policy to carry out the procedures and decision for the reappointment, for a fixed term, of Mr. Phung Sy Huu to the position of Chief Accountant of Hanoi Beer – Thanh Hoa Joint Stock Company.

+ Unanimously approved the signing of the 2024 warehouse lease contract between Hanoi – Thanh Hoa Beer Joint Stock Company and HABECO Central Trading Company Limited.

+ Approved the plan of organizing the 2024 Annual General Meeting of Shareholders on April 26, 2024.

+ Decided on issues to be submitted to the 2024 Annual General Meeting of Shareholders for consideration and approval.

+ Approved the contents of the reports and proposals to be implemented at the 2024 Annual General Meeting of Shareholders. *Issues under the authority of the General Meeting of Shareholders : were voted and approved at the General Meeting on April 26 , 2024 .*

+ Approved the final settlement of the 2023 salary fund and the 2024 salary plan.

+ Unanimously approved the bonus payment level from the 2023 Company Manager Bonus Fund for units and individuals.

+ Unanimously approved the Auditing Firm for the Semi-annual and Full-Year Financial Reports 2024 of Ha Noi - Thanh Hoa Beer Joint Stock Company.

+ Unanimously approved the policy to implement the process and decision to appoint the position of Deputy Director of Hanoi - Thanh Hoa Beer Joint Stock Company for Mr. Phung Van Quynh for a fixed term.

+ Unanimously approved the policy to implement the process and decision to reappoint the position of Director of Hanoi - Thanh Hoa Beer Joint Stock Company for Mr. Nguyen Kien Cuong for a fixed term.

+ Unanimously approved implement the appointment process for the position of Deputy Director of HABECO Central Trading Company Limited for Mr. Le Van Phuc, currently Head of Administration General Department.

+ Unanimously approved the funding policy to implement the labor reduction plan in 2025

+ Unanimously approved: "Internal spending regulations of Ha Noi - Thanh Hoa Beer Joint Stock Company".

+ Unanimously approved the dividend payment time according to the 2024 Shareholders' Meeting resolution.

+ Approved the signing of the Technology Transfer Contract and the transfer of the right to use the trademark "Hanoi Draft Beer" in 2025 between Hanoi Beer Alcohol And Beverage Corporation and Hanoi - Thanh Hoa Beer Joint Stock Company.

+ Approved the signing of the 2025 Warehouse Lease Contract between Hanoi - Thanh Hoa Beer Joint Stock Company and HABECO Central Trading Company Limited

3. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors as prescribed in Clause 3, Article 163 of the Law on Enterprises and the Company Charter.

+ At the General Meeting of Shareholders on April 26, 2024, the General Meeting approved the remuneration levels for non-professional members of the Board of Directors (BOD) at the following levels:

- Chairman of the Board of Directors: 8,000,000 VND/month
- Board Member: 5,000,000 VND/month

+ Members of the Board of Directors holding concurrent positions in the executive apparatus: Received remuneration and salary according to the Company's regulations.

+ Operating expenses of the Board of Directors in 2024: Complied with the Board of Directors' Operating Regulations and the Company's Internal Expenditure Regulations.

(The detailed summary of the Board of Directors' remuneration expenses has been disclosed in the audited 2024 Financial Report)

4. Report on transactions between the company, subsidiaries, companies in which the public company controls fifty percent (50%) or more of the charter capital with members of the Board of Directors and related persons of such members; transactions between the company and companies in which members of the Board of Directors are founding members or business managers within the three (03) years preceding the time of the transaction.

In 2024, the Company has the following transactions:

a. Transaction between the Company and Hanoi Beer Alcohol and Beverage Joint Stock Corporation:

- Purchase of raw materials such as Malt, Houblon, cans - can lids, labels - silver caps - beer bottle caps and draft beer caps from Hanoi Beer Alcohol and Beverage Joint Stock Corporation to produce processed beer and licensed beer. Total transaction value (excluding VAT): 56.17 billion VND.

- Sale of bottled and canned beer products (processed beer products) to Hanoi Beer Alcohol and Beverage Joint Stock Corporation. Total transaction value (cost of goods sold): 84.16 billion VND

- Fee for Technology Transfer and Transfer of the Right to Use the "Bia hoi Hanoi" trademark: 0.387 billion VND.

b. Transaction between the Company and HABECO Central Trading Company Limited:

- Warehouse lease contract. Total transaction value up to December 31, 2024 is 1,388 billion VND.

5. Results of supervising for Directors and other Executives.

5.1. Supervising results for the Director:

- Correctly performed the duties and powers of the Director as prescribed in the Law on Enterprises and the Charter of Hanoi - Thanh Hoa Beer Joint Stock Company.

- The Director organized the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors; managed all production and business activities and investment work.

- Proactively and regularly reported and sought guidance from the Board of Directors, ensuring leadership and direction in all areas of the Company's operations in accordance with the law, State policies and regulations and the Company's Charter.

- The company director has proactively built and reorganized the sales of beer products under the company's brand, initially bringing economic efficiency.

- As Chairman of the Trading Company, the company director has focused on management: orienting the change in the method of selling Boxed draft beer products, reducing labor to increase productivity, and reducing costs for the following years. Increasing the consumption output of HABECO products in 04 Central provinces.

5.2. Supervising results for other operators :

- The Board of Directors properly performed the assigned functions and tasks. Performed well the advisory function for the Director, helping the Director of the company to manage and operate to complete the tasks well.

- The coordination of tasks of each member of the Board of Directors was discussed at meetings, thereby creating unity and consistency in direction and implementation.

- Providing and disclosing information according to regulations on production and business results for listed Joint Stock Companies: was carried out regularly and fully according to regulations.

- The Executive Board complied with the implementation of reporting on assigned tasks and consulted on issues under the authority of the Board of Directors, ensuring leadership, direction, and operation of the company's activities in accordance with the provisions of law, State policies, and the Company's Charter.

II. BOARD OF DIRECTORS' ORIENTATION IN 2025:

By 2025, the world economy and Vietnam are still affected by the war, the price of gasoline and raw materials is increasing, the supply chain of raw materials is at risk of breaking down, and production costs are increasing. Workers' income in general is decreasing, spending is focused on essential issues. Faced with risks, to carry out the leadership task in 2025, The Board of Directors of the company builds the following operating direction:

1. Production and business plan, with main targets:

No.	Target	Unit	Implementation 2024	Plan 2025	Plan 2025/ Implementation 2024 (%)
1.	Net revenue from sale of goods and rendering of services (Consolidated)	Billion VND	1,624.58	1,693.79	104.26
2.	Total payment to the State budget	Billion VND	299.46	302.04	100.86

No.	Target	Unit	Implementation 2024	Plan 2025	Plan 2025/ Implementation 2024 (%)
3.	Profit after tax (Consolidated)	Billion VND	3.81	3.86	101.31
4.	Dividends	%	2.5 (expected)	2.0	80.00

2. Administration:

Implement and perform well the tasks of the Shareholders' Meeting Resolution and the Board of Directors' Resolutions.

Perform well the inspection and supervision of the Board of Directors' activities, ensuring compliance with legal regulations and the Company's Charter.

Apply digitalization 4.0 in production management.

Focus on reform to increase investment efficiency, reduce operating costs, to increase productivity and business efficiency.

Focus on innovation, equipment improvement, product quality enhancement.

Focus resources to maintain and develop the market, build reasonable and effective sales policies.

Research and expand into additional industries that match the company's advantages.

Above is the report on the Board of Directors' performance in 2024 and the direction and tasks for 2025. The Board of Directors respectfully presents and requests the General Meeting of Shareholders to review, comment and give opinions so that the Board of Directors' operations can become more and more effective.

Sincerely thanks!

O/B. THE BOARD OF DIRECTORS
CHAIRMAN



Bui Truong Thang

Thanh Hoa, March 27, 2025

No.: 08./BC- KHVT-THB

REPORT OF THE EXECUTIVE BOARD ON THE 2024 BUSINESS RESULTS AND 2025 BUSINESS PLAN

A. 2024 BUSINESS RESULTS

I. GENERAL SITUATION

The year 2024 is a year of many difficulties and challenges for manufacturing enterprises in general and Thanh Hoa beer in particular. The political and economic situation in the world was still complicated and unpredictable, negatively affecting the domestic economy, and purchasing power and consumption of goods declined.

The Russia-Ukraine war continued to have a major impact on the supply of raw materials from Europe, along with the continuous increase in the USD exchange rate, which increased the prices of key raw materials for beer production such as malt, hops, cans, etc.

The implementation of enhanced control and enforcement of Decree 100 of the Government for drivers participating in traffic gradually formed awareness and habits of using alcohol and beer among the majority of people when participating in traffic. In addition, the unfavorable weather in 2024, with many rainy days, also had a significant impact on the beverage industry.

Competition became increasingly fierce in the market, especially among beer companies with large financial potential in the market such as Heniken, Tiger, Beer Sai Gon, and some fake, cheap beer lines in the market.

However, in 2024, the Company made many efforts in production and business activities, creating jobs and stable income for workers.

II. RESULTS OF IMPLEMENTATION IN 2024

	Indicators	Unit	Actual 2023	2024		Comparison (%)	
				Plan	Actual	Actual 2024/ Actual 2023	Actual 2024/ Plan 2024
			1	2	3	4=3/1	5=3/2
I	Net revenue from sale of goods and rendering of services (Consolidated)	Billion VND	1,503.78	1,638.80	1,624.58	108.03	99.13

	Indicators	Unit	Actual 2023	2024		Comparison (%)	
				Plan	Actual	Actual 2024/ Actual 2023	Actual 2024/ Plan 2024
			<i>1</i>	<i>2</i>	<i>3</i>	<i>4=3/1</i>	<i>5=3/2</i>
II	Total payment to the State budget	Billion VND	263.48	302.83	299.46	113.66	98.89
III	Consolidated profit before tax	Billion VND	6.44	4.39	5.94	92.24	135.31
IV	Consolidated profit after tax	Billion VND	5.05	3.51	3.81	75.45	108.42

+ Net revenue from sale of goods and rendering of services (Consolidated) reached: 1,624.58 billion VND; increased by 120.8 billion VND compared to the same period; achieved 99.13% of the plan.

+ Total payment to the State budget: 299.46 billion VND; increased by 35.98 billion VND over the same period; achieved 98.89% of the plan.

+ Consolidated pre-tax profit reached: 5.94 billion VND; decreased 0.5 billion VND compared to the same period; achieved 135.31% of the plan.

+ Consolidated profit after tax reached: 3.81 billion VND; decreased 1.24 billion VND compared to the same period; achieved 108.42% of the plan.

I. ASSESSMENT OF PRODUCTION AND CONSUMPTION SITUATION.

1. Labor and production work

The company continued to invest in depth to constantly improve quality and efficiency in production such as:

+ Invested in additional CO2 tanks to take advantage of excess CO2 gas for cooking at the beginning of the summer season, renovated and added PET bottle filling equipment; beer can pasteurization system to improve product quality.

+ Invested in additional automatic equipment to improve labor productivity and reduce labor on the production line.

+ Increased and prioritized the operation of large power-consuming equipment at night (off-peak electricity hours) to reduce costs due to electricity price differences.

+ Installed automatic cleaning programs, used specific chemicals in cleaning equipment, thereby increasing the efficiency of chemical use, saving water, and being environmentally friendly.

+ Researched and developed products that could reuse packaging such as glass bottles, boxes, keg shells, etc., while limiting the use of plastic PET bottles in the production process to minimize waste released into the environment.

+ Production arrangement and management were flexibly adjusted to suit the actual consumption situation.

Also at the end of the year, the company notified employees about the implementation of staff reduction, supporting employees to terminate contracts, retire early to rearrange and reassign labor.

2. Sales and market activities

The competition of many domestic and foreign products, along with systematic market strategies for each customer segment, attractive and long-term policies gradually changed the habits and needs of a segment of customers, including sellers and consumers.

For bottled and canned beer products, young consumers tended to switch to new products with strong brands and luxurious designs (Silver Tiger, Hanoi Beer 1890, Hanoi Premium canned beer)... to assert themselves. This significantly affected the output and consumption market of Thanh Hoa brand bottled and canned beer products in the region.

The benefits of sales entities tended to decrease due to increased sales costs, and the output and number of sales points of Thanh Hoa beer products were at risk of decreasing and shrinking (due to competitors increasing the implementation of point-taking programs).

The shift of both sellers and users from bottled beer to canned beer due to its convenience but unchanged cost (cheap canned beer) put Thanh Hoa bottled beer at risk of losing its place in some mountainous districts and recently some midland districts were also being affected (Trieu Son, Tho Xuan, Yen Dinh).

Hanoi beer product brand: With many flexible sales policies and great support from the Corporation, consumption output remained stable and growing.

During the year, beer consumption output did not meet the plan, the specific reasons are as follows:

- + Hanoi canned beer processed in December 2024. Plan from TCT adjusted down.
- + Licensed Beer: Suffered from competition; especially cheap products, imitating the HANOI brand. (Signboards similar/ or closely imitating HABECO but selling products such as Special, Sanco...)
- + Summer was in May and June, but the weather was unusual, with a lot of rain, which affected the overall consumption of beer lines.
- + The Company's sales policies were still focused only on sellers, with no programs for direct users.
- + There was a lack of a specialized department for market research to have policies for each period, market segment, and customer payment ability. This was especially true in the market areas of mountainous districts and coastal districts.
- + The Company did not invest professionally in packaging and product design, which was one of the reasons for reducing the competitiveness of the product.
- + Lack of sanctions to promote the strength of the dealer system, most dealers still relied on investment and support from the company (especially draft beer dealers) and had not improved service quality.

B. BUSINESS PRODUCTION PLAN FOR 2025

I. FINANCIAL PLAN



No.	Indicators	Unit	Implementation in 2024	Plan in 2025	Plan 2025/ Implementation 2024 (%)
			1	2	3=2/1
I	Net revenue from sale of goods and rendering of services (Consolidated)	Billion VND	1,624.58	1,693.79	104.26
II	Total payment to the State budget	Billion VND	299.46	302.04	100.86
III	Consolidated profit before tax	Billion VND	5.94	4.83	77.95
IV	Consolidated profit after tax	Billion VND	3.81	3.86	101.31

+ Net revenue from sales of goods and provision of services: 1,693.79 billion VND

+ Total payment to the State budget: 302.04 billion VND

+ Consolidated profit before tax: 4.83 billion VND

+ Consolidated profit after tax: 3.86 billion VND

II. IMPLEMENTATION SOLUTIONS

1. *Production activities*

- Investing in new investment projects, renovations and repairs is essential and urgent to improve productivity and product quality.
- Strengthen inspection, supervision and evaluation of saving practice; promote innovation initiatives to improve production efficiency and save costs.
- Cooperate and research new products (For example: soft drinks, beverages) based on utilizing the Company's existing production line.
- Implement a plan to reduce labor force to improve labor productivity.

2. *Marketing activities*

- Focus on governance: manage sales and debt with new, more flexible and intelligent software tools.
- Re-planning key markets.
- Review, evaluate and rearrange Agents and distribution channels appropriately; Build flexible and open mechanisms to increase competitiveness.
- Actively work with partners to promote and increase Thanh Hoa brand beer output for export markets and other provincial markets.
- Continue to invest more in marketing, agency systems and distribution channels, and have appropriate and flexible policies in sales.
- Diversify designs, enhance recognition and image of Thanh Hoa beer in the market.
- Strengthen training for market staff. Assign responsibilities and link salary and bonus results to market staff working together with Agencies.

- Propose that the Corporation has separate policies for specific difficult market areas such as Ha Tinh, Quang Binh and Quang Tri for Hanoi Beer.

Above is the report on production and business results in 2024 and the production and business plan in 2025. Respectfully submit to the General Meeting of Shareholders for consideration and approval.



Nguyễn Kiên Cường



Thanh Hoa, March 27, 2025

REPORT OF THE BOARD OF SUPERVISORS IN 2024 AND PLAN IN 2025

- Pursuant to the Law on Enterprises, Charter of Hanoi - Thanh Hoa Beer Joint Stock Company;*
- Pursuant to the duties and rights specified in the Company's Governance Charter;*
- Pursuant to the Audit Report of Nam Viet Auditing and Accounting Financial Consulting Services Company Limited;*
- Pursuant to the Company's Financial Reports for 2024;*

Our Board of Supervisors includes:

- **Mr. Nguyen Duy Ha:** Head of Board of Supervisors
- **Mr. Tran Duc Giang:** Member of the Board of Supervisors
- **Mr. Nguyen Minh The:** Member of the Board of Supervisors

The Board of Supervisors reports to the Annual General Meeting of Shareholders (AGM) the results of inspection and supervision of the Company's operations in 2024 as follows:

A/ GENERAL ACTIVITIES

1. Key activities:

- Supervised the operations of the Board of Directors and the Executive Board, and participated in the meetings of the Board of Directors;
- Supervised financial activities and the preparation of the Company's financial statements;
- Supervised compliance with the law, adherence to the Charter, and implementation of the Resolutions of the General Meeting of Shareholders; handled complaints from shareholders and related parties within the authority of the Board of Supervisors.
- Supervised the activities of the Board of Directors and the Executive Board in 2024 and the 2025 operation plan of the Board of Supervisors.



- Coordinated well with Listing management units in monitoring and managing Shareholders according to the list, regularly supervised the dividend payment situation to Shareholders according to the Resolution of the Annual General Meeting of Shareholders.

- Updated information on the stock exchange, especially the stock codes of the Beer, Alcohol and Beverage industry for more documents and reference information.

2. Unified contents:

- Agreed with the financial statements prepared and audited by the Company in 2024;

- The Board of Directors agreed to select Nam Viet Auditing and Accounting Financial Consulting Services Company Limited to audit the company's financial statements in 2024.

- Agreed on main contents at Board of Directors meetings;

- The Company's operations in 2024 complied with the provisions of law and the Charter.

- The company strictly complied with regulations on information disclosure for companies listed on the Hanoi Stock Exchange. Management staff and internal shareholders strictly complied with regulations on information disclosure when trading THB shares.

- Quarterly, semi-annual and annual separate financial statements were published on time.

- The General Meeting of Shareholders was held in accordance with regulations. Dividends were paid to shareholders within 06 months from the date of closing of the Annual General Meeting of Shareholders.

3. Financial monitoring results

- The Company prepared and published periodic financial reports in accordance with the regulations of the State Securities Commission and the Hanoi Stock Exchange. The semi-annual financial reports and the 2024 financial reports were reviewed and audited by an independent auditing company in accordance with current regulations.

- The 2024 financial statements presented fairly and fairly the financial situation as of December 31, 2024, the results of business operations, and cash flows during the year, in accordance with the current Vietnamese Enterprise Accounting Regime and relevant legal regulations.

- The allocation of funds and remuneration for the Board of Directors and the Board of Supervisors during the year complied with the Resolution of the 2024 Shareholders' Meeting.

- Pursuant to the review of the Company's 2024 Financial Report data, the Board of Supervisors confirms the following issues:

- + Charter capital: 114,245,700,000 VND.

+ Total shares: 11,424,570 shares (par value 10,000 VND).

Charter capital structure according to the latest closing list by holding ratio is as follows:

- + HABECO shareholders: 6,283,510 shares, account for 55%
- + Foreign shareholders: 707,961 shares, account for 6,19%
- + Domestic shareholders: 4,443,099 shares, account for 38.81%

Basic financial indicators:

No.	Indicators	Unit	Implementation 2023	Plan 2024	Implementation 2024
1	Net revenue	Billion VND	1,503.77	1,638.80	1,624.58
2	Profit before tax	Billion VND	6.44	3.51	5.94
3	Total payment to the State budget	Billion VND	263.48	302.83	299.46

4. Supervising results for members of the Board of Directors & Board of Management.

- Up to now, the Board of Supervisors has not recorded any cases of violations of regulations on responsibilities and obligations of the Company's managers. Transactions with managers and related persons are fully disclosed according to regulations.

- The Board of Directors and the Executive Board have also supported and facilitated the Board of Supervisors to perform its functions. The Board of Supervisors has received all documents and invitations to attend the meetings of the Board of Directors and has attended the meetings of the Board of Directors.

5. Evaluation of the coordination between the Board of Supervisors, the Board of Directors, the General Director, and Shareholders

In accordance with their respective functions, duties, and authorities, the Board of Directors, the Board of Management, the Board of Supervisors, and shareholders maintain a cooperative relationship that respects and facilitates each other's efforts to fulfill their responsibilities.

- In 2024, the Board of Supervisors received strong cooperation from shareholders, the Board of Directors, the Board of Management, and management staff from various functional departments, ensuring the provision of all necessary documents and information for supervision and inspection activities of the Board of Supervisors.



- The operations of the Board of Supervisors were carried out in compliance with Legal regulations, the Company's Charter, and Resolutions of the General Meeting of Shareholders.

- In 2024, the Board of Supervisors held two regular meetings on January 30, 2024, and June 27, 2024, as well as one meeting to elect the Head of the Board of Supervisors. All quarterly Board of Supervisors' meetings were attended by all members of the Board. These meetings aimed to review the implementation of the Board of Supervisors' proposals and assess the company's semi-annual and annual business performance.

6. Remuneration, operating expenses, and other benefits of the Board of Supervisors and BOS's members

In accordance with the resolution of the 2024 General Meeting of Shareholders:

Head of the Board of Supervisors: 4,000,000 VND/month

Member of the Board of Supervisors: 3,000,000 VND/month

7. Report on transactions between the company, subsidiaries, and controlled public companies (over 50% ownership) with Board of Directors' members and their related people, and transactions with companies in which Board of Directors' members are founders or managers within the latest three years

The company has the following transactions:

a) Transactions Between the Company and Hanoi Beer Alcohol and Beverage Joint Stock Corporation (HABECO):

- Purchasing raw materials for the production of contract-manufactured and Licensed beer.

- Selling bottled and canned beer (contract-manufactured products) to Hanoi Beer Alcohol and Beverage Joint Stock Corporation.

- Technology transfer fees and fees for the right to use the "Hanoi Draft Beer" trademark.

b) Transactions Between the Company and HABECO Central Trading Company Limited:

Leasing warehouse space to HABECO Central Trading Company Limited.

B/ BOARD OF SUPERVISORS ACTIVITIES PLAN IN 2025

- Review the regulations, rules and internal management documents issued by the Company.

- Check the implementation of state regulations, resolutions issued by the General Meeting of Shareholders and the Board of Directors.

- Review financial reports and implementation of business production plans in 2025

- Supervise the signing and implementation of economic contracts and investment projects.

- Participate in meetings of the Board of Directors and coordinate to organize the General Meeting of Shareholders well.
- Update information on regulations of the State Securities Commission and Hanoi Stock Exchange, so that the unit can properly disclose information to ensure the rights of investors.

C/ RECOMMENDATIONS OF THE BOARD OF SUPERVISORS.

- 2025 is considered to be another difficult year for the Company due to the impact of tax policies, macro policies prescribed by the State, the competitive situation of brands in the industry, and the domestic situation with many unfavorable contexts for production and business. Therefore, the Board of Directors and the Board of Management of the Company need to proactively propose appropriate business plans; reduce costs both inside and outside production, research and develop appropriate markets, and ensure the completion of the set plan;
- In the following year, the Board of Supervisors recommends that the Board of Directors and the Board of Management continue to improve the management apparatus and review internal regulations and rules to ensure compliance with the company's actual operations and current Law provisions;
 - Focus on improving the corporate governance level of the company's key staff, directing and coordinating between functional departments to increase competitiveness in the market, increasingly meeting the strict regulations of the Law on Enterprises, Law on Securities, etc.
 - The Board of Directors and the Executive Board need to research and develop the market and brand for products under the brands of Hanoi Beer and Thanh Hoa Beer to develop market share, increase consumption output and improve the efficiency of the Company's production and business activities;
 - There needs to be a long-term plan for training and fostering young and high-quality human resources according to the trend of the times and the development trend of the Company as a foundation for internal management.
 - Review and properly implement procedures and processes for consulting and reporting according to the Regulations on management of HABECO's representatives at member companies with capital contributions from HABECO. Strictly comply with and actively coordinate with the specialized departments/offices of the Corporation in reviewing and approving periodic financial reports according to the Financial Supervision Regulations.
 - Internal documents, regulations, and periodic reports issued at the Company and one-member companies must be simultaneously sent to the Board of Supervisors as soon as possible to grasp the situation and propose solutions to protect the rights of shareholders and employees.
 - During one year of operation of the term, according to their functions, tasks and powers, the Board of Directors - Board of Management - Board of Supervisors



carry out the management and inspection relationship, respect and create conditions to jointly complete the tasks.

The Board of Supervisors would like to sincerely thank the Board of Directors, the Board of Management, the Departments of Hanoi - Thanh Hoa Beer Joint Stock Company and the shareholders of Thanh Hoa Beer for their cooperation and creating favorable conditions for the Board of Supervisors to complete the assigned tasks.

**O/B. THE BOARD OF SUPERVISORS
HEAD OF THE BOARD**

A handwritten signature in black ink, appearing to be 'JH' or similar, written over the printed name.

NGUYEN DUY HA

Thanh Hoa, April 01, 2025

PROPOSAL
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Re:

- **Approval of the 2024 Audited Financial Statement;**
- **Approval of the 2024 Profit Distribution Plan;**
- **Approval of the 2025 Profit Plan and the Proposed Profit distribution;**
- **Approval of the remuneration for the Board of Director' members; Board of Supervisors; BOD's Secretary; Salary of executive managers in 2024; Remuneration payment plan in 2025.**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and documents guiding its implementation;*
- *Pursuant to the Financial Statements (separate and consolidated) in 2024 audited by Nhan Tam Viet Auditing Company Limited on March 4, 2025;*
- *Pursuant to the Resolution of the Board of Directors meeting of Hanoi - Thanh Hoa Beer Joint Stock Company dated March 28, 2025;*

Board of Directors of Hanoi Beer Joint Stock Company - Thanh Hoa presents to the General Meeting of Shareholders the key indicators of the audited 2024 Financial Statements; 2024 Profit Distribution Plan; 2025 Profit Plan and the Proposed Profit distribution; Approval of the remuneration for the Board of Director' members; Board of Supervisors; BOD's Secretary; Salary of executive managers in 2024; Remuneration payment plan in 2025. Specifically, as follows:

I. 2024 Audited Financial Statement

The Board of Directors submits to the General Meeting of Shareholders the audited separate financial statements and consolidated financial statements in 2024 of Hanoi - Thanh Hoa Beer Joint Stock Company was independently audited by Nhan Tam Viet Auditing Company Limited , signed on March 4, 2025. In which, the key indicators are as follows:

a. Balance sheet

No.	Indicators	Unit	Parent company	Consolidated
	TOTAL ASSETS			
A	Current assets	VND	153,283,625,956	221,519,930,302
B	Non-current assets	VND	68,601,676,220	58,488,749,476
	TOTAL ASSETS	VND	221,885,302,176	280,008,679,778
	CAPITAL RESOURCES			
A	LIABILITIES	VND	70,767,567,011	132,430,776,813
I	Current liabilities	VND	61,580,864,285	122,567,574,087
II	Non-current liabilities	VND	9,186,702,726	9,863,202,726
B	OWNERS' EQUITY	VND	151,117,735,165	147,577,902,965
I	Equity	VND	150,727,735,165	147,187,902,965
	- Contributed Owner's equity	VND	114,245,700,000	114,245,700,000
II	Funding sources	VND	390,000,000	390,000,000
	TOTAL LIABILITIES AND OWNERS' EQUITY	VND	221,885,302,176	280,008,679,778

b. Business results

No.	Indicators	Unit	Parent company	Consolidated
1	Total accounting profit before tax	VND	4,831,895,915	5,944,481,964
2	Total accounting profit after tax	VND	3,531,436,794	3,811,598,714
	-In which: Profit after tax from the subsidiary transferred to the parent company	VND		1,444,846,709
3	Total accounting profit after tax distributed	VND		3,811,598,714

II. 2024 Profit distribution plan:

2.1 Distributed profit in 2024 is: 3,811,598,714 VND

2.2 Retained Profit from last year: 0 VND

2.3 Total distributed profit in 2024 is: 3,811,598,714 VND

2.4 Profit distribution in 2024 is as follows:

No.	Indicators	Unit	Amount
	Total profit distributed in 2024	VND	3,811,598,714
	Distribution:		
1.	Welfare and Reward fund	VND	666,456,214
	In which:		
	- Hanoi - Thanh Hoa Beer Joint Stock Company	VND	509,509,548

	- HABECO Central Trading Company Limited	VND	156,946,666
2.	Executive Management Bonus	VND	289,000,000
	In which:		
	- Hanoi - Thanh Hoa Beer Joint Stock Company	VND	172,000,000
	- HABECO Central Trading Company Limited	VND	117,000,000
A	Profit distributed to shareholders: Dividend payment of 2.5% (Resolution of the 2024 General Meeting expected is 2.0%).	VND	2,856,142,500

The Board of Directors respectfully proposes that the General Meeting of Shareholders approve the payment of cash dividends and authorizes the Board of Directors to decide the payment time and make the payment. Cash dividend payment plan:

- Dividend payout ratio: 2.5% (two point five percent)
- Total dividend payment : 2,856,142,500 VND
- Dividend payment date: before October 24, 2025.

III. 2025 Profit Plan and the Proposed Profit distribution

3.1 Profit plan

No.	Indicators	Unit	Total Amount
1	Total accounting profit before tax	VND	4,825,046,214
2	Corporate income tax expense	VND	965,009,243
3	Total accounting profit after tax	VND	3,860,036,971

3.2 Proposed distribution:

No.	Indicators	Unit	Total Amount
1	Total profit before tax in 2025	VND	4,825,046,214
2	Profit after tax	VND	3,860,036,971
2.1	Proposed profit distribution	VND	3,860,036,971
Distribution			
a	Welfare and Reward fund	VND	1,175,122,971
	In which:		
	- Hanoi - Thanh Hoa Beer Joint Stock Company	VND	900,552,843
	- HABECO Central Trading Company Limited	VND	274,570,128
b	Executive Management Bonus	VND	400,000,000
	In there:		
	- Hanoi - Thanh Hoa Beer Joint Stock Company	VND	215,000,000
	- HABECO Central Trading Company Limited	VND	185,000,000
c	Expected dividend 2.0 % (two percent)	VND	2,284,914,000

IV. Approval of the remuneration for the Board of Directors' members; Board of Supervisors; BOD's Secretary; Salary of executive managers in 2024; Remuneration payment plan in 2025.

4.1 Report on remuneration payment for the Board of Directors and Board of Supervisors in 2024 according to the Resolution of the 2024 Annual General Meeting of Shareholders

+ Board of Directors, BOD's Secretary:

- Chairman of the Board of Directors: 8,000,000 VND/month
- BOD's members: 5,000,000 VND/month
- BOD's Secretary: 3,000,000 VND/month

+ Board of Supervisors:

- Head of Board of Supervisors: 4,000,000 VND/month (Calculated in the Salary Fund)
- BOS's Members: 3,000,000 VND/month

+ Total remuneration paid to the Board of Directors and Board of Supervisors' members in 2024 is : **408,000,000 VND**

+ Total remuneration paid to the Secretary of the Board of Directors in 2024 is: **36,000,000 VND** (Calculated in the Salary Fund).

4.2 Report on salary payment for executive managers in 2024 (Director, Deputy Director, Chief Accountant and Head of the Board of Supervisors)

Total salary payment for executive manager is: **1,379,835,600 VND.**

4.3 Remuneration payment plan for Board of Directors, Board of Supervisors' members, and Board of Directors' secretary in 2025:

+ *Board of Directors and Board of Directors' secretary:*

- Chairman of the Board of Directors: 8,000,000 VND/month
- BOD's members: 5,000,000 VND/month
- BOD's Secretary : 3,000,000 VND/month (Paid from the Salary Fund)

+ *Board of Supervisors:*

- Head of the Board of Supervisors: 4,000,000 VND/month
- Board of Supervisors' Member: 3,000,000 VND/month

Salary is paid once a month, payment time is from the 15th to the 20th of each month.

With the above report content, the Board of Directors of Hanoi - Thanh Hoa Beer Joint Stock Company respectfully requests the General Meeting to consider:

1. Approval of the financial statements of Hanoi - Thanh Hoa Beer Joint Stock Company as of December 31, 2024 audited by Nhan Tam Viet Auditing Company Limited;

2. Approval of the plan for profit distribution and dividend payment in 2024;

3. Approval of the 2025 Profit and Profit Distribution Plan, Dividend Payment as proposed;

4. Approval of payment settlement Remuneration for members of the Board of Directors (BOD), the Board of Supervisors (BOS), and the BOD's secretary; Salary of executive managers in 2024; Remuneration payment plan in 2025.

Recipients:

- 2025 Shareholders' Meeting;
- Board of Directors, Board of Supervisors of the Company;
- Archived: Office, Board of Directors.

**O/B. THE BOARD OF DIRECTORS
CHAIRMAN**



Bui Truong Thang

1. C.P. ★

PROPOSAL

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Selection of an independent auditing firm to audit semi-annual and full-year financial statements for 2025

Dear: GENERAL MEETING OF SHAREHOLDERS

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and documents guiding its implementation;*
- *Law on Securities No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 providing guidance on corporate governance applicable to public companies*
- *Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company;*

The Board of Directors of Hanoi - Thanh Hoa Beer Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the list to select the units to audit the semi-annual and full-year financial statements for 2025, which are independent auditing organizations on the list of auditing organizations approved by the State Securities Commission to audit (the "*Approved Auditing Organizations*"); at the same time, assign the Board of Directors to select one of the auditing companies listed on the above list of Approved Auditing Organizations to audit and review the semi-annual and full-year financial statements for 2025; assign the Company Director to sign a contract to provide auditing services with the selected auditing company.

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

Best regards./.

Recipients:

- 2025 General Shareholders' Meeting;
- Board of Directors, Board of Supervisors of the Company;
- Archived: Office, Board of Directors.

O/B. BOARD OF DIRECTORS
CHAIRMAN



Bui Truong Thang

Thanh Hoa, April 01, 2025

PROPOSAL

**Re: Approval of 2025 contract
between the Company and Hanoi Beer Alcohol And Beverage Joint Stock Corporation**

Pursuant to:

- Law on Enterprises No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and documents guiding its implementation;
- Law on Securities No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;
- Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company;
- Based on the fact that Hanoi Beer - Alcohol - Beverage Corporation (HABECO) is a shareholder holding 55.0% of the Company's capital.

In order for the signing of contracts and transactions with HABECO to be carried out in accordance with the provisions of Article 167 of the Enterprise Law 2020 dated June 17, 2020, the Board of Directors respectfully submits to the General Meeting the following contents:

1. Decision to sign the 2025 Sales Contract with Hanoi Beer Alcohol And Beverage Joint Stock Corporation (Contract value is over 10% of the total asset value recorded in the latest financial statements of Hanoi - Thanh Hoa Beer Joint Stock Company; according to the attached Contract).

2. Assign the Company Director to organize the signing of the above Contract; ensure compliance with the provisions of the Law, Charter, Regulations, internal regulations and in accordance with the actual production and business situation of the company.

Respectfully propose to the General Meeting of Shareholders for approval of the above content.

Recipients:

- 2025 Shareholders' Meeting;
- HABECO's Board of Directors;
- Members of the Board of Directors and Board of Supervisors of the Company;
- Archived: Office, Board of Directors.

**O/B. BOARD OF DIRECTORS
CHAIRMAN**



Bui Truong Thang

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

SALES CONTRACT

No: /HABECO – HTH

Pursuant to the Civil Code No. 91/2015/QH13 passed by the 13th National Assembly of the Socialist Republic of Vietnam on November 24, 2015, effective from January 1, 2017;

Pursuant to the Commercial Law No. 36/2005/QH11 passed by the 11th National Assembly of the Socialist Republic of Vietnam on June 14, 2005, effective from January 1, 2006;

Pursuant to the Law on Intellectual Property No. 50/2005/QH11 passed by the 11th National Assembly of the Socialist Republic of Vietnam on November 29, 2005, effective from July 1, 2006;

Pursuant to the Law on Product and Goods Quality No. 05/2007/QH12 passed by the 12th National Assembly of the Socialist Republic of Vietnam on November 21, 2007, effective from July 1, 2008;

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021,

Based on the capabilities and needs of both Parties,

Today, [date] at 183 Hoang Hoa Tham, Ba Dinh District, Hanoi City, we include:

PARTY A: HANOI BEER ALCOHOL AND BEVERAGE JOINT STOCK CORPORATION

Head office : 183 Hoang Hoa Tham, Ngoc Ha Ward, Ba Dinh District, Hanoi City

Phone : 84.024.38453843; Fax: 84.024.37223784

Account : 1500201055412 Vietnam Bank for Agriculture and Rural Development - Hanoi Branch.

Tax code : 0101376672

Representative : Mr. **Tran Thuan An** Position: **Deputy General Director**

(According to Power of Attorney No. 128/GUQ- HABECO dated May 17, 2021 of the General Director)

PARTY B : HANOI - THANH HOA BEER JOINT STOCK COMPANY

Head office : 152 Quang Trung, Ngoc Trao Ward, Thanh Hoa City, Thanh Hoa Province

Phone : 0237.3852503 Fax: 0237.3853270

Account : 119 0000 19541 Vietnam Joint Stock Commercial Bank for Industry and Trade - Sam Son branch.

Tax code : 2800791192

Representative : Mr. **Nguyen Kien Cuong** Position: **Director**

The two Parties agree to sign the Contract with the following terms:

Article 1: General principles

1.1. Party A and Party B shall organize the production of products (as specified in Article 2 of this Contract) according to the technology and brand name registered for intellectual property protection of Party A (hereinafter referred to as Hanoi Beer branded-products bearing the Hanoi Beer). In which:

1.1.1. Party A provides documents related to the production process of Party B. Party A controls Party B in carrying out the production process of products under the Hanoi Beer brand of Party A at Party B.

1.1.2. Party B organizes production and ensures product quality according to Party A's requirements.

1.1.3. Party A sells to Party B raw materials that are decisive to the quality of products under the Hanoi Beer brand of Party A.

1.2. Party B shall sell to Party A the entire quantity of products that have been confirmed by Party A to be of good quality at the agreed price. The quantity of products that are not confirmed by Party A to be of good quality shall be handled according to regulations.

1.3. Party A authorizes Transport Companies and/or Trading Companies to deliver and receive finished beer and keg bottles with Party B. Party A notifies Party B lists individuals signing on behalf of the buyers on Party B's value-added tax invoice.

1.4. Depending on the time and financial capacity, Party B will support product consumption and brand development for Party A.

Article 2: Product name and quality

2.1. Product name: - Bottled/canned beer.....

2.2. Quality:

The quality of products under the Hanoi Beer brand produced by Party B must comply with the regulations of Party A:

- Documents on quality standards in the document system ISO.
- The Product Quality Declaration is posted and updated on the website: <https://www.habeco.com.vn> of Party A.

Article 3: Purchase and sale price of raw materials and finished beer

3.1. For finished beer: The price unit of the product that Party B sells to Party A is the price unit including the excise tax that Party B must pay according to current regulations of the State.

The basis for determining the price for calculating excise tax shall be notified in writing by Party A to Party B at each period. When there is a change in the price unit, the two parties will agree with each other in the Contract Appendix.

3.2. For raw materials:

The location of delivery of raw materials is at Party A or Party B according to the agreement between the two parties. When there is a change in price unit or types, the two parties will agree and sign an additional Contract Appendix.

Article 4: Conditions, terms and methods of payment

4.1. Payment conditions:

4.1.1. For finished beer: Party A shall pay Party B after satisfying the following 2 conditions:

- Products manufactured according to Party A's order are ready for delivery and meet quality standards.
- Party A receives valid VAT invoice and Beer export list from Party B.

4.1.2. For raw materials: Party B shall pay Party A after Party B receives raw materials and valid VAT invoices from Party A.

4.2. Payment terms and methods:

4.2.1. For finished beer: Party A shall pay Party B by bank transfer to Party B's account, maximum 30 working days from the date Party A receives Party B's valid payment documents or offsets the sale of raw materials to Party B.

4.2.2. For raw materials: Party B shall pay Party A by bank transfer to Party A's account, maximum 30 working days from the date Party B receives Party A's valid VAT invoice or offset the sale of finished beer to Party A.

4.2.3. The payment of offsets at points 4.2.1, 4.2.2 and other payments (if any) between the two Parties shall be based on the Debt Offset Reconciliation Minutes. The remaining value shall be paid by bank transfer.

4.2.4. Payment terms may be changed by written agreement of both parties.

4.3. Payment method: Offset debt or transfer in VND.

Article 5: Location and process of delivery of finished beer/bottles

5.1. Delivery location: At Party B's warehouse and/or Party A's warehouse.

5.2. Delivery process: Implemented according to the regulations of both parties.

5.3. Shipping and handling costs:

5.3.1. In case of delivery at Party B's warehouse: Party B is responsible for paying the cost of loading and unloading goods and products onto and off Party A's means of transport at Party B's warehouse.

5.3.2. In case of delivery at Party A's warehouse: Party B is responsible for paying the cost of loading and unloading goods at Party B's warehouse and the cost of transporting goods to Party A's warehouse.

Article 6: Rights and responsibilities of each Party

6.1. Rights of Party A:

6.1.1. Adjust the quantity of products to increase or decrease, depending on the actual consumption situation.

6.1.2. Inspect and supervise Party B on the entire production process of products under the Beer brand of Party A.

6.1.3. Send staff to Party B to implement technical supervision of the production of Party A's products.

6.1.4. Require Party B to properly implement the terms of this Contract.

6.1.5. Other rights as stipulated in this Contract.

6.2. Responsibilities of Party A:

6.2.1. Notify Party B of the monthly production plan before the 17th of the previous month. Carry out production management and daily transportation of finished beer/bottles.

6.2.2. Purchase the entire quantity of products confirmed by Party A to be of good quality and produced by Party B according to Party A's Order.

6.2.3. Pay debts as prescribed in Article 4 of this Contract.

6.2.4. Perform the responsibilities specified in this Contract and its annexes.

6.3. Rights of Party B:

6.3.1. Request Party A to provide documents on product quality standards, raw materials, additives, chemicals, packaging to produce and package products under Party A's Beer brand.

6.3.2. Require Party A to sell raw materials in the correct quantity, quality, time and location as agreed by both Parties.

6.3.3. Request Party A to pay debts in accordance with the provisions of Article 4 of this Contract.

6.3.4. Request Party A to instruct on the implementation of the Contract and at the same time properly implement the provisions of the Contract.

6.3.5. Other rights as stipulated in this Contract.

6.4. Responsibilities of Party B:

6.4.1. Prepare and monitor monthly production plans in accordance with regulations in HD.01/KH.

6.4.2. Organize production according to technological processes and technological security requirements.

6.4.3. Preserve finished beer and raw materials in the warehouse according to Party A's standards. Provide guidance on monitoring products under Party A's Beer brand. The warehouse must have the capacity to ensure the Production Plan and comply with Party A's regulations.

6.4.4. Notify Party A of failure to ensure the delivery plan of finished beer and receipt of raw materials.

6.4.5. Be subject to inspection and supervision by Party A on the entire process of producing beer under Party A's brand.

6.4.6. Send payment documents to Party A monthly and pay debts according to the provisions of Article 4 of this Contract.

6.4.7. Party B is responsible for preserving and returning pallets and pallet covers to Party A's Supplier (pallets and pallet covers are items used to contain cans and can covers during transportation from Party A's Supplier specializing in manufacturing and supplying cans and can covers to Party B to produce Party A's branded Beer products). In case Party B loses pallets and pallet covers, Party B is responsible for paying

compensation corresponding to the value of the number of pallets and pallet covers that Party B loses by transferring money to Party A's account at the prescribed price unit.

6.4.8. Submit periodic reports (before the 5th of the following month):

- Report on importing bottles and crates; importing and exporting circulating pallets (including importing and exporting to Trading companies and between manufacturing companies);
- Report confirming the quantity of finished products in stock that Party A sends to Party B's warehouse

6.4.9. Do not use the technological process of producing products under the brand name of Party A to produce any other brand of beer.

6.4.10. Handle substandard products according to Party A's instructions.

6.4.11. Party B is responsible for updating the import and export inventory data of main raw materials specified in the Appendix of the Contract, processing products, and finished products daily on Party A's SAP - ERP system (system login account provided by Party A).

6.4.12. Perform the responsibilities specified in this Contract and its appendices.

Article 7: Violations and penalties

7.1. Trademark infringement:

Any use of Party A's intellectual property rights protected by law other than the production of products specified in Article 2 of this Contract shall be considered a violation (except in cases where Party A has prior written consent). If Party B violates, it shall be subject to the following penalties:

- 1st violation: Suspend production until there is written approval to resume production from Party A.
- 2nd Violation: Termination of Contract.

7.2. Violations of quality, quantity, process and regulations:

7.2.1. Quality violations

a. Arbitrarily changing the transferred technology process. If violating, Party B will be fined at the following levels:

- The first violation: Fine million VND, suspend production until Party B terminates/cancels this violation.
- The second violation: Termination of Contract.

b. Using raw materials and additives that do not meet the technical standards specified by Party A. If Party B violates, it will be fined at the following levels:

- The first violation: fine of million VND, suspend production until Party B terminates/cancels this violation.
- The second Violation: Termination of Contract.

c. Causing loss or distortion of the quantity of materials under Party A's exclusive trademark but failing to explain the reason. The fine ranges from..... to.... million VND/1 time of making a record.

d. Violations in frequency of inspection, analysis, sampling, and sample sending are warned more than twice, the third time will be issued a record. Fine million VND/record.

e. Violations of data reporting regulations, being warned more than 2 times, the 3rd time will be issued a record. Fine million VND/1 record.

f. If defective products are released to the market and affect the image and brand of Party A such as: beer with foreign objects, underfilled beer, beer mixed with water, Party B will be fined at the following levels:

- First violation: Fine of million VND.

- Second violation: Fine of million VND, production suspension until there is written approval to resume production from Party A.

- Third violation: Termination of Contract.

g. If customers complain about beer being bottled incorrectly, corked incorrectly, or cloudy, Party B will be fined at the following levels:

- The first violation: Fine of million VND.

- The second violation: Fine of million VND, production suspension until there is written approval to resume production from Party A.

- The third violation: Termination of Contract.

h. If the product stored in the safe is not of the correct type or the crates is dirty, ugly, broken, or cracked as specified in the technical requirements and is sent to the warehouse of the Trading Company or the Distributor/Level 1 Agent of the Trading Company imports the product directly from the warehouse of Party B, affecting the image and brand of Party A, Party B will be fined 10 million VND/time of making a record.

i. Violation of physical and chemical indicators

- If within 01 month there are 03 consecutive batches with unsatisfactory targets, Party A will prepare a record as a basis for Party A to penalize Party B. Penalty level: million VND/time.

j. Violation of microbiological standards

- Finished beer: If not qualified, Party A will create a record as a basis for Party A to punish Party B. Penalty level: million VND/time.

k. Violation of analytical capacity

- If Party B does not meet the criteria when participating in Ring test in the Habeco system at the prescribed frequency, Party B will be fined million VND / 1 unmet target.

7.2.2. Violation of quantity:

a. Failure to deliver 100% of the quantity of Party A's Beer branded products produced in batches to Party A but keeping them for sale or use for other purposes. Penalty: Fine of times the value of the retained portion at the prescribed price. A third violation will terminate this Contract.

b. Incorrect data between the actual quantity of Beer products produced by Party A and the quantity of products on the books without explaining the reason. Fine of million VND/1 time of making a record.

c. Delivering incorrect quantity or type in the Transportation Plan issued and operated by Party A without explaining the reason or reporting. Penalty:% of the total value of incorrectly delivered goods. At the same time, Party B must be responsible for compensating for all costs incurred to remedy the consequences of delivering goods not in accordance with Party A's plan and operation.

7.2.3. Violation of procedures and regulations:

Failure to comply with the procedures and regulations issued by Party A or failure to properly implement the requirements as notified by Party A, Party A will make a record. Penalty: million VND/1 record.

7.3. Violation of the obligation to use technological processes outside the scope of beer production as agreed in this Contract:

Use Party A's beer production technology or beer yeast transferred by Party A to produce beer with other brands. If violated, Party B will be fined at the following levels:

- The first violation: Fine million VND, suspend production until Party B stops the violation.
- The second violation: Termination of Contract.

7.4. Violations in updating data on SAP software:

In case Party B distorts the import and export inventory data of main raw materials, processing products, finished products between reality and data on SAP software without explaining the reason or the explanation is not accepted by Party A, Party B must pay a fine of million VND/time.

7.5. Penalty procedure:

- Make a record with Party B about the violation. according to the relevant ISO document provisions of Party A.
- Party A shall send a notice to Party B stating the penalty level and implementation period.

7.6. Payment of fines:

Payment of fines is included in the debt and offset according to point 4.2.3, clause 4.2, Article 4 of this Contract.

Article 8: General terms:

8.1. The two Parties commit to strictly and fully implement the terms stated in the Contract. If any problems arise during the implementation of the Contract, the two Parties must promptly notify each other and proactively discuss and resolve them on the basis of negotiation to ensure mutual benefits. Any changes or additions must be agreed upon by the two Parties in writing or in an Appendix to the Contract.

8.2. In case of a dispute that cannot be resolved by negotiation between the two Parties, each Party has the right to file a lawsuit with a competent Court for settlement in accordance with the provisions of law.

8.3. Party A has the right to unilaterally suspend and/or terminate the Contract if Party B fails to properly perform or violates the terms(s) of the Contract and/or the Appendices of this Contract, leading to the possibility of causing damage to the brand reputation or product quality of Party A.

8.4. When liquidating the Contract, the two Parties must compare and pay debts related to this Contract as a basis for signing the Contract Liquidation Minutes.

8.5. The Parties warrant that each Party has full legal capacity to enter into and perform the Contract with the other Party. The Parties have obtained and completed all internal legal approval procedures in accordance with the Law and internal regulations of each Party and will maintain the full validity of these approval procedures to enter into and perform this Contract.

Article 9: Validity and number of copies of the Contract

9.1. The contract is effective from .../...../..... to/.../.....

9.2. The Appendices are an integral part of this Contract:

- Appendix 01: Regarding technical and quality issues.
- Appendix 02: Regarding raw materials.
- Appendix 03: Regarding delivery of products, bottles, crates, and raw materials.
- Appendix 04: Regarding the Technical Supervision Engineer for the production of Party A's products.

Other Appendices (if any)

9.3. Party A's internal documents stated in this Contract include:

- Documents on quality standards in the document system ISO;
- QC.05/KT , HD.01/QM, HD.05/QM, HD.04/QM, QC.26/KT.

The Parties agree that the above internal documents are an integral part of this Contract and are valid as a basis for reference and implementation.

9.4. This contract is made in 04 copies, each Party keeps 02 copies. The copies have equal value./.

PARTY A

PARTY B

SHAREHOLDERS MEETING PROPOSAL

Re: Approval of the dismissal of 01 member of the Board of Supervisors due to the end of the term and electing an additional member of the Board of Supervisors for the 2025 - 2030 term.

Pursuant to:

- *Law on Enterprise No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022 and documents guiding its implementation;*
- *Law on Securities No. 54/2019/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, effective from January 1, 2021;*
- *Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company;*

The Board of Directors of Hanoi - Thanh Hoa Beer Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the following contents:

1. Dismissal of Mr. Nguyen Minh The from the position of member of the Board of Supervisors due to the end of his term.

At the 2020 Annual General Meeting of Shareholders of the Company held on June 12, 2020, it was unanimously elected Mr. Nguyen Minh The as a member of the Board of Supervisors for the 2020-2025 term (Resolution of the General Meeting of Shareholders No. 25/ NQ-DHDCD-THB dated June 12, 2020). Pursuant to Clause 1, Article 38 of the Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company ("Company's Charter"), Mr. Nguyen Minh The has expired as a member of the Board of Supervisors for the 2020-2025 term.

Accordingly, the Board of Directors Hanoi - Thanh Hoa Beer Joint Stock Company respectfully submits to the 2025 Annual General Meeting of Shareholders for approval: dismissing Mr. Nguyen Minh The from the position of member of the Company's Board of Supervisors from April 25, 2025.



2. Elect 01 additional member of the Board of Supervisors for the 2025 - 2030 term

Pursuant to Clause 1, Article 38 of the Company's Charter of Hanoi - Thanh Hoa Beer Joint Stock Company ("Company Charter"), the General Meeting of Shareholders is required to elect additional members of the Board of Supervisors to have enough 03 members in the Company's Board of Supervisors, specifically:

- a. Number of additional members of the Board of Supervisors to be elected: 01 member
- b. Term: 2025 – 2030

Respectfully propose to the Meeting for consideration and approval./.

Recipients:

- Annual General Meeting of Shareholders 2025;
- HABECO's Board of Directors;
- Members of the Board of Directors and Board of Supervisors of the Company;
- Archived: Office, BOD.

**O/B. BOARD OF DIRECTORS
CHAIRMAN**



Bui Trương Thang

