

**PHU BAI SPINNING MILL  
JOINT STOCK COMPANY**

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

No: 146/CV-SPB

**UNUSUAL INFORMATION DISCLOSURE**

**To: - STATE SECURITIES COMMISSION OF VIETNAM (SSC)**  
**- HANOI STOCK EXCHANGE (HNX)**

**Company: PHU BAI SPINNING MILL JOINT STOCK COMPANY**

**Stock Code: SPB**

**Head Office:** Phu Bai Industrial Zone, Phu Bai Ward, Hue City, Vietnam

**Phone:** (0234)- 3863240

**Email:** info@phubaispinning.com

**Type of Information Disclosure:** ☒ 24h ☐ 72h ☐ Upon Request ☒ Unusual ☐ Periodic

Content of Information Disclosure: Phu Bai Spinning Mill Joint Stock Company hereby announces to the SSC and HNX regarding Resolution No. 144/NQ-HĐQT and Resolution No. 145/NQ-HĐQT dated 08/04/2026 of the Board of Directors of Phu Bai Spinning Mill Joint Stock Company.

This information has been published on the Company's website on 08/04/2026. Website address: [www.phubaispinning.com](http://www.phubaispinning.com)

We commit that the disclosed information above is true and take full responsibility before the law for the content of the disclosed information.

**\* Recipients:**

- As above;
- Archives.

*Hue City, 08<sup>th</sup> April 2026*  
**GENERAL DIRECTOR**



**Trần Đình Hiệp**

VIETNAM NATIONAL TEXTILE  
AND GARMENT GROUP  
PHU BAI SPINNING MILL  
JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness

No: 144 /NQ-HĐQT

Hue City, April 08<sup>th</sup> 2026

**RESOLUTION**  
**THE BOARD OF DIRECTORS OF PHU BAI SPINNING MILL**  
**JOINT STOCK COMPANY**

**Pursuant to:**

- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- The Charter on Organization and Operation of Phu Bai Spinning Mill Joint Stock Company dated April 28, 2025;
- The Minutes of the Board of Directors' Meeting No. 143/BB-BOD dated April 08<sup>th</sup>, 2026;

**HEREBY RESOLVES:**

**Article 1:** Approving the report on the preliminary review of the Company's business and production performance for the Quarter I/2026, with certain estimated key indicators as follows:

No.	Indicator	Unit	Actual Q. I/ 2025	Plan 2026	Estimated Actual Q. I/ 2026	Variance (%)	
						Q. I/2026/ Q. I/2025	Q. I/2026/ KH 2026
1	Production output	Tons	3,685	16,245	3,382	91.77%	20.82%
2	Total revenue (No VAT)	VND billion	243.47	1,221	285	117.05%	23.34%
3	Export turnover (Raw materials included)	USD million	9.14	42.70	9.34	102.19%	21.87%
4	Import turnover	USD million	10.90	32	6.27	57.52%	19.59%
5	Profit before tax	VND billion	5.60	30	2.80	50.00%	5.60%
6	State budget contribution	VND billion	0.42	6	0.56	133.33%	9.33%

**Article 2:** Approving the report on the Company's business and production plan and implementation solutions for the upcoming period, with certain estimated key indicators as follows::

No	Indicator	Unit	Plan 2026	Est. Actual Q. I/ 2026	Est. Actual Q. II/ 2026	Est. Actual Q. III/ 2026	Est. Actual Q. IV/ 2026	Est. Actual 2026	Variance (%) (Est. 2026 / Plan 2026)
1	Production output	Tons	16,245	3,382	4,180	4,300	4,383	16,245	100%
2	Total revenue (No VAT)	VND billion	1,221	285	308	311	317	1,221	100%
3	Export turnover (Raw materials included)	USD million	42.70	9.34	10.50	10.80	12.06	42.70	100%
4	Import turnover	USD million	32	6.27	6.50	9.45	9.78	32	100%
5	Profit before tax	VND billion	30	2.80	12.20	7.50	7.50	30	100%
6	State budget contribution	VND billion	6	0.56	2.44	1.50	1.50	6	100%

**Article 3:** This Resolution shall take effect from the date of signing.

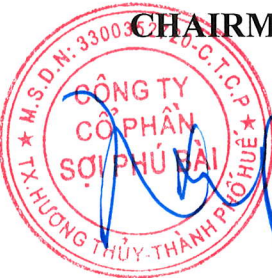
**Article 4:** Members of the Board of Directors, the Executive Management, the Chief Accountant/ Head of the Accounting and Finance Department, and heads of relevant departments and functional units of the Company shall be responsible for the implementation of this Resolution.

ON BEHALF OF THE BOARD OF DIRECTORS

**\* Recipients:**

- As stated in Article 4;
- Information Disclosure Officer;
- Publish on the website: [www.phubaispinning.com](http://www.phubaispinning.com);
- Filed at the Accounting & Finance Department and Administration.

CHAIRMAN



**Phạm Văn Tân**



VIETNAM NATIONAL TEXTILE  
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PHU BAI SPINNING MILL  
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No: 145 /NQ-HĐQT

Hue City, April 08<sup>th</sup> 2026

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- The Minutes of the Board of Directors' Meeting No. 143/BB-BOD dated April 08<sup>th</sup>, 2026;

**HEREBY RESOLVES:**

**Article 1:** Approving the proposed agenda items to be submitted to the 2026 Annual General Meeting of Shareholders:

**1- Results of Business and Production Activities in 2025:**

No	Indicator	Unit	Plan 2025	Actual 2025	Completion Rate (%)
1	Production output	Tons	14,900	14,861.48	99.74%
2	Net revenue (excluding VAT)	VND billion	1,155	1,124.78	97.40%
3	Export turnover	USD million	36	39.61	110.02%
4	Import turnover	USD million		29.40	
5	Average employee income	VND million/per son/month		11.8	
6	Profit before tax	VND million	30	23.60	78.66%
7	Total annual depreciation	VND million	33	33.19	100.60%
8	State budget contribution	VND million	6	3.40	56.67%
9	Distribution of after-tax profit (NPAT) for 2025	VND million		The profit for 2025 will be used to fully offset accumulated losses and, together with the profit of 2026, will be accumulated for dividend distribution.	

No	Indicator	Unit	Plan 2025	Actual 2025	Completion Rate (%)
	- Dividend distribution	%	5 - 7	0	0

2- The Company's Business and Production Plan for 2026:

No	Indicator	Unit	Actual 2025	Plan 2026	Variance (%) (Plan 2026 vs. Actual 2025)
1	Production output	Tons	14,861.48	16,245	109.3%
2	Net revenue (excluding VAT)	VND billion	1,124.78	1,221	108.6%
3	Export turnover	USD million	39.61	42.70	107.8%
4	Profit before tax	VND million	23.60	30	127.1%
5	Total annual depreciation	VND million	33.19	39	117.5%
6	State budget contribution	VND million	3.4	6	176.5%
7	Dividend distribution	%	0	5 – 10	

3- Results of the Board of Directors' Activities in 2025 and the Board's Activity Plan for 2026

a) Results of Operations in 2025:

- **Meetings:** A total of four (04) Board of Directors meetings were held, including two (02) meetings prior to the 2025 Annual General Meeting of Shareholders and two (02) meetings after the 2025 Annual General Meeting of Shareholders. The attendance rate reached 80%.
- **Written resolutions (circulation):** Conducted once, with 100% participation of Board members.
- **Key resolutions/decisions:** Eleven (11) resolutions were issued to support the management of business and production activities, as well as investment in the addition and replacement of certain machinery, equipment, and specialized spare parts to restore and upgrade technological functions of existing production lines at Spinning Factory No. 1, 2, and 3, thereby further improving the Company's operational efficiency.
- **Supervision:** The Board of Directors closely monitored and supported the Executive Management in implementing the resolutions of the 2025 Annual General Meeting of Shareholders.
- **Yarn industry market:** In 2025, despite numerous challenges, the Company maintained stable operations and achieved positive business results.

b) Plan of Activities for 2026:

➤ Business and Production Objectives for 2026:

- + Production output: **16,245 tons of yarn**
- + Net revenue (excluding VAT): **VND 1,221 billion**
- + Export turnover: **USD 42.7 million**
- + Profit before tax: **VND 30 billion**



- + Depreciation expense: **VND 39 billion**
- + State budget contribution (taxes and fees): **VND 6 billion**
- + Dividend payout ratio: **5% – 10%**

➤ **Strategic Direction:**

- + To focus on formulating strategic directions, directing the implementation of key strategic tasks, and making decisions within the authority of the Board of Directors to ensure the fulfillment of the 2026 business and production plan.
  - + To successfully organize the 2026 Annual General Meeting of Shareholders; direct and supervise the effective implementation of the resolutions of the General Meeting of Shareholders.
  - + To continue to closely monitor and direct the Executive Management to effectively carry out the following tasks:
    - To maintain stable business and production operations; To develop and implement a roadmap for investment in the replacement and addition of modern, automated, and environmentally friendly machinery and equipment to enhance operational efficiency in the coming years.
    - To promote digital transformation in corporate governance.
    - To expand markets and diversify the customer base; develop sustainable products; access high-standard supply chains and brands; complete international certifications and strengthen internal integration.
    - To streamline the organizational structure; strengthen connectivity within and beyond the industry; focus on training and human resource development (particularly young talent) and enhance employee welfare.
    - To enhance the effectiveness of financial and accounting management; control costs and production costs; manage cash flow and risks, and ensure sufficient funding for investment.
    - To continue to build, strengthen, and enhance the reputation of the “Phu Bai Spinning” brand in both domestic and international markets.
- 4- The Company’s 2025 Financial Statements audited by KPMG Vietnam Limited.
- 5- The Company will not distribute after-tax profit for 2025, as it will be retained to fully offset accumulated losses and together with the profit of 2026, to be accumulated for dividend distribution.
- 6- Finalization of remuneration for 2025 and proposal for the remuneration plan for 2026 for the Board of Directors and the Supervisory Board, as follows:
- 6.1- For 2025: The actual remuneration paid amounted to VND 816,000,000, of which:
- + Board of Directors: VND 660,000,000
  - + Supervisory Board: VND 156,000,000
- 6.2- For 2026: The planned remuneration is VND 996,000,000, of which:
- + Board of Directors: VND 780,000,000
  - + Supervisory Board: VND 216,000,000
- \* **Note:** Personal income tax on the above-mentioned amounts shall be borne by the Company.
- 7- The Supervisory Board proposes to continue appointing KPMG Vietnam Limited as the auditor of the Company’s 2026 Financial Statements.
- \* In case of any change, the General Meeting of Shareholders authorizes the Supervisory Board to select another reputable independent auditing firm as a replacement.*
- 8- Change in the Supervisory Board’s personnel for the 2022–2027 term: Dismissal of Mr. Hoang Duy Khanh from the position of Member of the Supervisory Board; Proposal to the General Meeting of Shareholders to elect one (01) additional member of the Supervisory Board for the 2022–2027 term.

**Article 2:** The Board of Directors assigns the Chairman of the Board, the General Director, and relevant departments to be responsible for preparing documents and reports to be submitted to the 2026 Annual General Meeting of Shareholders.

**Article 3:** This Resolution shall take effect from the date of signing.

**Article 4:** Members of the Board of Directors, the Executive Management, the Chief Accountant/Head of the Accounting and Finance Department, and heads of relevant departments and functional units within the Company shall be responsible for the implementation of this Resolution.

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

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**Phạm Văn Tân**

