

HANOI BEER ALCOHOL AND BEVERAGE  
JOINT STOCK CORPORATION  
**HA NOI - THANH HOA BEER**  
**JOINT STOCK COMPANY**

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

No.: /BC-HĐQT-THB

Thanh Hoa, April ....., 2025

## **REPORT OF THE BOARD OF DIRECTORS ON THE 2024 OPERATION AND 2025 PLAN**

The Board of Directors (BOD) presents to the Annual General Meeting of Shareholders the results of the Board of Directors' operations in 2024. The plan for 2025 is as follows:

### **I. BUSINESS PERFORMANCE RESULTS IN 2024.**

#### **1. Business Operation results in 2024:**

No.	Items	Unit	Actual 2023	Plan 2024	Actual 2024	Actual 2024/ Actual 2023 (%)	Actual 2024/ Plan 2024 (%)
I	Net revenue from sale of goods and rendering of services (Consolidated)	Billion VND	1,503.78	1,638.80	1,624.58	108.03	99.13
II	Total payment to the State budget	Billion VND	263.48	302.83	299.46	113.66	98.89
III	Consolidated profit after tax	Billion VND	5.05	3.51	3.81	75.45	108.42
IV	Dividends	%	3.5	2.0	2.5 (expected)	71.43	125.00

Consolidated net revenue from sale of goods and rendering of services reached 99.13% of the plan; increased 8.03% over the same period.

Total payment to the State budget reached 98.89% of the plan; increased 13.66% over the same period.

Consolidated profit after tax reached 108.42% of the plan; decreased 24.55% over the same period.

Expected dividend for 2024 was 2.5% (two point five percent), while the plan approved by the 2024 General Meeting of Shareholders was 2.0% (achieving 125.0% of the plan).

#### **2. Summary of Board of Directors meetings.**

In 2024, the Board of Directors held 08 meetings to decide on matters within its authority and approved the following main contents:

+ Unanimously approved the policy to proceed with the signing of guarantee issuance contracts with credit institutions in relation to the procurement and business operations of Hanoi Beer products at HABECO Central Trading Company Limited.

+ Unanimously approved the policy to carry out the procedures and decision for the reappointment, for a fixed term, of Mr. Phung Sy Huu to the position of Chief Accountant of Hanoi Beer – Thanh Hoa Joint Stock Company.

+ Unanimously approved the signing of the 2024 warehouse lease contract between Hanoi – Thanh Hoa Beer Joint Stock Company and HABECO Central Trading Company Limited.

+ Approved the plan of organizing the 2024 Annual General Meeting of Shareholders on April 26, 2024.

+ Decided on issues to be submitted to the 2024 Annual General Meeting of Shareholders for consideration and approval.

+ Approved the contents of the reports and proposals to be implemented at the 2024 Annual General Meeting of Shareholders. *Issues under the authority of the General Meeting of Shareholders : were voted and approved at the General Meeting on April 26 , 2024 .*

+ Approved the final settlement of the 2023 salary fund and the 2024 salary plan.

+ Unanimously approved the bonus payment level from the 2023 Company Manager Bonus Fund for units and individuals.

+ Unanimously approved the Auditing Firm for the Semi-annual and Full-Year Financial Reports 2024 of Ha Noi - Thanh Hoa Beer Joint Stock Company.

+ Unanimously approved the policy to implement the process and decision to appoint the position of Deputy Director of Hanoi - Thanh Hoa Beer Joint Stock Company for Mr. Phung Van Quynh for a fixed term.

+ Unanimously approved the policy to implement the process and decision to reappoint the position of Director of Hanoi - Thanh Hoa Beer Joint Stock Company for Mr. Nguyen Kien Cuong for a fixed term.

+ Unanimously approved implement the appointment process for the position of Deputy Director of HABECO Central Trading Company Limited for Mr. Le Van Phuc, currently Head of Administration General Department.

+ Unanimously approved the funding policy to implement the labor reduction plan in 2025

+ Unanimously approved: "Internal spending regulations of Ha Noi - Thanh Hoa Beer Joint Stock Company".

+ Unanimously approved the dividend payment time according to the 2024 Shareholders' Meeting resolution.

+ Approved the signing of the Technology Transfer Contract and the transfer of the right to use the trademark "Hanoi Draft Beer" in 2025 between Hanoi Beer Alcohol And Beverage Corporation and Hanoi - Thanh Hoa Beer Joint Stock Company.

+ Approved the signing of the 2025 Warehouse Lease Contract between Hanoi - Thanh Hoa Beer Joint Stock Company and HABECO Central Trading Company Limited

**3. Remuneration, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors as prescribed in Clause 3, Article 163 of the Law on Enterprises and the Company Charter.**

+ At the General Meeting of Shareholders on April 26, 2024, the General Meeting approved the remuneration levels for non-professional members of the Board of Directors (BOD) at the following levels:

- Chairman of the Board of Directors: 8,000,000 VND/month
- Board Member: 5,000,000 VND/month

+ Members of the Board of Directors holding concurrent positions in the executive apparatus: Received remuneration and salary according to the Company's regulations.

+ Operating expenses of the Board of Directors in 2024: Complied with the Board of Directors' Operating Regulations and the Company's Internal Expenditure Regulations.

*(The detailed summary of the Board of Directors' remuneration expenses has been disclosed in the audited 2024 Financial Report)*

**4. Report on transactions between the company, subsidiaries, companies in which the public company controls fifty percent (50%) or more of the charter capital with members of the Board of Directors and related persons of such members; transactions between the company and companies in which members of the Board of Directors are founding members or business managers within the three (03) years preceding the time of the transaction.**

In 2024, the Company has the following transactions:

a. Transaction between the Company and Hanoi Beer Alcohol and Beverage Joint Stock Corporation:

- Purchase of raw materials such as Malt, Houblon, cans - can lids, labels - silver caps - beer bottle caps and draft beer caps from Hanoi Beer Alcohol and Beverage Joint Stock Corporation to produce processed beer and licensed beer. Total transaction value (excluding VAT): 56.17 billion VND.

- Sale of bottled and canned beer products (processed beer products) to Hanoi Beer Alcohol and Beverage Joint Stock Corporation. Total transaction value (cost of goods sold): 84.16 billion VND

- Fee for Technology Transfer and Transfer of the Right to Use the “Bia hoi Hanoi” trademark: 0.387 billion VND.

b. Transaction between the Company and HABECO Central Trading Company Limited:

- Warehouse lease contract. Total transaction value up to December 31, 2024 is 1,388 billion VND.

**5. Results of supervising for Directors and other Executives.**

**5.1. Supervising results for the Director:**

- Correctly performed the duties and powers of the Director as prescribed in the Law on Enterprises and the Charter of Hanoi - Thanh Hoa Beer Joint Stock Company.

- The Director organized the implementation of the Resolutions of the General Meeting of Shareholders and the Board of Directors; managed all production and business activities and investment work.

- Proactively and regularly reported and sought guidance from the Board of Directors, ensuring leadership and direction in all areas of the Company's operations in accordance with the law, State policies and regulations and the Company's Charter.

- The company director has proactively built and reorganized the sales of beer products under the company's brand, initially bringing economic efficiency.

- As Chairman of the Trading Company, the company director has focused on management: orienting the change in the method of selling Boxed draft beer products, reducing labor to increase productivity, and reducing costs for the following years. Increasing the consumption output of HABECO products in 04 Central provinces.

## **5.2. Supervising results for other operators :**

- The Board of Directors properly performed the assigned functions and tasks. Performed well the advisory function for the Director, helping the Director of the company to manage and operate to complete the tasks well.

- The coordination of tasks of each member of the Board of Directors was discussed at meetings, thereby creating unity and consistency in direction and implementation.

- Providing and disclosing information according to regulations on production and business results for listed Joint Stock Companies: was carried out regularly and fully according to regulations.

- The Executive Board complied with the implementation of reporting on assigned tasks and consulted on issues under the authority of the Board of Directors, ensuring leadership, direction, and operation of the company's activities in accordance with the provisions of law, State policies, and the Company's Charter.

## **II. BOARD OF DIRECTORS' ORIENTATION IN 2025:**

By 2025, the world economy and Vietnam are still affected by the war, the price of gasoline and raw materials is increasing, the supply chain of raw materials is at risk of breaking down, and production costs are increasing. Workers' income in general is decreasing, spending is focused on essential issues. Faced with risks, to carry out the leadership task in 2025, The Board of Directors of the company builds the following operating direction:

### **1. Production and business plan, with main targets:**

No.	Target	Unit	Implementation 2024	Plan 2025	Plan 2025/ Implementation 2024 (%)
1.	Net revenue from sale of goods and rendering of services (Consolidated)	Billion VND	1,624.58	1,693.79	104.26
2.	Total payment to the State budget	Billion VND	299.46	302.04	100.86

No.	Target	Unit	Implementation 2024	Plan 2025	Plan 2025/ Implementation 2024 (%)
3.	Profit after tax (Consolidated)	Billion VND	3.81	3.86	101.31
4.	Dividends	%	2.5 (expected)	2.0	80.00

**2. Administration:**

Implement and perform well the tasks of the Shareholders' Meeting Resolution and the Board of Directors' Resolutions.

Perform well the inspection and supervision of the Board of Directors' activities, ensuring compliance with legal regulations and the Company's Charter.

Apply digitalization 4.0 in production management.

Focus on reform to increase investment efficiency, reduce operating costs, to increase productivity and business efficiency.

Focus on innovation, equipment improvement, product quality enhancement.

Focus resources to maintain and develop the market, build reasonable and effective sales policies.

Research and expand into additional industries that match the company's advantages.

Above is the report on the Board of Directors' performance in 2024 and the direction and tasks for 2025. The Board of Directors respectfully presents and requests the General Meeting of Shareholders to review, comment and give opinions so that the Board of Directors' operations can become more and more effective.

Sincerely thanks!

**O/B. THE BOARD OF DIRECTORS  
CHAIRMAN**

**Bui Truong Thang**