

VIETNAM DAIRY PRODUCTS JSC
(Stock symbol: VNM)

Materials

ANNUAL GENERAL MEETING OF SHAREHOLDERS

2023

Ho Chi Minh City, 25th April 2023

**THE AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
("AGM")
25th April 2023**

| No. | Agenda | Time |
|---------------------------|---|-----------------|
| I. THE FORMALITIES | | |
| 1 | - Opening | 8:30 |
| 2 | - Declaration of conditions to host the AGM (shareholder attendance ratio) | 8:30 – 8:45 |
| 3 | - Introduction of Chairperson of the AGM | |
| 4 | - Introduction of Secretary of the AGM | |
| 5 | - Presentation of Agenda of the AGM | |
| 6 | - Presentation of Ballot-counting Committee of the AGM | |
| II. THE AGM AGENDA | | |
| 7 | The BoD presents their reports: - Operations of the Company in 2022 - Board's activities in 2022 - Report of the Audit Committee | 8:45 |
| 8 | The BoD presents their proposals for the approval of shareholders | 9:00 – 11:00 |
| | 1 The 2022 audited financial statements | |
| | 2 BoD's reports of 2022 (as reported above) | |
| | 3 Dividends for the financial year of 2021 | |
| | 4 Revenue & profit plan for 2023 | |
| | 5 Plan of dividend for the financial year of 2023 | |
| | 6 Selection of the independent auditor for 2023 | |
| | 7 The total Directors' fees and other benefits for 2023 | |
| | 8 Amending the Company's business lines | |
| | 9 Amending the Company's Charter | |
| 9 | Questions & Answers | |
| III. VOTING | | |
| 10 | Result of shareholders' voting | |
| IV. CLOSING | | |
| 11 | Approving the resolution of the AGM of 2023 | 11h:45 |
| 12 | Closing the AGM | 12h00 |

THE MATTERS OF FORMALITY

MATTER 1: THE AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGM”)

The Board of Directors would like to seek the 2023 AGM’s approval on the AGM’s meeting agenda presented above.

MATTER 2: THE MEMBERS OF THE VOTE-COUNTING COMMITTEE

In order to assisting the **AGM** in vote-counting, the Board of Directors has submitted to the AGM for approval of the Vote-Counting Committee as below:

- | | | |
|----------------------------|-------------------------|-------------|
| - Mr. Diệp Hồng Khôn | Senior Legal Manager | Chairperson |
| - Ms. Tạ Hạnh Liên | Internal Audit Director | Member |
| - Mr. Trần Thái Thoại Trân | IC&RM Director | Member |

OTHER MATTERS TO BE APPROVED BY THE AGM

MATTER 3: AUDITED FINANCIAL REPORT OF 2022.

Please refer to the audited financial statements of 2022 that have been disclosed and posted onto the Company’s website at:

<https://www.vinamilk.com.vn/en/investor-relations/financial-reports>

MATTER 4: REPORTS OF THE BOARD IN 2022

- Performance of the Company in 2022
- Board’s activities in 2022
- Report of the Audit Committee

Please refer to the Annual Report 2022 disclosed on the Company’s website at <https://www.vinamilk.com.vn/en/annual-reports> and to the Corporate Governance Report 2022 at <https://www.vinamilk.com.vn/en/investor-relations/corporate-governance-reports> for details.

MATTER 5: DIVIDEND FOR THE FINANCIAL YEAR OF 2022.

The AGM of 2022 approved the cash dividend of 2022 was at 3,850 dong/share.

Of which:

- The first interim dividend of 2022:
 - Dividend : 15% (or 1,500 dong per share)
 - Record date : 07 July 2022
 - Payment date : 19 August 2022
- Authorize to the Board of Directors to decide the 2nd interim dividend in compliance with the Company’s dividend policy.

Based on the above 2022 AGM’s Resolution, the Board of Directors paid the interim dividends of the financial year as below:

| Description | Dividend (dong per share) | Total dividend (billion dong) | Record date | Payment date |
|-----------------------------|---------------------------|-------------------------------|-------------|--------------|
| The 1 st tranche | 1.500 | 3.135 | 07/07/2022 | 19/08/2022 |
| The 2 nd tranche | 1.400 | 2.926 | 23/12/2022 | 28/02/2023 |

Therefore, the Board of Directors would like to propose to the AGM to keep the 2022 dividend (in cash) as planned in the 2022 AGM at VND 3,850/share, and approve the final dividend of 2022 as below:

- The final dividend ratio : 950 dong/share
- Record date : 04 August 2023
- Payment date : 05 October 2023

As a result, the total annual dividend: 8,046 billion dong, equivalent to the payout ratio at ~ 94% of the Consolidated net profit attributable to shareholders of the parent company (2021: ~ 76%).

MATTER 6: REVENUE & PROFIT PLAN OF 2023 (CONSOLIDATED).

The Board would like to propose the revenue – profit plan for 2023 (consolidated) according to VAS for the AGM’s approval as follows:

| Consolidated plan (billion dong) | Plan 2023 | Actual 2022 | vs Actual 2022 | |
|---|-----------|-------------|----------------|------|
| | | | Amount | % |
| Total revenues | 63,380 | 60,075 | 3,305 | 5.5% |
| Pre-tax profit | 10,496 | 10,496 | - | 0.0% |
| After tax profit | 8,622 | 8,578 | 44 | 0.5% |
| <i>Attributable to shareholders of the parent company</i> | 8,514 | 8,516 | (2) | 0.0% |

MATTER 7: PLAN OF DIVIDEND FOR THE FINANCIAL YEAR OF 2023.

The Board of Directors would like to propose to the AGM for approval the cash dividend plan for the financial year of 2023 is at a minimum of 50% of consolidated net profit attributable to the parent’s shareholders. In which:

- The 1st interim dividend of 2023:
 - Dividend : 15% (or 1,500 dong per share)
 - Record date : 04 August 2023
 - Payment date : 05 October 2023

- Authorize/Deligate to the Board of Directors to decide the 2nd interim dividend of 2023 in compliance with the Company's dividend plan as mentioned above.

MATTER 8: SELECTING INDEPENDENT AUDITOR FOR THE YEAR 2023.

The Board proposes to the AGM to grant authorities to the Board to select the independent auditor for Vinamilk in the fiscal year of 2023 from the list of Big 4 in Vietnam:

- KPMG (Vietnam) Limited
- PwC Vietnam) Limited
- Ernst & Young (Vietnam) Limited
- Deloitte (Vietnam) Limited

MATTER 9: THE TOTAL DIRECTORS' FEES AND OTHER BENEFITS FOR 2023

The Board of Directors would like to propose to the AGM to approve total Board's remuneration and benefits of 25 billion dong for 11 members in 2023.

The remuneration and benefits will be calculated and paid in proportion to the actual number of the Directors.

In addition, the Board of Directors would like to propose to the AGM to approve other benefits for the Board such as the directors & officers liability insurance, accident & health Insurance and annual medical check according to the general policy of the Company. This program will be applied until the General Meeting of Shareholders has another decision.

MATTER 10: AMENDING THE COMPANY'S BUSINESS LINES

The Board of Directors would like to propose to the AGM to approve the amendments of Company's business lines and approve the amended list of business lines. The detailed information is presented in the Appendix 1 attached with this document.

The AGM authorizes the CEO to implement and/or direct the implementation of procedures as required by laws and/or in accordance with the instruction of the State authorities to update the amendment and supplementation of the Company's business lines

MATTER 11: AMENDING THE COMPANY'S CHARTER

The Board of Directors would like to propose to the AGM to approve the amendment of the Charter. The detailed information is presented in the Appendix 2 attached with this document

APPENDICES:

- Appendix 1: Amending the Company's business activities;*
- Appendix 2: The proposed amendments and supplements of the Charter*
- Draft new Charter*