

MEETING INVITATION LETTER

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

To: Esteemed Shareholders of Nha Be Garment Corporation – Joint Stock Company

The Board of Directors of Nha Be Garment Corporation – JSC respectfully invites our esteemed shareholders to attend the AGM 2025 with the following main details:

1. Time: 09:00 AM, June 27, 2025

2. Venue: No. 4 Ben Nghe Street, Tan Thuan Dong Ward, District 7, Ho Chi Minh City

3. Agenda of the Meeting:

- Report on the implementation of the Resolutions of the GMS 2024 and the Business plan 2025;
- Report on the activities of the Board of Directors in 2024 and strategic orientation for 2025;
- Report of the Board of Supervisors;
- Audited Financial Statements for 2024;
- Selection of the auditing firm for the Financial Statements 2025;
- Profit distribution plan for 2024 and the profit distribution plan for 2025;
- Finalization of remuneration for the BoD/BoS in 2024 and the remuneration plan for the BoD/BoS in 2025;
- Amendments and supplements to the Company's Charter;
- Proposal on the continued implementation of the plan for public offering of convertible bonds and approval of the listing of bonds publicly offered.
- Dismissal and additional election of member of the BoD for the remainder of the term 2023 - 2027;
- Other relevant matters.

4. Documents: Shareholders may access the website: www.nhabe.com.vn from 06/06/2025 to review the contents of the GMS materials.

5. Conditions and procedures for participation:

- All shareholders whose names appear on the list as of the record date 30/05/2025, as confirmed by the Vietnam Securities Depository and Clearing Corporation (VSDC);
- In the case of authorization, shareholders are kindly requested to complete the Power of Attorney form (*attached or downloadable from the website: www.nhabe.com.vn*); each shareholder may only authorize once, with the number of authorized shares equal to the number of shares owned, and submit the form to the Organizing Committee by 24/06/2025;
- For confirmation of attendance/authorization to attend the GMS, shareholders are kindly requested to send a letter, email, or contact the Company directly by **24/06/2025** at the following address:
 - **NHA BE GARMENT CORPORATION – JOINT STOCK COMPANY**
 - **Head Office:** No. 4 Ben Nghe Street, Tan Thuan Dong Ward, District 7, HCM City
 - **Tel:** 028 38720077 (Ext 1067 – Ms. Nguyen Thi Ngoc Thao)
 - **Email:** thaontn@nhabe.com.vn

Note: Confirmation of attendance at the GMS is mandatory. Attending shareholders are kindly requested to bring their ID card/Citizen ID and the Power of Attorney (if applicable)..

Your presence will greatly contribute to the success of the Meeting.

Respectfully announced,

ON BEHALF OF THE BOARD OF DIRECTORS



PHẠM PHU CUONG

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

NHA BE GARMENT CORPORATION – JOINT STOCK COMPANY

1. Time: Friday, June 27, 2025

2. Meeting agenda:

Agenda	Responsible Party	Time
1. Opening Procedures		
▪ Reception of delegates, shareholder registration	Organizing Committee	08:30 - 09:00
▪ Statement of reasons and introduction of participants		09:00 - 09:15
▪ Report on shareholder eligibility to attend the meeting		
▪ Approval of the Meeting regulations of the AGM 2025		
▪ Introduction of the Chairperson		
▪ Introduction and approval by voting of: the Secretary Committee and the Vote Counting Committee	Chairperson	09:15 - 09:20
▪ Approval of the meeting agenda		
2. Meeting Content		
▪ Report on the implementation of the Resolutions of the GMS 2024;	General Director	09:20 - 09:30
▪ Business plan and solutions for 2025;		
▪ Report on the activities of the Board of Directors in 2024 and strategic orientation for 2025;	BoD	09:30 - 09:35
▪ Report of the Board of Supervisors ;	Head of the BoS	09:35 - 09:50
▪ Proposal for approval of the Audited Financial Statements for 2024;		
▪ Proposal on the selection of the auditing firm for the Financial Statements 2025;		
▪ Proposal on appropriation to funds and dividend distribution for 2024;	General Director	09:50 – 10:00
▪ Proposal on the projected appropriation to funds and dividend distribution for 2025;		
▪ Proposal on the finalization of remuneration for the BoD/BoS in 2024 and the remuneration plan for the BoD/BoS in 2025;		
▪ Proposal on the continued implementation of the plan for public offering of convertible bonds and approval of the listing of bonds publicly offered.		
▪ Proposal on the amendments and supplements to the Company's Charter;	BoD	10:00 – 10:15
▪ Proposal on the dismissal of member of the Board of Directors (BoD) and Election of replacement member for the remaining term of term V (2023–2027)		
3. Election of members of the Board of Directors for the remaining term 2023 - 2027		
▪ Approval of the election regulations for member of the BoD	Election Committee	10:15 – 10:30
▪ Approval of the list of candidates for election to the BoD		
▪ Shareholders proceed with the voting		
4. Shareholder Discussions and Voting on the Contents of the Meeting (ballot marking)	Shareholders	10:30 - 10:40
5. Discussion and answering questions of shareholders	Chairperson	10:40 - 10:50
6. Announcement of Vote Counting Results and BoD Election Results	Vote Counting Committee	10:50 - 10:55
7. Approval of the Meeting Minutes and Resolutions	Secretary	10:55 - 11:00
8. Closing of the Meeting	Organizing Committee	11:00

Ho Chi Minh City, June 6, 2025

**WORKING REGULATIONS OF THE
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
NHA BE GARMENT CORPORATION – JSC**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter of Organization and Operation of Nha Be Garment Corporation – JSC;

The Organizing Committee of the Annual General Meeting of Shareholders 2025 respectfully submits to the General Meeting for approval the following Working Regulations:

Article 1. Objectives

- To achieve the highest level of consensus among shareholders in order to fulfill the duties set forth by the General Meeting;
- To ensure openness, fairness, democracy, and solidarity in operations;
- To safeguard shareholders' interests and meet the sustainable development needs of the Corporation.

Article 2. Conditions for conducting the Meeting

- The Annual General Meeting of Shareholders shall be convened when shareholders or their authorized representatives attending the meeting represent more than 50% of the total voting shares of the Corporation.

Article 3. Order of the Meeting

- Shareholders shall dress formally;
- Maintain order and proper conduct during the meeting, refrain from smoking, use mobile phones politely, uphold a courteous and friendly communication culture; leaving the meeting without the approval of the Presiding Committee shall not be permitted.

Article 4. Voting on the issues at the Meeting

- **Principle:** As requested by the Presiding Committee, issues requiring a vote at the Meeting shall be voted on publicly by raising the voting card distributed by the Meeting Organizing Committee.
- **Voting method:** The Meeting shall vote on each issue in the agenda. For each issue requiring a vote, shareholders shall express their opinion by raising the voting card. Shareholders who do not raise the voting card shall be deemed as having no opinion; shareholders who leave during the voting shall be deemed to have agreed with the issue being voted on. Additionally, certain issues shall be voted on by ballot, whereby shareholders shall mark one of the three boxes: ☐ approve or ☐ disapprove or ☐ abstain.

Article 5. Speaking at the Meeting

- **Principle:** Shareholders attending the Meeting shall submit a registration slip clearly stating the content and duration of their remarks to the Secretary Committee, and may only speak with the approval of the Presiding Committee.



- **Speaking method:** Shareholders shall speak briefly and focus on the registered content within the scope of the Meeting agenda. The Presiding Committee shall listen and respond; it reserves the right to request discontinuation of any remarks that negatively affect the progress of the Meeting.

Article 6. Responsibilities of the Presiding Committee:

- The Presiding Committee shall consist of one member;
- Conduct the Meeting in accordance with the approved agenda, regulations, and procedures. The Presiding Committee shall operate based on the principles of democratic centralism and make decisions by majority vote;
- Guide the Meeting in discussing and voting on matters within the agenda and other related matters arising during the Meeting;
- Resolve any issues arising (if any) during the course of the Meeting.

Article 7. Responsibilities of the Secretary Committee, Shareholder Eligibility Verification Committee, Vote Counting Committee, and Election Committee

- **Secretary Committee** consists of two members appointed by the Presiding Committee and shall be accountable to the Presiding Committee and the General Meeting of Shareholders. It shall be responsible for fully and accurately recording the proceedings and resolutions of the Meeting, including any reservations made by shareholders; collecting shareholders' speech registration forms; and drafting the Minutes and Resolutions of the GMS adopted at the Meeting.
- **Shareholder Eligibility Verification Committee** consists of three members assisting the Presiding Committee in verifying the eligibility of shareholders and reporting the results thereof to the Meeting.
- **Vote Counting Committee and Election Committee** shall each consist of three members nominated by the Presiding Committee and approved by the General Meeting of Shareholders. They shall be responsible for compiling and announcing the voting and election results, as well as performing other tasks assigned by the Presiding Committee.

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

- All contents of the General Meeting of Shareholders must be recorded in the Minutes by the Secretary Committee. The Minutes and Resolutions shall be read and approved prior to the closing of the Meeting and must be disclosed in accordance with regulations.

Article 9. Effectiveness

- This Working Regulations consists of 9 articles and shall take effect immediately upon approval by the General Meeting of Shareholders;
- Shareholders or their authorized representatives and all participants of the Meeting shall be responsible for complying with these Regulations.

ON BEHALF OF THE BOARD OF DIRECTORS



PHAM PHU CUONG



Ho Chi Minh City, June 06, 2025

REPORT ON THE IMPLEMENTATION OF THE RESOLUTIONS OF THE GMS 2024

I. Overview of the actual situation

- The global economy witnessed a notable recovery compared to 2023, yet challenges and uncertainties persist. Major economies have resumed growth, though unevenly. Inflation has decreased, consumer demand has improved, and export orders have increased once again.
- However, geopolitical conflicts and the continuing trend of trade protectionism have caused disruptions in global supply chains, affecting both the import of raw materials and the export of goods, thereby increasing production costs.
- Additionally, order prices have not yet improved, while increasingly strict requirements in terms of product quality and delivery timelines have posed significant challenges for the Company.
- Facing such circumstances, under the strategic, flexible, and decisive leadership of the Board of Directors and the Board of Management, the Company has implemented a series of synchronized solutions across the entire system to successfully fulfill its 2024 business and production targets.

II. Business Performance results in 2024:

No.	Description	Unit	2024 Plan	2024 Actual	% Actual/Plan
1	CM Revenue	USD	19,200,000	16,099,804	84%
2	Total income	million VND	2,900,000	2,958,793	102%
3	Gross profit	"	110,000	100,431	91%
	- Depreciation	"	45,000	36,059	80%
	- Profit before tax	"	65,000	64,372	99%
	- Profit after tax	"	52,200	52,007	100%
4	Average headcount	persons	3,100	2,980	96%
5	Average income	1000 VND/ person	11,500	11,400	99%
	<i>Of which: Salary</i>	"	10,000	10,000	100%
6	Charter Capital	million VND	200,000	200,000	100%
7	Profit after tax/Charter Capital	%	26.10%	26.00%	100%
8	Basic earnings per share	VND	2,610	2,600	100%
9	State budget contribution	million VND	40,000	51,447	129%

III. Assessment of the Company's Performance in 2024:

- **Corporate governance:**

- The Company strictly complied with legal regulations, its Charter, and internal governance rules; implemented the Resolutions of the General Meeting of Shareholders and the decisions of the Board of Directors.

- Information disclosure obligations on the stock market were fully and timely carried out in accordance with the regulations of the State Securities Commission and the Hanoi Stock Exchange.
- Regarding human resource management: the Company assigned tasks based on staff competencies, promptly appointed and rotated personnel, streamlined and consolidated the management apparatus, and continued restructuring the Board of Directors and executive teams of subsidiaries.
- Comprehensive cost reduction measures were implemented while prioritizing employee welfare, maintaining customer relationships, and preserving production capacity to ensure rapid recovery of business operations once the economy rebounds.
- The Company actively promoted digital transformation and IT application in production and administrative management activities.
- The production premises, warehouses, and facilities were reorganized and restructured across the entire Company.
- **Production management:**
 - The Company regularly monitored and controlled the quality management system across its network. Most factories strictly adhered to production and quality control processes. Many units performed well in productivity, quality, and social responsibility.
 - Technological improvements and production initiatives contributed to increased labor productivity. However, some units still require better control and improvement of their production systems and quality management to meet increasingly stringent customer requirements.
 - The Company frequently implemented cost-saving measures to enhance production efficiency.
- **Investment activities:**
 - Successfully completed the renovation and expansion of the Kontum Garment Factory, converting old workshops into warehouses, constructing a new two-story production workshop, and installing machinery and auxiliary works. Total investment for the project was 57.8 billion VND.
 - In 2024, the Company focused only on in-depth investment in machinery and equipment for production and business operations.
- **Market activities:**
 - Despite market difficulties, the Company's sales department proactively sought orders to maintain stable and continuous production, secured sufficient work for employees, allocated orders to match the scale and conditions of units, and maintained market share and efficiency in key export markets.
 - The Company adopted flexible measures to retain customers and shared challenges, while also actively expanding its customer base, this is an opportunity for evaluation and selection for long-term cooperation.
 - For the domestic market: the Company continued to research and develop designs, models, and material types suited to fashion trends and domestic consumer demand.
- **Financial management:**
 - Restructured loan usage to achieve optimal efficiency.
 - Submitted the application for public offering of convertible bonds in accordance with the Extraordinary GMS 2024 Resolution. Total registered bonds: 1,800,000 bonds, total par value: 180 billion VND.

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- Conducted financial-accounting control to mitigate exchange rate risks and rationalize costs while ensuring the continuity of all operations.
- Managed cash flow to secure sufficient working capital for business operations.
- Regularly performed management accounting, monthly cost analysis, and business performance assessment.
- **Employee welfare:**
 - The Company introduced multiple welfare initiatives, reformed the salary distribution system, and implemented fair remuneration and bonus policies to ensure income stability and retain employees, securing the workforce for 2025 and beyond.
 - The salary and bonus policy is based on individual performance, productivity, and work efficiency, while harmonizing the interests of the Company, shareholders, and employees.
 - The Company emphasized the well-being of employees by creating a comfortable working environment, providing health care, and offering nutritional support to foster loyalty and motivation.
- **Other activities:**
 - The Company maintained strict control over environmental protection, fire prevention, security, labor safety, and food hygiene to ensure a clean environment and safe operations.
 - Beyond business, NBC remained actively engaged in charitable and community-oriented activities. Company-affiliated organizations like the Youth Union and Trade Union also played active roles in supporting employees.
 - In 2024, the Company was again recognized as a "Enterprise for Employees" in the textile and garment industry and successfully passed most customer social responsibility audits.

IV. Conclusion:

To accomplish the business targets set forth in the Resolution of the General Meeting of Shareholders and to enhance the Company's overall value in terms of reputation with customers, partners, government authorities, and credit institutions, the achievements made in 2024 are the result of a strong consensus between the Board of Directors and the Board of Management. These outcomes also reflect the perseverance, dedication, and enthusiasm of the workforce, along with their continuous efforts and creativity to improve efficiency. Above all, it is the solidarity and unity of the entire staff throughout the Company that have played a vital role. Moreover, the support and cooperation from shareholders, partners, and customers have served as a firm foundation that enables NBC to grow continuously and fulfill the targets assigned by the General Meeting of Shareholders..

The above is the 2024 performance report of Nha Be Garment Corporation – JSC. We respectfully submit it to the General Meeting of Shareholders for consideration and approval.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



PHAM PHU CUONG

Ho Chi Minh City, June 06, 2025

REPORT ON BUSINESS PLAN AND SOLUTIONS FOR 2025

I. Situation overview:

- It is forecasted that in 2025, the global economy will continue to be affected by the political fluctuations from 2024. Uncertainties regarding U.S. trade policies and ongoing geopolitical tensions may pose significant risks to global growth.
- Orders from major markets such as the U.S., EU, and Japan are expected to increase due to improved consumer demand.
- However, tariff policy changes by the U.S. and its partners in the early months of 2025 have caused volatility in the global economy. Trade tensions originating from the U.S. are raising concerns about potential negative impacts on Vietnam's textile and garment industry.
- The Company's critical mission is to stabilize the workforce, advance digital transformation, explore new markets and customers, and ensure production stability.

2. Plan indicators in 2025:

No.	Description	Unit	2025 Plan
1	CMT revenue	USD	20,500,000
2	Total income	million VND	3,200,000
3	Profit before tax	"	72,000
4	Investment	"	15,000
5	Total Export Turnover	1000USD	150,000
6	Total Import Turnover	"	60,000
7	Average headcount	persons	2,950
8	Average Income	1,000 VND/person	11,900
9	State budget contribution	million VND	40,000

3. Implementation solutions for the 2025 Plan

❖ Corporate Governance:

- Continue to restructure and reassign responsibilities within the Board of Management in a timely and appropriate manner. Reinforce the substantive leadership role of the BoD members to align with the Company's development trajectory.
- Further streamline and restructure functional departments throughout the Company and its subsidiaries to enhance operational efficiency.
- Implement diversified training programs to improve human resource quality. Prioritize the recruitment and development of personnel with innovative thinking,



market and technology awareness, decisiveness, and creativity. Training initiatives shall be integrated with the Company's medium- to long-term management succession planning in 5–10 years.

- Promote digital transformation and comprehensive IT application in all operations to enhance governance capability and modernize management systems.

❖ **Production Management:**

- Focus on standardizing the production system and quality management framework to uphold customer trust and strengthen competitive advantages.
- Maintain momentum in implementing breakthrough initiatives to drive productivity growth. Take targeted actions to support underperforming units with low labor productivity and business efficiency.
- Regularly assess the effectiveness of production governance based on key performance metrics, including productivity, product quality, delivery time, and cost control.
- Execute comprehensive cost-saving initiatives, rationalize operations, eliminate unnecessary expenses, and enhance specialization throughout the NBC system.
- Reorganize workshop and warehouse layouts to optimize the utilization of available space.

❖ **Investment and Technology:**

- Continue research and implementation of technological innovation and improvement initiatives. Invest in advanced, automated machinery and equipment to enhance productivity, operational efficiency, and competitiveness.
- Allocate capital to upgrade working environments and infrastructure across the Company.
- Invest in digital transformation in technical management.
- Invest in specialized machinery and equipment in accordance with the 2025 plan.

❖ **Market Activities:**

➤ *For export market:*

- Closely monitor market developments and policy shifts, especially changes in U.S. tariff policies. Develop response scenarios to proactively address potential risks. Strengthen customer engagement to foster sustainable partnerships and expand into new markets and product lines to mitigate dependency risks.
- Focus on manufacturing high value-added products to further improve production efficiency.
- Realign customer allocation strategies across subsidiaries to ensure optimal capacity utilization.
- Strengthen market research and competitive analysis to seize market opportunities, mitigate risks, and ensure long-term, sustainable growth.

➤ *For domestic market:*

- Leverage e-commerce to drive growth in the domestic market and create breakthroughs in distribution strategies.
- Diversify product lines and designs to meet evolving market demands.

- Develop targeted sales strategies for retail outlets, with a focus on accelerating inventory turnover.

❖ **Financial Management:**

- Strengthen capital management at subsidiaries to enhance capital utilization efficiency. Maintain effective control over working capital while flexibly managing loan structures to secure optimal interest rates.
- Monitor receivables, inventory levels, and cash flow to ensure the Company's financial stability and readiness to meet both operational and investment needs in 2025 and beyond.
- Stay abreast of monetary market movements and tax policy changes in Vietnam and key export markets. Strengthen financial planning and balancing measures to maintain financial stability in the face of global and domestic uncertainties.
- Increase checks and controls to mitigate risks and reduce reasonable costs while ensuring effective operations.

❖ **Other activities:**

- Communicate the Company's core values clearly and consistently to employees, fostering a shared commitment to protecting and enhancing NBC's brand, reputation, and corporate image.
- Collaborate with mass organizations to promote productivity-focused initiatives, drive innovation, and enhance labor income.
- Maintain strict compliance with regulations on security, fire prevention, occupational safety, and food hygiene to ensure safe and stable operations throughout the Company.

Conclusion:

The year 2025 is expected to remain challenging for the textile and garment industry in general, and for Nha Be Garment Corporation – JSC in particular. Nevertheless, the Board of Directors firmly believes that, with utmost effort, a strong sense of responsibility, decisive governance and management, and the creative contributions of each officer and employee across the system, together with the continued trust and companionship of our customers and the support of our valued shareholders, NBC will overcome the challenges ahead. The Company shall maintain its growth trajectory and sustainable development, continuously enhancing its scale and capacity, thereby living up to the trust placed by our esteemed shareholders.

We respectfully submit this proposal to the General Meeting of Shareholders for review and approval of the abovementioned targets and plans.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



PHAM PHU CUONG

Ho Chi Minh City, June 06, 2025

**REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND
STRATEGIC ORIENTATION FOR 2025**

I. Activities of the Board of Directors in 2024

1. Meetings, Resolutions, and Decisions of the Board of Directors:

No.	Member	Position	Number of Meetings	Attendance Rate	Notes
1	Mr. Pham Phu Cuong	Chairman	13/13	100%	
2	Mr. Nguyen Ngoc Lan	Member	13/13	100%	
3	Mr. Doan Minh Duc	Member	13/13	100%	
4	Mr. Nguyen Xuan Dong	Member	11/13	85%	
5	Mr. La Van Tot	Member	13/13	100%	

- The Board of Directors consists of 5 members. The Chairman of the BoD has delegated duties to other members, including 3 non-executive members and 2 executive members directly participating in the management of the Company, holding the positions of General Director and Deputy General Director.

- In 2024, the BoD issued 19 resolutions under its authority and responsibilities, aligned with business management requirements. These include approvals related to investment projects, personnel matters, preparations for the Annual and Extraordinary General Meetings of Shareholders, ESOP share issuance, dividend distribution,...

- All meeting minutes of the BoD were recorded in full. Resolutions passed by the BoD received unanimous approval from all members.

2. Supervisory activities of the Board of Directors over the Board of Management:

- The BoD regularly monitored the implementation of resolutions and decisions of the General Meeting of Shareholders and the BoD, as well as the activities of the Board of Management and its supporting departments in executing assigned duties. All emerging issues concerning the Company's operations were reported promptly to the BoD, ensuring timely updates and guidance.

- During meetings, the BoD required the Board of Management to report and assess the Company's business performance, including market conditions, financial status, inventory, production organization, human resources, and digital transformation,...

- The BoD highly appreciates the efforts of the Board of Management in managing operations and expresses full confidence in the leadership capacity and ethical conduct of its members.

3. Remuneration of the Board of Directors:

The remuneration for the Board of Directors in 2024 was carried out in accordance with the resolution approved at the Annual General Meeting of Shareholders 2024:

- Approved remuneration budget: 612,000,000 VND
- Actual remuneration paid: 612,000,000 VND

II. Strategic orientation for 2025:

1. General objectives:

- Garment manufacturing remains the core business activity. The Company shall implement strategies to diversify markets, customer base, and product categories for both export and domestic markets.

- Digital transformation of business operations and corporate governance shall be a strategic priority to enhance efficiency, agility, and adaptability, aligning with future trends in digital enterprises and smart factories.

- Human resources development is identified as the central pillar among all strategic resources. The Company shall focus on planning, recruitment, and training of executive leaders and key personnel who are capable of adapting to market and technological trends. Human capital shall be the breakthrough factor, driving growth primarily through increased labor productivity during the Company's long-term development.

- The strength of collective unity shall be the foundation for achieving strategic goals. The Company shall continue to improve income and elevate the professional image of skilled employees, fostering a workforce that is united, knowledgeable, innovative, and professionally competent,...

2. Solutions

- Assess and restructure the customer portfolio. Stabilize existing customers and actively seek new customers to ensure production continuity amid market volatility and increasing customer requirements on social responsibility and product quality.

- Modernize production technology by investing in specialized, automated, and advanced machinery and equipment to enhance productivity, operational efficiency, and competitiveness.

- Train a team of qualified professionals in technology and production management to meet the development needs of the Company and its subsidiaries.

- Implement comprehensive digital transformation across the entire system to improve governance quality, minimize wasteful costs, and ensure corporate accountability in green production programs, aligned with both domestic and international customer requirements.

- Explore investment cooperation opportunities, joint ventures, and strategic alliances to increase operational scale and efficiency while attracting external resources.

3. Operational plan of the Board of Directors for 2025

- Organize meetings of the BoD to review reports and proposals from the Board of Management, oversight reports from the Board of Supervisors, and to deliberate and approve plans and projects related to the Company's operations.

- Submit to the General Meeting of Shareholders the election of one member of the BoD to replace one member who has resigned.

- Propose the profit distribution plan and the 2024 dividend payment plan for submission to the General Meeting of Shareholders 2025.

- Develop strategic orientations and tasks of the Company, and make decisions on projects and other matters within the authority of the BoD.

- Direct the organization of the Annual General Meeting of Shareholders 2025 in accordance with the Company's Charter.



This is the Report on the activities of the Board of Directors in 2024 and strategic orientation for 2025 of Nha Be Garment Corporation – JSC.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



PHẠM PHU CUONG



Ho Chi Minh City, June 06, 2025

REPORT OF THE BOARD OF SUPERVISORS
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

- Pursuant to the charter on the organization and operation of Nha Be Garment Corporation – JSC as approved by the General Meeting of Shareholders;
- Pursuant to the regulations on the organization and operation of the Board of Supervisors of Nha Be Garment Corporation – JSC;
- Pursuant to the Financial Statements 2024 audited by CPA Auditing Company Limited Report on the Business performance in 2024 of the BoD;

The Board of Supervisors respectfully submits to the General Meeting of Shareholders 2025 of Nha Be Garment Corporation – JSC the following contents:

I/ ACTIVITIES OF THE BOARD OF SUPERVISORS IN 2024:

The Board of Supervisors consists of three members. Based on the operating regulations and the 2024 activity plan, the Board fulfilled its duties to ensure the Company's operations complied with the charter, internal regulations, and relevant laws. The main activities of the Board of Supervisors in 2024 included:

- Supervising the operations of the Board of Directors and the Board of Management; inspecting and overseeing the activities of all subsidiaries in implementing the contents of the resolutions of the 2024 annual and extraordinary General Meetings of Shareholders.
- Fully attending the meetings of the Board of Directors and some meetings of the General Director to stay informed of the Company's business performance. The Board also contributed feedback and recommendations to the Board of Directors and the Board of Management on business management by quarter and on the operating direction for the upcoming periods, within the assigned responsibilities and authority, aiming to achieve the planned targets.
- Cooperating with the independent auditor on the audit scope and contents for the Company's annual financial statements. Reviewing the financial statements before and after the audit to assess the accuracy and reliability of the financial figures and consider the auditor's opinions.

General assessment: In 2024, all members of the Board of Supervisors complied with the resolutions of the General Meeting of Shareholders, the Company's charter, and legal regulations in a truthful and cautious manner. Their supervision did not obstruct the Company's business operations.

II. REMUNERATION OF THE BOARD OF SUPERVISORS

The remuneration for the Board of Supervisors in 2024 was carried out in accordance with the resolution of the Annual General Meeting of Shareholders 2024:

- Total approved remuneration: 216,000,000 VND
- Remuneration paid: 216,000,000 VND

III. EVALUATION OF ACTIVITIES OF THE BOARD OF DIRECTORS AND THE BOARD OF MANAGEMENT

1. Evaluation of activities of the Board of Directors

- Based on the contents of the resolutions adopted at the 2024 annual and extraordinary general meetings of shareholders, the Board of Directors issued 19 Resolutions within its scope of

responsibility and authority. These resolutions were in line with the management requirements of the Company, covering issues such as personnel organization, investment, dividend payments, and the public issuance of convertible bonds

- The BoD fully complied with legal regulations in management and governance. All Resolutions issued by the BoD were properly processed, within its authority, and in accordance with the Company's Charter, the Law on Enterprises, and other applicable legal provisions.

- The BoD successfully organized the extraordinary General Meeting of Shareholders on March 1, 2024; the 2023 annual General Meeting of Shareholders on June 30, 2023; and the extraordinary General Meeting of Shareholders on October 31, 2024.

- All information relating to the Company's corporate governance was disclosed in accordance with regulations, ensuring transparency, fairness, and meeting shareholders' concerns.

2. Evaluation of activities of the Board of Management

- In 2024, the Board of Management of the Company demonstrated unity and high consensus, proposing various solutions aligned with the actual business and production conditions of the Company, such as reallocating functions and duties, rotating personnel, and streamlining the management structure. The Board of Management focused on market development, sourcing, and planning for production stability at the Company and its subsidiaries. It also improved production technology to enhance labor productivity and reformed wage policies to ensure fair, stable income and attract labor.

- The Board of Supervisors assessed that the management and administration of the Company by the Board of Management were conducted prudently, reasonably, and in accordance with current legal regulations.

3. General assessment of the Board of Directors and the Board of Management in 2024

- The Board of Directors, composed of 5 members, properly delegated tasks, convened meetings for consensus, and issued resolutions aligned with actual conditions and applicable regulations.

- In 2024, the Board of Directors directed the Company's operations in accordance with the Resolutions approved by the General Meeting of Shareholders. It provided sound strategic direction, close supervision, and strict oversight of the Board of Management's performance in managing business and production activities. The BoD issued timely and effective instructions and solutions regarding market matters, human resources, investments, and system restructuring, thereby facilitating the Company's smooth and efficient operations.

- The BoD consolidated the personnel structure of its subsidiaries and appointed NBC capital representatives to participate in the Boards of Directors and Boards of Supervisors of subsidiaries and associates.

- Each individual member of the Board of Management performed their assigned functions and duties in accordance with delegation. The Board of Management effectively managed, utilized, and leveraged resources, maintained a sound and secure financial position, fully discharged its financial obligations to the state, ensured employee entitlements, and paid dividends to shareholders.

- During the supervision of governance and management activities in 2024, the Board of Supervisors did not detect any irregularities in the operations of the Board of Directors or the Board of Management of the Company.

IV. SUPERVISION RESULTS ON THE COMPANY'S BUSINESS AND FINANCIAL PERFORMANCE INDICATORS.

1. Performance results for 2024 in accordance with the Resolution of the GMS

No.	Indicator	Unit	Plan	Actual	% Actual/Plan
1	CM Revenue	1000 USD	19,200	16,100	84%
2	Total income	million VND	2,900,000	2,958,793	102%
3	Profit before tax	“	65,000	64,372	99%
4	Profit after tax	“	52,200	52,007	100%
5	Average headcount	persons	3,100	2,980	96%
6	Average income	1000VND	11,500	11,400	99%
	<i>Of which: Salary</i>	“	10,000	10,000	100%
7	Charter Capital	million VND	200,000	200,000	100%
8	Profit after tax/Charter Capital	%	26.10%	26.00%	100%

2. Supervision results on the financial status of the Company

❖ Some financial indicators at Financial Statement as of 31/12/2024

▪ *Summary of indicators in the Balance Sheet:*

Unit: million VND

Indicator	Parent Company figures		Consolidated figures	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
ASSETS				
A. Current assets	1,646,287	1,443,258	2,311,878	1,936,267
B. Non-current assets	448,635	428,506	784,510	770,976
Total assets	2,094,922	1,871,764	3,096,388	2,707,243
LIABILITIES AND OWNERS' EQUITY				
A. Liabilities	1,690,853	1,481,208	2,577,296	2,259,542
B. Owners' equity	404,069	390,556	519,092	447,701
Total liabilities and equity	2,094,922	1,871,764	3,096,388	2,707,243

▪ **Summary of key indicators in the Income statement:**

Unit: million VND

Indicator	Parent Company figures		Consolidated figures	
	2024	2023	2024	2023
1. Net revenue from sales and services	2,892,765	2,376,385	4,632,182	3,744,287
2. Gross profit from sales and services	550,344	443,263	867,014	646,762
3. Operating profit	64,243	49,153	153,064	44,740
3. Other profit	129	10,871	12,501	12,645
4. Total profit before tax	64,372	60,024	165,566	57,385
5. Profit after tax	52,007	50,966	134,225	33,491

❖ **Evaluation:**

- After the general market difficulties in the textile and garment industry in 2023 and the first half of 2024, there were positive changes from mid-2024, with an increase in order volumes sufficient for the Company's units. However, unit prices did not increase while input costs rose significantly, affecting the Company's annual performance. The Board of Directors continuously directed the Board of Management to fulfill the profit target for 2024 as per the resolution of the General Meeting of Shareholders.

- Quarterly and annual financial statements were disclosed in full, publicly and transparently.

- Agrees with the audited annual financial statements conducted by CPA Auditing Company Limited. agrees with the auditor's opinion: "The consolidated financial statements present fairly and reasonably, in all material respects, the consolidated financial position of the Company as of December 31, 2024, as well as its consolidated business results and cash flows for the year then ended, in accordance with Vietnamese Accounting Standards, the current Vietnamese Enterprise Accounting System, and relevant legal regulations concerning the preparation and presentation of consolidated financial statements."

V. EVALUATION OF THE COORDINATION BETWEEN THE BOARD OF SUPERVISORS AND THE BOARD OF DIRECTORS, THE BOARD OF MANAGEMENT, AND THE SHAREHOLDERS

- The Board of Directors and the Board of Management facilitated the Board of Supervisors in providing documents and information related to the management, business operations, and financial situation of the Company during the performance of its duties.

- The Board of Supervisors maintained cooperative and closely coordinated relationships with the Board of Directors, the Board of Management, and management staff, based on the principle of serving the common interests of the Company and the shareholders, in compliance with applicable laws, the Company's Charter, and internal regulations.

- The Board of Directors and the Board of Management performed their rights and obligations with a high sense of responsibility and regularly exchanged ideas to jointly find solutions to difficulties in the spirit of serving the common interests of the Company, the shareholders, and the employees.

- In 2024, the Company did not incur any disputes related to production and business activities, nor did it arise any contractual conflicts or interest conflicts with related parties. The Board of Supervisors did not receive any petitions or complaints from shareholders for inspection or grievance.

V. RECOMMENDATIONS OF THE BOARD OF SUPERVISORS

In 2025, the textile and garment market will continue to face challenges from U.S. tariff policies, potential changes in consumer behavior, and fierce competition from rivals. Therefore, the Board of Management needs to implement more flexible solutions, improve labor productivity, create stable employment and income for employees, and strive to exceed the planned targets. Specifically:

✓ Market work: focus on sourcing materials, expanding into new markets, and ensuring full production capacity. Emphasize production innovation to increase productivity, standardize the production system and quality management system to enhance product quality.

✓ Investment work: carry out key and necessary investments serving production, maximize the utilization of equipment to achieve the best efficiency. Promote digital transformation and the application of information technology software in management.

✓ Focus on managing cash flow, inventory, receivables, and controlling costs while ensuring sufficient working capital to support production and investment activities. Implement savings measures in production, sales, and management to enhance competitiveness.

✓ For some subsidiaries and associates with low production efficiency, the Board of Directors and the Board of Management should take decisive action to address outstanding issues in these units to boost production growth and enhance business effectiveness.

VI. OPERATION PLAN OF THE BOARD OF SUPERVISORS FOR 2025

- ✓ Supervise the implementation of the annual production and business plan;
- ✓ Supervise the implementation of Resolutions of the General Meeting of Shareholders and Resolutions of the Board of Directors related to the Company's operations;
- ✓ Attend and participate in discussions and make recommendations at meetings of the Board of Directors and other meetings of the Company;
- ✓ Perform other tasks at the request of the Board of Directors and the shareholders.

This is the report of the Board of Supervisors on its supervisory activities in 2024 and its operation plan for 2025. Respectfully submitted to the General Meeting of Shareholders for consideration and approval.

**ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD OF THE BOARD**



PHAN VAN HAI

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CHAIRMAN



PHAM PHU CUONG

NHA BE GARMENT CORPORATION - JSC

BOARD OF DIRECTORS

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SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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Ho Chi Minh City, June 6, 2025

PROPOSAL

Re: The selection of the auditing firm for the Financial Statements 2025

**To: The Annual General Meeting of Shareholders 2025 of
Nha Be Garment Corporation – JSC**

- 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;
- Pursuant to the Charter on the organization and operation of Nha Be Garment Corporation – JSC;
- Pursuant to the list of auditing firms qualified to audit Financial Statements as announced by the State Securities Commission and as proposed by the Board of Supervisors of the Company.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the selection of CPA Auditing Company Limited (CPA) as the auditing firm to audit and review the Financial Statements 2025 of Nha Be Garment Corporation – JSC.

In the event that an agreement cannot be reached regarding audit fees, timing, or audit schedule, it is proposed that the General Meeting of Shareholders authorize the Board of Directors of the Company to select another auditing firm from the list of firms approved by the State Securities Commission to audit financial statements of public companies for 2025.

Respectfully submitted.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



PHAM PHU CUONG

Ho Chi Minh City, June 06, 2025

**PROPOSAL ON PROFIT DISTRIBUTION,
APPROPRIATION TO FUNDS AND DIVIDEND DISTRIBUTION FOR 2024**
**Pursuant to the Charter on organization and operation of Nha Be Garment
Corporation - Joint Stock Company**

- Pursuant to the Business Performance Report 2024 audited by CPA Auditing Company Limited, the Board of Directors hereby submits to the General Meeting of Shareholders the proposal on profit distribution 2024 as follows:

Unit: VND

No.	Indicators	Actual Implementation
1	Total revenue and other services	2,958,792,937,400
2	Total expenses	2,894,421,200,753
3	Total profit before tax	64,371,736,647
4	Corporate income tax	12,364,502,457
5	Profit after tax	52,007,234,190
6	Appropriation to funds and dividend distribution	51,961,663,865
	- Development Investment Fund: 5%	2,600,361,710
	- Bonus Fund: 10%	5,200,723,419
	- Welfare Fund: 5%	2,600,361,710
	- Remuneration for BoD and BoS: 3%	1,560,217,026
	- Dividend distribution: 20%	40,000,000,000
7	Profit after distribution	45,570,325
8	Retained earnings carried forward	106,464,997,657

The above-mentioned corporate income tax payable may be subject to change depending on the results of the 2024 tax inspection and finalization conducted by the competent authorities, which may affect the undistributed retained earnings. The Board of Directors shall report any such changes to the shareholders at the nearest General Meeting of Shareholders.

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

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



PHAM PHU CUONG

Ho Chi Minh City, June 06, 2025

PROPOSAL ON PROJECTED PROFIT DISTRIBUTION, APPROPRIATION TO FUNDS AND DIVIDEND DISTRIBUTION FOR 2025

- Pursuant to the Charter on organization and operation of Nha Be Garment Corporation - JSC;
- Pursuant to the Business Plan 2025 of the Board of Directors, the Board of Directors hereby submits to the General Meeting of Shareholders the profit distribution plan for 2025 as follows:

Unit: VND

No.	Indicators	Planned Figures
1	Total revenue and other services	3,200,000,000,000
2	Total expenses	3,128,000,000,000
3	Total profit before tax	72,000,000,000
4	Corporate income tax	12,000,000,000
5	Profit after tax	60,000,000,000
6	Appropriation of funds and dividend distribution	53,800,000,000
	- Development Investment Fund: 5%	3,000,000,000
	- Bonus Fund: 10%	6,000,000,000
	- Welfare Fund: 5%	3,000,000,000
	- Remuneration for BoD and BoS: 3%	1,800,000,000
	- Expected dividend distribution: 12% – 20%	40,000,000,000
7	Profit after appropriation of funds and dividend distribution	6,200,000,000
8	Retained earnings carried forward	112,664,997,657

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

ON BEHALF OF THE BOARD OF DIRECTORS**CHAIRMAN****PHAM PHU CUONG**

Ho Chi Minh City, June 06, 2025

PROPOSAL

Regarding: Finalization of remuneration for the BoD/BoS in 2024 and the remuneration plan for the BoD/BoS in 2025;

To: The Annual General Meeting of Shareholders 2025 - Nha Be Garment Corporation - JSC

- Pursuant to the Law on Enterprises (Law No. 59/2020/QH14) passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Charter on organization and operation of Nha Be Garment Corporation - JSC;
- Pursuant to the Resolution of the Annual General Meeting of Shareholders 2024 approving the remuneration for the BoD and the BoS in 2024;
- Pursuant to the business performance results 2024 and the business plan 2025.

The Board of Directors of Nha Be Garment Corporation - JSC respectfully submits to the General Meeting of Shareholders for approval the report on remuneration payment to members of the BoD and the BoS in 2024 and the remuneration plan for 2025 as follows:

I. Report on Remuneration for the BoD and the BoS in 2024:

No.	Position	Planned Remuneration under GMS Resolution		Actual Remuneration paid	
		No. of Persons	Amount	No. of Persons	Amount
1	Board of Directors	05	612,000,000	05	612,000,000
2	Board of Supervisors	03	216,000,000	03	216,000,000
	Total	08	828,000,000	08	828,000,000

II. Remuneration Payment Plan for the BoD and the BoS in 2025:

The proposed remuneration for the Board of Directors and the Board of Supervisors in 2025 is equal to the remuneration paid in 2024.:

No.	Position	No. of Persons	Planned Monthly Remuneration	Total Annual Planned Remuneration for 2024
1	Board of Directors	05	51,000,000	612,000,000
2	Board of Supervisors	03	18,000,000	216,000,000
	Total	08	69,000,000	828,000,000

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

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



PHAM PHU CUONG

Ho Chi Minh City, June 06, 2025

PROPOSAL***Re: Amendments and Supplements of the Charter of Nha Be Garment Corporation – JSC*****To: The General Meeting of Shareholders of Nha Be Garment Corporation – JSC**

- 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;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Law No. 03/2022/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022;
- Pursuant to Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the amendment and supplementation of the Company's Charter as follows:

No.	Current Charter Provision	Proposed Amendment/Supplement	Reason and Legal Basis
1.	Article 1. Interpretation of Terms: c. "Law on Enterprises" means <i>Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020.</i>	Article 1. Interpretation of Terms: c. "Law on Enterprises" means <i>Law No. 59/2020/QH14 passed by the National Assembly on June 17, 2020 and its amended and supplemented versions.</i>	Pursuant to Law No. 03/2022/QH15 amending and supplementing a number of articles of the 2020 Law on Enterprises.
2.	Article 17. Change of Rights 1. Any change or cancellation of special rights attached to a class of preferred shares shall be valid when approved by shareholders representing at least 65% of the total voting shares <i>of all shareholders attending the meeting.</i>	Article 17. Change of Rights 1. Any change or cancellation of special rights attached to a class of preferred shares shall be valid when approved by shareholders representing at least 65% of the total voting shares <i>of all shareholders present and voting at the meeting.</i>	Amended to comply with Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the 2020 Law on Enterprises.



No.	Current Charter Provision	Proposed Amendment/Supplement	Reason and Legal Basis
3.	<p>Article 18. Convening the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting</p> <p>4. ...Proposals must clearly state the shareholder's name, contact address, nationality, <u><i>citizen identification number, identity card, passport, or other</i></u> valid legal documents for individual shareholders; name, enterprise code or <u><i>establishment decision number</i></u>, and head office address for institutional shareholders; the number of shares held by type; and the matters proposed to be included in the meeting agenda.</p>	<p>Article 18. Convening the General Meeting of Shareholders, Meeting Agenda, and Notice of Meeting</p> <p>4. ...Proposals must clearly state the shareholder's name, contact address, nationality, <u><i>legal identity document number</i></u> for individual shareholders; name, enterprise code or <u><i>legal documentation number</i></u>, and head office address for institutional shareholders; the number of shares held by type; and the matters proposed to be included in the meeting agenda.</p>	<p>Compliant with the 2020 Law on Enterprises and aligned with practical realities (identity cards CMND—are no longer valid as of January 01, 2025).</p>
4.	<p>Article 21. Conditions for Approval of Resolutions of the General Meeting of Shareholders</p> <p>1. A resolution on the following matters shall be approved if voted in favor by shareholders representing at least 65% of the total voting shares <i>of all shareholders attending the meeting</i>, except for cases stipulated in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises: [...]</p> <p>f) <u><i>Extension of the Company's operation</i></u></p> <p>2. Other resolutions shall be approved when voted in favor by shareholders representing more than 50% of the total voting shares <i>of all shareholders attending the meeting</i>, except for cases stipulated in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises;</p>	<p>Article 21. Conditions for Approval of Resolutions of the General Meeting of Shareholders</p> <p>1. A resolution on the following matters shall be approved if voted in favor by shareholders representing at least 65% of the total voting shares <i>of all shareholders attending the meeting</i>, except for cases stipulated in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises: [...]</p> <p>f) <u><i>Extension of the Company's operation</i></u></p> <p>2. Other resolutions shall be approved when voted in favor by shareholders representing more than 50% of the total voting shares <i>of all shareholders attending the meeting</i>, except for cases stipulated in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises;</p>	<p>Amended to comply with Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing a number of articles of the 2020 Law on Enterprises.</p>



5.	<p>Article 23. Resolutions and Minutes of the General Meeting of Shareholders</p> <p>1. The General Meeting of Shareholders must be recorded in minutes and may be audio recorded or documented and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, and must include the following principal contents: [...]</p> <p>g) The total number of votes on each matter put to a vote, indicating the method of voting, total number of valid and invalid votes, votes in favor, votes against, and abstentions; and the corresponding percentage based <u>on the total number of voting shares of shareholders attending the meeting;</u></p>	<p>Article 23. Resolutions and Minutes of the General Meeting of Shareholders</p> <p>1. The General Meeting of Shareholders must be recorded in minutes and may be audio recorded or documented and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, and must include the following principal contents: [...]</p> <p>g) The total number of votes on each matter put to a vote, indicating the method of voting, total number of valid and invalid votes, votes in favor, votes against, and abstentions; and the corresponding percentage based <u>on the total number of voting shares of shareholders present and voting at the meeting;</u></p>	<p>Amended to align with the revised Article 21. Conditions for Approval of Resolutions of the General Meeting of Shareholders pursuant to Clause 5, Article 7 of Law No. 03/2022/QH15 amending and supplementing certain provisions of the 2020 Law on Enterprises.</p>
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The above amendments to the Charter shall take effect upon approval by the General Meeting of Shareholders.

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

Sincerely./.

ON BEHALF OF THE BOARD OF DIRECTORS

Chairman



PHAM PHU CUONG



PROPOSAL

*V/v: Continued implementation of the plan for public offering of convertible bonds and
Approval for listing of publicly offered bonds*

To: General Meeting of Shareholders of Nha Be Garment Corporation – Joint Stock Company

Pursuant to:

- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- The Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;
- The Charter on Organization and Operation of Nha Be Garment Corporation – Joint Stock Company (“the Company”);
- Resolution of the General Meeting of Shareholders No. 03/2024/NQ-ĐHĐCĐ dated October 31, 2024 approving the plan for public offering of convertible bonds and the listing of publicly offered bonds;
- Resolution of the Board of Directors No. 09/2025/NQ-HĐQT dated March 05, 2025 approving the implementation of the plan for public offering of convertible bonds; detailed plan on the use of proceeds from the public offering of convertible bonds.

The Board of Directors (“BoD”) of Nha Be Garment Corporation – Joint Stock Company respectfully submits to the General Meeting of Shareholders (“GMS”) for approval of the continued implementation of the Company's plan to offer convertible bonds to the public as follows:

1. To continue the implementation of the plan for public offering of convertible bonds as approved by the General Meeting of Shareholders in Resolution No. 03/2024/NQ-ĐHĐCĐ dated 31/10/2024. The GMS authorizes the BoD to organize the implementation and decide on necessary matters to proceed with the plan for public offering of convertible bonds.
2. To approve the registration of all publicly offered bonds of Nha Be Garment Corporation – Joint Stock Company with the Vietnam Securities Depository and Clearing Corporation in accordance with the Resolution No. 03/2024/NQ-ĐHĐCĐ dated 31/10/2024 of the GMS and in compliance with applicable laws.
3. To approve the listing registration of the bonds at the Hanoi Stock Exchange for all bonds publicly offered by Nha Be Garment Corporation – Joint Stock Company as approved by the GMS in Resolution No. 03/2024/NQ-ĐHĐCĐ dated 31/10/2024 in accordance with legal regulations.

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

Sincerely./.

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



PHẠM PHU CUONG

Ho Chi Minh City, June 06, 2025

PROPOSAL

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

NHA BE GARMENT CORPORATION – JOINT STOCK COMPANY

Re: Dismissal of member of the Board of Directors (BoD) and Election of replacement member for the remaining term of term V (2023–2027)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Charter on organization and operation of Nha Be Garment Corporation – Joint Stock Company as approved by the General Meeting of Shareholders;
- Based on the resignation letter submitted by Mr. La Van Tot;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration the contents related to the dismissal and election of replacement member of the BoD for the remaining duration of Term V (2023–2027) as follows:

1. Dismissal of Member of the Board of Directors:

The number of members of the Board of Directors of Nha Be Garment Corporation – Joint Stock Company for Term V (2023–2027), as approved by the Annual General Meeting of Shareholders 2023, is 05 members, including: Mr. Pham Phu Cuong, Mr. Nguyen Ngoc Lan, Mr. Doan Minh Duc, Mr. Nguyen Xuan Dong, and Mr. La Van Tot.

On May 21, 2025, the Company received the resignation letter from Mr. La Van Tot from his position as Member of the Board of Directors.

The Board of Directors respectfully submits to the General Meeting of Shareholders for voting and approval of the dismissal of Mr. La Van Tot from his position as Member of the Board of Directors of Nha Be Garment Corporation – Joint Stock Company for the term 2023–2027, effective from June 27, 2025.

2. Election of Replacement Member of the Board of Directors:

- Number of additional members to be elected to the Board of Directors: 01 person
- Term of the elected replacement member: the remaining duration of Term V (2023–2027)/.

ON BEHALF OF THE BOARD OF DIRECTORS



PHAM PHU CUONG

**REGULATIONS ON NOMINATION, SELF-NOMINATION, AND ELECTION
OF MEMBERS OF THE BOARD OF DIRECTORS OF NHA BE GARMENT CORPORATION –
JOINT STOCK COMPANY FOR THE REMAINING DURATION OF TERM V (2023–2027)
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding documents;
- Pursuant to the Charter on organization and operation of Nha Be Garment Corporation – Joint Stock Company;

The Organizing Committee of the General Meeting hereby announces the Regulations on Nomination, Self-nomination, and Election of Members of the Board of Directors for the remaining duration of the 2023–2027 term at the Annual General Meeting of Shareholders 2025 as follows:

Article 1. Principles and Eligible Voters for the Election

1. Election Principles:

- The election shall be conducted in accordance with the law, the Company's Charter, and these regulations, ensuring democracy and the legitimate rights of all shareholders.
- The election shall be conducted publicly and directly by secret ballot.

2. Eligible Voters:

- Shareholders who own or are authorized to represent ownership of voting shares as per the list finalized by the Vietnam Securities Depository on May 30, 2025.

Article 2. Criteria and Conditions for Members of the Board of Directors

▪ **Criteria and conditions for serving as a Member of the Board of Directors:**

Members of the Board of Directors must meet the criteria and conditions stipulated in Clauses 1 and 2, Article 155 of the Law on Enterprises and the following criteria:

- If the person is not a shareholder, he/she must possess professional qualifications, experience, organizational and business management capability, and expertise in the principal business lines of the Company;
- Must be in good health, possess good moral character, be honest, upright, and have knowledge of the law.;

(Excerpt from Article 25 – Charter of Nha Be Garment Corporation – Joint Stock Company)

Article 3. Nomination of BoD Candidates and Number of Members to Be Elected

▪ **Nomination of Board of Directors Candidates:**

- A shareholder or group of shareholders holding from 10% to less than 20% of the total voting shares is entitled to nominate 01 candidate; from 20% to less than 50% of the total voting shares may nominate 02 candidates; from 50% to less than 65% may nominate 03 candidates; and from 65% or more may nominate the full number of candidates.

- In case the number of nominated and self-nominated candidates remains insufficient as required under Clause 5, Article 115 of the Law on Enterprises, the current Board of Directors shall nominate additional candidates or organize nominations in accordance with the Company's Charter.
- Shareholders or groups of shareholders nominating candidates to the Board of Directors shall submit the nomination form (according to the prescribed template) to the current Board of Directors of the Company before June 17, 2025, to facilitate election preparation and information disclosure in accordance with regulations.
- **Number and Term of Members of the BoD to Be Elected**
- Number of additional members to be elected to the Board of Directors: 01 member
- Term: the remaining duration of Term V (2023–2027)

Article 4. Election Method

- The election of members of the Board of Directors shall be conducted by secret ballot using the cumulative voting method. Accordingly, each shareholder or authorized representative attending the meeting shall have a total number of votes equal to the number of shares he/she owns (or represents) multiplied by (×) the number of Members of the BoD to be elected.
- Shareholders may cumulate all of their votes for one or several candidates, either by distributing an equal number of votes to each selected candidate, or by allocating all votes to a single candidate, or by allocating different numbers of votes to multiple candidates.

Article 5. Ballot and Voting Procedure:

1. Voting Ballot:

- Each shareholder/authorized representative attending the meeting shall be provided with one voting ballot for electing members of the Board of Directors.
- The voting ballot shall be uniformly printed, issued by the Organizing Committee, bear the Company's seal, and indicate the total number of votes according to the shareholder's participation code.
- Shareholders shall fill in the number of votes assigned to each candidate by themselves.

2. Instructions for Completing and Validating Voting Ballots:

a) A valid voting ballot must meet all of the following conditions:

- Issued by the Organizing Committee of the General Meeting and stamped with the Company's seal.
- Not torn, crossed out, erased, or altered.
- The total number of votes assigned to the candidates must not exceed the number of votes the shareholder holds.

b) Voting ballots shall be considered invalid in the following cases:

- Not issued by the Organizing Committee or not bearing the Company's seal.
- The total number of votes assigned to candidates exceeds the number of votes the shareholder or authorized representative is entitled to.
- Contains names not on the official list of nominated candidates approved by the Meeting, or has been crossed out, erased, or altered.
- The number of elected candidates exceeds the allowed number of positions.



- Invalid voting ballots shall not be counted in the election results.

c) *Instructions for filling out the voting ballot:*

- To vote for a candidate, the shareholder/authorized representative shall write the number of votes in the “Number of Votes” column corresponding to the candidate’s name.
- If allocating all votes to one candidate or equally among several candidates, the shareholder/authorized representative shall tick the box “Equal Vote Allocation” next to the respective candidate(s). In this case, all votes will be allocated to one candidate (if only one box is ticked) or evenly distributed among the selected candidates (if multiple boxes are ticked).
- If allocating votes unequally among candidates, the shareholder/authorized representative must clearly write the specific number of votes in the “Number of Votes” column for each selected candidate.
- If both the “Equal Vote Allocation” box is ticked and a specific number is written in the “Number of Votes” column, the number written in the “Number of Votes” column shall prevail.
- The total number of votes a shareholder/authorized representative assigns to all candidates must not exceed the total voting rights held (calculated by multiplying the number of shares by the number of members to be elected).
- In case of an error or mistake, the shareholder may request a new voting ballot from the Election Committee, provided the mistaken ballot has not been placed into the ballot box.

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

- Vote Counting Committee
 - The Vote Counting Committee shall be nominated by the Chairperson and approved by the General Meeting of Shareholders through voting;
 - The Vote Counting Committee shall be responsible for:
 - + Presenting brief resumes of the candidates;
 - + Distributing voting ballots;
 - + Counting the votes;
 - + Announcing the vote counting results;
 - Members of the Vote Counting Committee shall not be included in the list of nominated or self-nominated candidates for the Board of Directors.
- Voting and Vote Counting Principles:
 - The Vote Counting Committee shall inspect the ballot box in the presence of shareholders.
 - Voting shall begin once the voting ballots are distributed to shareholders and end when the last shareholder casts their vote into the ballot box.
 - Vote counting shall be conducted immediately after voting concludes and must be supervised by the shareholders’ representatives and the Secretary Committee.
 - The vote counting results shall be recorded in minutes and announced by the Head of the Vote Counting Committee before the General Meeting.

Article 7. Election Principles for Successful Candidates

- The elected members of the Board of Directors shall be those who receive the highest number of votes, ranked in descending order, starting from the candidate with the most votes until the required number of Members of the BoD is reached.

- In the event that two or more candidates receive the same number of votes, the General Meeting of Shareholders shall conduct a re-vote among those candidates to determine the one(s) with higher votes.
- If the number of elected members is still insufficient, the General Meeting shall proceed with a second round of voting among the remaining candidates.

Article 8. Preparation and Announcement of the Vote Counting Minutes

- After the vote counting process, the Vote Counting Committee must prepare the Minutes of Vote Counting;
- The contents of the Minutes shall include: the total number of shareholders attending the meeting; the total number of shareholders who cast votes; the percentage of voting rights of shareholders who voted compared to the total voting rights of those attending; the number and percentage of valid votes, invalid votes, and blank ballots; and the number and percentage of voting rights received by each candidate for the Board of Directors;
- The full text of the Vote Counting Minutes must be announced before the General Meeting;
- The voting ballots shall be sealed and archived at the Company's Office. The sealed package must bear the signatures of the Head of the Vote Counting Committee, the Representative of Shareholders, and the Secretary Committee.

Article 9. Settlement of Complaints Regarding Voting and Vote Counting

- In the event that, after the election results have been announced, a shareholder submits a complaint or a request to re-verify the voting results, the Board of Supervisors shall directly conduct the verification. If any intentional error or fraud in the vote counting process is discovered, the Vote Counting Committee shall be liable for all costs incurred due to the need to organize a re-election.
- Any complaints related to the voting and vote counting (if any) shall be resolved by the Chairperson of the meeting and recorded in the minutes of the General Meeting of Shareholders.

Article 10. Implementation Provisions

- This Regulation consists of 10 articles and shall be submitted for voting and approval prior to the General Meeting of Shareholders to proceed with the election.
- This Regulation shall take effect immediately upon approval by the General Meeting of Shareholders of Nha Be Garment Corporation – Joint Stock Company.

Ho Chi Minh City, June 06, 2025

ON BEHALF OF THE BOARD OF DIRECTORS



PHAM PHU CUONG

NOTICE***Re: Nomination and Self-Nomination of Members of the Board of Directors)******Nha Be Garment Corporation – Joint Stock Company (the “Company”)*****To: Esteemed Shareholders of Nha Be Garment Corporation - JSC**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and its guiding documents;
- Pursuant to the Charter of Nha Be Garment Corporation – Joint Stock Company;

The Board of Directors hereby notifies the Shareholders of the nomination and self-nomination of members of the Board of Directors at the Annual General Meeting of Shareholders 2025 as follows:

1. Expected Number and Term of BoD Members to Be Elected:

- Number of additional BoD members to be elected: 01 member
- Term: the remaining duration of Term V (2023–2027)

2. Criteria and Conditions for Candidates Nominated or Self-Nominated to the Board of Directors:

Members of the Board of Directors must meet the criteria and conditions stipulated in Clauses 1 and 2, Article 155 of the Law on Enterprises, and the following additional requirements:

- In case the candidate is not a shareholder, he/she must possess professional qualifications, experience, organizational and business management capabilities, and expertise in the Company's core business sectors;
- Must be in good health, possess good moral character, honesty, integrity, and have a sound understanding of the law;

3. Right to Nominate and Self-Nominate Candidates to the Board of Directors:

- Shareholders or groups of shareholders (as recorded by the Vietnam Securities Depository on May 30, 2025) holding 10% or more of the total shares have the right to nominate/self-nominate candidates for the Board of Directors and Board of Supervisors.
- Shareholders or groups of shareholders holding from 10% to less than 20% of the total voting shares may nominate 01 candidate; from 20% to less than 50% may nominate 02 candidates; from 50% to less than 65% may nominate 03 candidates; and from 65% or more may nominate the full number of candidates.
- In the event that the number of candidates nominated and self-nominated remains insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the current Board of Directors shall nominate additional candidates or organize nominations in accordance with the Company's Charter.



4. Application Documents for Nomination and Self-Nomination:

Shareholders or groups of shareholders who nominate/self-nominate candidates for the Board of Directors shall submit the following documents to the Company:

- Application for self-nomination as a member of the Board of Directors (Form 01).
- Nomination letter for a candidate to the Board of Directors (Form 02), and minutes of the nominating group meeting (Form 03).
- Curriculum vitae of the candidate for the Board of Directors (Form 04).
- Certified copies of the following documents of the candidate: Citizen ID card/Passport; diplomas and certificates of educational qualifications.

The application forms and related instructions are available on the Company's website at www.nhabe.com.vn

5. Deadline and Address for Submitting Application Documents:

5.1. Application Deadline: The deadline for submitting application documents is 4:30 PM on June 17, 2025. After this deadline, if shareholders fail to nominate a sufficient number of candidates or if the candidates do not meet the required criteria and conditions, the current Board of Directors shall, within its authority, nominate additional candidates in accordance with Point b, Clause 5, Article 115 of the Law on Enterprises 2020 and Clause 3, Article 25 of the Company's Charter.

5.2. Submission Address: Applications may be submitted in person or by post to:

Nha Be Garment Corporation – Joint Stock Company.

- Address: 4 Ben Nghe Street, Tan Thuan Dong Ward, District 7, Ho Chi Minh City
- Tel: (028) 38720077; Fax: : (028) 38725107.

Respectfully./.

Recipients:

- MNB Shareholders (Website MNB);
- BoD, BoS;
- Archive;

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



PHẠM PHU CUONG



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APPLICATION FOR CANDIDACY AS A MEMBER OF THE BOARD OF DIRECTORS

To: **Organizing Committee of the Annual General Meeting of Shareholders 2025**
Nha Be Garment Corporation – Joint Stock Company

My name is:

Citizen Identification No.:

Date of issue: Place of issue:

Address:

Educational background: Major:

Currently holding: shares of MNB

(In words:)

After reviewing the eligibility criteria and requirements as stipulated in the Charter of the Company, I respectfully request the Organizing Committee of the Annual General Meeting of Shareholders 2025 of Nha Be Garment Corporation – Joint Stock Company to accept my application for candidacy to be elected as a member of the Board of Directors of the Company for the remaining term of 2023 – 2027 at the Annual General Meeting of Shareholders 2025.

I hereby commit that:

- All information provided in this application is completely accurate, voluntary, and in full compliance with the laws and the Charter of the Company.

- If elected by the shareholders as a member of the Board of Directors, I will devote all my capabilities and dedication to contribute to the development of Nha Be Garment Corporation – Joint Stock Company.

Respectfully yours./.

....., date.....month.....2025

Candidate

(Signature and full name)

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NOMINATION LETTER FOR MEMBER OF THE BOARD OF DIRECTORS

(Applicable for Shareholders)

**To: Organizing Committee of the Annual General Meeting of Shareholders 2025
Nha Be Garment Corporation – Joint Stock Company**

Name of Shareholder (organization/individual):

Citizen ID/Business Registration No.....Date of issue.....

Place of issue.....

Address:

Legal Representative (if any)

Currently holding: shares of MNB

(In words:)

We respectfully request the Organizing Committee of the Annual General Meeting of Shareholders 2025 of Nha Be Garment Corporation – Joint Stock Company to consider the nomination of the following individuals:

1. Mr./Ms.:

ID Card/Citizen ID No.:

Date of issue:Place of issue:

Address:

Educational background: Major:

Currently holding: shares of MNB

(In words:)

To be a candidate for election to the Board of Directors of Nha Be Garment Corporation – Joint Stock Company for the remaining term 2023–2027.

2. Mr./Ms.:

ID Card/Citizen ID No.:

Date of issue:Place of issue:

Address:

Educational background: Major:

Currently holding: shares of MNB

(In words:)

To be a candidate for election to the Board of Directors of Nha Be Garment Corporation – Joint Stock Company for the remaining term 2023–2027.

We take full responsibility for this nomination and commit to complying with the current legal regulations and the Charter of the Company.

Respectfully yours./.

....., date month.....2025

Nominator

(Signature and full name)

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MINUTES OF SHAREHOLDER GROUP MEETING
NOMINATION OF CANDIDATES FOR THE BOARD OF DIRECTORS
(Applicable for Shareholder Groups)

To: Organizing Committee of the Annual General Meeting of
Shareholders 2025
Nha Be Garment Corporation – Joint Stock Company

Today, on...../...../2025, at....., we, the shareholders of Nha Be Garment Corporation – Joint Stock Company, jointly holding.....MNB shares, accounting for.....% of the total voting shares of the Company, are listed as follows:

SHAREHOLDER (Individual/Organization)	ID NO./BUSINESS REGISTRATION NO.	NO. OF SHARES HELD	OWNERSHIP RATIO (%)	SIGNATURE
TOTAL				

After reviewing the eligibility criteria stipulated in the Charter of the Company, we voluntarily and unanimously agree to nominate the following candidate(s) for election to the Board of Directors of Nha Be Garment Corporation – Joint Stock Company for the remaining term of 2023–2027:

No.	Full Name	ID No./Date of Issue/Place of Issue	Address	Educational Background	No. of Shares Held	Ownership ratio (%)

We hereby commit:

The contents of this Minutes are completely accurate, voluntary, and in full compliance with the laws and the Charter of the Company.

Representative of the Shareholder Group
(Signature and full name)



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CURRICULUM VITAE

1. Full Name : Gender:
2. Date of Birth :
3. Place of Birth :
4. Nationality : Ethnicity:
5. Hometown :
6. Citizen ID No.: Date of Issue: Place of Issue:
7. Address :
8. Contact Number :
9. Educational Qualification:
10. Work Experience:

Period	Position / Job Title	Workplace



11. Current position held at Nha Be Garment Corporation – Joint Stock Company:

12. Current positions held in other organizations:

13. Number of shares held: ... shares, accounting for% of charter capital

Including:

- ✓ Personal ownership:shares
- ✓ Capital representative:.....shares

14. List of related organizations/individuals and number of shares held by related persons:

No.	Full Name	Securities Trading Account (if any)	Position at the Company (if any)	Citizen ID No., Date of Issue, Place of Issue	Contact Address	Number of Shares Held	Relationship with the Declarant
I	Related Organizations (if any)						
1							
....							
II	Related Individuals						
1							
2							
3							
...							

15. Liabilities to the Corporation:

16. Legal Violations:

17. Related Interests with the Corporation:

I hereby commit that I do not violate any legal regulations or the Charter on the organization and operation of Nha Be Garment Corporation – Joint Stock Company;

I undertake to perform my duties with honesty and responsibility if elected as a member of the Board of Directors of Nha Be Garment Corporation – JSC for the remaining term of 2023–2027;

I declare that all the information provided above is entirely true and accurate. I take full responsibility for any misinformation in this declaration.

..., date ... month ...2025

Declarant

(Signature and full name)



DRAFT

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
NHA BE GARMENT CORPORATION – JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to the Charter on organization and operation of Nha Be Garment Corporation – Joint Stock Company;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025 dated June 27, 2025.

The General Meeting of Shareholders of Nha Be Garment Corporation – Joint Stock Company hereby unanimously approves the following Resolution:

DECISION

Article 1: The General Meeting of Shareholders approves the following matters:

1. Approval of the Report on Business Performance in 2024.

No.	Indicator	Unit	Actual 2023
1	Total income	million VND	2,958,793
2	Profit before tax	"	64,372
3	Profit after tax	"	52,007
4	Charter capital	million VND	200,000
5	Average number of employees	persons	2,980
6	Average income per employee	VND thousand/person	11,400
7	<i>Of which: Salary</i>	"	10,000
8	Payment to State Budget	million VND	51,447

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

2. Approval of the Plan and Implementation Solutions 2025.

No.	Indicator	Unit	Plan 2025
1	CM revenue	USD	20,500,000
2	Total income	million VND	3,200,000
3	Profit before tax	"	72,000
4	Investment	"	15,000
5	Total export turnover (full value)	1000USD	150,000
6	Total import turnover (full value)	"	60,000
7	Average number of employees	persons	2,950
8	Average income per employee	1000VND/person	11,900
9	Payment to State Budget	million VND	10,300

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

3. Approval of Report on the activities of the Board of Directors in 2024 and strategic orientation for 2025.

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

4. Approval of the Supervisory Board's Report on the Review and Supervision of Business Operations and Financial Statements for 2024, and the Operational Plan for 2025.

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

5. Approval of the Audited Consolidated and Separate Financial Statements for 2024

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

6. Approval of the Proposal on the Selection of the Independent Auditor for the Financial Statements 2025 of the Company

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

7. Approval of the proposal on profit distribution and appropriation to funds for 2024.

No.	Indicator	Actual Results
1	Total revenue and other service income	2,958,792,937,400 VND
2	Total expenses	2,894,421,200,753 VND
3	Profit before tax	64,371,736,647 VND
4	Corporate income tax	12,364,502,457 VND
5	Profit after tax	52,007,234,190 VND
6	Appropriation to funds and dividend payment	51,961,663,865 VND
	- Development Investment Fund: 5%	2,600,361,710 VND
	- Bonus Fund: 10%	5,200,723,419 VND
	- Welfare Fund: 5%	2,600,361,710 VND
	- Bonus for BoD and BoS: 3%	1,560,217,026 VND
	- Dividend: 20%	40,000,000,000 VND
7	Profit after distribution	45,570,325 VND
8	Accumulated undistributed profit	106,464,997,657 VND

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

8. Approval of the profit plan, fund appropriation, and proposed dividend distribution for 2025.

No.	Indicator	Actual Results
1	Total revenue and other service income	3,200,000,000,000 VND
2	Total expenses	3,128,000,000,000 VND
3	Profit before tax	72,000,000,000 VND
4	Corporate income tax	12,000,000,000 VND
5	Profit after tax	60,000,000,000 VND
6	Appropriation to funds and dividend payment	53,800,000,000 VND
	- Development Investment Fund: 5%	3,000,000,000 VND
	- Bonus Fund: 10%	6,000,000,000 VND
	- Welfare Fund: 5%	3,000,000,000 VND
	- Bonus for BoD and BoS: 3%	1,800,000,000 VND
	- Dividend: 20%	40,000,000,000 VND
7	Profit after distribution	6,200,000,000 VND
8	Accumulated undistributed profit	112,664,997,657 VND

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

9. Approval of the proposal on the remuneration finalization for the BoD and the BoS for 2024, and the remuneration payment plan for the BoD and the BoS for 2025.

No.	Title	Number of Members	Total Remuneration in 2024 (VND)	Planned Remuneration for 2025 (VND)
1	Board of Directors (BoD)	05	612,000,000	612,000,000
2	Board of Supervisors (BoS)	03	216,000,000	216,000,000
	Total	08	828,000,000	828,000,000

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

10. Proposal on the continued implementation of the plan for public offering of convertible bonds and approval of the listing of bonds publicly offered.

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

11. Approval of the proposal on amendments and supplements to the Charter of the Company.

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

12. Dismissal of Mr. La Van Tot from the position of Member of the Board of Directors for the 2023–2027 term, effective from June 27, 2025.

Voting results:

- Number of shares voting to approve: ... shares. Rate: ...%
- Number of shares voting to disapprove: ... shares. Rate: ...%
- Number of shares abstaining: ... shares. Rate: ...%

13. Approval of the result of the additional election of 1 member of the Board of Directors for the remaining term of Term V (2023–2027).

No.	Full Name	Number of Votes	Voting Rate
1%

List of Members of the Board of Directors of the Company for the Remaining Term of 2023–2027

No.	Full Name	Position	Notes
1	Pham Phu Cuong	Chairman of the BoD	
2	Nguyen Ngoc Lan	Member of the BoD	
3	Nguyen Xuan Dong	Member of the BoD	
4	Doan Minh Duc	Member of the BoD	
5	Member of the BoD	

Article 2: Implementation Provisions:

- This Resolution was unanimously approved in its entirety by the 2025 Annual General Meeting of Shareholders of Nha Be Garment Corporation – JSC and shall take effect from June 27, 2025.
- The Board of Directors, the Board of Supervisors, the Board of Management, and all shareholders of Nha Be Garment Corporation – JSC shall be responsible for organizing the implementation of this Resolution.

Ho Chi Minh City, June 27, 2025

**ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS**

Recipients :

- Board of Directors
- Board of Supervisors
- Website: www.nhabe.com.vn
- Archive

PHAM PHU CUONG