

*Draft*

**AGENDA**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025**  
**HANOI TEXTILE AND GARMENT JOINT STOCK CORPORATION**  
***(Ha Nam, 25th April 2025)***

<b>TIME</b>	<b>CONTENT</b>	<b>OPERATOR</b>	<b>PERFORMER</b>
8:00 - 8:30	- Reception of Delegates and Guests - Examine Shareholder qualification	Organizing Committee	Shareholder Qualification Examination Committee
8:30 - 8:35	Statement of reasons, introduction of delegates	Organizing Committee	Ms. Nguyen An Hai
8:35 - 8:45	- Announcement of Decision on changing capital ratio of VNC's capital representative at Corporation Introducing candidates for the Board of Directors of the Corporation	Presidium	Mr. Dang Ngoc Quan General Director
8:45 - 8:50	Report on the results of shareholder qualification examination	Organizing Committee	Ms. Mai Thi Thanh Binh Prefect of Shareholder Qualification Examination Committee
8:55 - 9:05	Approving the Regulations on organizing the General Meeting of Shareholders	Organizing Committee	Ms. Nguyen An Hai
9:05 - 9:10	Introducing the Chairman of the General Meeting of Shareholders: Chairman of the Board of Directors	Organizing Committee	Mr. Nguyen An Hai
9:10 - 9:15	Introduction and election of the Secretariat	Presidium	Mr. Ho Le Hung Board of Directors Member - General Director
9:15 - 9:20	Introduction and election of the Vote Counting Committee	Presidium	Mr. Ho Le Hung Board of Directors Member - General Director
9:20 - 9:25	Through the Meeting Agenda	Presidium	Mr. Cao Huu Hieu Chairman of the Board
9:25 - 9:55	- Report on production and business results in 2024, draft production and business plan in 2025 and implementation solutions	Presidium	Mr. Ho Le Hung Board of Directors Member - General Director

TIME	CONTENT	OPERATOR	PERFORMER
9:55 - 10:10	- Submission for approval of audited financial statements for 2024	Presidium	Ms. Le Thi Thu Huong Deputy General Director
10:10 - 10:15	- Submission for dismissal and election of additional members of the Company's Board of Directors - Submission for approval of salary and remuneration of the Board of Directors, Board of Supervisors, Secretary of Board of Directors in 2024 and salary and remuneration payment plan in 2025	Presidium	Ms. Nguyen Thi Thu Hien - Head of Human Resources & Administration
10:15 - 10:30	- Submission on selecting independent auditor for the 2025 financial statements - Report on inspection of production, business and financial activities in 2024 of the Board of Supervisors	Presidium	Mr. Do Minh Son Head of Supervisory Board
10:30 - 10:45	- Report of Board of Directors for 2024 and operating direction for 2025	Presidium	Mr. Cao Huu Hieu Chairman of the Board
10:45 - 10:55	- Approving the Election Regulations - Voting instructions - The General Meeting of Shareholders elect members of the Board of Directors.	Presidium	Vote Counting Committee
10:55 - 11:00	- <b><i>The Meeting discuss and answer questions with the Presidium</i></b> - <b><i>The Meeting vote to approve the following Submissions, Reports:</i></b> + Report on production and business results in 2024, draft production and business plan in 2025 + Audited financial statements 2024 + Submission for dismissal and election of additional members of the Company's Board of Directors + Submission for approval of salary and remuneration of the Board of Directors, Board of Supervisors, Secretary of Board of Directors in 2024 and salary and remuneration payment plan in 2025 + Submission on selecting independent auditor for the 2025 financial statements.	Presidium	Mr. Cao Huu Hieu Chairman of the Board  Mr. Ho Le Hung Board of Directors Member - General Director

TIME	CONTENT	OPERATOR	PERFORMER
	+ Report on inspection of production, business and financial activities in 2024 of the Board of Supervisors + Report of Board of Directors for 2024 and operating direction for 2025		
	<b>Meeting's recess</b>		
11:00 - 11:10	<p><b><i>- Announce the results of the vote to approve Submissions, Reports at the Meeting</i></b></p> <p>+ Report on production and business results in 2024, draft production and business plan in 2025 + Audited financial statements 2024 + Submission for dismissal and election of additional members of the Company's Board of Directors + Submission for approval of salary and remuneration of the Board of Directors, Board of Supervisors, Secretary of Board of Directors in 2024 and salary and remuneration payment plan in 2025. + Submission on selecting independent auditor for the 2025 financial statements. + Report on inspection of production, business and financial activities in 2024 of the Board of Supervisors + Report of Board of Directors for 2024 and operating direction for 2025</p> <p><b><i>- Announce the results of the election for replacement of Board of Directors members</i></b></p>	Presidium	Prefect of the Vote Counting Committee
11:10 - 11:15	+ New Board of Directors member introduced to the GSM + Farewell to former Board of Directors Members	Presidium	Mr. Cao Huu Hieu Chairman of the Board
11:15 - 11:45	<b>Senior delegate expressed their opinions</b>	Presidium	
11:45 - 11:55	Approval of the Minutes and Draft Resolution of the 2025 Annual General Meeting of Shareholders	Presidium	Secretariat Mr. Ngo Ha Loc Ms. Nguyen Thi Phuong

<b>TIME</b>	<b>CONTENT</b>	<b>OPERATOR</b>	<b>PERFORMER</b>
11:55 - 12:00	Summary and closing of the Meeting	Presidium	

## **ORGANIZING COMMITTEE**

*Ha Nam, April 25, 2025*

Draft

**REGULATIONS ON ORGANIZING THE 2025 ANNUAL GENERAL  
MEETING OF SHAREHOLDERS OF HANOI TEXTILE AND GARMENT  
JOINT STOCK CORPORATION**

---

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 of the National Assembly of the Socialist Republic of Vietnam effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022;

Pursuant to the Charter of organization and operation of Hanoi Textile and Garment Joint Stock Corporation approved by the General Meeting of Shareholders of the Corporation ;

Pursuant to Resolution No. 01/NQ-HĐQT-DMHN dated February 27, 2025 of the Board of Directors of Hanoi Textile and Garment Joint Stock Corporation on organizing the 2025 Annual General Meeting of Shareholders.

The Organizing Committee of the General Meeting of Shareholders of Hanoi Textile and Garment Corporation would like to approve the regulations for organizing the 2025 Annual General Meeting of Shareholders as follows:

**Article 1. Scope of application**

- The 2025 Annual General Meeting of Shareholders (**General Meeting**) of Hanoi Textile and Garment Joint Stock Corporation shall comply with the Enterprise Law No. 59/2020/QH14, the Charter of organization and operation of Hanoi Textile and Garment Joint Stock Corporation (the Corporation).
- This regulation is intended to specify a number of issues and only applies to the organization of the 2025 Annual General Meeting of Shareholders of the Corporation.

**Article 2: Meeting preparation**

1. Information about the organization of the Meeting is publicly announced on the Corporation's website [www.hanosimex.com.vn](http://www.hanosimex.com.vn)
2. Inviting Shareholders to attend the Meeting:
  - a. The Corporation invites Shareholders to attend the Meeting at the address provided by the Vietnam Securities Depository and Clearing Corporation.

- b. Shareholders whose addresses are unclear or have changed, and have registered a new address with the Corporation, are invited to attend at the new address.
- c. For Shareholders who do not receive the invitation, the General Meeting Notice posted on the website will replace the Invitation to attend the General Meeting.

3. Provide meeting documents to shareholders attending the meeting

The Corporation organizes the provision of documents for the Meeting as follows:

a. Documents attached to the Invitation Letter:

- Registration form for attending the Meeting.
- Authorization letter to attend the Meeting.

b. Detailed documents of the Meeting will be distributed at the Corporation's Head Office from April 4, 2025 until the opening day of the Meeting or distributed at the Meeting, and posted on the Corporation's website **www.hanosimex.com.vn** from April 4, 2025.

4. The Board of Directors decided to establish the Shareholder Qualification Examination Committee, the Organizing Committee and other Committees to prepare documents for the Meeting.

**Article 3. Formalities, conditions and participants of the Meeting**

1. The 2025 Annual General Meeting of Shareholders of the Corporation shall be held in the form of a General Meeting and shall be held when the number of shareholders attending the meeting represents more than 50% of the total number of voting shares.

2. Delegates attending the Meeting include:

- Current member of the Board of Directors of the Corporation.
- Current member of the Board of Supervisors of the Corporation.
- Shareholders owning shares whose names are in the List of Shareholders closed by the Vietnam Securities Depository and Clearing Corporation on March 25, 2025 or the valid authorized representative of the Shareholders whose names are in the above list.

3. Guest delegates must have an Invitation Letter from the Board of Directors of the Corporation.

**Article 4. Rights and obligations of Shareholders/Authorized Representatives attending the General Meeting**

1. Shareholders' Rights

a. Discuss and vote on all contents of the Meeting according to the Enterprise Law and the Corporation's Charter.

b. Shareholders or authorized representatives attending the meeting will receive voting cards after completing the registration procedure for attending the General Meeting with the Shareholder Qualification Examination Committee.

c. Shareholders/Authorized Representatives who arrive late before the end of the General Meeting have the right to register and vote immediately at the General Meeting on issues not yet voted on by the General Meeting. In that case, the General Meeting Presidium is not responsible for stopping the General Meeting and the validity of previous votes will not be affected.

## 2. Obligations of Shareholders

a. Shareholders/Authorized Representatives when attending the General Meeting must bring their Citizen Identification Card/ID Card/Passport, Meeting Invitation Letter, Authorization Letter (for Authorized Representatives) and register to attend the General Meeting with the Shareholder Qualification Examination Committee.

b. Dress politely, maintain order and general security of the Meeting.

c. Recording and filming of the Meeting must be publicly announced and approved by the Meeting Chairman.

d. Speak according to the agenda approved by the Meeting.

3. Comply with the Meeting Organization Regulations and respect the working results of the Meeting.

## **Article 5. Rights and obligations of the Presidium and the Meeting Secretariat**

1. The Chairman of the General Meeting is the Chairman of the Board of Directors of the Corporation. The Presidium of the General Meeting consists of 02 (two) people approved by the General Meeting.

2. The Meeting Secretariat consists of 02 (two) people nominated by the Presidium and approved by the Meeting, to record the Minutes and Resolutions of the Meeting.

3. The Presidium of the Meeting has the right to request the delegates attending the meeting to comply with security checks, expel those who do not comply with the Meeting Regulations, cause disturbances, or obstruct the normal operation of the Meeting, in order to ensure that the Meeting is conducted scientifically, orderly, and fully implements the approved Meeting agenda, meeting the wills of the majority of delegates attending the meeting.

4. The Meeting Secretariat shall fully and truthfully record the content of the proceedings at the General Meeting and the issues approved by the shareholders, including issues still reserved at the General Meeting; receive shareholders' question cards, draft the Minutes and Resolutions of the General Meeting to help the Presidium approve the General Meeting before closing.

## **Article 6. Discussing the content of the meeting and answering shareholders' opinions**

1. Shareholders/Authorized Representatives attending the meeting, if having any comments, should write them on the question form (issued with the documents of the General Meeting) and send them to the Secretariat for compilation and sending to the Presidium.

2. The Presidium only directly answers key questions and questions related to the contents of the General Meeting's agenda and represents majority of shareholders. The Presidium will not directly answer and explain in detail the contents that have been announced, stipulated in the Charter or law, or the contents that are of a specialized, detailed explanatory nature that serve the specific requirements of individual shareholders.

3. Questions about individual information or not directly related to the content of the Meeting will be collected by the Secretariat and answered in writing or on the Corporation's Website.

4. Questions that cannot be answered during the Meeting due to time constraints will be answered later in writing or via information on the Corporation's Website.

## **Article 7. Voting**

1. When registering to attend the General Meeting, each shareholder/authorized representative will be given 02 Voting Cards (Yellow Card and Blue Card). Each voting card corresponds to the number of shares owned and has voting rights, clearly stating the shareholder's information.

2. Voting convention:

a. Yellow voting card:

\* Used to vote on the following contents:

- Vote to approve the Meeting Presidium.
- Vote to approve the Meeting Secretariat.
- Vote to approve the Vote Counting Committee.
- Regulations on organizing the Meeting, Regulations on electing members of the Board of Directors.
- Meeting Agenda.
- Minutes and Resolutions of the Meeting.
- And vote on other issues of the Meeting as decided by the Chairman of the Meeting.

\* For these contents, the Presidium will conduct the direct voting at the Meeting by raising voting cards. The Vote Counting Committee will directly



count the number of "Approve" cards first, then count the number of "Disapprove" cards, and finally count the number of "Abstain" cards and immediately announce the voting results before the Meeting.

b. Green voting card:

\* Used to vote by checking opinion in 1 of the 3 boxes "Approve", "Disapprove" or "Abstain" for the following contents:

- Report on production and business activities in 2024 and draft plan for 2025 and implementation solutions;
- Audited combined and consolidated financial statements for 2024;
- Submission for selecting auditor for the 2025 financial statements;
- Board of Supervisors' performance report for 2024;
- Board of Directors' report on activities in 2024 and direction of activities in 2025;
- Proposal regarding the dismissal and additional election of members of the Company's Board of Directors ;
- Submission on salary, remuneration of Board of Directors, Board of Supervisors, Secretary of Board of Directors in 2024 and plan for salary, remuneration of Board of Directors, Board of Supervisors, Secretary of Board of Directors in 2025;
- Election of Board of Directors' members.
- Some other contents are under the decision-making authority of the General Meeting of Shareholders (if any).

\* For these voting contents, voting shall be conducted by secret ballot. The Vote Counting Committee shall be responsible for counting the votes, summarizing the report in the minutes of the vote counting and announcing it immediately before the closing of the Meeting.

\* Valid voting card: is a card printed according to the pre-printed form issued by the Corporation, has a hanging stamp, is not erased or edited, does not add other content to the card and has the signature of the Shareholder/Authorized Representative of the Shareholder.

\* Invalid voting card: is a card that does not meet one of the requirements for a valid voting card above or is a card with all invalid voting content.

\* Invalid voting content is content in which the Shareholder does not check any voting box or checks more than one voting box for the same voting content.

**Article 8. Approval of decisions of the Meeting**

The decisions of the Meeting are approved when the following conditions are met:

✓ The issues of the General Meeting are passed when approved by shareholders with voting rights present in person or through authorized representatives present at the General Meeting at the rate prescribed in the Charter of the Corporation and the provisions of the Law on Enterprises;

✓ Shareholders or authorized representatives attending the meeting shall vote to approve, disapprove or give opinions on issues to be approved at the General Meeting as prescribed in Article 7 of these Regulations.

#### **Article 9. Effective date of the Regulations**

This Charter takes effect immediately after the Meeting votes to approve it.

Above is the entire content of the Regulations on organizing the 2025 Annual General Meeting of Shareholders of Hanoi Textile and Garment Joint Stock Corporation.

Respectfully submit to the Meeting for approval./.

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

**Cao Huu Hieu**

*Ha Nam, April 25, 2025*

Draft

## **REPORT**

### **2024 BUSINESS RESULTS AND 2025 BUSINESS PLAN**

**Dear:**

- Delegates and Guests
- Shareholders of Hanoi Textile and Garment Joint Stock Corporation
- Dear General Meeting of Shareholders,

Today, at the 2025 Annual General Meeting of Shareholders of the Corporation, with the authorization of the Board of Directors, I would like to report to the General Meeting of Shareholders on the 2024 Business Results and the 2025 Business Plan of the Corporation as follows:

**\* General situation characteristics:**

In 2024, production and business activities continued to face difficulties following the trend of 2023 with a decrease in demand and a sharp decrease in purchasing power of textile products in countries, which has had a very negative impact on orders and production and business activities of the Vietnamese textile and garment industry. The fiber industry will continue to be affected by market difficulties that have lasted since 2023. There are no signs of improvement, so businesses are facing many difficulties. The garment industry is also affected by difficulties, but the market bottleneck has been resolved since the end of the second quarter of 2024.

## **PART A**

### **2024 BUSINESS PERFORMANCE RESULTS**

#### **1. SITUATION CHARACTERISTICS:**

##### ***1.1 Fiber Industry:***

- In 2024, the consumer market faced many difficulties. Yarn prices fluctuate unfavorably compared to cotton prices. Specifically: Cotton prices increase, yarn prices

increase slightly, not keeping up with the amplitude of cotton prices. When cotton prices decrease, yarn prices decrease faster and more strongly than cotton prices.

- Production plans are always calculated closely with developments in the cotton-fiber and yarn markets.
- The factory's labor force fluctuates due to competitive factors. The Corporation and the Factory have focused on solutions to maintain and stabilize production, mobilizing > 90% of production capacity throughout the year. The yarn produced has a consumption address, the amount of yarn in stock is always maintained at a stable level of less than 1 month of production.
- Fiber quality is maintained stably according to Hanosimex standards and maintains reputation with customers.
- The work of reducing production costs of the fiber industry is carried out regularly and continuously to increase competitiveness in the market.

### ***1.2 Garment Industry:***

- In the first and second quarters of 2024, low export market demand continued from 2023, leading to competition for orders and low processing prices. At some points, garment factories are underemployed and under-loaded. The Corporation has focused on many solutions regarding market work, orders, production management, etc. to stabilize and improve the efficiency of garment production and business (Stopping operations and dissolving Dong Van Garment Factory from January 1, 2024; Merging 2 garment factories in Nam Dan area from June 1, 2024).
- From June 2024, the general market of the garment industry has changed for the better, orders for garment factories are full, and processing prices have also improved. Production and business of the garment industry from the third quarter of 2024 onwards have been effective and profitable. However, factories have had labor fluctuations, affecting the revenue and productivity of the factories.
- Production management, system management, and quality control are maintained and implemented in all units. Reorganize the warehouse system, quality examine, and minimize intermediate contacts. Prioritize production.
- The overall quality at garment factories meets customer requirements.
- The Corporation continues to invest in renovating and repairing many items to serve factory evaluation, improve the environment and working conditions for workers in Nghe An area.

### ***1.3 Textile and Dyeing Industry:***

## Knitting :

In 2024, the market continued to face general difficulties lead to production and business also faced many difficulties.

- Lack of orders, small orders → Unable to promote production capacity
- Underload, not enough to cover costs → Loss.

► From July 1, 2024, Hanosimex Knitting Joint Stock Company converted its production and business model, cooperate with partners to lease the entire factory and machinery and equipment to reduce losses and improve efficiency.

## Weaving towels:

Ha Dong Textile Joint Stock Company's production and business are favorable and effective. Specifically, input materials (fibers) along with other costs: Chemical dyes; transportation costs are quite stable; short-term loan interest rates are low.

→ Full load export orders.

→ Increase domestic orders

► Effective production and business: revenue and profit both exceed the 2024 plan. Production continues to be maintained stably. The company focuses on reducing costs to increase production and business efficiency.

## 2. PRODUCTION - BUSINESS RESULTS IN 2024

### 2.1 Results of implementing main indicators:

No.	Indicators	Unit	Perform 2023	Resolution of 2024 Shareholde rs' Meeting	Perform 2024	% Perform 2024/ Perform 2023	%Perform/ Resolution of Shareholde rs' Meeting 2024
1	<b>Charter capital</b>	Million VND	<b>205.000</b>	<b>205.000</b>	<b>205.000</b>	<b>100%</b>	<b>100%</b>
2	<b>Consolidated Revenue - Income</b>	Million VND	<b>1.379.451</b>	<b>1.319.400</b>	<b>1.173.218</b>	<b>85%</b>	<b>89%</b>
	<i>In which: Parent company</i>	"	<i>939.093</i>	<i>856.000</i>	<i>866.394</i>	<i>92%</i>	<i>101%</i>
3	<b>Consolidated pre- tax profit</b>	Million VND	<b>(113.767)</b>	<b>6.400</b>	<b>(72.954)</b>	<b>-</b>	<b>-</b>
	<i>In which: Parent company</i>	"	<i>(110.941)</i>		<i>(73.364)</i>	<b>-</b>	<b>-</b>
4	<b>Average labor</b>	Persons	<b>3.421</b>	<b>3.186</b>	<b>2.158</b>	<b>63%</b>	<b>68%</b>
	<i>In which: Parent company</i>	"	<i>2.177</i>	<i>2.080</i>	<i>1.528</i>	<i>70%</i>	<i>73 %</i>

5	<b>Average income</b> (person/month)	<b>labor</b>	VND	<b>7.910.000</b>	<b>8.474.000</b>	<b>9.120.000</b>	<b>115%</b>	<b>108%</b>
	<i>In which:</i>	<i>Parent</i>	<i>"</i>	<i>8.008.000</i>	<i>8.300.000</i>	<i>9.670.000</i>	<i>121%</i>	<i>117%</i>
	<i>company</i>					<i>0</i>		

## 2.2. Key tasks to be implemented in 2024

### 2.2.1 Production and business activities:

The proportion of sales revenue and service provision of industries in the entire Hanosimex System in 2024 is as follows:

- Revenue of Fiber industry reached 504,622 billion. Accounting for 45% of total revenue.
- Garment industry revenue reached 184,076 billion. Accounting for 16% of total revenue.
- Textile industry revenue reached 342,160 billion. Accounting for 30% of total revenue.
- Service industry revenue reached 65,732 billion. Accounting for 6% of total revenue.
- Other revenue: 35,156 billion. Accounting for 3% of total revenue.

Total export turnover in 2024: The Corporation reached 38.609.964 USD, decrease 9,6% compared to 2023. Of which: the export turnover of the parent Corporation reached 26.474.584 USD, decrease 19,3% compared to 2023.

- Export turnover of subsidiaries reached 12.135.379 USD, an increase of 22% compared to 2023.

### 2.2.2 Assessment of the implementation of tasks of the Sectors in 2024:

#### \* Fiber Industry:

- Cotton prices fluctuated with a large amplitude (80-107 cents/lb) in the first quarter and continuously decreased in the following quarters (at times it decreased to ~65 cents/lb), making it difficult to prepare raw materials for production. There were times when transportation was delayed, delivery was slow, affecting production.
- The Corporation is supported by the Group with financial resources to purchase cotton fiber, providing timely and stable raw materials for production.
- The quality and price of cotton and fiber are suitable for the requirements and quite good for production.
- Calculate and balance the purchase of enough raw materials for production with inventory always  $\leq 1,5$  months of production, not buying far and stockpiling.

- Calculate to receive enough orders according to the equipment mobilization plan, however due to market difficulties, there are many times when orders cannot be closed early enough to proactively arrange production.
- The factory's labor force fluctuates, making it difficult to arrange production. Labor must be adjusted in two workshops to ensure production planning and equipment repair schedules.
- Difficult consumption market. Yarn prices fluctuate unfavorably compared to cotton prices.
- The Corporation has a diverse and familiar customer base that can consume the production capacity of Dong Van Fiber. However, at some points in time, the price of fiber drops sharply, making it difficult to close large orders.
- In 2024, the Corporation met familiar customers in the Korean, Chinese, and Japanese markets through the Shanghai Fair and met customers directly.
- Workshop 1 - Blended yarn, focusing on 2 main markets: China (~50%); Korea (~40%).
- Workshop 2 - Cotton yarn, in 2024 the demand and export price of cotton yarn is low, so Company only select orders with suitable prices for production. The main markets are China, Korea, Thailand and the domestic market.
- Fiber quality is maintained stably according to Hanosimex standards, maintaining reputation with customers.
- Production cost reduction work is carried out continuously, closely, with a plan, specific goals and deployed throughout 2024.

***For export market:***

- Chinese market: Accounts for 60%; decrease by 10% compared to 2023. However, it still accounts for the main proportion of exported yarn with CVCD; CVCN; TCD yarn products.
- Korean market: Accounts for 30%, increase 15% compared to 2023. Main consumed items are CD fiber; CVCD; TCD.
- Other markets: Accounts for 10%, decrease 5% compared to 2023, exported to Thailand, Japan, Chile, Taiwan... with main products CD; CVCN

***For domestic fiber market:***

- Sales are difficult, there is a lot of competition in terms of price and payment methods.
- The yarn market maintains domestic sales to companies in the Vinatex system, loyal customers with good payment history and some customers pay in advance before receiving goods at reasonable prices, comparing better efficiency than selling exported yarn.
- Fiber quality is maintained stably according to Hanosimex standards, maintaining reputation with customers.

- Production cost reduction work is carried out continuously, closely, with a plan, specific goals and deployed throughout 2024.

**\* Garment Industry:**

- In the first six months of 2024, low export market demand led to a decrease in prices and the number of orders, and production was not at full load. The situation improved from the third quarter of 2024, the garment industry cut losses and started to make profits.

- In the last six months of the year, the factories' production plans improved, production was at full load, many large orders were in long-term supply, and unit prices also improved compared to previous quarters.

- Quality at factories meets customer requirements.

- The Corporation has merged 2 Garment factories in Nam Dan area from June 1, 2024 & restructured the workforce, reducing indirect departments.

- The General Corporation's Garment Industry has received special attention and support from Vinatex and other units in the industry in most areas such as: planning, system management, design - technology, line layout construction, support for technological solutions to improve quality while promoting productivity of sewing lines, monitoring & controlling the quality of production stages. In November 2024, senior management personnel were added... These supports have been actively improving the efficiency of Hanosimex's Garment Industry.

- The Corporation's Garment Industry revenue in 2024 reached 75% compared to 2023.

The main reason for the decline in revenue is due to difficulties in orders, underproduction in the first 5 months of the year, labor fluctuations, while labor competition continues to be fierce, especially in factories located near industrial parks. The Corporation has dissolved Dong Van Garment Factory since January 2024 & merged Nam Dan 1 & Nam Dan 2 Garment Factory since June 2024 due to lack of labor.

Since the third quarter of 2024, the market has shown signs of improvement, orders for factories are full, production plans have many large product lines running long, input materials and unit prices have also improved, creating conditions for factories to research and improve technological processes, increase labor productivity and effective production and business .

- The main market of the Corporation's garment industry is still the United States, accounting for about 81% of sales, followed by the Korean, Japanese, Russian markets... In 2024, the Corporation continued to seek new customers and new markets



such as Australia, New Zealand... to reduce dependence on the US market and take advantage of opportunities from free trade agreements.

*About the order - produced in factories*

- CM orders account for 97% of the Corporation's total Garment industry revenue.
- The Corporation's FOB revenue in 2024 accounts for 3%, decrease 13,6% compared to 2023.
- Nam Dan and Nghi Loc Garment Area: Labor productivity and average revenue in 2024 have improved compared to 2023.

\* **Towel Textile Industry and other service industries:** Preserve capital, achieve revenue targets and make profits in difficult market conditions.

\* **Knitting Industry:** Production is not at full capacity, many difficulties and losses. From July 2024, the factory and machinery have been leased to other units.

### **2.2.3. Human resource organization and management:**

\* ***General assessment:***

- In 2024, in the context of a lack of orders and a sharp drop in unit prices in the first months of the year, the Corporation focused on finding orders for production, stabilizing jobs and lives for workers, stabilizing political security, social order and safety in the areas. Maintain a team of skilled managers and workers to prepare for the next stage of development.
- Continue to revise and supplement administrative documents related to labor; change policies and income for employees to be suitable and increase competitiveness.
- Implementing the "Restructuring of the garment industry", the executive agency has adjusted the personnel of garment industry units, merged factories to streamline the apparatus and improve management efficiency. After being adjusted, garment industry units and individuals have begun to integrate quickly to carry out tasks in the new period.
- Pay attention to and focus on improving human resource training, conducting many training courses, retraining staff, participating in Skills classes in garment production management .
- Rebuild the payroll and salary income distribution regulations for garment factories, supplement salary and income regulations for fiber factories under the Corporation.
- Coordinate with the Trade Union and Youth Union of the Corporation to organize productivity and quality emulation movements, organize cultural and sports activities, create conditions for employees to bond, be close and happy in the working environment of the Corporation.

**\* *Policy for employees:***

*Salary and income policy:* The Corporation has rebuilt the salary scale system, salary regulations and policies to comply with legal regulations, increase salary income for employees. Build weekly and monthly productivity reward emulation regimes to promote working spirit and increase labor productivity. In the face of fierce labor competition in industrial parks and difficulties in labor recruitment, the Corporation has adjusted recruitment policies in a timely manner to attract workers. Implement payment of gasoline allowances, bonuses for employees working long-term, support for working away from home, diligence, and support for female employees raising children. Policies to care for employees' lives and communication work are promoted to retain and stabilize labor at the end of the year.

- *Training policy:* Training is of interest to the Corporation and is oriented towards long-term development in quality. The Corporation sent its personnel to participate in training courses organized by DMVN Group to improve professional expertise: 3 people participated in the investment project management and bidding class; 3 people participated in the legal management class; 8 people participated in the financial and accounting management class; 3 people participated in the training program: Microsoft Power BI Data Analyst (Application of tools in effective business data analysis); 16 people participated in the training program on technical and economic norms. In addition, 112 people were organized to attend the training course on IE, Train leader, Communication skills, Production management skills in the Garment industry organized in June 2024 sponsored by the Vietnam Textile and Garment Trade Union ; 21 people participated in the English proficiency improvement class organized by VNC; 03 people participated in professional training courses on Bidding Law organized by VCCI; 16 people participated in training courses on Social Insurance Law 2024, Labor Contract, Labor Discipline and Dispute Resolution organized by VCCI ...

- *Regarding the implementation of the regime:* Fully deduct and pay social insurance, health insurance, unemployment insurance and pay sick leave, sick child, and maternity benefits for employees according to current regulations of the law to ensure full legitimate rights and create peace of mind for employees. Take care of the material and spiritual life of employees through activities, events, organize monthly birthdays for employees to create a joyful atmosphere in the production working environment; go on field trips; give Tet gifts to employees, etc.

**2.2.4. Investment work:**

**Investment project implemented in 2024**

**\* Investment in the Corporation:**

In 2024, the Corporation will invest: **VND 3.787.770.892**, details as follows:

- Invest in building 01 domestic wastewater treatment system of 50m<sup>3</sup>/day at Ha Nam Branch, total implementation value: 819.756.622 VND.
- Invest in 01 Neps testing machine and 01 twist measuring machine for the Fiber Laboratory: Total implementation value: 33.130 USD (844.815.000 VND)
- Investing in automation equipment for the garment industry (Wide format programming machine, 360° rotating head; 3 needle 6 thread cutting machine), total implementation value: 915.387.360 VND
- Investing in an air conditioning system for the product packaging room for Nghi Loc Garment Factory, total implementation value: 225.855.110 VND
- Invest in 01 fabric shrink removal machine, total implementation value: 329.400.000 VND
- Investing in a new steam supply system to the sewing lines in Nghi Loc, total implementation value: 247.610.000 VND
- Renovation of garment factory premises in Nam Dan, total implementation value: 182.850.000 VND
- Repairing items at Nghi Loc Garment Factory: Total value: 109.092.000 VND
- Construction of dismantling doors and installing fireproof doors to make fireproof walls at Nghe An Branch: Total implementation value: 80.000.000 VND
- Dismantling old gutters and installing new gutters at workshop 2 - Dong Van Fiber Factory: Total value of implementation: 33.004.800 VND

**\* Investment in subsidiaries:**

Ha Dong Textile Joint Stock Company: Total investment value **18.775.887.600 VND** , including:

- |                                      |                     |
|--------------------------------------|---------------------|
| - 01 XY768 TQ tape separator         | : 474.368.157 VND   |
| - 01 Chinese twisting machine        | : 467.859.043 VND   |
| - Fire protection system phase 1     | : 427.220.000 VND   |
| - Install RO water filtration system | : 50.624.800 VND    |
| - 01 Secondhand forklift             | : 245.000.000 VND   |
| - 04 Industrial sewing machines      | : 387.150.000 VND   |
| - 04 Air-blown weaving machines      | : 9.508.665.600 VND |
| - 01 Tumbler dryer                   | : 7.215.000.000 VND |

## PART B

### ORIENTATION OF PRODUCTION AND BUSINESS PLAN OF THE CORPORATION IN 2025

## **I. 2025 production and business plan and solutions:**

### **Main production and business targets in 2025:**

<b>No.</b>	<b>INDICATORS</b>	<b>Unit</b>	<b>Plan 2025</b>
<b>1</b>	<b>Consolidated revenue</b>	<b>Million VND</b>	<b>1.192.100</b>
	<i>In which: Parent company</i>	<i>"</i>	<i>948.100</i>
<b>2</b>	<b>Consolidated profit before tax</b>	<b>Million VND</b>	<b>9.000</b>
	<i>In which: Parent company</i>	<i>"</i>	<i>1.500</i>
<b>3</b>	<b>Labor</b>	<b>People</b>	<b>1.981</b>
	<i>In which: Parent company</i>	<i>"</i>	<i>1.596</i>
<b>4</b>	<b>Average income (person/month)</b>	<b>Thousand VND</b>	<b>10.800</b>
	<i>In which: Parent company</i>	<i>"</i>	<i>11.000</i>

#### **\* General goals of the Corporation:**

Focus on maintaining and developing the Corporation in the direction of chain linkage, with 3 main production sectors: Fiber - Textile - Dyeing - Garment. Fully exploit the capacity of each production sector, strengthen management solutions to reduce production costs, increase competitiveness, while focusing on market work, ensuring output for production.

#### **\* Fiber industry:**

- Implement the goal of closely following and maintaining the market, keeping customers and traditional products stable.
- Develop new markets and niche markets to have more choices of orders. From there, improve the market, find new directions for 100% cotton yarn and TCM, CVCM.
- Take care of old customers, find new customers in the domestic market to consume large and stable quantities of goods, including FDI enterprises and serve FOB sewing orders.
- Find ways to maximize the CM spinning line. Choose a reasonable product structure to maximize the advantages and capacity of each line, minimizing the need to get on and off the machine.
- Stabilize yarn quality. Control and reduce consumption, use appropriate cotton blending methods. Calculate the operation of the non-optimal system, reduce power consumption, reduce production costs.
- Focus on recruiting enough workers for the factory, improving the environment and working conditions to retain workers.

- Calculate investment to diversify products, invest in depth, invest in automatic equipment innovation to improve fiber quality, increase productivity and reduce labor.

**\* *Garment industry:***

- Focus on market development, strengthen the workforce with qualified market personnel, appropriately allocate human resources in teams to enhance market exploitation and closely follow production.
- Seek orders that match the production capacity of factories, build a stable customer system, and secure orders suitable for each factory's production capacity.
- Continue developing FOB orders with existing customers and seek new FOB customers that align with the corporation's capabilities and responsiveness.
- Diversify markets by expanding beyond the USA to other regions such as Australia and New Zealand to mitigate risks.
- Continue innovating garment industry management, reviewing and restructuring the workforce to reduce indirect labor. Strengthen and refine management practices for deeper operational efficiency, increasing productivity and ensuring profitable business operations.
- Continue investing in certain automated equipment to stabilize quality and increase labor productivity.
- Implement comprehensive solutions to stabilize the workforce, attract and recruit additional workers to meet the scale of 20 production lines per factory.

**\* *Towel weaving industry:***

- Focus on marketing and customer search to maximize production capacity. Maximize existing orders in the Japanese market, flexible selling prices to increase order volume. Promote domestic consumption.
- Stabilize and control product quality well, minimize risks in production and business. Continue to research solutions to reduce production costs to increase profits.
- Continue to implement the investment program to increase production capacity, improve product quality, meet market demand but in accordance with the financial situation of the Company. Make good use of newly invested equipment, ensuring efficiency in production and business.
- Improve policies, wages, income, etc. to retain workers and attract new workers, supplement the textile sector to improve production capacity.

## **2. Solutions to implement the 2025 production and business plan:**

### **2.1. Solutions on market and production management:**

#### ***a) Market solutions:***

##### **\* Fiber Industry:**

- Maintain stable market, customers and traditional products
- Develop new markets and niche markets to have more order options. From there, find new directions for the Corporation's 100% cotton yarn.
- Focus on selling and establishing a customer base with regular demand for CM, CVCN, TCM fibers.
- The domestic market needs to expand its customer system to consume large, stable quantities of goods. Develop orders to serve FDI customers and FOB sewing orders.
- Seek opportunities to secure large and stable orders in the defense and security sectors.

##### **\* Garment Industry:**

- Continue searching for and adding qualified market personnel, streamlining the organizational structure, and appropriately assigning staff within teams to enhance market exploitation.
- Maintain strong relationships with key customers to ensure stable order volumes for factory production.
- Diversify markets and customer bases to avoid over-reliance on the U.S. market.
- Strategically balance customers and markets in alignment with production capacity to minimize risks.
- Develop more loyal customers so that each factory has 2-3 stable clients.
- Continue expanding FOB orders for Japanese customers and acquiring new FOB customers that match the corporation's capabilities and responsiveness.

##### **\* Towel Textile Industry:**

- Maintain stable main customers in the Japanese market, while continuing to develop new customers to increase export output to this market, ensuring output for production.
- Promote domestic consumption. Increase domestic production market share by 5% with new customers.
- Flexible selling price to increase order output, thereby reducing production costs and increasing profits.

#### ***b) Production management solutions:***

##### **\* Fiber Industry**

- Select a reasonable product structure to maximize the advantages and capabilities of each production line, minimizing line transitions.

- Stabilize yarn quality by controlling and reducing material consumption, using appropriate cotton blending methods, and cutting production costs. Ensure effective industrial hygiene practices.
- Optimize the operation of spinning equipment and air conditioning systems to reduce energy consumption.
- Focus on recruiting sufficient workers for the factory to fully utilize the capacity of both workshops. Improve the working environment and conditions to retain employees.
- Balance and seize opportunities to invest in essential spinning and auxiliary equipment to enhance productivity and yarn quality while reducing spare parts and material costs (e.g., bobbin machines, air compressors, etc.).

**\* *Garment industry:***

- Continue to arrange and restructure each department in factories and rooms to increase the direct rate at sewing lines, aiming to reach 65% of direct sewing workers.
- Retain employees and recruit more workers to increase production capacity with a scale of 20 lines/factory.
- Continue to research and invest in advanced equipment and specialized automation equipment to reduce manual labor.
- Implement instructions and suggestions from Vietnam Textile and Garment Group and supporting delegations from other units to make production management more in-depth and effective.
- Implement solutions to increase labor productivity: Increase direct productivity, assign output to each line by day; reduce end-of-line recycling to less than 2,5%; reduce indirect labor; reduce waste and arising. Assign specific monthly targets to units. Evaluate implementation results, linked to salaries of management staff and technical staff.

**\* *Towel Textile Industry:***

- Stabilize and effectively control product quality.
- Review and reissue economic-technical norms, focusing on solutions to implement the new standards, reduce production costs, and enhance competitiveness.

- Optimize the utilization of post-investment assets, such as drying equipment and air-jet weaving machines.
- Implement measures to recruit sufficient labor for the company's production, prioritizing the weaving sector. Develop appropriate policies to retain employees and ensure stable production.

## **2.2. Human resource organization and management solutions:**

- Implement effective solutions to retain employees, attract and recruit workers with the goal of 20 lines/ Garment Factory and recruit enough workers for the Fiber Factory.
- Supplement planning, training and development of new management staff.
- Arrange and allocate labor to form a production center and serve the fiber industry in Dong Van - Ha Nam and the garment industry in Nghe An.
- Continue to improve and operate the labor and salary management system to meet legal requirements and customer evaluation.
- Training human resource management skills for managers and employees working in payroll in the system.

## **2.3. Financial solutions:**

- Manage sales operations, control inventory, and ensure debt collection.
- Effectively manage cash flow, increase working capital turnover, and balance finances efficiently.
- Work with banks to maintain credit limits at reasonable interest rates.
- Closely monitor exchange rate fluctuations and carefully assess borrowing, debt repayment, and foreign currency transactions for optimal efficiency.
- Manage and analyze production costs to implement solutions for cost reduction and enhance market competitiveness.
- Gradually implement digital transformation and digitization in financial and accounting operations.

## **II. Investment Plan 2025:**

### **1. Projects to be implemented by the Corporation in 2025**

#### **1.1 Hanosimex multi-purpose building construction project:**

Scale 19.300 m2 of business floor: Approved to adjust the investment policy of Hanoi City, currently implementing investment preparation steps, construction implementation; Expected completion time is the third quarter of 2026. Total estimated investment is 300 billion.

#### **1.2 The garment industry invests about 5,7 billion VND, of which:**

- Management software 2,5 billion



- Invest in additional automation equipment to improve labor productivity by about 3,2 billion VND

1.3 Investment fiber industry:

- 02 90KW two-stage energy-saving air compressors, 01 air dryer for 02 fiber production workshops. Estimated total investment is about 1,8 billion VND
- Automatic packaging system: Estimated total investment is about 0,4 billion VND
- 05 Bobin Tray tube machines: According to Vinatex's investment program
- Convert 14 Magazin tube machines to Bobin Tray or Yarn doffing Robots according to Vinatex's investment program.

**2. Projects implemented in 2024 by subsidiaries:**

Ha Dong Textile Joint Stock Company: Estimated total investment in 2024 is: 13.800.000.000 VND, details as follows:

- 01 Fiber splicing machine : 800.000.000 VND
- 04 Air-blown weaving machines : 9.500.000.000 VND:
- 01 High frequency coal fired boiler : 3.500.000.000 VND

**Dear Meeting!**

**Dear shareholders!**

Above is the entire Production and Business situation in 2024 and the Production and Business Plan in 2025 of Hanoi Textile and Garment Joint Stock Corporation. In the context of the world and domestic economic situation in 2025 still having many fluctuations and difficulties, the collective of employees - Workers in the Hanosimex System, with specific solutions, will strive to achieve the set goals.

**Wishing delegates and shareholders health and happiness.**

**Wish the Meeting great success.**

**Best regards.**

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

**Cao Huu Hieu**

*Ha Nam, April 25, 2025*

**Submission**

**Re. Approval of the Audited Combined Financial Statements and Consolidated  
Financial Statements for the fiscal year ending at December 31, 2024**

Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022;

Pursuant to the Charter of organization and operation of Hanoi Textile and Garment Joint Stock Corporation approved by the General Meeting of Shareholders;

Pursuant to the Combined Financial Statements and Consolidated Financial Statements for 2024 of Hanoi Textile and Garment Joint Stock Corporation audited by An Viet Auditing Company Limited;

The Board of Directors of the Corporation respectfully submits to the General Meeting the Audited Combined Financial Statements and Consolidated Financial Statements for 2024 of Hanoi Textile and Garment Joint Stock Corporation, including:

- Report of the Board of Managements;
- Independent Auditor's Report No. 26/2025/KT-AV3-TC for the Combined Financial Statements;
- Independent Auditor's Report No. 65/2025/KT-AV3-TC for the Consolidated Financial Statements;

**I. Combined financial statements for 2024**

**1. Balance sheet**

*Unit: Million VND*

<b>No.</b>	<b>Items</b>	<b>31/12/2024</b>	<b>01/01/2024</b>
<b>1</b>	<b>Total Assets</b>	<b>983,621</b>	<b>1,178,935</b>
1.1	Current Assets	344,127	398,381
	- Cash and Cash equivalents	35,857	48,133
	- Short-term financial investments	131,992	160,450
	- Short-term receivables	44,351	30,187
	- Inventories	126,470	151,916
1.2	Non-current Assets	639,494	780,553
	- Fixed assets	511,973	563,386
	- Long-term financial investments	40,184	121,373
	- Other long-term assets	73,526	81,170
<b>2</b>	<b>Total resources</b>	<b>983,621</b>	<b>1,178,935</b>
2.1	Liabilities	710,920	832,562
	- Current liabilities	406,103	501,405
	- Long-term liabilities	304,817	331,157

2.2	Owners' equity	272,701	346,372
	- Owners' contributed capital	205,000	205,000
	- Construction investment fund	136,932	136,932

## 2. Income statement

Unit: Million VND

No.	Items	2024	2023
1	<b>Total Revenue - Income</b>	<b>866,394</b>	<b>939,093</b>
	- Gross sales of merchandise and services	825,020	887,443
	- Financial income	32,665	15,748
	- Other income	8,710	35,902
2	<b>- Accounting profit before tax</b>	<b>(73,364)</b>	<b>(110,942)</b>
3	<b>- Net profit after tax</b>	<b>(73,672)</b>	<b>(110,972)</b>

## II. Consolidated Financial Statements 2024

### 1. Consolidated Balance Sheet

Unit: Million VND

No.	Items	31/12/2024	01/01/2024
1	<b>Total Assets</b>	<b>1,205,646</b>	<b>1,472,008</b>
1.1	Current Assets	486,272	594,732
	- Cash and Cash equivalents	53,921	60,980
	- Short-term financial investments	145,442	179,740
	- Short-term receivables	48,285	67,527
	- Inventories	225,327	263,624
1.2	Non-current Assets	719,374	877,276
	- Fixed assets	592,589	728,359
	- Long-term financial investments	11,782	20,734
	- Other long-term assets	101,185	112,366
2	<b>Total resources</b>	<b>1,205,646</b>	<b>1,472,008</b>
2.1	Liabilities	820,155	1,017,712
	- Current liabilities	508,103	627,855
	- Long-term liabilities	312,053	389,857
2.2	Owners' equity	385,490	454,296
	- Owners' contributed capital	205,000	205,000
	- Construction investment fund	136,932	136,932
	- Minority shareholders' interest	65,072	69,242

### 2. Consolidated Income Statement

Unit: Million VND

TT	Chỉ tiêu	2024	2023
1	<b>Total Revenue - Income</b>	<b>1,190,078</b>	<b>1,394,170</b>
	- Gross sales of merchandise and services	1,131,746	1,312,885
	- Financial income	46,614	19,838

	- <i>Profit in joint ventures and associates</i>	-	404
	- <i>Other income</i>	11,719	61,044
<b>2</b>	<b>- Accounting profit before tax</b>	<b>(72,954)</b>	<b>(113,767)</b>
<b>3</b>	<b>- Net profit after tax</b>	<b>(78,260)</b>	<b>(121,520)</b>

- In 2024, production and business activities incurred losses, so there will be no source for profit distribution.

The above reports have been disclosed in accordance with regulations and are fully posted on the Corporation's website at [hanosimex.com.vn](http://hanosimex.com.vn)

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

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

**Cao Huu Hieu**

No.: 12 /TTr-HĐQT

*Ha Nam, date month year 2025*

**PROPOSAL**

**Regarding the dismissal and additional election of members of the  
Company's Board of Directors**

To: General Meeting of Shareholders of Hanoi Textile and Garment  
Joint Stock Corporation

*Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020,  
amended by Law No. 03/2022/QH15 dated January 11, 2022;*

*Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26,  
2019, amended by Law No. 56/2024/QH15 dated November 29, 2024;*

*Pursuant to the Charter of organization and operation of Hanoi Textile and  
Garment Corporation approved by the General Meeting of Shareholders;*

*Pursuant to the resignation letter from the position as member of the Board of  
Directors of Mr. Ho Le Hung dated ...;*

*Pursuant to the resignation letter from the position as member of the Board of  
Directors of Mr. Nguyen Ngoc Cach dated ....*

On ..., the Corporation received the Resignation Letter from the Board of  
Directors of Mr. Ho Le Hung and Mr. Nguyen Ngoc Cach.

Reason for resignation:

- Mr. Ho Le Hung: Retirement
- Mr. Nguyen Ngoc Cach: Personal work

Therefore, the Board of Directors respectfully submits to the General Meeting  
of Shareholders for approval the dismissal of Mr. Ho Le Hung and Mr. Nguyen  
Ngoc Cach from the positions of Board members. At the same time, to ensure the  
number of Board members as prescribed in Clause 1, Article 26 of the Company's  
Charter, the Board of Directors respectfully submits to the General Meeting of  
Shareholders for approval the election of additional Board members as follows:

- Number of additional elected members of the Board of Directors: 01 person;
- The list of candidates for election to the Board of Directors is compiled  
from those who meet the qualifications, conditions to become a Board  
member and have complete documents. This list will be announced at the  
General Meeting before the election time.

Best regards./.

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

**Cao Huu Hieu**

*Ha Nam, April 25, 2025*

No: 13/TTr - HĐQT

**SUBMISSION**

**Re. Approval of salaries and remuneration of the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024 and the plan for paying salaries and remuneration to the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2025**

Dear: General Meeting of Shareholders of  
Hanoi Textile and Garment Joint Stock Corporation

Pursuant to the Enterprise Law No. 59/2020/QH14 of the 14th National Assembly of the Socialist Republic of Vietnam, approved on June 17, 2020, effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022;

Pursuant to the Charter of organization and operation of Hanoi Textile and Garment Corporation approved by the General Meeting of Shareholders;

The Board of Directors of Hanoi Textile and Garment Joint Stock Corporation (the Corporation) respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of salaries and remuneration for the Board of Directors, Board of Supervisors, and Board of Directors' secretary in 2024 and the salary and remuneration payment plan of the Board of Directors, Board of Supervisors, Secretary of the Board of Directors in 2025 as follows:

1. Report on actual payment of salaries and remuneration to the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors in 2024: VND 789.211.877, equal to 90% of the plan.

Specifically as follows:

No.	Object	Number of persons	Salary, remuneration in 2024 (VND)		Proportion (%)	Notes
			Plan	Implementation		
1	Board of Directors	5	440.000.000	429.714.708	98%	
2	Board of Supervisors	3	402.000.000	329.497.169	82%	
3	Secretary of the Board of Directors	1	36.000.000	30.000.000	83%	

<b>Total</b>	<b>9</b>	<b>878.000.000</b>	<b>789.211.877</b>	<b>90%</b>
--------------	----------	--------------------	--------------------	------------

2. Plan to pay salaries and remuneration to the Board of Directors, Board of Supervisors, and Board of Directors' secretary in 2025: VND 843 million. Specifically as follows:

No .	Manager	Number of persons	Plan for 2025 (VND Million)		
			Salary	Remuneration	Total
1	Non-executive Chairman of the Board of Directors (VND 15 million/month x 12 months)	01		180	180
2	Non-executive BoD Member, Independent BoD Member (VND 10 million/month x 12 months)	02		240	240
3	Head of Board of Supervisors (VND 21 million/month x 15 months)	01	315		315
4	Non-executive Board of Supervisors Member (VND 3 million/month x 12 months)	02		72	72
5	Board of Directors Secretary (VND 3 million/month x 12 months)	01		36	36
<b>Total</b>		<b>7</b>	<b>315</b>	<b>528</b>	<b>843</b>

The 2025 salary and remuneration plan of the Board of Directors, Board of Supervisors, and Secretary of the Board of Directors will be settled based on actual members and actual expenditure.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval!

Best regards./.

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

**Cao Huu Hieu**



No.: 14 /TTr-HĐQT

*Ha Nam, 25 April, 2025*

**PROPOSAL**

**Re. Approve the selection of the unit to review and audit the  
2024 Financial Statements**

To: General Meeting of Shareholders of  
Hanoi Textile and Garment Joint Stock Corporation

Pursuant to the Enterprise Law No. 59/2020/QH14 of the 14th National Assembly of the Socialist Republic of Vietnam, passed on June 17, 2020, effective from January 1, 2021, amended and supplemented by Law No. 03/2022/QH15 dated January 11, 2022;

Pursuant to the Charter of organization and operation of Hanoi Textile and Garment Corporation approved by the General Meeting of Shareholders;

Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019 and implementing documents.

The Board of Supervisors of Hanoi Textile and Garment Joint Stock Corporation (the Corporation) respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of the plan to select a list of independent auditing companies to review and audit the 2025 financial statements of the Corporation as follows:

1. KPMG Vietnam Company Limited.
2. An Viet Auditing Company Limited.
3. Ernst & Young Vietnam Company Limited.

The Board of Supervisors respectfully submits to the General Meeting of Shareholders to authorize the Board of Supervisors to select one of the three above-mentioned auditing companies to review and audit the 2025 Financial Statements of the Corporation and assign the General Director to sign an Auditing Service Contract with the selected auditing company, ensuring quality, efficiency at reasonable costs and in accordance with current laws.

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

Best regards ./.

**O/B. BOARD OF SUPERVISION**

**PREFECT**

**Do Minh Son**

*Ha Nam, April 25, 2025*

**DRAFT**

**REPORT OF THE BOARD OF SUPERVISORS  
At the General Meeting of Shareholders of  
Hanoi Textile and Garment Joint Stock Corporation 2025**

- Pursuant to Enterprise Law No. 59/2020/QH14 dated June 17, 2020 of the National Assembly;
- Based on the authority and responsibility of the Board of Supervisors as stipulated in the Charter of organization and operation of Hanoi Textile and Garment Joint Stock Corporation 2025;
- Pursuant to the Regulations on organization and operation of the General Corporation's Board of Supervisors;
- Based on the Summary Report on the implementation of the 2024 production and business plan and tasks and solutions to implement the 2025 plan of the Corporation;
- Based on the 2024 Financial Statements of the Corporation audited by An Viet Auditing Company Limited.

On behalf of the Board of Supervisors, I would like to report to the Annual General Meeting of Shareholders on the results of monitoring the 2024 production and business activities of the Corporation for the fiscal year ending December 31, 2024 as follows:

**I. ACTIVITIES OF THE BOARD OF SUPERVISORS**

In 2024, the Board of Supervisors carried out the following activities:

- Collect and appraise documents and reports on production and business situation, audited financial statements. Prepare the 2024 Board of Supervisors report to submit to the 2025 Annual General Meeting of Shareholders.
- Monitor the implementation of the Resolution of the General Meeting of Shareholders, the implementation of the production and business plan, the implementation of the resolutions and decisions of the Board of Directors.
- Review the interim reports on production and business activities, the annual summary of the General Director, check the quarterly financial statements and reports of the independent auditing organization on the financial statements of the Corporation.
- Participate in several meetings with the Board of Directors and the Executive Board on corporate governance, sales, inventory, capital and cost management.

**II. RESULTS OF MONITORING THE PERFORMANCE AND FINANCIAL SITUATION OF THE CORPORATION**

**A. BUSINESS PERFORMANCE IN 2024**

Based on the main targets of the 2024 production and business plan approved by the Annual General Meeting of Shareholders, the implementation situation in 2024 is as follows:

Items	Unit	2023	2024		% compare	
			Plan	Perform	Perform / Plan	Perform 2024/ 2023
<b>1. Total revenue</b>	Million VND	<b>939.093</b>	<b>856.000</b>	<b>866.394</b>	<b>101%</b>	<b>92,3%</b>
- Net revenue	Million VND	887.443		825.020		93%
- Financial income	Million VND	15.748		32.665		207%
- Other revenue	Million VND	35.902		8.709		24%
<b>2. Expenses</b>		<b>1.050.034</b>		<b>939.758</b>		<b>89%</b>
- Cost of goods sold	Million VND	882.292		804.971		91%
- Financial operating expenses	Million VND	61.020		74.611		122%
<i>In which: interest expense</i>	Million VND	41.161		31.140		76%
- Selling expenses	Million VND	18.317		13.140		71%
- General administration expenses	Million VND	86.276		45.876		53%
- Other expenses	Million VND	2.129		1.229		58%
<b>3. Profit</b>						
- Total profit before tax	Million VND	(110.941)	-	(73.364)	-	66%
+ Net profit from operating activities	Million VND	(144.714)		(80.844)		56%
+ Other income	Million VND	33.773		7.480		22%
- Corporate income tax	Million VND	31		308		994%
- Profit after corporate income tax	Million VND	(110.972)		(73.671)		66%

### GENERAL COMMENTS:

The Corporation's production and business activities focus on two main manufacturing industries: spinning and sewing knitted products:

**- Fiber Industry:** Difficulties in both 2023 & 2024, market demand and prices both decrease. The rate of fiber price decrease is higher than the rate of cotton price decrease. Efficiency does not reach the break-even target, resulting in losses in the fiber industry. The implementation of some technical and economic norms is still exceeded, affecting production costs.

+ Revenue structure of the fiber industry: Export revenue: 52% (2023: 56%), Domestic revenue: 48% (2023: 44%).

+ The main export markets of the Corporation in 2024 still be China (62% of export volume, 59% of export revenue), South Korea (30% of export volume, 32% of export revenue), the rest are other markets such as Chile, Taiwan, ASEAN...

+ Domestic market in 2024: Consumption of companies in the internal chain (Hanosimex Knitting Company, Ha Dong Company, Thoi Trang Company, Dong Xuan

Knitting Company, Vinatex Hong Linh, 8/3 Textile): 54% of domestic output (2023: 48%) and 57% of domestic revenue (2023: 52%).

+ Production plan is calculated in accordance with the developments of cotton fiber market and yarn market. The yarn factory maintains about 80% of production capacity.

+ The quality of fiber products is maintained stably according to Corporation's standards, maintaining customer trust.

- **Garment Industry:** First six months of the year 2024, low demand in both export and domestic markets led to a decrease in prices and the number of orders, and production was not at full load. The situation improved from the third quarter of 2024: Factory production plans improved, production was at full load, many large orders were in long-term supply, unit prices also improved compared to previous quarters, the garment industry cut long-term losses and started to make a profit.

+ Garment industry revenue in 2024 reached 157 billion, equivalent to 75% of the plan and implementation in 2023. FOB revenue of the garment industry continued to decrease, in 2024 accounting for 3% of garment industry revenue (in 2023: 16.8%).

+ Average labor productivity in 2024 increased by 21% compared to 2023. Average labor productivity of Corporation garment industry in 2024 reached 16,7 USD/person/day (2023: 13,8 USD/person/day).

Corporation merged Garment Factory 1 and Garment Factory 2 in Nam Dan area into Nam Dan Garment Factory from June 1, 2024 & restructured the workforce, reducing the indirect department. However, the indirect rate at 2 Garment Factory of Corporation is still high compared to other units in the same industry due to the large number of workers sitting at the machine resting.

Under the close guidance of the Vietnam Textile and Garment Group, the Board of Directors, the Executive Board of the Corporation and all employees have strived to find many solutions to strive to achieve the 2024 plan targets, specifically as follows:

## **1. MANUFACTURE**

- NE30 equivalent yarn output in 2024 reached 9.237 tons (average/month: 770 tons/month), equal to 94% of the plan and 109% compared to 2023.

- Converted garment output in 2024 reached 10,88 million products, equal to 58% of the plan and 82% compared to 2023.

## **2. REVENUE**

- Sales and service revenue: VND 825.020 million (equal to 93% compared to 2023)

In which:	+ Fiber revenue:	628.935 million VND
	+ Garment revenue:	157.005 million VND
	+ Other commercial revenue:	39.080 million VND

- Financial revenue: VND 32.665 million (up 107% compared to 2023). Of which, dividends received are VND 1.846,8 million; Profit from selling investments is VND 10.522 million (Halotexco: VND 3.717 million, Dong My Garment: VND 6.804 million).

- Other income: VND 8.709 million (24% compared to 2023). Of which, income from investors depositing to buy shares of Lien Phuong Textile Joint Stock Company is VND 2.505,6 million.

## **3. EXPENSE**

The Company has fully accounted for expenses according to regulations and set aside risk provisions to ensure financial safety. The total balance of provisions as of December 31, 2024: VND 108,025 million.

No	Item	Provisions Balance 1/1/2024	Provisions Reversal	Provisions	Provisions Balance 12/31/2024
.		(1)	(2)	(3)	(4=1-2+3)
1	Provision for financial investment	54.912	39.966	14.203	29.148
2	Provision for doubtful debts	62.374	232	16.736	78.877
3	Provision for inventory	1.208	1.208	-	-
	<b>Total</b>	<b>118.494</b>	<b>41.407</b>	<b>30.939</b>	<b>108.026</b>

#### 4. PROFIT

In 2024, the fiber industry will continue to be affected by the market that has lasted since 2023. There are no signs of improvement in the textile and garment industry, leading to the Corporation's results continuing to be losses in 2024.

- Profit before tax loss 73.364 million VND

- Profit after tax loss 73.671 million VND.

In which:

- **Profit from production and business** : (80.844) million VND.
- **Other profit** : 7.480 million VND.

#### 5. INVESTMENT ACTIVITIES AND PURCHASE OF FIXED ASSETS

- Fixed Assets

In the difficult conditions of production and business activities, the Corporation only invests in some machinery and equipment or repairs some really necessary construction items to serve production activities, including:

No.	Category	Amount
1	Automatic fire extinguishing system at ND2 Garment	2.350.000.000
2	01 Fabric steamer, fabric shaper HS-3800	305.000.000
3	02 Wide format programming machine: Machine size 1400x950, 360 degree rotating needle column. Manufacturer: JACK model M9-SS-F12-X	320.000.000
	<b>Total</b>	<b>2.975.000.000</b>

Reorganizing garment factories, the Corporation liquidated old, broken machinery, equipment, and means of transport that were no longer needed, reducing the original value of fixed assets by VND 46.849.948.765, specifically:

No.	Category	Original price (VND)
1	Old, broken or unused Machinery for liquidation	44.603.370.078
2	Means of transport	2.246.578.687
	<b>Total</b>	<b>46.849.948.765</b>

- Short-term financial investments include term deposits and bond investments with a balance of VND 131.991 million as of December 31, 2024, accounting for 38% of total short-term assets.

Of which, the investment in purchasing bonds is VND 131.410 million (recovered VND 15.490 million in 2024), with a provision for investment held to maturity of VND 71.145 million (an increase of VND 16.239 million compared to 2023). The Corporation continues to closely monitor the Issuer, the Issuing Agent, the Agent registering the custody and payment of these bond lots to promptly recover the overdue investment.

- Long-term financial investments: For long-term financial investments in subsidiaries and affiliated companies that are ineffective or not highly effective, the Corporation dissolved Ha Nam Hanosimex One Member Co., Ltd. and divested capital from Halotexco Garment Joint Stock Company and Dong My Hanosimex Garment Joint Stock Company. Therefore, the balance of long-term financial investments decreased by VND 106.952 million (from VND 176.284 million to VND 69.332 million) and the Investment Provision decreased by VND 25.763 million (from VND 54.911 million to VND 29.148 million).

N o.	Unit	31/12/2024		01/01/2024	
		Original price	Provisions	Original price	Provisions
<b>I</b>	<b>Subsidiary</b>	<b>44.746.554.966</b>	<b>(16.344.846.979)</b>	<b>150.379.054.966</b>	<b>(48.326.034.430)</b>
1	Halotexco Garment Joint Stock Company	-	-	5.632.500.000	(5.632.500.000)
2	Hai Phong Hanosimex Trading Joint Stock Company	5.107.360.406	-	5.107.360.406	-
3	Hai Phong Hanosimex Garment Joint Stock Company	1.250.000.000	(1.250.000.000)	1.250.000.000	(1.250.000.000)
4	Hanosimex Fashion Joint Stock Company	5.850.000.000	-	5.850.000.000	-
5	Ha Nam Hanosimex Single Member Co., Ltd.	-	-	100.000.000.000	(34.025.110.326)
6	Hanosimex Ha Dong Textile Joint Stock Company	13.039.194.560	-	13.039.194.560	-
7	Hanosimex Knitting Joint Stock Company	19.500.000.000	(15.094.846.979)	19.500.000.000	(7.418.424.104)
<b>II</b>	<b>Other associates and investments</b>	<b>24.585.750.000</b>	<b>(12.803.645.215)</b>	<b>25.905.703.370</b>	<b>(6.585.750.000)</b>
1	Dong My Hanosimex Garment Joint Stock Company	-	-	1.319.953.370	-
2	Coffee Indochina Joint Stock Company	585.750.000	(585.750.000)	585.750.000	(585.750.000)
3	Lien Phuong Textile Joint Stock Company	18.000.000.000	(6.526.357.220)	18.000.000.000	-
4	Textile Materials Joint Stock Company	6.000.000.000	(5.691.537.995)	6.000.000.000	(6.000.000.000)
	<b>Total</b>	<b>69.332.304.966</b>	<b>(29.148.492.194)</b>	<b>176.284.758.336</b>	<b>(54.911.784.430)</b>

## 6. COMPARE WITH RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS

No.	Main indicators	Unit	Implementation 2023	Resolution of the 2024 Meeting	Implementation 2024	Compare (%)	
						Plan	2023
1	Total revenue and income	Million VND	939.093	856.000	866.394	101%	92%
2	Profit before tax	Million VND	(110.941)	-	(73.364)		
3	Labor	Persons	2.177	2.080	1.528	73%	70%
4	Average income (person/month)	1000 VND	8.008	8.300	9.670	117%	121%

### Comparison of proportions:

- Total revenue and income target is 101% of the plan and 92% compared to 2023.
- Pre-tax profit target did not meet plan, loss of 73.364 million VND.
- Labor is 73% of the plan, and 70% compared to 2023.
- Average income per capita is 117% of the plan, up 21% compared to 2023.

## B. CONTROL AND SUPERVISION OF FINANCIAL SITUATION

The Corporation's fiscal year begins on January 1, 2024 and ends on December 31, 2024. The Board of Supervisors acknowledges that the 2024 Financial Statements audited by An Viet Auditing Company Limited have honestly and fairly reflected the financial situation of Hanoi Textile and Garment Joint Stock Corporation as of December 31, 2024, as well as the business results and cash flow situation for the fiscal year ending on the same day, in accordance with Vietnamese Accounting Standards, Enterprise Accounting Regime and relevant legal regulations.

### The balance sheet as of December 31, 2024 is as follows:

Unit: Million VND

Content	2023 VND	2024 VND	Compare		Proportion	
			Absolute	Relative	2023	2024
A	1	2	3 = 2 - 1	4 = 2 / 1	5	6
<b>A. Current assets</b>	398,381	344.126	(54.255)	86%	34%	35%
I. Cash and cash equivalents	48,133	35.857	(12.276)	74%	4%	4%
II. Short - term financial investment	160,450	131.991	(28.459)	82%	14%	13%
III. Short - term receivables	30,187	44.351	14.164	147%	3%	5%
IV. Inventories	151,916	126.470	(25.446)	83%	13%	13%
V. Other current assets	7,695	5.457	(2.238)	71%	1%	1%
<b>B. Non-current assets</b>	780,553	639.494	(141.059)	82%	66%	65%
I. Long - term receivables	14,625	13.812	(813)	94%	1%	1%
II. Fixed assets	563,386	511.973	(51.413)	91%	48%	52%
III. Long - term financial investments	121,373	40.183	(81.190)	33%	10%	4%
IV. Other long-term assets	81,169	73.526	(7.643)	91%	7%	7%
<b>TOTAL ASSETS</b>	1,178,934	983.620	(195.314)	83%	100%	100%
<b>A. Liabilities</b>	832,562	710.920	(121.642)	85%	71%	72%
I. Current liabilities	501,405	406.103	(95.302)	81%	43%	41%
II. Long - term liabilities	331,157	304.817	(26.340)	92%	28%	31%



Content	2023 VND	2024 VND	Compare		Proportion	
			Absolute	Relative	2023	2024
A	1	2	3 = 2 - 1	4 = 2 / 1	5	6
<b>B. Owner 's equity</b>	346,372	272.700	(73.672)	79%	29%	28%
I. Owner 's contributed capital	209,440	135.768	(73.672)	65%	18%	14%
II . Construction investment fund	136,932	136.932	-	100%	12%	14%
<b>TOTAL RESOURCES</b>	<b>1,178,934</b>	<b>983.620</b>	<b>(195.314)</b>	<b>83%</b>	<b>100%</b>	<b>100%</b>

## GENERAL COMMENTS

- Structure and value of Total assets/Capital in 2024 is equal to 83% compared to 2023 (decreased by VND 195.314 million). The specific structure of assets and capital of the Corporation: Equity accounts for 28% of total capital; Liabilities account for 72% of total capital; Short-term liabilities accounts for 41% of total capital; Short-term assets account for 35% of total assets.

Items with large fluctuations in Current Assets: Short-term financial investments decreased by VND 28.459 million (decrease 18%), Inventories decreased by VND 25.446 million (decrease 17%).

Long-term financial investment decreased sharply from VND 121.373 million to VND 40.183 million (decreased by VND 81.190 million, equivalent to 67%) due to the Corporation divesting capital at Halotexco Garment Joint Stock Company, Dong My Garment Joint Stock Company and dissolving Ha Nam Hanosimex One Member Co., Ltd. during the year.

- Other long-term assets (long-term prepaid expenses) of the Corporation: VND 73.526 million, including VND 56.841 million for land rent at Dong Van Industrial Park; VND 6.307 million for infrastructure and machinery rental of Y Viet Company; VND 7.925 million for site clearance costs of Nghi Loc Garment Factory Project + Nam Dan Garment Project and the remaining is major repair costs of fixed assets + tools and equipment allocated for multiple periods.

- Risks of bad debts and long-term financial investments have been provisioned in accordance with regulations.

- Loans from banks and credit institutions are all paid on time, without overdue debt.

## The basic indicators about operating and financial efficiency

Item	Unit	2023	2024	Proportion 2024/2023
<b>1. Solvency index</b>				
Current ratio	Time	0,79	0,85	107%
Quick ratio	Time	0,49	0,54	109%
<b>2. Performance indicators</b>				
Asset Turnover (Net revenue/Total Assets)	Turn	0,75	0,84	111%
<b>3. Debt and equity ratio</b>				
Liabilities/Equity	Time	2,40	2,61	108%
<b>4. Operating Performance Index</b>				
Net Profit / Total Revenue	%	-12.50%	-8,93%	71%
Net Profit/ Total Assets (ROA)	%	-9.41%	-7,49%	80%
Net Profit/ Total Equity (ROE)	%	-32.04%	-27,02%	84%

**COMMENT:**

- The company's short-term debt payment ability is 0,85 (increase 7% compared to 2023), quick payment ability increases from 0,49 -> 0,54 (increase 9%), payment ability is low (<1);
- Operating capacity indicators: Asset turnover in 2024 increased from 0,75 -> 0,84 (increase 11% compared to 2023), the ability to generate revenue/total assets of the Corporation is not high (each asset generates 0,84 revenue).
- Debt to equity ratio in 2024 is 2,61 times, increase 8% compared to 2023.
- Regarding the business performance index: the 2024 result is a loss of 73.671 million VND -> all efficiency indexes are not achieved.

**III. SUPERVISION RESULTS FOR THE BOARD OF DIRECTORS AND EXECUTIVE AGENCY**

- In 2024, the Board of Directors issued 21 Resolutions focusing on restructuring the organizational structure, directing important contents for the Corporation's operations such as human resources, market, production, divestment of investment capital in subsidiaries and affiliated companies, and developing the 2025 production and business plan.
- The executive agency has made efforts to manage production and business activities, conduct operational management analysis as a basis to help the Board of Directors and the General Director implement cost reduction directives, focus and stabilize all activities in accordance with the functions, tasks and powers stipulated in the Corporation's Charter.
- Through the process of monitoring the management and operation activities of the Board of Directors, the Executive Board and the management departments of the Corporation, the Board of Supervisors has not seen anything unusual in the activities of the Board of Directors.
- The resolutions and decisions of the Board of Directors are all within the authority of the Board of Directors, complying with the provisions of law and the Corporation's Charter.
- The Board of Directors has performed reporting and information disclosure in accordance with the law for the public company model.

**IV. ASSESSMENT OF COORDINATION BETWEEN THE SUPERVISORY BOARD, THE BOARD OF DIRECTORS, THE MANAGEMENT AGENCY AND SHAREHOLDERS**

- The Board of Directors and the executive agency have strictly implemented the provision of information and created conditions for the Supervisory Board to access information and documents to verify the authenticity of the information. The members of the Supervisory Board are provided with complete and timely information, minutes, and financial statements.
- Between the Board of Supervisors, the Board of Directors and the management staff, a working relationship and close coordination have been maintained on the principle of serving the interests of the Corporation, shareholders and in accordance with the provisions of law and the internal governance regulations of the Corporation.

**V. PROPOSALS, RECOMMENDATIONS**

- The textile and garment market in the first months of 2025 is more favorable than in 2024. The Board of Directors and the Board of Management of the Corporation continue to closely monitor the market to have timely solutions for purchasing raw materials and consuming yarn products. The garment industry continues to seek solutions to improve labor productivity, reduce the rate of indirect labor, focus on market work to find enough orders for factories and develop more FOB orders.

- Continue to do a good job of management, analyze in detail costs and labor structure, thereby building a plan to reduce costs and increase operational efficiency.
- Invest in and promote digital transformation to have timely information to serve management and direction in the context of a rapidly changing market.
- Continue restructuring ineffective investments, focusing capital on key industries.
- Focus on recruiting quality personnel for market work, and recruiting sewing + yarn workers which are currently in great shortage.

#### **VI. DIRECTIONS AND TASKS OF THE SUPERVISORY BOARD IN 2025**

In 2025, the Board of Supervisors will focus on implementing the following important tasks:

1. Monitor the implementation of Resolutions and Decisions of the General Meeting of Shareholders, the implementation of production and business plans, the implementation of regulations, rules, resolutions and decisions of the Board of Directors.
2. Conduct appraisal of the Corporation's 2025 reports, prepare and submit the Board of Supervisors' Report at the 2026 Annual General Meeting of Shareholders.

Above is the 2024 report of the Board of Supervisors submitted to the General Meeting of Shareholders for approval.

Best regards./.

**O/B. BOARD OF SUPERVISION  
PREFECT**

**Do Minh Son**

*Ha Nam, April 25, 2025*

## **REPORT ON ACTIVITIES OF THE BOARD OF DIRECTORS IN 2024 AND OPERATION DIRECTION IN 2025**

### **I. PERFORMANCE STATEMENT OF THE BOARD OF DIRECTORS IN 2024**

#### **1. General market situation in 2024**

##### **1.1 Vietnam textile situation**

In 2024, business and production activities continued to face difficulties following the trend of 2023, with declining demand and a sharp drop in textile and garment product consumption in various countries, which severely impacted orders and business operations in Vietnam's textile and garment industry. The fiber sector continued to suffer from prolonged market difficulties since 2023, with no signs of improvement, making it challenging for enterprises. The garment sector also faced difficulties; however, market bottlenecks were resolved from the end of the second quarter of 2024.

##### **1.2. The Corporation's operating situation in 2024**

**Yarn industry** : Yarn prices fluctuate unfavorably compared to cotton prices. When cotton prices increase, yarn prices increase slightly, not keeping up with the cotton price amplitude. When cotton prices decrease, yarn prices decrease faster and more strongly than cotton prices. Production plans are always calculated closely to the developments of the cotton - fiber market and yarn market. Production mobilizes > 90% of production capacity in the year. The amount of yarn inventory remains stable, always under 1 month of production. The work of reducing production costs of the yarn industry is carried out regularly and continuously to increase competitiveness in the market.

**Garment industry** : In the first and second quarters of 2024, low export market demand continued from 2023, leading to competition for orders and low processing unit prices. The Corporation has focused on many solutions on market work, orders, production management, etc. to stabilize and improve the efficiency of garment

production and business. From June 2024, the apparatus was streamlined and merged with 2 garment factories in the Nam Dan area, contributing to reducing losses in the garment industry for the whole year.

Garment production and business from the third quarter of 2024 onwards have been effective and profitable. However, factories have had labor fluctuations, affecting the revenue and productivity of the factories.

The Corporation continues to invest in renovating and repairing many items to serve factory evaluation, improve the environment and working conditions for workers in Nghe An area.

**Textile, towel and other industries** : restructuring financial investments in units with non-significant losses such as: Halotexco Garment Joint Stock Company, Dong My Garment Joint Stock Company, Lien Phuong Textile and Garment Joint Stock Company. The towel industry's revenue and profit both exceed the 2024 plan, production continues to be maintained stably, focusing on reducing costs to increase production and business efficiency. Textile and dyeing industry From July 1, 2024, Hanosimex Knitting Joint Stock Company converted its production and business model, cooperate with partners to lease the entire factory and machinery and equipment to reduce losses and improve efficiency.

## **2. Activities of the Board of Directors**

The year 2024 remains challenging for the fiber, textile, and garment sectors, as global political instability and prolonged economic difficulties continue to severely impact the textile and garment industry. In response to this situation, the Board of Directors (BOD) has implemented flexible supervision and management of business operations through weekly and monthly reports, extraordinary and periodic BOD meetings, specialized discussions, and meetings with the business sectors of the Corporation..

The Board of Directors held 14 meetings, issued 21 Resolutions and a number of Decisions. The Board of Directors has oriented and directed the Board of Executive of the Corporation.

### ***Board of Directors Meetings***

No.	Board Member	Number of meetings attended	Proportion	Reason for not attending
1	Cao Huu Hieu	10/10	100%	Join from 24/04/2024
2	Nguyen Song Hai	4/4	100%	Dismissed from 24/04/2024
3	Ho Le Hung	14/14	100%	
4	Nguyen Ngoc Cach	14/14	100%	
5	Nguyen Tri Son	10/10	100%	Join from 24/04/2024
6	Vuong Duc Anh	4/4	100%	Dismissed from 24/04/2024
7	Hoang Thuy Oanh	14/14	100%	

At the meetings, the Board of Directors directed the Corporation's Executive Board to:

- Report on production and business situation, labor recruitment, human resource management, investment orientation, financial situation, market situation... thereby promptly directing to overcome existing problems.

- Direct the Corporation's Executive Board to implement urgent solutions for production and business.

- **Yarn industry:** Purchase raw materials to meet short-term demand, avoiding stockpiling or long-term purchases. Expand the market and closely monitor market developments to make timely decisions. Balance product categories to create the most efficient production plans that align with market demand. Adjust offering prices flexibly, reduce cotton fiber and electricity consumption rates, and consistently maintain fiber quality.

- **Garment industry:** In the first months of the year, the demand for both domestic and export markets was low, leading to a decrease in the market, production was not fully loaded, the orders improved in the last six months of the year, there were many long codes, and the unit prices were higher. The Board of Directors directed the merger of 2 Garment factories in the Nam Dan area from June 1, 2024 and restructured the workforce, reducing indirect departments. Innovate market work in terms of models and personnel. Evaluate processing unit prices, payments and delivery to receive orders

appropriately and effectively. Receive orders according to the capacity structure of each factory. Continuously train and retrain on production management to increase productivity like advanced units in the industry. Research and invest in automatic equipment for production.

- **Administrative and personnel organization:** Streamline the apparatus from departments to factories, rearrange overlapping work, eliminate intermediary steps. Recruit enough workers for the textile and garment industries, develop salary and welfare policies, increase income for workers to retain good, highly skilled, and enthusiastic workers. Send managers to attend classes to improve their professional qualifications.

- **Financial work:** Financial management based on practical production and business plans. Balance cash flow for production, business and investment. Cost management, quick and timely cost analysis to warn of risks. Sales management, inventory, debt collection. Restructuring ineffective and high-risk investments.

- Change the capital representative and members of the Board of Directors in accordance with the reality to deploy and supervise production and business activities in the context of fluctuating world economy and domestic difficulties. Through the capital representative to orient strategies, develop production and business plans, restructure member units, ensuring compliance with the general goals of the Corporation.

### **3. Supervisory Activities on Executive Board**

The Board of Directors' supervision of the Corporation's Executive Board is carried out systematically, regularly and closely as follows:

- Carry out detailed assignment of work tasks of each member of the Board of Directors, enhance the responsibilities, powers and obligations of the Board of Directors - General Director in the working relationship between the Board of Directors and the Executive Board.

- At quarterly meetings, the Board of Directors requires the General Director to report, analyze, and evaluate in detail the production and business situation of the entire Corporation and the Companies in the system. Direct labor recruitment and employee retention solutions to maintain stable production. Streamline the apparatus and factory space for effective production management.

- In the context of many difficulties in production and business, the executive board has made great efforts in operating and promptly implementing the Board of Directors' directives. Ensuring full and correct compliance with the law and regulations for listed joint stock companies according to the Enterprise Law and the Corporation's operating regulations.

#### 4. Business performance indicators in 2024

No .	Indicators	Unit	2024		
			Plan	Implement	Implement 2024/ Plan 2024
1	Charter capital	Million VND	205.000	205.000	100%
2	<b>Consolidated revenue</b>	<b>Million VND</b>	<b>1.319.400</b>	<b>1.173.218</b>	<b>89%</b>
	In which, Parent Company:	Million VND	<i>856.000</i>	<i>866.394</i>	<i>101%</i>
3	<b>Consolidated profit after tax</b>		<b>6.400</b>	<b>(72.954)</b>	<b>-</b>
	<i>In which, Parent Company:</i>	<i>Million VND</i>		<i>(73.364)</i>	
4	<b>Average labor</b>		<b>3.186</b>	<b>2.158</b>	
	<i>In which, Parent Company:</i>		<i>2.080</i>	<i>1.528</i>	<i>73 %</i>
5	<b>Average income</b>	VND	<b>8.474.000</b>	<b>9.120.000</b>	<b>108%</b>
	<i>In which, Parent Company:</i>		<i>8.300.000</i>	<i>9.670.000</i>	<i>117%</i>

Despite great efforts in production and business management, the Corporation's results still show large losses as shown in the table above. Therefore, there is no source to pay dividends and set up funds. The Board of Directors would like to report to the General Meeting of Shareholders on the above matter.

## II. ORIENTATION OF BOARD OF DIRECTORS' ACTIVITIES IN 2025.

### 1. Orientation in 2025

#### Main production and business targets in 2025:

No.	Indicators	Unit	Plan 2025
1	<b>Consolidated revenue</b>	<b>Million VND</b>	<b>1.192.100</b>



	<i>In which, Parent Company:</i>	<i>Million VND</i>	<i>948.100</i>
<b>3</b>	<b>Consolidated profit after tax</b>		<b>9.000</b>
	<i>In which, Parent Company:</i>	<i>Million VND</i>	<i>1.500</i>
<b>4</b>	<b>Average labor</b>		<b>1.981</b>
	<i>In which, Parent Company:</i>		<i>1.596</i>
<b>5</b>	<b>Average income</b>	Thousand VND	<b>10.800</b>
	<i>In which, Parent Company:</i>		<i>11.000</i>

#### ❖ **Fiber industry:**

Develop new markets to have more order options. From there, improve the market, find new directions for 100% cotton yarn and TCM, CVC/M.

Take care of old customers, find new customers in the domestic market to consume large and stable quantities of goods, including FDI enterprises and serve FOB sewing orders.

Choose a reasonable product structure to maximize the advantages and capacity of each line, minimizing the need to get on and off the machine.

Optimize production management, reduce costs as much as possible to have competitive prices.

Calculate investment to diversify products, invest in depth, invest in automatic equipment innovation to improve fiber quality, increase productivity and reduce labor.

#### ❖ **Garment industry:**

Diversify the market, develop other markets besides the USA market, such as Australia, New Zealand, ... to reduce risks .

Continue to search for and supplement qualified market staff, streamline the apparatus and arrange appropriate personnel in groups, increase market exploitation capacity.

Continue to innovate the management of the garment industry, review and rearrange labor to reduce the indirect rate. Strengthen and improve management in depth to increase productivity, ensuring effective production and business.

Implement synchronous solutions to stabilize human resources and attract and recruit more workers to meet the scale of 20 production lines/factory.

#### ❖ **Textile Industry :**

Focus on market activities, find new customers to maximize production capacity. Maximize existing orders in the Japanese market, flexible selling prices to increase order volume. Promote domestic consumption .

Continue to implement the program of investing in automated machinery to increase production capacity, improve product quality, meet market demand, and save labor.

Flexible in production process, can process in stages, increase order output, thereby reducing production costs, competitive prices, increasing profits.

## **2. Solution**

**The key solutions are:**

### **❖ *About the market***

- **Fiber industry:** Develop new markets and niche markets to have more choices of orders. Fully exploit each supply chain link . The domestic market needs to expand its customer system to consume large and stable quantities of goods. Develop orders to serve FDI customers and FOB sewing orders. Focus on offering and establishing a customer base with regular demand for CM, CVCM, and TCM yarns. Find ways to approach large and stable defense and security orders.

- **Garment Industry :** Continue to search for and supplement more qualified, dynamic, creative market staff, equipped with digital skills suitable for the times, thereby streamlining the apparatus and arranging appropriate personnel in groups, increasing the ability to exploit the market. Diversify markets & customers, avoid over-dependence on the US market. Develop more loyal customers so that each factory has 2-3 stable customers. Continue to develop FOB Japanese customers .

- **Towel Textile Industry:** Maintain stable main customers in the Japanese market, while continuing to develop new customers to increase export output to this market, ensuring output for production. Improve designs, promote domestic consumption. Increase domestic production market share by 5% with new customers.

### **❖ *About production:***

- **Fiber industry:** Control and reduce consumption, apply appropriate cotton blending methods, and minimize production costs. Ensure effective industrial hygiene practices. Balance and seize opportunities to invest in essential fiber and auxiliary equipment to improve productivity and fiber quality while reducing spare parts and material costs (such as bobbin machines, air compressors, etc.). Optimize labor savings in the face of intense competition.

- **Garment industry:** Continue to arrange and restructure each department in factories and rooms to increase the direct rate at sewing lines, aiming to reach 65% of direct sewing workers. Assign output to each line by day; reduce end-of-line recycling

to less than 2,5%; reduce indirect labor; reduce waste and arising, increase direct productivity. Productivity target reaches over \$22/person/day.

- **Towel Industry:** Ensure stability and strict control over product quality. Review and reissue economic and technical standards, focusing on solutions to meet the new standards, reduce production costs, and enhance competitiveness.

❖ ***About finance :***

- Manage sales, inventory control, debt collection. Manage cash flow well, increase working capital turnover, and balance finances effectively.

- Work with banks to maintain limits at reasonable interest rates.

- Closely monitor exchange rate fluctuations, consider borrowing, repaying debts, and buying and selling foreign currencies to be effective.

- Manage and analyze production costs to find solutions to reduce costs and increase competitiveness in the market.

- Step by step implementation of digital transformation and digitization in financial accounting work.

❖ ***About organization and human resources :***

- Implement effective solutions to retain, attract and recruit workers with the goal of 20 production lines/Garment Factory and recruit enough workers for Dong Van Fiber Factory.

- Supplement planning, training and development of new management staff.

- Arrange and assign labor to form a production center and serve the fiber industry in Dong Van - Ha Nam and the garment industry in Nghe An.

- Training human resource management skills for managers and staff working in human resources, improving quality of human resources, contributing to creativity and innovation in production and business.

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

**Cao Huu Hieu**

*Ha Nam, April 25, 2025*

Draft

**REGULATION**  
**ELECTION OF REPLACEMENT MEMBERS OF THE BOARD OF DIRECTORS**  
**TERM 2023-2028**

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

- Pursuant to the Charter of organization and operation of Hanoi Textile and Garment Joint Stock Corporation approved by the general meeting of shareholders on April 28, 2021.

- Pursuant to Resolution No. 01/NQ-HĐQT-DMHN dated February 27, 2025 of the Board of Directors of Hanoi Textile and Garment Joint Stock Corporation on organizing the 2025 Annual General Meeting of Shareholders.

Regulations on election of replacement members of the Board of Directors for the 2023-2028 term to be submitted to the 2025 Annual General Meeting of Shareholders are as follows:

**I. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS (BOD)**

**1. Number of additional members of the Board of Directors:** 01 member.

**2. Term of the member of the Board of Directors:** Term 2023 - 2028.

**3. Conditions to become a member of the Board of Directors**

The criteria for candidates and nominees to the Board of Directors are as prescribed in the Charter of Organization and Operation of Hanoi Textile and Garment Corporation.

Members of the Board of Directors must meet the following standards and conditions:

- Not prohibited from enterprise management as prescribed in Clause 2, Article 17 of the Law on Enterprises 2020.

- Have professional qualifications and experience in business management or in the business lines of the Corporation.

- Can only be a member of the Board of Directors at a maximum of 05 other companies at the same time.

- Must not have direct family relationships<sup>1</sup> of the General Director and other managers of the Corporation.

## **II. RIGHT TO NOMINATE AND SELF-NOMINATE FOR A MEMBER OF THE BOARD OF DIRECTORS**

Shareholders who meet the criteria for membership in the Board of Directors have the right to self-nominate or be nominated to the Board of Directors.

Nominating candidates to the Board of Directors: Shareholders have the right to pool their votes together to nominate candidates to the Board of Directors.

Shareholders or groups of shareholders (as per the shareholder list on the record date of **March 27, 2025**) who hold 10% or more of the total common shares have the right to nominate candidates for election to the Board of Directors, with the number of candidates to be nominated as follows:

- If owning from 10% to less than 20%, have the right to nominate up to 01 candidate;
- If owning from 20% to less than 30%, have the right to nominate up to 02 candidates;
- If owning from 30% to less than 40%, have the right to nominate up to 03 candidates;
- If owning from 40% to less than 50%, have the right to nominate up to 04 candidates;
- If owning from 50% to less than 60%, have the right to nominate up to 05 candidates;
- If owning from 60% to less than 70%, have the right to nominate up to 06 candidates;
- If owning from 70% to less than 80%, have the right to nominate up to 07 candidates;
- If owning from 80% to less than 90%, have the right to nominate up to 08 candidates;
- If you own 90% or more, have the right to nominate the full number of candidates.

## **III. APPLICATION DOCUMENTS FOR NOMINATION AND SELF-NOMINATION TO THE BOARD OF DIRECTORS**

Application documents for self- nomination and nomination of candidates for the Board of Directors include:

- Application for self-nomination or nomination of candidates to join the Board of Directors (according to form);
- Candidate's self-declared CV (according to form);

---

<sup>1</sup> People with family relationships as prescribed in Clause 22 , Article 4 of the Law on Enterprises 2020 include: wife/husband, biological parents, adoptive parents, parents-in-law, biological children, adopted children , sons-in-law , daughters-in-law, siblings, brothers-in-law, sisters-in-law, siblings of wife/husband.

- Copy of Citizen ID card/ID card or passport and certificates certifying educational and professional qualifications.
- Certificate of share ownership as of the shareholder list closing **date 27/03/2025** to attend the General Meeting of Shareholders.

#### **IV. PRINCIPLES FOR ELECTING MEMBERS OF THE BOARD OF DIRECTORS**

1. Voting shall be conducted by secret ballot and by cumulative voting, whereby each shareholder shall have a total number of votes equal to the total number of shares owned (or authorized) multiplied by the number of elected members of the Board of Directors.

a) Election of the Board of Directors: The total number of votes allowed by each shareholder is equal to the total number of shares owned (or authorized) **multiplied (x) by 01 (one)**.

2. Shareholders have the right to accumulate all their votes for one candidate or distribute their votes among several candidates.

3. The total number of votes for candidates of a shareholder shall not exceed the total number of votes permitted by that shareholder.

#### **V. CONDUCTING THE ELECTION**

1. Election Ballot: the ballot with the delegate code, number of shares owned and/or represented, and the Company's seal.

Each delegate will be given one (01) Board of Directors Election Ballot.

2. Voting: Shareholders cast their votes to elect the Board of Directors into the sealed ballot box.

3. Record your vote:

- Shareholders who vote for a candidate write the number of votes they want to vote for that candidate in the "Number of votes" column.

- If shareholders do not vote for one or more candidates, they may leave it blank.

- Shareholders can divide their total number of votes allowed to all candidates, or accumulate them for one or several candidates, but the total number of votes for candidates must not exceed their total number of votes allowed.

4. Invalid ballots:

- The form does not follow the prescribed form and does not have the Company's seal.

- Ballots with crossed-out, corrected, added or incorrect names, not on the list of candidates approved by the General Meeting of Shareholders before voting.

- The total number of votes for the shareholder's candidates exceeds the total number of votes allowed by that shareholder (including owned and authorized).

- The number of candidates that shareholders vote for is greater than the number of candidates to be elected.

5. After the voting is completed, the vote counting will be conducted under the supervision of the Board of Supervisors or shareholder representatives.

## **VI. VOTE COUNTING COMMITTEE, VOTING AND VOTE COUNTING PRINCIPLES**

### **1. Vote Counting Committee:**

The Vote Counting Committee is nominated by the Chairman and approved by the General Meeting of Shareholders. Members of the Vote Counting Committee cannot be on the list of nominees or candidates for the Board of Directors.

The Vote Counting Committee is responsible for:

- Introduce the content, how to write the ballot and distribute the ballot;
- Supervise the election and conduct vote counting;
- Announce election results before the Congress.

### **2. Principles of Voting and Vote counting:**

- The Vote Counting Committee checks the ballot boxes in the presence of shareholders;
- Voting begins when the distribution of ballots is completed and ends when the last shareholder places his ballot in the ballot box;
- The vote counting must be carried out immediately after the voting ends;
- The vote counting results are recorded in writing and announced by the Head of the Vote Counting Committee before the General Meeting, then the ballots are sealed and can only be opened upon a decision of the General Meeting of Shareholders.

## **VII. ELECTION PRINCIPLES AND ANNOUNCEMENT OF ELECTION RESULTS**

1. Elected members of the Board of Directors are determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the number of members is sufficient.

2. In case there are two (02) or more candidates receiving the same number of votes for the final member of the Board of Directors, separate elections will be held for candidates with the same number of votes to select the candidate with the higher number of votes.

If the re-election still fails to select the final member, the person who owns/represents the ownership of more shares as of the closing date of the shareholder list will be selected.

3. If the first election result does not have enough members as required, a second election will be held among the remaining nominees or candidates who were not elected in the first election. If the number of members of the Board of Directors is still not enough, the next election will be decided by the General Meeting, either to continue to elect or to choose the person who owns/represents the ownership of more shares.

4. Pursuant to the Minutes of the Vote counting, the results of the election of members of the Board of Directors will be announced by the Vote Counting Committee right at the Congress. These results will be recorded in the Resolution of the Congress.

5. Any complaints about the election results will be considered immediately at the General Meeting, shareholders are not allowed to object to this validity at any other time. In case of disagreement about the procedure or election results, the Vote Counting Committee will re-examine and ask for the General Meeting's opinion for decision .

#### **VIII. EFFECTIVENESS**

This regulation takes effect immediately after being approved by the 2025 Annual General Meeting of Shareholders and applies only to the election of members of the Board of Directors Hanoi Textile and Garment Joint Stock Corporation for the 2023-2028 term.

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



## INSTRUCTIONS FOR ELECTING THE BOARD OF DIRECTORS FOR THE TERM 2023-2028

**For example:**

Suppose the General Meeting of Shareholders votes to elect 05 members of the Board of Directors.

Shareholder Nguyen Van A holds (including ownership and authorization) 1.000 voting shares.

Then the total number of voting rights of shareholder A is:  $(1.000 \times 5) = 5.000$  voting rights

Shareholder Nguyen Van A can vote cumulatively in the following manner:

*Case 1: Shareholder Nguyen Van A divides his voting rights equally among 5 candidates.*

Candidate's Full name	Number of voting rights elected
1. Candidate 1	1.000
2. Candidate 2	1.000
3. Candidate 3	1.000
4. Candidate 4	1.000
5. Candidate 5	1.000
6. Candidate 6	
...	
<b>Total voting rights</b>	<b>5.000</b>

*Case 2: Shareholder Nguyen Van A cast his votes for 5 candidates unevenly.*

Candidate's Full name	Number of voting rights elected
1. Candidate 1	1.000
2. Candidate 2	
3. Candidate 3	1.200
4. Candidate 4	1.500
5. Candidate 5	500
6. Candidate 6	800
...	
<b>Total voting rights</b>	<b>5.000</b>

***Case 3: Shareholder Nguyen Van A accumulates all his voting rights to 1 candidate.***

<b>Candidate's Full name</b>	<b>Number of voting rights elected</b>
1. Candidate 1	0
2. Candidate 2	5.000
3. Candidate 3	0
4. Candidate 4	0
5. Candidate 5	0
6. Candidate 6	
...	
<b>Total voting rights</b>	<b>5.000</b>

***Case 4: Shareholder Nguyen Van A divides his voting rights among several candidates.***

<b>Candidate's Full name</b>	<b>Number of voting rights elected</b>
1. Candidate 1	0
2. Candidate 2	2.000
3. Candidate 3	3.000
4. Candidate 4	0
5. Candidate 5	0
6. Candidate 6	
...	
<b>Total voting rights</b>	<b>5.000</b>

-----