

Số: 047/2025/CV-VHM  
No: 047/2025/CV-VHM

Hà Nội, ngày 24 tháng 04 năm 2025  
Hanoi, April 24, 2025



CÔNG BỐ THÔNG TIN BẤT THƯỜNG

DISCLOSURE OF IRREGULAR INFORMATION

- Kính gửi:**
- Ủy ban Chứng khoán Nhà nước/*State Securities Commission of Vietnam*
  - Sở Giao dịch Chứng khoán TP HCM/*Ho Chi Minh City Stock Exchange*
  - Sở Giao dịch Chứng khoán Hà Nội/*Hanoi Stock Exchange*

1. Tên tổ chức: CÔNG TY CỔ PHẦN VINHOMES (“Công ty”)

*Name of organization: VINHOMES JOINT STOCK COMPANY (the “Company”)*

- Mã chứng khoán: VHM

*Ticker symbol: VHM*

- Địa chỉ: Tòa nhà văn phòng Symphony, Đường Chu Huy Mân, Khu đô thị Vinhomes Riverside, Phường Phúc Lợi, Quận Long Biên, TP. Hà Nội, Việt Nam

*Address: Symphony Office Tower, Chu Huy Man Street, Vinhomes Riverside Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam*

- Điện thoại: (84 24) 3974 9350 Fax: (84 24) 3974 9351

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2. Nội dung thông tin công bố/*Content of the information disclosure:*

Ngày 23/04/2025, Công ty Cổ phần Vinhomes đã tổ chức thành công Đại hội đồng cổ đông thường niên năm 2025.

*On April 23, 2025, Vinhomes Joint Stock Company successfully held its 2025 Annual General Meeting of Shareholders.*

Chủ tọa Đại hội thay mặt Đại hội đồng cổ đông Công ty ký ban hành và công bố thông tin Biên bản họp và Nghị quyết Đại hội đồng cổ đông thường niên năm 2025 của Công ty (như file đính kèm).

*The Chairman of the Meeting, on behalf of the General Meeting of Shareholders, signed and officially disclosed the Minutes and Resolution of the 2025 Annual General Meeting (as attached).*

Thông tin này được công bố trên trang thông tin điện tử của Công ty tại đường dẫn: <https://vinhomes.vn/vi/ir>, mục Quan hệ cổ đông.

*This information is disclosed on the Company’s website at: <https://vinhomes.vn/en/ir>, under the Investor Relations section.*

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

*We hereby confirm that the above disclosed information is accurate, and we accept full legal responsibility for its contents.*

**NGƯỜI ĐẠI DIỆN THEO PHÁP LUẬT  
LEGAL REPRESENTATIVE**

**Signed**

**PHAM THIEU HOA  
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ  
CHAIRMAN OF THE BOARD OF DIRECTORS**

Hanoi, April 23, 2025



**RESOLUTION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
VINHOMES JOINT STOCK COMPANY'S GENERAL MEETING OF SHAREHOLDERS**

*Pursuant to:*

- *The Law on Enterprises dated June 17, 2020 and its implementation guidelines;*
- *The Law on Securities dated November 26, 2019 and its implementation guidelines;*
- *The Charter of Vinhomes Joint Stock Company (the “Company”);*
- *The 2025 Annual General Meeting of Shareholders (the “AGM”) meeting minutes dated April 23, 2025;*
- *The vote-counting minutes of the 2025 AGM dated April 23, 2025.*

**RESOLVES:**

- Article 1. Approval of the 2024 Board of Directors’ report**
- Article 2. Approval of the 2024 business performance and the 2025 business plan in accordance with the proposal of the Board of Directors**
- Article 3. Approval of the 2024 Supervisory Board’s report**
- Article 4. Approval of the 2024 audited financial statements**
- Article 5. Approval of the allocation plan for the accumulated retained earnings as of year-end 2024 in accordance with the Board of Directors’ proposal**
- Article 6. Approval of the remuneration for the Board of Directors and the Supervisory Board in accordance with the proposal of the Board of Directors and the Supervisory Board**
- Article 7. Approval of the appointment of an independent auditing firm for the fiscal year 2025 in accordance with the proposal of the Board of Directors**
- Article 8. Approval of the amendments to the Company's registered business activities in accordance with the proposal of the Board of Directors**
- Article 9. Approval of the amendment to the Company’s Charter in accordance with the proposal of the Board of Directors**
- Article 10. Approval of the listing of publicly offered bonds in accordance with the proposal of the Board of Directors**
- Article 11. Approval of the dismissal of Ms. Nguyen Le Van Quynh and Ms. Le Thi Duyen from the position of Member of the Supervisory Board**
- Article 12. Approval of the election of additional members to the Supervisory Board for the 2023 – 2028 tenure**

The following individuals have been elected as additional members of the Supervisory Board:

No.	Name of Elected Supervisory Board Member	Number of Votes	Percentage (%)
1	Mr. Tran Minh Anh	3,080,851,678	100
2	Ms. Hoang Thi Phuong	3,080,851,678	100

The term of office for the newly elected Supervisory Board members shall be in accordance with the remaining term of the Supervisory Board (2023 – 2028).

Following the election, the Supervisory Board of the Company shall consist of the following members:

1. Mr./Ms. Tran Minh Anh – Supervisory Board Member
2. Mr./Ms. Hoang Thi Phuong – Supervisory Board Member
3. Mr./Ms. Pham Ngoc Lan – Supervisory Board Member

The elected members shall convene the first meeting to elect the Head of the Supervisory Board for the 2023 – 2028 term.

### **Article 13. Implementation of the Resolution.**

This Resolution shall take effect from the date of signing.

The members of the Board of Directors, the Supervisory Board, and the Board of Management shall, within their respective functions, duties, and authorities, be responsible for executing and implementing the contents of this Resolution.

**Recipients:**

- *As per Article 13;*
- *Company archives.*

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

**PHAM THIEU HOA**



No. 01/2025/BB-ĐHĐCĐ-VHM

**MINUTES OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS****VINHOMES JOINT STOCK COMPANY (“Company”)**

- Head Office: Symphony Office Building, Chu Huy Mân Street, Vinhomes Riverside Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.
- Enterprise Registration Certificate No.: 0102671977 issued by Hanoi Department of Planning and Investment on March 6, 2008.

**Time and Venue:** The Meeting commenced at 09:00 AM on April 23, 2025, held in person at Almaz Convention Center, Hoa Lan Street, Vinhomes Riverside Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.

**A. PROCEDURAL MATTERS****1. Opening Remarks**

The host of the meeting declared the reasons for convening the meeting: Pursuant to the Company’s Charter and prevailing laws, the Board of Directors (“BOD”) convened the 2025 Annual General Meeting of Shareholders (“AGM” or “Meeting”) to approve matters within its authority.

The Chairperson announced that the Meeting was organized and conducted in accordance with the Organizational and Operational Regulations approved by the AGM.

**2. Shareholder Eligibility Verification Report**

The host, authorized by the Shareholder Eligibility Verification Committee, announced the shareholder verification results as of 09:00 AM:

- Total number of shareholders attending directly or by valid proxy: 49 shareholders, representing 3,030,206,618 shares, equivalent to 3,030,206,618 voting rights, accounting for 73.77% of total voting rights (based on the List of Securities Holders entitled to attend the AGM provided by the Vietnam Securities Depository and Clearing Corporation dated March 24, 2025).
- According to the Company Charter, the Meeting is validly convened with shareholder representation exceeding 50% of total voting rights. Therefore, the AGM satisfied the quorum requirement.

**3. Introduction of the Presiding Committee and Meeting Chairperson**

- Mr. Pham Thieu Hoa – Chairman of the BOD, Chairperson of the Meeting
- Ms. Nguyen Thu Hang – BOD Member cum CEO
- Ms. Mai Thu Thuy – Deputy CEO of Back Office Division
- Mr. Le Tien Cong – Chief Accountant
- Mr. Pham Anh Khoi – Chief Investment Officer

**4. The Meeting nominated the Secretariat of the Meeting, and the nomination was approved with a 100% affirmative vote, comprising the following individuals:**

- Mr. Nguyen Minh Hoang – Head of the Secretariat

**5. The General Meeting nominated the Vote Counting Committee, and the nomination was approved with a 100% affirmative vote, comprising the following individuals:**

- Ms. Le Thi Giang – Head of the Committee
- Mr. Hoang Duc Viet – Committee Member

**B. MEETING CONTENT AND AGENDA**

**I. ADOPTION OF MEETING AGENDA**

1. The Presiding Committee announced and the Meeting (100%) approved the Meeting Agenda (attached).
2. The Meeting (100%) adopted the Regulations on Organization and Operation of the 2025 AGM (attached).

**II. PRESENTATION AND REPORTING OF ITEMS TO BE SUBMITTED TO THE GENERAL MEETING OF SHAREHOLDERS FOR APPROVAL**

1. Mr. Pham Thieu Hoa – Chairman of the BOD, presented a summary report on BOD activities in 2024.
2. Ms. Nguyen Thu Hang – BOD Member cum CEO, presented the business performance in 2024 and the 2025 business plan.
3. Ms. Le Thi Duyen presented the Supervisory Board Report.
4. Mr. Le Tien Cong – Chief Accountant, presented the following reports and proposals:
  - Proposal on Audited Financial Statements for FY2024
  - Proposal on allocation plan for the accumulated retained earnings as of year-end 2024
  - Proposal on remuneration for BOD and Supervisory Board
  - Proposal for appointment of an independent auditing firm for 2025
5. Ms. Mai Thu Thuy – Deputy CEO of Back Office Division, presented:
  - Proposal on amendment of registered business activities
  - Proposal on the amendment of the Company Charter
  - Proposal on dismissal and election of additional Supervisory Board members
6. Mr. Pham Anh Khoi – Chief Investment Officer, presented the proposal on listing of publicly issued bonds

**III. DISCUSSION SESSION**

The Presiding Committee and the Meeting listened to shareholders' opinions and conducted exchanges and discussions regarding the contents of the reports and proposals presented at the Meeting.

The Meeting reached a consensus on the responses provided during the Meeting and raised no further comments.

The discussion contents of the Meeting are attached to these Minutes.

**IV. VOTING ON THE MEETING ITEMS**

1. The Head of the Vote Counting Committee provided an update on the verification of shareholders' eligibility prior to the commencement of the voting session of the Meeting, as of 10:15 AM, as follows:
  - Number of shareholders attending in person and through duly authorized representatives was 182 shareholders, holding and representing 3,378,419,099 shares, equivalent to 3,378,419,099

voting rights, accounting for 100% of the total voting rights of all shareholders present and voting at the meeting (equivalent to 82.25% of the Company's total voting rights). (Hereinafter referred to as the "Total Votes Cast").

- Valid votes: 3,378,419,099 votes, accounting for 100% of Total Votes Cast.
  - Invalid votes: 0 votes, accounting for 0% of Total Votes Cast.
2. Instructions were provided to shareholders on the electronic voting procedure for all items presented at the Meeting.
  3. The Meeting proceeded to vote.

## **V. ANNOUNCEMENT OF VOTING RESULTS**

The Head of the Vote Counting Committee announced the voting results. (Details are included in the Vote Counting Report of the 2025 AGM.)

## **VI. RESOLUTIONS PASSED AT THE MEETING**

### **1. Approval of the Board of Directors' Report**

*This resolution was passed with 3,377,772,657 votes in favor, accounting for 99.99% of the total votes cast.*

### **2. Approval of 2024 Business Performance and 2025 Business Plan**

*This resolution was passed with 3,371,169,357 votes in favor, accounting for 99.79% of the total votes cast.*

### **3. Approval of the Supervisory Board's Report**

*This resolution was passed with 3,371,172,657 votes in favor, accounting for 99.80% of the total votes cast.*

### **4. Approval of the Audited Financial Statements for 2024**

*This resolution was passed with 3,371,172,657 votes in favor, accounting for 99.80% of the total votes cast.*

### **5. Approval of the Allocation Plan for the Accumulated Retained Earnings as of Year-End 2024**

*This resolution was passed with 3,371,126,757 votes in favor, accounting for 99.79% of the total votes cast.*

### **6. Approval of Remuneration for the Board of Directors and the Supervisory Board**

*This resolution was passed with 3,365,991,357 votes in favor, accounting for 99.64% of the total votes cast.*

### **7. Approval of the Appointment of an Independent Auditing Firm for 2025**

*This resolution was passed with 3,271,855,337 votes in favor, accounting for 96.85% of the total votes cast.*

### **8. Approval of the Amendment to the Company's Registered Business Activities**

*This resolution was passed with 3,352,491,457 votes in favor, accounting for 99.24% of the total votes cast.*

### **9. Approval of the Amendment and Supplementation of the Company's Charter**

*This resolution was passed with 3,355,947,257 votes in favor, accounting for 99.34% of the total votes cast.*

**10. Approval of the Listing of Publicly Offered Bonds**

*This resolution was passed with 3,250,249,307 votes in favor, accounting for 96.22% of the total votes cast.*

**11. Approval of the dismissal of Ms. Nguyen Le Van Quynh and Ms. Le Thi Duyen from their positions as Members of the Supervisory Board**

*This resolution was passed with 3,369,451,802 votes in favor, accounting for 99.74% of the total votes cast.*

**12. Additional Election of Members to the Supervisory Board for the 2023–2028 Term**

No.	Full Name of Elected Member	Votes Received	Percentage (%)
1	Mr. Tran Minh Anh	3,080,851,678	100
2	Ms. Hoang Thi Phuong	3,080,851,678	100

The tenure of the newly elected members will align with the remaining term of the Supervisory Board (2023–2028).

Following the additional election, the Supervisory Board comprises the following members:

1. Mr. Tran Minh Anh – Member of the Supervisory Board
2. Ms. Hoang Thi Phuong – Member of the Supervisory Board
3. Ms. Pham Ngoc Lan – Member of the Supervisory Board

The members of the Supervisory Board will convene their first meeting to elect the Head for the 2023–2028 term.

**C. APPROVAL OF MINUTES AND CLOSING OF MEETING**

These Minutes, together with all attached documents, were duly adopted by the General Meeting of Shareholders, with 100% approval of the total voting rights of all shareholders present and casting votes at the Meeting.

The Chairperson declared the conclusion of the Meeting at 10:50 AM on the same date.

The Chairperson and the Secretariat hereby jointly confirm the accuracy and integrity of the contents of these Minutes and have accordingly signed below:

**Chairperson of the Meeting**

**Secretariat of the Meeting**

**signed**

**signed**

\_\_\_\_\_  
**Pham Thieu Hoa**

\_\_\_\_\_  
**Nguyen Minh Hoang**



**APPENDIX – DISCUSSION AT THE GENERAL MEETING OF SHAREHOLDERS**

No.	Question	Response
1	<p><b>What are the key growth drivers for revenue and net profit in 2025? What is the company’s presales target?</b></p>	<p><b>Mr. Lê Tiến Công – Chief Accountant:</b></p> <p>Vinhomes targets VND 180 trillion in adjusted revenue and VND 42 trillion in net profit after tax for 2025. Key growth drivers include:</p> <ul style="list-style-type: none"> <li>• Revenue recognition from handover of pre-sold units, supported by an unbilled backlog of approximately VND 94 trillion as of end-2024.</li> <li>• Ongoing sales and handovers at current projects.</li> <li>• Bulk sales transactions expected to be recognized in 2025.</li> </ul> <p><b>Presales target:</b> Estimated at VND 150–200 trillion, subject to market conditions and macroeconomic factors.</p>
2	<p><b>Please share Q1 2025 performance results in terms of revenue, profit, and presales?</b></p>	<p><b>Mr. Lê Tiến Công – Chief Accountant:</b></p> <p>The financial statements for Q1 2025 are currently being finalized and not yet available for disclosure. However, Q1 presales reached approximately VND 35 trillion, despite seasonal impacts from the Lunar New Year, largely driven by strong performance at the Dan Phuong project.</p> <p><b>Mr. Phạm Thiều Hoa – Chairman:</b></p> <p>2025 marks a pivotal year in the new strategic era – a year anticipated to bring significant transformations. While certain challenges remain, the overall landscape is expected to be favorable. Vinhomes is well-positioned with a robust pipeline of projects that can be simultaneously deployed or launched for sale in 2025. Notably, the Dan Phuong project has already been launched, while the Hau Nghia project is also slated for launch within the year.</p>
3	<p><b>What is the Board of Directors’ view on the current real estate market?</b></p>	<p><b>Ms. Nguyễn Thu Hằng – CEO:</b></p> <ul style="list-style-type: none"> <li>• Demand for housing remains strong, supported by ongoing urbanization and large-scale infrastructure development driving population migration to new urban areas.</li> <li>• Real estate supply is showing positive signs, with forecasts indicating that key provinces and cities will witness supply recovery and expansion in 2025.</li> <li>• Several banks have introduced favorable mortgage policies targeting young buyers, combined with stable lending rates since 2024, supporting a healthy absorption rate and price stability in the real estate market throughout 2025.</li> </ul>

<p>4</p>	<p><b>1. Of the VND 42 trillion net profit target for 2025, how much will come from the unbilled bookings backlog (~VND 94 trillion as of end-2024)?</b></p> <p><b>2. Please provide an update on the international bond issuance proposed in late 2024?</b></p> <p><b>3. In October 2024, the company issued a resolution to revise its investment cooperation framework with Vingroup. How will this affect projects such as Dan Phuong, Lang Van, and Ha Long Xanh? What are the future commitments?</b></p>	<p><b>Mr. Lê Tiến Công – Chief Accountant:</b></p> <p>1. The 2025 net profit target of VND 42 trillion is expected to be driven primarily by the following sources:</p> <ul style="list-style-type: none"> <li>• Approximately 40–45% will be contributed by unbilled sales prior to 2024;</li> <li>• Around 10% will come from other operations, including general contracting services, property management, and leasing activities;</li> <li>• The remaining portion will be generated from new sales at existing projects and upcoming launches scheduled for 2025.</li> </ul> <p><b>Mr. Phạm Anh Khôi – Chief Investment Officer:</b></p> <p>2. After a comprehensive market review and strategic alignment, Vinhomes has decided not to proceed with the proposed international bond issuance. This decision reflects the company’s strong operational performance and stable cash flow. Vinhomes will continue to focus on the execution of key development projects in 2025, in alignment with its long-term strategic vision and commitment to delivering sustainable value for investors.</p> <p>3. Vinhomes and Vingroup will maintain a market-based, mutually beneficial partnership. Vinhomes retains the autonomy to determine the appropriate timing for project development in alignment with its long-term growth strategy. For co-developed projects with Vingroup, the collaboration will follow market principles, ensuring optimal value creation for all stakeholders involved.</p> <p>In projects where Vinhomes acts as the lead developer, the Company will primarily benefit from the residential component. Meanwhile, it retains the flexibility to either develop or transfer the commercial component to Vingroup or its subsidiaries, based on market pricing or preferential terms.</p>
<p>5</p>	<p><b>Will potential U.S. tariffs on Vietnamese goods impact Vinhomes?</b></p>	<p><b>Ms. Nguyễn Thu Hằng – CEO:</b></p> <p>Regarding the potential imposition of U.S. tariffs on Vietnamese goods, we would like to clarify that the Board of Directors has thoroughly reviewed and assessed the matter, concluding that the direct impact on Vinhomes would be minimal. This is primarily due to the fact that industrial real estate currently constitutes a small portion of the Company’s overall business portfolio, with only one industrial park in stable operation.</p>

		<p>That being said, Vinhomes acknowledges the possibility of indirect effects stemming from broader macroeconomic conditions. However, the Company remains confident in the positive outlook for Vietnam's economy, supported by the Government's decisive and adaptable policy measures. In 2025, key growth drivers are anticipated to include public investment, domestic consumption, and the private sector.</p>
6	<p><b>The company recently broke ground on the Vinhomes Can Gio coastal megacity. How will this contribute to presales, revenue and profit?</b></p>	<p><b>Mr. Lê Tiến Công – Chief Accountant:</b></p> <p>On April 19, 2025, Vinhomes Can Gio officially broke ground. The project's developer is Can Gio Tourism Urban JSC, a Vinhomes subsidiary. Therefore, most of the project's financial benefits will be consolidated into Vinhomes' results. Due to its large scale, the project will be implemented in phases to ensure flexibility and market alignment. We believe that Can Gio coastal township is currently one of the most attractive offerings in the market, and we expect it to become a key driver of Vinhomes' sales performance over the next three years.</p>
7	<p><b>Please elaborate on the profit-sharing model between Vinhomes and Vingroup, particularly for Co Loa and Dan Phuong projects.</b></p>	<p><b>Mr. Phạm Anh Khôi – Chief Investment Officer:</b></p> <p>Regarding the Vinhomes Global Gate project, this is a project of the Vietnam Exhibition Fair Center Joint Stock Company (VEFAC). Vinhomes had previously planned to acquire shares in VEFAC from Vingroup. However, based on the commitment made during the registration of VEFAC's project development, Vingroup was only allowed to transfer its shares in VEFAC after the completion of the Exhibition Fair Center (TTHCTL). As a result, Vinhomes decided to cancel the acquisition of VEFAC shares from Vingroup and has received a full refund of the deposit, in order to redirect its resources toward the development of its own projects.</p> <p>Despite this, Vinhomes will continue to benefit from the project through a 5% share of the profits derived from the cooperation agreements with VEFAC (with the acquirer inheriting VEFAC's rights and obligations), as well as indirect benefits from its 4.66% ownership in VEFAC through its subsidiary, Green City Corporation.</p> <p>Regarding the Dan Phuong project, I would like to clarify that this is a project of Vingroup. Under the cooperation model between Vingroup and Vinhomes, Vinhomes is responsible for executing the key tasks and will receive the majority of the net financial benefits from the project.</p>

8	<p><b>1. With VinFast, GSM, and VGreen expanding abroad, does Vinhomes have any international plans?</b></p> <p><b>2. What is the occupancy rate at key projects such as OCP2, OCP3, and Vu Yen?</b></p>	<p><b>Ms. Nguyễn Thu Hằng – CEO:</b></p> <p>1. Vinhomes is currently evaluating several potential international opportunities. However, no official decisions have been made. Should viable prospects arise, the company will proceed with appropriate disclosures and seek shareholder approval.</p> <p>2. Occupancy across major projects is highly encouraging. Notably:</p> <ul style="list-style-type: none"> <li>• Over 65,000 residents are now living in both Ocean Park 1 and the Grand Park in District 9.</li> <li>• Smart City, one of the prominent urban areas in the western part of Hanoi, has more than 75,000 residents.</li> <li>• Ocean Park 2 and 3, though newer, have attracted nearly 20,000 residents, demonstrating the stable appeal of these newly launched developments.</li> </ul> <p>At Vu Yen Island, handovers will begin late 2024, with over 3,500 units expected to be delivered by the end of 2025. To accelerate the occupancy rate and attract residents, we are implementing several supportive programs, such as establishing the Royal Club at Vinhomes Royal Island and launching the Pioneer Resident Support Program – aimed at attracting residents and encouraging shop owners to commence business operations.</p>
9	<p><b>What social housing projects are being planned in Hanoi?</b></p>	<p><b>Mr. Phạm Thiều Hoa – Chairman:</b></p> <p>Vinhomes remains committed to its long-term goal of developing 500,000 social housing units nationwide. Current projects are under way in provinces such as Thanh Hoa, Quang Tri, Nam Trang Cat (Hai Phong), and Cam Ranh (Khanh Hoa). In Hanoi, investment procedures are in progress for several projects, with implementation anticipated in the near future.</p>



Số: 2404/2025/CV-VHM  
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**THÔNG BÁO THAY ĐỔI NHÂN SỰ**  
**NOTICE OF PERSONNEL CHANGES**

Kính gửi/To:

- Ủy ban Chứng khoán Nhà nước/*State Securities Commission*
- Sở Giao dịch Chứng khoán Hà Nội/*Hanoi Stock Exchange*
- Sở Giao dịch Chứng khoán TP HCM/*Ho Chi Minh City Stock Exchange*

Căn cứ Nghị quyết số 01/2025/NQ-ĐHĐCĐ-VHM của Đại hội đồng cổ đông thường niên năm 2025 (“ĐHĐCĐ”), Biên bản họp số 01/2025/BB-BKS-VHM của Ban kiểm soát (“BKS”) Công ty Cổ phần Vinhomes (“Công ty/Vinhomes”) và Quyết định số 2304/2025/QĐ-CTHĐQT-VHM về miễn nhiệm và bổ nhiệm Người phụ trách quản trị Công ty ngày 23/04/2025, chúng tôi trân trọng thông báo việc thay đổi nhân sự của Công ty như sau:

*Pursuant to Resolution No. 01/2025/NQ-DHDCD-VHM of the Annual General Meeting of Shareholders 2025 ("AGM"), and the Minutes No. 01/2025/BB-BKS-VHM of the Supervisory Board ("SB") of Vinhomes Joint Stock Company ("Company"/"Vinhomes") and Decision No. 2304/2025/QĐ-CTHĐQT-VHM on the Dismissal and Appointment of the Person in Charge of Corporate Governance dated April 23, 2025, we hereby announce the personnel changes of the Company:*

**I. Trường hợp bầu/bổ nhiệm/Election/Appointment (\*):**

**Ông Trần Minh Anh/Mr. Tran Minh Anh**

- Chức vụ trước khi bổ nhiệm: Không có

*Previous position: None*

- Chức vụ được bổ nhiệm: Trưởng Ban Kiểm soát

*Newly appointed position: Head of the Supervisory Board*

- Nhiệm kỳ của Trưởng Ban kiểm soát: Theo nhiệm kỳ của Ban Kiểm soát (2023 - 2028)

*Term: In accordance with the term of the Supervisory Board (2023 - 2028)*

- Ngày bắt đầu có hiệu lực: Ngày 23/04/2025.

*Effective date: April 23, 2025*

**Bà Hoàng Thị Phượng/Ms. Hoang Thi Phuong**

- Chức vụ trước khi bổ nhiệm: Không có

*Previous position: None*

- Chức vụ được bổ nhiệm: Thành viên Ban Kiểm soát

*Newly appointed position: Member of the Supervisory Board*

- Nhiệm kỳ: Theo nhiệm kỳ của Ban Kiểm soát (2023 - 2028)

*Term: In accordance with the term of the Supervisory Board (2023 - 2028)*

- Ngày bắt đầu có hiệu lực: Ngày 23/04/2025

*Effective date: April 23, 2025*

**Bà Lê Thị Giang/Ms. Le Thi Giang**

- Chức vụ trước khi bổ nhiệm: Không có

*Previous position: None*

- Chức vụ được bổ nhiệm: Người phụ trách quản trị Công ty

*Newly appointed position: Corporate Governance Officer*

- Ngày bắt đầu có hiệu lực: Ngày 23/04/2025

*Effective date: April 23, 2025*

## **II. Trường hợp miễn nhiệm/từ nhiệm/Dismissal/Resignation:**

**Bà Nguyễn Lê Vân Quỳnh/Ms. Nguyen Le Van Quynh**

- Không còn đảm nhận chức vụ: Trưởng Ban Kiểm soát

*No longer holding the position of Head of the Supervisory Board*

- Lý do miễn nhiệm (nếu có)/Reason for dismissal (if any):

- Ngày bắt đầu có hiệu lực: Ngày 23/04/2025.

*Effective date: April 23, 2025*

**Bà Lê Thị Duyên/Ms. Le Thi Duyen**

- Không còn đảm nhận chức vụ: Thành viên Ban Kiểm soát

*No longer holding the position of Member of the Supervisory Board*

- Lý do miễn nhiệm (nếu có)/Reason for dismissal (if any):

- Ngày bắt đầu có hiệu lực: Ngày 23/04/2025

*Effective date: April 23, 2025*

**Bà Nguyễn Thị Thu Hằng/Ms. Nguyen Thi Thu Hang**

- Không còn đảm nhận chức vụ: Người phụ trách quản trị Công ty

*No longer holding the position of Person in charge of Corporate Governance*

- Lý do miễn nhiệm (nếu có)/Reason for dismissal (if any):

- Ngày bắt đầu có hiệu lực: Ngày 23/04/2025

*Effective date: April 23, 2025*

Thông tin này đã được công bố trên trang thông tin điện tử của công ty tại đường dẫn <https://vinhomes.vn/vi/ir>, mục Quan hệ cổ đông.

*This information has been disclosed on the Company's official website at: <https://vinhomes.vn/en/ir>, under the Investor Relations section.*

**ĐẠI DIỆN THEO PHÁP LUẬT CỦA CÔNG TY  
LEGAL REPRESENTATIVE OF THE COMPANY**

signed

**PHAM THIEU HOA  
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ  
CHAIRMAN OF THE BOARD OF DIRECTORS**



**AGENDA OF THE 2025 ANNUAL GENERAL MEETING  
VINHOMES JOINT STOCK COMPANY**

Time	Agenda Item	Chaired by
<b>08:30 – 09:00</b>	Registration of attending shareholders and distribution of meeting materials	Organizing Committee
<b>09:00 – 09:05</b>	Report on shareholder eligibility verification results	Head of Shareholder Eligibility Verification Committee
<b>09:05 – 09:10</b>	Introduction of the Annual General Meeting of Shareholders (“AGM”)’s Chairperson and Presiding Committee	MC
<b>09:10 – 09:15</b>	Opening of the meeting, appointment of the Secretary, and election of the Vote Counting Committee	Presiding Committee
<b>09:15 – 09:20</b>	Approval of the Regulations on the Organization and Operation of the 2025 AGM	
<b>09:20 – 09:25</b>	Approval of the Meeting Agenda	
<b>09:25 – 10:00</b>	Presentation of Reports and Proposals:	
	1. Report of the Board of Directors (BOD) for 2024	Presiding Committee
	2. BOD's proposal on 2024 business performance and 2025 business plan	
	3. Report of the Supervisory Board for 2024	Head of the Supervisory Board
	4. BOD’s proposal on the 2024 audited financial statements	Presiding Committee
	5. Proposal on the allocation plan for the accumulated retained earnings as of year-end 2024	
	6. Proposal on the remuneration for the Board of Directors and the Supervisory Board	
	7. Proposal on the appointment of an independent auditing firm for the fiscal year 2025	
	8. Proposal on amendments to the Company's registered business activities	
	9. Proposal on the comprehensive amendment to the Company’s Charter	
10. Proposal on the dismissal and election of additional members to the Supervisory Board		

	11. Proposal on the listing of publically offered bonds	
	12. Other matters (if any)	
<b>10:00 – 10:20</b>	Q&A and discussion session	Presiding Committee
<b>10:20 – 10:45</b>	Guidance on the voting procedure for AGM agenda items	Vote Counting Committee
	Voting on AGM agenda items	
	Vote counting process	
<b>10:45 – 11:00</b>	Tea break	
<b>11:00 – 11:15</b>	Announcement of voting results	Vote Counting Committee
	Approval of the Meeting Minutes and Closing of the AGM	Presiding Committee



Hanoi, April 23, 2025

## REGULATIONS ON THE ORGANIZATION AND OPERATION OF THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS

### CHAPTER I GENERAL PROVISIONS

#### **Article 1: Scope and applicability**

- 1.1 These Regulations shall apply to the organization of the 2025 Annual General Meeting of Shareholders (hereinafter referred to as the **AGM**) of Vinhomes Joint Stock Company (hereinafter referred to as “**Company**”);
- 1.2 These Regulations set forth provisions on the rights and obligations of shareholders, proxies, and relevant parties participating in the Meeting, and on conditions and procedures of the Meeting;
- 1.3 Shareholders or proxies attending the Meeting, and relevant parties shall be responsible for adhering to these Regulations.

### CHAPTER II RIGHTS AND OBLIGATIONS OF AGM PARTICIPANTS

#### **Article 2: Rights and obligations of shareholders or their proxies**

- 2.1 Eligibility for attendance at the AGM:  
Participants must be shareholders or their proxies, as confirmed in writing by one or more shareholders whose names are in the Company's Shareholder Register as of the closing date of the list of shareholders entitled to attend the AGM.
- 2.2 Shareholders' rights with regard to the AGM:
  - a. Shareholders have the right to participate in the AGM or authorize another person in writing to represent them as a proxy at the AGM;
  - b. Shareholders and proxies have the right to discuss and vote on all matters within their rights in accordance with the Law on Enterprises, other legislative documents, and the Company Charter;
  - c. The Organizing Committee shall provide Shareholders and proxies with an AGM agenda and related materials;
  - d. Each shareholder or proxy attending the AGM will receive a Voting Card, or use an access account provided by the Organizing Committee to log in to the system to perform electronic voting (in case the Company uses information technology to assist the organization of the AGM)
  - e. Any shareholder or proxy arriving late at the Meeting before the end of the AGM is entitled to register and vote on the matters yet to be presented or voted.

The Chairperson of the Meeting is not obligated to pause the Meeting and the previously voted matters shall not be affected.

2.3 Shareholders' obligations with regard to the AGM:

- a. Shareholders and proxies must present their identity card or passport, an invitation letter, and a valid power of attorney (in the case of authorization or proxies) to the Meeting and register with the Shareholder Eligibility Verification Committee;
- b. Shareholders are responsible for keeping the access account and other identification provided by the Company to ensure that only shareholders have the right to participate in electronic voting on the system. In case a shareholder is authorized to attend the AGM and vote electronically for another individual/organization, the shareholder and the authorized person are responsible for the authorization and e-voting results of the granted access account;
- c. All participants must not disrupt nor cause disorder during the AGM;
- d. All audio or visual recordings taken during the AGM must be publicly disclosed and are subject to the approval of the Meeting Chairperson;
- e. All opinions spoken and votes cast shall be made appropriately in accordance with the Organizing Committee's guidance. The Chairperson's instructions at the AGM shall be respected;
- f. All participants must strictly adhere to these regulations and respect the results of the AGM;
- g. All shareholders shall provide information on related persons or persons with interests related to shareholders as requested by the Company.

**Article 3: Rights and obligations of the Shareholder Eligibility Verification Committee**

3.1 The Shareholder Eligibility Verification Committee shall consist of a head and committee members and will be responsible for the following tasks:

- a. Verifying shareholder or proxy's eligibility: Request shareholders or proxies participating in the AGM as well as invited guests to present their ID cards/passports, invitation letters, and power of attorney (in case of proxy);
- b. Handing out ballots and AGM documents to shareholders and proxies; Ballots, voting cards and other relevant meeting documents or instructions for shareholders to log into the electronic shareholder eligibility verification system when the AGM is happening;
- c. The Shareholder Eligibility Verification Committee will use login information from the access accounts of shareholders to determine the number of shareholders attending the AGM.
- d. Reporting shareholder eligibility verification results to the AGM:
  - + Before the AGM begins;
  - + Before voting session of each matter at the AGM.

- e. Identifying related shareholders who do not have voting rights based on the information obtained by the Shareholder Eligibility Verification Committee or as provided by shareholders.
- 3.2 The Shareholder Eligibility Verification Committee may form a support team to assist in performing its tasks and apply information technology to perform its tasks.

**Article 4: Rights and Obligations of the Vote Counting Committee**

- 4.1 The Vote Counting Committee consists of a (01) head of the committee and the members nominated by the AGM Chairperson and approved by the AGM to conduct the vote counting at the Meeting AGM.
- 4.2 The Vote Counting Committee is responsible for guiding shareholders on the use of ballots or voting procedures in electronic form at the AGM;
- 4.3 The Vote Counting Committee counts votes, calculates, and excludes related shareholders having no voting rights (if any) from voting on each matter. If the Vote Counting Committee cannot identify the exact number of the related shareholders having no voting rights (due to insufficient information or unclear statutory regulations), the votes of such shareholders shall still be counted. The fact that the shareholder(s), after voting, are considered as related shareholders having no voting rights does not affect the effectiveness of the resolution for which the shareholders participated in the voting, provided that the necessary number of votes (after removing the ballots of the related shareholders) still meets the conditions for approval as prescribed by law;
- 4.4 The Vote Counting Committee is responsible for preparing the Vote Counting Minutes and reporting the vote counting results to the AGM;
- 4.5 The Vote Counting Committee may form a support team to assist in performing its tasks and use information technology in vote counting;
- 4.6 The Vote Counting Committee shall be ultimately responsible for the accuracy and integrity of the released vote-counting results.

**Article 5: Rights and obligations of the AGM Chairperson, the Presiding Committee, and Secretary**

- 5.1 The AGM shall be chaired by the Chairperson of the BOD or a BOD member authorized by the Chairperson.
- If the Chairperson of the BOD is absent or unable to chair the Meeting due to unexpected reasons, the BOD shall elect one among the other BOD members to chair the Meeting based on majority voting. If the BOD fails to elect a Chairperson, the Head of the Supervisory Board shall take the lead for the Meeting to elect a Chairperson, and the person that receives the highest number of votes shall be the Chairperson of the Meeting;
- 5.2 Unless specified in clause 5.1, the person who signed the notice to convene the AGM shall oversee the AGM's election of the Chairperson of the Meeting, and the person that receives the highest number of votes shall chair the Meeting;
- 5.3 The AGM Chairperson appoints one or several secretaries for the AGM;

- 5.4 The AGM Chairperson's decision with regards to order, procedures, as well as matters arising beyond the approved agenda shall be the final decision;
- 5.5 The AGM Chairperson has the right to implement necessary and reasonable measures to chair the Meeting in an appropriate and orderly manner following the approved program and allow the AGM to reflect the wishes of the majority of participating shareholders;
- 5.6 At the Chairperson's discretion, the AGM may be postponed or held at another time in another location (in compliance with the Law on Enterprises and the Company Charter) if the Chairperson deems that:
- a. The venue of the AGM is not large enough to provide seats for all participants; or
  - b. The communication system at the AGM location is not appropriate for shareholders to attend, discuss, and vote; or
  - c. The behaviors of some participants cause disorder and disruptions that hinder the AGM from proceeding fairly and lawfully.
- 5.7 The Chairperson has the right not to respond to or note down comments and suggestions from shareholders if the content of such statements and recommendations are out of the scope of the approved agenda.
- 5.8 The Chairperson has the right to request that all AGM attendees be subject to security inspection or other legal, reasonable security measures and ask a competent authority to maintain order at the AGM. The Chairperson also has the right to expel anyone from the AGM who shows signs of causing disorder, disobeying the Chairperson and the Presiding Committee, hampering the AGM's progress, or declining to follow the security inspection procedures at the AGM.
- 5.9 The Presiding Committee consists of a number of BOD members and managing executives of the Company as appointed by the Chairperson. The Presiding Committee shall perform necessary tasks to assist the Chairperson in conducting the AGM.
- 5.10 The Secretary will record the minutes of the AGM and perform other tasks as assigned by the Chairperson and the Presiding Committee. The Secretary may have one or several assistants.

### **CHAPTER III**

#### **AGM PROCEDURE**

#### **Article 6: AGM Quorum**

- 6.1 The AGM shall proceed when shareholders and proxies represent more than 50% of the total voting shares (the “**Quorum**”). If a Quorum is not established within 60 minutes after the opening of the AGM per the agenda circulated to shareholders, the AGM will be deemed ineligible to proceed;
- 6.2 In case the General Meeting fails to meet the required conditions to proceed as stipulated above, the convening and holding of subsequent meetings shall be carried out in accordance with the Company's Charter and the Law on Enterprises.

### **Article 7: Conduct of the AGM**

- 7.1 The AGM shall be conducted per the agenda approved by the AGM;
- 7.2 The AGM shall discuss and approve in turn matters on the agenda in the form of voting as regulated in Article 10 of these Regulations;
- 7.3 The AGM shall be deemed closed after the AGM Minutes have been approved.

### **Article 8: Approval of resolutions at the AGM**

- 8.1 Matters presented at the AGM shall be considered approved if passed by shareholders or their proxies representing at least 50% of the total voting shares of shareholders or proxies attending and voting at the AGM;
- 8.2 Resolutions on the following matters shall be approved if they receive at least 65% affirmative votes from participating and voting shareholders:
  - Types of shares and amounts of each type;
  - Additions or changes of business lines;
  - Organizational and management restructure;
  - Amendments and supplements to the Company Charter;
  - Investment projects or sale of assets worth 50% or greater than total assets recorded in the latest audited financial statements of the Company;
  - Reorganization or dissolution of the Company.

### **Article 9: Electronic voting**

- 9.1 Shareholders use the Access Account provided by the Company to log into the system to conduct electronic voting.
- 9.2 Shareholders shall conduct electronic voting according to the instructions of the Organizing Committee at the AGM.
- 9.3 Shareholders having voting rights are shareholders who have registered to attend the AGM up to the time of voting, and the number of these shareholders is the basis for calculating the percentage of shareholders' votes.
- 9.4 When the system closes the voting content, the shareholder has no right to change any voted matters. The shareholder's voting result is recorded on the system according to the Access Account as the final result, and no claim/complaint is allowed in connection with this outcome.
- 9.5 Voting results will be announced by the Vote Counting Committee at the General AGM right after the votes are counted.

### **Article 10: Expressing opinions at the AGM**

- 10.1 Shareholders or proxies attending the AGM may express their opinions by raising their ballots or registering. Based on the agenda, the Chairperson shall allot and arrange time for shareholders to express their opinions, the priority of which shall be given to shareholders who register and whose opinions are related to the agenda. Opinion content should be brief and appropriate to the topic under discussion.

**Article 11: Minutes and Resolutions of the AGM**

- 11.1 The contents of the AGM shall be documented in the minutes. The AGM's Chairperson and Secretary or another person who signed the AGM Minutes are jointly responsible for the truthfulness and accuracy of the content of the minutes.
- 11.2 The minutes of the AGM shall be disclosed and adopted by the AGM before it closes.
- 11.3 The minutes of the AGM, shareholders' verification report, vote counting minutes, and other materials recording the progress and results of the AGM must be archived at the Company's headquarters.
- 11.4 The minutes of the AGM will be published on the Company's website within 24 hours after the AGM ends;
- 11.5 The minutes of the AGM will form the basis of the AGM's resolutions.
- 11.6 Based on the results of the AGM, the Chairperson shall issue resolutions on matters adopted at the AGM.

**Article 12: Effectiveness of these Regulations**

- 12.1 These regulations, consisting of three Chapters and twelve Articles, shall take effect immediately upon the AGM's approval.
- 12.2 The BOD Chairperson must propose any amendments or supplements to these regulations and subsequently voted on and approved by the General Meeting of Shareholders.

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

**(Signed)**

**PHAM THIEU HOA**



-----☪ ☪ ☪-----  
No: 01/2025/BC-HDQT-VHM

-----☪ ☪ ☪-----  
Hanoi, April 01, 2025

**REPORT OF THE BOARD OF DIRECTORS  
AT THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**To: The General Meeting of Shareholders**

**1. Business performance of Vinhomes Joint Stock Company (“Company” or “Vinhomes”) in 2024**

The global economy in 2024 continued to face significant challenges, particularly geopolitical tensions, interest rate fluctuations, and exchange rate volatility. However, Vietnam's economy demonstrated a strong recovery, achieving a GDP growth rate of 7.09%, exceeding the set target. This positioned Vietnam as one of the fastest-growing economies in ASEAN, with manufacturing, trade, and foreign direct investment (FDI) remaining key growth drivers. The real estate market also showed positive signs of improvement, with a gradual increase in supply. Notably, key legislative changes, including the Land Law, Housing Law, and Real Estate Business Law, coupled with a stabilized interest rate environment, helped restore homebuyer confidence and further attracted FDI inflows into the real estate sector.

Driven by favorable market conditions and its resilient growth, Vinhomes achieved remarkable growth in 2024, reaffirming its position as a leading real estate developer. A standout highlight of the year was the successful launch of Vinhomes Royal Island in March 2024, a large-scale 877-hectare project located on Vũ Yên Island, Hải Phòng. This development provided a major boost to the northern real estate market and the industry nationwide. Within 1 month of launching, the project attracted nearly 2,000 buyers, demonstrating strong market confidence and customer trust in Vinhomes' product quality.

As a result, Vinhomes delivered impressive financial performance in 2024. Contracted sales (pre-sales) and unbilled bookings remained at high levels, reaching VND 103.9 trillion and VND 94.2 trillion, respectively, driven by strong sales at mega projects, particularly Vinhomes Royal Island. In 2024, Vinhomes recorded a consolidated net revenue of VND 102.3 trillion. Total adjusted consolidated net revenue (including revenue from Vinhomes' operations and business cooperation contracts) reached a record VND 141.6 trillion, exceeding the target approved at the 2024 Annual General Meeting of Shareholders and representing a 12% year-over-year increase. Net profit after tax reached VND 35.1 trillion, fulfilling the annual plan, supported by the on-schedule delivery of developments. Earnings per share (EPS) stood at VND 7,348.

Beyond business achievements, Vinhomes continues to strengthen its brand leadership through meaningful contributions to the community. In collaboration with partners, the company actively engaged in charitable initiatives, including emergency relief for Central communities in response to Typhoon Yagi. Additionally, Vinhomes hosted large-scale cultural and entertainment events, drawing millions of visitors to its urban developments. Notably, the 2024 New Year

Celebration and the "Anh Trai Vượt Ngàn Chông Gai" Grand Music Festival at Ocean City drew 160,000 and 130,000 attendees, respectively, further positioning Ocean City as Hanoi's emerging entertainment and tourism hub. These events not only enhanced the vibrancy of the urban area but also elevated real estate value, creating ideal cultural and artistic experiences for the resident community.

A key milestone in 2024 was Vinhomes' attainment of four prestigious international certifications in quality, environmental management, occupational health & safety, and social accountability (ISO 9001, ISO 14001, ISO 45001, and SA8000). These achievements underscore the company's commitment to enhancing operational excellence towards international standards and building a sustainable living environment for its communities. Furthermore, the company continues to lead the way in digital transformation, introducing a comprehensive suite of smart customer support and operational management platforms. These include Vinhomes Online, which provides transparent project information, the Automated Procedure System, which optimizes transaction processes, and Vinhomes Market, an online real estate trading platform.

In 2024, Vinhomes continued to expand its strategic collaborations with major and reputable international corporations, further solidifying its leadership in the real estate market. A key collaboration is with Mitsubishi Corporation (Japan) across three key areas: Urban Development and Real Estate Business, Smart City Management and Digital Transformation, and Energy Transition. Additionally, Vinhomes has partnered with Nomura Real Estate (Japan) to accelerate the development of residential, commercial, and logistics. This collaboration with two leading real estate developers is expected to bring world-class urban projects to the market, contributing to improved quality of life and infrastructure development across the country.

During the year, Vinhomes successfully executed a large-scale treasury share buyback, reflecting its robust financial strength and management's confidence in the company's long-term growth potential. This strategic move highlights Vinhomes' commitment to enhancing shareholder value, further strengthening investor confidence in the company's sustained growth trajectory.

Thanks to its continued efforts and achievements, Vinhomes was honored with prestigious domestic and international awards, including recognition as a "Vietnam National Brand" presented by the Prime Minister and "Best Residential Real Estate Developer in Vietnam 2024", awarded by Euromoney. These accolades recognize Vinhomes' unwavering commitment to enhancing product and service quality while contributing to the advancement of Vietnam's real estate industry.

## **2. Activities of the Board of Directors (BOD)**

### **2.1 General activities**

In 2024, the Company has strictly complied with corporate governance regulations applicable to public companies and has fully adhered to information disclosure requirements in the securities market. The Company continues to streamline its organizational structure, strategically allocating resources to maximize the contributions of each Board member. These efforts enhance the Board's oversight effectiveness, ensure the consistent implementation of corporate governance principles across the organization, and strengthen relationships with stakeholders.

The Board of Directors has effectively fulfilled its functions and responsibilities in formulating corporate policies, strategic orientations, and long-term development plans. Additionally, the Board has delegated specific responsibilities to the Chairman and the Company's legal representative to further improve governance efficiency and operational effectiveness.

## 2.2. The BOD's supervisory activities

In 2024, the BOD has carried out its duties in compliance with the Company's Charter, Corporate Governance Regulations, internal policies, and applicable laws. Specifically, the BOD has:

- Supervised the implementation of projects where Vinhomes is the developer;
- Directed and closely monitored the preparation of the 2023 Financial Statements, Quarterly Financial Statements, Interim Financial Statements, and the Annual Report;
- Successfully chaired, directed, and organized the 2024 Annual General Meeting of Shareholders (AGM) on April 24, 2024;
- Overseen the execution of resolutions issued by the BOD and the General Meeting of Shareholders, as well as monitored the Board of Management's oversight of business operations;
- Supervised and directed information disclosure to ensure transparency and timeliness in compliance with regulations;
- Monitored the Board of Management's operations to enhance business efficiency and achieve the Company's strategic targets.

In 2024, the BOD held meetings and solicited opinions in writing, issuing 34 Resolutions to approve key policies and adjustments regarding the Company's operations and strategic direction, including the following key contents:

Content	Number of Resolutions
Restructuring and arranging the organizational structure; offering and issuing bonds; establishing subsidiaries/branches; repurchasing its own shares; organizing the Company's business activities	22
Appointing the Company's Management, approving transactions with related parties	12
<b>Total</b>	<b>34</b>

### 3. Remuneration, operational cost, and other benefits of the Board of Directors

- Report of remuneration for the BOD in 2024 has been specified in the BOD's proposal on remuneration of the BOD in 2025.
- In addition, the Company also provided various benefits to members of the Board of Directors, such as regular health check-ups, health insurance, discounts on services offered by Vingroup member companies etc.

### 4. Related party transactions

- The approval process and procedures for transactions between the Company and related parties are strictly carried out in accordance with the Law on Enterprises, the Law on Securities,

the Company's Internal Governance Regulations, and the Approval Process for Transactions with Related Parties.

- All transactions between the Company and related parties are documented and disclosed in the 2024 Corporate Governance Report and the Company's audited annual financial statements.

## **5. Independent BOD members' activities and assessment on the BOD's activities**

### **5.1. Activities of independent BOD members**

The Board of Directors includes three independent members: (1) Mr. Varun Kapur, (2) Mr. Mueen Uddeen, and (3) Mr. Hoang D. Quan. These independent members possess strong professional expertise and extensive experience in the Company's core business areas, making significant contributions to the BOD's decision-making process. In 2024, all independent BOD members actively participated in all decisions or matters within the BOD's authority, particularly in overseeing transactions between the Company and related parties to ensure transparency, mitigate conflicts of interest, and safeguard the interests of the Company and its shareholders.

### **5.2. Assessment of independent BOD members on the Board's activities**

In 2024, the BOD adopted flexible and adaptive decisions to respond effectively to shifts in production and business operations. Timely strategic directives from the BOD to the Company and its subsidiaries enabled the successful implementation of business adjustments, ensuring the achievement of the objectives and business plans approved at the 2024 Annual General Meeting of Shareholders. Despite the challenging economic environment, the BOD ensured the stability and security of the entire system, protecting the interests of employees and customers. Additionally, the BOD conducted thorough assessments, issued timely decisions and approvals within its authority, and closely monitored the Board of Management's execution of the Company's objectives, strategies, and business plans.

## **6. Report on Bond Issuance**

In 2024, the Company issued nine (9) privately placed bonds (hereinafter collectively referred to as the “**Bonds**”) for the purpose of restructuring its capital source. The proceeds from the bond issuance were utilized in accordance with the intended purpose. The key details of the bond issuance plan are as follows:

- Total issuance value: VND 27,000,000,000,000 (In words: Twenty-seven trillion Vietnamese dong)
- Bond type: Non-convertible corporate bonds, without warrants, secured by assets
- Number of bonds issued: 09 bonds
- Maturity term: Up to 24 months or 36 months from the issuance date of each offering
- Eligible investors: Professional securities investors, as defined by applicable laws

The bond issuance documents and related materials were prepared in compliance with regulations on private bond placements under Decree No. 153/2020/ND-CP issued by the Government on December 31, 2020.

## **7. Report on the Issuance of International Bonds**

In 2024, the Board of Directors approved the plan for the issuance of international bonds (“International Bonds”), which was subsequently ratified by the General Meeting of Shareholders, including the listing of the International Bonds on the Singapore Exchange (SGX-ST), as outlined in Proposal No. 12/2024/TTr-HĐQT-VHM dated October 29, 2024 (“Proposal No. 12”).

According to Proposal No. 12, the Company intended to issue International Bonds with a maximum total par value of USD 500,000,000 (five hundred million United States dollars). However, taking into consideration the prevailing conditions of both the domestic and international capital markets, as well as the Company's business plan for 2025, the Company has decided not to proceed with the International Bond Issuance Plan.

## **8. 2025 plan**

As we enter 2025, Vietnam’s economy — particularly the real estate sector — is expected to witness strong growth prospects, despite persistent challenges and market fluctuations.

With a solid foundation, Vinhomes will continue to complete ongoing projects and expand strategic developments, focusing on model urban townships in key provinces such as Hanoi, Hai Phong, Ho Chi Minh City, and Long An. These urban areas will not only integrate Vingroup’s diverse ecosystem of amenities but also feature iconic landmarks, creating an exceptional living environment for customers.

At the same time, Vinhomes will pioneer the trend of developing green and smart cities, fully committed to sustainable ESG (Environmental, Social, and Governance) development. This strategy will be implemented through modern infrastructure development, enhanced environmental protection initiatives, and the application of digital transformation to improve operational efficiency. Specifically, Vinhomes will adopt smart urban management models, such as integrating digital mapping and upgrading the Vinhomes Resident app into a Super App to accelerate service efficiency and enhance customer experience, catering to the increasingly diverse needs of residents. Additionally, Vinhomes will actively implement a destination marketing strategy, turning its urban areas into focal points of interest through a variety of cultural, artistic, sports, and philanthropic programs. These events will attract residents and hundreds of thousands of visitors, contributing to local economic growth.

In terms of corporate governance, Vinhomes is committed to streamlining and optimizing processes to maximize investment efficiency and enhance product competitiveness. Moreover, the company places great emphasis on developing a high-quality workforce, which is a key factor in sustainable growth. Vinhomes will continue to roll out specialized training programs to enhance the expertise and skills of its employees while establishing clear career development pathways. Additionally, the company will strengthen its talent acquisition strategy in real estate, technology, and project management, fostering a professional and innovative team that meets the evolving demands of the market.

2025 marks a pivotal year in Vietnam’s new era of expansion, presenting significant opportunities for companies with robust governance and sustainable business practices. Vinhomes will continue to innovate creatively, break through successfully, and maintain sustainable growth, delivering exceptional value to shareholders, customers, and partners. We look forward to your continued support and partnership on this journey.

Respectfully submitted to the General Meeting of Shareholders.

Thank you.

**Recipients:**

- *As stated above;*
- *The Company archives.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

(signed)

**PHAM THIEU HOA**

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No: 01/2025/TTr-HDQT-VHM

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Hanoi, April 01, 2025



## PROPOSAL OF THE BOARD OF DIRECTORS

**Re: 2024 business performance and 2025 business plan**

**To: The General Meeting of Shareholders**

The year 2024 was marked by significant global economic volatility, particularly amid major elections in various countries that reshaped political landscapes and had far-reaching effects on global financial and economic markets. Despite facing challenges from tightened monetary policies, geopolitical instability, escalating trade tensions, and the negative impacts of domestic natural disasters and storms, Vietnam's economy maintained an impressive growth trajectory. Specifically, Vietnam's GDP growth in 2024 reached 7.09%, exceeding the target and ranking among the highest growth rates in the ASEAN region and globally. Inflation was effectively controlled, with the Consumer Price Index (CPI) maintained at 3.63%, in line with the National Assembly's objectives. A key highlight of Vietnam's economy was its strong performance in trade, with total import-export turnover reaching nearly USD 800 billion, setting a new record in Vietnam's nearly 40 years of economic reform. Foreign direct investment (FDI) inflows also recorded positive results, with total registered capital amounting to USD 38.23 billion. Notably, disbursed FDI capital hit an all-time high of USD 25.35 billion, marking a 9.4% increase from 2023 and the highest disbursement level ever recorded.

In this dynamic environment, Vinhomes Joint Stock Company (“**Company**” or “**Vinhomes**”) demonstrated flexibility in its business strategy to navigate challenges, seize emerging opportunities, and achieve outstanding milestones, as outlined below:

### **I. 2024 business performance (based on the 2024 Audited Consolidated Financial Statements)**

#### **1. Revenue**

Vinhomes' consolidated net revenue reached VND 102,323 billion, representing a 1% decrease compared to 2023. Notably, revenue from the sale of inventory properties remained the core business segment, totaling VND 73,162 billion, driven by the on-schedule handover of key mega projects, including Vinhomes Ocean Park 2-3, Vinhomes Ocean Park 1, and Vinhomes Grand Park.

#### **2. Profit**

Vinhomes' profit before tax in 2024 reached VND 40,848 billion, a 6% decrease compared to 2023.

Profit after tax for 2024 stood at VND 35,073 billion, fulfilling the profit target approved at the 2024 General Meeting of Shareholders and marking a 5% increase from the previous year.

Amidst ongoing challenges in the real estate market, we consider this a remarkable business performance, reflecting Vinhomes' relentless efforts throughout the past year.

### **3. Statutory obligations**

In 2024, the Company paid a total of more than VND 18,000 billion to the State budget.

### **4. Project development progress**

In 2024, Vinhomes continues to reinforce its leading position in premium properties with the launching of Vinhomes Royal Island. Located entirely on Vu Yen Island, Hai Phong, spanning 877 hectares with a total investment of USD 2.4 billion, Vinhomes Royal Island pioneers a one-of-a-kind urban model: “An island within a city, a city on an island”, seamlessly blending lush ecological spaces with world-class amenities. These include a European-style square, a riverside pedestrian street featuring dining, shopping, and entertainment, Vinpearl Golf complex, a marina, a royal horse riding academy, VinWonders amusement park, and Vincom Mega Mall shopping center, among others. Since its launch, Vinhomes Royal Island has set multiple remarkable records: nearly 2,000 units were booked within the first month of sales, 500 shophouses were handed over within six months, and the project welcomed 2.5 million visitors from March to December 2024. Beyond elevating Hai Phong’s real estate market, the development has also transformed the port city into a dynamic destination, hosting a series of vibrant events and festivals.

As part of its strategic investment partnership with Vietnam Exhibition and Fair Center JSC, Vinhomes Global Gate (Dong Anh, Hanoi) has attracted strong market interest due to its prime location at the northeastern gateway of the capital and its exceptional range of amenities. Notably, with the adjacent National Exhibition and Fair Center already under construction and nearing completion, Vinhomes Global Gate is not only set to deliver a modern and sophisticated living environment but also promises to become a leading hub for trade and conferences in the region.

## **II. 2025 Action Plan**

### **1. Continue to lead the real estate market through the development of model urban areas**

Vinhomes continues to reinforce its market leadership by developing large-scale model urban projects in key economic hubs such as Hanoi, Hai Phong, Ho Chi Minh City, Long An. These urban areas not only integrate Vingroup’s diverse ecosystem of amenities but also feature iconic landmarks, creating an exceptional living environment. Vinhomes takes pride in its ability to build modern and civilized residential communities, contributing to higher living standards for Vietnamese while delivering long-term value to investors and property owners.

### **2. Craft green and smart living environments towards sustainable development goals**

Vinhomes aims to be a pioneer in creating an ideal living environment, closely aligned with the sustainable development criteria of ESG. The core strategy is to create green, civilized, and knowledge-driven living spaces by enhancing the activities of the Green Living – Healthy Living Club, along with sports and community programs, both online and offline, to improve the living standards of residents. In urban planning, Vinhomes maintains a sustainable development orientation, prioritizing low building density to maximize green spaces and improve energy efficiency. The company prioritizes the development of environmentally friendly solutions, including the increased installation of solar energy systems, the reuse of treated water, and the shift from plastic bags to sustainable materials such as paper and fabric. Regular inspection and maintenance of equipment systems are carried out to ensure optimal operation, minimize energy consumption, and actively implement energy-saving solutions throughout the operation process. In parallel with the growth of Vietnam’s economy, Vinhomes is accelerating its digital transformation process, applying modern technology to refine the smart city model. In 2025, the Company will focus on upgrading and expanding its digital ecosystem, particularly by updating new features for Vinhomes Resident app and SmartCity solutions package, offering a more modern and convenient living experience.

### **3. Promote the destination marketing strategy and community engagement**

Vinhomes is proactively implementing a destination marketing strategy that not only promotes its flagship projects but also strengthens community engagement through meaningful and regular activities. These initiatives help enhance social responsibility and position Vinhomes' developments as Vietnam's most desirable places to live. By hosting a variety of cultural, artistic, sports, and philanthropic events that attract both residents and hundreds of thousands of visitors, Vinhomes has turned its urban areas into focal points of attention. Increasingly, partners choose Vinhomes as the venue for major events, boosting local economic growth and solidifying Vinhomes' developments as must-visit destinations in their respective regions.

#### **4. Focus on upgrading high-quality human resources**

Vinhomes recognizes the vital role of a high-quality workforce in driving the company's sustainable growth. As a result, it prioritizes regular in-depth training programs to enhance employees' expertise and skills, ultimately improving product and service quality. At the same time, Vinhomes focuses on establishing clear career development pathways and implementing a talent acquisition strategy targeting professionals from real estate, technology, and project management sectors. This approach aims to build a highly skilled, innovative team capable of meeting the evolving demands of the market. Additionally, Vinhomes is streamlining its organizational structure, simplifying regulations, and standardizing operational processes to enhance efficiency and optimize resource utilization.

With the goal of achieving strong, stable, and sustainable growth, the Vinhomes Board of Directors submits the 2025 Business Plan to the General Meeting of Shareholders for approval as follows:

<b>No.</b>	<b>Item</b>	<b>2025's plan (in VND billion)</b>
1	Revenue	180,000
2	Profit after tax	42,000

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Thank you.

**Recipients:**

- *As above;*
- *The Company archives.*

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**

**REPORT OF THE SUPERVISORY BOARD**  
**To: The General Meeting of Shareholders**



In 2024, the Supervisory Board (“**SB**”) closely collaborated with the Board of Directors (“**BOD**”) and the Board of Management (“**BOM**”) to oversee the issuance and implementation of resolutions passed by the General Meeting of Shareholders (“**GMS**”) and the BOD. In addition to its supervisory role, the SB also conducted reviews and coordinated with internal control departments and subsidiaries to ensure that the company’s operations complied with legal regulations and internal corporate governance policies.

Within the scope of its responsibilities, functions, and authority as stipulated in the Company’s Charter and in compliance with the 2020 Law on Enterprises and regulations governing listed companies, the SB made significant efforts in 2024 to fulfill its duties. This included monitoring compliance with legal regulations and the Company’s Charter in accounting, finance, investments, construction, real estate project operations, and management. Additionally, the SB conducted periodic reviews of the Company’s financial statements.

On behalf of the SB, I hereby present the following report to the GMS:

**1. Company’s financial performance:**

The Supervisory Board concurs with the contents of the Company’s 2024 audited consolidated financial statements, as reviewed by Ernst & Young Vietnam Limited. The financial statements provide a true and fair view of the consolidated financial position as of December 31, 2024, as well as the consolidated business performance and cash flows for the fiscal year from January 1, 2024, to December 31, 2024, in compliance with prevailing accounting regulations.

Key financial indicators reported in the 2024 consolidated financial statements are as follows:

a. Consolidated business performance:

- Net revenue : VND 102,323 billion, a 1% decrease compared to 2023
- Profit before tax : VND 40,848 billion, a 6% decrease compared to 2023
- Net profit after tax : VND 35,073 billion, a 5% increase compared to 2023, meeting the 2024 target approved by the General Meeting of Shareholders.

b. Consolidated assets:

- Current assets : VND 285,479 billion
- Non-current assets : VND 278,730 billion
- Total assets : VND 564,209 billion

c. Owners’ equity : VND 220,744 billion

**2. Assessment of legal compliance and implementation of the resolutions of the GMS and the BOD:**

The SB assesses that the Company’s operations in 2024 were conducted in a safe, sustainable manner, fully compliant with prevailing laws and regulations. The implementation of resolutions by the GMS and the BOD was closely monitored to ensure alignment with the Company’s strategic direction. Within the scope of its authority and responsibilities, the SB affirms that the BOD, the BOM, and relevant departments effectively executed their duties, with no significant violations or deficiencies impacting the Company’s operations.

**3. Report on the performance of the Supervisory Board**

**3.1. Performance review in 2024 and 2025 action plan of the Supervisory Board:**

In 2024, the SB acknowledges the BOM’s significant efforts in executing business activities, strengthening internal governance, mitigating risks, and ensuring sustainable growth while maintaining strict legal compliance. The BOD has diligently adhered to corporate governance regulations, proactively overseeing and promptly managing business strategies and key decisions related to the Company’s operations. Over the past year, the SB has intensified its monitoring and enforcement of compliance with corporate governance policies, enhancing both the quality and independence of supervisory activities, particularly in overseeing major and related-party transactions. Any detected violations were promptly reported and thoroughly addressed, leading to improvements in governance reporting and disclosure practices.

Looking ahead to 2025, the increasing workload and external challenges will continue to pose significant difficulties on the BOD and BOM, requiring relentless effort from every member of the Company, as well as the continued trust and support of our esteemed shareholders. In order to fulfill its role and effectively carry out its functions and responsibilities, the SB must make even greater efforts. We sincerely hope to continue receiving the support of our esteemed shareholders and the BOD, as well as the close cooperation and coordination of the BOM and relevant departments within the Company.

**3.2. Self-assessment reports from the Supervisory Board members:**

In 2024, all members of the SB fully participated in two meetings and several internal discussions within the SB. Additionally, under the assignment of the Head of the Supervisory Board, each member proactively carried out supervisory and inspection tasks within their respective areas of expertise, overseeing the activities of the BOD, the BOM, and specialized departments of the Company. The SB members have self-assessed that they have fulfilled their functions and responsibilities in accordance with legal regulations and the Company’s Charter.

On behalf of the SB, I would like to extend my best wishes to our esteemed shareholders, the BOD, and the BOM. We wish the General Meeting of Shareholders great success!

Thank you.

**Recipients:**

- *As stated above;*
- *Vinhomes archives.*

**ON BEHALF OF  
THE SUPERVISORY BOARD  
HEAD OF THE SUPERVISORY BOARD**

**(signed)**

**NGUYEN LE VAN QUYNH**



Số: 02/2025/TTr-HDQT-VHM

Hanoi, April 01, 2025

**PROPOSAL OF THE BOARD OF DIRECTORS**

**Re: 2024 financial performance of Vinhomes Joint Stock Company**

**To: The General Meeting of Shareholders**

In 2024, Vinhomes Joint Stock Company (“the **Company**” or “**Vinhomes**”) maintained a robust financial position and achieved growth, as reflected in key financial metrics from the audited consolidated financial statements for the fiscal year ended December 31, 2024, as follows:

**1. Revenue and profit:**

Total consolidated net revenue amounted to VND 102,323 billion, primarily driven by revenue from the sale of inventory properties, which contributed VND 73,162 billion.

Consolidated net profit after tax for 2024 reached VND 35,073 billion, marking a 5% year-over-year increase and meeting the profit target approved at the 2024 Annual General Meeting of Shareholders (AGM).

**2. Asset growth:**

Total current assets expanded from VND 242,341 billion as of December 31, 2023, to VND 285,479 billion as of December 31, 2024. This increase was primarily attributable to a VND 14,677 billion rise in cash and cash equivalents, as well as a VND 26,190 billion increase in other short-term receivables, mainly due to land clearance advance payments.

Total non-current assets increased from VND 202,290 billion as of December 31, 2023, to VND 278,730 billion as of December 31, 2024. Notably, construction-in-progress category for real estate projects rose by VND 21,200 billion, while other long-term receivables increased by VND 64,024 billion, primarily due to receivables from real estate activities.

**3. Liabilities and owners’ equity:**

Total liabilities as of December 31, 2024, increased by VND 81,471 billion compared to December 31, 2023. Specifically, other short-term payables associated with profit-sharing obligations and commitments under business cooperation agreements increased by VND 41,107 billion. Borrowings for real estate project development and investment activities rose by VND 24,608 billion. Advances from customers increased by VND 11,308 billion.

Total equity as of December 31, 2024, grew by VND 38,108 billion compared to December 31, 2023, primarily driven by accumulated net profit after tax.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Thank you.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**Recipients:**

- *As stated above;*
- *The Company archives.*

**(signed)**

**PHAM THIEU HOA**

**Note:**

- *Vinhomes' 2024 financial statements were audited by Ernst & Young Vietnam Limited and published on Vinhomes' website at <https://vinhomes.vn/en/ir>*



**PROPOSAL FROM THE BOARD OF DIRECTORS**

**Re: The allocation plan for the 2024 retained earnings**

**To: The General Meeting of Shareholders**

Based on the Company's audited financial statements, as prepared by Ernst & Young Vietnam Limited, the accumulated undistributed post-tax profit of Vinhomes Joint Stock Company (the "Company") as of December 31, 2024, is **VND 102,788,023 million**.

The Board of Directors ("BOD") hereby submits to the General Meeting of Shareholders ("GMS") for approval of the proposed allocation of the Company's 2024 accumulated post-tax profit as follows:

1. An amount of VND 5,000,000,000 (Five billion Vietnamese dong) shall be allocated to the Reserve Fund in accordance with the Company's Charter.
2. The remaining profit shall be fully retained for reinvestment in the Company's business operations.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Thank you.

**Recipients:**

- *As stated above;*
- *The Company archives.*

**ON BEHALF OF  
THE BOARD OF DIRECTORS  
CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**



No: 04/2025/TTr-HDQT-VHM

Hanoi, April 01, 2025



**PROPOSAL FROM THE BOARD OF DIRECTORS AND THE SUPERVISORY BOARD**

**Re: Remuneration for the Board of Directors and the Supervisory Board**

**To: The General Meeting of Shareholders**

- Pursuant to applicable laws and the Charter of Vinhomes Joint Stock Company (the “Company”),

The Board of Directors (“**BOD**”) and the Supervisory Board (“**SB**”) hereby report to the General Meeting of Shareholders (“**GMS**”) on the remuneration paid to the members of the BOD and SB for the year 2024 and the proposed remuneration plan for 2025 as follows:

**1. Remuneration paid in 2024:**

- The total number of BOD and SB members in 2024: 08 BOD members and 03 SB members.
- Total remuneration for the BOD: VND 17.1 billion.
- Total remuneration for the SB: VND 312 million.

The remuneration payments were executed in accordance with the resolution of the 2024 Annual General Meeting of Shareholders.

**2. Proposed remuneration for 2025:**

Based on the business plan for 2025, we respectfully propose that the GMS approve the remuneration for the BOD and SB for 2025 as follows:

- The total remuneration for the BOD shall not exceed VND 20 billion (Twenty billion Vietnamese dong).
- The total remuneration for the SB shall not exceed VND 2 billion (Two billion Vietnamese dong).

The BOD and SB propose to authorize the Chairman of the BOD to determine the specific remuneration for each BOD member and the Head of the SB to determine the specific remuneration for each SB member within the total approved remuneration framework.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

**ON BEHALF OF  
THE SUPERVISORY BOARD  
HEAD OF THE SUPERVISORY BOARD**

**(signed)**

**NGUYEN LE VAN QUYNH**

**ON BEHALF OF  
THE BOARD OF DIRECTORS  
CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**



No: 05/2025/TTr-HDQT-VHM



Hanoi, April 01, 2025



**PROPOSAL OF THE BOARD OF DIRECTORS**

**Re: The appointment of an audit firm for the company's 2025 financial statements**

**To: The General Meeting of Shareholders**

Pursuant to the Law on Enterprises 2020 and based on an assessment of the reputation and quality of audit firms operating in Vietnam, the Board of Directors (“BOD”) proposes the following shortlist of audit firms for selection as the Company’s auditor for the 2025 fiscal year:

1. Ernst & Young Vietnam Limited;
2. PricewaterhouseCoopers Vietnam Limited;
3. Deloitte Vietnam Limited;
4. KPMG Vietnam Limited.

The BOD respectfully submits this proposal to the General Meeting of Shareholders for consideration and authorization of the Board of Management to appoint one of the aforementioned firms as the auditor for the Company’s 2025 financial statements.

Thank you.

**Recipients:**

- As above;
- Company archives.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**



No: 06/2025/TT-HDQT-VHM

Independence – Freedom – Happiness

Hanoi, April 01, 2025

**PROPOSAL OF THE BOARD OF DIRECTORS****Re: Amendments to the Company's registered business activities****To: The General Meeting of Shareholders**

The Board of Directors (“**BOD**”) respectfully submits to the General Meeting of Shareholders (“**GMS**”) for review and approval of the proposed amendments and additions to the registered business activities of Vinhomes Joint Stock Company (the “**Company**”) as follows:

**1. Additions to Company’s business activities:**

No.	Current Business Activities	Amended Business Activities	Industry Code	Reason
1	Architectural and related technical consultancy activities <i>Details:</i> Design consulting, appraisal consulting, supervision consulting on fire prevention and fighting (Clause 4, Article 41 of Decree 136/2020/ND-CP)	Architectural and related technical consultancy activities <i>Details:</i> - Design consulting, appraisal consulting, supervision consulting on fire prevention and fighting (Clause 4, Article 41 of Decree 136/2020/ND-CP) - Construction surveying (Article 91, Decree 15/2021/ND-CP) - Construction planning design (Article 92, Decree 15/2021/ND-CP) - Construction design, design appraisal (Article 93, Decree 15/2021/ND-CP) - Construction project management consultancy (Article 94, Decree 15/2021/ND-CP) - Construction supervision consultancy (Article 96, Decree 15/2021/ND-CP)	7110	Adjust and supplement detailed content
2	Other supporting activities related to transportation	Other supporting activities related to transportation <i>Exclusions:</i> <ul style="list-style-type: none"> <li>Other supporting services related to air transportation.</li> <li>Services for the establishment, operation, maintenance, and upkeep of maritime signals, water areas, public maritime channels, and maritime routes; surveying services for water areas, public maritime channels, and maritime routes to serve the publication of Maritime Notices; surveying,</li> </ul>	5229	Add additional business activities of the Company

No.	Current Business Activities	Amended Business Activities	Industry Code	Reason
		<p>developing, and publishing nautical charts for water areas, seaports, maritime channels, and maritime routes; developing and publishing maritime safety documents and materials.</p> <ul style="list-style-type: none"> <li>• Traffic regulation services to ensure maritime safety in water areas, public maritime channels; maritime electronic information services.</li> <li>• Marine pilotage services.</li> </ul>		
3	Not yet registered	<p>Direct supporting services for waterway transportation</p> <p>Exclusions:</p> <ul style="list-style-type: none"> <li>• Services for the establishment, operation, maintenance, and upkeep of maritime signals, water areas, public maritime channels, and maritime routes; surveying services for water areas, public maritime channels, and maritime routes to serve the publication of Maritime Notices; surveying, construction, and publication of nautical charts for water areas, seaports, maritime channels, and maritime routes; developing and publishing maritime safety documents and materials.</li> <li>• Traffic regulation services to ensure maritime safety in water areas, public maritime channels; maritime electronic information services.</li> <li>• Marine pilotage services.</li> </ul>	5222	
4	Not yet registered	Coastal and ocean freight transport	5012	
5	Not yet registered	Cargo handling (excluding cargo handling at airports)	5224	
6	Not yet registered	<p>Raising of horses, mules, and donkeys; Breeding and reproduction of horses and donkeys</p> <p><i>Details: Raising of horses, mules, and donkeys; Breeding and reproduction of horses and donkeys</i></p>	0142	
7	Not yet registered	<p>Wholesale of agricultural and forestry raw materials (excluding timber, bamboo, and rattan) and live animals</p> <p><i>Details: Wholesale trading of live animals</i></p>	4620	
8	Not yet registered	<p>Construction of hydraulic structures (except for the construction and operation of multi-purpose hydropower plants and nuclear</p>	4291	

No.	Current Business Activities	Amended Business Activities	Industry Code	Reason
		<i>power plants of special economic and social significance)</i>		
9	Not yet registered	Sauna services, massage, and similar health enhancement services (excluding sports activities)	9610	
10	Not yet registered	Haircutting, hairdressing, shampooing Details: Beauty care services (non-invasive)	9631	
11	Not yet registered	Other monetary intermediation activities	6419	
12	Not yet registered	Creative, artistic, and entertainment activities Details: Arts performing activities	9000	

Authorize the Chairman of the Board of Directors – the Company’s legal representative – to carry out the necessary procedures for registering the amendments to the Company’s business activities and to determine any adjustments or modifications to the detailed descriptions of business activities as required by the competent authorities, based on the business activities approved by the General Meeting of Shareholders.

## 2. Amendments and Additions to the Company’s Charter

The GMS approves the amendments and additions to Article 4 of the Company’s current Charter to reflect the changes in business activities mentioned above and authorizes the Chief Executive Officer – the Company’s legal representative – to finalize, sign, and promulgate the updated Charter in compliance with legal regulations.

The updated Charter will be published on the Company’s official website at: <https://vinhomes.vn/en/ir>, under the Investor Relations section.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Thank you.

**Recipients:**

- As stated above;

- The Company archive.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**

*Note: This document shall be appropriately amended, supplemented and submitted to the GMS for the consideration and approval at the Annual General Meeting.*

VINHOMES JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM

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-----☪ ☪ ☪-----

No: 07/2025/TTr-HDQT-VHM

Hanoi, April 01, 2025



## PROPOSAL OF THE BOARD OF DIRECTORS

**Re: Amendments to the Company’s Charter**

**To: The General Meeting of Shareholders**

The Board of Directors (“**BOD**”) of Vinhomes Joint Stock Company (the “**Company**”) submits to the General Meeting of Shareholders (“**GMS**”) a proposal for the amendments and additions to the Company’s Charter.

The details of the proposed amendments and additions are set out in Appendix I attached hereto (the “**Amendments**”).

The BOD respectfully submits to the GMS to review and approve the Company’s Charter, which incorporates the Amendments and any revised appendices to the Charter as updated from time to time. In addition to the Amendments, certain structural, wording, and abbreviation adjustments have been made to ensure consistency in the format of the Charter without altering its substantive content. All other provisions of the Charter that are not amended or supplemented shall remain in full force and effect.

The new Charter shall take effect upon approval by the GMS and shall replace the Charter issued on November 11, 2024, along with any previously issued appendices.

Authorizing the Chief Executive Officer – the Company’s legal representative – to oversee the finalization, execution, and promulgation of the new Charter in accordance with applicable regulations.

Following its promulgation, the updated Charter shall be published on the Company’s official website at: <https://vinhomes.vn/en/ir>, under the Investor Relations/Corporate Documents section.

Respectfully submitted this proposal to the General Meeting of Shareholders for review and approval.

Thank you.

**Recipients:**

- *As stated above;*
- *The Company archive.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**

**APPENDIX I**  
**PROPOSED AMENDMENTS AND ADDITIONS TO THE CHARTER OF VINHOMES JOINT STOCK COMPANY**

No.	Related Article	Current Provision	Amended Provision	Reason for Amendment
1.	Article 4	None	Addition of business lines	As per the BOD's proposal on the supplementation of business lines
2.	Article 22.6	The Board of Directors must prepare draft resolutions for each matter on the meeting agenda	Removed	Due to content overlapping with Article 22.3.d of the Charter
3.	Article 48	<p>Company Seal</p> <p>a) The seal includes both physical seals produced by seal engraving providers and digital signatures in accordance with e-transaction laws.</p> <p>b) The Board of Directors shall determine the form, content, quantity, and usage of the seal from time to time in compliance with legal regulations.</p> <p>c) The CEO shall be responsible for managing and using the seal in compliance with applicable laws.</p>	<p>Company Seal</p> <p>a) The seal includes both physical seals produced by seal engraving providers and digital signatures in accordance with e-transaction laws.</p> <p>b) <b>The CEO</b> shall determine the form, content, quantity, and usage of the seal from time to time in compliance with legal regulations.</p> <p>c) The CEO shall be responsible for managing and using the seal in compliance with applicable laws.</p>	Amended to align with the provisions of the Enterprise Law

**PROPOSAL OF THE SUPERVISORY BOARD**

Re: Dismissal and election of additional members to the Supervisory Board for the 2023 –2028 Term

**To: The General Meeting of Shareholders**

The Supervisory Board (“**SB**”) of Vinhomes Joint Stock Company (hereinafter referred to as “**Vinhomes**” or the “**Company**”) respectfully submits this proposal to the General Meeting of Shareholders (“**GMS**”) for approval of the dismissal and election of additional members to the Supervisory Board for the 2023–2028 term, with the following key details:

1. Mrs. Nguyen Le Van Quynh and Mrs. Le Thi Duyen shall be dismissed from their positions as members of the Supervisory Board following their resignation letters submitted to the Company.
2. Election of additional Supervisory Board members for the 2023–2028 term

To ensure compliance with the legal requirements regarding the number of Supervisory Board members, the Supervisory Board respectfully submits to the GMS for consideration and election of additional members as follows:

- (i) Number of additional members to be elected: 02 members.
- (ii) Qualifications and eligibility requirements: Candidates must meet the criteria and conditions for Supervisory Board membership as stipulated in Clause 1, Article 169 of the 2020 Law on Enterprises and the Company’s Charter.
- (iii) Term: The newly elected members shall serve for the remaining duration of the current Supervisory Board’s term (2023–2028).

Information on the candidates for the Supervisory Board, along with the Draft Regulations on the Election of Additional Supervisory Board Members, is attached to this Proposal and published on Vinhomes' official website at <https://vinhomes.vn>, under the Investor Relations/Information Disclosure section.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Thank you.

**Recipients:**

- *As above;*
- *Company archives.*

**ON BEHALF OF  
THE SUPERVISORY BOARD  
HEAD OF THE SUPERVISORY BOARD**

**(signed)**

**NGUYEN LE VAN QUYNH**



Independence - Freedom - Happiness



*Hanoi, April 23, 2025*

**REGULATIONS ON ELECTION OF SUPERVISORY BOARD MEMBERS  
TERM 2023 - 2028**

**Article 1: Principles of election and eligibility to vote**

1.1 Principles of election:

- a. The election is carried out in compliance with relevant laws, Vinhomes Joint Stock Company's Charter and in line with the Election Regulations to ensure democratic and legal entitlements of all shareholders.
- b. The election is carried out publicly via secret ballots at the Annual General Meeting of Shareholders ("AGM").

1.2 Eligibility to vote: Shareholders who own shares with voting rights as appeared in the Shareholder Register issued by the Vietnam Securities Depository Center (VSDC) on 24 March 2025 or their proxies who attend the AGM in person.

**Article 2: Number, requirements and conditions to be members of the Supervisory Board for the term 2023 - 2028**

2.1 The number of members of the Supervisory Board to be elected: 03 members.

2.2 Requirements and conditions to be a member of the Supervisory Board for the new term:

Members of the Supervisory Board shall meet requirements and conditions prescribed in Article 169 of the Law on Enterprises and Vinhomes Joint Stock Company's Charter, specifically as follows:

- a) He/she is not any of the persons specified in Clause 2 Article 17 of the Law on Enterprises;
- b) He/she has professional qualifications in economics, finance, accounting, audit, law, business administration, or another major that is relevant to Vinhomes Joint Stock Company's operation;
- c) He/she is not a relative of any member of the Board of Directors (the "BOD"), the Chief Executive Officer (the "CEO"), or any other managers of Vinhomes Joint Stock Company;
- d) He/she is not a manager of Vinhomes Joint Stock Company;
- e) He/she is not necessarily a Vinhomes Joint Stock Company's shareholder or employee.

In addition, a member of the Supervisory Board does not fall into the following cases:

- (i) Any person working in the finance, or accounting department of the Vinhomes Joint Stock Company;

- (ii) Be a member or an employee of the independent audit firm that audited the Vinhomes Joint Stock Company's financial statements for the last consecutive three (03) years.

**Article 3: Nomination/Self-nomination for members of the Supervisory Board for the 2023 - 2028 term**

The nomination and self-nomination for members of the Supervisory Board is carried out as follows:

- 3.1. Shareholders or groups of shareholders (aggregating the number of shares of each shareholder) holding at least 10% of the total number of common shares having voting rights to nominate candidates as members of the Supervisory Board.
- 3.2. In case no shareholders or groups of shareholders nominate, or the number of nominated/self-nominated candidates does not meet the minimum number specified in Vinhomes Joint Stock Company's Charter or required by law, the incumbent Supervisory Board may nominate additional candidates to meet the minimum number of members required. The list of candidates that the incumbent Supervisory Board nominates must be announced at the AGM before the election are proceeds.

**Article 4: Dossier for nomination/self-nomination of Supervisory Board candidate for the 2023 - 2028 term**

- 4.1 Dossier for nomination/self-nomination of Supervisory Board candidate shall consist of:
- a) Nomination/self-nomination application form (in required form);
  - b) Resume of the candidate;
  - c) Copies of Identity Card/Passport and Diplomas and/or certificates of educational qualifications of the candidate (if any);
- 4.2 Dossiers for nomination/self-nomination shall be sent to Organizing Committee before 5:00 pm, 18 April 2025 at the following address:
- Organizing Committee of the 2025 Annual General Meeting of Shareholders  
Vinhomes Joint Stock Company  
Headquarters address: Symphony Office Building, Chu Huy Man Street, Vinhomes Riverside Eco-Urban Area, Phuc Loi Ward, Long Bien District, Hanoi, Vietnam.  
Tel: 024-39749999
- 4.3 Only application dossiers for nomination/ self-nomination which meet the requirements set forth and are sent to the Organizing Committee before the deadline mentioned above, and meet the requirements of the Supervisory Board members in accordance with the law will be shortlisted in the list of Supervisory Board candidates announced at the AGM.

**The attachment to this Regulation includes:**

- *Form 1: The Supervisory Board member self-nomination form.*
- *Form 2: The Supervisory Board member nomination form.*

**Article 5: Election procedure**

- 5.1 The vote-casting to elect members of the Supervisory Board shall be conducted through secret ballot at the AGM by cumulative voting method, whereby each shareholder or the proxy attending the AGM shall have the total number of votes equal to the total number of shares owned/authorized multiplied (x) with 3 (the number of members to be elected as stipulated in Clause 2.1).
- 5.2 A shareholder or the proxy attending the AGM may cast all of his or her votes for one candidate or divide the votes among nominated candidates so that the total number of votes for candidates cannot exceed their total number of eligible votes.

**For example:**

- a. *A shareholder owning 100 VHM ordinary shares and the AGM shall vote to elect three members of the Supervisory Board;*
- b. *The shareholder shall have: 100 (shares) x 03 (members of the Supervisory Board to be elected) = 300 votes*
- c. *The shareholder may use all 300 votes for one candidate or divide the votes among the candidates as long as the total votes cast are equal to or smaller than 300.*

**Article 6: Election methodology**

6.1 Ballot.

Each shareholder or the proxy attending the Meeting shall be given a Supervisory Board voting ballot (“**Ballot**”), on which there is the code and name of the shareholder, the total number of shares, the total number of votes (equal to the number of shares multiplied by the number of the Supervisory Board members to be elected) and the list of candidates being nominated to the Supervisory Board.

- a. The ballot bears Vinhomes Joint Stock Company's official stamp;
- b. The ballot may use a digital code or a bar code to help the Vote Counting Committee to proceed with checking votes in a timely and accurate manner.

6.2 Regulations on filling out a ballot and the validity of the vote.

- a. Ballot filling instructions: Shareholders shall fill their ballots according to the instructions of the Vote Counting Committee at the AGM.
- b. Valid ballot is:
- Released by the Organizing Committee with the official stamp of Vinhomes Joint Stock Company;
  - Signed by the shareholder or the proxy;
  - Not torn, striked through, erased, repaired.
- c. Invalid ballot is either:
- Issued by anyone other than the Organizing Committee;
  - Without Vinhomes Joint Stock Company's official stamp;
  - Torn, striked through, erased, repaired and/or containing names of candidates who

- are not on the list of candidates approved by the AGM before the vote-casting;
- Without the signature of the shareholder or the proxy;
- Containing unauthorized additional information or symbols;
- Having the total number of votes cast for candidates in excess of the total votes entitled;
- Voting for a number of candidates exceeding the number of Supervisory Board members to be elected; or
- Submitted to the Vote Counting Committee after the vote-casting has finished and the voting box has been sealed off.

The invalid ballots are dismissed from the election results.

6.3 General principles of vote-casting for the Supervisory Board members.

- a. Before the vote-casting, the Vote Counting Committee shall inspect the voting box status as witnessed by the shareholders;
- b. Voting starts at the signal of the Head of the Supervisory Board and ends when the last shareholder casts his vote in the ballot box.
- c. The vote-counting process shall be conducted immediately after the vote-casting is completed and the voting box is sealed.

6.4 Regulations on vote counting process:

- a. The Vote Counting Committee consists of one (01) Head and committee members, nominated by the AGM Chairperson and approved by the AGM to conduct the vote counting for Supervisory Board Member election.
- b. The Vote Counting Committee shall count the votes as follows:
  - Shall conduct the work in a separate room.
  - May use electronic devices and technical experts to support the vote-counting process;
  - Shall check the validity of the ballots;
  - Shall check each ballot in turn and record in writing vote counting results;
  - Shall seal off all ballots and hand over to the Head of the Vote Counting Committee.

6.5. Establishing and disclosing minutes of vote counting.

6.6. Based on the minutes, the Vote Counting Committee shall announce the election results at the AGM. The election results shall be recorded in the AGM Resolution.

**Article 7. Electronic voting**

- 7.1. The Organizing Committee provides shareholders attending the AGM 01 access account to log into the System to conduct electronic voting (in case the Company applies technology in the election of Supervisory Board members);

- 7.2. Shareholders use the access account provided by the Organizing Committee to log into the System to conduct electronic voting.
- 7.3. Shareholders shall conduct electronic voting according to the instructions of the Organizing Committee at the AGM.
- 7.4. From the time the System closes the voting content, the shareholder has no right to change any voted content. The shareholder's voting result is recorded on the System according to the access account as the final result, and no claim/complaint is allowed in connection with this outcome.
- 7.5. Voting results will be announced by the AGM's Vote Counting Committee right after the votes are counted.

#### **Article 8. Principles of winning the election of Supervisory Board member**

- 8.1 The candidate to be elected as a member of the Supervisory Board must have valid votes of more than 50% of the total voting shares of Vinhomes Joint Stock Company.
- 8.2 In case there are 02 or more candidates with the same number of votes for the remaining member of the Supervisory Board, priority will be given to selecting the person who owns more shares of the Company. If the candidates do not own shares or the number of shares of these candidates is equal, the AGM will conduct a re-election among the candidates with the same number of votes. The winner is the person with the highest number of votes.

#### **Article 9. Effectiveness**

These regulations consist of 9 Clauses, which shall come into effect immediately upon approval by GMS and shall apply only to the Supervisory Board election for the term 2023 - 2028 at the 2025 AGM of Vinhomes Joint Stock Company.

**HEAD OF THE SUPERVISORY BOARD**

**Signed**

**NGUYEN LE VAN QUYNH**

**FORM 1: SELF-NOMINATION OF SUPERVISORY BOARD MEMBERS**

*(Attached to Regulations on election of the Supervisory Board members*

*for the term 2023 - 2028)*

**VINHOMES JOINT STOCK COMPANY      THE SOCIALIST REPUBLIC OF VIETNAM**



*Independence - Freedom - Happiness*

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*Hanoi, ... April 2025*

**SELF-NOMINATION OF SUPERVISORY BOARD MEMBERS**

**VINHOMES JOINT STOCK COMPANY**

To:    **The Organizing Committee of the 2025 Annual General Meeting of Shareholders**

My name is .....

Shareholder code: .....

Date of birth:.....Place of birth.....

Residential Address:.....

ID/Passport Number:.....Date of issue.....Place of issue:.....

Degree:.....Major:.....

Number of shares owned: .....shares, corresponding to: .....% of Vinhomes Joint Stock Company's Charter Capital.

Pursuant to the provisions of the Law on Enterprises and the Charter of Vinhomes Joint Stock Company, I am nominating myself for the position of a member of the Supervisory Board of the Company for the term 2023 - 2028.

I undertake that I meet all the eligibility requirements for the nomination of member of the Supervisory Board in accordance with Charter of Company and the Law on Enterprises.

Thank you.

**CANDIDATE**

*(Signature and full name)*

**Enclosure:**

- Resume of the candidate
- Copy of a valid Identity Card/Passport of the candidate
- Copy of Diplomas and/or certificates of educational qualifications of the candidate (if any)

**FORM 2: NOMINATION OF SUPERVISORY BOARD MEMBERS**

*(Attached to Regulations on the election of the Supervisory Board members  
for the term 2023 - 2028)*

**VINHOMES JOINT STOCK COMPANY**

**THE SOCIALIST REPUBLIC OF VIETNAM**



**Independence - Freedom - Happiness**

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*Hanoi, ... April 2025*

**NOMINATION OF SUPERVISORY BOARD MEMBERS**

**VINHOMES JOINT STOCK COMPANY**

To: **The Organizing Committee of the 2025 Annual General Meeting of Shareholders**

The shareholder(s) of Vinhomes Joint Stock Company (the “**Company**”) are listed below

<b>No.</b>	<b>Full name of shareholder</b>	<b>ID/ Passport/ Business Registration Certificate No., date and place of issue</b>	<b>Number of shares owned</b>	<b>% of Charter Capital owned</b>	<b>Signed by the individual shareholder or signed and sealed by a Legal representative of the institutional shareholder</b>

Pursuant to the provisions of the Law on Enterprises and the Company Charter, we would like to nominate:

Mr. /Ms.....

Date of birth:..... Place of birth.....

Residential Address:.....

ID/Passport Number:.....

Date of issue:.....Place of issue.....

Degree:.....Major:.....

for the position of a member of the Supervisory Board of the Company for the term 2023 - 2028.

I/We undertake that Mr. /Ms. meets all the eligibility requirements for the nomination of member of the Supervisory Board for the term 2023 - 2028 in accordance with the Company’s Charter and the Law on Enterprises.

**Enclosure:**

- Resume of the candidate
- Copy of a valid Identity Card/Passport of the candidate
- Copy of Diplomas and/or certificates of educational qualifications of the candidate (if any)



No: 09/2025/TT-HDQT-VHM

Hanoi, April 01, 2025

**PROPOSAL OF THE BOARD OF DIRECTORS**

**Re: Listing of public offering bonds**

**To: The General Meeting of Shareholders**

- Pursuant to the Law on Enterprises and its implementation guidelines (“**Law on Enterprises**”);
- Pursuant to the Law on Securities and its implementation guidelines (“**Law on Securities**”);
- Pursuant to Decree No. 155/2020/ND-CP dated 31 December 2020 of the Government stipulating certain articles of the Law on Securities (“**Decree 155**”) and;
- Pursuant to the Charter of Vinhomes Joint Stock Company (“**Vinhomes**” or “**Company**”).
- Pursuant to the needs and actual business situation of Vinhomes.

Pursuant to Article 29 of the Law on Securities, the issuer that has conducted a public offering of securities must complete the listing registration or securities trading registration within 30 days from the closing date of the offering. On December 31, 2020, the Government issued Decree 155, detailing the implementation of certain provisions of the Law on Securities, which stipulates that the listing of bonds must be approved by the General Meeting of Shareholders, the Members' Council, or the company owner.

Therefore, to ensure that the listing of the bonds to be publicly issued by the Company (hereinafter referred to as the “**Bonds**”) complies with legal regulations, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following:

- Approval for the Company to register and deposit the Bonds with the Vietnam Securities Depository and Clearing Corporation (“**VSDC**”) upon completion of the bond issuance; and
- Approval for the Company to list the Bonds on the Hanoi Stock Exchange, where the Bonds will be listed and/or centrally traded in accordance with applicable laws (“**Hanoi Stock Exchange**”).
- Authorization for the Board of Directors and approval of authority to the Chairman of the Board of Directors or the Chief Executive Officer to, based on specific circumstances, exercise full discretion and responsibility in organizing and implementing the necessary procedures to successfully complete the registration and listing of the Bonds at VSDC and the Hanoi Stock Exchange.

Respectfully submitted to the General Meeting of Shareholders for review and approval.

Thank you.

**Recipients:**

- *As stated above;*
- *The Company archive.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**

**(signed)**

**PHAM THIEU HOA**