



HAGL Agrico

No: 07/26/CBTT-HAGL Agrico

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Gia Lai, April 23, 2026

EXTRAORDINARY INFORMATION DISCLOSURE

To: Hanoi Stock Exchange

1. Organization name: HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY

- Stock code: HNG
- Address: 15 Truong Chinh, Pleiku Ward, Gia Lai Province, Vietnam
- Telephone: 02696567567
- E-mail: haglagrico@thagrico.vn

2. Contents of information disclosure:

Hoang Anh Gia Lai Agricultural Joint Stock Company (the “**Company**”) hereby announces the 2nd update of the documents for the 2026 Annual General Meeting of Shareholders (the “**Meeting**”), including:

- Proposal No. 01 on matters to be approved at the Meeting;
- Draft Resolution of the General Meeting of Shareholders.

3. This information was published on the Company’s website on April 23, 2026 at: <http://www.haagrico.com> under the section Investor Relations / Information Disclosure..

We hereby certify that the information provided above is true and accurate, and we take full responsibility before the law for the contents disclosed.

Attachments documents:

- *Proposal No. 01 on matters to be approved at the Meeting;*
- *Draft Resolution of the General Meeting of Shareholders.*

Person authorized to disclose information

Recipients:

- As above;
- For filing.

(Signed)

PHAN BÁ CƯỜNG



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Phone: (+84) 269 656 7567

Website: www.haagrico.com

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PROPOSAL NO. 01
MATTERS TO BE APPROVED
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

To: The General Meeting of Shareholders
Hoang Anh Gia Lai Agricultural Joint Stock Company

The Board of Directors (“**BOD**”) of Hoang Anh Gia Lai Agricultural Joint Stock Company (“**Company**”, “**HAGL Agrico**”) respectfully submits to the General Meeting of Shareholders (“**General Meeting**”, “**GMS**”) the following matters for consideration and approval:

Matter 1: REPORT OF BOARD OF MANAGEMENT ON BUSINESS AND INVESTMENT PERFORMANCE IN 2025

The BOD respectfully submits to the General Meeting for consideration and approval the Report of the Board of Management on investment and business performance in 2025, with the following key contents:

1. Net Revenue

In 2025, the Company recorded net revenue of VND 678 billion, an increase of 37.8% compared to 2024, with the revenue structure as follows:

- Revenue from fruit sales reached VND 321 billion, accounting for 47% of total revenue;
- Revenue from rubber latex sales reached VND 350 billion, accounting for 52% of total revenue;
- Revenue from sales of agricultural materials and service provision reached VND 7 billion, accounting for 1% of total revenue.

2. Net Loss Before Tax: VND 980 billion.

Matter 2: BUSINESS AND INVESTMENT PLAN FOR 2026

The BOD respectfully submits to the General Meeting for consideration and approval the investment and business plan for 2026, with the following key contents:

1. Investment plan for 2026

Estimated investment expenditure for the following items is as follows:

- Investment in banana cultivation: **VND 1,769 billion;**
- Investment in integrated cattle farming combined with fruit cultivation (grapefruit): **VND 1,543 billion;**
- Investment in factories, cold storage facilities, and bonded warehouses: **VND 142 billion;**

- Investment in mechanization, transportation vehicles, and machinery and equipment: **VND 104 billion;**
- Investment in housing, shared-use facilities, and social welfare infrastructure: **VND 106 billion**

Total estimated investment expenditure in 2026: VND 3,664 billion.

2. Business plan for 2026

- The projected business plan for 2026 targets net revenue of: **VND 1,676 billion;**
- Projected profit before tax in 2026: **profit of VND 232 billion.**

Matter 3: PROFIT DISTRIBUTION AND REMUNERATION ALLOCATION PLAN FOR 2026

The BOD respectfully submits to the General Meeting for consideration and approval the profit distribution plan and remuneration allocation for the BOD, the Supervisory Board and the Secretariat for 2026 as follows:

- Dividend distribution: Not applicable.
- Remuneration allocation for the BOD, the Supervisory Board and the Secretariat in 2026: The General Meeting authorizes the BOD to decide and implement the remuneration allocation for the BOD, the Supervisory Board and the Secretariat in 2026, and to report thereon at the 2027 Annual General Meeting of Shareholders.

Matter 4: THE 2025 AUDITED FINANCIAL STATEMENTS

The BOD respectfully submits to the General Meeting for approval the Company's 2025 audited financial statements (including the combined financial statements and the consolidated financial statements), which have been audited by Ernst & Young Vietnam Limited (E&Y).

Matter 5: REPORT ON THE ACTIVITIES OF THE BOD IN 2025

The BOD respectfully submits to the General Meeting for review and approval the Report on the BOD's activities in 2025 with the following key contents:

1. In 2025, the BOD held meetings and approved matters falling within its functions and authority, specifically as follows:

No.	Resolution No.	Date	Content
1	01/25/NQ-HĐQT/HAGL Agrico	05/3/2025	Approval of the record date for finalizing the list of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders
2	02/25/NQ-HĐQT/HAGL Agrico	04/4/2025	Approval of the time and plan for organizing the 2025 Annual General Meeting of Shareholders
3	03/25/NQ-HĐQT/HAGL Agrico	18/4/2025	Approval of the policy for implementing contracts/transactions

No.	Resolution No.	Date	Content
			between the Company and related parties in 2025
4	04/25/NQ-HĐQT/HAGL Agrico	26/4/2025	Approval of the election of the Chairman of the BOD of the Company for the 2025-2030 term
5	05/25/NQ-HĐQT/HAGL Agrico	26/4/2025	Approval of the promulgation of the amended Charter, the Regulations on the Operations of the BOD and the Internal Corporate Governance Regulations
6	06/25/NQ-HĐQT/HAGL Agrico	17/7/2025	Approval by the BOD of the guarantee for a loan at Tien Phong Commercial Joint Stock Bank
7	07/25/NQ-HĐQT/HAGL Agrico	21/7/2025	Approval of Ernst & Young Vietnam Limited as the firm to review the semi-annual financial statements and audit the 2025 financial statements
8	08/25/NQ-HĐQT/HAGL Agrico	01/8/2025	Approval of the dismissal and appointment of the Deputy General Director of the Company
9	09/25/NQ-HĐQT/HAGL Agrico	04/11/2025	Approval of the remuneration for members of the BOD, the Supervisory Board and the Corporate Secretary in 2025

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2. The BOD's supervision of the Board of Management activities

Pursuant to the Company's Charter, the Internal Corporate Governance Regulations, the Regulations on the Operations of the BOD and applicable laws, the BOD effectively supervised and directed the General Director and the Executive Management in the management and operation of the Company, specifically as follows:

- Directing, supervising and ensuring strict compliance with quarterly financial reports, annual financial statements, annual reports, and the organization of the 2025 Annual General Meeting of Shareholders;
- Implementing the issued resolutions of the BOD and the GMS;
- Supervising the preparation of business plans and the implementation of targets approved by the GMS;
- Supervising and directing information disclosure to ensure transparency and timeliness in accordance with law;
- Closely coordinating with the Supervisory Board in inspecting and monitoring the Company's operations;

- The BOD and the Executive Management also coordinated closely in managing and operating the Company in accordance with law, with a view to enhancing business efficiency and achieving the planned targets.

3. Report to the GMS on the total income of BOD members in 2025

In 2025, the total income of members of the BOD was VND 126,000,000. Detailed information is presented in Note 30 to the 2025 consolidated financial statements.

Matter 6: SELECTION OF AUDITING FIRM FOR 2026

The BOD respectfully submits to the General Meeting for approval the list of auditing firms and authorizes the BOD to select one of the following auditing firms to conduct the review and audit of the Company's financial statements in 2026, including:

- PwC (Vietnam) Limited;
- Deloitte Vietnam Audit Company Limited (Deloitte);
- Ernst & Young Vietnam Limited (E&Y);
- KPMG Limited (KPMG).

Matter 7: TRANSACTIONS BETWEEN THE COMPANY AND RELATED PARTIES

1. Report on capital transfers and loans between related parties in 2025

Pursuant to Clause 2, Article 10 of the 2025 General Meeting Resolution No. 01/25/NQĐHĐCĐ-HAGL Agrico dated April 25, 2025 regarding capital transfers and loans among companies in 2025, the BOD reports to the General Meeting on the implementation of capital transfers and loans among companies during 2025 as presented in Note 27 to the audited 2025 separate financial statements and Note 30 to the audited 2025 consolidated financial statements of the Company.

2. Capital transfers and loans between the Company and related parties in 2026

The BOD respectfully submits to the General Meeting for consideration and approval certain transactions between the Company and the Company's related parties during 2026 and will report the results at the 2027 Annual General Meeting of Shareholders, including:

- a.** Approval of contracts and transactions with a value equal to or greater than 35%, or transactions resulting in the total transaction value arising within 12 months from the date of the first transaction being equal to or greater than 35% of the total asset value of the Company as stated in the most recently disclosed financial statements, specifically as follows:
 - Contracting parties: Contracts and transactions between the Company and related individuals and organizations as prescribed by law.
 - Principal contents of the transactions: Contracts for the purchase and sale of goods and provision of services, equipment and machinery; business cooperation contracts; construction contracts; transactions involving the extension of loans, lending and guarantees for companies operating within the corporate group, including the parent company and subsidiaries.

- The specific value of each transaction shall be determined from time to time on the basis of ensuring the interests of the Company.
- b. Authorization for the BOD to decide on each specific case and implement such transactions in line with the Company's actual situation, in compliance with the Company's Charter and relevant laws.

Matter 8: AMENDMENTS AND SUPPLEMENTS TO THE COMPANY'S CHARTER

In order to ensure compliance with legal regulations applicable to public companies, the BOD respectfully submits to the GMS for consideration and approval the amendments and supplements to the Company's Charter in accordance with the law (*Details of the proposed amendments and supplements are set out in attached Appendix 01*).

Matter 9: AUTHORIZATION FOR THE BOD TO IMPLEMENT RESOLUTIONS PASSED AT THE GENERAL MEETING

The BOD respectfully submits the above matters to the General Meeting for consideration and requests authorization for the BOD to proactively implement the matters and policies approved by the General Meeting.

Ho Chi Minh City, April 24, 2026

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

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APPENDIX 01

AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF HOANG ANH GIA LAI AGRICULTURAL JOINT STOCK COMPANY (“HAGL Agrico”)

*(Attached to Proposal No. 01 dated/.../... matters proposed for approval
at the 2026 Annual general meeting of shareholders*

Pursuant to:

- *The Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and Law No. 76/2025/QH15 on amendments to Law on enterprises passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025 (“**Law on Enterprises 2020**”);*
- *The Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (“**Law on Securities 2019**”);*
- *Decree No. 155/2020/ND-CP issued by the Government dated December 31, 2024, detailing the implementation of several provisions of the Law on Securities (“**Decree 155**”);*
- *Circular No. 116/2020/TT-BTC issued by the Ministry of Finance on December 31, 2020, providing guidance on certain provisions regarding corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing the implementation of certain provisions of the Securities Law (“**Circular 116**”);*
- *The Charter of HAGL Agrico dated April 2025.*

The specific amendments and supplements to the Charter are as follows:

No	Current Provision in the Charter	Proposed Amendments and Supplements
1	<u>Point b clause 1 Article 1: Definitions</u> b. “Definitions” refers to the Enterprise Law No. 59/2020/QH14 was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;	<u>Amendments to points b, clause 1, Article 1</u> b. “Enterprise Law” means the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and the Law amending and supplementing a number of articles of the Enterprise Law No. 76/2025/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025.

No	Current Provision in the Charter	Proposed Amendments and Supplements
2	<u>Clause 3 Article 2: Head Office,</u> - Address: 15 Truong Chinh Street, Phu Dong Ward, Pleiku City, Gia Lai Province - Phone: 84 0269 2222283 - Fax: 84 0269 2222218 - Website: haagrico.com	<u>Amendments to Clause 3, Article 2:</u> - Address: 15 Truong Chinh Street, Pleiku Ward, Gia Lai Province - Phone: 02696 567 567 - Website: haagrico.com



HAGL Agrico

No. 26/NQ-DHDCD/HAGL Agrico

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

HCMC, [date] 2026

RESOLUTION OF
THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

SHAREHOLDER MEETING
HOANG ANH GIA LAI INTERNATIONAL AGRICULTURE JOINT
STOCK COMPANY

- *Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (amended and supplemented in 2025);*
- *Based on the current Charter of Hoang Anh Gia Lai International Agriculture Joint Stock Company ("**the Company**") adopted on June 4, 2021 ;*
- *Based on the Minutes of the Annual General Meeting of Shareholders 2026 ("**AGM**") of Hoang Anh Gia Lai International Agriculture Joint Stock Company No. /26/BBH-AGM/HAGL Agrico dated April 24, 2026.*

RESOLUTION:

Article 1. Approval of the Board of Directors' Report on Investment and Business Production Results for 2025

Meeting of Shareholders approved the Board of Directors' report on investment and business results for 2025 with the following main contents:

1. Net revenue

In 2025, the Company recorded net revenue of VND 678 billion, an increase of 37.8% compared to 2024, with the revenue structure as follows:

- Revenue from fruit sales reached VND 321 billion, accounting for 47% of total revenue;
- Revenue from rubber latex sales reached VND 350 billion, accounting for 52% of total revenue;
- Revenue from sales of agricultural materials and service provision reached VND 7 billion, accounting for 1% of total revenue.

2. Net Loss Before Tax: VND 980 billion.

Article 2. Approval of the Investment and Business Production Plan for 2026

General Meeting of Shareholders approved the Investment and Business Production Plan for 2026 with the following main contents :

1. Investment plan for 2026

The investment costs for the planned items are as follows:

- Estimated investment expenditure for the following items is as follows:
- Investment in banana cultivation: **VND 1,769 billion;**
- Investment in integrated cattle farming combined with fruit cultivation (grapefruit): **VND 1,543 billion;**
- Investment in factories, cold storage facilities, and bonded warehouses: **VND 142 billion;**
- Investment in mechanization, transportation vehicles, and machinery and equipment: **VND 104 billion;**
- Investment in housing, shared-use facilities, and social welfare infrastructure: **VND 106 billion;**

Total projected investment expenditure for 2026 : VND 3,664 billion.

2. Business production plan for 2026

- The business plan for 2026 projects net revenue of : **VND 1,676 billion;**
- Expected profit before tax for 2026: **profit of VND 232 billion.**

Article 3. Through the Profit Distribution Plan, remuneration allocation for the Board of Directors , Supervisory Board, and Secretariat in 2026

The General Meeting of Shareholders approved the profit distribution plan and the allocation of remuneration for the Board of Directors, Supervisory Board, and Secretariat for the year 2026 . as follows:

- Dividend distribution: Not implemented.
- Remuneration for the Board of Directors, Supervisory Board, and Secretariat in 2026: The Board of Directors is authorized to decide and implement the remuneration for the Board of Directors, Supervisory Board, and Secretariat in 2026 and will report this at the Annual General Meeting of Shareholders in 2027 .

Article 4. Approval of the audited financial statements for 2025.

The General Meeting of Shareholders approved the audited financial statements for 2025 (including the consolidated financial statements and the combined financial statements) of the Company, audited by Ernst & Young Vietnam Co., Ltd. (E&Y).

Article 5. Approval of the Board of Directors' Report on Activities in 2025

The General Meeting of Shareholders approved the Report on the Board of Directors' activities in 2025 with the following main contents:

1. In 2025, the Board of Directors held meetings to approve matters within its functions and authority, specifically:

TT	Resolution Number	Day	Content
1	01/25/NQ-HĐQT/HAGL Agrico	March 5, 2025	By finalizing the registration date for compiling the list of shareholders entitled to attend the 2025 Annual General Meeting.
2	02/25/NQ-HĐQT/HAGL Agrico	April 4, 2025	Regarding the timeline and plan for organizing the 2025 Annual General Meeting of Shareholders.
3	03/25/NQ-HĐQT/HAGL Agrico	April 18, 2025	Through the policy of executing contracts/transactions between the Company and related parties in 2025
4	04/25/NQ-HĐQT/HAGL Agrico	April 26, 2025	Through the election of the Chairman of the Board of Directors of the Company for the term 2025 – 2030
5	05/25/NQ-HĐQT/HAGL Agrico	April 26, 2025	Through the issuance of revised Articles of Association, Regulations on the Operation of the Board of Directors, and Internal Regulations on Corporate Governance.
6	06/25/NQ-HĐQT/HAGL Agrico	July 17, 2025	The Board of Directors approved the guarantee of the loan at Tien Phong Commercial Bank.
7	07/25/NQ-HĐQT/HAGL Agrico	July 21, 2025	Through the selection of Ernst Young Vietnam Co., Ltd. as the entity to review the semi-annual financial statements and audit the 2025 annual financial statements.
8	08/25/NQ-HĐQT/HAGL Agrico	August 1, 2025	Through the dismissal and appointment of the Deputy General Director of the Company.
9	09/25/NQ-HĐQT/HAGL Agrico	04/11/2025	Approving the remuneration levels for members of the Board of Directors, Supervisory Board, and Board Secretary in 2025.

2. The Board of Directors oversees the activities of the General Management Board as follows:

Based on the Company Charter, the Internal Regulations on Corporate Governance, the Operating Regulations of the Board of Directors, and current State regulations, the Board of Directors has effectively supervised and directed the General Director and the Executive Board in managing and operating the Company's activities, specifically:

- Directing and supervising the strict implementation of quarterly financial reporting, annual financial reporting , and annual general meetings of shareholders, and organizing the 2025 annual general meeting of shareholders ;
- Implement the resolutions of the Board of Directors and the General Meeting of Shareholders that have been issued;
- Oversee the process of business production planning and the implementation of targets set by the General Meeting of Shareholders;
- Supervise and direct the disclosure of information with the goal of ensuring transparency and timeliness in accordance with legal regulations;
- Coordinate closely with the Supervisory Board in inspecting and monitoring the company's operations;

The Board of Directors and the Executive Board have also closely coordinated in managing and operating the Company's activities in accordance with the law, aiming to improve business efficiency and achieve the set plan targets .

3. Report to the General Meeting of Shareholders on the total income of Board of Directors members in 2025

In 2025 , the total income of the Board of Directors members was VND 126,000,000 . Detailed information is presented in Note 30 of the Consolidated Financial Statements for 2025 .

Article 6. Approval of the selection of an auditing firm for the 2026 financial statements .

The General Meeting of Shareholders approved the list of auditing firms and authorized the Board of Directors to select one of these auditing firms to review and audit the Company's financial statements for the year 2026, including:

- PwC (Vietnam) Company Limited;
- Deloitte Vietnam Co., Ltd. (Deloitte);
- Ernst & Young Vietnam Co., Ltd. (E&Y);
- KPMG Limited (KPMG).

Article 7. Through transactions between the Company and related parties

1. Report on the transfer of capital and lending between related parties in 2025

Pursuant to Clause 2 , Article 10 of the Shareholders' General Meeting Resolution No. 01 / 25 /NQ-HĐCĐ-HAGL Agrico dated April 25 , 2025 , regarding the transfer of capital and loans between companies in 2025 , the Board of Directors reports to the General Meeting on the implementation of capital transfers and loans between companies carried out in 2025, as presented in Note No. 27 of the audited separate financial statements for 2025 and Note No. 30 of the audited consolidated financial statements for 2025 of the Company .

The Board of Directors submits to the General Meeting for consideration and approval a number of transactions between the Company and its related parties in 2026 and will report the results at the Annual General Meeting of Shareholders in 2027 , including:

- a. Through the signing of contracts or transactions with a value equal to or greater than 35%, or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction with a value equal to or greater than 35% of the total asset value of the Company as recorded in the most recent published financial statements, specifically as follows:
 - Scope of Agreement: Contracts and transactions between the Company and relevant individuals and organizations as stipulated.
 - The main content of these transactions includes: Contracts for the purchase and sale of goods and the provision of services, equipment, and machinery; Business cooperation contracts; Construction contracts; Loan, lending, and guarantee transactions for companies operating as groups of companies, including parent and subsidiary companies.
 - The specific value of each transaction is determined at the time and based on ensuring the Company's interests are protected.
- b. Authorize the Board of Directors to decide on each specific case and implement it in accordance with the Company's actual situation, in compliance with the Company's Articles of Association and relevant laws .

Article 8. Approval of amendments and additions to the Company Charter

The General Meeting of Shareholders approved the amendments and additions to the Company's Charter .

Article 9. Approval of the Supervisory Board's Report for 2025

the Supervisory Board's 2025 report .

Article 10. Through dismissal and supplementary election . Board member for the term 2025 – 2030

The General Meeting of Shareholders approved the dismissal and election of additional members of the Board of Directors for the term 2025-2030. as follows :

- Ms. Vo Thi My Hanh is relieved of her position as a member of the Board of Directors effective April 24, 2026.
- The newly elected member of the Board of Directors is Mr. Bui Minh Khoa.

Article 11. Approval of the dismissal and election of additional members of the Supervisory Board for the term 2025 – 2030

The General Meeting of Shareholders approved the dismissal and The following appointments are to be made to the Supervisory Board for the 2025-2030 term :



1. Dismissal of the Supervisory Board Member for the 2025-2030 term effective April 24, 2025:
 - Mr. Bui Minh Khoa
 - Mr. Dang Cong Truc
2. Additional members of the Supervisory Board for the 2025-2030 term will be elected:
 - Mr. Tran Thanh Duy
 - Mr. Nguyen Xuan Viet

Article 12. Through delegation The authority to authorize the Board of Directors to implement matters approved by the General Meeting of Shareholders. vote to approve

The General Meeting of Shareholders unanimously authorized the Board of Directors to proactively implement the specific contents. It has been approved .

Article 13. Enforcement Provisions

1. This resolution was adopted in full by the Company's General Shareholders' Meeting at the 2026 Annual General Shareholders' Meeting and takes effect from the date of adoption.
2. Members of the Board of Directors, members of the Supervisory Board, the General Director, and relevant individuals are responsible for implementing this Resolution and organizing its deployment within their respective authority and functions, in accordance with the law and the Company's Charter.

Recipient:

- As per Article 13;
- Archive: Clerk.

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

TRAN BA DUONG