



SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom – Happiness

Ho Chi Minh City, April 19, 2026

RESOLUTION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

- Based on the Enterprise Law.
- Based on the Charter of Hữu Nghị Joint Stock Company.
- Based on the report on the implementation of business production tasks in 2025 and the business production plan for 2026 of the Board of Directors.
- Based on the evaluation report for 2025 from the Supervisory Board.
- Based on the minutes of the Annual General Meeting of Shareholders 2026 approved by the shareholders on April 19, 2026.

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

HỮU NGHỊ JOINT STOCK COMPANY

DECISION:

Article 1: Approve the content and data of the report on the implementation of 2025 business production targets (data according to template No. 01/KH-KDTH-2025).

Article 2: Approve the content and data of the business production plan for 2026 (data according to template No. 01/KH-KDTH-2025).

Article 3: Approve the audited financial statements for 2025 from the Board of Directors and the report from the Supervisory Board.

Article 4: Approve the content and data of the operational report of the Board of Directors for 2025 and the plan for 2026.

Article 5: Approve the profit distribution plan for 2025 (according to proposal 01/PPLN-2025).





Article 6: Approve the proposal for remuneration expenses, operational expenses of the Board of Directors and Supervisory Board for 2025 (proposal 03/CP.HĐQT&BKS-2025) and the expected expenses for 2026.

Article 7: Approve the proposal for performance bonuses exceeding the plan for 2025 for the Board of Directors (according to proposal 02/LNVKH-2025).

Article 8: Approve the proposal to select the auditing unit for 2026.

Article 9: Approve the report from the Supervisory Board on the business results, operational expenses of the Board of Directors and Supervisory Board for 2025 and the plan for 2026.

Article 10: Approve the Chairman of the Board of Directors to also serve as the General Director for 2026.

Responsibility for Implementing the Resolution

The General Meeting of Shareholders agrees to assign the Board of Directors and the Supervisory Board the responsibility to disseminate and effectively implement the contents mentioned in this Resolution.

The Board of Directors is responsible for reporting the results of implementing the resolution at the Annual General Meeting of Shareholders in 2027 and, based on the actual business production situation, developing the business production plan for the next year to be discussed and approved by the shareholders in the next Annual General Meeting.

This resolution takes effect from April 19, 2026.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS

Chairman of the Board of Directors





SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Ho Chi Minh City, April 19, 2026

MINUTES OF THE ANNUAL SHAREHOLDERS' MEETING 2026

Today, at 8:30 AM on April 20, 2025, at New World Hotel, 76 Le Lai, phường Ben Thanh, Ho Chi Minh City, the HUU NGHİ Garment Joint Stock Company held its Annual General Meeting of Shareholders for 2026.

At the meeting were **76** shareholders holding **21,018,469** shares, accounting for **88.39%** of the company's charter capital. All shareholders present are eligible to participate in the meeting. The meeting has the legal conditions to proceed.

AGENDA OF THE MEETING

- I.** Declaration of the reasons: Mr. Nguyen Dinh Chien - Head of Human Resources and Administration Department, declared the reasons for organizing the meeting.
- II.** Verify the qualifications of the official delegates invited to attend the meeting conducted by Mr. Duong Thanh Tung, Head of the Supervisory Board.
- III.** Approval of the meeting's regulations by Mr. Le Mac Thuan - Member of the Board of Directors.
- IV.** Introduction of the meeting's executive board:
 - a.** Chairman:
 - 1.** Mr. Ha Van Duyet - Chairman of the Board of Directors.
 - 2.** Mr. Le Mac Thuan - Member of the Board of Directors - Representative of the capital from The Vietnam National Textile and Garment Group.Shareholders unanimously approve the two members participating in the Executive Board.
 - b.** Minutes Takers:
 - 1.** Mr. Nguyen Dinh Chien - Head of Human Resources and Administration Department.
 - 2.** Mr. Ha Hai Ninh - Shareholder.



Shareholders unanimously approve the meeting's secretary board.

c. Vote Counting Committee:

1. - Mrs. Nguyen Thi Hang Nga - Shareholder
2. - Mrs. Nguyen Thi Nu - Shareholder
3. - Mr. Duong Thanh Tung - Shareholder

Shareholders unanimously approve the meeting's vote-counting committee.

V. Contents of the Meeting Agenda:

The Chairman presents the agenda of the meeting, including:

1. Report by the Chairman cum General Director on the business results of 2025 and the production and business plan for 2026.
2. Audited financial report for 2025.
3. Report on profit distribution and reserve fund for 2025 and plan for 2026.
4. Approval of the operational report of the Board of Directors for 2025 and plan for 2026.
5. Approval of the report from the Supervisory Board.
 - Operational results for 2025.
 - Plan for 2026.
 - Operating expenses of the Board of Directors and Supervisory Board, bonuses for the Board of Directors for 2025.
6. Approval of petitions:
 - Proposal for profit distribution for 2025.
 - Proposal for remuneration and operating costs of the Board of Directors and Supervisory Board for 2025.
 - Proposal to select an auditing firm for 2026.
7. Request for shareholders' opinions to approve the Chairman of the Board of Directors cum General Director.
8. Approval of the meeting's resolution.
9. Summary and closing of the meeting.
 - The secretary reads the minutes of the General Shareholders' Meeting.
 - The meeting approves the resolution of the General Shareholders' Meeting.
 - The Executive Board summarizes and closes the meeting.



Shareholders unanimously 100% agree with the content of the meeting agenda.

VI. Detailed Contents of the General Shareholders' Meeting:

- The Chairman of the Board of Directors reports on the summary of the business activities and plans for 2026 (the report is attached to the documents distributed to shareholders attending the meeting).
- The Chairman presents the reserve fund and profit distribution for 2025 and the plan for 2026 (details in the documents).
- The Head of the Supervisory Board presents the financial assessment report for 2025. The operating expenses of the Board of Directors and Supervisory Board for 2025 and the plan for 2026.
- The Chairman reports on operating costs and remuneration for the Board of Directors and Supervisory Board for 2025 and the plan for 2026.
- The Chairman presents the resolution for profit-sharing that exceeds the plan for 2025 for the Board of Directors.
- The Head of the Supervisory Board approves the proposal for selecting the auditing firm for the 2026 financial statements.

Discussion Opinions

Comments by Mr. Uong Tien Thinh

The U.S. market remains stable, and technology has not had a significant impact on the industry. For 2026, the Company should focus on workforce-related targets, particularly low income and productivity issues. It is proposed to increase wages by 15%, bringing average income to VND 12 million. Productivity should improve as working conditions (machinery and facilities) have been upgraded. A bonus of VND 4 billion for workers after the General Meeting is also proposed, subject to approval.

Comments by Mr. Le Mac Thuan

In 2025, despite large order volumes, the Company faced challenges, particularly labor shortages and difficulties in recruiting both in quantity and skill level. In 2026, it is necessary to balance the interests of employees and shareholders, ensuring stable income for employees in order to retain the workforce.

Comments by Mr. Ha Van Duet

The Management is currently seeking solutions to maintain the workforce, including supplementing income beyond productivity-based earnings. However, it remains essential to ensure a balanced approach between employee benefits and shareholder interests.



Comments by Mr. Kieu Ngoc Manh Hung

He acknowledged the efforts of the Board of Directors, Management, and employees in achieving positive results in 2025. As the garment industry is labor-intensive, the declining labor trend is expected to continue in 2026 due to workforce shifts and competition across industries. The Board and Management should consider shifting investment toward automation, machinery, and technology to reduce dependence on direct labor.

VII. Voting Indicators

The voting will follow these contents: When participating in the voting, the number of shareholders present is **76** shareholders owning and representing **21,018,469** shares, achieving **88.39%**.

Delegates discuss and vote on the contents and figures of the Board of Directors operational report for 2025 and the plan for 2026.

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

Delegates discuss and vote on the audited financial report for 2025.

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

Delegates discuss and vote on the proposal for profit distribution for 2025 (according to proposal 01/PPLN-2025).

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

Delegates discuss and vote on the proposal for remuneration and operating expenses of the Board of Directors and Supervisory Board for 2025 (proposal 03/CP.HDQT&BKS-2025) and the projected expenses for 2026.

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

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Delegates discuss and vote on the proposal for rewarding profit exceeding the plan for 2025 for the Board of Directors (according to proposal 02/LNVKH-2025).

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

Delegates discuss and vote on authorizing the Board of Directors to select the auditing firm for 2026.

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

Delegates discuss and vote on the proposal to approve the Chairman of the Board of Directors cum General Director.

- Number of votes in favor: **21,018,469** shares corresponding to: 100%
- Number of votes against: 0 shares corresponding to: 0%

The minutes were approved by the General Meeting at 11:00 on the same day and all shareholders unanimously agreed (100%) with the minutes of the meeting.

The meeting was adjourned at 11:30 AM on the same day.

ON BEHALF OF THE GENERAL MEETING OF
SHAREHOLDERS

Minutes Takers:

- Mr. Ha Hai Ninh

Chairman of the Board of Directors



HÀ VĂN DUYỆT

- Mr. Nguyen Dinh Chien

2025 Performance Report

TT	INDICATORS	Unit	2025		Actual/Plan	2026 PLAN (ESTIMATED)	
			PLAN	ACTUAL			
a	b	c	1	2	3=2/1	4	5
I.	Export Turnover	(Usd)	38,000,000	37,862,005	99.6%	38,000,000	
1	Xuất FOB		28,000,000	29,277,076	104.6%	27,000,000	
2	Xuất gia công		10,000,000	8,584,928	85.8%	11,000,000	
II.	Total Revenue	Million VND	952,000	980,253	103.0%	1,000,000	
1	Xuất FOB		700,000	755,867	108.0%	720,000	
2	Xuất gia công		250,000	223,087	89.2%	280,000	
3	Doanh thu khác		2,000	1,299	64.9%	-	
III.	Production Output	(Usd)	15,703,858	15,790,743	100.6%	15,703,858	
1	Xí nghiệp 6		7,894,524	6,672,819	84.5%	8,349,000	
2	Xí nghiệp 7		3,231,714	3,105,368	96.1%	3,036,000	
3	Xí nghiệp 45		5,500,000	6,012,556	109.3%	5,500,000	
IV.	Profit	Million VND					
1	Before Tax		40,000	118,571	296.4%	45,000	
2	After Tax		32,000	93,735	292.9%	36,000	
V.	Dividend						
1	Dividend Payout Ratio	%	10	20	200.0%	10	
2	Cash Dividend	Million VND	23,778	47,556	200.0%	23,778	
V.	Total Labor Force	(People)	2,590	2,524	97.5%	2,700	
1	Văn phòng công ty		130	133	102.3%	130	
2	Xí nghiệp 6		1,400	1,327	94.8%	1,510	
3	Xí nghiệp 7		560	543	97.0%	560	
4	Xí nghiệp 45		500	521	104.2%	500	
VI.	Average Income	(Thousand VND)	10,384	10,545	101.6%	10,500	
1	Văn phòng công ty		17,249	16,627	96.4%	16,800	
2	Xí nghiệp 6		8,628	9,635	111.7%	9,200	
3	Xí nghiệp 7		8,904	11,282	126.7%	10,500	
4	Xí nghiệp 45		12,427	15,131	121.8%	12,800	
VII.	Construction Investment	Million VND	95,000	111,761	117.6%	15,300	
1	Investment Equipment		20,000	23,478	117.4%	15,300	
2	Factory 06		5,000	175	4%	-	
3	Basic Construction Fac 06		70,000	88,108	125.9%	-	

Ngày 10 tháng 02 năm 2026
Tổng Giám Đốc

Hà Văn Duyệt

Huu Nghi Garment Joint Stock Company

Number 01/KT-2025

**Summary Report on Production and Business Performance for the 12 Months of 2025
and the Production and Business Plan for 2026**

No.	Indicators	Unit	Year 2025			
			Full-year Plan	Actual Performance in 2025	% of Actual vs Plan	2026 Plan
A	B		1	2	3=2/1	4
A	Average Number of Employees	Persons	2,590	2,529	97.64	2,700
B	Business and Production Performance					
1	Export Value	USD	38,000,000	37,843,987	99.59	38,000,000
2	Total Revenue	million VND	952,000	980,292	102.97	1,000,000
3	Profit Before Tax	million VND	40,000	118,571	296.43	45,000
4	Corporate Income Tax Paid	million VND	8,000	24,836	310.45	9,000
5	Profit After Tax	million VND	32,000	93,735	292.92	36,000
6	Total Remaining Profit (after allocations to funds and dividend)	million VND				
	Dividend Payment	million VND	23,778	47,557	200.00	23,778
	including					
	Allocation to the Development Investment Fund	million VND	3,200	9,374	292.92	3,600
	Reward and Welfare Fund	million VND	3,200	9,374	292.92	3,600
7	Average Income		10,384	10,545	101.55	10,500
8	Total Fixed Assets	million VND	95,000	111,761	117.64	15,300
C	Financial Indicators					
1	Asset and Capital Structure					
	Ending Balance					
1	Total Assets	million VND	700,000	828,028	118.29	720,000
	Current Assets and Short-term Investments	million VND	500,000	624,387	124.88	520,000
	Fixed Assets and Long-term Investments	million VND	200,000	203,641	101.82	200,000
2	Total Liabilities and Equity	million VND	700,000	828,028	118.29	720,000
	Liabilities	million VND	250,000	300,710	120.28	270,000
	Including: Long-term Borrowings	million VND				
	Owners' Equity	million VND	450,000	527,318	117.18	450,000
	Of which: Contributed Capital	million VND	237,789	237,789	100.00	237,789
II	Financial Indicators					
1	Asset Allocation Structure					
	- Non-current Assets / Total Assets	%	28.57	24.59	86.08	27.78
	- Current Assets / Total Assets	%	71.43	75.41	105.57	72.22
2	Capital Structure					
	- Total Liabilities / Total Capital	%	35.71	36.32	101.69	37.50
3	Solvency					
	- Current Assets / Current Liabilities	times	2.00	2.08	103.82	1.93
4	Profitability Ratio					
	- Profit Before Tax / Charter Capital	%	16.82	49.86	296.43	18.92
	- Profit After Tax / Charter Capital	%	13.46	39.42	292.92	15.14

General Director
Hà Văn Duyệt

HUU NGHI GARMENT
JOINT STOCK COMPANY
No: 01/PPLN-2024

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, March 26, 2026

PROPOSAL
Profit Distribution Plan for Fiscal Year 2025

To: The General Meeting of Shareholders Huu Nghi Garment Joint Stock Company

Under:

- *The Charter of Organization and Operation of Huu Nghi Garment JSC;*
- *Resolution of the Annual General Meeting of Shareholders in 2025;*
- *The audited and verified business performance results for 2025;*

The Board of Directors proposes the following profit distribution plan for 2025 to the General Meeting of Shareholders for approval:

I. PROFIT DISTRIBUTION IN 2025

1. Total Profit before tax:	118.571.346.022 VND
2. Corporate income tax payable:	24.836.161.858 VND
3. Net Profit after tax:	93.735.184.164 VND
• Of which, profit exceeding the 2025 plan:	61.735.184.164 VND
4. Profit after tax is to be distributed as follows:	
a. Bonus and welfare fund (10% of net Profit):	9.373.518.416 VND
b. Investment and development fund (10% of net Profit):	9.373.518.416 VND
c. Bonus for the Board of Directors (3% of Profit exceeding the plan):	1.852.055.525 VND
5. Remaining Profit after distribution:	73.136.091.807 VND

II. DIVIDEND PAYMENT

- a. New charter capital: VND 237.789.000.000
- b. Dividend in cash: 20% of charter capital (VND 2000/share)
- c. Total dividend payout excluding 1,100 treasury shares:
2.000 VND x 23.777.800 shares = 47.555.600.000 VND

III. RETAINED PROFIT CARRIED FORWARD

Remaining retained earnings to be carried forward to the next fiscal year:
VND 73.136.091.807 – VND 47.555.600.000 = **VND 25.580.491.807**

This is the proposed profit distribution plan 2025, respectfully submitted for approval.

Chairman of the Board of Directors


Ha Van Duyet

HUU NGHI GARMENT
JOINT STOCK COMPANY
Proposal No.: 02/LNVKH-2025

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, March 26, 2026

PROPOSAL

Bonus Proposal for the Board of Directors for Exceeding 2025 Profit Targets

To: The General Meeting of Shareholders Huu Nghi Garment Joint Stock Company

Based on the audited and verified business performance results for 2025,

The Board of Directors proposes a bonus of 3% of the Profit exceeding the 2025 target, as follows:

1. Total Profit before tax:	118.571.346.022 VND
2. Corporate income tax payable:	24.836.161.858 VND
3. Total net Profit after tax:	93.735.184.164 VND
In which:	
a. Planned net Profit:	32,000,000,000 VND
b. Profit exceeding the plan:	61.735.184.164 VND
4. Proposed bonus (3% of Profit exceeding the plan): (61.735.184.164 VND × 3%)	1.852.055.525 VND

This is the bonus proposal for exceeding the 2025 profit plan, respectfully submitted for approval.

On behalf of the Board of Directors
Chairman



HUU NGHI
Ha Van Duyet

HUU NGHI GARMENT
JOINT STOCK COMPANY
Proposal No.: 03/CP.BOD&SBC-2025

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Ho Chi Minh City, March 26, 2026

PROPOSAL

Operating and Remuneration Expenses for the Board of Directors and Supervisory Board

To: The General Meeting of Shareholders Huu Nghi Garment Joint Stock Company

Under:

- Resolution of the 2025 Annual General Meeting of Shareholders;
- The audited and verified business performance results for 2025;

I. Report on 2025 Expenses

- Total revenue in 2025: 980.292.288.149 VND
- Total Profit before tax: 118.571.346.022 VND
- Total expenses: 861.720.942.127 VND
- Operating and remuneration expenses for the Board of Directors and Supervisory Board:
 $0.2\% \times \text{VND } 861.720.942.127 = 1.723.441.884 \text{ VND}$
- Actual disbursement as of 31/12/2025: 1.694.444.440 VND
- Remaining costs: 28.997.444 VND

II. Proposed Budget for 2025

Proposed operating and remuneration expenses for the Board of Directors and Supervisory Board in 2026: 0.2% of total valid and lawful expenses.

This is the operating and remuneration expense plan for the Board of Directors and Supervisory Board, respectively, submitted for approval.

On behalf of the Board of Directors
Chairman



Ha Van Duyet



PROPOSAL

Approval of the Selection of an Independent Auditor for the 2026 Financial Statements

Ho Chi Minh City, March 26, 2026

To: The General Meeting of Shareholders

Huu Nghi Garment Joint Stock Company

Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government of the Socialist Republic of Vietnam detailing the implementation of certain articles of the Law on Securities;

Pursuant to the Charter of Organization and Operation of Huu Nghi Garment Joint Stock Company;

1. Criteria for Selecting an Independent Audit Firm

Being a legally operating firm in Vietnam and approved by the Ministry of Finance and the State Securities Commission to audit public interest entities in 2026, with experience in auditing such entities in Vietnam;

Having a strong reputation in the auditing field, with a team of qualified and experienced auditors in industries similar to the Company's business activities;

Being able to meet the Company's requirements in terms of audit scope and audit planning;

Having no conflict of interest when performing the audit of the Company's financial statements;

Offering audit fees that are appropriate to the audit scope and audit plan of the Company.

2. Proposal for Selection of the Independent Audit Firm

Based on the above criteria, the Supervisory Board respectfully submits to the General Meeting of Shareholders for approval the following list of audit firms for selection as the Company's independent auditor for the review of the 2026 financial statements:

- Nhan Tam Viet Auditing Company Limited
- NVA Auditing Company Limited

The General Meeting of Shareholders is requested to authorize the Board of Directors to select one of the above audit firms to conduct the review of the Company's 2026 financial statements in accordance with applicable regulations.

On behalf of the Supervisory Board

Duong Thanh Tung