

INFORMATION DISCLOSURE ON THE ELECTRONIC PORTAL OF THE STATE SECURITIES COMMISSION AND HANOI STOCK EXCHANGE

**To: - State Securities Commission
- Hanoi Stock Exchange**

1. Name of the organization: Nam Dinh Textile Garment Joint Stock Corporation
 - Stock code: NDT
 - Address: 43 To Hieu, Nang Tinh Ward, Nam Dinh City
 - Phone number: 0228 0384 9586
 - Email: Natexco.nd@gmail.com
 - Type of information disclosure: ☒ 24 h ☐ Bất thường ☐ Định kỳ
2. Content of the disclosed information:
 - Resolution Annual General Meeting of Shareholders 2025 (AGMOS)
 - Minutes Annual General Meeting of Shareholders 2025
3. This information was published on the Company's website on April 24, 2025 at the link: Natexco.com.vn

We hereby certify that the disclosed information is accurate and we take full responsibility before the law for the content of the disclosed information.

Sincerely,

PERSON AUTHORIZED TO DISCLOSE
INFORMATION

Attached documents:

- Resolution AGMOS 2025
- Minutes AGMOS 2025



Đoàn Văn Dũng

**RESOLUTION OF THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2025**

Nam Dinh Textile Garment Joint Stock Corporation

ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020 of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Nam Dinh Textile Garment Joint Stock Corporation (Natexco),
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2025 of Natexco dated April 24, 2025, which was unanimously approved by the General Meeting,

RESOLVED:

Article 1. The Annual General Meeting of Shareholders 2025 of Natexco unanimously approved the following contents:

1.1. Approval of the Report on the Activities of the Board of Directors (BOD) in 2024 and the Orientation for 2025.

1.2. Approval of the Report on Business Performance in 2024 and the Business Plan for 2025 of the Board of Management (BOM).

1.3. Approval of the 2024 Financial Statements audited by KPMG Limited Company.

1.4. Approval of the Report 2024 Board of Supervisors (BOS).

1.5. Approval of the Profit Distribution Plan and Fund Allocation for 2024:

- Fund allocation: No allocation.

- Dividend distribution ratio: No dividend distribution.

1.6. Approval of the 2025 Business Plan of the Corporation with the following key targets:

No	Target	Unit of measure	2025 Plan
1	Total revenue (excluding VAT)	Billion VND	1.096,51
	<i>In which: Parent company</i>	<i>Billion VND</i>	<i>880,82</i>
2	Pre-tax profit	Billion VND	-
	<i>In which: Parent company</i>	<i>Billion VND</i>	-
3	Dividend payout ratio (Parent company)	%	0%

Authorize the BOD to flexibly adjust the 2025 plan targets in the context of global tax policy uncertainties.

1.7. Approval of the remuneration scheme for the BOD and the BOS in 2024 and the remuneration plan for 2025.

- Remuneration for the BOD Directors in 2025:

+ Chairman of the BOD: 7,000,000 VND/month;

+ Member of the BOD: 5,000,000 VND/month.

- Remuneration for the SOB in 2024:

+ Head of the BOS: 5,000,000 VND/month;

+ Member of the BOS: 3,000,000 VND/month.

1.8. Approval of the authorization for the BOS of the Corporation to select one of the following three independent auditing firms to audit the Corporation's 2025 financial statements:

1) KPMG Vietnam Limited Liability Company;

2) Ernst & Young Vietnam Limited Liability Company;

3) Deloitte Vietnam Limited Liability Company.

1.9. Approve of the amendment and supplement to the Charter on the organization and operation of Natexco and authorizes the legal representative of the Corporation to finalize the amendments and supplements to the Charter (including formatting issues), and to sign and promulgate the new Charter; authorizes the Board of Directors and the Board of Supervisory to review, amend, and supplement the Corporation's internal governance regulations, the Regulation on the operation of the Board of Directors, and the Regulation on the operation of the Board of Supervisory to ensure consistency with the amended Charter, and to promulgate them within their competence.

Article 2. This resolution has been approved by the Annual General Meeting of Shareholders 2025. Members of the BOD, the BOS, the BOM, departments, member units, and shareholders of the Corporation are responsible for implementing this resolution.


This resolution takes effect from the date of signing./.

Recipients:

- Article 2;
- Save of BOD.

ON BEHALF OF THE BOD

CHAIRMAN


Pham Van Tan

MINUTES
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
Nam Dinh Textile Garment Joint Stock Corporation

*** General Information:**

Company name: Nam Dinh Textile Garment Joint Stock Corporation

Head office: No. 43 Tô Hiệu Street, Năng Tĩnh Ward, Nam Định City

Enterprise registration number: 0600019436, first issued on December 25, 2007; 9th amendment on September 11, 2024

Time and venue: The meeting commenced at 08:30 AM on April 24, 2025, at the Hall of Nam Dinh Textile Garment Joint Stock Corporation

Total number of shareholders and authorized representatives attending: 43.
Total shares represented: 11,680,060 shares, accounting for 74.7% of the total shares

*** Chairman of the Meeting:**

Mr. Phạm Văn Tân - Chairman of the BOD

*** Secretary of the Meeting:**

Ms. Lê Thị Thu Thủy - Shareholder of the Corporation

*** Ballot Counting Committee: (Approved by the Meeting)**

1. Ms. Dương Thị Thanh Thủy - Head of the Committee

2. Ms. Nguyễn Thị Kim Oanh - Member

3. Ms. Trần Thị Thanh Hương - Member

*** Shareholder Eligibility Verification Committee:**

1. Mr. Vũ Quốc Văn - Head of the Committee

2. Ms. Trần Thị Thanh Hương - Member

3. Ms. Phạm Thị Vân Hà - Member

*** Guests Attending the Meeting:**

- Mr. Cao Hữu Hiếu - General Director of Vietnam National Textile and Garment Group (Vinatex)

- Other delegates from the Board of Management, Heads, Deputy Heads, and Specialists of functional departments of Vinatex

CONTENT AND PROCEEDINGS OF THE MEETING

1. Report on the verification of shareholder eligibility and representation at the Meeting

Mr. Vũ Quốcc Văn - Head of the Shareholder Eligibility Verification Committee: Presented the Minutes of Shareholder Eligibility Verification.

Result: A total of 43 shareholders attended the Meeting, representing 11,680,060 shares (accounting for 74.7%), meeting the required conditions to convene the 2025 Annual General Meeting of Shareholders (Verification Minutes attached).

2. Approval of the Meeting Agenda and Regulations

Mr. Phạm Văn Tân - Chairman: Presented the Meeting Agenda and Rules of Procedure.

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting

- Votes against: 0 votes; Other opinions: 0 votes

3. Report on Business Performance in 2024 and Business Plan for 2025

Mr. Vũ Ngọc Tuấn - General Director, on behalf of the Board of Management (BOM): Presented the report (report attached).

4. Report on the Activities of the Board of Directors (BOD) in 2024 and Orientation for 2025

Mr. Phạm Văn Tân - Chairman of the BOD: presented the report (report attached).

5. Report on the Activities of the Board of Supervisory (BOS) in 2024

Ms. Tran Thi Thu Hang - Head of the BOS: Presented the report (report attached).

6. Presentation of Proposals:

- Proposal on the 2024 audited financial statements (report attached).

- Proposal on the 2024 profit distribution plan and allocation to funds (proposal attached).

- Proposal on remuneration for the BOD and the BOS in 2024, and the remuneration plan for 2025 (proposal attached).

- Proposal on authorizing the BOS to select an auditing firm for the Corporation's 2025 financial statements (proposal attached).

- Proposal on the amendment and supplementation of the Corporation's Charter (proposal attached).

7. Discussion at the Meeting:

7.1. Shareholder discussion and responses to shareholder inquiries

- There were three delegates/shareholders who gave their opinions: Mr. Nguyễn Xuân Bình, Mr. Phạm Xuân Trình, and Mr. Nguyễn Văn Miêng.

Summary of opinions: The shareholder delegates acknowledged the current challenges and the underperformance of business results. They agreed with the contents presented at the General Meeting and expressed their expectation that the Board of Director and the Board of Management of the Corporation will restructure ineffective business areas, promote strengths and core competencies, develop new products, and explore effective solutions for future development.

- The Chairman responded to all discussion points at the Meeting. Shareholders agreed and raised no further opinions.

7.2. Statement by the representative of Vietnam National Textile and Garment Group

- Mr. Cao Hữu Hiếu - General Director of Vinatex, representing the majority shareholder, delivered remarks sharing the common difficulties faced by both the Group and the Corporation. He also provided forecasts on the market situation and global tax policies, and suggested strategic directions for the Corporation, emphasizing the need to diversify markets, pay attention to product origin, develop distinctive products, and invest in new production capacities.

- The Chairman acknowledged and appreciated the comments.

8. The Chairman conducted voting to approve the Reports and Proposals presented at the Meeting

8.1. Voting on the Report on Business Performance in 2024 and Business Plan for 2025

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting

- Votes against: 0 votes; Other opinions: 0 votes

8.2. Voting on the Report on the Activities of the BOD in 2024 and Orientation for 2025

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting

- Votes against: 0 votes; Other opinions: 0 votes

8.3. Voting on the Report on the Activities of the BOS in 2024 and Plan for 2025

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting

- Votes against: 0 votes; Other opinions: 0 votes

8.4. Voting on the 2024 Financial Statements and the Proposal on Profit Distribution and Allocation to Funds

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting
- Votes against: 0 votes; Other opinions: 0 votes

8.5. Voting on the Remuneration for Members of the Board of Directors and the Board of Supervisory in 2024 and the Plan for 2025

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting
- Votes against: 0 votes; Other opinions: 0 votes

8.6. Voting on Authorizing the BOS to Select an Independent Auditing Firm for the Corporation's 2025 Financial Statements

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting
- Votes against: 0 votes; Other opinions: 0 votes

8.7. Voting on the Amendment and Supplementation of the Corporation's Charter

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting
- Votes against: 0 votes; Other opinions: 0 votes

9. Approval of the Minutes and Resolutions of the Meeting by Voting

- Ms. Le Thi Thu Thuy - Secretary, presented the draft Minutes and Resolutions of the Meeting.

- The Chairman solicited shareholders' comments on the draft Minutes and Resolutions.

- Comments received: None

The Chairman then proceeded to put the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders to a vote.

Voting results:

- Votes in favor: 11,680,060 votes = 100% of the voting shares present at the Meeting
- Votes against: 0 votes; Other opinions: 0 votes

10. Adjournment of the Meeting

The Minutes were prepared immediately after the conclusion of the 2025 Annual General Meeting of Shareholders at 11:30 AM on the same day.

SECRETARY



Lê Thị Thu Thủy

CHAIRMAN



Phạm Văn Tân

