

No. 142025/CBTT - HSV

Hanoi, April 21, 2025

24HRS INFORMATION DISCLOSURE

**To: Hanoi Stock Exchange/
Vietnam Stock Exchange
State Securities Commission**

1. Name of organization: HSV VIETNAM GROUP JOINT STOCK COMPANY
 - Stock code: HSV
 - Address: No. 68 Luu Huu Phuoc, Cau Dien Ward, Nam Tu Liem District, Hanoi
 - Contact phone :024 6686 1968
 - E-mail: info@hsvvietnam.com
 - Website: <https://hsvvietnam.com>

2. Contents of disclosed information:

HSV Vietnam Group Joint Stock Company announces the Notice of Invitation to the Meeting and Documents of the 2024 Annual General Meeting of Shareholders. The amended documents will be posted by HSV on the company's website before 02/05/2025. *(Details according to the attached file)*

3. This information will be published simultaneously on the Company's website on 21/04/2025 at the following link: <https://hsvvietnam.com/cong-bo-thong-tin/>

We would like to commit that the information published above is true and fully responsible before the law for the content of the published information.

Recipient:

- Above;
- Save office

**POWER OF ATTORNEY OF HSV VIETNAM GROUP JOINT STOCK COMPANY
Authorized person to disclose information**



NGUYEN THI HA HUNG



VOTING PRINCIPLES AND REGULATIONS
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS
HSV VIETNAM GROUP JOINT STOCK COMPANY

To be held on, 2025

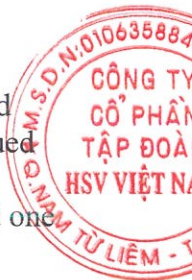
I. Voting Principles

- In accordance with the Company's Charter, relevant laws, and regulations.
- Shareholders or authorized representatives of shareholders vote by completing the official voting ballots provided by the Vote Counting Committee. For certain matters such as approval of the Meeting Agenda, Rules of Procedures, and these Voting Principles, voting may be conducted by a show of hands.
- Each shareholder has voting rights equal to the number of shares they own or represent by proxy.
- Only valid voting ballots are counted.
- Voting results are calculated based on the percentage of total valid voting shares in comparison to the total number of voting shares of shareholders present or represented at the Meeting.

II. Voting Procedures

1. General Regulations

- Voting on reports and resolutions of the General Meeting is conducted publicly and directly under the guidance of the Meeting Chair, using only the voting ballots issued by the Meeting Organizing Committee.
- Each shareholder or authorized representative attending the Meeting will be issued one official Voting Ballot. Ballots are collected by members of the Vote Counting Committee and counted immediately after collection.
- Information printed on the Voting Ballot includes:
 - Full name of the shareholder or authorized representative;
 - Number of voting shares owned or represented;
 - Voting items;
 - Company stamp of HSV Vietnam Group JSC.



2. Classification of Voting Ballots

- **Valid Ballot:** Pre-printed using the official form provided by the Organizing Committee, stamped with the Company's seal, intact, untampered, and clearly marked in accordance with the voting instructions.
- **Invalid Ballot:** Any ballot that does not meet the above criteria.

3. Voting Method

- To vote **in favor**, mark (X) in column (1) and cross out columns (2) and (3).
- To vote **against**, mark (X) in column (2) and cross out columns (1) and (3).
- To **abstain**, mark (X) in column (3) and cross out columns (1) and (2).
- Each shareholder uses only one Voting Ballot, which lists all the items to be voted on at the Meeting.
- Only one of the three voting options (approve, disapprove, or abstain) is permitted for each matter.

4. Vote Counting and Announcement

- The Head of the Vote Counting Committee is responsible for announcing the voting results for each item at the Meeting.
- Voting results must be recorded in the Minutes of the General Meeting of Shareholders.

III. Approval of Voting Results

- A resolution is approved when at least **65%** of the total voting shares of shareholders present or represented at the Meeting vote in favor.
- Procedural matters related to the organization and conduct of the Meeting shall be decided by the Chairperson, and all shareholders present must comply.

IV. Effectiveness

These Voting Principles and Regulations take effect upon approval by the General Meeting of Shareholders of HSV Vietnam Group Joint Stock Company.

**ORGANIZING COMMITTEE OF
THE GENERAL MEETING OF SHAREHOLDERS**





SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness
WORKING REGULATIONS

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
HSV VIET NAM GROUP JOINT STOCK COMPANY
Organized on [date] [month], 2025

Pursuant to the Company's Notice dated [date], 2025 regarding the organization of the Annual General Meeting of Shareholders (AGM), and to ensure that the AGM proceeds effectively, in accordance with the agenda and the Charter of HSV Viet Nam Group Joint Stock Company, the Company hereby issues the following working regulations for the AGM:

Objectives:

- To ensure transparency, fairness, and democracy;
- To facilitate the organization and conduct of the AGM.

CHAPTER I

GENERAL PROVISIONS

Article 1. Scope of application:

1.1. These regulations apply to the organization of the 2025 Annual General Meeting of Shareholders (AGM) of HSV Viet Nam Group Joint Stock Company (hereinafter referred to as "the Company").

1.2. These regulations specifically govern the rights and obligations of the participants, and the conditions and procedures for convening the AGM.

Article 2. Applicable subjects:

All shareholders and participants must comply with these regulations.

CHAPTER II

RIGHTS AND OBLIGATIONS OF PARTICIPANTS

Article 3. Participants of the 2025 AGM:

Shareholders listed as of April 17, 2025.

Article 4. Rights and obligations of shareholders:

4.1. Rights of shareholders:

- All shareholders have the right to attend and vote on matters within the authority of the AGM.
- Shareholders unable to attend may authorize another person to participate and vote on their behalf. The authorization must be made in writing using the template attached to the invitation.

- In addition to documents provided at the AGM, each attending shareholder will receive one voting ballot, indicating the number of voting shares held or represented by them. This ballot is used when the Chair requests voting.
- Late attendees are still allowed to register and participate. However, the Chair is not obligated to pause the meeting, and previous votes remain valid.

4.2. Obligations of shareholders:

- Attend the AGM in proper, respectful attire.
- Fully participate or delegate attendance via proper authorization.
- Complete registration procedures with the Organizing Committee before attending.
- Comply with the Company's Charter and these regulations.
- Respect and follow the AGM's working regulations.

Article 5. Rights and obligations of the Chair of the Meeting:

5.1. The Chair of the AGM is the Chairperson of the Board of Directors or a delegated Board member.

5.2. The Chair has the following rights and responsibilities: a) To conduct the AGM orderly and in accordance with the agenda.

b) In case of unexpected matters, consult with the Organizing Committee (before the AGM) or the Presidium (during the AGM) for resolution. The Chair's opinion is final in the event of disagreements.

c) To implement necessary measures to keep the meeting orderly and effective.

d) To postpone the meeting (maximum 3 days) without consulting shareholders if:

- The venue is insufficient to accommodate attendees.
- Disorderly conduct occurs.
- Postponement is needed for lawful conduct of the meeting.

Article 6. Secretary's Rights and Responsibilities:

6.1. The Secretary is appointed by the Chair and is responsible for recording minutes.

6.2. Ensure accuracy and completeness of the meeting minutes.

6.3. Perform other tasks as assigned by the Chair.

Article 7. Rights and obligations of the Shareholder Verification Committee and the Vote Counting Committee:

7.1. **Shareholder Verification Committee** is established by the Organizing Committee and is responsible for:

- Preparing the list of attendees.
- Collecting invitations and proxies.
- Verifying participant eligibility.
- Presenting a report on shareholder verification.
- Distributing meeting materials and voting ballots.

7.2. **Vote Counting Committee** is nominated by the Chair and approved by the AGM. It consists of 3 members elected from among the attendees. Members must not be the Secretary. Responsibilities:

- Guide the voting process.
- Oversee, count, and record votes.
- Announce voting results and submit the minutes to the Chair.
- Be accountable for vote count integrity.

CHAPTER III

AGM PROCEDURES

Article 8. Conditions for convening the AGM:

The meeting is valid if shareholders attending represent at least 51% of the total voting shares.

Article 9. AGM Procedure:

- 9.1. The AGM is scheduled to last half a day.
- 9.2. The meeting proceeds according to the pre-approved agenda.
- 9.3. The agenda will be presented in sequence.

Article 10. Resolutions and Decisions:

- 10.1. Resolutions are valid with approval from shareholders representing at least 51% of total voting shares present.
- 10.2. Amendments to the Charter require approval from at least 65% of total voting shares present.

Article 11. Handling an Invalid AGM:

- 11.1. If, after 30 minutes of the scheduled time, there is no quorum per Article 8, the meeting is rescheduled within 30 days.
- 11.2. The second meeting requires 33% quorum. If still not met, a third meeting is convened within 20 days.
- 11.3. At the third meeting, any number of attendees constitutes a valid quorum.

Article 12. Meeting Minutes:

All AGM content must be recorded in the official minutes by the Secretary, read and approved before adjournment, and archived by the Company.

CHAPTER IV

OTHER PROVISIONS

Article 13. Additional rules:

- 13.1. Shareholders must seek Chair's approval before speaking. Remarks must be concise and relevant.
- 13.2. Shareholders causing disruption may be expelled from the meeting by the Presidium.

CHAPTER V

IMPLEMENTATION PROVISIONS

Article 14. Effectiveness:

These Regulations include 5 chapters and 14 articles, and are applied for the 2025 AGM of HSV Viet Nam Group Joint Stock Company, held on May 12, 2025. They take effect upon approval by the General Meeting of Shareholders.

ON BEHALF OF THE BOARD OF DIRECTORS
PRESIDENT

NGUYEN THI QUYEN

The working regulations of the General Assembly of Shareholders of HSV Vietnam Group Joint Stock Company



No. 02/2025/BC-HĐQT-HSV

Hanoi, April 2025



**BOARD REPORT
ON THE IMPLEMENTATION OF TASKS IN 2024
AND OBJECTIVES, TASKS AND RECOMMENDATIONS IN 2025**

On behalf of the Board of Directors of HSV Vietnam Group Joint Stock Company, I would like to report to the 2024 Annual General Meeting of Shareholders on the implementation of the tasks of the Board of Directors in 2024.

I. RESULTS OF PERFORMANCE OF TASKS IN THE FIELDS OF WORK

1. Assessment of production and business results in 2024:

Based on the 2024 production and business plan approved by the 2024 Annual General Meeting of Shareholders, the Board of Directors has assigned the plan to the Board of Directors and specialized departments, and at the same time directed the implementation of the plan, the results are as follows:

Unit of Calculation: Copper

TT	Quota	Plan 2024	Implementation 2024	Implementation rate compared to plan (%)
1	Total Revenue	800.000.000.000	918.600.210.086	114,83%
2	Charter capital	207.499.940.000	157.499.940.000	-75,85%
3	Profit after tax	4.000.000.000	4.014.767.821	101,78%
4	Dividends	0	-	-

(Source: Audited financial statements in 2024)

II. BOARD OF DIRECTORS ACTIVITIES IN 2024

The Board of Directors operates in accordance with the spirit of the Charter, the Law on Enterprises, the Law on Securities and relevant legal documents. The meetings of the Board of Directors are maintained regularly and in accordance with the Charter. The Board of Directors has closely followed the orientation of the Resolution of the General Meeting of Shareholders and the actual situation of the Company and directed, managed and supervised the Company's activities in accordance with the agreed Resolution.

1. Human Resources:

The Company's Board of Directors in 2024 operates stably with 04 members below:

STT	Full name	Duty
1	Nguyen Thi Quyen	Chairman of the Board of Directors
2	Nguyen Thi Huong	Independent Member of the Board of Directors, Head of the Audit Committee
3	Nguyen Van Quan	Member of the Board of Directors
4	Tran Ba Dung	Member of the Board of Directors

2. Management and supervision of the Board of Directors in 2024:

In 2024, the Board of Directors has conducted meetings, issued Minutes and Resolutions as a basis for the Board of Directors to implement production and business activities, specifically as follows:

Stt	Number of Resolutions/Decisions	Day	Content
1	No. 01A/2024/NQ - BOARD OF DIRECTORS - HSV	05/01/2024	Resolution of the Board of Directors on approving the dismissal of the position of Chief Accountant of the Company
2	No. 01B/2024/NQ - BOARD OF DIRECTORS - HSV	05/01/2024	Resolution of the Board of Directors on approving the appointment of the position of Chief Accountant of the Company
3	No. 02/2024/NQ - BOARD OF DIRECTORS – HSV	28/02/2024	Resolution of the Board of Directors on the organization of the Annual General Meeting of Shareholders in 2024
4	No. 03/2024/QĐ – CT	14/03/2024	Decision of the Board of Directors on approving the production and business plan and credit demand for 2024-2025
5	No. 04/2024/ QĐ – CT	12/04/2024	Decision of the Board of Directors on approving the production and business plan and credit demand in 2024-2025 (This Decision replaces Decision No. 03/2024/QĐ-CT issued on March 14, 2024)
6	No. 05/2024/NQ-HĐQT – HSV	29/05/2024	Resolution of the Board of Directors on the selection of the auditor of the semi-annual financial statements and financial statements in 2024
7	No. 06/2024/NQ-HĐQT – HSV	12/06/2024	Resolution of the Board of Directors on opening a margin trading account with KB Securities Vietnam Joint Stock Company
8	No. 07/2024/NQ-HĐQT – HSV	14/06/2024	Resolution of the Board of Directors on the organization of the Extraordinary General Meeting of Shareholders in 2024
9	No. 08/2024/NQ-HĐQT – HSV	28/06/2024	Resolution of the Board of Directors on the implementation of commodity price derivatives transactions at Military Commercial Joint Stock Bank and use the following asset(s) to secure the Company's payment obligations at the bank
10	No. 09/2024/NQ-HĐQT – HSV	22/10/2024	Resolution of the Board of Directors on the sale of Real Estate due to changes in demand
11	No. 10/2024/NQ-HĐQT – HSV	21/11/2024	Resolution of the Board of Directors on the implementation of the plan to private placement of shares to increase charter capital
12	No. 11/2024/NQ-HĐQT – HSV	26/11/2024	Resolution of the Board of Directors approving the list of dossiers for registration for private placement of shares

3. Supervision of activities of the Board of Directors and managers:

With its roles, responsibilities and powers, the Board of Directors of the Company has supervised, directed and administered the Company in accordance with the law, the Charter of the Company and the resolution of the General Meeting of Shareholders, specifically as follows:

- The Board of Directors always closely monitors the activities of the Board of Directors and managers in the Company and promptly resolves arising issues under the jurisdiction of the Board of Directors. To create favorable conditions for the operation of the Board of Directors and managers in the Company.
- Request the General Director and managers to strengthen the direction and regular reporting to the Board of Directors on monthly and quarterly production and business results in order to improve the efficiency of production and business activities.
- Supervise the direction and administration of production and business activities according to the Resolution of the General Meeting of Shareholders.
- All production and business activities are inspected and supervised by the Company's Supervisory Board and professional departments in order to limit risks in the best way.
- Direct the strict implementation of reporting and information disclosure regimes as prescribed.

In 2024, the Board of Directors of the Company is well aware of the advantages and difficulties of the Company, so it has been flexible in operating production and business activities, and has taken drastic solutions to improve production and business management and efficiency. On the basis of the provisions of the Company's Charter and the Regulation on Operation of the Board of Directors, the coordination between the Board of Directors and the Board of Directors is very close and effective in orienting the development as well as solving difficulties and obstacles in the process of the Company's operation.

4. General assessment of the operation of the Board of Directors:

- The Board of Directors has directed to amend and supplement the Management Regulations in accordance with the provisions of law and the Company's reality.
- The Board of Directors has cooperated closely, promptly and regularly with the Board of Directors and the Supervisory Board in directing the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors for the Company.
- All decision-making issues of the Board of Directors are discussed and notified fully, promptly and in accordance with regulations to the Supervisory Board and the Board of General Directors.
- The proposals of the Board of Directors to the Board of Directors are studied, discussed and promptly directed.
- The Company fully and promptly complies with the Resolutions of the General Meeting of Shareholders, the Board of Directors and the State's regulations.

5. Report on remuneration of the Board of Directors.

- The total remuneration of the Board of Directors of the Company in 2024 is 156,000,000 VND/year.
- Operating costs, transactions, business trip expenses... of the Board of Directors in the year in accordance with the Company's regulations and regulations.

6. Reporting on transactions between companies, subsidiaries or companies under the control of more than 50% of the charter capital with members of the Board of Directors and related persons of such members; transactions between the Company and the Company in which the member of the Board of Directors is a founding member or manager of the enterprise during the The last 03 years before the time of transaction:

- Without

7. Activities of independent members of the Board of Directors and the Audit Committee:

- Details of the activities of the independent members of the Board of Directors and the Audit Committee are presented in the Report of the independent members of the Board of Directors in the Audit Committee. Respectfully submit to the General Meeting of Shareholders for specific information in this report.

III. OBJECTIVES AND TASKS IN 2025

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Inheriting and promoting the achievements achieved, overcoming outstanding difficulties in 2024, the Board of Directors of the Company is determined to make efforts to build the Company to develop stably and sustainably, overcoming the general difficulties of the Vietnamese economy in 2024 by the following main measures:

- Regularly inspect and supervise the implementation of signed contracts and use capital effectively, ensuring the completion of the 2024 plan tasks.
- Maintain regular exchanges between the Chairman of the Board of Directors and members of the Board of Directors who do not directly manage to create unity and promote the initiatives and ideas of members for the activities of the Board of Directors and the Company.
- Maintain monthly meetings of the Board of Directors to set out guidelines and policies in a timely and flexible manner, solve problems arising in the process of production and business management.
- Drafting the Company's development strategy.
- The Board of Directors continues to direct and supervise the Company's Executive Board to complete and exceed the targets set for 2025 as follows:

Unit of Calculation: Copper

TT	Quota	Implementation 2024	Plan 2025
1	Total Revenue	918.600.210.086	1.000.000.000.000
2	Charter capital	157.499.940.000	207.499.940.000
3	Profit after tax	4.014.767.821	5.000.000.000
4	Dividends	0	0

Above is the report of the Board of Directors of HSV Vietnam Group Joint Stock Company summarizing the operating results in 2024 and the direction of operation in the next term. We hope that Shareholders will contribute practical ideas to help the Board of Directors of the Company operate better and better and have the best strategy for the stable and sustainable development of the Company.

After the Annual General Meeting of Shareholders approves the report contents, the Board of Directors will develop a specific roadmap and program in the spirit of innovation accompanied by drastic and thorough direction measures to bring HSV Vietnam Group Joint Stock Company to sustainable development.

On behalf of the Board of Directors, I would like to thank all shareholders for their support and trust in the past time.

Respectfully report to the General Meeting of Shareholders./.

**ON BEHALF OF THE BOARD OF
DIRECTORS
PRESIDENT**

NGUYEN THI QUYEN

C. P. I. Q. A.

Hanoi, May 2025

No. 01/2025/BC-BGD-HSV

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REPORT

SUMMARY OF PRODUCTION AND BUSINESS ACTIVITIES IN 2024
AND DIRECTIONS AND TASKS IN 2025

PART I

RESULTS OF PRODUCTION AND BUSINESS TASKS IN 2024

I. Report of the Board of Directors on the production and business situation in 2024

In 2024, the Board of Directors of the Company has made efforts to implement and implement production and business activities, closely following the Company's set policy under the close direction of the Board of Directors, in accordance with the orientation of the Resolution of the General Meeting of Shareholders in 2024.

1. Personnel, remuneration and operating expenses of the Board of Directors

In 2024, the Board of Directors of the Company will not change in terms of personnel, the Board of Directors in the year of the Company is as follows:

STT	Full name	Duty
1	Mr. Nguyen Van Quan	General Director
2	Ms. Nguyen Thi Quyen	Deputy General Director

The income of the Board of Directors in the year is: 446.081,152 VND. The costs of operation, transactions, transactions, etc. of the Board of Directors in the year in accordance with the Company's regulations and regulations.

2. Results of production and business activities in 2024

Implement the Company's production and business activity plan in 2024. The Board of Directors of the Company reports to shareholders the Company's business results as follows:

Unit of Calculation: Copper

TT	Quota	Plan for 2024	Implementation in 2024	Implementation rate compared to plan (%)
1	Total Revenue	800.000.000.000	918.600.210.086	114.83%
2	Charter capital	207.499.940.000	157.499.940.000	75.85%
3	Profit after tax	4.000.000.000	4.071.264.970	101.78%
4	Dividends	-	-	-

(Source: Audited financial statements in 2024)

II. Assessment of areas of activity

1. Main production and business activities

At the end of the fiscal year 2024, the Company's sales and service revenue reached VND 918.6 billion, up 34.41%, equivalent to an increase of VND 235.18 billion compared to the previous year; meanwhile, the cost of goods sold reached VND 897.04 billion, up 36.61%, equivalent to an increase of VND 240.41 billion compared to the previous year. Due to the impact of higher cost fluctuations than the increase in revenue, the ratio of gross profit to revenue decreased slightly by 1.57% compared to 2023.

The main reasons in 2024 are:

- The main reason in 2024 is that the company does not store Robusta coffee in advance but purchases it for commercial business from April 2024 when the price of Robusta coffee increases. According to the Commodity Exchange of Vietnam (MXV), the price of Robusta coffee continuously set new records in July, August, September and November, 2 times higher than at the beginning of the year and up 125% over the same period in 2023.
- In addition, revenue from sales and service provision increased due to HSV's additional revenue from plywood, plastic granules, cinnamon - anise and revenue from the trading of finished steel products and coffee products. Revenue increased but Gross profit decreased due to iron and steel products, coffee and star anise products being affected by market price fluctuations. Although Gross Profit decreased, Profit after tax increased compared to 2023 due to better management by the Company, so it minimized contingency costs, receivables and selling expenses compared to the previous year.

2. Finance and accounting

- Strictly comply with the preparation of financial statements in accordance with accounting standards and disclose information in a timely manner in accordance with information disclosure regulations to create transparency for shareholders.
- Develop good management measures and effectively use capital sources in the production and business process.
- Restructuring personnel to proactively work related to finance, accounting, and capital sources.

1. Disclosure of information and contents related to the securities market

- Carry out periodic and irregular information disclosure to have timely and transparent information to shareholders in accordance with current laws.
- Strictly comply with regulations for enterprises listed on the stock market.
- The company has changed the company's name from Hanoi Iron and Steel Joint Stock Company to HSV Vietnam Group Joint Stock Company. Along with that, in order to upgrade the information and management system, the Company has included in the plan to submit to the 2024 General Meeting of Shareholders to convert the domain name of the Company's new website as follows: <https://hsvvietnam.com/>. Up to now, the change of the domain name and website of the Company has been completed.

PART II

PRODUCTION AND BUSINESS PLAN IN 2025

Based on the actual production and business situation, transitional jobs as well as the source of work expected to be signed in 2024, HSV develops goals and plans for 2025 and submits them to the General Meeting of Shareholders, specifically as follows:

I. CHILDREN'S DREAMS IN 2025

1. Major economic indicators:

Unit of Calculation: Copper

TT	Quota	Implementation 2024	Plan 2024
1	Total Revenue	918.600.210.086	1.000.000.000.000
2	Charter capital	157.499.940.000	207.499.940.000
3	Profit after tax	4.071.264.970	5.000.000.000
4	Dividends	0%	-

2. Key tasks:

2.1. Business and investment activities:

- Continue to develop the scale of capital and assets, and make in-depth investment in the wholesale business of scrap, metal waste, non-metal and steel billets.
- Taking advantage of the available source of goods to gradually expand the field of production.
- Focus on exploiting and trading products with high profits and fast capital turnover.
- Train cadres to improve their capacity, especially in the field of traditional business and new fields.
- Expand the domestic sales market directly to the production plants.

2.2. Striving goals

- To build the company to develop sustainably, produce and do business effectively, have modern management and technology qualifications, be competitive in the market, ensure the life of employees, fully and promptly contribute to obligations to the State.

2.3. Key Performance Indicators:

- Revenue growth of **90.14%** compared to the previous year.
- Post-tax profit growth of **108%** compared to the previous year.
- Investment in and procurement of machinery and equipment to upgrade technology, ensuring the effectiveness and efficiency of business and production operations.

II. SOLUTIONS FOR IMPLEMENTING THE 2025 BUSINESS PLAN

To achieve the above economic targets, the Company will continue to maintain and expand its traditional lines of business while gradually developing new areas of production. This is considered a strategic solution to ensure stable revenue and income, while actively exploring and expanding new markets and customer bases for sustainable development. Specific solutions are as follows:

1. Business Operations

Based on the Company's 2025 business plan, the following measures are necessary to maximize the completion rate of assigned targets:

- Increase charter capital.
- Secure loans from banks, organizations, and individuals at appropriate interest rates to support business and production, and manage capital usage efficiently.
- Actively recover outstanding debts to accelerate capital turnover.
- Select quality suppliers to ensure reasonable input prices.
- Develop a reasonable inventory management plan to ensure product availability without tying up excess capital.
- Invest in equipment and machinery to increase production capacity.
- Develop management plans to effectively utilize and maximize existing resources.
- Establish and implement a comprehensive system of rules and regulations to enhance efficiency.
- Assign tasks based on qualifications and areas of expertise to promote high specialization and foster creativity and proactiveness among departments and individuals.

2. Investment Activities

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- Focus investment capital on key areas.
- Apply professional financial measures to accelerate capital turnover.
- Regularly assess investment portfolios to develop optimal restructuring strategies for better performance.

Respectfully submitted to the General Meeting of Shareholders for approval.

Recipients:

GENERAL DIRECTOR

- General Meeting of Shareholders;
- Board of Directors / Executive Board;
- Archives.

NGUYEN VAN QUAN



**HSV VIETNAM GROUP
JOINT STOCK COMPANY**

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Ref No.: 03/2025/BC-UBKT-HSV

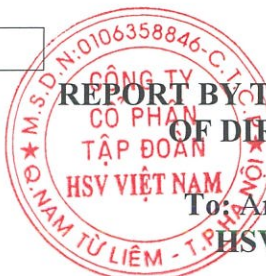
SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

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Hanoi, ... [day] ... [month], 2025

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**REPORT BY THE INDEPENDENT MEMBER OF THE BOARD
OF DIRECTORS IN THE AUDIT COMMITTEE**

To: Annual General Meeting of Shareholders 2024
HSV Vietnam Group Joint Stock Company

I. List of Independent Members of the Board of Directors (“Board”):

As of the date of this report, HSV Vietnam Group Joint Stock Company (“HSV”) has 01/05 independent members on the Board of Directors, in accordance with the Law on Enterprises No. 59/2020/QH14 dated July 17, 2020, and Clause 4, Article 276 of Decree No. 155/2020/ND-CP guiding the implementation of the Law on Securities.

List of Independent Board Members:

No.	Full name	Appointment Date	Position
1	Nguyen Thị Hương	05/05/2022	Chairwoman of Audit Committee

II. Report of the Independent Board Member in the Audit Committee:

The Independent Member of the Board of Directors has carried out supervision of the activities of the Board and Executive Management during the 2024 fiscal year in the following areas:

1. Financial Reporting, Operational and Financial Position of HSV:

***Financial Statements:**

- Financial statements were prepared and disclosed in accordance with accounting standards and prevailing legal regulations.
- The financial statements accurately reflect the business operations and financial position of the company and are presented in the format prescribed by regulations.
- The reports present a true and fair view, in all material respects, of the financial condition of the Company.
- The recording, bookkeeping, and classification of economic transactions complied with the accounting standards issued by the Ministry of Finance.
- The Company has fulfilled its obligations to report and disclose periodic information in accordance with public company requirements for information disclosure in the securities market.
- The selected auditing firm has demonstrated reliability, integrity, compliance with audit deadlines, adherence to professional standards, and maintained independence and objectivity in its audit opinions.
- The 2022 financial statements of HSV were audited in accordance with the Company’s Charter and the Resolution of the 2022 General Meeting of Shareholders, carried out by AASC Auditing Firm Co., Ltd.

*** Business Operations:**

- Resolutions and decisions issued by the Executive Board were enacted within legal authority and in compliance with disclosure obligations applicable to listed/registered companies.
- In 2024, HSV's total revenue from sales and services reached **VND 918.6 billion**, an increase of **34.41%** or **VND 235.18 billion** compared to the previous year. This represents **114.835%** of the 2024 revenue target.
- The Company's business operations in 2024 continued to focus on the scrap iron and steel trading sector, while also expanding into new segments including **Robusta coffee**, **cashew nuts**, and various other agricultural products.

*** Financial Status:**

HSV's financial position in 2024 remained healthy. Key financial indicators related to liquidity, capital structure, operational efficiency, and profitability remained stable and showed improvement over the year.

2. Supervisory Results Regarding the Board of Directors, General Director, and Other Executives:

- The operations of the Board of Directors and Executive Management in 2024 were conducted in accordance with the Law on Enterprises, the Law on Securities, the Company Charter, resolutions of the General Meeting of Shareholders and the Board of Directors, as well as other applicable regulations.
- In 2024, the Board of Directors held **11 meetings** to oversee the Company's activities. These meetings were convened and conducted in accordance with the procedures prescribed in the Company Charter.
- The meeting contents were reported, discussed, and evaluated in a transparent and equitable manner. The Board regularly monitored the implementation of its resolutions and the Company's operations through periodic reports from the Executive Board.
- The Board also provided guidance, support, and created favorable conditions for the Executive Board and Audit Committee to perform their functions and responsibilities in accordance with regulations.
- The Executive Board worked diligently with a strong sense of responsibility, regularly assessing advantages and challenges, and proactively managing risks to mitigate potential losses and anticipate business opportunities.
- The management took decisive and flexible actions to direct all business activities, implementing timely solutions to address difficulties and expand markets.
- Efficient personnel, salary, and bonus management strategies were implemented to enhance flexibility and autonomy in all departments. Resources including capital, assets, and labor were mobilized and utilized effectively to improve managerial capacity and reduce costs.

3. Evaluation of the Internal Control and Risk Management System:

- The Board and Executive Management consistently monitored market trends, forecasted developments, and proposed appropriate business strategies to mitigate risks relating to the environment, economy, legal framework, industry-specific conditions, and other emerging risks.
- The Executive Board reviewed, updated, and issued new internal regulations, including departmental organization and operational regulations, to improve the efficiency of the internal audit system.

- The independent Board member identified changes in legal regulations related to the roles of the Board, Audit Committee, and internal audit; and provided recommendations to the Board regarding organizational adjustments in accordance with new legal provisions, market practices, and the Company's development needs.

4. Report on Transactions Between the Company, Subsidiaries, or Controlled Entities (Over 50% Ownership) and Members of the Board of Directors, the General Director, Other Executives, and Their Related Parties; and Transactions Between the Company and Other Entities Where Such Individuals Were Founders or Managers Within the Past 3 Years:

- None.

5. Coordination Between the Audit Committee, the Board of Directors, and Executive Management:

- In 2024, the Audit Committee closely collaborated with the Board of Directors and Executive Board in carrying out its assigned duties.
- The Board of Directors and Executive Board facilitated the Committee's work by providing timely and adequate information and documentation related to the Company's activities.
- The Audit Committee also worked with the Board and Executive Management in reviewing and monitoring the operational system, enabling timely resolution of identified issues and enhancing management effectiveness, in compliance with current State regulations.

6. Remuneration, Operational Expenses, and Other Benefits of the Audit Committee and Its Members in 2024

No.	Member	Position	Remuneration in 2024 (VND)	Notes
1	Nguyen Thi Quyen	Chairwoman of the Board of Directors	60.000.000	
2	Nguyen Van Quan	Member of the Board of Directors	36.000.000	
3	Nguyen Thi Huong	Independent Board Member	36.000.000	
4	Tran Ba Dung	Member of the Board of Directors	24.000.000	
Total			156.000.000	

III. Audit Committee Meetings, Conclusions, and Recommendations

1. Summary of Audit Committee Meetings

In 2024, the Audit Committee convened **two meetings** with the following key agendas:

- Approval of the internal audit plan to serve the **semi-annual audit report 2024**, and review of the Board of Directors' documents for the **semi-annual corporate governance report 2024**.
- Preparation of the internal audit plan for the **2024 year-end financial statements audit**, the **annual corporate governance report**, and planning the **executive management business performance report**.

The Audit Committee unanimously agreed on the following reports to be submitted to the General Meeting of Shareholders:

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- Board of Directors' performance report
- Executive Board's business performance report
- Audited financial statements for 2024
- Profit distribution plan for 2024 and proposed plan for 2025

2. Recommendations of the Audit Committee

To effectively accomplish the objectives for 2024, the Audit Committee respectfully recommends that the Company's leadership:

- Continue strengthening the Company's restructuring process in a manner that is efficient, practical, and aligned with its development strategy.
- Enhance inspection and supervision activities to improve the accountability of all departments and units within the Company.

PART B: AUDIT COMMITTEE WORK PLAN FOR 2025

- Review the organizational structure, functions, and responsibilities of the internal control and audit departments to optimize alignment with HSV's operational needs.
- Inspect compliance with State policies, legal regulations, and related guidelines.
- Supervise the development and implementation of internal rules, regulations, and management procedures.
- Review the Company's organizational structure, staffing, appointments, recruitment, and the administration of salaries and benefits.
- Monitor the execution of the **2023 business plan** as approved by the General Meeting of Shareholders, and inspect the timeliness and accuracy of reports and statistics submitted by departments and units.
- Oversee the implementation of capital demand balancing plans and cash flow plans to support the Company's 2024 business operations.
- Verify and assess the quarterly, semi-annual, and annual financial statements for 2024.

This concludes the summary report on the 2024 activities of the Audit Committee and outlines the Committee's major work directions for 2025.

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

Sincerely,

Recipients:

- As above;
- Chairwoman of the Board of Directors;
- General Director;
- Archives (Office, Audit Committee).

INDEPENDENT BOARD MEMBER

NGUYEN THỊ HUONG



**HSV VIETNAM GROUP
JOINT STOCK COMPANY**
No.: 04/2025/PP-HĐQT - HSV



SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, April ..., 2025

PROPOSAL

(Re: Approval of the Audited Financial Statements for the Year 2024)

**To: The 2024 Annual General Meeting of Shareholders
HSV VIETNAM GROUP JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, providing detailed guidance for implementation of certain provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company.

In accordance with the Resolution of the 2024 Annual General Meeting of Shareholders, the Board of Directors of the Company selected **AASC Auditing Firm Co., Ltd.** to audit the Financial Statements for the fiscal year 2024.

The Board of Directors respectfully submits to the General Meeting of Shareholders the **audited financial statements for 2024** for approval. The Company has fulfilled all disclosure obligations as required by law and has published the full version of the audited financial statements on the Company's official website, which includes:

- Balance Sheet;
- Income Statement;
- Cash Flow Statement;
- Notes to the Financial Statements.

Auditor's Opinion:

The financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024, as well as the results of its operations and consolidated cash flows for the fiscal year then ended, in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, and other relevant legal regulations on the preparation and presentation of financial statements.

Recipients:

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

- As above;
- Archives.

NGUYEN THI QUYEN

**HSV VIETNAM GROUP
JOINT STOCK COMPANY**
No.: 09/2025/TN-HĐQT - HSV



SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, April ..., 2025

PROPOSAL

(Re: Amendment of the Company's Charter)

**To: The 2025 Annual General Meeting of Shareholders
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed guidance on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company;

Based on the actual operations of the Company and in compliance with the recent changes in legislation under the Law on Enterprises No. 59/2020/QH14, the Law on Securities No. 54/2019/QH14, and Decree No. 155/2020/ND-CP, the Board of Directors has conducted a comprehensive review and proposes the amendment and supplementation of several articles of the Company's Charter (Details attached in the amended Charter document).

The Board of Directors respectfully submits this proposal to the General Meeting of Shareholders for review and approval of the amended Charter of the Company. The new Charter shall take effect from the date the Resolution of the 2025 Annual General Meeting of Shareholders is approved and shall replace the currently effective version.

We respectfully request the General Meeting of Shareholders to consider and approve this matter.

Sincerely.

Recipients:

- General Meeting of Shareholders;
- Board of Directors, Supervisory Committee, Executive Board;
- Archives.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

NGUYEN THI QUYEN

**HSV VIETNAM GROUP
JOINT STOCK COMPANY**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. 05/2025/BC-HĐQT-HSV

Hanoi, April 2025

DRAFT



PROPOSAL

(Re: Selection of Auditing Firm for Fiscal Year 2025)

**To: The Annual General Meeting of Shareholders 2025
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed regulations on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company;

After considering factors such as reputation, audit quality, reasonable audit fees, and eligibility as approved by the State Securities Commission to provide auditing services for public interest entities in 2025,

The Board of Directors ("BoD") hereby submits this proposal to the **General Meeting of Shareholders ("GMS")** for review and approval of the selection of one of the following independent auditing firms to perform the review of the semi-annual financial statements and the audit of the annual financial statements for the fiscal year 2025 of HSV Vietnam Group Joint Stock Company:

1. S&S Auditing and Consulting Co., Ltd
2. AASC Auditing Firm Co., Ltd
3. Nhan Tam Viet Auditing Co., Ltd
4. Deloitte Vietnam Co., Ltd
5. KPMG Vietnam Co., Ltd
6. UHY Auditing and Consulting Co., Ltd
7. Vietnam AVA Auditing and Valuation Co., Ltd

We respectfully request the General Meeting of Shareholders to consider and approve this matter.

Sincerely.

Recipients:

- As above;
- Board of Directors, Board of Management;
- Filing.

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

NGUYEN THI QUYEN

**HSV VIETNAM GROUP
JOINT STOCK COMPANY**
No.: 06/2025/T.Đ.HĐQT-HSV

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, April ..., 2025

DRAFT

PROPOSAL

(Re: Remuneration for the Board of Directors in 2024 and the Remuneration Plan for 2025; Profit Distribution Plan for 2024 and Projection for 2025)

**To: The 2025 Annual General Meeting of Shareholders
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed guidance on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of Organization and Operation of HSV Vietnam Group Joint Stock Company;

The Board of Directors of HSV Vietnam Group Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the following matters regarding the remuneration for the Board of Directors in 2024 and the proposed remuneration for 2025, as well as the profit distribution plan for 2024 and projected plan for 2025:

1. Remuneration for the Board of Directors in 2024:

No.	Description	Total Remuneration in 2024 (VND)
1	Chairwoman of the Board of Directors	60.000.000
2	Remuneration/allowance for 4 members	156.000.000
	Total	216.000.000

2. Proposed Remuneration Plan for the Board of Directors in 2025:

The Board of Directors proposes that the total remuneration for the Board in 2025 be based on the Company's business results for 2024, with a cap not exceeding **VND 300,000,000 (three hundred million VND)** for the year.

3. Profit Distribution Plan for 2024:

Based on the Company's business results in 2024, the Board submits the following for approval:

- No funds shall be appropriated from the 2024 profit;
- The remaining **undistributed after-tax profit accumulated as of December 31, 2024**, after deducting the remuneration for the Board of Directors, will be retained to support the Company's production and business operations.

4. Projected Profit Distribution Plan for 2025:

The Board of Directors proposes that the General Meeting of Shareholders authorize the Board to **formulate the 2025 profit distribution and dividend payment plan**, which will be reported and submitted for approval at the **2026 Annual General Meeting of Shareholders**.

We respectfully request the General Meeting of Shareholders to review and approve this proposal.

Sincerely.

Recipients:

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

- As stated above;
- Board of Directors;
- Archives.

NGUYEN THI QUYEN



PROPOSAL

(Re: Report on the Results of Capital Increase Issuance and Utilization of Proceeds in 2024)

**To: The Annual General Meeting of Shareholders 2025
HSV Vietnam Group Joint Stock Company**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 passed by the 14th National Assembly on November 26, 2019;
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed guidance on the implementation of several provisions of the Law on Securities;
- Pursuant to the Charter of HSV Vietnam Group Joint Stock Company;

In accordance with Resolution No. 01/2024/AGM-HSV dated April 22, 2024, of the Annual General Meeting of Shareholders and Resolution No. 02/2024/EGM-HSV dated July 29, 2024, of the Extraordinary General Meeting of Shareholders, HSV Vietnam Group Joint Stock Company has not yet implemented the capital increase through public share issuance during the year 2024. The Company hereby reports to the Annual General Meeting of Shareholders 2025 as follows:

- Report on the Results of Capital Increase Share Issuance in 2024:

Not yet implemented

Reasons:

- Resolution No. 02/2024/EGM-HSV dated July 29, 2024, did not authorize the Board of Directors (BoD) to approve measures to ensure compliance with the foreign ownership ratio requirement, which does not align with Clause 5, Article 43 of Decree No. 155/2020/ND-CP.
- In Resolution No. 10/2024/BOD-HSV dated November 21, 2024, regarding the list of investors purchasing shares, the target investors were not clearly identified as either strategic investors or professional investors. Furthermore, there was no specific restriction period for share transfer per investor. The proposed use of capital lacked a clear disbursement schedule for proceeds from the public offering.
- Considering the actual situation of the Company and the stock market, the Board of Directors hereby submits to the General Meeting of Shareholders for approval to cancel the public offering plan previously approved in Resolution No. 01/2024/AGM-HSV dated April 22, 2024, and Resolution No. 02/2024/EGM-HSV dated July 29, 2024.

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

Sincerely.

Recipients:

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN**

- As above;
- Board of Directors;
Supervisory Board; Board
of Management;
- Filing.

NGUYEN THI QUYEN