

HCD INVESTPRO.,JSC

Số/No.: 07/CV-HCD

Bacninh, April 29th 2025

**DISCLOSURE OF INFORMATION ON THE STATE SECURITIES
COMMISSION'S PORTAL AND HOCHIMINH STOCK EXCHANGE'S
PORTAL**

To: - *The State Securities Commission*
 - *Hochiminh Stock Exchange*

- *Organization name:* **HCD INVESTMENT PRODUCING AND TRADING JOINT STOCK COMPANY**
- *Securities Symbol:* HCD
- *Address:* No.122B Quang Trung street, Quang Trung Ward, Hai Duong City, Hai Duong Province, Vietnam
- *Submitted by:* Tran Thi Anh Nguyet
- *Position:* Chief accountant

Information disclosure type: ☒ *Periodic* ☐ *Irregular* ☐ *24 hours* ☐ *On demand*

Content of Information disclosure (*):

HCD Investment, Production and Trading Joint Stock Company announces information on Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders

This information was published on the company's website on April 29, 2025 at the link: www.hcdgroup.com.vn

I declare that all information provided in this paper is true and accurate; I shall be legally responsible for any misrepresentation.

Organization representative

*Legal representative/Party authorized to disclose information
(Signature, full name, position, and seal)*



TRƯỞNG GIÁM ĐỐC
Nguyễn Đức Dũng

No.: 01/2025/HCD/BB-ĐHĐCĐ

Bacninh, date 29 month 04 year 2025

MEETING MINUTES

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

I. Company Information: HCD INVESTMENT PRODUCING AND TRADING JOINT STOCK COMPANY

Headquarters: No 122B, Quang Trung Str, Quang Trung Ward, Hai Duong City, Hai Duong Province, Viet Nam.

Business Registration Certificate: No. 0800940115 issued by the Business Registration Office – Department of Planning and Investment of Hai Duong Province, initially issued on December 6, 2011, and amended for the 8th time on September 21, 2023.

II. Meeting Start Time: , 2025

III. Location: HCD Factory - Lot III.1.2, Khai Son Industrial Park, Thuan Thanh Town, Bac Ninh Province.

IV. Attendees of the Meeting

The Board of Directors, Supervisory Board, CEO, and shareholders, as well as authorized representatives of the shareholders of HCD investment producing and trading joint stock company.

V. Shareholder Eligibility Verification Committee Approval of the Shareholder Eligibility Verification Report

1. Shareholder Eligibility Verification Committee

- | | |
|----------------------------|-------------------------|
| - Ms.: Luc Thi Lan | : Committee Chairperson |
| - Ms.: Doan Thi Hoai | : Member |
| - Ms.: Tran Thi Anh Nguyet | : Member |

2. Approval of the Shareholder Eligibility Verification Report

Ms.: Luc Thi Lan – Committee Chairperson reads the Report on the Results of Shareholder Eligibility Verification for the Meeting: At 9h00 , there were shareholders and authorized representatives present, representing 19.968.277 shares, accounting for 54,03% of the total shares with voting rights of the Company.

Based on the 2020 Enterprise Law and the Charter of Organization and Operation of HCD investment producing and trading joint stock company, the Annual General Meeting of Shareholders of HCD investment producing and trading joint stock company meets the legal requirements to proceed with the meeting.

VI. Election of the presidium, the secretariat of the meeting, and the vote counting committee

1. Presidium

- Mr Phung Chi Cong - Committee Chairperson
- Mr Nguyen Duc Dung - Member
- Mr Tran Ngoc Huu - Member

The Presidium was unanimously approved by the General Meeting with a voting rate of 100% of the total shares with voting rights at the meeting.

2. The secretariat of the meeting

- Ms Nguyen Thi Tinh - Committee Chairperson
- Ms Luc Thi Lan - Member

The Secretariat was unanimously approved by the General Meeting with a voting rate of 100% of the total shares with voting rights at the meeting.

3. The vote counting committee

- Ms.: Luc Thi Lan : Committee Chairperson
- Ms.: Doan Thi Hoai : Member
- Ms.: Tran Thi Anh Nguyet : Member

The Vote Counting Committee was unanimously approved by the General Meeting with a voting rate of 100% of the total shares with voting rights at the meeting.

1. Approval of the Working Regulations, Election Regulations, and Agenda of the General Meeting

The General Meeting approved the Working Regulations and Agenda of the 2025 Annual General Meeting of Shareholders of HCD investment producing and trading joint stock company. The Working Regulations, Election Regulations, and Meeting Agenda were approved by 100% of the shareholders present at the Meeting. The Presidium shall conduct the Meeting in accordance with the approved agenda.

PART I – CONTENTS OF REPORTS AND PROPOSALS

1. Approval of the Report by the CEO on the Business Performance for 2024 and the Business Plan for 2025.

(Detailed content as per Report No. 01/2025/HCD/BC-AGM)

2. Approval of the Report on the Activities of the Board of Directors for 2024 and the Activity Plan for 2025.

(Detailed content as per Report No. 02/2025/HCD/BC-AGM)

3. Approval of the Report on the Activities of the Supervisory Board for 2024 and the Activity Plan for 2025.

(Detailed content as per Report No. 03/2025/HCD/BC-AGM)

4. Approval of the Audited Financial Statements for 2024.

(Detailed content as per Report No. 04/2025/HCD/BC-AGM)

5. Approval of the Proposal on the Selection of the Auditing Firm for the 2025 Financial Statements.

(Detailed content as per Report No. 05/2025/HCD/BC-AGM)

6. Approval of the Proposal on the Remuneration Plan for the Board of Directors (BOD) and the Supervisory Board (SB).

(Detailed content as per Report No. 06/2025/HCD/BC-AGM)

7. Approval of the Proposal on the Change of head office address.

(Detailed content as per Report No. 07/2025/HCD/BC-AGM)

8. Approval of the Proposal on the Plan for Private Placement of Shares.

(Detailed content as per Report No. 08/2025/HCD/BC-AGM)

9. Approval of the Proposal on Profit Distribution and Dividend Payment.

(Detailed content as per Report No. 09/2025/HCD/BC-AGM)

10. Approval of the Proposal on Transactions with Related Parties in 2025.

(Detailed content as per Report No. 10/2025/HCD/BC-AGM)

11. Approval of the Proposal on the Amendment and Streamlining of Business Lines.

(Detailed content as per Report No. 11/2025/HCD/BC-AGM)

12. Approval of the Proposal on the Dismissal of Members of the Board of Directors (BOD) and the Election of Replacement Members for the 2021–2026 Term.

(Detailed content as per Report No. 12/2025/HCD/BC-AGM)

PART II – VOTING RESULTS

After the Voting Regulations and Election Regulations were presented, the General Meeting proceeded to vote on the following matters:

*Voting results of the General Meeting of Shareholders for the approval of:

1. Approval of the Report by the CEO on the Business Performance for 2024 and the Business Plan for 2025.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

2. Approval of the Report on the Activities of the Board of Directors for 2024 and the Activity Plan for 2025.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

3. Approval of the Report on the Activities of the Supervisory Board for 2024 and the Activity Plan for 2025.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

4. Approval of the Audited Financial Statements for 2024.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

5. Approval of the Proposal on the Selection of the Auditing Firm for the 2025 Financial Statements.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

6. Approval of the Proposal on the Remuneration Plan for the Board of Directors (BOD) and the Supervisory Board (SB).

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

7. Approval of the Proposal on the Change of head office address.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

8. Approval of the Proposal on the Plan for Private Placement of Shares.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

9. Approval of the Proposal on Profit Distribution and Dividend Payment.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

10. Approval of the Proposal on Transactions with Related Parties in 2025.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

11. Approval of the Proposal on the Amendment and Streamlining of Business Lines.

- Agreed: 100% of the total voting shares at the General Meeting

- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

12. Approval of the Proposal on the Dismissal of Members of the Board of Directors (BOD) and the Election of Replacement Members for the 2021–2026 Term.

- Agreed: 100% of the total voting shares at the General Meeting
- Disagreed: 0% of the total voting shares at the General Meeting
- Other opinions: 0% of the total voting shares at the General Meeting

*** Results of the supplementary election for members of the board of directors of Hcd investment producing and trading joint stock company for the 2021-2026 term:**

No.	Candidate	Number of Voting Ballots	Percentage of the Total Number of Voting Ballots
1	Phan Van Thang	20.121.077	100%

After voting on the agenda items of the meeting, Mr Phung Chi Cong– Chairman of the General Meeting declared the meeting closed.

This minutes was fully and accurately recorded by the meeting secretary, read aloud, and approved in full by the General Meeting before the session concluded.

The Annual General Meeting of Shareholders of Hcd investment producing and trading joint stock company concluded at 11h20 on the same day.

SECRETARY OF THE MEETING



NGUYEN THI TINH

CHAIRMAN OF THE MEETING



PHUNG CHI CONG

No.: 01/2025/HCD/NQ-ĐHĐCĐ

Bacninh, date 29 month 04 year 2025

RESOLUTION

2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 21, 2020, of the Government detailing the implementation of certain provisions of the Securities Law;
- Pursuant to Circular 116/2020/TT-BTC dated December 31, 2020, guiding certain provisions on corporate governance applicable to public companies;
- Pursuant to the Charter of Organization and Operation of HCD investment producing and trading joint stock company.
- Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders dated 29/04/2025 of HCD investment producing and trading joint stock company.



DECISION

Article 1. Approval of the Report by the CEO on the Business Performance for 2024 and the Business Plan for 2025.

(Detailed content as per Report No. 01/2025/HCD/BC-AGM)

Article 2. Approval of the Report on the Activities of the Board of Directors for 2024 and the Activity Plan for 2025.

(Detailed content as per Report No. 02/2025/HCD/BC-AGM)

Article 3. Approval of the Report on the Activities of the Supervisory Board for 2024 and the Activity Plan for 2025.

(Detailed content as per Report No. 03/2025/HCD/BC-AGM)

Article 4. Approval of the Audited Financial Statements for 2024.

(Detailed content as per Report No. 04/2025/HCD/BC-AGM)

Article 5. Approval of the Proposal on the Selection of the Auditing Firm for the 2025 Financial Statements.

(Detailed content as per Report No. 05/2025/HCD/BC-AGM)

Article 6. Approval of the Proposal on the Remuneration Plan for the Board of Directors (BOD) and the Supervisory Board (SB).

(Detailed content as per Report No. 06/2025/HCD/BC-AGM)

Article 7. Approval of the Proposal on the Change of head office address.

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Article 8. Approval of the Proposal on the Plan for Private Placement of Shares.

(Detailed content as per Report No. 08/2025/HCD/BC-AGM)

Article 9. Approval of the Proposal on Profit Distribution and Dividend Payment.

(Detailed content as per Report No. 09/2025/HCD/BC-AGM)

Article 10. Approval of the Proposal on Transactions with Related Parties in 2025.

(Detailed content as per Report No. 10/2025/HCD/BC-AGM)

Article 11. Approval of the Proposal on the Amendment and Streamlining of Business Lines.

(Detailed content as per Report No. 11/2025/HCD/BC-AGM)

Article 12. Approval of the Proposal on the Dismissal of Members of the Board of Directors (BOD) and the Supervisory Board (SB) and the Election of Replacement Members for the 2021–2026 Term.

* Dismissal of a Member of the Board of Directors (BOD) of HCD investment producing and trading joint stock company for the 2021–2026 Term:

- Mr Pham Duy Liem

* Additional Elected Member of the Board of Directors (BOD) of HCD investment producing and trading joint stock company for the 2021–2026 Term:

- Mr Phan Van Thang



Article 13. Implementation Clause

- This resolution was unanimously approved in full by the General Meeting of Shareholders and shall take effect from the date of signing.
- The members of the Board of Directors, Supervisory Board, CEO, and related organizations and individuals are responsible for implementing this resolution./.

Recipients:

- As mentioned above;
- Shareholders: (for reporting purposes);
- Board of Directors archive;
- General Secretariat archive.

**On behalf of the GENERAL MEETING OF
SHAREHOLDERS**

CHAIRMAN



PHÙNG CHÍ CÔNG

No: 01/2025/HCD/BC-ĐHĐCĐ

Bacninh, date 29 month 04 year 2025

REPORT OF THE BOARD OF GENERAL DIRECTORS

(On the results of business operations in 2024 and the plan for 2025)

Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
HCD INVESTMENT PRODUCING AND TRADING 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 29, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of HCD Investment Producing and Trading JSC.,

The Board of Directors of HCD Investment Producing and Trading Joint Stock Company (hereinafter referred to as the "Company") respectfully presents to the 2025 Annual General Shareholders' Meeting the following detailed contents:

1. Business Operations of the Company in 2024:

The year 2024 continued to be a challenging and difficult period for businesses due to the adverse impacts of the global economy. Notable factors included military conflicts in the Middle East and Ukraine, along with policy adjustments in several major countries that are key partners of Vietnam. In addition, prolonged and widespread inflation, coupled with economic downturns in many countries worldwide. In that context, under the close direction of the Board of Directors, the leadership of the Board of General Directors, and the collective efforts of all Company employees, HCD achieved several financial targets as follows:

Key Financial Indicators of the Company in 2024:

Unit: Million VND

Indicator	Year 2023	Year 2024	
		Value	% Increase/Decrease Compared to 2023
Net Revenue	913,036	869,270	-4.79%
Profit Before Tax	63,325	37,749	-40.39%
Profit After Tax	51,863	30,199	-41.77%

2. Business Plan for 2025:

** Business Operations:*

- Maintain the Company's position as one of the leading enterprises in plastic distribution. However, the 2025 business plan will reduce commercial sales activities and focus on investment, development, and increasing sales in the outdoor wood-plastic composite (WPC) manufacturing sector
- Improve the operational efficiency of machinery and equipment; reduce the rate of defective products in production;
- Diversify the product portfolio to keep up with market trends and consumer preferences.
- Enhance product quality, both in functionality and aesthetics; expand market reach both domestically and internationally;
- Optimize costs of raw material inputs.

** Finance:*

- Strengthen measures to improve capital liquidity and ensure adequate working capital for the Company.
- Implement the recovery of working capital tied up in inventory.
- Optimize capital resources: accelerate inventory turnover, extend payment terms with suppliers; closely manage accounts receivable to minimize bad debt risks.

** Management and Operations:*

- Organize the Company's operational structure toward a lean and efficient model.
- Ensure the well-being—both material and spiritual—of employees; continuously improve living standards and income for all Company staff; focus on vocational training. Foster a professional and friendly corporate culture to build a strong and united team.

Based on the 2025 business strategy—to reduce the proportion of revenue from commercial activities and focus on developing and increasing revenue from outdoor wood-plastic composite manufacturing—the Company has set the following business targets for 2025:

Business Plan Targets for 2025

Unit: Million VND



Indicator	Value		% Increase/Decrease of 2025 Compared to 2024
	Year 2024	Plan for 2025	
Net Revenue	869.270	880.000	1,23%
Profit Before Tax	37.749	47.500	25,83%
Profit After Tax	30.199	38.000	25,83%
Charter Capital	369.588	667.634	80,64%
Net Profit / Net Revenue Ratio (%)	3,47	4,32	24,30%
Net Profit / Charter Capital Ratio (%)	8,17	5,69	-30,34%
Dividend	12%	Not lower than 10% (*)	

Note: The figures in the table are calculated based on the 2025 corporate income tax rate of 20%.

() Dividend-paying shares may change in case the company changes its capital conditions to issue shares to the public to increase capital.*

The Board of General Directors of HCD Investment, Manufacturing, and Trading Joint Stock Company hereby reports to the General Shareholders' Meeting and respectfully submits for approval the business plan as presented above.

Respectfully./.

**ON BEHALF OF THE BOARD OF
GENERAL DIRECTORS
GENERAL DIRECTORS**



NGUYỄN ĐỨC DŨNG

REPORT

ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND THE OPERATIONAL PLAN FOR 2025

Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDER'S MEETING
HCD INVESTMENT PRODUCING AND TRADING JSC

In accordance with the rights and responsibilities of the Board of Directors (BOD) as prescribed by the Law on Enterprises and the Charter of HCD Investment Producing and Trading Joint Stock Company, the Board of Directors respectfully reports to the General Shareholders' Meeting the results of its activities in 2024 and its operational plan for 2025 as follows:

I. ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024

The Board of Directors of HCD Investment Producing and Trading Joint Stock Company has a 5-year term, from 2021 to 2026, and consists of the following 5 members:

- | | |
|-----------------------|------------------------------------|
| - Mr. Phùng Chí Công | Chairman of the Board of Directors |
| - Mr. Vũ Nhân Tiến | Member of the Board of Directors |
| - Mr. Nguyễn Đức Dũng | Member of the Board of Directors |
| - Mr. Trần Ngọc Hữu | Member of the Board of Directors |
| - Mr. Phạm Duy Liêm | Member of the Board of Directors |

The Board of Directors has actively implemented activities in accordance with the company's Charter and the operational regulations of the Board of Directors, as detailed below:

1. Leadership and Oversight of Business Operations Implementation

The year 2024 was considered a challenging year for the Vietnamese economy as well as the global economy, with the world facing major challenges, rapid, unpredictable changes, and high levels of instability. Inflation reached its highest level in decades, forcing countries to tighten monetary policies. Strategic geopolitical competition among major countries, the military conflict between Russia and Ukraine, natural disasters, epidemics, climate change, storms, and droughts significantly increased risks to financial markets, currency stability, energy security, and global food security.

In the face of these difficulties, the Board of Directors directly oversaw and managed the Executive Board and departments in the company's operations, mobilizing capital management, maintaining and gradually improving service quality, and closely following the business plan

approved by the Annual General Shareholders' Meeting. The main activities of the Board of Directors in 2024 included:

- Throughout 2024, the Board held regular meetings and conducted surveys and votes on issues related to the company's operations. These meetings followed the required procedures as stipulated by the Enterprise Law and the Company's Charter.
- The Board developed a vision, mission, and core values for the Company and is currently implementing the next phase of the Company's development strategy.
- Business Operations: Continued development and maintaining the position as one of the leading companies in plastic distribution and outdoor wood-plastic composite manufacturing.
- Human Resources: The Company carried out training, recruited additional staff for vacant positions, especially management positions, and built a corporate culture system....

Some Key Indicators for 2024 Compared with 2023

Unit: Million VND

Indicator	Year 2023	Year 2024	% Increase/ Decrease of 2024 compared to 2023
Total Assets	778,467	812,015	4.31%
Shareholder Equity	451,654	481,853	6.69%
Net Revenue	913,036	869,270	-4.79%
Profit Before Tax	63,325	37,749	-40.39%
Profit After Tax	51,863	30,199	-41.77%

2. Activities of the Subcommittee under the Board of Directors

In 2024, the Internal Audit Committee operated in accordance with its defined scope of activities:

- Monitored and assessed governance processes, risk management, and internal control systems to assist the Company in achieving its strategic objectives.
- Provided in-depth analyses and recommendations based on data assessments and business processes.
- Offered independent and objective advice and recommendations related to governance processes, risk management, and internal controls.
- Conducted pre-audits, concurrent audits, and post-activity audits of the auditing unit.
- Advised the company on the selection and control of independent audit services to ensure cost-effectiveness and efficiency.

- Provided regular reports on the purpose, authority, responsibilities, and performance of the internal audit department in relation to its planned activities.

3. Implementation of the Resolutions of the 2024 Annual General Meeting of Shareholders

The Board of Directors and the Company's Executive Board have seriously and effectively implemented the contents of the resolutions from the 2024 Annual General Meeting of Shareholders. Key achievements include:

- Improving the productivity of the Factory
- Enhancing the organizational structure, management system, and strengthening high-quality personnel to lay the foundation for future development plans..
- The Company has executed actions such as: selecting the auditing unit for the financial statements, streamlining business sectors, amending the internal governance regulations, and issuing regulations in accordance with the resolutions approved at the 2024 AGMS.

Some items from the 2024 Annual General Meeting of Shareholders' resolutions have not yet been implemented. The BOD proposes to address these in the following years:

- Proposal for establishing a branch;
- Proposal for a private placement of shares;
- Proposal for profit distribution and dividend payout plans;

II PLAN OF ACTION FOR THE BOARD OF DIRECTORS IN 2025

1. Business Plan Indicators for 2025:

Unit: Milion VND

No	Indicator	Year 2024	Year 2025	Growth Rate Compared to 2024 (%)
		(Audit)	(Plan)	
1	Charter Capital	369.588	667.634	80,64%
2	Total Revenue	869.270	880.000	1,23%
3	Profit Before Tax	37.749	47.500	25,83%
4	Profit After Tax	30.199	38.000	25,83%

2. Plan of Action for the Board of Directors in 2025

The Board of Directors has outlined the following action plan for 2025:

- Continue to follow the guidance provided by the General Meeting of Shareholders;
- Explore investment solutions to enhance the productivity of the factory and expand the domestic and international market presence.
- Focus on building and developing the HCD high-quality outdoor wood-plastic production factory.
- Prioritize solutions that improve efficiency, reduce costs, and focus on investments in automation.

- Invest in human resource development, particularly in business, engineering, and marketing at high levels to meet the growth requirements for the upcoming year and the following years.
- Ensure sufficient financial capacity to support the Company's business and production activities.
- Expand business and production activities.

The above is the report on the management and operational activities for the year 2024, along with the development plan for 2025. The Board of Directors respectfully submits this report to the Annual General Meeting of Shareholders for review and feedback. This will help the Board of Directors improve its management responsibilities, enhance operational capabilities, and contribute to the development of the Company in line with the established direction and strategy. The Board of Directors also looks forward to continuing to receive the trust, commitment, and support from shareholders, investors, and partners, both domestic and international.

Sincerely./.

Recipients:

- *GMS;*
- *BOD, BOE, Audit Committee;*
- *Archived.*

**ON BEHALF OF THE BOARD OF
DIRECTORS**

CHAIRMAN



PHÙNG CHI CÔNG



Bacninh, date 29 month 04 year 2025



APPENDIX
**REPORT OF THE INDEPENDENT BOARD MEMBER'S
ASSESSMENT OF THE ACTIVITIES OF THE BOARD OF
DIRECTORS IN 2024**

Evaluation of the Activities of the Board of Directors of the Company in 2024, the independent member of the Board of Directors provides the following general assessment:

- The Board of Directors (BOD) of the Company has worked with a sense of responsibility and transparency in corporate governance, strictly adhering to the regulations for public companies. The meetings of the BOD have been convened in a timely manner and carried out in accordance with the procedures outlined in the Articles of Association and the Internal Governance Regulations of the Company. The agenda of each meeting was thoroughly discussed and carefully evaluated by the BOD members in order to provide directions and solutions that bring the highest benefits to the Company.
- Issues related to business strategy, market expansion, technology investment, and the development of management systems have been regularly reviewed and evaluated by the Board of Directors during periodic meetings.
- The decisions made by the Board of Directors during these meetings were approved by the majority, and meeting minutes were duly recorded, signed by the attending members of the Board.

1. Organizational structure:

In 2024, the Board of Directors (BOD) consisted of 5 members, including 2 independent members. All BOD members actively and fully participated in planning activities, compliance monitoring, strategy review, and ensuring adherence to best corporate governance practices.

2. Operational Mechanism:

- The Board of Directors' meetings were convened and conducted according to a specific schedule, with complete preparation of documents, in compliance with the Company's Charter and applicable laws. The contents of the meetings were thoroughly discussed, debated, and carefully evaluated by the Board members to propose the best solutions and directions for the Company.
- Matters related to strategy, business plans, finance, corporate culture, and the development of management systems within the Company are thoroughly discussed and closely monitored between the Board of Directors and the Executive Board.
- Changes in investment plans and new strategies are independently studied, based on scientific grounds, and subject to critical review between the Board of Directors and the Executive Board.

3. Results of Governance and Supervision Activities:

- Overall, the Board of Directors has effectively fulfilled its role in implementing the plans, policies, and strategic directions set by the General Shareholders' Meeting.
- The Board of Directors has adhered to corporate governance regulations, convening regular and extraordinary meetings to promptly provide direction and issue decisions in line with the actual circumstances.
- The Board of Directors has fulfilled its role and responsibilities by directing, supporting, and overseeing the Executive Board's implementation of the content approved by the General Meeting of Shareholders and the Board of Directors. This ensures compliance with legal regulations while balancing the interests of the Company and its shareholders.
- Board members holding executive positions regularly attend both scheduled and ad-hoc meetings of the Executive Board. Important decisions made by the Executive Board are analyzed, challenged, and consulted with Board members/ the Chairman of the Board to ensure the best interests of the Company are upheld.
- Board members proactively recognize their role and responsibility in supporting the Executive Board, sharing their experience, and engaging in interactions and discussions with the Executive Board regarding the company's governance practices.

4. Conclusion:

- The Board of Directors has fully performed its role as the representative of shareholders by overseeing the company's operational activities, providing appropriate direction, and giving timely instructions to ensure the effective use of resources in achieving the targets set by the General Meeting of Shareholders, while complying with legal regulations and the company's Charter.
- In addition to fulfilling its management and oversight functions of the Executive Board's operations, the Board of Directors has worked closely with the Executive Board to find solutions to overcome challenges and drive business operations, resulting in impressive business outcomes that exceeded the set targets.

On behalf of the Independent members of the Board of Directors



VŨ NHÂN TIẾN

**HCD INVESTMENT PRODUCING
AND TRADING JOINT STOCK
COMPANY**

No.:03/2025/HCD/BC-DHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

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Bacninh, date 29 month 04 year 2025

REPORT

ACTIVITIES OF THE SUPERVISORY BOARD 2024 REPORT AND

2025 ACTIVITY PLAN

To: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

**HCD INVESTMENT PRODUCING AND TRADING JOINT STOCK
COMPANY**

Based on the Enterprise Law, Securities Law:

- Based on the circulars and decrees issued and applied to public companies.
- Based on the Articles of Association of HCD Investment Production and Trading Joint Stock Company.

The Annual General Meeting of Shareholders 2025 report on the performance of the duties and powers entrusted to the Board of Supervisors in 2024 and the plan for 2025 is as follows:

1. Activities of the Board of Supervisors in 2024:

- Monitoring the implementation of the resolutions of the 2024 General Shareholders' Meeting by the Board of Directors and the Executive Board;
- Monitoring the business activities and financial situation in 2024;
- Inspecting the legality, rationality, and integrity of the management and operation of business activities; overseeing the organization of accounting work and the preparation of the 2024 financial statements;
- Advising and supporting the Board of Directors and the Executive Board on various issues related to business management and operation.

2. Results of the Supervisory Board's Monitoring Activities in 2024:

2.1. Results of Monitoring the Board of Directors and Executive Board of the Company in 2024:

- The resolutions issued by the Board of Directors comply with the provisions of the Enterprise Law and relevant legal documents, adhere to the Company's Charter, and are in line with the functions and responsibilities assigned.
- The Board of Directors held regular and extraordinary meetings as required to implement supervision tasks and provide guidance on the Company's business activities.

- The Board of Supervisors has been provided with all resolutions and minutes of the Board of Directors' meetings.
- The Board of Directors has closely supervised the Executive Board's activities in business operations and monitored the implementation of resolutions approved by the Board of Directors.
- The Executive Board has effectively implemented the resolutions of the Board of Directors.
- The Board of Supervisors appreciates the efforts of the Executive Board in organizing and implementing business activities.
- In 2024, the Board of Supervisors did not receive any complaints or petitions related to the Board of Directors or the Executive Board, nor did it find any irregularities in the governance and operations of the Company.
- The Board of Supervisors did not detect any violations of the law by the Board of Directors or the Executive Board of the Company.

2.2. Results of Supervising Accounting Operations:

- The accounting work has fully complied with all relevant regulations, ensuring principles of honesty, caution, and reasonableness, and the financial statements have been prepared based on full adherence to current regulations.
- The accounting work has accurately and promptly reflected information, enabling the Board of Directors and the Executive Board to make timely and appropriate decisions regarding business operations.
- The Supervisory Board did not identify any violations in financial or accounting practices during the period.

2.3. Results of the 2024 Financial Statement Audit:

- The Supervisory Board conducted the review of the annual and semi-annual business performance reports and financial statements of the Company.
- The Supervisory Board assessed that the reports adhered to high compliance standards with current regulations regarding the content and timing of the reports.
- The Supervisory Board agrees with the contents of the 2024 Financial Statements audited by TTP Audit Firm. Accordingly, the Company's operations are clear and transparent, with no material errors identified.

2.4. Receiving and Responding to Shareholder Feedback:

In 2024, the Supervisory Board did not receive any contributions, complaints, or allegations from shareholders regarding violations by the Board of Directors, Executive Board, or Supervisory Board in the course of carrying out their assigned duties.

3. Plan of the Supervisory Board for 2025:

- The Supervisory Board will continue to fulfill its duties on behalf of the shareholders by regularly monitoring all business activities, governance, and management of the Company; conducting inspections, analyses, and evaluations of the Company's operations through the Financial Statements, while also reviewing the activities of the Board of Directors, the Executive Board, and is responsible for reporting to the General Meeting of Shareholders.
- Inspecting and supervising the issuance and implementation of the Resolutions and Decisions of the Board of Directors in accordance with the Company's Charter and applicable laws.
- The above is the Report on the activities in 2024 and the plan for 2025 of the Supervisory Board presented for approval by the General Meeting of Shareholders.

Wishing distinguished delegates and all shareholders good health and success.
We sincerely thank you!

ON BEHALF OF THE SUPERVISORY BOARD,

A handwritten signature in blue ink, appearing to be 'V. Th. N. G.', with a long horizontal stroke extending to the right.

VŨ THỊ NHƯ NGỌC

PROPOSAL

(V/v: Adoption of the 2024 Audited Financial Statements)

**Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
HCD INVESTMENT PRODUCING AND TRADING JSC.,**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020 detailing the implementation of several provisions of the Securities Law;
- Pursuant to the audited financial statements for the year 2024, audited by the International Auditing and Valuation Company Limited.

"Based on the data from the auditing firm and the proposal of the Supervisory Board regarding the accuracy and fairness of the audited financial statements for the year 2024, the Board of Directors of HCD Investment Producing and Trading Joint Stock Company respectfully submits the 2024 financial statements for approval by the General Meeting of Shareholders as detailed below:

The audited financial statements for the year 2024 have been fully published on the Company's website at www.hcdgroup.com.vn on March 28, 2025.

- The key financial indicators on the company's 2024 financial statements, audited by the International Auditing and Valuation Company Limited, are as follows:

No.	Target	Value (Million Dong)
1	Total assets	812.015
2	Liabilities	330.161
3	Equity	481.854
4	Total revenue from sales of goods and provision of services	869.270
5	Profit before tax	37.749
6	Profit after tax	30.199

Respectfully submitted to the General Meeting of Shareholders of HCD Investment Producing and Trading Joint Stock Company for consideration, feedback, and approval./.

THE BOARD OF DIRECTORS

Recipients:

- As above;
- Filed: Board of Director, Archives.



PROPOSAL

(V/v: Selecting a financial reporting unit in 2025)

**Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
HCD INVESTMENT PRODUCING AND TRADING JSC.,**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020, detailing the implementation of several provisions of the Securities Law.;
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company HCD

The Board of Directors of HCD Investment, Production, and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders the proposal for selecting the auditing firm to audit the financial statements for the year 2025 and review the Company's periodic financial statements as follows:

1. Criteria for selecting the auditing firm:

- An auditing firm approved by the State Securities Commission to audit issuers, listed entities, and securities trading organizations in 2025;
- Has experience auditing large companies and conglomerates in the fields of tourism, finance, manufacturing, and construction investment.
- Has a team of qualified and experienced auditors;
- Has a reputation for high-quality auditing services;
- Can meet the Company's requirements in terms of audit scope and timeline;
- Offers reasonable auditing fees, in line with the quality of services, based on the review of audit fee proposals and audit scope.

2. Authorize the Board of Directors:

Authorize the Board of Directors to evaluate and select the auditing firm to audit the financial statements for the year 2025 and review the Company's periodic financial statements, based on meeting the established selection criteria and ensuring maximum benefits for the Company.



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

Recipients:

- As above;
- Filed: Board of Directors,
Archives.

BOARD OF DIRECTORS

CHAIRMAN



PHÙNG CHỈ CÔNG



PROPOSAL

(V/v: Approval of remuneration plan for the Board of Directors and the Board of Supervisors)

Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
HCD INVESTMENT PRODUCING AND TRADING JSC.,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/062020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/112019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31/122020, detailing the implementation of several provisions of the Securities Law.;
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company HCD

The Board of Directors of HCD Investment, Production, and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the settlement of the Board of Directors and Supervisory Board's remuneration for 2024 and the plan for 2025 as follows:

- Remuneration of the Board of Directors and the Supervisory Board for the year 2024:

No.	Target	Number of people	Annual remuneration settlement
1	Remuneration of the Board of Directors	5	295.000.000
2	Remuneration of the Supervisory Board	3	151.000.000
	Total	8	446.000.000

- Remuneration plan for the Board of Directors and the Supervisory Board for the year 2025:

No.	Target	Number of people	Remuneration plan for 2025 (VND/person/month)	Annual remuneration plan (VND)
A	Remuneration of the Board of Directors			360.000.000
1	Chairman of the Board of Directors	1	10.000.000	120.000.000
2	Member of the Board of Directors	4	5.000.000	240.000.000
B	Remuneration of the Supervisory Board			216.000.000
1	Head of the Supervisory Board	1	8.000.000	96.000.000
2	Member of the Supervisory Board	2	5.000.000	120.000.000
C	Total	8		576.000.000

Respectfully submitted to the General Meeting of Shareholders of HCD Investment, Production and Trading Joint Stock Company for consideration, comments, and approval./.

Recipients:

- As above;
- Filed: Board of Directors, Archives.

BOARD OF DIRECTORS

CHAIRMAN



PHÙNG CHÍ CÔNG

No: 07/2025/HCD/TT-DHĐCĐ

Bac Ninh, date 29 month 04. year 2025

PROPOSAL

(Re: Change of head office address)

**Presented to: THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
HCD INVESTMENT PRODUCING AND TRADING 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 29, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to the Charter of HCD Investment Producing and Trading JSC.,
- Pursuant to the Company's operational status

The Board of Directors of HCD Investment Producing and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the following matters:

1. Change of the Company's head office address.
2. Authorization for the Board of Directors to select a suitable new business registration address and to direct the execution of all necessary procedures related to the change of business registration, in accordance with applicable laws and the Company's Charter.

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

Recipients:

- As above;
- Filed at HR & Admin, Office of the BOD.

ON BEHALF OF THE BOD

CHAIRMAN



No: 08/2025/HCD/TT-ĐHĐCĐ

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Bacninh, date 29 month 04 year 2025

PROPOSAL

(V/v: Through the private offering plan)

Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING

HCD INVESTMENT PRODUCING AND TRADING JSC.,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020, detailing the implementation of several provisions of the Securities Law.;
- Circular 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of contents on offering, issuing securities, public offering, repurchasing shares, registering public companies and canceling public company status;
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company
- Based on the performance of HCD Investment, Production and Trading Joint Stock Company ("Company"/"HCD").

In order to improve financial capacity, balance capital sources for regular business activities and investment activities for the Company's projects. The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") of the Company to approve the continued implementation of the Plan to issue individual shares as follows::

I. Approval of the Plan for Issuing Private Shares:

- **Organization:** HCD Investment Production and Trading Joint Stock Company
- **Stock name:** HCD Investment Production and Trading Joint Stock Company
- **Stock type:** Common stock
- **Par value:** VND 10,000/share
- **Stock code:** HCD
- **Current charter capital:** VND 369,588,160,000
- **Total number of outstanding shares:** 36,958,816 shares, of which:
 - o Number of treasury shares: 0 shares
 - o Number of outstanding shares: 36,958,816 shares



- **Number of shares expected to be offered:** 25,000,000 shares

- **Total value of shares offered at par value:** VND 250,000,000,000

- **Offering ratio (number of shares expected to be offered/number of shares in circulation):** 67.6%

- **Expected charter capital after successful offering:** VND 619,588,160,000

- **Offering subjects:**

o Professional securities investors and strategic investors (hereinafter referred to as Investors);

o Number of investors participating in the offering: Less than 100 investors;

o List of investors: List of investors in Appendix 01 of this Proposal.

- **Criteria for selecting Investors:**

o Investors (individuals, domestic or foreign organizations) with financial capacity or expertise in securities, willing to accompany the Company's development, contributing to supporting the Company in enhancing its management capacity, financial capacity, enhancing the Company's brand and competitiveness in domestic and foreign markets;

o Investors meeting the conditions of professional securities investors as prescribed in Article 11 of the Securities Law.

- **Offering method:** Offering individual shares to Investors in accordance with the provisions of the Securities Law and implementing guidelines.

- **Restricted transfer conditions:** Restricted transfer within 01 year for professional securities investors and within 03 years for strategic investors from the date of completion of the offering. Except for transfers between professional securities investors or in accordance with a legally effective court judgment or decision, an arbitration decision or inheritance in accordance with the provisions of law.

- **Offering price:** VND 10,000/share

- **Solution in case the number of shares is not fully offered as planned:**

o The General Meeting of Shareholders authorizes/assigns the Board of Directors to continue searching for and distributing the number of shares not fully offered to other investors with the criteria for selecting investors and the offering price is not more favorable than the investors who have registered to buy shares during the issuance period as announced by the Company;

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o The General Meeting of Shareholders authorizes/assigns the Board of Directors to fully decide and rebalance the capital source or propose a solution in accordance with the Company's reality and the provisions of the Law.

- **Expected implementation time:** Expected in 2025 or another time decided by the Board of Directors after approval by the State Securities Commission.

- **Purpose of the offering and Plan for using capital raised from the offering:**

o **Purpose:**

+ Improve capital capacity, commensurate with the total value of current assets owned by the Company;

+ Supplement capital sources to serve the production, business and investment activities of the Company.

o **The plan for using the capital raised from the offering is expected as follows:**

No.	Usage plan	Estimated amount of allocation (VND)	Estimated time of use
1	Land rental payment for Khai Son Joint Stock Company (at Lot CN1.1, Thuan Thanh III Industrial Park - Module 1, Thanh Khuong Ward, Thuan Thanh Town, Bac Ninh Province)	25.000.000.000	2025
2	Payment of construction costs to Hanoi Steel Structure and Construction Joint Stock Company No. 1	65.000.000.000	
3	Payment of debt for purchasing machinery for ZHANGJIAGANG CITY FARCREATIVE PLASTIC MACHINERY CO.LTD	40.000.000.000	
4	Supplement working capital (Repay bank debt, pay suppliers,...)	120.000.000.000	
	Tổng cộng	250.000.000.000	

The General Meeting of Shareholders authorizes the Board of Directors to develop a detailed capital use plan for the mine to be offered for sale, to decide specifically on the division and use of the proceeds from the sale of minerals and/or to adjust, supplement, or amend the detailed capital use method to ensure that it is consistent with the actual business situation of the Company at the time of issuance and to carry out continuous procedures related to Information Disclosure in accordance with regulations.

- **Plan to compensate for the shortfall of capital expected to be mobilized from the offering to implement the project:**

o The Company will flexibly use other capital sources of the Company or borrow from banks or borrow/mobilize other valid sources to compensate for the remaining capital shortfall to implement the purpose of using capital for the project of the plan;

o The Company will consider adjusting the purpose of using capital, extending the progress of using capital for each specific purpose to suit the resources, cash flow and actual production and business situation of the Company at each time.

- **Registration, additional depository and additional listing registration:** Shares successfully offered under the issuance plan will be registered, additional depository at the Vietnam Securities Depository and Clearing Corporation (“VSDC”) and registered for additional listing on the Ho Chi Minh City Stock Exchange (“HOSE”) in accordance with the provisions of the law on securities.

- **The Company commits not to repurchase its own shares** during the private offering process.

- **Ensuring that the issuance of shares meets the foreign ownership ratio:** The General Meeting of Shareholders authorizes the Board of Directors to decide on a plan to ensure that the issuance of shares meets the regulations on the maximum foreign ownership ratio at the Company.

II. Assign and Authorize the Board of Directors

The Board of Directors submits to the General Meeting of Shareholders for approval and authorizes the Board of Directors to organize the implementation, including but not limited to, the tasks related to the implementation of the Private Share Offering Plan after being approved by the General Meeting of Shareholders, specifically:

- Decide on specific issues stated in the private offering plan, including the offering documents, the offering time, the specific number of shares offered within the number of shares allowed to be offered, the offering price of shares and selection of investors; criteria for selecting investors and the number of investors offered; approve the content, signing and implementation of contracts, agreements and margin trading documents with investors related to the purchase and sale of shares according to the offering plan, establish cooperative/strategic relationships with investors and the interests of investors (if any);

- Identify professional securities investors. The Board of Directors is authorized to select a securities company to identify professional securities investors;

- Decide on a specific time to carry out the private offering of shares;

- Develop and select a detailed capital use plan in accordance with the Company's business situation at the time of offering; balance and adjust the plan to use capital mobilized from the



offering in accordance with the actual situation; meet the foreign ownership ratio according to the law;

Implement the Offering Plan and have full authority to amend, supplement and adjust the above Offering Plan as requested by the competent authority;

- Select and decide to select the issuance consulting organization/Securities Company to advise the Company during the offering;
- Amend and supplement the Company Charter to record the charter capital and new shares according to the actual results of the issuance to increase charter capital;
- Implement and approve the necessary documents for registration, additional deposit and additional listing registration for all shares actually successfully offered at VSDC and HOSE;
- Carry out procedures to change business registration and change charter capital according to the results of the above issuance with the competent State agency;
- Implement all necessary procedures to issue an increase in charter capital according to the plan approved by the Company's General Meeting of Shareholders, in accordance with the provisions of law;
- Direct, control, and handle issues arising in the process of implementing the above contents;
- Depending on each specific case, the Board of Directors authorizes the General Director to perform all, one or some of the tasks within the scope of the Board of Directors' authorization on this plan.

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

Sincerely thank you!

Recipients:

- As above;
- Filed: Board of Directors, Archives.

BOARD OF DIRECTORS

CHAIRMAN



PHÙNG CHÍ CÔNG

APPENDIX 01: LIST OF INVESTORS EXPECTED TO BUY SHARES

(Attached to Submission No. 08/2025/HCD/TT-ĐHĐCĐ dated 29/04/2025 of HCD Investment Production and Trading Joint Stock Company)

No	Investor name	Citizen ID card/ID card/Passport or Business registration certificate	Object		Number of shares owned before the offering (shares) (*)	Number of shares expected to be distributed (shares)	Expected ownership ratio after the offering (%)	Relationship with the Company, Board of Directors, Supervisors and Executive Board
			Strategic Investor/Professional Investor	Foreign investors/Economic organizations with foreign investors holding over 50% of charter capital/Domestic investors				
1	Trần Thị Ánh Nguyệt	Number 033189001750 issued on April 25, 2021 at CCSQLHC on Social Affairs	Professional stock investor	Domestic investors	585.000	5.000.000	9,01%	Shareholder, Chief Accountant
2	Nguyễn Thành Phú	Number 001094002281 issued on August 7, 2022 at the CCSQLHC on Social Affairs	Professional stock investor	Domestic investors	0	3.000.000	4,84%	Do not have
3	Nguyễn Thị Anh	No. 027192010122 issued on May 23, 2023 at the CCSQLHC on Social	Strategic investor	Domestic investors	0	5.000.000	8,07%	Do not have



		Affairs								
4	Vũ Thùy Linh	Number 001184024071 issued on January 10, 2023 at the CCSQLHC on Social Affairs	Strategic investor	Domestic investors	0	3.000.000	4,84%	Do not have		
5	Nguyễn Đức Trang	Number 027084000418 issued on October 20, 2024 by the Ministry of Public Security	Strategic investor	Domestic investors	0	3.000.000	4,84%	Do not have		
6	Lê Thị Huyền	Number 037178001792 issued on August 20, 2022 at the CCSQLHC on Social Affairs	Strategic investor	Domestic investors	0	3.000.000	4,84%	Do not have		
7	Trần Ngọc Hữu	No. 030082025283 issued on August 9, 2021 at the CCSQLHC on Social Affairs	Strategic investor	Domestic investors	0	3.000.000	4,84%	Member of the Board of Directors		
Total					585.000	25.000.000	41,29%			

(*): Number of shares owned before the offering on the shareholder list closed on March 31, 2025 provided by Vietnam Securities Depository and Clearing Corporation.

No: 09/2025/HCD/TT-ĐHĐCĐ

Bacninh, date 29 month 04 year 2025

PROPOSAL

(V/v: Through profit distribution and dividend plan)

**Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
HCD INVESTMENT PRODUCING AND TRADING JSC.,**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020, detailing the implementation of several provisions of the Securities Law.;
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company HCD
- Based on the audited financial statements for the year 2024

Based on the audited figures and the Company's business performance results, the Board of Directors of HCD Investment, Production and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the 2024 profit distribution plan, as detailed below

Unit: million VND

No.	Target	Value
I	Undistributed profit for the year 2024	108.283
1	Retained earnings from previous years	78.084
2	Profit for the year 2024	30.199
II	Profit distribution plan for the year 2024	92.397
1	Dividend distribution for the year 2023 (13% of charter capital) (*)	48.046
2	Dividend distribution for the year 2024 (12% of charter capital) (**)	44.351
III	Retained profit	15.886

(*) Dividend distribution for the year 2023 in the form of stock at 13% of charter capital (VĐL).

(**) Dividend distribution for the year 2024 in the form of stock at 12% of charter capital (VĐL).

Delegate to the Board of Directors for implementation:

- Dividend distribution period;

- Dividend payout ratio: The Board of Directors will determine the dividend payout ratio based on the actual number of outstanding shares at the time of dividend distribution. The dividend ratio may change if the company changes its charter capital by issuing shares to the public to raise capital during the period between the Annual General Meeting of Shareholders in 2025 and the dividend distribution date..
- Carry out the procedures related to dividend distribution to shareholders in accordance with the legal regulations.

Respectfully submitted to the General Meeting of Shareholders of HCD Investment, Production and Trading Joint Stock Company for consideration, comments, and approval./.

Recipients:

- As above;
- Filed: Board of Directors, Archives.

BOARD OF DIRECTORS

CHAIRMAN



PHUNG CHI CONG



No: 10/2025/HCD/TT-ĐHĐCĐ

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Bacninh, date 29 month 04 year 2025

PROPOSAL

(V/v: Dealing with links)

Presented to: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

HCD INVESTMENT PRODUCING AND TRADING JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to Decree No. 155/2020/ND-CP dated 31/12/2020, detailing the implementation of several provisions of the Securities Law.;
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company HCD
- Based on the company's operational performance

The Board of Directors of HCD Investment, Production, and Trading Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the following items:

1. Approve transactions related to the purchase and sale of goods, provision of services, cooperation, borrowing, lending, and granting of guarantees with related parties (Board of Directors members, Supervisory Board members, General Director, Chief Accountant) and related people (as defined in the 2020 Enterprise Law) of the Company.
2. Authorize the Board of Directors to direct and supervise the signing and execution of these transactions in accordance with the law and the Company's Charter..

Respectfully submitted to the General Meeting of Shareholders of HCD Investment, Production and Trading Joint Stock Company for consideration, comments, and approval./.

Recipients:

- As above;
- Filed: Board of Directors, Archives.

BOARD OF DIRECTORS

CHAIRMAN



PHUNG CHI CONG

No: 11/2025/HCD/TT-ĐHĐCĐ

Hanoi, date 29 month 04 year 2025

PROPOSAL

(V/v: Adoption of the 2024 Audited Financial Statements)

Hereby submit: ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

HCD INVESTMENT PRODUCING AND TRADING JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company HCD
- Based on the operational performance and development orientation of HCD Investment Producing and Trading Joint Stock Company.

Through a review of the business activities, in order to align with the actual operational situation of the Company and the regulations on foreign ownership ratio for public companies, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMOS") for consideration and approval of the following: (i) Adjustment and detailed modification of certain business activities of the Company; (ii) Removal of certain business activities that are not part of the Company's core business from the Business Registration Certificate, to allow foreign investors to increase their ownership ratio in the Company to the maximum permissible level according to the current legal regulations for the business sectors the Company is registered to operate; and (iii) Amendment of the Company's Charter, specifically as follows:

I. Detailed Amendment of the Company's Business Activities

The detailed amendment of the business activities is as follows:

No	Industry code	Business activities before the adjustment	Business activities after the adjustment
1	4662	Wholesale of metals and metal ores. Details: Wholesale of iron and steel	Wholesale of metals and metal ores Details: Wholesale of iron and steel
2	4933	Road freight transport	Road freight transport
3	4669	Other specialized wholesale not classified elsewhere. Details: Wholesale of other chemicals (excluding those used in agriculture); Wholesale of primary plastics; Wholesale of rubber; Wholesale of silk, fibers, and textiles; Wholesale of	Other specialized wholesale not classified elsewhere. Details: Wholesale of other chemicals (excluding those used in agriculture); Wholesale of primary plastics; Wholesale of rubber; Wholesale of silk, fibers, and textiles; Wholesale of

		garment and footwear accessories; Wholesale of scrap, metal and non-metal waste)	garment and footwear accessories; Wholesale of scrap, metal and non-metal waste (Excluding activities listed in sectors that are restricted from market access for foreign investors)
4	2013	Production of plastic and synthetic rubber in primary form	Production of plastic and synthetic rubber in primary form
5	2220	Manufacture of products from plastic	Manufacture of products from plastic
6	1811	Printing (Excluding activities listed in sectors that are restricted from market access for foreign investors)	Printing Details: Packaging printing (Excluding activities listed in sectors that are restricted from market access for foreign investors)
7	1812	Printing-related services	Printing-related services Details: Packaging printing (Excluding activities listed in sectors that are restricted from market access for foreign investors)
8	8299	Other business support services not classified elsewhere Details: Import and export of the products traded by the Company. (Excluding activities listed in sectors that are restricted for market access by foreign investors)	Other business support services not classified elsewhere. Details: Import and export of products traded by the Company. (Excluding the right to export, the right to import, the right to distribute goods in the List of goods that foreign investors and foreign-invested economic organizations are not allowed to exercise the right to export, the right to import, the right to distribute)

II. AMENDMENT OF THE COMPANY'S CHARTER

Amend Section 1, Article 3 of the Company's Charter regarding the amendment of the details of the Company's business sectors in accordance with the provisions in Section 1 of this Proposal.

III. AUTHORIZATION FOR IMPLEMENTATION

Authorize the CEO - the legal representative of the Company to carry out the necessary tasks related to the procedures for changing the business registration, notifying the foreign ownership ratio in accordance with legal regulations, signing, and issuing the amended Company's Charter after it is approved by the General Meeting of Shareholders. The CEO is authorized to delegate this authority to a third party.

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

Thank you!

Recipients:

- As above;
- Filed: Board of Directors,
Archives.



No: 12/2025/HCD/TT-ĐHĐCĐ

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Bacninh, date 12 month 04 year 2025

PROPOSAL

(V/v: Approving the dismissal of members of the Board of Directors and the Supervisory Board and electing additional members of the Board of Directors for the 2021 - 2026 term)

**Presented to: THE 2025 ANNUAL GENERAL SHAREHOLDERS' MEETING
HCD INVESTMENT PRODUCING AND TRADING JSC.,**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17/06/2020;
- Pursuant to the Securities Law No. 54/2019/QH14 dated 29/11/2019;
- Pursuant to Decree 155/2020/ND-CP dated 31/12/2020 detailing the implementation of certain provisions of the Securities Law
- Pursuant to the term of office of the Board of Directors for the period 2021 – 2026
- Pursuant to the Charter of HCD Investment Producing And Trading Joint Stock Company HCD
- Based on the resignation letter of the individual.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the dismissal of a member of the Board of Directors for the term 2021-2026, and simultaneously, to conduct the election of additional members of the Board of Directors for the term 2021-2026 at the Annual General Meeting of Shareholders in 2025 as follows.:

1. Approve the dismissal of a member of the Board of Directors for the term 2021-2026 and elect an additional member to replace them.:

Dismissal of a member of the Board of Directors: Mr. Pham Duy Liem, due to his resignation letter based on personal reasons. Simultaneously, elect an additional member to the Board of Directors for the term 2021-2026 to replace Mr. Pham Duy Liem at the Annual General Meeting of Shareholders in 2025.

2. Shareholders are invited to nominate and propose additional candidates for the Board of Directors in accordance with regulations, to be submitted to the Organizing Committee of the General Meeting by 10:00 AM on April 20, 2025. After finalizing the list of candidates, the General Meeting will proceed with the election procedure for additional members of the Board of Directors in accordance with regulations.
3. Approve the Election Regulations, Nomination and Proposal Regulations for the Board of Directors at the Annual General Meeting of Shareholders in 2025 (attached with the General Meeting documents);



We respectfully submit to the shareholders of HCD Investment, Manufacturing, and Trading Joint Stock Company for consideration, feedback, and approval./.

Recipients:

- As above;
- Filed: Board of Directors,
Archives.

BOARD OF DIRECTORS

CHAIRMAN



PHUNG CHU CÔNG

