

Tay Ninh, October 3rd, 2026

**REPORT ON THE ACTIVITIES AND ASSESSMENT OF THE INDEPENDENT
MEMBER OF THE BOARD OF DIRECTORS ON THE ACTIVITIES OF THE
BOARD OF DIRECTORS FOR THE FISCAL YEAR 2025 – 2026**

To: The Shareholders of Thanh Thanh Cong – Bien Hoa Joint Stock Company

I, Tran Trong Gia Vinh, Independent Member of the Board of Directors (the “**BOD**”), am pleased to present my report for the fiscal year 2025 - 2026. This report outlines my oversight and advisory responsibilities and contributions to corporate governance, risk control and sustainable development at Thanh Thanh Cong – Bien Hoa Joint Stock Company (“**AgriS**” or the “**Company**”). It also sets out my assessment of the activities of the BOD and the Board of Management (“**BOM**”).

A. Roles and responsibilities on the BOD

1. Independent Member of the BOD

- Provided independent oversight of the BOD and BOM to ensure that governance decisions were made transparently, in compliance with the law and in the best interests of shareholders.
- Offered constructive challenge, advice on strategy and risk control to improve management effectiveness and maintain a balanced approach to corporate governance.
- Supported initiatives to develop and strengthen BOM’s leadership capabilities.

2. Chairman of the Human Resources Committee

- Guided the development of human resources and corporate culture strategies to build a strong leadership pipeline and create lasting value.
- Developed and implemented an organizational structure aligned with the Company’s operating model approved by the General Meeting of Shareholders, ensuring efficiency, flexibility and consistency with the Company’s new strategic direction.
- Worked to build the team of key personnel required for the new model, with a focus on leadership capabilities, innovative thinking and team cohesion.
- Reviewed and proposed policies on remuneration, performance assessment and talent development in line with AgriS’s sustainable growth objectives.

3. Member of the ESG Committee responsible for the Social pillar

- Contributed to the development of the ESG Strategy for 2025 - 2026, guiding the integration of environmental, social and governance considerations into production activities.
- Oversaw and advised on social responsibility programmes, including community development, employee safety and welfare, and sustainable agricultural value chains.
- Developed ESG capabilities and an ESG mindset across the organization, strengthening employees’ awareness of and commitment to sustainable development and long-term value.

4. Member of the Audit Committee (AC under the BOD)

- Participated in overseeing compliance with legal requirements and accounting standards, as well as the internal control system, including planning, support and periodic monitoring of results.

- Provided input and constructive challenge to support transparency and integrity in financial reporting and improve the management of operational risks.

5. Member of the Risk Management Committee

- Contributed to the development of the Company's enterprise-wide risk management framework, covering operational, financial, legal and ESG risks.
- Served on the transformation committees of the Agriculture Center and the Commercial Center.
- Proposed recommendations and measures to mitigate key risks, supporting the BOD's strategic oversight and the sustainability of business operations.

B. Oversight of the BOD and BOM

1. Assessment of the BOD's activities

- During the financial year 2025 - 2026, AgriS's BOD comprised five members, including two independent members of the BOD. All BOD members actively participated in strategic planning, compliance oversight and supervision of BOM, while upholding the corporate governance standards required by law. They also played an active role in advising and guiding BOM on good governance practices.
- The BOD discharged its responsibilities diligently and transparently, in line with the governance requirements applicable to listed companies. Regular and ad hoc BOD meetings were convened promptly and in accordance with prescribed procedures and the Company's internal corporate governance regulations. Meeting materials were circulated in advance to allow members sufficient time to review, discuss and carefully consider matters before passing resolutions in the Company's best interests.
- The BOD maintained an approach that encouraged constructive challenge. Material matters concerning business and financial strategies, corporate culture, management systems and technology investment were thoroughly discussed and considered by the BOD and BOM. The BOD regularly monitored and guided the General Director and BOM in the conduct of operations, ensuring adherence to delegated authority, BOD policies and plans, and applicable laws.
- The BOD's committees made effective use of their expertise and worked well with BOM. Coordination among the committees nevertheless requires further improvement, particularly in aligning work priorities and implementation schedules and sharing information, to improve consistency and overall effectiveness.

2. Assessment of the BOD's oversight of the General Director and other members of BOM

- Overall, the BOD effectively supervised BOM's implementation of the strategy, ensuring that the Company's operations remained under close oversight and aligned with its strategic direction, and that management decisions were reviewed and adjusted in a timely manner.
- BOD members regularly attended both scheduled and ad hoc BOM meetings. They analysed, constructively challenged and provided advice on material operational matters and management decisions to identify appropriate solutions in the Company's interests. This enabled the BOD to stay informed of emerging issues, provide guidance on their resolution and oversee legal compliance in the conduct of operations.
- The BOD significantly improved its oversight of both the progress and the detailed implementation of the three-center model at AgriC and ComC. ProC, however, requires greater focus to keep implementation on schedule under the agreed roadmap.
- Continued attention is needed to equip BOM with the full range of capabilities required to



execute the strategy in the next phase.

- The BOD's allocation and delegation of authority to BOM should be reviewed to ensure flexibility and effective risk control in the new operating context.
- Priority should also be given to developing BOM's capabilities comprehensively, building a succession pipeline and establishing backup staffing arrangements for key executive positions. These measures are necessary to support strategy execution and continuity of management in the next phase.

3. Recommendations to the BOD

- Realign BOD members' committee responsibilities to reduce overlapping appointments and allow greater focus on specialized areas.
- Maintain effective oversight of risks arising from the 2025 - 2030 transformation roadmap by establishing operating principles for subsidiaries' BODs, strengthening the governance capabilities of independent members of the BOD at subsidiaries, and further developing and enhancing subsidiary management teams.
- Develop a new Vision, Mission and set of Core Values to support the 2030 strategy, with particular emphasis on digital transformation, AI transformation and a corporate culture that promotes workforce diversity and encourages innovation.
- Continue to improve data systems and dashboards to support the BOD's oversight and governance of operations and risk management.
- Take urgent action to strengthen AgriS's operational capabilities.

This concludes my report as an Independent Member of the BOD on the activities of the BOD for the fiscal year 2025 - 2026.

Respectfully,

INDEPENDENT MEMBER OF THE BOD



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